



भारत इलेक्ट्रॉनिक्स
BHARAT ELECTRONICS

भारत इलेक्ट्रॉनिक्स लिमिटेड

(भारत सरकार का उद्यम, रक्षा मंत्रालय)

पंजीकृत कार्यालय :

आउटर रिंग रोड, नागवारा, बेंगलूर - 560 045, भारत

Bharat Electronics Limited

(Govt. of India Enterprise, Ministry of Defence)

Registered Office : Outer Ring Road,

Nagavara, Bangalore - 560 045, INDIA.

CIN : L32309KA1954GOI000787

टेलीफैक्स/Telefax : +91 (80) 25039266

ई-मेल/E-mail : secretary@bel.co.in

वेब/Web : www.bel-india.com

To
National Stock Exchange of India Ltd.,
Exchange Plaza, Plot No. C/1,G Block,
Bandra-Kurla Complex, Bandra (E)
Mumbai – 400 051

No. 17565/6/SE/NSEC/SEC
20th September 2017

Dear Sir/Madam,

Sub: 63rd Annual General Meeting and voting Results.

In continuation to our letter dated 22 August, 2017, we wish to inform you that the 63rd AGM of the Company was held today and the business mentioned in the Notice dated 11 August, 2017 was transacted.

In this regard, please find enclosed the following:

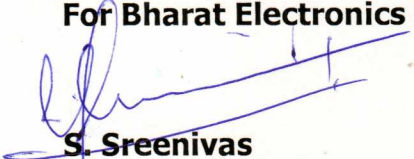
1. Summary of the proceedings as required under the Regulation 30, Part-A of Schedule - III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations as Annexure-1.
2. Voting results as required under Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations as Annexure-2.
3. Report of Scrutinizer dated 20 September 2017.

This is for your information and record.

Thanking you,

Yours faithfully,

For Bharat Electronics Ltd.


S. Sreenivas
Company Secretary

Encls: As above



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BHARAT ELECTRONICS

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Annexure-1

Summary of the Proceedings of the 63rd Annual General Meeting.

The 63rd Annual General Meeting of Members of Bharat Electronics Limited was held on Wednesday, the 20th September, 2017 from 3:30 p.m. to 5.30 p.m. at The Kalinga Hall, Hotel Lalit Ashok, Kumara Krupa High Grounds, Bengaluru – 560001.

Mr. M V Gowtama, Chairman and Managing Director, chaired the meeting and asked the Company Secretary to confirm the quorum of the meeting. The requisite quorum being present chairman called the meeting to order and introduced the individuals present on the dais.

Present

1. Mr. M V Gowtama	Chairman and Managing Director
2. Dr. Ajit T Kalghatgi	Director (Research & Development)
3. Mr. Girish Kumar	Director (Bangalore Complex)
4. Mr. Nataraj Krishnappa	Director (Other Units)
5. Mrs. Anandi Ramalingam	Director (Marketing)
6. Mr. R N Bagdalkar	Director (Human Resources)
7. Mrs. Usha Mathur	Independent Director
8. Mr. Alexander Koshy	GM (Finance)/CO & CFO
9. Mr. Sreenivas S	Company Secretary

All the Directors of the Company attended the meeting except Dr. Bhaskar Ramamurthi, Dr. R K Shevgaonkar and Mr. Sharad Sanghi who sought leave of absence owing to a personal emergency.

Invitees

1. Mr. N Srinivasan	Statutory Auditor
2. Shri Thirupal Gorige	Scrutinizer

Members Present

In person: 336

By Proxy: 3

Thereafter, Chairman commenced the proceedings.

The Chairman informed the members that the Statutory Registers and company's Memorandum and Articles of Association were available for inspection during the meeting. Annual report was taken as read by members.

The Statutory auditor read out the report and confirmed that there were no qualifications. The Chairman addressed the shareholders on the performance of the Company and its future plans & activities. He mentioned that there was no observation from Statutory Auditors & also informed about the Nil report received from C&AG on the Accounts of the company. He further informed that the appointment of Independent Directors was under consideration by the Government of India in relation to the observation of Secretarial Auditor in his report.

Chairman informed that as per the AGM notice, 3 proposals under ordinary business and 5 proposals under special business are proposed for approval of members as per details hereunder and advised the Company Secretary to read out the resolutions being proposed at the meeting and the same was acted upon.

Ordinary Business

1. (a) To consider and adopt the audited financial statements of the Company for the financial year ended on 31 March 2017 and the Reports of the Board of Directors and Auditors thereon.
(b) To consider and adopt the Audited consolidated financial statements of the Company for the financial year ended on 31 March 2017 and the reports of Auditors thereon.
2. Confirmation of Interim dividend of Rs. 3/- (Rs.10/- face value per share) and Rs. 0.90/- per equity share (face value per share) already paid in February, 2017 & March, 2017 respectively and to declare Final Dividend of Rs. 1.05/- per Equity Share.
3. To appoint a Director in place of Mr Nataraj Krishnappa (DIN: 07506012), who retires by rotation and being eligible, offers himself for re-appointment.

Special business

1. Appointment of Mrs. Anandi Ramalingam as Director.
2. Appointment of Mr M V Gowtama as Director.

3. Appointment of Mr. R N Bagdalkar as Director.
4. Ratification of remuneration of the Cost Auditor.
5. Approval for the issue of Bonus Shares.

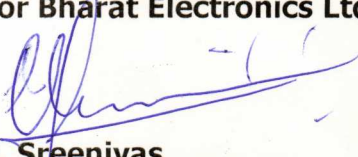
The Chairman informed that Mr. Thirupal Gorige, Practicing Company Secretary was appointed as the Scrutinizer by the Board for remote e-voting process as well as the poll at the AGM. Further, the Chairman requested those Members, who have not exercised the remote e-voting facility, may use the facility of ballot paper for casting their vote on the resolutions as stated in the AGM notice.

The Chairman then invited Members for discussion. The Chairman replied to the queries raised by the shareholders and noted the constructive suggestions of the shareholders.

Since there was no further clarification sought, the Chairman concluded the meeting with vote of thanks at 5.30 p.m.

This is for your information and record.
Thanking you,

Yours faithfully,
For Bharat Electronics Ltd.



S. Sreenivas
Company Secretary

SCRIP CODE	500049
COMPANY NAME	BHARAT ELECTRONICS LIMITED
Date of AGM	20-09-2017
START TIME OF THE MEETING	3:30 PM
END TIME OF THE MEETING	5:30 PM
No of Share Holders As on Record Date (cut off date)	117810
No of share holders present in the meeting either in person or through Proxy: Promoters and Promoters Group - 1 Public - 338	339
No of shareholders attended through video conferencing: Promoters and Promoters Group - 0 Public - 0	NIL

Resolution (1)									
Resolution required: (Ordinary / Special)					Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?					No				
Description of resolution considered					ADOPTION OF FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2017.				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled	Invalid Votes
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100	
Promoter and Promoter Group	E-Voting		1517455842	99.9998	1517455842	0	100.0000	0.0000	
	Poll	1517458842	0	0.0000	0	0	0	0	
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0	
	Total	1517458842	1517455842	99.9998	1517455842	0	100.0000	0.0000	
Public- Institutions	E-Voting		410005002	75.3483	408423593	1581409	99.6143	0.3857	
	Poll	544146226	0	0.0000	0	0	0	0	
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0	
	Total	544146226	410005002	75.3483	408423593	1581409	99.6143	0.3857	
Public- Non Institutions	E-Voting		25027432	14.5489	25027022	410	99.9984	0.0016	
	Poll	172022862	41499	0.0241	41499	0	100.0000	0.0000	3
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0	
	Total	172022862	25068931	14.5730	25068521	410	99.9984	0.0016	
Total		2233627930	1952529775	87.4152	1950947956	1581819	99.9190	0.0810	3

Resolution (2)									
Resolution required: (Ordinary / Special)					Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?					No				
Description of resolution considered					CONFIRMATION OF INTERIM DIVIDEND(S) AND DECLARATION OF DIVIDEND				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled	Invalid Votes
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100	
Promoter and Promoter Group	E-Voting		1517455842	99.9998	1517455842	0	100.0000	0.0000	
	Poll	1517458842	0	0.0000	0	0	0	0	
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0	
	Total	1517458842	1517455842	99.9998	1517455842	0	100.0000	0.0000	
Public- Institutions	E-Voting		440931770	81.0319	440931770	0	100.0000	0.0000	
	Poll	544146226	0	0.0000	0	0	0	0	
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0	
	Total	544146226	440931770	81.0319	440931770	0	100.0000	0.0000	
Public- Non Institutions	E-Voting		27738697	16.1250	27738287	410	99.9985	0.0015	
	Poll	172022862	41499	0.0241	41499	0	100.0000	0.0000	3
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0	
	Total	172022862	27780196	16.1491	27779786	410	99.9985	0.0015	
Total		2233627930	1986167808	88.9212	1986167398	410	100.0000	0.0000	3



Resolution (3)									
Resolution required: (Ordinary / Special)					Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?					No				
Description of resolution considered					RE-APPOINTMENT OF RETIRING DIRECTOR, MR. NATARAJ KRISHNAPPA				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled	Invalid Votes
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100	
Promoter and Promoter Group	E-Voting		1517455842	99.9998	1517455842	0	100.0000	0.0000	
	Poll	1517458842	0	0.0000	0	0	0	0	
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0	
	Total	1517458842	1517455842	99.9998	1517455842	0	100.0000	0.0000	
Public- Institutions	E-Voting		440931770	81.0319	364193368	76738402	82.5963	17.4037	
	Poll	544146226	0	0.0000	0	0	0	0	
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0	
	Total	544146226	440931770	81.0319	364193368	76738402	82.5963	17.4037	
Public- Non Institutions	E-Voting		27734152	16.1224	27728310	5842	99.9789	0.0211	
	Poll	172022862	41499	0.0241	41499	0	100.0000	0.0000	3
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0	
	Total	172022862	27775651	16.1465	27769809	5842	99.9790	0.0210	
Total		2233627930	1986163263	88.9210	1909419019	76744244	96.1361	3.8639	3
Resolution (4)									
Resolution required: (Ordinary / Special)					Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?					No				
Description of resolution considered					APPOINTMENT OF MRS. ANANDI RAMALINGAM AS DIRECTOR.				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled	Invalid Votes
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100	
Promoter and Promoter Group	E-Voting		1517455842	99.9998	1517455842	0	100.0000	0.0000	
	Poll	1517458842	0	0.0000	0	0	0	0	
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0	
	Total	1517458842	1517455842	99.9998	1517455842	0	100.0000	0.0000	
Public- Institutions	E-Voting		440931770	81.0319	363789468	77142302	82.5047	17.4953	
	Poll	544146226	0	0.0000	0	0	0	0	
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0	
	Total	544146226	440931770	81.0319	363789468	77142302	82.5047	17.4953	
Public- Non Institutions	E-Voting		27731818	16.1210	27725855	5963	99.9785	0.0215	
	Poll	172022862	39789	0.0231	39779	10	99.9749	0.0251	3
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0	
	Total	172022862	27771607	16.1441	27765634	5973	99.9785	0.0215	
Total		2233627930	1986159219	88.9208	1909010944	77148275	96.1157	3.8843	3
Resolution (5)									
Resolution required: (Ordinary / Special)					Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?					No				
Description of resolution considered					APPOINTMENT OF MR. M V GOWTAMA AS DIRECTOR.				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled	Invalid Votes
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100	
Promoter and Promoter Group	E-Voting		1517455842	99.9998	1517455842	0	100.0000	0.0000	
	Poll	1517458842	0	0.0000	0	0	0	0	
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0	
	Total	1517458842	1517455842	99.9998	1517455842	0	100.0000	0.0000	
Public- Institutions	E-Voting		426099277	78.3060	399679472	26419805	93.7996	6.2004	
	Poll	544146226	0	0.0000	0	0	0	0	
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0	
	Total	544146226	426099277	78.3060	399679472	26419805	93.7996	6.2004	
Public- Non Institutions	E-Voting		27733752	16.1221	27730892	2860	99.9897	0.0103	
	Poll	172022862	39789	0.0231	39789	0	100.0000	0.0000	3
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0	
	Total	172022862	27773541	16.1453	27770681	2860	99.9897	0.0103	
Total		2233627930	1971328660	88.2568	1944905995	26422665	98.6597	1.3403	3



Resolution (6)									
Resolution required: (Ordinary / Special)					Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?					No				
Description of resolution considered					APPOINTMENT OF MR. R N BAGDALKAR AS DIRECTOR.				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled	Invalid Votes
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100	
Promoter and Promoter Group	E-Voting		1517455842	99.9998	1517455842	0	100.0000	0.0000	
	Poll	1517458842	0	0.0000	0	0	0	0	
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0	
	Total	1517458842	1517455842	99.9998	1517455842	0	100.0000	0.0000	
Public- Institutions	E-Voting		440931770	81.0319	350428968	90502802	79.4746	20.5254	
	Poll	544146226	0	0.0000	0	0	0	0	
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0	
	Total	544146226	440931770	81.0319	350428968	90502802	79.4746	20.5254	
Public- Non Institutions	E-Voting		27731582	16.1209	27727053	4529	99.9837	0.0163	
	Poll	172022862	39789	0.0231	39789	0	100.0000	0.0000	3
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0	
	Total	172022862	27771371	16.1440	27766842	4529	99.9837	0.0163	
Total		2233627930	1986158983	88.9208	1895651652	90507331	95.4431	4.5569	3

Resolution (7)									
Resolution required: (Ordinary / Special)					Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?					No				
Description of resolution considered					RATIFICATION OF REMUNERATION OF THE COST AUDITOR.				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled	Invalid Votes
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100	
Promoter and Promoter Group	E-Voting		1517455842	99.9998	1517455842	0	100.0000	0.0000	
	Poll	1517458842	0	0.0000	0	0	0	0	
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0	
	Total	1517458842	1517455842	99.9998	1517455842	0	100.0000	0.0000	
Public- Institutions	E-Voting		440931770	81.0319	439350361	1581409	99.6413	0.3587	
	Poll	544146226	0	0.0000	0	0	0	0	
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0	
	Total	544146226	440931770	81.0319	439350361	1581409	99.6413	0.3587	
Public- Non Institutions	E-Voting		27712278	16.1096	27704348	7930	99.9714	0.0286	
	Poll	172022862	41499	0.0241	41499	0	100.0000	0.0000	3
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0	
	Total	172022862	27753777	16.1338	27745847	7930	99.9714	0.0286	
Total		2233627930	1986141389	88.9200	1984552050	1589339	99.9200	0.0800	3

Resolution (8)									
Resolution required: (Ordinary / Special)					Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?					No				
Description of resolution considered					APPROVAL FOR THE ISSUE OF BONUS SHARES.				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled	Invalid Votes
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100	
Promoter and Promoter Group	E-Voting		1517455842	99.9998	1517455842	0	100.0000	0.0000	
	Poll	1517458842	0	0.0000	0	0	0	0	
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0	
	Total	1517458842	1517455842	99.9998	1517455842	0	100.0000	0.0000	
Public- Institutions	E-Voting		440931770	81.0319	440931770	0	100.0000	0.0000	
	Poll	544146226	0	0.0000	0	0	0	0	
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0	
	Total	544146226	440931770	81.0319	440931770	0	100.0000	0.0000	
Public- Non Institutions	E-Voting		27739556	16.1255	27738516	1040	99.9963	0.0037	
	Poll	172022862	41499	0.0241	41499	0	100.0000	0.0000	3
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0	
	Total	172022862	27781055	16.1496	27780015	1040	99.9963	0.0037	
Total		2233627930	1986168667	88.9212	1986167627	1040	99.9999	0.0001	3





Thirupal Gorige, B.Com., FCS, PGDIM
Practicing Company Secretary

FORM No. MGT-13

Report of Scrutinizer(s)

[Pursuant to rule section 108 of the Companies Act, 2013 and rule 21(2) of the Companies (Management and Administration) Rules, 2014]

COMBINED SCRUTINIZER'S REPORT

To,
The Chairman
63rd Annual General Meeting of the Equity Shareholders of
BHARAT ELECTRONICS LIMITED held on September 20, 2017
Outer Ring Road, Nagavara, Bangalore - 560 045

Dear Sir,

Sub.: Combined Scrutinizer's report

I, CS Thirupal Gorige, a Practising Company Secretary, having office at No. 87, 2nd Floor, 21st Cross, 7th Main, N S. Palya, BTM 2nd Stage, Bangalore - 560 076, India, have been appointed as a Scrutinizer by the Board of Directors of M/s. BHARAT ELECTRONICS LIMITED (the "Company") for e-voting held between September 17, 2017 to September 19, 2017 on the below mentioned resolution(s), set out in the notice convening the 63rd Annual General Meeting of the Equity Shareholders held on September 20, 2017 at "The Kalinga Hall, Hotel Lalit Ashok, Kumara Krupa High Grounds, Bengaluru - 560 001, Karnataka, at 3.30 PM for the purpose of scrutinizing the remote e-voting and voting by ballot papers at the venue of the AGM in a fair and transparent manner and ascertaining the requisite majority for the said votings as per the provisions of the Companies Act 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended, on the resolutions referred to in this report. :

Responsibility as a Scrutinizer

The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and rules relating to remote e-voting and voting by ballot papers at the venue of the AGM on the resolution so contained in the notice of the AGM dated 11th August, 2017. My responsibility as a Scrutinizer for the e-voting process and voting by ballot paper at venue of the AGM is restricted to make a Scrutinizer's report of the votes cast "in favour" or "against" the resolution(s) set out in the notice convening the Annual General Meeting, based on the reports generated from the e-voting system provided by the National Securities Depository Limited ("NSDL"), the authorized agency engaged by the Company for providing e-voting facilities to its shareholders.

I submit my report under:

1. The remote e-voting period remained open from 9.00 AM IST on 17th September, 2017 till 19th September, 2017 upto 5.00 PM IST.
2. The Shareholders holding shares as on the "cut off" date, 13th September, 2017 were entitled to vote on the proposed 8 (Eight) resolutions as mentioned in the Notice dated 11th August, 2017 of the AGM of the Company.
3. The Company has also provided ballot papers at the venue of the AGM to enable the shareholders to cast the votes in case the same has not been casted by them through remote e-voting.
4. The votes were unblocked on Wednesday, the 20th September, 2017 around 6PM after the completion of the AGM in the presence of two witnesses, namely, Ms. Rahul Aggarwal, No. D-1201, Salarpuria Sattva Melody Apartment, Nandahalli, Mysore Road, Bangalore -560039 and Mr. Chandra Kumar Chowdam, resident of No. 20, 6th Cross, 4A Main, Billekahalli, Bengaluru -560076 who are not in the employment of the Company.





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5. On completion of E-Poll by the members of the Company, M/s. Integrated Enterprises (India) Limited (Registrar and Transfer Agents of the Company) provided us with the voting results.
6. The votes were reconciled with the records maintained by the Company / Registrar and Transfer Agents of the Company and the authorizations / proxies lodged with the Company.
7. The votes, which were incomplete and/or which were otherwise found defective have been treated as invalid and kept separately.
8. The combined result of remote e-voting (EVEN: 106813) and voting by ballot papers is as under:

A. Ordinary Business

1) Resolution No.1.

(a) To consider and adopt the audited financial statement of the Company for the financial year ended on 31 March 2017 and the Reports of the Board of Directors and Auditors thereon.

(b) To consider and adopt the audited consolidated financial statements of the Company for the financial year ended on 31 March 2017 and the reports of Auditors thereon.

(i) Voted in favour of the resolution:

Mode of voting	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	827	1950906457	
Voting by ballot paper	60	41499	
Total	887	1950947956	99.92

(ii) Voted against the resolution:

Mode of voting	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	6	1581819	
Voting by ballot paper	0	0	
Total	6	1581819	0.08

(iii) Invalid votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
1	3

2) Resolution No. 2 -

Confirmation of interim dividend and declaration of final Dividend

(i) Voted in favour of the resolution:

Mode of voting	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	848	1986125899	
Voting by ballot paper	60	41499	
Total	908	1986167398	100





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(ii) Voted against the resolution:

Mode of voting	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	4	410	
Voting by ballot paper	0	0	
Total	4	410	0

(iii) Invalid votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
1	3

3) Resolution No. 3 -

Re-appointment of retiring director Mr. Nataraj Krishnappa

(i) Voted in favour of the resolution:

Mode of voting	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	716	1909377520	
Voting by ballot paper	60	41499	
Total	776	1909419019	96.14

(ii) Voted against the resolution:

Mode of voting	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	124	76744244	
Voting by ballot paper	0	0	
Total	124	76744244	3.86

(iii) Invalid votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
1	3

B. Special Business

4) Resolution No. 4 -

Appointment of Mrs Anandi Ramalingam as Director

(i) Voted in favour of the resolution:

Mode of voting	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	719	1908971165	
Voting by ballot paper	57	39779	
Total	776	1909010944	96.12





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(ii) Voted against the resolution:

Mode of voting	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	120	77148265	
Voting by ballot paper	1	10	
Total	121	77148275	3.88

(iii) Invalid votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
1	3

5) Resolution No.5 -

Appointment of Mr M V Gowtama as Director

(i) Voted in favour of the resolution:

Mode of voting	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	774	1944866206	
Voting by ballot paper	58	39789	
Total	832	1944905995	98.66

(ii) Voted against the resolution:

Mode of voting	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	60	26422665	
Voting by ballot paper	0	0	
Total	60	26422665	1.34

(iii) Invalid votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
1	3

6) Resolution No. 6 -

Appointment of Mr R N Bagdalkar as Director

(i) Voted in favour of the resolution:

Mode of voting	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	695	1895611863	
Voting by ballot paper	58	39789	
Total	753	1895651652	95.44





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(ii) Voted against the resolution:

Mode of voting	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	141	90507331	
Voting by ballot paper	0	0	
Total	141	90507331	4.56

(iii) Invalid votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
1	3

7) Resolution No. 7 -

Ratification of remuneration of the Cost Auditor

(i) Voted in favour of the resolution:

Mode of voting	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	804	1984510551	
Voting by ballot paper	60	41499	
Total	864	1984552050	99.92

(ii) Voted against the resolution:

Mode of voting	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	33	1589339	
Voting by ballot paper	0	0	
Total	33	1589339	0.08

(iii) Invalid votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
1	3

8) Resolution No. 8 -

Approval for the issue of Bonus Shares

(i) Voted in favour of the resolution:

Mode of voting	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	851	1986126128	
Voting by ballot paper	60	41499	
Total	911	1986167627	100





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Practicing Company Secretary

(ii) Voted against the resolution:

Mode of voting	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	5	1040	
Voting by ballot paper	0	0	
Total	5	1040	0

(iii) Invalid votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
1	3

9. All the resolutions proposed hereinabove have been passed with the requisite majority.

10. The remote e-voting register and other related papers/ registers and records shall remain in my safe custody until the Chairman of the meeting considers, approves and signs the minutes in this regard and thereafter it will be handed over to Company Secretary as authorised by the Board of Directors for safe keeping.

Thanking you,

Yours faithfully,

Thirupal Gorige

FCS: 6680

CP No. 6424



Place: Bangalore

Dated: September 20, 2017

Witness:

1. Rahul Aggarwal

2 Chandra Kumar Chowdam

Received the report of the Scrutiniser

For BHARAT ELECTRONICS LIMITED

(Chairman of the meeting)

