



BURNPUR CEMENT LIMITED

Corporate Office : 14, Bentinck Street, "Gujarat Mansion"
2nd Floor, Kolkata-700 001, West Bengal, India
Phone : (033) 2262 3167, Fax : (033) 2262 3168
E-mail : info@burnpurcement.com, Web : www.burnpurcement.com
CIN No. : L27104WB1986PLC040831

BCL/KOL/16-17/10/93

Date: 01.10.2016

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

Sir,

Sub: Outcome of AGM held on 30.09.2016

This is to inform you that the Annual General Meeting of the shareholders of the Company held on 30th September, 2016 at the registered office of the Company successfully held and all the resolution were passed by majority. The outcome of AGM along with Scrutinizers Report as per the Regulation 44 of the SEBI (Listing Obligation and Disclosure Requirements) Regulation, 2015 is attached with this letter,

This is for your information and record. Kindly acknowledge the same.

Thanking You
Yours truly

For BURNPUR CEMENT LIMITED

Company Secretary

OUTCOME OF AGM OF SHAREHOLDERS OF BURNPUR CEMENT LTD HELD AT PALASHDIHA, PANCHGACHHIA ROAD, KANYAPUR, ASANSOL - 713341 ON FRIDAY THE 30TH DAY OF SEPTEMBER, 2016 AT 11.00 A.M.

Date of the AGM: 30th September, 2016

Venue: Palashdiha, Panchgachhia Road, Kanyapur, Asansol - 713341

Time: 11.00 A.M.

Total number of shareholders on Record date: 27580

Total no of Issued Shares: 86124363

Total no of Authorised Shares: 103000000

Present: Mr. Ashok Gutgutia, Vice Chairman & Managing Director

Mr. Manoj Kumar Agarwal, Whole Time Director

Mrs Indrani Sen, Director

Mr. N K Agarwal,

Auditor

Chairman: Mr. Ashok Gutgutia was elected as chairman of the meeting.

No. of Shareholders present in the meeting either in person or through proxy: 41

Promoters and Promoter Group: 8 in Person

Public: 33 in Person

No. of Shareholders attended the meeting through Video Conferencing

Promoters and Promoter Group: Nil

Public: Nil



AGENDA WISE DISCLOSURE:

Item 1: Adoption of Annual Accounts for the year ended 31st March, 2016: Ordinary Resolution.

"RESOLVED THAT the Audited Balance Sheet of the Company as on 31st March 2016 and the Audited Profit and Loss Account for the year ended on that date, together with the Director's and Auditor's Reports thereon, be and are hereby received, approved and adopted."

E-Voting Result as per Scrutinizer's report:

Resolution Required					Ordinary			
Whether Promoter/Promoter Group are interested in the Resolution.					No			
Promoter/Pu blic	Mode of Voting	No of Shares held	No of Votes polled	% of votes polled on outstanding shares. 3= 2/1 *100	No of votes in favour	No of votes again st	% votes in favour	% of votes against
Promoter/ Promoter group	E-Voting	24057223	22039826	91.61	22039826	Nil	100	Nil
	Poll		Nil	Nil	Nil	Nil		Nil
	Ballot Form		Nil	Nil	Nil	Nil		Nil
	Total		22039826	91.61	22039826	Nil	100	Nil
Public Institutional holders	E-Voting	Nil	Nil					
	Poll							
	Ballot Form							
	Total							
Public Others	E-Voting	62067140	13490273	21.73	13489771	502	99.996	0.004
	Poll		Nil	Nil	Nil	Nil	Nil	Nil
	Ballot Form		36968	0.06	36968	Nil	100	Nil
	Total		13527241	21.79	13526739	502	99.996	0.004
Total		86124363	35567067	41.30	35566565	502	99.999	0.001

Result: Resolution have been passed with requisite majority

Item 2: Reappointment of Mr. Manoj Kumar Agarwal as Director of the Company. : Ordinary Resolution

"RESOLVED THAT Mr. Manoj Kumar Agarwal (DIN: 00569775) who retires by rotation and being eligible, offers himself for re-appointment be and is hereby re-appointed as **Director of the Company.**"

E-Voting Result as per Scrutinizer's report:

Resolution Required					Ordinary			
Whether Promoter/Promoter Group are interested in the Resolution.					Yes, Manoj Kumar Agarwal was interested in the Resolution.			
Promoter/Pu blic	Mode of Voting	No of Shares held	No of Votes polled	% of votes polled on outstanding shares. 3= 2/1 *100	No of votes in favour	No of votes against	% votes in favour	% of votes against
Promoter/ Promoter group	E-Voting	24057223	22039826	91.61	22039826	Nil	100	Nil
	Poll		Nil	Nil	Nil	Nil		Nil
	Ballot Form		Nil	Nil	Nil	Nil		Nil
	Total		22039826	91.61	22039826	Nil	100	Nil
Public Institutional holders	E-Voting	Nil						
	Poll	Nil						
	Ballot Form	Nil						
	Total	Nil						
Public Others	E-Voting	62067140	13490273	21.73	13489246	1027	99.997	0.003
	Poll		Nil	Nil	Nil	Nil	Nil	Nil
	Ballot Form		36968	0.06	36968	Nil	100	Nil
	Total		13526716	21.79	13526214	1027	99.997	0.003
Total		86124363	35566542	41.30	35566040	1027	99.997	0.003

Result: Resolution have been passed with requisite majority

Item 3 : Reappointment of M/s N. K. Agarwal as Auditor of the Company. : Ordinary Resolution

"RESOLVED THAT pursuant to Section 139 and other applicable provision if any, of the Companies Act, 2013 and The Companies (Audit and Auditors) Rules, 2014 (including any statutory modifications and re-enactment thereof for the time being in force) the retiring auditor M/s N. K. Agarwal & Co., Chartered Accountants, (Membership No. 14267) who being eligible, have offered themselves for reappointment, be and is hereby appointed as Statutory Auditors of the company to hold office from the conclusion of this Annual General Meeting until the conclusion of the next Annual General Meeting at a remuneration to be mutually agreed between the Board of the directors of the company and the Statutory Auditors, in addition to the reimbursement of out of pocket expenses in connection with the audit of the Company".

E-Voting Result as per Scrutinizer's report:

Resolution Required					Ordinary			
Whether Promoter/Promoter Group are interested in the Resolution.					No			
Promoter/Pu blic	Mode of Voting	No of Shares held	No of Votes polled	% of votes polled on outstanding shares. 3= 2/1 *100	No of votes in favour	No of votes against	% votes in favour	% of votes against
Promoter/ Promoter group	E-Voting	24057223	22039826	91.61	22039826	Nil	100	Nil
	Poll		Nil	Nil	Nil	Nil		Nil
	Ballot Form		Nil	Nil	Nil	Nil		Nil
	Total		22039826	91.61	22039826	Nil	100	Nil
Public Institutional holders	E-Voting							
	Poll							
	Ballot Form							
	Total							
Public Others	E-Voting	62067140	13490273	21.73	13489246	1027	99.997	0.003
	Poll		Nil	Nil	Nil	Nil	Nil	Nil

	Ballot Form		36968	0.06	36968	Nil	100	Nil
	Total		13527241	21.79	13526214	1027	99.997	0.003
Total		86124363	35567067	41.30	35566040	1027	99.997	0.003

Result: Resolution have been passed with requisite majority

Item 4: Appointment of Mrs Indrani Sen as director of the company: Ordinary Resolution:

"RESOLVED THAT pursuant to the provisions of Section 149, 152 & 161 and other applicable provisions, if any of the Companies Act, 2013 and Rule 3 of The Companies (Appointment and Qualification of Directors) Rule, 2014 (including any statutory modifications or re-enactment thereof, for the time being in force) and pursuant to the Regulation 17 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, including any modification or amendment thereof, Mrs. Indrani Sen, (DIN: 07558057) who was appointed as an additional director by the board and who holds such office upto the date of this Annual General Meeting and in respect of whom a notice pursuant to Section 160 of the Companies Act, 2013 has been received from a member signifying his intention to propose Mrs. Indrani Sen as a candidate for the office of the director, be and is hereby appointed as a (Woman) director of the company liable to retire by rotation".

E-Voting Result as per Scrutinizer's report:

Resolution Required					Ordinary			
Whether Promoter/Promoter Group are interested in the Resolution.					No			
Promoter/Pu blic	Mode of Voting	No of Shares held	No of Votes polled	% of votes polled on outstanding shares. $\frac{3}{2/1} \times 100$	No of votes in favour	No of votes against	% votes in favour	% of votes against
Promoter/ Promoter group	E-Voting	24057223	22039826	91.61	22039826	Nil	100	Nil
	Poll		Nil	Nil	Nil	Nil		Nil
	Ballot Form		Nil	Nil	Nil	Nil		Nil
	Total	24057223	22039826	91.61	22039826	Nil	100	Nil
Public Institutional holders	E-Voting	Nil	Nil					
	Poll	Nil						
	Ballot Form	Nil						
	Total	Nil						
Public Others	E-Voting	62067140	13490273	21.73	13489771	502	99.999	0.001
	Poll		Nil	Nil	Nil	Nil	Nil	Nil
	Ballot Form		36968	0.06	36968	Nil	100	Nil
	Total		13527241	21.79	13526739	502	99.999	0.001
Total		86124363	35567067	41.30	35566565	502	99.999	0.001

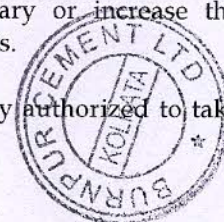
Result: Resolution have been passed with requisite majority

Item 5 : Reappointment and Fixation of remuneration of Ashok Gutgutia as Managing Director for a further period of 5 years.

RESOLVED THAT in accordance with the provisions of Sections 196, 197 and all other applicable provisions, if any, read with Schedule V of the Companies Act, 2013 and subject to all such approvals as may be necessary, approval of members be and is hereby accorded to the reappointment of Mr. Ashok Gutgutia as the Managing Director of the Company for a further period of 5 (Five) years w.e.f. 1st April, 2017 upon the terms and conditions including remuneration and perquisites as set out in the draft agreement produced at this meeting for the purpose of identification, initialled by the Chairman,

RESOLVED FURTHER THAT in the event of any statutory amendment or modification or relaxation in the provisions relating to the payment of remuneration to the managerial persons or to the Schedule V to the Companies Act, 2013, the Board of Directors be and is hereby authorized to vary or increase the remuneration including salary, commission, perquisites etc within such prescribed limits.

RESOLVED FURTHER THAT the board of directors of the Company be and is hereby authorized to take such steps expedient or desirable to give effect to this resolution.



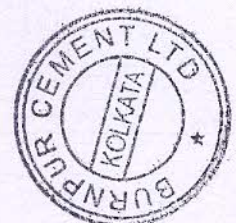
Resolution Required					Ordinary			
Whether Promoter/Promoter Group are interested in the Resolution.					Yes, Mr. Ashok Gutgutia was interested in the Resolution.			
Promoter/Pu blic	Mode of Voting	No of Shares held	No of Votes polled	% of votes polled on outstanding shares. 3= 2/1 *100	No of votes in favour	No of votes against	% votes in favour	% of votes against
Promoter/ Promoter group	E-Voting	24057223	22039826	91.61	22039826	Nil	100	Nil
	Poll		Nil	Nil	Nil	Nil		Nil
	Ballot Form		Nil	Nil	Nil	Nil		Nil
	Total	24057223	22039826	91.61	22039826	Nil	100	Nil
Public Institutional holders	E-Voting	Nil						
	Poll	Nil						
	Ballot Form	Nil						
	Total	Nil						
Public Others	E-Voting	62067140	13490273	21.73	13489246	1027	99.997	0.003
	Poll		Nil	Nil	Nil	Nil	Nil	Nil
	Ballot Form		36968	0.06	36968	Nil	100	Nil
	Total		13527241	21.79	13526214	1027	99.997	0.003
Total		86124363	35567067	41.30	35566040	1027	99.997	0.003

Item 6 : Reappointment and Fixation of remuneration of Manoj Kumar Agarwal as Whole Time Director for a further period of 5 years.

Resolution Required					Ordinary			
Whether Promoter/Promoter Group are interested in the Resolution.					Yes, Manoj Kumar Agarwal was interested in the Resolution.			
Promoter/Pu blic	Mode of Voting	No of Shares held	No of Votes polled	% of votes polled on outstanding shares. 3= 2/1 *100	No of votes in favour	No of votes against	% votes in favour	% of votes against
Promoter/ Promoter group	E-Voting	24057223	22039826	91.61	22039826	Nil	100	Nil
	Poll		Nil	Nil	Nil	Nil		Nil
	Ballot Form		Nil	Nil	Nil	Nil		Nil
	Total	24057223	22039826	91.61	22039826	Nil	100	Nil
Public Institutional holders	E-Voting	Nil						
	Poll	Nil						
	Ballot Form	Nil						
	Total	Nil						
Public Others	E-Voting	62067140	13490273	21.73	13489246	1027	99.997	0.003
	Poll		Nil	Nil	Nil	Nil	Nil	Nil
	Ballot Form		36968	0.06	36968	Nil	100	Nil
	Total		13527241	21.79	13526214	1027	99.997	0.003
Total		86124363	35567067	41.30	35566040	1027	99.997	0.003

Item 7 : Ratification of remuneration of Cost Auditor appointed for the financial year 2015-16 : Ordinary Resolution

RESOLVED THAT pursuant to Section 148 and other applicable provision if any of the Companies Act, 2013 and The Companies (Audit and Auditors) Rules, 2014, the Cost Auditor AS & Associates, Cost Accountants, Kolkata appointed by the Board of Directors of the Company to conduct the audit of cost records of the Company for the financial year 2015-16 be paid the remuneration Rs. 25,000/- (Rupees Twenty Five Thousands) plus service tax as applicable and reimbursement of out of pocket expenses.



E-Voting Result as per Scrutinizer's report:

Resolution Required					Ordinary			
Whether Promoter/Promoter Group are interested in the Resolution.					No			
Promoter/Pu blic	Mode of Voting	No of Shares held	No of Votes polled	% of votes polled on outstanding shares. 3= 2/1 *100	No of votes in favour	No of votes against	% votes in favour	% of votes against
Promoter/ Promoter group	E-Voting	24057223	22039826	91.61	22039826	Nil	100	Nil
	Poll		Nil	Nil	Nil	Nil		Nil
	Ballot Form		Nil	Nil	Nil	Nil		Nil
	Total	24057223	22039826	91.61	22039826	Nil	100	Nil
Public Institutional holders	E-Voting	Nil						
	Poll	Nil						
	Ballot Form	Nil						
	Total	Nil						
Public Others	E-Voting	62067140	13490273	21.73	13489246	1027	99.997	0.003
	Poll		Nil	Nil	Nil	Nil	Nil	Nil
	Ballot Form		36968	0.06	36968	Nil	100	Nil
	Total		13527241	21.79	13526214	1027	99.997	0.003
Total		86124363	35567067	41.30	35566040	1027	99.997	0.003

Result: Resolution have been passed with requisite majority

**Item 8 : Approval of Related party transaction between the Company and Mittal Polypacks Pvt Ltd :
Special Resolution**

"RESOLVED THAT pursuant to the provision of Section 188 of the Companies Act, 2013 and Rule 15 of the Companies (Meeting of Board and its Power) Rule, 2014 and other applicable provisions if any the consent of the shareholders of the company be and is hereby accorded to the Board of Directors to enter into an agreement with Mittal Polypacks Pvt. Ltd. a Company incorporated under the Companies Act, 1956 for effecting the purchase of poly bags (HDPE/PP), whose estimated value aggregates to Rs 15,00,00,000 (Rupees Fifteen crore only) per annum with effective from 1st April, 2016

RESOLVED FURTHER THAT the board be and is hereby authorised to do such acts, deeds, things and execute all such documents, agreements as may be necessary to give effect the above resolution.

E-Voting Result as per Scrutinizer's report:

Resolution Required					Special			
Whether Promoter/Promoter Group are interested in the Resolution.					Yes Manoj Kumar Agarwal was interested in the Resolution.			
Promoter/Pu blic	Mode of Voting	No of Shares held	No of Votes polled	% of votes polled on outstanding shares. 3= 2/1 *100	No of votes in favour	No of votes against	% votes in favour	% of votes against
Promoter/ Promoter group	E-Voting	24057223	22039826	91.61	22039826	Nil	100	Nil
	Poll		Nil	Nil	Nil	Nil		Nil
	Ballot Form		Nil	Nil	Nil	Nil		Nil
	Total	24057223	22039826	91.61	22039826	Nil	100	Nil
Public Institutional holders	E-Voting	Nil						
	Poll	Nil						
	Ballot Form	Nil						
	Total	Nil						
Public Others	E-Voting	62067140	13490273	21.73	13487246	3027	99.977	0.023
	Poll		Nil	Nil	Nil	Nil	Nil	Nil
	Ballot Form		36968	0.06	36968	Nil	100	Nil
	Total		13527241	21.79	135242124	3027	99.977	0.023
Total		86124363	35567067	41.30	35566040	3027	99.991	0.009

Result: Resolution have been passed with requisite majority

Item 9 : Approval of Related party transaction between the Company and Burnpur Steel Co : Special Resolution

"RESOLVED THAT pursuant to the provision of Section 188 of the Companies Act, 2013 and Rule 15 of the Companies (Meeting of Board and its Power) Rule, 2014 and other applicable provisions if any the consent of the shareholders of the company be and is hereby accorded to the Board of Directors to enter into an agreement with Burnpur Steel Co. a proprietorship firm for providing the services relating to branding of Burnpur Steel, whose estimated value aggregates to Rs. 4,50,00,000/- (Rupees Four Crore Fifty Lacs) during the period from 1st October, 2016 to 31st March, 2017 and Rs. 7,00,00,000/- (Rupees Seven Crore) during the period from 1st April, 2017 to 31st March, 2018.

RESOLVED FURTHER THAT the board be and is hereby authorised to do such acts, deeds, things and execute all such documents, agreements as may be necessary to give effect the above resolution.

E-Voting Result as per Scrutinizer's report:

Resolution Required					Special			
Whether Promoter/Promoter Group are interested in the Resolution.					Yes, Ashok Gutgutia was interested in the Resolution.			
Promoter/Pu blic	Mode of Voting	No of Shares held	No of Votes polled	% of votes polled on outstanding shares. $3 = \frac{2}{1} * 100$	No of votes in favour	No of votes against	% votes in favour	% of votes against
Promoter/ Promoter group	E-Voting	24057223	22039826	91.61	22039826	Nil	100	Nil
	Poll		Nil	Nil	Nil	Nil		Nil
	Ballot Form		Nil	Nil	Nil	Nil		Nil
	Total	24057223	22039826	91.61	22039826	Nil	100	Nil
Public Institutional holders	E-Voting	Nil						
	Poll	Nil						
	Ballot Form	Nil						
	Total	Nil						
Public Others	E-Voting	62067140	13490273	21.73	13487246	3027	99.977	0.023
	Poll		Nil	Nil	Nil	Nil	Nil	Nil
	Ballot Form		36968	0.06	36968	Nil	100	Nil
	Total		13527241	21.79	135242124	3027	99.977	0.023
Total		86124363	35567067	41.30	35566040	3027	99.991	0.009

Result: Resolution have been passed with requisite majority

Place: Kolkata
Date: 01.10.2016

Certified to be true copy

For BURNPUR CEMENT LIMITED

Company Secretary





SCRUTINIZER'S REPORT

[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies
(Management and Administration) Rules, 2014]

The Chairman
Burnpur Cement Limited
Village: Palasdiha, Panchgachia Road
P.O. Kanyapur, Asansol-713341
Dist. Burdwan
West Bengal

Dear Sir,

I, Atul Kumar Labh, Practicing Company Secretary (FCS – 4848 / CP - 3238) and proprietor of M/s. A. K. Labh & Co., Company Secretaries, Kolkata was appointed as the scrutinizer in connection with 30th Annual General Meeting of the members of “**Burnpur Cement Limited**” (“Company”) held on Friday, 30th September, 2016 at the factory premises of the Company at Palashdiha, Panchgachia Road, Kanyapur, Asansol - 713341, West Bengal at 11.00 A.M. for the purpose of scrutinizing the remote e-voting and voting through physical ballot process 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.

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 through physical ballot process on the resolutions contained in the Notice of the Annual General Meeting dated 13th August, 2016. My responsibility as a scrutinizer for the remote voting process through electronic means and physical ballots is restricted to make a Scrutinizer's Report of the votes cast “in favour” or “against” the resolutions, based on the reports generated from the e-voting system of Central Depository Services (India) Limited (CDSL) and of voting through physical ballots as provided by M/s Niche Technologies Private Limited, the agencies engaged by the Company to provide remote e-voting / physical ballot facilities.

I submit my report as under:

1. The remote e-voting period remained open from 09.00 A.M. IST on Tuesday, the 27th September, 2016 up to 5.00 P.M. IST on Thursday, the 29th September, 2016.



A. K. LABH

M.Com., MBA, FCS, ACMA (ICAI), ACSI (Lond)
DIM, DHRD, PGHDSM, DIRPM
Practicing Company Secretary



A. K. LABH & Co.

Company Secretaries

40, Weston Street, 3rd Floor, Kolkata - 700 013
☎ (033) 2221-9381, 4063-0236, Fax : (033) 2221-9381
Mobile : 98300-55689 / 98300-57689
e-mail : aklabh@aklabh.com / aklabhcs@gmail.com
Website : www.aklabh.com

2. The Shareholders holding shares as on the "cut off" date, i.e. 23rd September, 2016 were entitled to vote on the proposed 9 (Nine) resolutions as mentioned in the notice dated 13th August, 2016 of the Annual General Meeting of the Company.
3. The Company has also distributed the physical ballot forms at the venue of the Annual General Meeting to enable the shareholders to cast the votes physically in case the same has not been casted by them through remote e-voting.
4. The votes were unblocked on Friday, the 30th September, 2016 around 3.00 PM after the completion of the Annual General Meeting in the presence of two witnesses, namely, Ms. Amrita Sampat, residing at 59, Kalicharan Ghosh Road, Kolkata – 700050 and Mr. Biswarup Ganguly, residing at 27/2, Suren Tagore Road, Kolkata – 700019 who are not in employment of the Company.
5. The ballots which were incomplete and/or which were otherwise found defective have been treated as invalid.
6. The combined result of the remote e-voting [EVSN : 160817017] and votes casted through physical ballot papers distributed at the AGM venue are as under:

<A> ORDINARY BUSINESS:

a) Resolution 1

To consider and adopt the audited accounts of the Company for the year ended 31st March, 2016, together with the Report of the Directors and Auditors

(i) Voted in favour of the Resolution:

Mode of voting	Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	25	35529597	
Voting by ballot	27	36968	
Total	52	35566565	99.999%



A. K. LABH

M.Com., MBA, FCS, ACMA (ICAI), ACSI (Lond)
DIM, DHRD, PGHDSM, DIRPM
Practicing Company Secretary



A. K. LABH & Co.

Company Secretaries

40, Weston Street, 3rd Floor, Kolkata - 700 013
© (033) 2221-9381, 4063-0236, Fax : (033) 2221-9381
Mobile : 98300-55689 / 98300-57689
e-mail : aklabh@aklabh.com / aklabhcs@gmail.com
Website : www.aklabh.com

(ii) Voted against the Resolution:

Mode of voting	Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	2	502	
Voting by ballot	0	0	
Total	2	502	0.001%

(iii) Invalid Votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
0	0

b) Resolution 2

To appoint director in place of Mr. Manoj Kumar Agarwal, (DIN: 00569775) who retires by rotation and being eligible offers himself for re-appointment

(i) Voted in favour of the Resolution:

Mode of voting	Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	24	35529072	
Voting by ballot	27	36968	
Total	51	35566040	99.997%



**(ii) Voted *against* the Resolution:**

Mode of voting	Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	3	1027	
Voting by ballot	0	0	
Total	3	1027	0.003%

(iii) Invalid Votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
0	0

c) Resolution 3 : Ordinary Resolution***Reappointment of M/s N. K. Agarwal & Co., Chartered Accountants, Asansol as the Statutory Auditors of the Company and fixation of their remuneration*****(i) Voted in *favour* of the Resolution:**

Mode of voting	Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	24	35529072	
Voting by ballot	27	36968	
Total	51	35566040	99.997%



A. K. LABH

M.Com., MBA, FCS, ACMA (ICAI), ACSI (Lond)
DIM, DHRD, PGHDSM, DIRPM
Practicing Company Secretary



A. K. LABH & Co.

Company Secretaries

40, Weston Street, 3rd Floor, Kolkata - 700 013
© (033) 2221-9381, 4063-0236, Fax : (033) 2221-9381
Mobile : 98300-55689 / 98300-57689
e-mail : aklabh@aklabh.com / aklabhcs@gmail.com
Website : www.aklabh.com

(ii) Voted against the Resolution:

Mode of voting	Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	3	1027	
Voting by ballot	0	0	
Total	3	1027	0.003%

(iii) Invalid Votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
0	0

 SPECIAL BUSINESS:

d) Resolution 4 : Ordinary Resolution

Appointment of Mrs. Indrani Sen (DIN: 07558057) as Director of the Company

(i) Voted in favour of the Resolution:

Mode of voting	Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	25	35529597	
Voting by ballot	27	36968	
Total	52	35566565	99.999%



**(ii) Voted against the Resolution:**

Mode of voting	Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	2	502	
Voting by ballot	0	0	
Total	2	502	0.001%

(iii) Invalid Votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
0	0

e) Resolution 5 : Ordinary Resolution

Re-appointment of Mr. Ashok Gutgutia (DIN: 00684043) as Managing Director of the Company and fixation of his remuneration

(i) Voted in favour of the Resolution:

Mode of voting	Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	24	35529072	
Voting by ballot	27	36968	
Total	51	35566040	99.997%



**(ii) Voted against the Resolution:**

Mode of voting	Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	3	1027	
Voting by ballot	0	0	
Total	3	1027	0.003%

(iii) Invalid Votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
0	0

f) Resolution 6 : Ordinary Resolution**Re-appointment of Mr. Manoj Kumar Agarwal (DIN: 00569775) as Whole Time Director and fixation of his remuneration****(i) Voted in favour of the Resolution:**

Mode of voting	Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	24	35529072	
Voting by ballot	27	36968	
Total	51	35566040	99.997%



**(ii) Voted against the Resolution:**

Mode of voting	Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	3	1027	
Voting by ballot	0	0	
Total	3	1027	0.003%

(iii) Invalid Votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
0	0

g) Resolution 7 : Ordinary Resolution

Approval of remuneration of Cost Auditors, AS & Associates, Cost Accountants, Kolkata for the financial year 2016-17

(i) Voted in favour of the Resolution:

Mode of voting	Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	24	35529072	
Voting by ballot	27	36968	
Total	51	35566040	99.997%



A. K. LABH

M.Com., MBA, FCS, ACMA (ICAI), ACSI (Lond)
DIM, DHRD, PGHDSM, DIRPM
Practicing Company Secretary



A. K. LABH & Co.

Company Secretaries

40, Weston Street, 3rd Floor, Kolkata - 700 013
☎ (033) 2221-9381, 4063-0236, Fax : (033) 2221-9381
Mobile : 98300-55689 / 98300-57689
e-mail : aklabh@aklabh.com / aklabhcs@gmail.com
Website : www.aklabh.com

(ii) Voted against the Resolution:

Mode of voting	Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	3	1027	
Voting by ballot	0	0	
Total	3	1027	0.003%

(iii) Invalid Votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
0	0

h) Resolution 8 : Special Resolution

Approval of Related Party Transaction between the Company and Mittal Polypacks Private Limited

(i) Voted in favour of the Resolution:

Mode of voting	Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	23	35527072	
Voting by ballot	27	36968	
Total	50	35564040	99.991%



A. K. LABH

M.Com., MBA, FCS, ACMA (ICAI), ACSI (Lond)
DIM, DHRD, PGHDSM, DIRPM
Practicing Company Secretary



A. K. LABH & Co.

Company Secretaries

40, Weston Street, 3rd Floor, Kolkata - 700 013
☎ (033) 2221-9381, 4063-0236, Fax : (033) 2221-9381
Mobile : 98300-55689 / 98300-57689
e-mail : aklabh@aklabh.com / aklabhcs@gmail.com
Website : www.aklabh.com

(ii) Voted *against* the Resolution:

Mode of voting	Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	4	3027	
Voting by ballot	0	0	
Total	4	3027	0.009%

(iii) Invalid Votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
0	0

i) Resolution 9 : Special Resolution

Approval of Related Party Transaction between the Company and Burnpur Steel Company

(i) Voted *in favour* of the Resolution:

Mode of voting	Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	23	35527072	
Voting by ballot	27	36968	
Total	50	35564040	99.991%



A. K. LABH

M.Com., MBA, FCS, ACMA (ICAI), ACSI (Lond)
DIM, DHRD, PGHDSM, DIRPM
Practicing Company Secretary



A. K. LABH & Co.

Company Secretaries

40, Weston Street, 3rd Floor, Kolkata - 700 013
☎ (033) 2221-9381, 4063-0236, Fax : (033) 2221-9381
Mobile : 98300-55689 / 98300-57689
e-mail : aklabh@aklabh.com / aklabhcs@gmail.com
Website : www.aklabh.com

(ii) Voted against the Resolution:

Mode of voting	Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	4	3027	
Voting by ballot	0	0	
Total	4	3027	0.009%

(iii) Invalid Votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
0	0

- All the resolutions proposed hereinabove have been passed with requisite majority.
- The physical ballot forms, 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 truly
For A. K. LABH & Co.
Company Secretaries


(CS A. K. LABH)
Practicing Company Secretary
FCS - 4848 / CP No. - 3238



Place: Kolkata
Dated: 01/10/2016

A. K. LABH

M.Com., MBA, FCS, ACMA (ICAI), ACSI (Lond)
DIM, DHRD, PGHDSM, DIRPM
Practicing Company Secretary



A. K. LABH & Co.

Company Secretaries

40, Weston Street, 3rd Floor, Kolkata - 700 013
☎ (033) 2221-9381, 4063-0236, Fax : (033) 2221-9381
Mobile : 98300-55689 / 98300-57689
e-mail : aklabh@aklabh.com / aklabhcs@gmail.com
Website : www.aklabh.com

Witness :

1. *Amrita Sampat*

(Amrita Sampat)
59, Kalicharan Ghosh Road
Kolkata – 700 050

2. *Biswarup Ganguly*

(Biswarup Ganguly)
27/2, Suren Tagore Road
Kolkata – 700 019

Received the Report of the Scrutinizer
For Burnpur Cement Limited

(Sudhansu Sekhar Panigrahi)
Company Secretary