



BALRAMPUR CHINI MILLS LIMITED

REGD. OFF. : "FMC FORTUNA" 2ND FLOOR, 234/3A, A. J. C. BOSE ROAD, KOLKATA - 700 020
PHONE : 2287-4749 FAX : (033) 22873083 / 22808874 GRAM : BALSUCO, CALCUTTA
Email : bcml@bcml.in • Internet Website [http : // www.chini.com](http://www.chini.com) • CIN - L15421WB1975PLC030118

4th October, 2017

National Stock Exchange of India Limited Listing Deptt., Exchange Plaza, 5th Floor, Plot No. C/1, G Block, Bandra Kurla Complex, Bandra (E) Mumbai- 400051	BSE Limited The Corporate Relationship Department 1st Floor, New Trading Wing, Rotunda Building, Phiroze Jeejeebhoy Towers Dalal Street, Fort, Mumbai- 400001	The Calcutta Stock Exchange Limited 7, Lyons Range, Kolkata – 700 001.
Scrip Code: BALRAMCHIN	Scrip Code: 500038	Scrip Code: 12012

Dear Sir/ Madam,

Sub: Minutes of the 41st Annual General Meeting of the Company

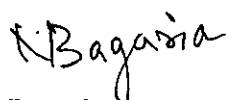
Please find enclosed herewith a certified true copy of the Minutes of the proceedings of the 41st (Forty First) Annual General Meeting of the Company held on Wednesday, 30th August, 2017.

This is for your information and records please.

Thanking you,

Yours faithfully,

For Balrampur Chini Mills Limited


Nitin Bagaria
(Company Secretary)

Encl: as above.

FACTORIES : BALRAMPUR • BABHNAN • TULSIPUR • HAIDERGARH • AKBARPUR • MANKAPUR • RAUZAGAON • KUMBHI • GULARIA • MAIZAPUR

Minutes of the (41st) Forty First Annual General Meeting (AGM) of the Members of Balrampur Chini Mills Limited held at 'Vidya Mandir', 1, Moira Street, Kolkata - 700017 on Wednesday, 30th August, 2017 which commenced at 11:00 A.M. and concluded at 12:30 P.M.

Present:

Shri Sumit Mazumder	-	(Non-Executive Independent Director) (Chairman)
Shri R. N. Das	-	(Non-Executive Independent Director; Chairman – Audit & Stakeholders Relationship Committee)
Shri Naresh Dayal	-	(Non-Executive Non-Independent Director)
Shri Sakti Prasad Ghosh	-	(Non-Executive Independent Director)
Smt. Novel S. Lavasa	-	(-do-)
Shri Vivek Saraogi	-	(Managing Director & Member)
Dr. Arvind Krishna Saxena	-	(Whole-time Director & Member)
Shri Nitin Bagaria	-	(Company Secretary & Member)

Total 351 Members (including representatives of 4 Body Corporates representing 1,65,43,475 Equity Shares & 15 valid proxies representing 3,78,407 Equity Shares) as per separate records of attendance were present at the 41st Annual General Meeting (the "Meeting"). Shri Pramod Patwari, Chief Financial Officer of the Company, representative of the Statutory Auditors - G. P. Agrawal & Co., Chartered Accountants, representative of proposed Statutory Auditors - Lodha & Co., Chartered Accountants and representative from the Secretarial Auditors - MKB & Associates, Company Secretaries, were also present at the Meeting.

In terms of Article 70 of the Articles of Association of the Company, Shri Sumit Mazumder, Chairman of the Board of Directors of the Company presided as the Chairman of the Meeting.

The Chairman extended a warm welcome to the Members at the Meeting. The Company Secretary introduced the Directors present to the Members at the Meeting. The Chairman after confirming that the requisite quorum was present, called the Meeting to order at 11:00 A.M. and with the permission of the Members present, the Notice dated 27th May, 2017 convening the 41st AGM (the "Notice") was taken as read. The Chairman further informed that Shri D. K. Mittal and Shri Krishnava Dutt were unable to attend the Meeting due to other pre-occupations.

The Chairman also informed the Members present that Shri R. N. Das, Chairman of the Audit Committee and Stakeholders Relationship Committee was present at the Meeting, however, Shri D. K. Mittal, Chairman of the Nomination & Remuneration Committee has authorized Smt. Novel S. Lavasa, Member of the said Committee, who was present at the Meeting on his behalf to provide clarifications and answer queries, if any.

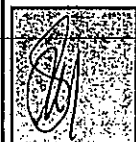
The Chairman also informed that all the documents referred to in the Notice along with the Secretarial Audit Report for the financial year 2016-17, the Proxy Register, the Register of Directors and Key Managerial Personnel and their Shareholding and the Register of Contracts or Arrangements in which Directors are interested were kept at the Meeting and remained open and accessible for inspection, during the continuation of the Meeting, to all persons having the right to attend the Meeting.

CERTIFIED TRUE COPY

For Balrampur Chini Mills Ltd.

N. Bagaria
Company Secretary

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He further stated that copies of the Audited Financial Statements (Standalone and Consolidated) for the financial year ended 31st March, 2017 together with the Board's Report and the Auditors' Report thereon have been sent to all the Members of the Company through the permitted modes and have been with the Members for sometime now.

The Chairman also stated that there were no qualifications, observations, comments or other remarks on the financial transactions or matters which had any adverse effect on the functioning of the Company, in the Auditors' Report for the financial year 2016-17 and therefore as per Section 145 of the Companies Act, 2013, the Auditors' Report is not required to be read out at the Meeting. With the concurrence of the Members present, the Auditors' Report was hence taken as read.

The Chairman thereafter informed the Members present that there were no qualifications, observations, comments or other remarks in the Secretarial Audit Report for the financial year 2016-17, issued by Shri Manoj Kumar Banthia of MKB & Associates, Company Secretaries, Secretarial Auditors of the Company for financial year 2016-17 and therefore, does not call for any clarification at the Meeting.

The Chairman then requested the Managing Director to brief the Members present about the performance of the Company.

Thereafter, the Managing Director gave an overview of the financial performance of the Company for the financial year 2016-17 and the quarter ended 30th June, 2017 and outlook on the sugar industry. The Members present responded to the address of the Managing Director with applause.

Thereafter, the Chairman invited the Members (other than those present by proxy) to raise questions, offer comments or seek clarifications, if any, on the Annual Report for the financial year 2016-17, annual accounts or any of the items stated in the Notice. Several Members gave their suggestions / sought clarifications on the Company's accounts, operations, future plans, Annual Report (2016-17) etc., which were duly replied by the Managing Director, the Chief Financial Officer and the Company Secretary to the satisfaction of the Members; summary of which is as under:

- During the year 2016-17, the Company has made pre-payments of Rs. 301.68 Crores of loans.
- Revenue from operations during the year 2016-17 was higher owing to improved sugar realisations, despite slightly lower recovery.
- The Company continues to serve the society at large through its CSR activities.

The Chairman further added that as per the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended), the Company has provided its Members the facility to cast their votes, on all resolutions set forth in the Notice, using electronic voting system from a place other than the venue of the AGM ("remote e-voting"). He further informed that the Board of Directors of the Company have engaged the services of Karvy Computershare Private Limited (Karvy) as the agency to provide the said facility. The e-voting period commenced on 27th August, 2017 at 10:00 A.M. and ended on 29th August, 2017 at 5:00 P.M.

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He further stated that Ms. Amber Ahmad, Company Secretary in Practice (who was present at the Meeting), was appointed as Scrutinizer to scrutinize the voting process (both remote e-voting and voting at the AGM) in a fair and transparent manner.

He also announced that Members, who had not cast their vote through remote e-voting were provided the facility for electronic voting at the AGM venue through tablets / ipads (i.e. Insta Poll) to cast their votes but in case Members had already cast their votes earlier through remote e-voting, such Members should not cast their vote once again through Insta Poll and such votes, if cast, would be considered as invalid. He further informed that the Board of Directors of the Company have engaged the services of Karvy as the agency to provide the said facility.

The Chairman then proceeded with the Agenda items :

1. **Adoption of the Audited Financial Statements of the Company for the year ended 31st March, 2017, along with the Reports of the Board of Directors and the Auditors thereon**

As an Ordinary Resolution:

"RESOLVED THAT

- a. the Standalone Audited Financial Statements of the Company for the financial year ended 31st March, 2017 including the Audited Balance Sheet as at 31st March, 2017 and Statement of Profit & Loss for the year ended on that date and the Reports of the Board of Directors and the Auditors thereon.
- b. the Consolidated Audited Financial Statements of the Company for the financial year ended 31st March, 2017 including the Consolidated Audited Balance Sheet as at 31st March, 2017 and Statement of Profit & Loss for the year ended on that date and the Report of the Auditors thereon.

be and are hereby received, considered and adopted."

Proposed by: Shri Manoj Kumar Gupta (DP / Client ID - IN30045011218986)

Seconded by: Shri Bharat Kumar Mehta (DP / Client ID - IN30125028263989)

2. **Approval and confirmation of the interim dividend of Rs. 3.50 per Equity Share of the Company paid during the year as the final dividend for the year ended 31st March, 2017**

As an Ordinary Resolution:

"RESOLVED THAT interim dividend of Rs. 3.50 per Equity Share of the Company paid during the year be and is hereby approved and confirmed as the final dividend for the year ended 31st March, 2017."

Proposed by: Shri Santosh Kumar Saraf (DP / Client ID - IN30125013269754)

Seconded by: Shri Kedar Nath Ranasaria (DP / Client ID - IN30125013554253)



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3. Appointment of Dr. Arvind Krishna Saxena who retires by rotation**As an Ordinary Resolution:**

"RESOLVED THAT Dr. Arvind Krishna Saxena (DIN: 00846939) who retires by rotation be and is hereby re-appointed as a Director of the Company, liable to retire by rotation."

Proposed by: Shri Amit Kumar Banerjee (DP / Client ID - IN30032710068402)

Seconded by: Shri Ashok Kumar Roy (DP / Client ID - IN30085310008365)

4. Appointment of M/s. Lodha & Co., Chartered Accountants, as Statutory Auditors of the Company and fixing their remuneration**As an Ordinary Resolution:**

"RESOLVED THAT pursuant to Sections 139, 141, 142 and other applicable provisions, if any, of the Companies Act, 2013 and the Rules framed thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force) M/s. Lodha & Co., Chartered Accountants (ICAI Registration No.: 301051E), be and is hereby appointed as the Statutory Auditors of the Company, to hold office from the conclusion of this Annual General Meeting till the conclusion of the 46th Annual General Meeting, subject to ratification of their appointment at every Annual General Meeting, at such remuneration as may be fixed by the Board of Directors of the Company, based on the recommendations of the Audit Committee, plus taxes, as applicable and reimbursement of out-of-pocket expenses."

Proposed by: Shri Kashmir Lal Mallick (DP / Client ID - 1202650100002667)

Seconded by: Shri Dilip Kumar Das (DP / Client ID - IN30295120112350)

5. Re-appointment of Shri Vivek Saraogi as the Managing Director**As a Special Resolution:**

"RESOLVED THAT pursuant to the provisions of Sections 196, 197, 198, 203 and other applicable provisions, if any, of the Companies Act, 2013 (the "Act"), the Rules made thereunder read with Schedule V thereof, the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment thereof for the time being in force), the Articles of Association of the Company, the recommendations and / or approvals of the Nomination & Remuneration Committee and the Board of Directors of the Company and subject to the approval of the Central Government or such other approval(s) as may be required, approval of the Members of the Company be and is hereby accorded to the re-appointment of Shri Vivek Saraogi (DIN: 00221419) as the Managing Director of the Company for a further term of 5 years with effect from 1st April, 2017 to 31st March, 2022 whose office shall not be liable to retire by rotation, on such terms and conditions including remuneration as set out in the Explanatory Statement annexed to the Notice.

RESOLVED FURTHER THAT in the event of loss or inadequacy of profits in any financial year during the term of office of Shri Vivek Saraogi as the Managing Director, the Company will pay to Shri Vivek Saraogi in respect of such financial year(s) in which such inadequacy or loss arises or a period of three years, whichever is lower, the

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remuneration as set out in the Explanatory Statement by way of consolidated salary, perquisites and allowances as minimum remuneration, in accordance with the provisions of Section 197 and / or Schedule V to the Act or such higher limit as may be approved by the Central Government or other appropriate authority, if any, required in this regard.

RESOLVED FURTHER THAT for the purpose of giving effect to this Resolution, the Board of Directors of the Company be and is hereby authorised to do all such acts, deeds, matters and things and give such directions, as it may in its absolute discretion, deem necessary, proper or desirable and to settle any question, difficulty or doubt that may arise in this regard and also to delegate, to the extent permitted by law, any of the powers herein conferred to any committee of directors or to any other director(s) or to any other Key Managerial Personnel of the Company."

Proposed by: Shri Kashmir Lal Mallik (DP / Client ID - 1202650100002667)
Seconded by: Shri Goutam Nandy (DP / Client ID - 1203680000019356)

6. Re-appointment of Dr. Arvind Krishna Saxena as a Whole-time Director

As a Special Resolution:

"**RESOLVED THAT** pursuant to the provisions of Sections 196, 197, 198 and other applicable provisions, if any, of the Companies Act, 2013 (the "Act"), the Rules made thereunder read with Schedule V thereof, the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment thereof for the time being in force), the Articles of Association of the Company, the recommendations and / or approvals of the Nomination & Remuneration Committee and the Board of Directors of the Company and subject to the approval of the Central Government or such other approval(s) as may be required, approval of the Members of the Company be and is hereby accorded to the re-appointment of Dr. Arvind Krishna Saxena (DIN: 00846939) as a Whole-time Director of the Company for a further term of 5 years with effect from 1st August, 2017 to 31st July, 2022 whose office shall be liable to retire by rotation, on such terms and conditions including remuneration as set out in the Explanatory Statement annexed to the Notice."

RESOLVED FURTHER THAT in the event of loss or inadequacy of profits in any financial year during the term of office of Dr. Arvind Krishna Saxena, as a Whole-time Director, the Company will pay to Dr. Arvind Krishna Saxena in respect of such financial year(s) in which such inadequacy or loss arises or a period of three years, whichever is lower, the remuneration as set out in the Explanatory Statement by way of consolidated salary, perquisites and allowances as minimum remuneration, in accordance with the provisions of Section 197 and / or Schedule V to the Act or such higher limit as may be approved by the Central Government or other appropriate authority, if any, required in this regard.

RESOLVED FURTHER THAT for the purpose of giving effect to this Resolution, the Board of Directors of the Company be and is hereby authorised to do all such acts, deeds, matters and things and give such directions, as it may in its absolute discretion, deem necessary, proper or desirable and to settle any question, difficulty or doubt that may arise in this regard and also to delegate, to the extent permitted by law, any of the



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powers herein conferred to any committee of directors or to any other director(s) or to any Key Managerial Personnel of the Company."

Proposed by: Shri Manoj Kumar Gupta (DP / Client ID - IN30045011218986)
Seconded by: Shri Anindya Sunder Roy (DP / Client ID - 1203450000668221)

7. Appointment of Shri Naresh Dayal as a Non-Executive, Non-Independent Director

As an Ordinary resolution:

"**RESOLVED THAT** pursuant to the provisions of Sections 149, 152, 197, 198 and other applicable provisions, if any, of the Companies Act, 2013 (the "Act"), the Companies (Appointment and Qualification of Directors) Rules, 2014 and the applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment thereof for the time being in force), Shri Naresh Dayal (DIN: 03059141), who was appointed by the Board of Directors as a Non - Executive, Non - Independent, Additional Director of the Company with effect from 15th November, 2016, in terms of Section 161(1) of the Act and the Articles of Association of the Company and who holds office upto the date of this Annual General Meeting and in respect of whom the Company has received a notice in writing under Section 160 of the Act from a member proposing his candidature for the office of director of the Company, be and is hereby appointed as a Non - Executive, Non - Independent Director of the Company, whose office shall be liable to retire by rotation, on such terms and conditions including remuneration as may be applicable from time to time to the Non - Executive Directors of the Company within the overall limits as prescribed under the Act.

RESOLVED FURTHER THAT for the purpose of giving effect to this Resolution, the Board of Directors of the Company be and is hereby authorised to do all such acts, deeds, matters and things and give such directions, as it may in its absolute discretion, deem necessary, proper or desirable and to settle any question, difficulty or doubt that may arise in this regard and also to delegate, to the extent permitted by law, any of the powers herein conferred to any committee of directors or to any other director(s) or to any Key Managerial Personnel of the Company."

Proposed by: Shri Chandra Sekhar Pal (DP / Client ID - IN30069310000535)
Seconded by: Shri Krishnendu Das (DP / Client ID - IN30026310064688)

8. Ratification of remuneration payable to the Cost Auditors

As an Ordinary Resolution:

"**RESOLVED THAT** pursuant to the provisions of Section 148 of the Companies Act, 2013 and other applicable provisions, if any, of the Companies Act, 2013 and the Rules framed thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force), the remuneration of M/s. N. Radhakrishnan & Co., Cost Accountants (Firm Registration No.: 000056), appointed by the Board of Directors as the Cost Auditors of the Company, to conduct the audit of the cost records maintained by the Company for the financial year ending 31st March, 2018 at a remuneration of Rs. 3,50,000 plus taxes, as applicable and reimbursement of out-of-pocket expenses, be and is hereby ratified.

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RESOLVED FURTHER THAT each of the Directors and the Company Secretary of the Company, be and are hereby severally authorised to take all such steps as may be necessary, proper and expedient to give effect to the aforesaid Resolution."

Proposed by: Shri Anindya Sunder Roy (DP / Client ID - 1203450000668221)
Seconded by: Shri Krishnendu Bose (DP / Client ID - IN30210510288116)

Thereafter, the Chairman ordered the commencement of voting through electronic means at the venue of the Meeting (Insta Poll) on all the businesses as per the Notice and requested Ms. Amber Ahmad, the Scrutinizer to take charge and scrutinize the Insta Poll process and to submit her Report in due course.

The Members were requested to cast their vote on the above resolutions through Insta Poll.

After obtaining confirmation from the Members and the Scrutinizer that all the Members had cast their vote, the Chairman declared that the voting process was complete and it was conducted smoothly. The Chairman announced that the results would be declared after considering the voting at the Meeting and also remote e-voting already done. He further added that the results would be submitted to the Stock Exchanges in the prescribed format within the prescribed time limit and would, inter alia, be placed on the Company's website and website of Karvy as well.

The Meeting concluded at 12:30 P.M. with vote of thanks to the Chair.

Summary of Consolidated Scrutinizer's Report

The voting through Insta Poll was conducted as per the prescribed procedure in presence of the Scrutinizer, Ms. Amber Ahmad, Company Secretary in Practice.

For the purpose of voting at the AGM, the voting rights were reckoned as on 23rd August, 2017 which was the cut-off date as per the Notice and the Members (who had not cast their votes through remote e-voting) were allowed to cast their vote at the Meeting.

After following the prescribed procedure, the Scrutinizer submitted her Consolidated Report dated 30th August, 2017, on the same day, to the Managing Director, who was duly authorized by the Chairman in this regard. The Managing Director announced the same at the Registered Office of the Company on 30th August, 2017 and the same were also displayed at the Notice Board of the Company at its Registered Office.

The e-voting results were then submitted to the Stock Exchanges in the prescribed format and the said results alongwith the Consolidated Scrutinizer's Report on remote e-voting and electronic voting at the AGM venue through Insta Poll, were placed on the Company's website and also on the website of Karvy.

On the basis of the Consolidated Scrutinizer's Report, the aggregate results of voting through e-voting and Insta Poll at the AGM is given below:



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ITEM NO. 1: ORDINARY RESOLUTION FOR ADOPTION OF THE AUDITED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2017, INCLUDING THE BALANCE SHEET AND THE STATEMENT OF PROFIT AND LOSS ACCOUNT FOR THE YEAR ENDED ON THAT DATE TOGETHER WITH THE REPORTS OF THE BOARD OF DIRECTORS AND THE AUDITORS THEREON.

Particulars	Remote E-Voting		Voting at the AGM (Insta Poll)		Total		Percentage (%)
	No.	Votes	No.	Votes	No.	Votes	
Assent	185	159837374	240	144531	425	159981905	99.9991
Dissent	2	1315	3	56	5	1371	0.0009
Total	187	159838689	243	144587	430	159983276	100.00
Abstain/Invalid	0	0	2	150	2	150	-

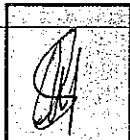
ITEM NO. 2: ORDINARY RESOLUTION FOR APPROVAL AND CONFIRMATION OF THE INTERIM DIVIDEND OF Rs. 3.50 PER EQUITY SHARE OF THE COMPANY PAID DURING THE YEAR AS FINAL DIVIDEND FOR THE YEAR ENDED 31ST MARCH, 2017.

Particulars	Remote E-Voting		Voting at the AGM (Insta Poll)		Total		Percentage (%)
	No.	Votes	No.	Votes	No.	Votes	
Assent	186	159837389	240	144531	426	159981920	99.9992
Dissent	1	1300	3	56	4	1356	0.0008
Total	187	159838689	243	144587	430	159983276	100.00
Abstain/Invalid	0	0	2	150	2	150	-

ITEM NO. 3: ORDINARY RESOLUTION FOR APPOINTMENT OF DR. ARVIND KRISHNA SAXENA (DIN: 00846939) WHO RETIRES BY ROTATION.

Particulars	Remote E-Voting		Voting at the AGM (Insta Poll)		Total		Percentage (%)
	No.	Votes	No.	Votes	No.	Votes	
Assent	83	120357046	240	144531	323	120501577	75.3214
Dissent	103	39481543	3	56	106	39481599	24.6786
Total	185*	159838589	243	144587	428*	159983176	100.00
Abstain/Invalid	2	100	2	150	4	250	-

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*1 (One) Member voted both in "favour" and "against" the resolution.



ITEM NO. 4: ORDINARY RESOLUTION FOR APPOINTMENT OF M/S. LODHA & CO., CHARTERED ACCOUNTANTS, AS STATUTORY AUDITORS OF THE COMPANY AND FIXING THEIR REMUNERATION.

Particulars	Remote E-Voting		Voting at the AGM (Insta Poll)		Total		Percentage (%)
	No.	Votes	No.	Votes	No.	Votes	
Assent	179	159707645	240	144531	419	159852176	99.9181
Dissent	7	130944	3	56	10	131000	0.0819
Total	185*	159838589	243	144587	428*	159983176	100.00
Abstain/Invalid	2	100	2	150	4	250	-

*1 (One) Member voted both in "favour" and "against" the resolution.

ITEM NO. 5: SPECIAL RESOLUTION FOR RE-APPOINTMENT OF SHRI VIVEK SARAOGI (DIN: 00221419) AS THE MANAGING DIRECTOR OF THE COMPANY FOR A FURTHER TERM OF 5 YEARS WITH EFFECT FROM 1ST APRIL, 2017 TO 31ST MARCH, 2022

Particulars	Remote E-Voting		Voting at the AGM (Insta Poll)		Total		Percentage (%)
	No.	Votes	No.	Votes	No.	Votes	
Assent	155	151497122	240	144531	395	151641653	94.7860
Dissent	32	8341467	3	56	35	8341523	5.2140
Total	185*	159838589	243	144587	428*	159983176	100.00
Abstain/Invalid	2	100	2	150	4	250	-

*2 (Two) Members voted both in "favour" and "against" the resolution.

ITEM NO. 6: SPECIAL RESOLUTION FOR RE-APPOINTMENT OF DR. ARVIND KRISHNA SAXENA (DIN: 00846939) AS A WHOLE-TIME DIRECTOR OF THE COMPANY FOR A FURTHER TERM OF 5 YEARS WITH EFFECT FROM 1ST AUGUST, 2017 TO 31ST JULY, 2022

Particulars	Remote E-Voting		Voting at the AGM (Insta Poll)		Total		Percentage (%)
	No.	Votes	No.	Votes	No.	Votes	
Assent	174	150964787	240	144531	414	151109318	94.4533
Dissent	12	8873802	3	56	15	8873858	5.5467
Total	185*	159838589	243	144587	428*	159983176	100.00
Abstain/Invalid	2	100	2	150	4	250	-

*1 (One) Member voted both in "favour" and "against" the resolution.



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ITEM NO. 7: ORDINARY RESOLUTION FOR APPOINTMENT OF SHRI NARESH DAYAL (DIN: 03059141) AS NON-EXECUTIVE, NON-INDEPENDENT DIRECTOR.

Particulars	Remote E-Voting		Voting at the AGM (Insta Poll)		Total		Percentage (%)
	No.	Votes	No.	Votes	No.	Votes	
Assent	182	159837169	240	144531	422	159981700	99.9991
Dissent	4	1420	3	56	7	1476	0.0009
Total	185*	159838589	243	144587	428*	159983176	100.00
Abstain/Invalid	2	100	2	150	4	250	-

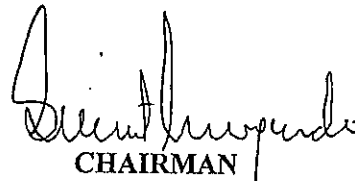
*1 (One) Member voted both in "favour" and "against" the resolution.

ITEM NO. 8: ORDINARY RESOLUTION FOR RATIFICATION OF REMUNERATION PAYABLE TO THE COST AUDITORS.

Particulars	Remote E-Voting		Voting at the AGM (Insta Poll)		Total		Percentage (%)
	No.	Votes	No.	Votes	No.	Votes	
Assent	179	159836679	240	144531	419	159981210	99.9988
Dissent	6	1910	3	56	9	1966	0.0012
Total	185	159838589	243	144587	428	159983176	100.00
Abstain/Invalid	2	100	2	150	4	250	-

Based on the Consolidated Scrutinizer's Report on the results of remote e-voting and voting through Insta Poll at the venue of the AGM, all the Resolutions as set forth in the Notice have been passed with requisite majority and are deemed to be passed on the date of the 41st AGM i.e. 30th August, 2017.

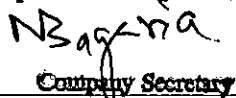
Entered on.....20/9/2017.....
Company Secretary.....N. Bagaria


CHAIRMAN

Date: 22-09-2017
Place: KOLKATA

CERTIFIED TRUE COPY

For Balrampur Chini Mills Ltd.


Company Secretary

CHAIRMAN'S
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