

September 20, 2016

To,  
**National Stock Exchange of India Limited**  
Listing Department,  
Exchange Plaza,  
Bandra Kurla Complex,  
Bandra (E), Mumbai – 400 051.

**Scrip Code: BBL**

Dear Sir,

**SUB: OUTCOME OF 69<sup>TH</sup> ANNUAL GENERAL MEETING OF THE COMPANY HELD ON SEPTEMBER, 20, 2016 & DISCLOSURE OF VOTING RESULTS THEREAT**

We wish to bring your kind notice that the 69<sup>th</sup> Annual General Meeting ('AGM') of the Company was held on Tuesday, September 20, 2016 at 3.00 p.m. at Walchand Hirachand Hall, Indian Merchants' Chamber Building, Veer Nariman Road, Churchgate, Mumbai – 400 020 and all the agenda nos., viz., (1) to (6) mentioned in the Notice dated July 18, 2016, of the said AGM were discussed at the meeting. In this regard, please find enclosed the following:

1. Summary of proceedings as required under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI LODR, 2015"), as '**Annexure A**';
2. Voting Results as required under Regulation 44(3) of the SEBI LODR, 2015, as '**Annexure B**';
3. Report of the Scrutinizer on e-voting and voting through ballot forms at the AGM, as required under Section 108 of the Companies Act, 2013 ("the Act") and Rule 20 of the Companies (Management and Administration) Rules, 2014 (including any amendments thereto from time to time), as '**Annexure C**';
4. Annual Report for the Financial Year 2015-2016, as required under Regulation 34 of the SEBI LODR, 2015, duly approved and adopted by the Members as per the provisions of the Act, as '**Annexure D**'.

Request you to take the same on your record.

Yours sincerely,  
**For Bharat Bijlee Limited**

  
**Durgesh M. Nagarkar**  
**Company Secretary & Senior General Manager,**  
**Legal**



September 20, 2016

To,  
**Corporate Relationship Department**  
**BSE Limited**  
P. J. Towers, Dalal Street,  
Fort, Mumbai 400 001.

**Scrip Code: 503960**

Dear Sir,

**SUB: OUTCOME OF 69<sup>TH</sup> ANNUAL GENERAL MEETING OF THE COMPANY HELD ON SEPTEMBER, 20, 2016 & DISCLOSURE OF VOTING RESULTS THEREAT**

We wish to bring your kind notice that the 69<sup>th</sup> Annual General Meeting ('AGM') of the Company was held on Tuesday, September 20, 2016 at 3.00 p.m. at Walchand Hirachand Hall, Indian Merchants' Chamber Building, Veer Nariman Road, Churchgate, Mumbai – 400 020 and all the agenda nos., viz., (1) to (6) mentioned in the Notice dated July 18, 2016, of the said AGM were discussed at the meeting. In this regard, please find enclosed the following:

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4. Annual Report for the Financial Year 2015-2016, as required under Regulation 34 of the SEBI LODR, 2015, duly approved and adopted by the Members as per the provisions of the Act, as '**Annexure D**'.

Request you to take the same on your record.

Yours sincerely,  
**For Bharat Bijlee Limited**



**Durgesh M. Nagarkar**  
**Company Secretary & Senior General Manager,**  
**Legal**



**Annexure A****SUMMARY OF PROCEEDINGS OF THE 69<sup>TH</sup> ANNUAL GENERAL MEETING  
OF THE COMPANY**

The 69<sup>th</sup> Annual General Meeting (“AGM”) of the Members of the Company was held on Tuesday, September 20, 2016 at 3.00 p.m. at Walchand Hirachand Hall, Indian Merchants’ Chamber Building, Veer Nariman Road, Churchgate, Mumbai 400 020, Maharashtra.

Mr. Prakash V. Mehta, Chairman of the Company, occupied the Chair and welcomed the Members. As requisite quorum being present, the Chairman called the Meeting to order.

Total 88 members (including proxies and representatives) attended the AGM as per the records of attendance. Mr. Prakash V. Mehta, being the Chairman of Stakeholders Relationship Committee, informed that all the Directors including Mr. Sanjiv N. Shah, the Chairman of the Audit Committee as well as Nomination & Remuneration Committee of the Company attended the Meeting.

The Chairman of the Meeting informed the Members that the requisite Registers were available for inspection by the Members till the conclusion of the meeting.

The Chairman informed the Members that the Statutory Auditors have not made any qualification, reservation or adverse remark or disclaimer in their report and hence the Auditor’s Report with the permission of the Members was taken as read. The Members noted that the Secretarial Auditor has also not made any qualification, reservation or adverse remark or disclaimer in his report.

The Chairman of the Meeting, after introduction of the Board members to the Members present gave a brief overview of the performance of the Company for 5 months, i.e. April 2016 to August 2016 and its future outlook.

The Chairman of the Meeting then informed the Members that in compliance with the provisions of Section 108 of the Companies Act, 2013 (“the Act”) and Rule 20 of the Companies (Management and Administration) Rules, 2014 (including any amendments thereto from time to time) and Regulation 44 of the SEBI LODR, 2015, the Company had extended the remote e-voting facility to the Members of the Company entitle to cast their vote in respect of businesses to be transacted at the AGM. The e-voting commenced at 9.00 a.m. on Saturday, September 17, 2016 and ended at 5.00 p.m. on Monday, September 19, 2016. The Company had also provided facility of voting by Ballot at the AGM Venue. Shri. N.L. Bhatia, Practicing Company Secretary & Partner, M/s. N.L. Bhatia & Associates, was appointed as the scrutinizer by the Board for scrutinizing the remote e-voting and poll process at the AGM.



Thereafter the Chairman invited the Shareholders to propose and second the resolutions as set out in the Notice of the AGM.

On the invitation of Chairman of the Meeting, several Members addressed the meeting, gave their suggestions and raised queries on the Company's accounts and businesses, which were replied by the Chairman and the Managing Directors.

Thereafter, the Chairman ordered for Poll and requested Shri N.L. Bhatia, Practicing Company Secretary, the Scrutinizer, for an orderly conduct of the voting.

The Chairman announced that the combined result of e-voting and the physical ballot poll along with Scrutinizer's Report will be communicated to the exchange(s), CDSL and the same shall also be placed on the Company's website in due course.

The following items of business as set out in the Notice of the AGM July 18, 2016, were transacted through remote e-voting and voting by Ballot at the AGM venue:

#### **ORDINARY BUSINESSES:**

1. Adoption of audited Balance Sheet as at March 31, 2016, the Statement of Profit and Loss for the financial year ended on that date and the reports of the Board of Directors and auditors thereon. (Ordinary Resolution);
2. Re-appointment of Mr. Ravishanker Prasad (holding DIN: 06641845) as a Director, who is liable to retire by rotation and, being eligible, offers himself for re-appointment. (Ordinary Resolution);
3. Ratification of the appointment of Messrs Dalal & Shah (Registration No. 102021W/W100110), Chartered Accountants, Statutory Auditors and authorize the Board of Directors / Audit Committee to fix their remuneration for the financial year ending March 31, 2017. (Ordinary Resolution);

#### **SPECIAL BUSINESS:**

4. Ratification of Cost Auditors remuneration to be paid to Messrs P M Nanabhoy & Co. for the financial year ending March 31, 2017. (Ordinary Resolution);
5. Re-appointment of Mr. Nikhil J. Danani (DIN: 00056514) as the Managing Director of the Company, for a period of three (3) years with effect from June 20, 2016. (Special Resolution);
6. Re-appointment of Mr. Nakul P. Mehta (DIN: 00056561) as the Managing Director of the Company, for a period of three (3) years with effect from June 20, 2016. (Special Resolution).



Based on the Scrutinizer's Report dated September 20, 2016, issued by Shri. N.L. Bhatia, Practicing Company Secretary & Partner, M/s. N.L. Bhatia & Associates, all the aforesaid business items were passed by the Members with the requisite majority.

Kindly take the above on record and oblige.

Thanking you,

Yours sincerely,

For **BHARAT BIJLEE LIMITED**



**Durgesh N. Nagarkar**  
**Company Secretary & Sr. General Manager**  
**Legal**

Place : Mumbai

Date : September 20, 2016

