

June 28, 2018

BSE Limited

Corporate Relationship Department,
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai – 400 001.

SCRIP CODE: 503960

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 71ST ANNUAL GENERAL MEETING OF THE COMPANY HELD ON
JUNE 28, 2018 & DISCLOSURE OF VOTING RESULTS**

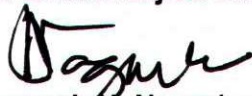
We wish to bring your kind notice that the 71st Annual General Meeting ('AGM') of the Company was held on Thursday, June 28, 2018 at 3.00 p.m. at Walchand Hirachand Hall, Indian Merchants' Chamber Building, Veer Nariman Road, Churchgate, Mumbai – 400 020 and all the agenda nos., viz., (1) to (4) mentioned in the Notice dated May 10, 2018, 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 2017-2018, 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 N. Nagarkar

**Company Secretary & Senior General Manager,
Legal**



Annexure A**SUMMARY OF PROCEEDINGS OF THE 71ST ANNUAL GENERAL MEETING
OF THE COMPANY**

The 71st Annual General Meeting (“AGM”) of the Members of the Company was held on Thursday, June 28, 2018 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. Mr. Prakash V. Mehta, further announced that Mr. Jairaj C. Thacker, Director of the Company was not able to attend the AGM, as he was travelling.

Total 83 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 except Mr. Jairaj C. Thacker, 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 2 months, i.e. April 2018 to May 2018 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 Monday, June 25, 2018 and ended at 5.00 p.m. on Wednesday, June 27, 2018. The Company had also provided facility of voting by Ballot at the AGM Venue. Mr. Navnitlal L. Bhatia or failing him Mr. Bharat Upadhyay or failing him Mr. Bhaskar Upadhyay, of N. L. Bhatia & Associates, Practicing Company Secretaries, 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 Mr. 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 dated May 10, 2018, were transacted through remote e-voting and voting by Ballot at the AGM venue:

ORDINARY BUSINESSES:

1. Adoption of financial statements, namely (i) Audited Balance Sheet as at March 31, 2018, (ii) Audited statement of Profit and Loss for the financial year ended on that date (iii) Cash Flow Statement for the financial year ended on that date and the Reports of the Board of Directors and Auditors thereon (Ordinary Resolution);
2. Declaration of Dividend on Equity Shares of the Company for the Financial Year 2017-2018. (Ordinary Resolution);
3. Re-appointment of Mr. Ravishanker Prasad (DIN 06641845) as a Director, who is liable to retire by rotation and, being eligible, offers himself for re-appointment. (Ordinary Resolution);

SPECIAL BUSINESS:

4. Ratification of Cost Auditors Remuneration to be paid to Messrs. P M Nanabhoy & Co., Cost Accountants (Firm Registration No. 000012) for the financial year ending March 31, 2019. (Ordinary Resolution);



Based on the Scrutinizer's Report dated June 28, 2018, issued by Mr. 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.

The AGM concluded at 4.00 P.M.

Kindly take the above on record and oblige.

Thanking you,

Yours sincerely,

For **BHARAT BIJLEE LIMITED**



Durgesh N. Nagarkar
Company Secretary & Senior General Manager
Legal



Place : Mumbai

Date : June 28, 2018