



# बामर लॉरी इनवेस्टमेंट्स लिमिटेड

(भारत सरकार का एक उद्यम)

## Balmer Lawrie Investments Ltd.

(A Government of India Enterprise)

पंजीकृत कार्यालय :  
21, नेताजी सुभाष रोड  
कोलकाता - 700 001  
फोन : (91) (033) 2222 5227

Regd. Office :  
21, Netaji Subhas Road  
Kolkata - 700 001  
Phone : (91)(033) 2222 5227  
CIN : L65999WB2001GOI093759

Ref: BLIL/SE/2021

Date: 24<sup>th</sup> May, 2021

The Secretary,  
The Calcutta Stock Exchange Ltd.  
7, Lyons Range,  
Kolkata – 700 001

The Secretary,  
BSE Ltd.  
Phiroze Jeejeebhoy Towers  
Dalal Street  
Mumbai- 400 001  
Scrip Code - 532485

Scrip Code – 12638

Dear Sir/Madam,

**Sub: Voting Result under Regulation 44(3) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations")- Voting Result of remote e-voting through Postal Ballot**

This is with reference to our intimation dated 22<sup>nd</sup> April, 2021, regarding Notice of Postal Ballot dated 16<sup>th</sup> April, 2021 for seeking the consent of members of the Company through Special Resolution for the following item:

*Increase in Authorized Share Capital of the Company and consequent amendment to the Memorandum of Association and Articles of Association of the Company.*

In furtherance to the same, we hereby inform that the aforementioned Resolution has been passed with requisite majority by the Members of the Company.

In terms of Regulation 44(3) of the Listing Regulations, we hereby enclose the following:

1. Voting Result of the Postal Ballot conducted through remote e-voting in the format as specified by the SEBI Circular CIR/CFD/CMD/8/2015 dated 4<sup>th</sup> November, 2015.
2. Scrutinizer's Report of Shri Debabrata Dutt, Practicing Company Secretary, (FCS – 5401, CP NO. 3824) of M/s. D. Dutt & Co., being the Scrutinizer appointed by the Company for scrutinizing the Postal Ballot conducted through remote e-voting.

The aforesaid documents under serial no. (1) and (2) shall also be available on the website of the Company i.e., [www.blinv.com](http://www.blinv.com) and on the website of the remote e-voting agency i.e. National Securities Depository Limited at [www.evoting.nsdl.com](http://www.evoting.nsdl.com).

You are requested to take the above information on record.

Yours Faithfully,

**For Balmer Lawrie Investments Limited**

*Abhishek Lahoti*

**Abhishek Lahoti**

**Company Secretary and Compliance Officer**

Encl: as above

Voting Results of Postal Ballot through remote e-voting of Balmer Lawrie Investments Ltd

In terms of Regulation 44 (3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Date of close of Postal Ballot through remote e-voting	22-05-2021
Total number of shareholders as on Cut-off date (19.04.2021)	13819
No. of Shareholders present in the meeting either in person or through proxy:	Not
Promoters and Promoter Group	Applicable
Public	
No. of Shareholders attended the meeting through video conferencing	Not
Promoters and Promoter Group	Applicable
Public	

Resolution No 1): Increase in Authorized Share Capital of the Company and consequent amendment to the Memorandum of Association and Articles of Association of the Company

Resolution required (Ordinary/ Special)	Special
Whether Promoter/ Promoter group are interested in the agenda/ resolution ?	No

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
		[1]	[2]	(3)=[(2)/(1)]*100	[4]	[5]	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoters Group	Evoting	13246098	13246098	100.000	13246098	0	100.000	0.000
	Poll		0	0.000	0	0	0.000	0.000
	Postal Ballot (if applicable)		0	0.000	0	0	0.000	0.000
	Total	13246098	13246098	100.000	13246098	0	100.000	0.000
Public Institutions	Evoting	1304093	0	0.000	0	0	0.000	0.000
	Poll		0	0.000	0	0	0.000	0.000
	Postal Ballot (if applicable)		0	0.000	0	0	0.000	0.000
	Total	1304093	0	0.000	0	0	0.000	0.000
Public Non Institutions	Evoting	7647078	75875	0.992	75598	277	99.635	0.365
	Poll		0	0.000	0	0	0.000	0.000
	Postal Ballot (if applicable)		0	0.000	0	0	0.000	0.000
	Total	7647078	75875	0.992	75598	277	99.635	0.365
Total		22197269	13321973	60.016	13321696	277	99.979	0.0021



Ref: .....

Date : 22/05/2021

## SCRUTINIZER'S REPORT

[Pursuant to Section 108 and 110 of the Companies Act, 2013 read with the  
Companies (Management and Administration) Rules, 2014]

To  
The Company Secretary  
Balmer Lawrie Investments Limited  
21, Netaji Subhas Road,  
Kolkata - 700 001

Dear Sir,

**Sub: Scrutinizer's Report on Notice of Postal Ballot through Remote Evoting dated 16<sup>th</sup> April, 2021 in respect of the Special Resolution contained therein**

### **A. APPOINTMENT:**

(i) I, Debabrata Dutt, a Company Secretary in Practice, having FCS No. - 5401 and C.P. No. - 3824, Proprietor of D. Dutt & Co., Company Secretaries have been appointed as Scrutinizer by the Board of Directors of Balmer Lawrie Investments Limited (the Company) bearing CIN: L65999WB2001GOI093759 at their Meeting held on 16<sup>th</sup> April, 2021 for scrutinizing Postal Ballot through Remote Evoting ("Evoting");

(ii) Our appointment as Scrutinizer is under the provisions of Section 108 and 110 of the Companies Act, 2013 ("the Act") read with Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014, as amended from time to time ("the Rules");

(iii) Our appointment as Scrutinizer is also for ascertaining the requisite majority for the Special Resolution proposed in the Notice of Postal Ballot through Remote Evoting dated 16<sup>th</sup> April, 2021 issued to the Members of the Company pursuant to Section 108 and 110 of the Act read with Rule 20 and Rule 22 of the Rules, Circular No. 14/2020 dated April 8, 2020, Circular No. 17/2020 dated April 13, 2020, Circular No. 33/2020 dated September 28, 2020, and Circular No. 39/2020 dated December 31, 2020 issued by the Ministry of Corporate Affairs, Government of India ("MCA") (hereinafter collectively referred to as "MCA Circulars"), Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements), Regulations, 2015 ("the Listing Regulations") and other applicable laws and regulations [including any statutory modification(s) or re-enactments thereof for the time being in force] and Secretarial Standards-2 on General Meetings (SS-2).



**B. MANAGEMENT'S RESPONSIBILITY:**

The management of the Company is responsible to ensure the compliance with the requirements of the relevant provisions of:

- (a) the Companies Act, 2013 and the Rules made thereunder;
- (b) Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements), Regulations, 2015 with the Stock Exchange(s);
- (c) various Circulars issued by MCA relating to Postal Ballot by Remote Electronic Voting; and
- (d) Secretarial Standards-2 on General Meetings (SS-2)

**C. SCRUTINIZER'S RESPONSIBILITY:**

Our responsibility as Scrutinizer is restricted to making a Scrutinizer's Report of the votes cast in "favour" or "against" the Special Resolution stated in the Notice of Postal Ballot through Remote Evoting dated 16<sup>th</sup> April, 2021, based on the reports generated from the Evoting system provided by National Securities Depository Limited (NSDL), the Agency authorized under the Rules and engaged by the Company to conduct Postal Ballot through Remote Evoting during the period commencing on Friday, the 23<sup>rd</sup> April, 2021 at 09:00 A.M. till Saturday, the 22<sup>nd</sup> May, 2021 at 05:00 P.M. under EVSN: 115948.

**D. CUT-OFF DATE:**

The Company provided the facility of evoting on the Special Resolution proposed in the Notice of Postal Ballot through Remote Evoting dated 16<sup>th</sup> April, 2021 to persons who were shareholders as on cut off date i.e. Monday, the 19<sup>th</sup> April, 2021 (end of the day).

**E. DESPATCH OF NOTICE:**

(i) In compliance with the provisions of Section 110 of the Act read with the applicable Rules and the Listing Regulations [including any statutory modification(s) or re-enactment(s) thereof for the time being in force] and in compliance with the aforesaid MCA Circulars, the Notice of Postal Ballot through Remote Evoting was sent through electronic mode to all its Members whose email addresses were registered with the Company/Depositories/Depository Participants and was sent in hard copy to the Members who had not registered their e-mail addresses with the Company/Depositories/Depository Participants;

(ii) As informed to us, the Company completed the despatch of Notice of Postal Ballot through Remote Evoting on Thursday, the 22<sup>nd</sup> April, 2021 (end of day) to the shareholders as on cut off date.

**F. REMOTE EVOTING PROCESS:**

(i) In accordance with the Notice dated 16<sup>th</sup> April, 2021 sent to the Members and the 'Advertisement' published in English in Financial Express dated 24.04.2021, in Bengali in Aajkaal dated 23.04.2021 and in Hindi in Jansatta dated 24.04.2021 the



Remote Evoting commenced on Friday, the 23<sup>rd</sup> April, 2021 at 09:00 A.M. and ended on Saturday, the 22<sup>nd</sup> May, 2021 at 05:00 P.M.

(ii) All votes casted in respect of Special Resolution contained in the Notice of Postal Ballot through Remote Evoting dated 16<sup>th</sup> April, 2021 have been considered for our scrutiny;

(iii) Particulars of all the votes cast by electronic means have been electronically entered in a Register separately maintained for the purpose by NSDL;

(iv) After the time fixed for closing of remote evoting i.e. on Saturday, the 22<sup>nd</sup> May, 2021 at 05:00 P.M. an electronic report of the remote evoting process was generated by me in the presence of two witnesses viz.:

a. Mr. Rajib Kundu, and

b. Ms. Fiza Ahmed

who were not the employees of the Company by accessing the data available to me from the website "www.nsdl.co.in" of NSDL, the Authorised Agency to provide evoting facility.

#### **G. REPORT:**

I submit herewith my Scrutinizer's Report on the result of evoting in respect of Special Resolution contained in the Notice of Postal Ballot through Remote Evoting dated 16<sup>th</sup> April, 2021, as under:-

**Subject matter of Resolution: Increase in Authorized Share Capital of the Company and consequent amendment to the Memorandum of Association and Articles of Association of the Company [Text of the Resolution is not copied here and may be referred to in the Notice dated 16<sup>th</sup> April, 2021].**

Particulars	Remote E-Voting		% of total no. of valid votes cast
	No. of Members who voted	No. of valid votes cast	
Favour	154	13321696	99.9979
Against	18	277	0.0021
Total Valid Votes Cast	172	13321973	100.0000

**Result: Special Resolution has been passed with requisite majority.**

#### **H. SAFE CUSTODY OF RECORDS:**

The electronic data and all other relevant records relating to Postal Ballot by Remote Evoting is under my safe custody and will be handed over to the Company Secretary of the Company who has been authorized for its safe keeping, after the result is declared by the Company.



**I. DECLARATION OF RESULT:**

You may accordingly declare the RESULT of the Special Resolution proposed for Evoting by Notice of Postal Ballot through Remote Evoting dated 16<sup>th</sup> April 2021.

Thanking you,

For D. Dutt & Co.  
Company Secretaries

*Debabrata Dutt*

Debabrata Dutt  
Proprietor  
FCS - 5401  
C.P. No.: 3824  
UDIN No.: F005401C000359018

Dated: 22<sup>nd</sup> May, 2021  
Place: Kolkata



Scrutinizer for and in respect of the "Notice of Postal Ballot through Remote Evoting dated 16<sup>th</sup> April, 2021 in respect of Special Resolution contained therein of Balmer Lawrie Investments Limited".

Countersigned by:  
For Balmer Lawrie Investments Limited

*Abhishek Lahoti*  
Abhishek Lahoti  
Company Secretary & Compliance Officer

