

Details of Attendance

Sr No.	Particulars	Details
1	Date of AGM	5 th August, 2015
2	Total no. of shareholders as on Record date (Record Date : 29 th July, 2015)	16,746
3	No. of shareholders present in the meeting either in person or through proxy: Promoters and Promoter Group Public	9 64
4	No. of shareholders attending the meeting through Video Conferencing : Promoters and Promoter Group Public	Not arranged

Details of Agenda

Item No.	Agenda	Resolution required	Mode of Voting	Remarks
1	Receive, consider and adopt the Audited Financial Statements for FY 2014-2015, Reports of the Board of Directors and Auditors thereon	Ordinary	E-Voting and Physical Ballot at meeting	Passed with requisite majority
2	Declaration of dividend on equity shares	Ordinary	E-Voting and Physical Ballot at meeting	Passed with requisite majority
3	Reappointment of Mr. Nusli Wadia who retires by rotation	Ordinary	E-Voting and Physical Ballot at meeting	Passed with requisite majority
4	Appointment of Auditors	Ordinary	E-Voting and Physical Ballot at meeting	Passed with requisite majority
5	Appointment of Branch Auditors	Ordinary	E-Voting and Physical Ballot at meeting	Passed with requisite majority
6	Approval of remuneration of Cost Auditors	Ordinary	E-Voting and Physical Ballot at meeting	Passed with requisite majority
7	Appointment of Dr.(Mrs) Sheela Bhide as (Independent) Director of the Corporation	Ordinary	E-Voting and Physical Ballot at meeting	Passed with requisite majority
8	Approval of remuneration of Mr.Ness Wadia, Managing Director under the provisions of Companies Act, 2013.	Special	E-Voting and Physical Ballot at meeting	Passed with requisite majority



TUSHAR SHRIDHARANI

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SCRUTINIZER'S CONSOLIDATED REPORT ON VOTING

[Pursuant to applicable provisions of the Companies Act, 2013, Rules made thereunder and the Listing Agreement with Stock Exchanges]

6th August, 2015

To,
The Chairman
The Bombay Burmah Trading Corporation, Limited
9, Wallace Street, Fort
Mumbai – 400 001

Subject: Consolidated Report on Members' voting through remote e-voting and voting through Poll at the 150th Annual General Meeting.

Dear Sir,

The Board of Directors of The Bombay Burmah Trading Corporation, Limited ("**the Company**") at its meeting held on 22nd May, 2015 appointed me as the Scrutinizer in pursuance of section 108 of the Companies Act, 2013 ("**the Act**") read with Rule 20 of the Companies (Management & Administration) Rules, 2014 ("**the Rules**") to scrutinize the voting conducted through the remote e-voting and voting at the meeting on all resolutions set out in the Notice convening the One Hundred Fiftieth Annual General Meeting ("**AGM**") of the Company, which was duly held on 5th August, 2015.

Members of the Company were provided remote e-voting facility whereby they could cast their votes during the e-voting period, which commenced at 9.00 a.m. on the 1st August, 2015 and ended at 5.00 p.m. on the 4th August, 2015 (both Indian Standard Time - IST). Some members of the Company voted through e-voting during the voting period.

Members attending the AGM who did not cast their votes through remote e-voting were invited by the Chairman to cast their votes at the Meeting through Poll on all resolutions set out in the Notice convening the AGM, in accordance with sub-rule 4(iii)(B) of Rule 20 of the Rules. Accordingly, some Members casted votes through Poll conducted at AGM.

Upon conclusion of the Poll conducted by the Chairman, the Poll Boxes wherein the Members had dropped their Poll Papers were opened by me in presence of two witnesses not in employment of the Company. The Poll Papers were diligently scrutinized by me and reconciled with the records maintained by the Company and relevant authorizations / proxies lodged with the Company. The Poll Papers, which were incomplete and/or which were otherwise found defective have been



treated as invalid and kept separately. In case of votes received through Poll at the AGM as well as through remote e-voting for the same shareholding from any Member, the votes received through remote e-voting from such Member were considered and the votes received through Poll were considered invalid.

In pursuance of sub-rule 4(xii) of Rule 20 of the Rules; immediately after the conclusion of voting at the AGM, I first counted the votes casted through Poll and thereafter unblocked the votes casted through e-voting in the presence of two witnesses not in the employment of the Company. The witnesses' confirmation in this context is submitted herein next along this Report.

The consolidated result of total votes cast, whether in favour or against, in accordance with rule 4(xii) of Rule 20 of the Rules is annexed to this Report.

You are requested to acknowledge receipt of this report.



(Tushar Shridharani)
Practicing Company Secretary
Membership No.: FCS 2690
Certificate of Practice No.: 2190.



WITNESSES' CONFIRMATION

In pursuance of Rule 20 of the Companies (Management and Administration) Rules, 2014 and with respect to the conduct of voting through Poll and e-voting by members of The Bombay Burmah Trading Corporation, Limited ("**the Company**") on all resolutions set out in the Notice convening the 150th AGM of Company, which was held on 5th August, 2015 at 3.45 p.m. at the Y B Chavan Auditorium, Gen. Jagannath Bhosle Marg, Mumbai – 400 021; we, Nandini Parekh (residing at 60/62, J. M. Compound, 3rd Bhoiwada, Bhuleshwar, Mumbai - 400 002) and Kashmi Sakaria (residing at 229, Meena Sadan, Ground Floor, Room No. 2, Walkeshwar Road, Mumbai – 400 006) hereby confirm our witnessing the following-

- a) after completion of the voting process through Poll at the above mentioned AGM, the Polling Box wherein the members of the Company have dropped their Poll Papers was opened by Mr. Tushar Shridharani in our presence; and
- b) after completion of voting by Members through Poll, Mr. Tushar Shridharani un-blocked the votes that the members of the Company have casted through e-voting.

We further state that we are not in the employment of the Company.

Witness 1:



(Nandini Parekh)
B. Com., FCS

Witness 2:



(Kashmi Sakaria)
B. Com., Pursuing CS

Date: 6th August, 2015
Place: Mumbai



Annexure
(In accordance with sub-rule 4(xii) of rule 20 of Companies (Management and Administration) Rules, 2014)

Consolidated Report of the votes cast (excluding invalid votes) by the members of The Bombay Burmah Trading Corporation, Limited on resolutions that were proposed for consideration before the One Hundred and Fiftieth AGM, which was held on Wednesday, the 5th August, 2015 at 3.45 p.m. at Y. B. Chavan Auditorium Gen. Jagannath Bhosle Marg, Mumbai – 400 021.

Resolution Number	Brief description about Resolution	Whether Ordinary or Special?	Members' Category	Number of Equity shares held each of Rs. 2 fully paid-up	Number of votes cast	% of votes cast to total shares held	Votes cast in favour		Votes cast not in favour	
							Number	%	Number	%
1.	To receive, consider and adopt the audited Financial Statements of the Corporation for the Financial Year ended 31 st March, 2015 together with the Reports of the Board of Directors and Auditors thereon.	Ordinary	Promoter and Promoters' Group	4,59,85,745	4,59,85,745	100.00	4,59,85,745	100.00	0	0
			Public - Institutional Holders	34,97,276	26,91,604	76.96	26,91,604	100.00	0	0
			Public - Others	2,02,88,879	56,94,571	28.06	56,94,571	100.00	0	0
			Total.....	6,97,71,900	5,43,71,920	77.92	5,43,71,920	100.00	0	0
2.	Declaration of Dividend for the Financial Year ended 31 st March, 2015.	Ordinary	Promoter and Promoters' Group	4,59,85,745	4,59,85,745	100.00	4,59,85,745	100.00	0	0
			Public - Institutional Holders	34,97,276	26,91,604	76.96	26,91,604	100.00	0	0
			Public - Others	2,02,88,879	56,94,571	28.06	56,94,571	100.00	0	0
			Total.....	6,97,71,900	5,43,71,920	77.92	5,43,71,920	100.00	0	0
3.	Re-appointment of Mr. Nusli Wadia, who retires by rotation and being eligible, offers himself for re-	Ordinary	Promoter and Promoters' Group	4,59,85,745	4,59,85,745	100.00	4,59,85,745	100.00	0	0
			Public - Institutional	34,97,276	26,91,604	76.96	26,91,604	100.00	0	0



Resolution Number	Brief description about Resolution	Whether Ordinary or Special?	Members' Category	Number of Equity shares held each of Rs. 2 fully paid-up	Number of votes cast	% of votes cast to total shares held	Votes cast in favour		Votes cast not in favour		
							Number	%	Number	%	
4.	Appointment of M/s. B S R & Co. LLP, Chartered Accountants, as Statutory Auditors of the Corporation.	Ordinary	Holders								
			Public - Others	2,02,88,879	56,94,571	28.06	56,94,571	100.00	0	0	0
			Total.....	6,97,71,900	5,43,71,920	77.92	5,43,71,920	100.00	0	0	0
5.	Appointment of Branch Auditors of the Corporation.	Ordinary	Promoter and Promoters' Group	4,59,85,745	4,59,85,745	100.00	4,59,85,745	100.00	0	0	0
			Public - Institutional Holders	34,97,276	26,91,604	76.96	26,91,604	100.00	0	0	0
			Total.....	2,02,88,879	56,94,571	28.06	56,94,571	100.00	0	0	0
6.	Approval to the payment of remuneration of the Cost Auditors.	Ordinary	Promoter and Promoters' Group	4,59,85,745	4,59,85,745	100.00	4,59,85,745	100.00	0	0	0
			Public - Institutional Holders	34,97,276	26,91,604	76.96	26,91,604	100.00	0	0	0
			Total.....	2,02,88,879	56,94,571	28.06	56,94,571	100.00	0	0	0
6.	Approval to the payment of remuneration of the Cost Auditors.	Ordinary	Promoter and Promoters' Group	4,59,85,745	4,59,85,745	100.00	4,59,85,745	100.00	0	0	0
			Public - Institutional Holders	34,97,276	26,91,604	76.96	26,91,604	100.00	0	0	0
			Total.....	2,02,88,879	56,94,571	28.06	56,94,571	100.00	0	0	0



Resolution Number	Brief description about Resolution	Whether Ordinary or Special?	Members' Category	Number of Equity shares held each of Rs. 2 fully paid-up	Number of votes cast	% of votes cast to total shares held	Votes cast in favour		Votes cast not in favour	
							Number	%	Number	%
7.	Appointment of Dr. (Mrs.) Sheela Bhide [DIN: 01843547], as an Independent Director of the Corporation.	Ordinary	Promoter and Promoters' Group	4,59,85,745	4,59,85,745	100.00	4,59,85,745	100.00	0	0
			Public - Institutional Holders	34,97,276	26,91,604	76.96	26,91,604	100.00	0	0
			Public - Others	2,02,88,879	56,94,571	28.06	56,93,571	99.98	1,000	0.02
			Total....	6,97,71,900	5,43,71,920	77.92	5,43,70,920	99.99	1,000	0.01
8.	Consent to the payment of remuneration of Mr. Ness Wadia, Managing Director of the Corporation with effect from 1 st April, 2014 till 31 st March, 2016.	Special	Promoter and Promoters' Group	4,59,85,745	4,59,85,745	100.00	4,59,85,745	100.00	0	0
			Public - Institutional Holders	34,97,276	26,91,604	76.96	0	0	26,91,604	100.00
			Public - Others	2,02,88,879	56,94,571	28.06	56,94,551	99.99	20	0.01
			Total....	6,97,71,900	5,43,71,920	77.92	5,16,80,296	95.05	26,91,624	4.95

Tushar Shridharani

(Tushar Shridharani)

Practicing Company Secretary

Membership No.: FCS 2690

Certificate of Practice No.: 2190.

