



Bharati Shipyard Limited

Corporate Office : Oberoi Chambers II, 646, New Link Rd, Andheri (W), Mumbai - 400 053.

Registered Office :

302, Wakefield House, 3rd Floor,
Sprott Road, Ballard Estate,
Mumbai - 400 001. INDIA.
Tel. : + 91 22 3028 9200/201
Fax : + 91 22 3028 9222
E-mail : info@bharatishipyard.com
Website : www.bharatishipyard.com

CIN : L61100MH1976PLC019092

Phone No. +91-22-4966 6500



Date: 1st October, 2015

The Dy. General Manager
Department of Corporate Relations
The Bombay Stock Exchange Ltd.
P.J. Towers
Dalal Street
Mumbai – 400 023

The Manager
Listing Department
National Stock Exchange of India
Exchange Plaza, 5th Floor
Bandra Kurla Complex
Bandra (E)
Mumbai – 400 051.

Dear Sirs,

Sub: Submission/Announcements with respect to our AGM held on Wednesday, the 30th September, 2015 at 9.30 am at Mackinnon Mackenzie Building, 3rd Floor, 4, Shoorji Vallabhdas Marg, Ballard Estate, Mumbai - 400001

(1) Proceedings:

We have to inform you that the 38th Annual General Meeting of the Members of Bharati Shipyard Limited was held yesterday i.e. on Wednesday, 30th September, 2015 at 9.30 a.m. at Mackinnon Mackenzie Building, 3rd Floor, 4, Shoorji Vallabhdas Marg, Ballard Estate, Mumbai – 400001, wherein the following business was transacted :-

Ordinary Business:

- 1) The members received, considered and adopted the Audited Balance Sheet as on 31/3/2015 and Profit & Loss Account for the year ended as on that date, together with Directors' Report and Auditors' Report thereon.
- 2) The members reappointed Mr. R. Jayaseelan – Director, who was retiring by rotation and being eligible, had offered himself for reappointment.
- 3) The members appointed M/s. M.V. Damania, Chartered Accounts (FRN:102079W) (Now Damania & Varaiya – Chartered Accountants), as Statutory Auditor of the Company to hold office till the conclusion of next Annual General Meeting.

Special Business:

- 4) The members accorded their consent and approval to issue Warrants to Edelweiss Finance & Investments Limited.
- 5) The members appointed Ms. Shakti Sharma (DIN 06561116) as an Independent Women Director on the Board of the Company, not liable to retire by rotation and to hold office for 5 (five) consecutive years.

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SHIPYARDS PHONE FAX	RATNAGIRI +91-2352-232371 +91-2352-232524	GHOD BUNDER +91-22-28458933 +91-22-28459008	GOA +91-832-2555090 +91-832-2555091	KOLKATA +91-33-40033959 +91-33-40033958	DABHOL +91-2358-248555 +91-2358-248555	MANGALORE +91-824-2456326 +91-824-3456385
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- 6) The members appointed Mr. S. Balasubramanian (DIN 03114430) as an Independent Director on the Board of the Company, not liable to retire by rotation and to hold office for 5 (five) consecutive years.
- 7) The members considered and approved for Material Related Party Transactions.

(II) Disclosure under Clause 35A:

Date of AGM	Wednesday, 30 th September, 2015
Total Number of Shareholders on record date	12977 Indian 599 NRI
Total number of shareholders and proxies present in the meeting	38 shareholders
Promoter and Promoter Group	6
Public	32
Details of Agenda	<p>Ordinary Business:</p> <ol style="list-style-type: none">1. To receive, consider and adopt the Standalone Audited Financial Statement of the Company for the year ended March, 31, 2015 and report of the Board of Directors and Auditors' thereon and to consider and adopt the Consolidated Audited Financial Statement of the Company for the year ended March, 31, 2015.2. To reappoint Mr. R. Jayaseelan (DIN: 06780185) who retires by rotation and being eligible offer himself for reappointment.3. To appoint Auditor and to fix his remuneration. <p>Special Business:</p> <ol style="list-style-type: none">4) To issue warrants to M/s. Edelweiss Finance & Investments Limited.5) To appoint Ms. Shakti Sharma (DIN 06561116) as Independent Women Director.6) To appoint Mr. S. Balasubramanian (DIN 03114430) as Independent Director.7) To approve the Material Related Party Transactions.
Mode of voting	E-voting plus Ballot box



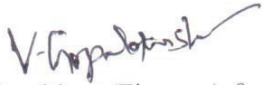
All the aforesaid 7 (seven) Resolutions were passed with substantial majority.

This is for your kind information and record as per listing agreement.

Thanking you.

Yours faithfully,

For Bharati Shipyards Limited



President (Finance) & Company Secretary

Encl: As above



**A.A. MULLA & ASSOCIATES
COMPANY SECRETARIES**

3RD Floor, New Hari Leela House, 34/38, Mint Road, OPP GPO, Mumbai-400 001
Tel: 022-22644435 Fax: 022-22644434, Cell : 9892237418: email: aqheelmulla@gmail.com

**FORM No. MGT-13
Report of Scrutinizer(s)**

[Pursuant to rule section 108 and 109 of the Companies Act, 2013 and rule 20/21 of the Companies
(Management and Administration) Rules, 2014]

To,
The Chairman of
Annual General Meeting of Bharati Shipyard Limited
held on Wednesday, 30th September, 2015 at 9.30 a.m.
at Mackinnon Mackenzie Building, 3rd Floor,
4, Shoorji Vallabhdas Marg, Ballard Estate,
Mumbai-400001
Dear Sir,

I Aqueel Ahmed Mulla, appointed as Scrutinizer for the purpose of the remote e-voting and poll taken on the below mentioned resolution(s), at the Annual General Meeting of the Equity shareholders Bharati Shipyard Limited held on Wednesday, 30th September, 2015 at Mackinnon Mackenzie Building, 3rd Floor, 4, Shoorji Vallabhdas Marg, Ballard Estate, Mumbai-400001 submit my report as under:

1. After the time fixed for the closing of the poll by the Chairman, 1 ballot box kept for polling was locked in my presence with due identification marks placed by me.
2. The lock ballot box was subsequently opened in my presence and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Registrar and Transfer Agent (R & T A) of the company and authorization and proxies lodged with the company
3. I didn't find any poll papers invalid.
4. The shareholders were also given option to vote electronically through remote e-voting opened on 27th September, 2015 at 9.00 a.m. and ended at 5.00 p.m. on 29th September, 2015.
5. The consolidated result of the poll and remote e-voting is as under:

(a) Resolution No.1: Adoption of audited Balance Sheet as at March, 31, 2015, Profit and Loss Account for the year ended on that date and the Report of the Directors and Auditors thereon.

(i) Voted in favor of the resolution :

Number of members present and voting (in presence or proxy) and remote e-voting	Number of votes cast by them	% of total number of valid votes cast
50	21511943	99.997

(ii) Voted against the resolution

Number of members present and voting (in presence or proxy) and remote e-voting	Number of votes cast by them	% of total number of valid votes cast
2	511	0.003

(iii) Invalid Votes

Number of members present and voting (in presence or proxy) and remote e-voting	Number of votes cast by them	% of total number of valid votes cast
0	0	0

(b) Resolution No.2: To appoint a Director in place Mr. R Jayaseelan who retires by rotation

(i) Voted in favor of the resolution :

Number of members present and voting (in presence or proxy) and remote e-voting	Number of votes cast by them	% of total number of valid votes cast
46	21511736	99.997



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(ii) Voted against the resolution

Number of members present and voting (in presence or proxy) and remote e-voting	Number of votes cast by them	% of total number of valid votes cast
6	718	0.003

(iii) Invalid Votes

Number of members present and voting (in presence or proxy) and remote e-voting	Number of votes cast by them	% of total number of valid votes cast
0	0	0

(c) Resolution No.3: To Appoint M/S M V Damania & Co, (now known as Damania and Varaiya) Chartered Accountants as statutory auditor.

(i) Voted in favor of the resolution :

Number of members present and voting (in presence or proxy) and remote e-voting	Number of votes cast by them	% of total number of valid votes cast
44	21508909	99.984

(ii) Voted against the resolution

Number of members present and voting (in presence or proxy) and remote e-voting	Number of votes cast by them	% of total number of valid votes cast
7	3345	0.016

(iii) Invalid Votes

Number of members present and voting (in presence or proxy) and remote e-voting	Number of votes cast by them	% of total number of valid votes cast
0	0	0

(d) Resolution No.4: To issue convertible warrants on preferential basis to Edelwiess Finance and Investments Ltd (ARC)

(i) Voted in favor of the resolution :

Number of members present and voting (in presence or proxy) and remote e-voting	Number of votes cast by them	% of total number of valid votes cast
43	21505918	99.972

(ii) Voted against the resolution

Number of members present and voting (in presence or proxy) and remote e-voting	Number of votes cast by them	% of total number of valid votes cast
6	6091	0.028

(iii) Invalid Votes

Number of members present and voting (in presence or proxy) and remote e-voting	Number of votes cast by them	% of total number of valid votes cast
0	0	0



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(e) Resolution No.5: To appoint Mrs. Shakti Sharma as an independent woman director of the company.

(i) Voted in favor of the resolution:

Number of members present and voting (in presence or proxy) and remote e-voting	Number of votes cast by them	% of total number of valid votes cast
44	21505963	99.974

(ii) Voted against the resolution

Number of members present and voting (in presence or proxy) and remote e-voting	Number of votes cast by them	% of total number of valid votes cast
6	5561	0.026

(iii) Invalid Votes

Number of members present and voting (in presence or proxy) and remote e-voting	Number of votes cast by them	% of total number of valid votes cast
0	0	0

(f) Resolution No.6: To appoint Mr. S Balasubramanian as an independent director of the company

(i) Voted in favor of the resolution :

Number of members present and voting (in presence or proxy) and remote e-voting	Number of votes cast by them	% of total number of valid votes cast
44	21506768	99.974

(ii) Voted against the resolution

Number of members present and voting (in presence or proxy) and remote e-voting	Number of votes cast by them	% of total number of valid votes cast
8	5686	0.026

(iii) Invalid Votes

Number of members present and voting (in presence or proxy) and remote e-voting	Number of votes cast by them	% of total number of valid votes cast
0	0	0

(g) Resolution No.7: To authorize Board of Directors to enter into related party transactions

(i) Voted in favor of the resolution:

Number of members present and voting (in presence or proxy) and remote e-voting	Number of votes cast by them	% of total number of valid votes cast
42	21503458	99.957

(ii) Voted against the resolution

Number of members present and voting (in presence or proxy) and remote e-voting	Number of votes cast by them	% of total number of valid votes cast
11	9056	0.043

(iii) Invalid Votes

Number of members present and voting (in presence or proxy) and remote e-voting	Number of votes cast by them	% of total number of valid votes cast
0	0	0



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COMPANY SECRETARIES

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Consolidated Voting summary:

Reso. No.	Members Voted In favor	Members Voted against	Invalid votes	Total Votes	Remark
1	50(21511943) Poll 8 e-voting 44	2 (511) e-voting	0	52 (21512454)	Passed by Simple Majority
2	46 (21511736) Poll 8 e-voting 44	6(718) e-voting	0	52 (21512454)	Passed by Simple Majority
3	44 (21508909) Poll 8 e-voting 43	7(3345) e-voting	0	51 (21512254)	Passed by Simple Majority
4	43 (21505918) Poll 8 e-voting 41	6(6091) e-voting	0	49 (21512009)	Passed by 3/4 th Majority
5	44 (21505963) Poll 8 e-voting 42	6(5561) e-voting	0	50 (21511524)	Passed by Simple Majority
6	44 (21506766) Poll 8 e-voting 44	8(5666) e-voting	0	52 (21512454)	Passed by Simple Majority
7	42 (21503458) Poll 8 e-voting 45	11(9056) e-voting	0	53 (21512514)	Passed by 3/4 th Majority

6. The soft copy list of equity shareholders who voted "FOR", "AGAINST" in poll and e-voting for the resolutions is enclosed herewith.
7. The poll papers and all other relevant records were sealed and handed over to the Company Secretary authorized by the Board for safe keeping.

You may declare the result.

Thanking you,

Place: Mumbai
Date: 30th September, 2015



Yours faithfully,
For A.A. MULLA & ASSOCIATES
COMPANY SECRETARIES


Aqueel A Mulla
Scrutinizer

Bharati Shipyard Limited

Promoter /Public Shares	Number of Shares	Number of Votes	% of Votes		Number of Votes in favour	Number of Votes Against	% of Votes in		
			polled on Outstanding	favoured			favoured on Votes polled	Against on Votes polled	
Resolution No:1. Adoption of audited Balance Sheet as at March 31, 2012									
Mode of Voting: (E-voting)									
Promoter and Pron	32937973	0	0.0000	0	0	0.0000	0.0000	0.0000	0.0000
Public Institutional	3324026	0	0.0000	0	0	0.0000	0.0000	0.0000	0.0000
Public-Others	14036886	20032	0.1427	19521	511	97.4491	2.5509	2.5509	2.5509
Total(A)	50298885	20032	0.0398	19521	511	97.4491	2.5509	2.5509	2.5509
Mode of Voting: (Poll)									
Promoter and Pron	32937973	21489909	65.2436	21489909	0	100.0000	0.0000	0.0000	0.0000
Public Institutional	3324026	0	0.0000	0	0	0.0000	0.0000	0.0000	0.0000
Public-Others	14036886	2513	0.0179	2513	0	100.0000	0.0000	0.0000	0.0000
Total(B)	50298885	21492422	42.7294	21492422	0	100.0000	0.0000	0.0000	0.0000
Result (A+B)	50298885	21512454	42.7692	21511943	511	99.9976	0.0024	0.0024	0.0024



For Bharati Shipyard Limited
V. Vinod Kumar
Company Secretary

Bharati Shipyards Limited

Promoter /Public Shares	Number of Shares	Number of Votes	% of Votes		Number of Outstanding	Number of Votes in favour	Number of Votes Against	% of Votes in	
			polled on	Outstanding				favour on	Against on
Resolution No:4. To issue convertible Warrants on Preferential basis to Edelweiss Finance & Investments Limited (ARC)									
Mode of Voting: (E-voting)									
Promoter and Pron	32937973	0	0.0000	0	0	0	0.0000	0.0000	0.0000
Public Institutional	3324026	0	0.0000	0	0	0	0.0000	0.0000	0.0000
Public-Others	14036886	19587	0.1395	13496	6091	68.9028	31.0972		
Total(A)	50298885	19587	0.0389	13496	6091	68.9028	31.0972		
Mode of Voting: (Poll)									
Promoter and Pron	32937973	21489909	65.2436	21489909	0	100.0000	0.0000	0.0000	0.0000
Public Institutional	3324026	0	0.0000	0	0	0.0000	0.0000	0.0000	0.0000
Public-Others	14036886	2513	0.0179	2513	0	100.0000	0.0000	0.0000	0.0000
Total(B)	50298885	21492422	42.7294	21492422	0	100.0000	0.0000	0.0000	0.0000
Result (A+B)	50298885	21512009	42.7683	21505918	6091	99.9717	0.0283		



For Bharati Shipyards Limited
V. Kap. Upadhyay
 Company Secretary

Bharati Shipyards Limited

Promoter /Public Shares	Number of Shares	Number of Votes	% of Votes		Number of Votes in favour	Number of Votes Against	% of Votes in favour on		% of Votes Against on	
			polled on	Outstanding			polling	Against	polling	Against
Resolution No:3. To appoint M/s. M.V. Damania & Co., (Now known as)										
Mode of Voting: (E-voting)										
Promoter and Pron	32937973	0	0.0000	0	0	0	0.0000	0.0000	0.0000	0.0000
Public Institutional	3324026	0	0.0000	0	0	0	0.0000	0.0000	0.0000	0.0000
Public-Others	14036886	19832	0.1413	16487	16487	3345	83.1333	16.8667	16.8667	16.8667
Total(A)	50298885	19832	0.0394	16487	16487	3345	83.1333	16.8667	16.8667	16.8667
Mode of Voting: (Poll)										
Promoter and Pron	32937973	21489909	65.2436	21489909	0	100.0000	100.0000	0.0000	0.0000	0.0000
Public Institutional	3324026	0	0.0000	0	0	0.0000	0.0000	0.0000	0.0000	0.0000
Public-Others	14036886	2513	0.0179	2513	0	100.0000	100.0000	0.0000	0.0000	0.0000
Total(B)	50298885	21492422	42.7294	21492422	0	100.0000	100.0000	0.0000	0.0000	0.0000
Result (A+B)	50298885	21512254	42.7688	21508909	3345	99.9845	0.0155			



For Bharati Shipyards Limited
V. K. Kulkarni
Company Secretary

Bharati Shipyards Limited

Promoter /Public Shares	Number of Shares	Number of Votes	% of Votes		Number of Votes in favour	Number of Votes Against	% of Votes in	
			polled on	Outstanding			favour on	Against on
Resolution No:2. To appoint a Director in place of Mr.R.Jayaseelan, who is								
Mode of Voting: (E-voting)								
Promoter and Prom	32937973	0	0.0000	0	0	0.0000	0.0000	0.0000
Public Institutional	3324026	0	0.0000	0	0	0.0000	0.0000	0.0000
Public-Others	14036886	20032	0.1427	19314	718	96.4157	3.5843	3.5843
Total(A)	50298885	20032	0.0398	19314	718	96.4157	3.5843	3.5843
Mode of Voting: (Poll)								
Promoter and Prom	32937973	21489909	65.2436	21489909	0	100.0000	0.0000	0.0000
Public Institutional	3324026	0	0.0000	0	0	0.0000	0.0000	0.0000
Public-Others	14036886	2513	0.0179	2513	0	100.0000	0.0000	0.0000
Total(B)	50298885	21492422	42.7294	21492422	0	100.0000	0.0000	0.0000
Result (A+B)	50298885	21512454	42.7692	21511736	718	99.9967	0.0033	0.0033

For Bharati Shipyards Limited

Company Secretary



Bharati Shipyard Limited

Promoter /Public Shares	Number of Shares	Number of Votes	% of Votes polled		Number of Votes in favour	Number of Votes Against	% of Votes in favour on		% of Votes Against on	
			on Outstanding shares	on Total(A+B)			Votes polled	Against on	Votes polled	Against on
Resolution No:5. To appoint Ms. Shakti Sharma as an Independent										
Mode of Voting: (E-voting)										
Promoter and Pron	32937973	0	0.0000	0	0	0	0.0000	0	0.0000	0.0000
Public Institutional	3324026	0	0.0000	0	0	0	0.0000	0	0.0000	0.0000
Public-Others	14036886	19102	0.1361	13541	5561	5561	70.8879	29.1121	29.1121	29.1121
Total(A)	50298885	19102	0.0380	13541	5561	5561	70.8879	29.1121	29.1121	29.1121
Mode of Voting: (Poll)										
Promoter and Pron	32937973	21489909	65.2436	21489909	0	0	100.0000	0.0000	0.0000	0.0000
Public Institutional	3324026	0	0.0000	0	0	0	0.0000	0.0000	0.0000	0.0000
Public-Others	14036886	2513	0.0179	2513	0	0	100.0000	0.0000	0.0000	0.0000
Total(B)	50298885	21492422	42.7294	21492422	0	0	100.0000	0.0000	0.0000	0.0000
Result (A+B)	50298885	21511524	42.7674	21505963	5561	5561	99.9741	0.0259	0.0259	0.0259



For Bharati Shipyard Limited
V. Sripal
 Company Secretary

Bharati Shipyard Limited

Promoter /Public Shares	Number of Shares	Number of Votes	% of Votes polled		Number of Votes in favour	Number of Votes Against	% of Votes in favour on		% of Votes Against on	
			on Outstanding shares	shares			Votes polled	Votes polled	Votes polled	Votes polled
Resolution No:6. To appoint Mr. S. Balasubramanian as an Independent										
Mode of Voting: (E-voting)										
Promoter and Pror	32937973	0	0.0000	0	0	0	0.0000	0.0000	0.0000	0.0000
Public Institutional	3324026	0	0.0000	0	0	0	0.0000	0.0000	0.0000	0.0000
Public-Others	14036886	20032	0.1427	14346	5686	5686	71.6154	28.3846	28.3846	28.3846
Total(A)	50298885	20032	0.0398	14346	5686	5686	71.6154	28.3846	28.3846	28.3846
Mode of Voting: (Poll)										
Promoter and Pror	32937973	21489909	65.2436	21489909	0	0	100.0000	0.0000	0.0000	0.0000
Public Institutional	3324026	0	0.0000	0	0	0	0.0000	0.0000	0.0000	0.0000
Public-Others	14036886	2513	0.0179	2513	0	0	100.0000	0.0000	0.0000	0.0000
Total(B)	50298885	21492422	42.7294	21492422	0	0	100.0000	0.0000	0.0000	0.0000
Result (A+B)	50298885	21512454	42.7692	21506768	5686	5686	99.9736	0.0264	0.0264	0.0264



For Bharati Shipyard Limited

V. Srinivasan
Company Secretary

Bharati Shipyards Limited

Promoter /Public	Number of Shares	Number of Votes	% of Votes polled		Number of Votes in favour	Number of Votes Against	% of Votes in		
			on Outstanding shares	shares			favour on Votes polled	Against on Votes polled	
Resolution No:7. To authorize Board of Directors to enter into related									
Mode of Voting: (E-voting)									
Promoter and Promoter Group	32937973	0	0.0000	0	0	0	0.0000	0.0000	
Public Institutional Holders	3324026	0	0.0000	0	0	0	0.0000	0.0000	
Public-Others	14036886	20092	0.1431	11036	9056	54.9273	45.0727		
Total(A)	50298885	20092	0.0399	11036	9056	54.9273	45.0727		
Mode of Voting: (Poll)									
Promoter and Promoter Group	32937973	21489909	65.2436	21489909	0	100.0000	0.0000		
Public Institutional Holders	3324026	0	0.0000	0	0	0.0000	0.0000		
Public-Others	14036886	2513	0.0179	2513	0	100.0000	0.0000		
Total(B)	50298885	21492422	42.7294	21492422	0	100.0000	0.0000		
Result (A+B)	50298885	21512514	42.7693	21503458	9056	99.9579	0.0421		



For Bharati Shipyards Limited
V. Govindaraj
Company Secretary