

Date: September 4, 2017

To,
The Listing Department,
National Stock Exchange of India Limited
Exchange Plaza, 5th Floor, Plot No. C/1
G Block, Bandra-Kurla Complex, Bandra (E)
Mumbai – 400 051

Scrip Code: BSE

ISIN: INE118H01025

Ref: Regulation 30 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”)

Sub: Proceedings of the 12th Annual General Meeting held on September 4, 2017

Dear Sirs,

In terms of Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, we enclose herewith copy of the proceedings of the 12th Annual General Meeting of the Members of the Company held on Monday, September 4, 2017 at 11:30 am at Sir Dinshaw Petit International Convention Hall, 1st Floor, P. J. Towers, Dalal Street, Mumbai – 400 001.

Kindly take the above intimation on your record.

Thanking you,

Yours faithfully,
For BSE Limited



Prajakta Powle
Company Secretary and Compliance Officer

Encl: a/a

SUMMARY OF THE PROCEEDINGS OF THE TWELFTH ANNUAL GENERAL MEETING OF THE SHAREHOLDERS OF BSE LIMITED HELD ON MONDAY, SEPTEMBER 4, 2017 AT 11:30 AM AT SIR DINSHAW PETIT INTERNATIONAL CONVENTION HALL, 1ST FLOOR, P. J. TOWERS, DALAL STREET, MUMBAI – 400 001.

The 12th Annual General Meeting (“AGM”) of the members of the Company was held on Monday, September 4, 2017 at 11:30 am at Sir Dinshaw Petit International Convention Hall, 1st Floor, P. J. Towers, Dalal Street, Mumbai – 400 001.

The following Board members were present at the 12th AGM of the Company:

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|-----------------------------------|---------------------------------------|
| 1. Shri Dhirendra Swarup | - Chairman (Public Interest Director) |
| 2. Shri Ashishkumar Chauhan | - Managing Director & CEO |
| 3. Dr. Krishnaswamy Kasturirangan | - Public Interest Director |
| 4. Shri Sumit Bose | - Public Interest Director |
| 5. Smt. Rajeshree Sabnavis | - Shareholder Director |

Shri Dhirendra Swarup, Chairman of the Board of the Company chaired the proceedings of the AGM.

After welcoming all the members present, the Chairman introduced the Board Members, Executive Management Committee members and Company Secretary & Compliance Officer present on the dais to the members of the Company. The representatives of statutory auditors and secretarial auditors were also present at the AGM.

Following members/proxies/authorised representatives were present at the AGM:

SR No.	Registered As	Persons	Folios	Shares as on Record Date	Percentage (%)
1	Members	126	126	847896	1.5758
3	Proxy	10	10	13843	0.0257
4	Authorised Representative	1	3	39396	0.0732
	Total	137	139	901135	1.6747

After ascertaining from the Company Secretary that the requisite quorum was present at the AGM, the Chairman called the meeting to order and commenced the proceedings of the meeting.

The Chairman then informed the members that the Proxy register and other registers and documents were available for inspection of members.



With the permission of the members present, Chairman, took the Notice of the meeting along with the Audited Standalone and Consolidated Financial Statements of the Company for the financial year ended March 31, 2017 and the report of Board of Directors thereon, being already circulated as read.

The Chairman further informed that the Auditor's report on the Financial Statement for the financial year ended March 31, 2017, did not have any qualifications, observations, comments or other remarks.

The Chairman then addressed the members and gave an overview of the Company's performance and its future outlook.

Further, the Chairman then informed the members that pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), the Company had provided the remote e-voting facility to the members of the Company whose name appeared as member in the register of members as on August 28, 2017 to cast/exercise their vote(s) electronically in respect of businesses to be transacted at the AGM for which the remote e-voting period had commenced on Friday, September 1, 2017 (9.00 am IST) and ended on Sunday, September 3, 2017 (5.00 pm IST).

The members were also informed that the facility for voting by way of ballot papers was made available at the AGM venue for the members who had not cast their vote through remote e-voting. It was clarified that only those members holding shares of the Company as on Cut-off date i.e. Monday, August 28, 2017 were eligible to participate in the remote e-voting as well as voting at the meeting.

The Chairman then provided a fair opportunity to the members of the Company who were entitled to vote to seek clarifications and /or offer comments to the items of the business and the same were adequately answered/ clarified by Shri Ashishkumar Chauhan, Managing Director & CEO.

The following items of business as set out in the Notice calling the AGM dated August 3, 2017 were put for members approval:

1. To receive, consider and adopt:
 - a. the Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2017, together with the Report of the Board of Directors and the Auditors thereon; and
 - b. the Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2017, together with the Report of the Auditors thereon.
2. To declare final dividend of Rs. 23/- per equity share and to confirm the interim dividend of Rs. 5/- per equity share, already paid during the year, for the financial year ended March 31, 2017.



3. To appoint a Director in place of Dr. Sriprakash Kothari (DIN:06824003), Shareholder Director, who retires by rotation at this Annual General Meeting and being eligible, offers himself for re-appointment, subject to approval of Securities and Exchange Board of India.

The members were informed that only the shareholders who were not trading members of the Exchange or their Associates and Agents could vote for item no. 3 in pursuance of Regulation 2(1)(r) of Securities Contracts (Regulation) (Stock Exchanges and Clearing Corporations) Regulations, 2012.

4. To appoint Statutory Auditors and to fix their remuneration in place of retiring auditors.

The Chairman also informed that the Board of Directors had appointed Shri N L Bhatia, Partner of Messrs N L Bhatia and Associates, Practicing Company Secretaries, as the Scrutinizer for the purpose of scrutinizing the voting process (both remote e-voting and voting process through ballot papers at the AGM), for the resolutions included in the notice of the 12th AGM.

Then on request of the Chairman volunteers showed the empty ballot box to the members and locked and sealed the empty ballot box in the presence of the members.

Then Chairman requested the members to cast their votes on the resolutions contained in the AGM notice using ballot paper and deposit the duly filled ballot paper in the ballot box.

The Chairman announced that the results of e-voting would be declared on receipt of the scrutinizers report and shall be placed on the website of the Company and the website of Central Depository Services (India) Limited, the agency providing e-voting facility and also would be available at the registered office of the Company. The same also be sent to the stock exchange within forty eight hours from the conclusion of the AGM.

All the resolutions set out in the notice calling AGM were passed with requisite majority and are deemed to be passed on the date of AGM i.e. September 4, 2017.

The Chairman then thanked the members attending the meeting and for their co-operation and concluded the meeting at 1.30 p.m.

Thanking you,
For **BSE Limited**



Prajakta Powle
Company Secretary & Compliance Officer

Place: Mumbai

Date: September 4, 2017