



BALRAMPUR CHINI MILLS LIMITED

CIN - L15421WB1975PLC030118

REGD. OFF. : "FMC FORTUNA" 2ND FLOOR, 234/3A, A. J. C. BOSE ROAD, KOLKATA - 700 020
PHONE : 2287-4749 • FAX : (033) 2283-4487 • Email : bcml@bcml.in • www.chini.com

27th March, 2019

National Stock Exchange of India Limited Listing Deptt., Exchange Plaza, 5th Floor, Plot No. C/1, G Block, Bandra Kurla Complex, Bandra (E), Mumbai- 400051	BSE Limited The Corporate Relationship Department 1st Floor, New Trading Wing, Rotunda Building, Phiroze Jeejeebhoy Towers Dalal Street, Fort, Mumbai- 400001	The Calcutta Stock Exchange Limited 7, Lyons Range, Kolkata – 700 001
Scrip Code: BALRAMCHIN	Scrip Code: 500038	Scrip Code: 12012

Dear Sir/ Madam,

Sub: **Declaration of Results of Postal Ballot (including e-voting)**

Pursuant to Section 110 of the Companies Act, 2013 read with Rule 22 of the Companies (Management and Administration) Rules, 2014 and in furtherance to our letter dated 19th February, 2019 enclosing inter-alia, the Postal Ballot Notice sent to the shareholders of the Company, seeking their approval for the following Business as Special Resolutions:

1. Reappointment of Shri Rabi Narayan Das (DIN: 03582925) as an Independent Director.
2. Reappointment of Shri Dinesh Kumar Mittal (DIN: 00040000) as an Independent Director.
3. Reappointment of Shri Krishnava Dutt (DIN: 02792753) as an Independent Director.
4. Reappointment of Smt. Novel Singhal Lavasa (DIN: 07071993) as an Independent Director.
5. Continuation of directorship of Shri Sakti Prasad Ghosh (DIN: 00183802) as an Independent Director.

The results of the Postal Ballot have been announced today i.e. 27th March, 2019 at the Registered Office of the Company and as per the Consolidated Scrutinizer's Report, the Resolutions relating to the above mentioned business, as contained in the Postal Ballot Notice dated 4th February, 2019 have been passed with the requisite majority. In this regard, we are enclosing herewith the following:

- i. Consolidated Scrutinizer's Report dated 27th March, 2019 (Annexure - I);
- ii. Voting Results in terms of the provisions of Regulation 44(3) of the Listing Regulations (Annexure - II);
- iii. A copy of the announcement to be released in newspapers in this regard (Annexure - III).

The above is for your information please.

Yours faithfully,
For **Balrampur Chini Mills Limited**


Nitin Bagaria
(Company Secretary)

Company Name	BALRAMPUR CHINI MILLS LIMITED
Date of the AGM/EGM	NOT APPLICABLE (Postal Ballot)
Total number of shareholders on record date	97399 (Please refer note 1)
No. of shareholders present in the meeting either in person or	
Promoters and Promoter Group:	NOT APPLICABLE
Public:	NOT APPLICABLE
No. of Shareholders attended the meeting through Video	
Promoters and Promoter Group:	NOT APPLICABLE
Public:	NOT APPLICABLE

Resolution required: (Ordinary/ Special)	Special Resolution for reappointment of Shri Rabi Narayan Das (DIN: 03582925) as an Independent Director of the Company for another term of five consecutive years.							
Whether promoter/ promoter group are interested in the agenda/resolution?	No							
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]* 100	% of Votes against on votes polled (7)=[(5)/(2)]* 100
Promoter and Promoter Group	E-Voting	93624577	93624577	100.0000	93624577	0	100.0000	0.0000
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
Public- Institutions	E-Voting	54499799	41857275	76.8026	41857275	0	100.0000	0.0000
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
Public- Non Institutions	E-Voting	80313951	79472	0.0990	74241	5231	93.4178	6.5821
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		15703260	19.5523	15703260	0	100.0000	0.0000
	Total	228438327	151264584	66.2168	151259353	5231	99.9965	0.0035



Resolution required: (Ordinary/ Special)		Special Resolution for reappointment of Shri Dinesh Kumar Mittal (DIN: 00040000) as an Independent Director of the Company for another term of five consecutive years.						
Whether promoter/ promoter group are interested in the agenda/resolution?		No						
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	93624577	93624577	100.0000	93624577	0	100.0000	0.0000
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
Public- Institutions	E-Voting	54499799	41857275	76.8026	5981099	35876176	14.2892	85.7107
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
Public- Non Institutions	E-Voting	80313951	79520	0.0990	72287	7233	90.9041	9.0958
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		15703260	19.5523	15703260	0	100.0000	0.0000
Total		228438327	151264632	66.2168	115381223	35883409	76.2777	23.7223



Resolution required: (Ordinary/ Special)	Special Resolution for reappointment of Shri Krishnav Dutt (DIN: 02792753) as an Independent Director of the Company for another term of five consecutive years.							
Whether promoter/ promoter group are interested in the agenda/resolution?	No							
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	93624577	93624577	100.0000	93624577	0	100.0000	0.0000
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
Public- Institutions	E-Voting	54499799	41857275	76.8026	5981099	35876176	14.2892	85.7107
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
Public- Non Institutions	E-Voting	80313951	79480	0.0990	72429	7051	91.1285	8.8714
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		15703260	19.5523	15703260	0	100.0000	0.0000
Total		228438327	151264592	66.2168	115381365	35883227	76.2778	23.7222



Resolution required: (Ordinary/ Special)	Special Resolution for reappointment of Smt. Novel Singhal Lavasa (DIN: 07071993) as an Independent Director of the Company for another term of five consecutive years.							
Whether promoter/ promoter group are interested in the agenda/resolution?	No							
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	93624577	93624577	100.0000	93624577	0	100.0000	0.0000
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
Public- Institutions	E-Voting	54499799	41857275	76.8026	41857275	0	100.0000	0.0000
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
Public- Non Institutions	E-Voting	80313951	79479	0.0990	73785	5694	92.8358	7.1641
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		15703260	19.5523	15703260	0	100.0000	0.0000
Total		228438327	151264591	66.2168	151258897	5694	99.9962	0.0038



Resolution required: (Ordinary/ Special)	Special Resolution for continuation of directorship of Shri Sakti Prasad Ghosh (DIN: 00183802) as an Independent Director of the Company.							
Whether promoter/ promoter group are interested in the agenda/resolution?	No							
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	93624577	93624577	100.0000	93624577	0	100.0000	0.0000
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
Public- Institutions	E-Voting	54499799	41857275	76.8026	41857275	0	100.0000	0.0000
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
Public- Non Institutions	E-Voting	80313951	79123	0.0985	73756	5367	93.2168	6.7831
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		15703260	19.5523	15703260	0	100.0000	0.0000
	Total	228438327	151264235	66.2167	151258868	5367	99.9965	0.0035

Notes:

1. Voting rights are in proportion to shares held as on 08/02/2019.
2. No. of votes polled doesn't include invalid votes.





7/1/2019 - 1

Amber Ahmad & Associates

COMPANY SECRETARIES

CONSOLIDATED SCRUTINIZER'S REPORT ON POSTAL BALLOT AND E-VOTING

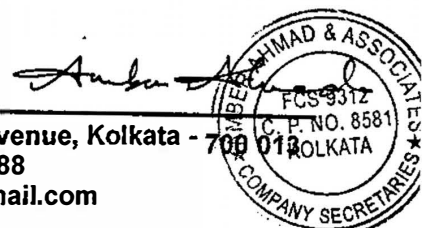
[Pursuant to Sections 108 and 110 of the Companies Act, 2013 (as amended) read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014 (as amended)]

To,
The Chairman / Managing Director
BALRAMPUR CHINI MILLS LIMITED
CIN: L15421WB1975PLC030118
FMC Fortuna, 2nd Floor,
234/3A, A.J.C. Bose Road,
Kolkata - 700020

Sub: Consolidated Scrutinizer's Report under Sections 108 & 110 of the Companies Act, 2013 (as amended) for voting by equity shareholders through Postal Ballot and E-Voting

Dear Sir,

1. I, Amber Ahmad, Proprietor of Amber Ahmad & Associates, Company Secretaries, holding Membership No.: 9312, C.P. No.: 8581, have been appointed by the Board of Directors of Balrampur Chini Mills Limited (the "Company") as a Scrutinizer for the purpose of scrutinizing the postal ballot and electronic voting (e-voting) process in a fair and transparent manner and ascertaining the requisite majority on the resolutions voted through postal ballot process and e-voting carried out as per provisions of Sections 108 and 110 of the Companies Act, 2013 (as amended) (the "Act") read together with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014 (as amended) (the "Rules") and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended) on the proposed resolutions contained in the Notice of Postal Ballot dated 4th February, 2019 (the "Notice").
2. The Management of the Company is responsible to ensure the compliance of the requirements of the Act and the Rules relating to voting through electronic means and postal ballot on the proposed resolutions contained in the Notice. My responsibility as a Scrutinizer for the Postal Ballot process including the E-voting process is restricted to making a Scrutinizer's Report for the "Votes cast in favour" or "against" on the proposed resolutions, based on the reports generated from the e-voting system provided by Karvy Fintech Private Limited, the authorized agency engaged by the Company to provide facilities for e-voting and Postal Ballot Form(s) as received from the shareholders upto 5:00 P.M. on 25th March, 2019.
3. The voting rights of the members was in proportion to the shares held by them in the paid-up equity share capital of the Company as on 8th February, 2019 as per the Register of Members / List of Beneficial Ownership provided by the Depositories.
4. I have issued separate Scrutinizer's Report of even date on the E-voting and Postal Ballot on the proposed resolutions contained in the Notice. I further submit herewith my Consolidated Report on the results of e-voting together with that of postal ballot as follows:



Office Address : Bagati House, Room No. 12, 3rd Floor, 34, Ganesh Chandra Avenue, Kolkata - 700 013
Phone : 8232021560 (O), Mobile : 9831918591 / 8335814488
E-mail : cs.amberahmad@gmail.com; mail.csambersoffice@gmail.com



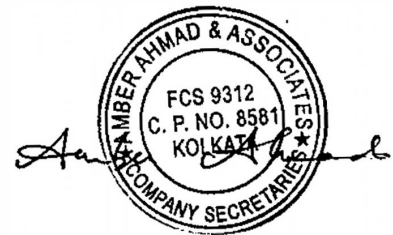
Amber Ahmad & Associates
COMPANY SECRETARIES

Continuation Sheet No. 2

Item No. 1	Re-appointment of Shri Rabi Narayan Das (DIN: 03582925) as an Independent Director of the Company to hold office for another term of five consecutive years with effect from 1st April, 2019 to 31st March, 2024.
Resolution Required	Special Resolution
Mode of voting	E-Voting + Postal Ballot Form

No. of Equity Shareholders who have cast their vote	No. of shares voted by them	% of Total Paid-up Equity Share Capital
220	151264584	66.2168

Particulars	No. of Votes Cast				Total		Percentage of Votes Cast (%)
	E-Voting		Postal Ballot Form		No. of Members	No. of Votes Cast	
	No. of Members	No. of Votes Cast	No. of Members	No. of Votes Cast			
Assent	195	135556093	9	15703260	204	151259353	99.9965
Dissent	16	5231	0	0	16	5231	0.0035
Total Valid Votes Cast	211	135561324	9	15703260	220	151264584	100.0
Abstain / Invalid	4	10030	0	0	4	10030	





Amber Ahmad & Associates

COMPANY SECRETARIES

Continuation Sheet No. 3

Item No. 2	Re-appointment of Shri Dinesh Kumar Mittal (DIN: 00040000) as an Independent Director of the Company to hold office for another term of five consecutive years with effect from 1st April, 2019 to 31st March, 2024.
Resolution Required	Special Resolution
Mode of voting	E-Voting + Postal Ballot Form

No. of Equity Shareholders who have cast their vote	No. of shares voted by them	% of Total Paid-up Equity Share Capital
220	151264632	66.2168

Particulars	No. of Votes Cast				Total		Percentage of Votes Cast (%)
	E-Voting		Postal Ballot Form		No. of Members	No. of Votes Cast	
	No. of Members	No. of Votes Cast	No. of Members	No. of Votes Cast			
Assent	120	99677963	9	15703260	129	115381223	76.2777
Dissent	91	35883409	0	0	91	35883409	23.7223
Total Valid Votes Cast	211	135561372	9	15703260	220	151264632	100.00
Abstain / Invalid	4	10030	0	0	4	10030	





Amber Ahmad & Associates

COMPANY SECRETARIES

Continuation Sheet No. 4

Item No. 3	Re-appointment of Shri Krishnava Dutt (DIN: 02792753) as an Independent Director of the Company to hold office for another term of five consecutive years with effect from 1st April, 2019 to 31st March, 2024.
Resolution Required	Special Resolution
Mode of	E-Voting + Postal Ballot Form

No. of Equity Shareholders who have cast their vote	No. of shares voted by them	% of Total Paid-up Equity Share Capital
220	151264592	66.2168

Particulars	No. of Votes Cast				Total		Percentage of Votes Cast (%)
	E-Voting		Postal Ballot Form		No. of Members	No. of Votes Cast	
	No. of Members	No. of Votes Cast	No. of Members	No. of Votes Cast			
Assent	123	99678105	9	15703260	132	115381365	76.2778
Dissent	88	35883227	0	0	88	35883227	23.7222
Total Valid Votes Cast	211	135561332	9	15703260	220	151264592	100.00
Abstain / Invalid	4	10030	0	0	4	10030	





Amber Ahmad & Associates
COMPANY SECRETARIES

Continuation Sheet No. 5

Item No. 4	Re-appointment of Smt. Novel Singhal Lavasa (DIN: 07071993) as an Independent Director of the Company to hold office for another term of five consecutive years with effect from 1st April, 2019 to 31st March, 2024.
Resolution Required	Special Resolution
Mode of voting	E-Voting + Postal Ballot Form

No. of Equity Shareholders who have cast their vote	No. of shares voted by them	% of Total Paid-up Equity Share Capital
220	151264591	66.2168

Particulars	No. of Votes Cast				Total		Percentage of Votes Cast (%)
	E-Voting		Postal Ballot Form		No. of Members	No. of Votes Cast	
	No. of Members	No. of Votes Cast	No. of Members	No. of Votes Cast			
Assent	191	135555637	9	15703260	200	151258897	99.9962
Dissent	20	5694	0	0	20	5694	0.0038
Total Valid Votes Cast	211	135561331	9	15703260	220	151264591	100.00
Abstain / Invalid	4	10030	0	0	4	10030	





Amber Ahmad & Associates

COMPANY SECRETARIES

Continuation Sheet No. 6

Item No. 5	Approval for continuation of Shri Sakti Prasad Ghosh (DIN: 00183802) as an Independent Director of the Company from 1st April, 2019 till the completion of his present term of appointment, that is, upto 30th September, 2020, notwithstanding that he had attained the age of 75 years.
Resolution Required :	Special Resolution
Mode of voting	E-Voting + Postal Ballot Form

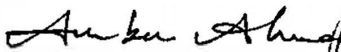
No. of Equity Shareholders who have cast their vote	No. of shares voted by them	% of Total Paid-up Equity Share Capital
220	151264235	66.2167

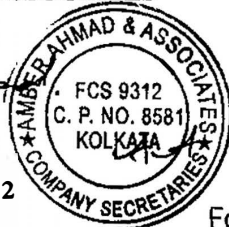
Particulars	No. of Votes Cast				Total		Percentage of Votes Cast (%)
	E-Voting		Postal Ballot Form		No. of Members	No. of Votes Cast	
	No. of Members	No. of Votes Cast	No. of Members	No. of Votes Cast			
Assent	192	135555608	9	15703260	201	151258868	99.9965
Dissent	18	5367	0	0	18	5367	0.0035
Total Valid Votes Cast	210	135560975	9	15703260	219	151264235	100.00
Abstain / Invalid	5	10482	0	0	5	10482	

Based on the aforesaid results, the resolution no.(s) 1 to 5 as contained in the Notice have been passed with the requisite majority.

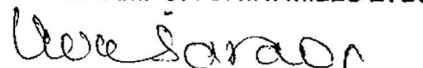
All the relevant records relating to the voting are under my safe custody and will be handed over to the Chairman or the Company Secretary of the Company for preserving safely after the minutes are considered, approved and signed.

Thanking you,
Yours faithfully,
For AMBER AHMAD & ASSOCIATES
Company Secretaries


CS AMBER AHMAD
Proprietor
Membership No.: FCS 9312
C.P. No.: 8581



Countersigned by
For BALRAMPUR CHINI MILLS LTD.


Managing Director

Place: Kolkata
Date: 27th March, 2019

**BALRAMPUR CHINI MILLS LIMITED**

CIN: L15421WB1975PLC030118

Registered Office: FMC Fortuna, 2nd Floor,
234/3A, A.J.C. Bose Road, Kolkata – 700 020
Phone: (+91) 33 22874749 Fax: (+91) 33 22873083
Email: secretarial@bcml.in Website: www.chini.com

NOTICE OF RESULTS OF POSTAL BALLOT AND E-VOTING

Pursuant to the provisions of Section 110 and other applicable provisions, if any, of the Companies Act, 2013 (as amended) read with the Companies (Management and Administration) Rules, 2014 (as amended), Revised Secretarial Standard 2 on General Meetings (SS-2) and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended), approval of the Shareholders of Balrampur Chini Mills Limited (the "Company") was sought through postal ballot (including e-voting) for the resolutions, as stated in notice dated 4th February, 2019 (the "Notice"). After due scrutiny of Postal Ballot Forms received and votes casted through electronic means upto the last date and time appointed for the same (that is, upto 5.00 P.M. on Monday, 25th March, 2019), CS Amber Ahmad (Membership No.: FCS 9312, CP No.: 8581), Proprietor of Amber Ahmad & Associates, Company Secretaries, (the Scrutinizer appointed by the Board of Directors) submitted her report dated 27th March, 2019.

Based on the said Report dated 27th March, 2019, the result of the postal ballot (including e-voting) was declared on Wednesday, 27th March, 2019 at 5.00 P.M. at the Registered office of the Company. The summary of the same is as under:

Item No.	Brief Description of Special Resolutions	Total no. of Valid Votes (Excludes invalid votes)	Voting	Mode of Voting		Total	
				Physical (No. of shares)	Electronic (No. of shares)	No. of shares	% of votes
1	Reappointment of Shri Rabi Narayan Das (DIN: 03582925) as an Independent Director of the Company.	151264584	For	15703260	135556093	151259353	99.9965%
			Against	0	5231	5231	0.0035%
2	Reappointment of Shri Dinesh Kumar Mittal (DIN: 00040000) as an Independent Director of the Company.	151264632	For	15703260	99677963	115381223	76.2777%
			Against	0	35883409	35883409	23.7223%
3	Reappointment of Shri Krishnava Dutt (DIN: 02792753) as an Independent Director of the Company.	151264592	For	15703260	99678105	115381365	76.2778%
			Against	0	35883227	35883227	23.7222%
4	Reappointment of Smt. Novel Singhal Lavasa (DIN: 07071993) as an Independent Director of the Company.	151264591	For	15703260	135555637	151258897	99.9962%
			Against	0	5694	5694	0.0038%
5	Continuation of directorship of Shri Sakti Prasad Ghosh (DIN: 00183802) as an Independent Director of the Company.	151264235	For	15703260	135555608	151258868	99.9965%
			Against	0	5367	5367	0.0035%

Note: Voting rights are in proportion to shares held as on 8th February, 2019. Percentages of votes in favour and against are calculated on the basis of total no. of valid votes.

The Votes cast in favour of the Resolutions are more than three times the Votes cast against the said Resolutions and consequently the Special Resolutions as set out in the Notice stand duly approved / passed by the Shareholders of the Company. In terms of Clause 16.6.3 of SS-2, the Resolutions are deemed to have been passed on the last date specified by the Company for receipt of duly completed Postal Ballot Forms or e-voting i.e. Monday, 25th March, 2019.

The results of the Postal Ballot and E-voting has been displayed at "News and Events" Section of the Company's website i.e. www.chini.com and corporate announcements section of www.nseindia.com, www.bseindia.com and on the website of Karvy Fintech Private Limited along with the Scrutinizer's Report.

For Balrampur Chini Mills Limited
Sd/-

(Nitín Bagaria)

Company Secretary
M. No. A-20228

Place : Kolkata

Date : 27th March, 2019

