



भारत डायनामिक्स लिमिटेड  
BHARAT DYNAMICS LIMITED

**BHARAT DYNAMICS LIMITED**

(A Govt. of India Enterprise, Ministry of Defence)

CIN :- L24292TG1970GOI001353

Corporate Office: Plot No.38-39, TSFC Building, Near ICICI Towers, Financial District, Gachibowli, Hyderabad-32

Registered Office: Kanchanbagh, Hyderabad-58

Tel: 040-23456145; Fax: 040-23456110

e-mail : [investors@bdl-india.in](mailto:investors@bdl-india.in) Website: [www.bdl-india.in](http://www.bdl-india.in)

Date: 27 Sep 2019

To, The Manager Compliance Department The National Stock Exchange Limited Exchange Plaza, Bandra- Kurla Complex, Bandra (East) Mumbai-400051	To, The Manager Compliance Department Bombay Stock Exchange Limited Phiroze Jeejeebhoy Tower Dalal Street Mumbai- 400001
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**BSE Scrip Code: 541143; NSE Symbol : BDL**

Dear Sir,

**Submission of details regarding the e-voting results under Reg 44 of the SEBI (listing obligations and disclosure requirements) regulations, 2015 for the 49<sup>th</sup> annual general meeting of the company held on September 27, 2019.**

1. This is with reference to the earlier communication regarding the Annual General Meeting of the Company. Please note that the 49<sup>th</sup> Annual General Meeting of the Company was duly held on Friday, September 27, 2019 at 15:30 hrs and concluded at 16:40 Hrs at Hotel Sheraton, Nanakramguda, Gachibowli, Hyderabad – 500032, to transact the business mentioned in the notice of the Annual General Meeting dated August 10, 2019.
2. As required by the provisions of the Section 108 of the Companies Act, 2013 read with Rule 20 and 21 of the Companies (Management and Administration) Rules, 2014 (as amended from time to time) and Reg 44 of SEBI (Listing Obligations and Disclosure Requirement) Regulations, 2015, the facility of voting through Remote e-voting and by ballot paper at the Venue of Annual General Meeting was provided to the members. The remote e-voting facility was opened from September 23, 2019 at 09:00 hrs to September 26, 2019 at 05:00 pm to enable the members to cast their votes. The Company had appointed M/s C V Reddy K & Associates, Practising Company



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Secretary as Scrutinizer for the remote e-voting and voting at the AGM by ballot paper. All the items of business as mentioned in the notice of Annual General Meeting have been transacted and based on the report of the Scrutinizer, the resolutions indicated below were declared as duly passed by requisite majority. The Scrutinizers Report is enclosed as Annexure-1.

3. Pursuant to Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find attached the consolidated outcome of voting held through remote e-voting and ballot paper voting at the 49<sup>th</sup> Annual General Meeting of the Company.
4. You are requested to kindly take above information on your records.

Thanking You,

Yours faithfully,  
For Bharat Dynamics Limited

**N. NAGARAJA**  
Company Secretary

Enclosure: As above.



**COMBINED SCRUTINIZER'S REPORT ON EVOTING & POLL**

*[Pursuant to Section 108 and 109 of the Companies Act, 2013 and Rule 20 and 21 of the Companies (Management and Administration) Rules, 2014 as amended to date]*

To  
The Chairman of the  
49<sup>th</sup> Annual General Meeting of  
Bharat Dynamics Limited  
Plot No.38-39, TSFC Building,  
Near ICICI Towers, Financial District,  
Nanakramguda, Hyderabad - 500032, Telangana

**Ref:** Report on resolutions passed through e-voting and poll conducted at the 49<sup>th</sup> Annual General Meeting (AGM) of the members of Bharat Dynamics Limited held on Friday, the 27<sup>th</sup> day of September, 2019 at 03.30 P.M. at Hotel Sheraton, Nanakramguda, Gachibowli, Hyderabad - 500032, Telangana.

Dear Sir,

I, K Ch Venkat Reddy, Proprietor of C V Reddy K & Associates, Company Secretaries, having office situated at 402, Kamala Towers, Street No. 15, Himayathnagar, Hyderabad - 500029, Telangana, have been appointed as a Scrutinizer for Bharat Dynamics Limited ("the Company") for the purpose of scrutinizing the e-voting & poll process in a fair and transparent manner and ascertaining the requisite majority on e-voting carried out as per the provisions of Section 108 & 109 of the Companies Act, 2013 read with Rule 20 and 21 of the Companies (Management and Administration) Rules, 2014 on the Resolutions contained in the Notice of the 49<sup>th</sup> Annual General Meeting of the members of the company on Friday, the 27<sup>th</sup> day of September, 2019 at 03.30 P.M. at Hotel Sheraton, Nanakramguda, Gachibowli, Hyderabad - 500032, Telangana.

1. The Company has availed e-voting facility from Central Depository Services (India) Limited ("e-voting facilitator") for enabling the shareholders to cast their votes electronically. E-Voting and the poll at the Annual General Meeting venue is conducted under my supervision. At the time of poll, adequate care is taken such that no member who has casted his/her vote





by remote e-voting prior to the meeting is not allowed to cast his/her vote again at the Annual General Meeting venue.

2. The e-voting period remained open from 9.00 A.M. on 23<sup>rd</sup> September, 2019 till 5.00 P.M. on 26<sup>th</sup> September, 2019.
3. The Shareholders holding shares as on the "cut off" date i.e. 20<sup>th</sup> day of September, 2019 were entitled to vote on the proposed resolutions (Item No. 1 to 9) as set out in the Notice of 49<sup>th</sup> Annual General Meeting of the Company.
4. After the time fixed for closing of the poll by the Chairman, one ballot box kept for polling was sealed in my presence with due identification marks placed by me.
5. The remote votes were unblocked on 27<sup>th</sup> day of September, 2019 around 5.12 P.M. and the sealed ballot box was opened on 27<sup>th</sup> day of September, 2019 around 4.40 P.M. in the presence of two witnesses, Ms. M. Manisha and Mr. M. Bala Swamy, who are not in the employment of the Company. The poll papers were reconciled with the records maintained by the Registrar and Transfer Agents of the company and the authorizations/ proxies lodged with the company.
6. Thereafter the details containing, inter-alia, the list of equity shareholders, who voted "For" and "Against" were downloaded from the e-voting website of Central Depository Services (India) Limited and the same along with the information on polling of votes during the Annual General Meeting were handed over to the Company Secretary of the Company.
7. The poll papers, which were incomplete and / or which were otherwise found defective have been treated as invalid and kept separately.
8. Based on the data downloaded from the official e-voting website of the e-Voting facilitator and the poll conducted at the Annual General Meeting venue, I hereby submit combined report (e-voting & Poll) as under:



A. **Resolution No. 1:** Approval of the audited financial statements of the Company for the financial year ended 31<sup>st</sup> March 2019, together with the Reports of the Board of Directors' and Auditors' thereon:

(i) Voted in favour and against the resolution:

Mode of voting	No. of members present and voted	No. of votes casted by them	Favour		Against	
			No. of votes casted by them	% of favour valid votes to Total votes received	No. of votes casted by them	% of against valid votes to Total votes received
ELE	107	171742663	171742323	99.99	340	0.01
PHY	8	1432	1382	96.51	50	3.49
<b>TOTAL</b>	<b>115</b>	<b>171744095</b>	<b>171743705</b>		<b>390</b>	

(ii) Invalid and abstained votes:

Mode of voting	No. of members present and voted	No. of votes casted by them	Invalid		Abstain	
			No. of members present and voted	No. of votes casted by them	No. of members present and voted	No. of votes casted by them
ELE	0	0	0	0	0	0
PHY	0	0	0	0	0	0
<b>TOTAL</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>



B. **Resolution No. 2:** Confirmation with regard to payment of interim dividend and declaration of final dividend for the financial year ended 31<sup>st</sup> March 2019:

(i) Voted in favour and against the resolution:

Mode of voting	No. of members present and voted	No. of votes casted by them	Favour		Against	
			No. of votes casted by them	% of favour valid votes to Total votes received	No. of votes casted by them	% of against valid votes to Total votes received
ELE	107	171742663	171742623	99.99	40	0.01
PHY	8	1432	1382	96.51	50	3.49
<b>TOTAL</b>	<b>115</b>	<b>171744095</b>	<b>171744005</b>		<b>90</b>	

(ii) Invalid and abstained votes:

Mode of voting	No. of members present and voted	No. of votes casted by them	Invalid		Abstain	
			No. of members present and voted	No. of votes casted by them	No. of members present and voted	No. of votes casted by them
EJE	0	0	0	0	0	0
PHY	0	0	0	0	0	0
<b>TOTAL</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>





C. **Resolution No. 3:** Appointment of Director in place of Shri.S.Piramanayagam (DIN: 07117827), who retires by rotation and being eligible, offers himself for re-appointment:

(i) Voted in favour and against the resolution:

Mode of voting	No. of members present and voted	No. of votes casted by them	Favour		Against	
			No. of votes casted by them	% of favour valid votes to Total votes received	No. of votes casted by them	% of against valid votes to Total votes received
ELE	107	171742663	171741787	99.99	876	0.01
PHY	8	1432	1382	96.51	50	3.49
<b>TOTAL</b>	<b>115</b>	<b>171744095</b>	<b>171743169</b>		<b>926</b>	

(ii) Invalid and abstained votes:

Mode of voting	No. of members present and voted	No. of votes casted by them	Invalid		Abstain	
			No. of members present and voted	No. of votes casted by them	No. of members present and voted	No. of votes casted by them
ELE	0	0	0	0	0	0
PHY	0	0	0	0	0	0
<b>TOTAL</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>



D. **Resolution No. 4:** Appointment of Cmde.Siddharth Mishra (Retd.)(DIN:08367035) as Chairman & Managing Director of the Company:

(i) Voted in favour and against the resolution:

Mode of voting	No. of members present and voted	No. of votes casted by them	Favour		Against	
			No. of votes casted by them	% of favour valid votes to Total votes received	No. of votes casted by them	% of against valid votes to Total votes received
ELE	107	171742663	171741870	99.99	793	0.01
PHY	8	1432	1382	96.51	50	3.49
<b>TOTAL</b>	<b>115</b>	<b>171744095</b>	<b>171743252</b>		<b>843</b>	

(ii) Invalid and abstained votes:

Mode of voting	No. of members present and voted	No. of votes casted by them	Invalid		Abstain	
			No. of members present and voted	No. of votes casted by them	No. of members present and voted	No. of votes casted by them
ELE	0	0	0	0	0	0
PHY	0	0	0	0	0	0
<b>TOTAL</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>





E. **Resolution No. 5:** Appointment of Shri.N.P.Diwakar (DIN: 08207722) as Director (Technical) of the company:

(i) Voted in favour and against the resolution:

Mode of voting	No. of members present and voted	No. of votes casted by them	Favour		Against	
			No. of votes casted by them	% of favour valid votes to Total votes received	No. of votes casted by them	% of against valid votes to Total votes received
ELE	107	171742663	171741811	99.99	852	0.01
PHY	8	1432	1382	96.51	50	3.49
<b>TOTAL</b>	<b>115</b>	<b>171744095</b>	<b>171743193</b>		<b>902</b>	

(ii) Invalid and abstained votes:

Mode of voting	No. of members present and voted	No. of votes casted by them	Invalid		Abstain	
			No. of members present and voted	No. of votes casted by them	No. of members present and voted	No. of votes casted by them
ELE	0	0	0	0	0	0
PHY	0	0	0	0	0	0
<b>TOTAL</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>



F. **Resolution No. 6:** Appointment of Shri. P. Radha Krishna (DIN:08437975) as Director (Production) of the company:

(i) Voted in favour and against the resolution:

Mode of voting	No. of members present and voted	No. of votes casted by them	Favour		Against	
			No. of votes casted by them	% of favour valid votes to Total votes received	No. of votes casted by them	% of against valid votes to Total votes received
ELE	107	171742663	171742108	99.99	498	0.01
PHY	8	1432	1382	96.51	50	3.49
<b>TOTAL</b>	<b>115</b>	<b>171744095</b>	<b>171743490</b>		<b>548</b>	

(ii) Invalid and abstained votes:

Mode of voting	No. of members present and voted	No. of votes casted by them	Invalid		Abstain	
			No. of members present and voted	No. of votes casted by them	No. of members present and voted	No. of votes casted by them
ELE	0	0	0	0	0	0
PHY	0	0	0	0	0	0
<b>TOTAL</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>



G. **Resolution No. 7:** Re-Appointment of Smt.Sushama. V. Dabak (DIN: 07085413) as Parttime Non-Official Director (i.e. Independent Director):

(i) Voted in favour and against the resolution:

Mode of voting	No. of members present and voted	No. of votes casted by them	Favour		Against	
			No. of votes casted by them	% of favour valid votes to Total votes received	No. of votes casted by them	% of against valid votes to Total votes received
ELE	107	171742663	171741539	99.99	1067	0.01
PHY	8	1432	1382	96.51	50	3.49
<b>TOTAL</b>	<b>115</b>	<b>171744095</b>	<b>171742921</b>		<b>1117</b>	

(ii) Invalid and abstained votes:

Mode of voting	No. of members present and voted	No. of votes casted by them	Invalid		Abstain	
			No. of members present and voted	No. of votes casted by them	No. of members present and voted	No. of votes casted by them
ELE	0	0	0	0	0	0
PHY	0	0	0	0	0	0
<b>TOTAL</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>





H. **Resolution No. 8:** Re-Appointment of Prof. Ajay Pandey (DIN:01292877) as Part-time Non-Official Director (i.e. Independent Director):

(i) Voted in favour and against the resolution:

Mode of voting	No. of members present and voted	No. of votes casted by them	Favour		Against	
			No. of votes casted by them	% of favour valid votes to Total votes received	No. of votes casted by them	% of against valid votes to Total votes received
ELE	107	171742663	171741596	99.99	1067	0.01
PHY	8	1432	1382	96.51	50	3.49
<b>TOTAL</b>	<b>115</b>	<b>171744095</b>	<b>171742978</b>		<b>1117</b>	

(ii) Invalid and abstained votes:

Mode of voting	No. of members present and voted	No. of votes casted by them	Invalid		Abstain	
			No. of members present and voted	No. of votes casted by them	No. of members present and voted	No. of votes casted by them
ELE	0	0	0	0	0	0
PHY	0	0	0	0	0	0
<b>TOTAL</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>



I. **Resolution No. 9:** Ratification of the remuneration of the Cost Auditor for the financial year 2019-2020:

(i) Voted in favour and against the resolution:

Mode of voting	No. of members present and voted	No. of votes casted by them	Favour		Against	
			No. of votes casted by them	% of favour valid votes to Total votes received	No. of votes casted by them	% of against valid votes to Total votes received
ELE	107	171742663	171742155	99.99	508	0.01
PHY	8	1432	1382	96.51	0	0
<b>TOTAL</b>	<b>115</b>	<b>171744095</b>	<b>171743537</b>		<b>508</b>	

(ii) Invalid and abstained votes:

Mode of voting	No. of members present and voted	No. of votes casted by them	Invalid		Abstain	
			No. of members present and voted	No. of votes casted by them	No. of members present and voted	No. of votes casted by them
ELE	0	0	0	0	0	0
PHY	1	50	0	0	1	50
<b>TOTAL</b>	<b>1</b>	<b>50</b>	<b>0</b>	<b>0</b>	<b>1</b>	<b>50</b>



The Register, Poll Papers, all other papers and relevant records relating to electronic voting and Poll were sealed and the same were handed over to the Company Secretary of the company immediately after approval and signing of the minutes for safe keeping.

**FOR C V REDDY K AND ASSOCIATES  
COMPANY SECRETARIES**



**K CH VENKAT REDDY  
PROPRIETOR**

**M NO: 7976**

**CP NO: 8998**

**Date: 27.09.2019**

**Place: Hyderabad**