To,
The Deputy General Manager
Corporate Relationship Department
The Bombay Stock Exchange Limited
Phiroze Jeejeebhoy Towers,
Dalal Street, Fort,
Mumbai 400 001

Date: 27th September, 2019

Scrip Code: BSE 512332

Sub: Compliance under Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The 33rd Annual General Meeting of the Company was held on Thursday, 26th September, 2019 at 3.00 pm at Birla Mansion No. 1, First Floor Dr. DD Sathe Marg Prathana Samaj, Mumbai - 400004.

The Company had appointed Roy Jacob & Co. Practicing Company Secretary (C.P. No. 8220) as the Scrutinizer for conducting the remote e-voting and the ballot voting process at the Annual General Meeting. The Scrutinizer has submitted the report on 27th September, 2019.

On the basis of the report received from the Scrutinizer, the Chairman of the meeting declared the following results today i.e. 27th September, 2019.

<table>
<thead>
<tr>
<th>Item No.</th>
<th>Agenda Item</th>
<th>Resolution [s]</th>
<th>Mode of Voting</th>
</tr>
</thead>
</table>
Pursuant to Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed the details regarding the consolidated voting results of the Resolution(s) passed at the Annual General Meeting in the prescribed format.

The Consolidated Scrutinizer’s Report is also enclosed for your records.

Thanking You
Yours faithfully,

For Birla Capital and Financial Services Limited

Ramesh Samria
Director
DIN: 08066932
Report of Scrutinizer(s)


To,
The Chairman of
33rd Annual General Meeting
Of Birla Capital and Financial Services Ltd. on 26th September, 2019
At 126, Sitaram Poddar Marg, Fanaswadi, Mumbai– 400 002

Dear Sir,

We, Roy Jacob & Co, Company Secretaries having our office at 207, Anjani Complex, Periera Hill Road, Nr. WEH Metro Station, Andheri-East, Mumbai-400099, appointed as Scrutinizer of BIRLA CAPITAL AND FINANCIAL SERVICES LIMITED for the purpose of scrutinizing the remote e-voting process as well as to scrutinize the physical Ballot Papers at the venue of Annual General Meeting in a fair and transparent manner and ascertaining the voting pattern carried out as per the provisions of section 108 and 109 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 on the below mentioned resolutions, submit our report as under:

- The company has appointed Central Depository Services (India) Limited (CDSL) as the Service Provider, for the purpose of extending the facility of remote E-Voting to the members of the company. However, the management of the Company explained that due to some technical reasons company could not create EVSN and provide the e-voting facility to the shareholders.
- At the Venue of the 33rd Annual General Meeting of the Company held on 26th September 2019, the facility to vote through physical Ballot Paper was made available to facilitate those members present at the meeting.
- 27 members were present in person and 7 corporate persons were present through authorised representatives at the venue of Annual General Meeting and recorded their presence in the meeting and total 34 members were voted through Ballot Paper and voted accordingly.
- After the Voting at the Annual General Meeting was concluded, the locked Ballot Box was subsequently opened in the presence of two persons as witnesses Ms. Greeshma Manjal and Mr. Mohd Amjad Ansari
- Thereafter, I, as Scrutinizer, duly compiled the details of the voting through physical Ballot Papers provided at the venue of the Annual General Meeting, the details of which are as follows:

The result of the voting conducted at the venue of annual General meeting by way of Ballot paper is as under: Percentage of votes cast in favour or against the resolutions are calculated based on the valid votes cast through remote e-voting and physical ballot form.
Resolution 1: Consider and adopt Audited Financial Statement and Cash Flow Statement, Reports of the Board of Directors and Auditors for the financial year ended 31st March, 2019

<table>
<thead>
<tr>
<th>Manner of voting</th>
<th>Total Votes</th>
<th>Invalid/Not Voted</th>
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<tr>
<td>E-Voting</td>
<td>0</td>
<td>0</td>
<td>0</td>
<td>0</td>
<td>0</td>
</tr>
<tr>
<td>Ballots</td>
<td>2,54,21,860</td>
<td>0</td>
<td>2,54,21,860</td>
<td>100.00</td>
<td>0</td>
</tr>
<tr>
<td>Total</td>
<td>2,54,21,860</td>
<td>0</td>
<td>2,54,21,860</td>
<td>100.00</td>
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Resolution 2: Appointment of M/s. Agawal Jain & Mehta, Chartered Accountants, Mumbai as Auditors of the Company

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All the Resolutions mentioned in the notice of Annual General Meeting on 26th September 2019 as per the details given above passed on the date of the Annual General Meeting.

Thanking You,

For Roy Jacob & Co.,
Company Secretaries
(Roy Jacob)
Proprietor
C.P. No. 8220 / FCS 9017

Witnesses:
Name: Greeshma Manjal
Date: 27/09/2019
Place: Mumbai