



BALRAMPUR CHINI MILLS LIMITED

CIN - L15421WB1975PLC030118
Reg. Off. : FMC Fortuna, 2nd Floor, 234/3A, A. J. C. Bose Road, Kolkata - 700 020
P : 033 2287 4749
F : 033 2283 4487
E : bcml@bcml.in
W : www.chini.com

24th April, 2023

National Stock Exchange of India Limited Listing Department, 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
Scrip Code: BALRAMCHIN	Scrip Code: 500038

Dear Sir/Madam,

Sub: Submission of result of Postal Ballot

Pursuant to Section 110 of the Companies Act, 2013 read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014 and in furtherance to our intimation vide our letter dated 23rd March, 2023 enclosing the Postal Ballot Notice, dated 21st March, 2023 (Postal Ballot Notice) sent to the shareholders of the Company, seeking their approval for the following Business as Special Resolution:

1. "BCML Employees Stock Appreciation Rights Plan 2023" ("ESAR 2023"/ "Plan").

In this regard, please note that the results of the Postal Ballot have been announced today i.e., 24th April, 2023 at the Registered Office of the Company and as per the Scrutinizer's Report, the Resolution relating to the above mentioned business, as contained in the Postal Ballot Notice have been passed with the requisite majority on 23rd April, 2023 (the last date for e-voting).

In this regard, we are enclosing herewith the following documents:

- (a) Copy of Scrutinizer's Report, dated 24th April, 2023 on remote e-voting issued by CS Mohan Ram Goenka, Practicing Company Secretary (FCS No.: 4515/CP No.: 2551) of M/s. MR & Associates, Company Secretaries (Annexure - I);
- (b) Voting Results with respect to the resolution set out in the Postal Ballot Notice in terms of the provisions of Regulation 44(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended (Annexure - II)

The above documents are also available on the Company's website www.chini.com and on the KFin Technologies Limited's website at <https://evoting.kfintech.com/>

We request you to kindly take the same on your record.

Thanking you,

Yours faithfully,
For Balrampur Chini Mills Limited

Manoj Agarwal
Company Secretary and Compliance Officer



MR & Associates

COMPANY SECRETARIES

46, B. B. Ganguly Street, 406, Kolkata - 700 012

Tel No: 033 2237 9517 / 4007 7907

Email : mrasso1996@gmail.com / goenkamohan@gmail.com

SCRUTINIZER'S REPORT

[Pursuant to Section 110 of the Companies Act, 2013 and Companies (Management and Administration) Rules, 2014]

To,
The Chairman
BALRAMPUR CHINI MILLS LIMITED
FMC Fortuna, 2nd Floor,
234/3A, A.J.C. Bose Road,
Kolkata 700 020

Dear Sir,

1. I, Mohan Ram Goenka, Company Secretary in Practice (FCS No. 4515, CP No. 2551), was duly appointed as a Scrutinizer by the Board of Directors of BALRAMPUR CHINI MILLS LIMITED (CIN: L15421WB1975PLC030118) ("the Company") for the purpose of Scrutinizing the Postal Ballot process through remote e-voting under the provisions of Section 110 of the Companies Act, 2013 ("the Act") and Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014 ("Rules") and other applicable provisions of the Act and the Rules as applicable read with General Circular Nos. 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020, 20/2020 dated May 5, 2020, 22/2020 dated June 15, 2020, 33/2020 dated September 28, 2020, 39/2020 dated December 31, 2020, 10/2021 dated June 23, 2021, 20/2021 dated December 8, 2021, 03/2022 dated May 5, 2022 and 11/2022 dated December 28, 2022 issued by the Ministry of Corporate Affairs ("MCA Circulars"), and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), Secretarial Standard on General Meetings ("SS-2") issued by the Institute of Company Secretaries of India and other applicable laws, rules and regulations (including any statutory modification(s) or re-enactment thereof for the time being in force and as amended from time to time).
2. The Management of the Company is responsible to ensure Compliance with the requirements of the Act and Rules relating to Postal Ballot on the resolutions proposed in the Notice of the Postal Ballot dated March 21, 2023. My responsibility as a Scrutinizer is to ensure that the voting process is conducted in a fair and transparent manner and is restricted to making a Scrutinizer's Report for the votes cast in "favour" or "against" on the resolutions proposed in the Notice of the Postal Ballot of the Company, based on the report generated from the e-voting system provided by KFin Technologies Limited ("KFin"), the agency engaged by the Company to provide e-voting facility for voting through electronic means and the documents furnished to me electronically for my verification.
3. The Members holding equity shares as on the "cut-off date" i.e. March 17, 2023 were entitled to vote on the resolution proposed in the Notice of Postal Ballot.
4. In terms of the aforesaid Notice dated March 21, 2023 the e-voting facility was kept open from Saturday, March 25, 2023 (09:00 a.m. IST) till Sunday, April 23, 2023 (5.00 p.m. IST). The e-voting facility was provided by KFin.

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5. At the end of the e-voting period on Sunday April 23, 2023 (5.00 p.m. IST), the voting portal of KFin was blocked forthwith.
6. The votes were unblocked in the presence of 2 (two) witnesses, neither of whom are in the employment of the Company, and e-voting summary statement was downloaded from the e-voting website of KFin at <https://evoting.kfintech.com/>.
7. My report on the results of the voting is based on the data downloaded from KFin in respect of the resolutions contained in the Notice of the Postal Ballot as processed and provided by KFin / the Company.
8. Based on the results made available to me, 515 members have casted their votes through remote e-voting platform based on the data downloaded from KFin. The brief analysis of the results of the voting through e-voting, based on the report generated by KFin, scrutinized and relied upon by me, are as under:

Item No. 1 – Special Resolution:

Approval of “BCML Employees Stock Appreciation Rights Plan 2023” (“ESAR 2023”/ “Plan”)

Particulars	No. of votes contained in				Percentage (%)
	E-Voting		Total		
	No.	Votes	No.	Votes	
Assent	468	144740583	468	144740583	99.97
Dissent	36	36438	36	36438	0.03
Total	504	144777021	504	144777021	100.00
Invalid / Abstain	12	833	-	-	-

All relevant records of voting process given / provided / maintained in electronic mode in our custody until the Director authorised by the Board considers, approves and signs the minutes of the Postal Ballot and the same shall be handed over / emailed to the Chairman / Company Secretary/ authorized person for preserving safely.

Place : Kolkata
Date : 24/04/2023

For MR & Associates
Company Secretaries
A Peer Reviewed Firm
Peer Review Certificate No.: 720/2020

MOHAN
RAM
GOENKA

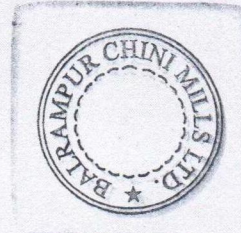
[M R Goenka]
Partner

C P No.: 2551

UDIN No.: F004515E000175103



Countersigned by:-



Company Name	BALRAMPUR CHINI MILLS LIMITED
Date of the AGM/EGM	Not Applicable (Postal Ballot)
Total number of shareholders on record date	1,90,582
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group:	Not Applicable
Public:	Not Applicable
No. of Shareholders attended the meeting through Video Conferencing	
Promoters and Promoter Group:	Not Applicable
Public:	Not Applicable

Resolution required: (Ordinary/ Special)	SPECIAL - Approval of "BCML Employees Stock Appreciation Rights Plan 2023" ("ESAR 2023" / "Plan")							
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	86545753	86545753	100.0000	86545753	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	69626338	58016482	83.3255	57997236	19246	99.9668	0.0332
	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	45814778	214786	0.4688	197594	17192	91.9958	8.0042
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total	201986869	144777021	71.6765	144740583	36438	99.9748	0.0252

Yours faithfully,
For Balrampur Chini Mills Limited

Manoj Agarwal
Company Secretary and Compliance Officer

