



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
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W : www.chini.com

17th March, 2025

National Stock Exchange of India Limited Listing Department, 'Exchange Plaza', 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.
Symbol: 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 14th February, 2025 enclosing the Postal Ballot Notice dated 7th February, 2025 (Postal Ballot Notice) sent to the members of the Company, seeking their approval for the following business as Special resolution:

1. Approval of "BCML Restricted Stock Unit Scheme 2025" ("RSU 2025" / "Scheme")

In this regard, please note that the results of the Postal Ballot have been announced today i.e., 17th March, 2025 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 has been passed with the requisite majority on 16th March, 2025 (the last date for e-voting).

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

- (a) Copy of Scrutinizer's Report dated 17th March, 2025 on remote e-voting issued by CS Mohan Ram Goenka, Practising Company Secretary (FCS No.: 4515 / CP No.: 2551) & Partner 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/>

Thanking you,

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

Manoj Agarwal
Company Secretary and Compliance Officer



MR & Associates

COMPANY SECRETARIES
(Peer Reviewed Firm)

46, B. B. Ganguly Street, 406, Kolkata - 700 012
Tel No: 033 2237 9517 / 4007 7907
Email : mrosso1996@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 108 and 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 and all other relevant circular including General Circular No. 09/2024 dated September 19, 2024, 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 resolution proposed in the Notice of the Postal Ballot dated February 7, 2025. 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 resolution 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. January 31, 2025 were entitled to vote on the resolution proposed in the Notice of Postal Ballot.
4. In terms of the aforesaid Notice dated February 7, 2025 the e-voting facility was kept open from Saturday, February 15, 2025 (10:00 A.M. IST) till Sunday, March 16, 2025 (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, March 16, 2025 (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 resolution 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, 517 members have casted their votes through remote e-voting platform based on the data downloaded from KFin. This includes 8 (Eight) members who have partially casted their votes under Assent as well as Dissent. 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 Restricted Stock Unit Scheme 2025” (“RSU 2025”/ “Scheme”)**

Particulars	No. of votes contained in				Percentage (%)
	E-Voting		Total		
	No.	Votes	No.	Votes	
Assent	428	151618242	428	151618242	94.11
Dissent	90	9481085	90	9481085	05.89
Total	517	161147108	517	161099327	100.00
Invalid / Abstain	7	47781	7	47781	-

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.

**For MR & Associates
Company Secretaries
A Peer Reviewed Firm
Peer Review Certificate No.: 5598/2024**

Place : Kolkata
Date : 17.03.2025



Mohan Ram
Goenka

Digitally signed by
Mohan Ram Goenka
Date: 2025.03.17
14:18:24 +05'30'

**[M R Goenka]
Partner**

**C P No.: 2551
UDIN No.: F004515F004107207**

Countersigned by:-

Annexure - II

Company Name	BALRAMPUR CHINI MILLS LIMITED
Date of the AGM/EGM	Not Applicable (Postal Ballot)
Total number of shareholders on record date	212701
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 Restricted Stock Unit Scheme 2025" ("RSU 2025"/ "Scheme")							
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	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
Public- Institutions	E-Voting	78098457	73854621	94.5660	64377957	9476664	87.1685	12.8315
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting	37258161	698953	1.8760	694532	4421	99.3674	0.6325
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
Total		201902371	161099327	79.7907	151618242	9481085	94.1148	5.8852

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

Manoj Agarwal
Company Secretary and Compliance Officer