



27<sup>th</sup> September, 2017

The Secretary The National Stock Exchange of India Ltd. Exchange Plaza, 5 <sup>th</sup> Floor Plot No. C/1, G Block Bandra - Kurla Complex, Bandra (E) MUMBAI - 400 051	Department of Corporate Services BSE Limited 1 <sup>st</sup> Floor, New Trading Ring, Rotunda Building P J Towers, Dalal Street, Fort, MUMBAI - 400 001
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**Sub: AGM voting results and Scrutinizer's report.**

Dear Sir,

Pursuant to Regulation 44(3) of the SEBI (LODR) Regulations, 2015, please find attached herewith the results of voting for the 72<sup>nd</sup> Annual General Meeting (AGM) of the Company held at its Registered Office on 26<sup>th</sup> September, 2017. Also attached is the Scrutinizer's Consolidated Report on remote e voting and voting at the said AGM.

All the resolutions were passed with requisite majority.

You are requested to take the above information on record.

Thanking you,

Yours faithfully,  
for **BALLARPUR INDUSTRIES LIMITED**

**AKHIL MAHAJAN**  
**CHIEF GENERAL MANAGER & COMPANY SECRETARY**

Encl: a/a



**BALLARPUR INDUSTRIES LIMITED**

**AGM VOTING RESULTS**

<b>Date of the AGM/EGM</b>	26 <sup>th</sup> September, 2017
<b>Total number of shareholders on record date</b>	80055
<b>No. of shareholders present in the meeting either in person or through proxy:</b> Promoters and Promoter Group: Public:	1 36
<b>No. of Shareholders attended the meeting through Video Conferencing</b> Promoters and Promoter Group: Public	N.A.

**ORDINARY BUSINESS**

**1. Consider and adopt:**

- a) Audited Standalone Financial Statements and Reports of the Board of Directors and Auditors  
b) Audited Consolidated Financial Statements and Report of the Auditors

Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	324010667	322799469	99.6262	322799469	-	100	-
	Poll		1188218	0.3667	1188218	-	100	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	<b>Total</b>		<b>324010667</b>	<b>323987687</b>	<b>99.9929</b>	<b>323987687</b>	-	<b>100</b>
Public-Institutions	E-Voting	516741000	95196438	18.4225	95196438	-	100	-
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	<b>Total</b>		<b>516741000</b>	<b>95196438</b>	<b>18.4225</b>	<b>95196438</b>	-	<b>100</b>
Public- Non Institutions	E-Voting	452704089	210713998	46.5456	210713388	610	99.9997	0.0003
	Poll		7553778	1.6686	7553778	-	100	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	<b>Total</b>		<b>452704089</b>	<b>218267776</b>	<b>48.2142</b>	<b>218267166</b>	<b>610</b>	<b>99.9997</b>
<b>Total</b>		<b>1293455756</b>	<b>637451901</b>	<b>49.2829</b>	<b>637451291</b>	<b>610</b>	<b>99.9999</b>	<b>0.0001</b>



2. Reappointment of Mr. R.R Vederah, Director retiring by rotation.

Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	324010667	322799469	99.6262	322799469	-	100	-
	Poll		1188218	0.3667	1188218	-	100	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	<b>Total</b>		<b>324010667</b>	<b>323987687</b>	<b>99.9929</b>	<b>323987687</b>	<b>-</b>	<b>100</b>
Public- Institutions	E-Voting	516741000	95196438	18.4225	95118867	77571	99.9185	0.0815
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	<b>Total</b>		<b>516741000</b>	<b>95196438</b>	<b>18.4225</b>	<b>95118867</b>	<b>77571</b>	<b>99.9185</b>
Public- Non Institutions	E-Voting	452704089	210713898	46.5456	210706628	7270	99.9965	0.0035
	Poll		7553778	1.6686	7553778	-	100	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	<b>Total</b>		<b>452704089</b>	<b>218267676</b>	<b>48.2142</b>	<b>218260406</b>	<b>7270</b>	<b>99.9967</b>
<b>Total</b>		<b>1293455756</b>	<b>637451801</b>	<b>49.2828</b>	<b>637366960</b>	<b>84841</b>	<b>99.9867</b>	<b>0.0133</b>





### 3. Appointment of Statutory Auditors.

Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	324010667	322799469	99.6262	322799469	-	100	-
	Poll		1188218	0.3667	1188218	-	100	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	<b>Total</b>		<b>324010667</b>	<b>323987687</b>	<b>99.9929</b>	<b>323987687</b>	<b>-</b>	<b>100</b>
Public- Institutions	E-Voting	516741000	95196438	18.4225	95196438	-	100	-
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	<b>Total</b>		<b>516741000</b>	<b>95196438</b>	<b>18.4225</b>	<b>95196438</b>	<b>-</b>	<b>100</b>
Public- Non Institutions	E-Voting	452704089	210712748	46.5454	210712313	435	99.9998	0.0002
	Poll		7553778	1.6686	7553778	-	100	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	<b>Total</b>		<b>452704089</b>	<b>218266526</b>	<b>48.214</b>	<b>218266091</b>	<b>435</b>	<b>99.9998</b>
<b>Total</b>		<b>1293455756</b>	<b>637450651</b>	<b>49.2828</b>	<b>637450216</b>	<b>435</b>	<b>99.9999</b>	<b>0.0001</b>



**SPECIAL BUSINESS**

**4. Appointment of Branch Auditors.**

Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	324010667	322799469	99.6262	322799469	-	100	-
	Poll		1188218	0.3667	1188218	-	100	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	<b>Total</b>		<b>324010667</b>	<b>323987687</b>	<b>99.9929</b>	<b>323987687</b>	<b>-</b>	<b>100</b>
Public-Institutions	E-Voting	516741000	95196438	18.4225	93053103	2143335	97.7485	2.2515
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	<b>Total</b>		<b>516741000</b>	<b>95196438</b>	<b>18.4225</b>	<b>93053103</b>	<b>2143335</b>	<b>97.7485</b>
Public- Non Institutions	E-Voting	452704089	210712448	46.5453	210711113	1335	99.9994	0.0006
	Poll		7553778	1.6686	7553778	-	100	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	<b>Total</b>		<b>452704089</b>	<b>218266226</b>	<b>48.2139</b>	<b>218264891</b>	<b>1335</b>	<b>99.9994</b>
<b>Total</b>		<b>1293455756</b>	<b>637450351</b>	<b>49.2827</b>	<b>635305681</b>	<b>2144670</b>	<b>99.6636</b>	<b>0.3364</b>



5. Ratification of remuneration to Cost Auditor.

Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	324010667	322799469	99.6262	322799469	-	100	-
	Poll		1188218	0.3667	1188218	-	100	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	<b>Total</b>		<b>324010667</b>	<b>323987687</b>	<b>99.9929</b>	<b>323987687</b>	<b>-</b>	<b>100</b>
Public- Institutions	E-Voting	516741000	95196438	18.4225	95196438	-	100	-
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	<b>Total</b>		<b>516741000</b>	<b>95196438</b>	<b>18.4225</b>	<b>95196438</b>	<b>-</b>	<b>100</b>
Public- Non Institutions	E-Voting	452704089	210713748	46.5456	210712668	1080	99.9995	0.0005
	Poll		7553778	1.6686	7553778	-	100	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	<b>Total</b>		<b>452704089</b>	<b>218267526</b>	<b>48.2142</b>	<b>218266446</b>	<b>1080</b>	<b>99.9995</b>
<b>Total</b>		<b>1293455756</b>	<b>637451651</b>	<b>49.2828</b>	<b>637450571</b>	<b>1080</b>	<b>99.9998</b>	<b>0.0002</b>





6. Appointment of Independent Director – Mr. Sudhir Mathur.

Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	324010667	322799469	99.6262	322799469	-	100	-
	Poll		1188218	0.3667	1188218	-	100	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	<b>Total</b>		<b>324010667</b>	<b>323987687</b>	<b>99.9929</b>	<b>323987687</b>	<b>-</b>	<b>100</b>
Public-Institutions	E-Voting	516741000	95196438	18.4225	95196438	-	100	-
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	<b>Total</b>		<b>516741000</b>	<b>95196438</b>	<b>18.4225</b>	<b>95196438</b>	<b>-</b>	<b>100</b>
Public- Non Institutions	E-Voting	452704089	210712998	46.5454	210705673	7325	99.9965	0.0035
	Poll		7553778	1.6686	7553778	-	100	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	<b>Total</b>		<b>452704089</b>	<b>218266776</b>	<b>48.214</b>	<b>218259451</b>	<b>7325</b>	<b>99.9966</b>
<b>Total</b>		<b>1293455756</b>	<b>637450901</b>	<b>49.2828</b>	<b>637443576</b>	<b>7325</b>	<b>99.9989</b>	<b>0.0011</b>



7. Appointment of Independent Director – Ms. Payal Chawla.

Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	324010667	322799469	99.6262	322799469	-	100	-
	Poll		1188218	0.3667	1188218	-	100	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	<b>Total</b>		<b>323987687</b>	<b>-</b>	<b>323987687</b>	<b>-</b>	<b>100</b>	<b>-</b>
Public-Institutions	E-Voting	324010667	95196438	99.9929	95196438	-	100	-
	Poll		-	18.4225	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	<b>Total</b>		<b>95196438</b>	<b>18.4225</b>	<b>95196438</b>	<b>-</b>	<b>100</b>	<b>-</b>
Public- Non Institutions	E-Voting	452704089	210713998	46.5456	210707073	6925	99.9967	0.0033
	Poll		7553778	1.6686	7553778	-	100	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	<b>Total</b>		<b>452704089</b>	<b>218267776</b>	<b>48.2142</b>	<b>218260851</b>	<b>6925</b>	<b>99.9968</b>
<b>Total</b>		<b>1293455756</b>	<b>637451901</b>	<b>49.2829</b>	<b>637444976</b>	<b>6925</b>	<b>99.9989</b>	<b>0.0011</b>





**Scrutinizer's Report**  
**[Pursuant to section 108 of the Companies Act, 2013 and Companies (Management and Administration) Rules, 2014 as amended]**

To,  
The Chairman 72<sup>nd</sup> Annual General Meeting of M/s Ballarpur Industries Limited  
P.O. Ballarpur Paper Mills - 442 901  
Distt. Chandrapur, Maharashtra

**Sub: Scrutinizer's Consolidated Report on remote e-voting and voting at the 72<sup>nd</sup> Annual General Meeting of M/s Ballarpur Industries Limited.**

Respected Sir,

I, Prashant Kumar Balodia, Partner - M/s. PDS & Co., had been appointed as Scrutinizer by the Board of Directors of M/s. Ballarpur Industries Limited (the Company) for scrutinizing the remote e-voting and voting in a fair and transparent manner in respect of the below mentioned resolutions passed at 72<sup>nd</sup> Annual General Meeting (AGM) of the Company held on Tuesday, 26<sup>th</sup> September, 2017 at 11.00 a.m. at the Registered office of the Company at P.O. Ballarpur Paper Mills – 442 901 Distt. Chandrapur, Maharashtra.

The Notice dated 8<sup>th</sup> August, 2017, convening the 72<sup>nd</sup> AGM along with statement setting out material facts under Section 102 of the Companies Act 2013 were sent to the shareholders in respect of the below mentioned resolutions passed at the AGM.

The Company has availed the remote e-voting facilities offered by National Securities Depository Limited (NSDL) for conducting remote e-voting by the members of the Company. The Company had also provided facility for voting through ballot paper to members present at the meeting and who had not cast their vote through remote e-voting.

The Members of the Company holding shares either in physical or in dematerialized form as on cut-off date of Tuesday, the 19<sup>th</sup> September, 2017 were entitled to vote on the resolutions as contained in the Notice of the AGM.

The remote e-voting period commenced on Saturday, 23<sup>rd</sup> September, 2017 (9:00 A.M.) and concluded on Monday, 25<sup>th</sup> September 2017 (5:00 P.M.).

After the conclusion of voting at the AGM, the votes through remote e voting provided by NSDL were unblocked in the presence of two witnesses, who are not in the employment of the Company.

The consolidated result of the remote e-voting as well as physical ballot on all the resolutions contained in the notice of AGM is as follows:



## Ordinary business

1: To consider and adopt:

- (a) the audited Standalone Financial Statements of the Company for the financial year ended 31<sup>st</sup> March, 2017 together with the Reports of the Board of Directors and Auditors thereon ;and
- (b) the audited Consolidated Financial Statements of the Company for the financial year ended 31<sup>st</sup> March, 2017 together with the Report of the Auditors thereon.

(i) Votes **in favour** of the resolution:

Mode of voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	87	628,709,295	98.6285
Voting by poll	30	8,741,996	1.3714
<b>Total</b>	<b>117</b>	<b>637,451,291</b>	<b>99.9999</b>

(ii) Votes **against** the resolution:

Mode of voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	3	610	0.0001
Voting by poll	0	0	0
<b>Total</b>	<b>3</b>	<b>610</b>	<b>0.0001</b>

(iii) **Invalid** votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
-	-

2: To appoint a Director in place of Mr. R. R. Vederah (DIN 00012252), who retires by rotation and being eligible, offers himself for re-appointment.

(i) Votes **in favour** of the resolution:

Mode of voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	78	628,624,964	98.6153
Voting by poll	30	8,741,996	1.3714
<b>Total</b>	<b>108</b>	<b>637,366,960</b>	<b>99.9867</b>



(ii) Votes **against** the resolution:

Mode of voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	11	84,841	0.0133
Voting by poll	0	0	0
<b>Total</b>	<b>11</b>	<b>84,841</b>	<b>0.0133</b>

(iii) Invalid votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
-	-

3: To Appoint Auditors and fix their remuneration and in this regard to pass the following resolution as an Ordinary Resolution:

(i) Votes **in favour** of the resolution:

Mode of voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	87	628,708,220	98.6285
Voting by poll	30	8,741,996	1.3714
<b>Total</b>	<b>117</b>	<b>637,450,216</b>	<b>99.9999</b>

(ii) Votes **against** the resolution:

Mode of voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	1	435	0.0001
Voting by poll	0	0	0
<b>Total</b>	<b>1</b>	<b>435</b>	<b>0.0001</b>

(iii) Invalid votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
-	-





## Special business

### 4: Appointment of Branch Auditors.

(i) Votes **in favour** of the resolution:

Mode of voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	85	626,563,685	98.2922
Voting by poll	30	8,741,996	1.3714
<b>Total</b>	<b>115</b>	<b>635,305,681</b>	<b>99.6636</b>

(ii) Votes **against** the resolution:

Mode of voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	4	2,144,670	0.3364
Voting by poll	0	0	0
<b>Total</b>	<b>4</b>	<b>2,144,670</b>	<b>0.3364</b>

(iii) **Invalid** votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
-	-

### 5: Ratification of remuneration to Cost Auditor.

(i) Votes **in favour** of the resolution:

Mode of voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	83	628,708,575	98.6284
Voting by poll	30	8,741,996	1.3714
<b>Total</b>	<b>113</b>	<b>637,450,571</b>	<b>99.9998</b>

(ii) Votes **against** the resolution:

Mode of voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	6	1,080	0.0002
Voting by poll	0	0	0
<b>Total</b>	<b>6</b>	<b>1,080</b>	<b>0.0002</b>



(iii) **Invalid votes:**

Total number of members whose votes were declared invalid	Total number of votes cast by them
-	-

6: Appointment of Independent Director – Mr. Sudhir Mathur

(i) Votes **in favor** of the resolution:

Mode of voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	80	628,701,580	98.6275
Voting by poll	30	8,741,996	1.3714
<b>Total</b>	<b>110</b>	<b>637,443,576</b>	<b>99.9989</b>

(ii) Votes **against** the resolution:

Mode of voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	9	7,325	0.0011
Voting by poll	0	0	0
<b>Total</b>	<b>9</b>	<b>7,325</b>	<b>0.0011</b>

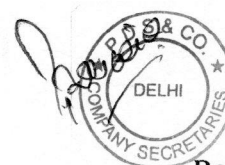
(iii) **Invalid votes:**

Total number of members whose votes were declared invalid	Total number of votes cast by them
-	-

7: Appointment of Independent Director – Ms. Payal Chawla

(i) Votes **in favour** of the resolution:

Mode of voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	83	628,702,980	98.6275
Voting by poll	30	8,741,996	1.3714
<b>Total</b>	<b>113</b>	<b>637,444,976</b>	<b>99.9989</b>



(ii) Votes **against** the resolution:

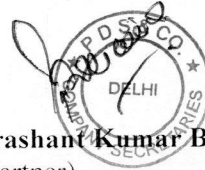
Mode of voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	7	6,925	0.0011
Voting by poll	0	0	0
<b>Total</b>	<b>7</b>	<b>6,925</b>	<b>0.011</b>

(iii) **Invalid** votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
-	-

Thanking You,  
Yours faithfully,

For PDS & Co.  
Company Secretaries



**Prashant Kumar Balodia**  
(Partner)  
FCS 6047, CP No. 6153  
(Scrutinizer)

Place: Delhi  
Date: 27.09.2017