



भारत इलेक्ट्रॉनिक्स
BHARAT ELECTRONICS

भारत इलेक्ट्रॉनिक्स लिमिटेड

(भारत सरकार का उद्यम, रक्षा मंत्रालय)

पंजीकृत कार्यालय :

आउटर रिंग रोड, नागवारा, बेंगलूर - 560 045, भारत

Bharat Electronics Limited

(Govt. of India Enterprise, Ministry of Defence)

Registered Office : Outer Ring Road,

Nagavara, Bangalore - 560 045, INDIA.

CIN : L32309KA1954GOI000787

टेलीफैक्स/Telefax : +91 (80) 25039266

ई-मेल/E-mail : secretary@bel.co.in

वेब/Web : www.bel-india.com

To,
Manager (Listing)
National Stock Exchange of India Ltd.,
Exchange Plaza, Plot No. C/1,G Block,
Bandra-Kurla Complex, Bandra (E)
Mumbai – 400 051

No. 17565/6/SE/NSEC/SEC
6th March 2017

Dear Sir / Madam,

Subject: Details of Voting Results- Postal Ballot and remote e-voting

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

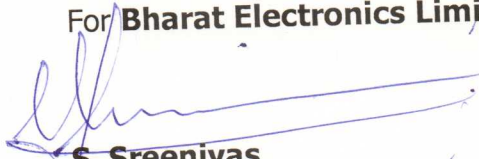
In terms of Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, enclosed please find the details of voting results of the Postal Ballot and remote e-voting conducted by the Company, for seeking approval of Members of the Company for Sub-division of equity shares and alteration of capital clause in Memorandum of Association of the Company, as per the prescribed format along with the report of the Scrutinizer.

Based on the Scrutinizer's Report, we would like to inform that the ordinary resolution as set out in the Postal Ballot notice dated January 27, 2017 for Sub-division of equity shares and alteration of capital clause in Memorandum of Association has been duly approved by the Members of the Company.

Thanking you,

Yours faithfully,

For **Bharat Electronics Limited**


S Sreenivas
Company Secretary

Encl: As stated above.



Details of the Voting Results Pursuant Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

NOT APPLICABLE- POSTAL BALLOT									
Date of AGM	56021								
No of Share Holders As on Record Date (cut off date i.e. 27.01.2017)	No of share holders present in the meeting either in person or through Proxy								
No of share holders present in the meeting either in person or through Proxy	Not Applicable								
No of shareholders attended through video conferencing	Not Applicable								
Resolution No. 1	ORDINARY RESOLUTION								
Approval for Sub-division of 1 (one) equity share of face value Rs.10/- each into 10(ten) equity shares of face value of Rs.1/- each.	Ordinary Resolution								
Resolution required	No								
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	164062407	164062107	99.9998	164062107	0	100.00	0.00	
	BALLOT	0	0	0.00	0	0	0.00	0.00	
	Total	164062407	164062107	99.9998	164062107	0	100.00	0.00	
Public -Institutional holders	E-VOTING	46494748	38924363	83.72	38924363	0	100.00	0.00	
	BALLOT	0	0	0.00	0	0	0.00	0.00	
	Total	46494748	38924363	83.72	38924363	0	100.00	0.00	
Public- Others	E-VOTING	12805638	1939884	15.07	1939155	729	99.96	0.04	
	BALLOT	67088	67088	0.52	67063	25	99.96	0.04	
	Total	12872726	2006972	15.59	2006218	754	99.96	0.04	
Total		223362793	204993442	91.78	204992688	754	99.9996	0.0004	
Resolution No. 2	ORDINARY RESOLUTION								
Approval for alteration in the Capital Clause in the Memorandum of Association of the Company.	Ordinary Resolution								
Resolution required	No								
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	164062407	164062107	99.9998	164062107	0	100.00	0.00	
	BALLOT	0	0	0.00	0	0	0.00	0.00	
	Total	164062407	164062107	99.9998	164062107	0	100.00	0.00	
Public -Institutional holders	E-VOTING	46494748	38924363	83.72	38924363	0	100.00	0.00	
	BALLOT	0	0	0.00	0	0	0.00	0.00	
	Total	46494748	38924363	83.72	38924363	0	100.00	0.00	
Public- Others	E-VOTING	12805638	1939575	15.15	1938730	845	99.96	0.04	
	BALLOT	67088	67088	0.52	66954	134	99.80	0.20	
	Total	12872726	2006663	15.59	2005684	979	99.95	0.05	
Total		223362793	204993133	91.78	204992154	979	99.9995	0.0005	



Thirupal Gorige, B.Com., FCS, PGDIM
Practicing Company Secretary

Scrutinizer Report

The Chairman
Bharat Electronics Limited
Outer Ring Road, Nagavara,
Bangalore-560045, Karnataka, India

Dear Sirs,

Sub: Scrutinizer's Report on Postal Ballot and e-voting conducted in pursuant to the provisions of Section 110 of the Companies Act, 2013 (the Act) read with Rule 20 and Rule 22 of the Companies (Management and administration) Rules, 2014

1. I, Thirupal Gorige, Practising Company Secretary, was appointed as scrutinizer of the Bharat Electronics Limited (the Company) pursuant to section 110 of the Companies Act, 2013 (The Act) read with Rule 22 of the Companies (Management and administration) Rules, 2014 and rule 20 of the Companies (Management and administration) Rules, 2014 as amended by the Companies ((Management and administration) Amendment Rules, 2015 to the extent applicable, for the purpose of scrutinizing the e-voting and Postal Ballot in a fair and transparent manner and ascertaining the requisite majority on e-voting and Postal Ballot out as per the provisions of the Act.
2. The Management of the Company is responsible to ensure the compliance with the requirements of the Act and the rules relating to e-voting and postal ballot on the resolution contained in the notice of the postal ballot and e-voting dated January 27, 2017. My responsibility as a scrutinizer for the voting process through electronic means and postal ballot is restricted to make a Scrutinizer's report of the votes cast "in favour" or "against" the resolution, based on the reports generated for the e-voting system of National Securities Depositories Limited (NSDL) and for voting received through postal ballot as provided by M/s Integrated Enterprises (India)Limited, Bangalore, the agencies engaged by the Company for providing e-voting/ postal ballot facilities.
3. I submit my report as under:
 - (a) The Company has completed the dispatch of physical postal ballot forms (containing e-voting instructions) along with postage pre-paid self address envelope and postal ballot (containing e-voting instructions) via electronic mode by notice dated January 27, 2017 to its members whose name (s) appeared on the register of Members / list of beneficiaries as on 27th day of January, 2017.
 - (b) The postal ballot forms were kept under our safe custody in sealed and tempered proof ballot boxes.





Thirupal Gorge, B.Com., FCS, PGDIM
Practicing Company Secretary

- (c) The Postal ballot boxes were opened on Monday, 6th day of March 2017 in our presence.
- (d) The postal ballot forms were duly opened in our presence and scrutinized.
- (e) Particulars of all postal ballots forms received from the Members have been entered in a register separately maintained for the purpose.
- (f) All postal ballot forms received on or before 5.00 P.M on Sunday, 5th day of March, 2017, the last date as fixed by the Company for receipt of the forms, were considered for our scrutiny.
- (g) Envelopes containing postal ballot forms received after 5.00 P.M. IST on Sunday, the 5th day of March, 2017, if any, was not considered for our scrutiny.
- (h) We did not find any de-faced Ballot Paper.
- (i) Members were provided the opportunity to cast their vote (s) through Electronic Voting system in terms of platform as provided by NSDL e -voting system (<https://www.evoting.nsdl.com>)
- (j) The e-voting period remained open from 9.00 A.M. IST on Saturday, the 4th day of February, 2017 up to 5.00 P.M. IST on Sunday, the 5th day of March 2017.
- (k) The Shareholders holding shares either in physical form or in dematerialized form as on the cut off date i.e. January 27, 2017 were entitled to vote on the proposed resolution as set out in the notice of Postal Ballot and e-voting dated January 27, 2017.
- (l) The result of electronic voting was downloaded on Monday, March 6, 2017 from NSDL Website providing the platform for e-voting system (<https://www.evoting.nsdl.com>) and were unblocked in presence of two witness namely Mr. Chandra Kumar Chowdam resident of No. 20, 6th Cross, 4A Main, Billekahalli, Bengaluru -560076 and Mr. Prabhakar Tiwari, resident of No. 132, 10th Main, Sector 1, Nobonagar, Bannerghatta Road, Bangalore - 560076 who are not in the employment of the Company.
- (m) The Consolidated summary of the votes casted [aggregate of physical and electronic voting system (EVEN: 104533)]is as follows:

Special Business:

Resolution: Ordinary Resolution



Thirupal Gorige, B.Com., FCS, PGDIM
Practicing Company Secretary

A. APPROVAL FOR SUB-DIVISION OF 1 (ONE) EQUITY SHARE OF FACE VALUE OF RS.10/- EACH INTO 10 (TEN) EQUITY SHARES OF FACE VALUE OF RS. 1/- EACH

(i.) Voted in favour of the resolution:

Mode of Voting	Number of Members voted	Numbers of votes cast by them	% of total number of valid votes cast
E-voting	780	204925625	
Voting by ballot	486	67063	
Total	1266	204992688	99.99963%

(ii.) Voted against the resolution:

Mode of Voting	Number of Members voted	Numbers of votes cast by them	% of total number of valid votes cast
E-voting	16	729	
Voting by ballot	2	25	
Total	18	754	0.00037

(iii.) Invalid Votes:

Total number of Members whose votes were declared invalid	Total number of votes cast by them
11	336855

B. APPROVAL FOR ALTERATION IN THE CAPITAL CLAUSE IN THE MEMORANDUM OF ASSOCIATION OF THE COMPANY

(i.) Voted in favour of the resolution:

Mode of Voting	Number of Members voted	Numbers of votes cast by them	% of total number of valid votes cast
E-voting	770	204925200	
Voting by ballot	483	66954	
Total	1253	204992154	99.99952

(ii.) Voted against the resolution:

Mode of Voting	Number of Members voted	Numbers of votes cast by them	% of total number of valid votes cast
E-voting	21	845	





Thirupal Gorige, B.Com., FCS, PGDIM
Practicing Company Secretary

Voting by ballot	5	134	
Total	26	979	0.00048

(iii.) Invalid Votes:

Total number of Members whose votes were declared invalid	Total number of votes cast by them
11	336855

- The proposed resolutions have therefore been approved by the shareholders of the Company with requisite majority.
- You may accordingly declare the result of e-voting and postal ballot.
- The postal ballot forms, e-voting register and other related papers / registers and records shall remain in our safe custody until the Chairman considers, approves and sign the minutes of postal ballot and e-voting.

Thanking you,

Witness

Yours Faithfully

e.chandra

Thirupal Gorige
Practicing Company Secretary
FCS 6680, CP No. 6424



1. Chandra Kumar Chowdam
No. 20, 6th Cross, 4A Main, Billekahalli,
Bangaluru -560076

2. Prabhakar Tiwari
No. 132, 10th Main, Sector 1,
Nobonagar, Bannerghatta Road,
Bangalore - 560076

Place: Bangalore
Dated: March 6, 2017

Received the report of the Scrutinizer
For BHARAT ELECTRONIC LIMITED

M.V. GOWTAMA
Chairman & Managing Director
Bharat Electronics Limited
Registered Office: 87 Outer Ring Road, Main, 21st Cross, N.S. Palya, B.T.M. II Stage, Bangalore-560 076.
Nagavara, Bangalore 560 045, India. Mobile : 94483 84064, E-mail : gthirupal@gmail.com