

(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 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 20th September 2017

Dear Sir/Madam,

Sub: 63rd Annual General Meeting and voting Results.

In continuation to our letter dated 22 August, 2017, we wish to inform you that the 63rd AGM of the Company was held today and the business mentioned in the Notice dated 11 August, 2017 was transacted.

In this regard, please find enclosed the following:

- Summary of the proceedings as required under the Regulation 30, Part-A of Schedule

 III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations as Annexure-1.
- 2. Voting results as required under Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations as Annexure-2.
- 3. Report of Scrutinizer dated 20 September 2017.

This is for your information and record.

Thanking you,

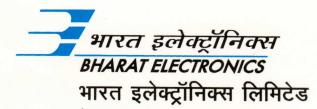
Yours faithfully,

For Bharat Electronics Ltd.

S. Sreenivas

Company Secretary

Encls: As above



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Annexure-1

Summary of the Proceedings of the 63rd Annual General Meeting.

The 63rd Annual General Meeting of Members of Bharat Electronics Limited was held on Wednesday, the 20th September, 2017 from 3:30 p.m. to 5.30 p.m. at The Kalinga Hall, Hotel Lalit Ashok, Kumara Krupa High Grounds, Bengaluru – 560001.

Mr. M V Gowtama, Chairman and Managing Director, chaired the meeting and asked the Company Secretary to confirm the quorum of the meeting. The requisite quorum being present chairman called the meeting to order and introduced the individuals present on the dais.

Present

1. Mr. M V Gowtama Chairman and Managing Director 2. Dr. Ajit T Kalghatgi Director (Research & Development) 3. Mr. Girish Kumar Director (Bangalore Complex) 4. Mr. Nataraj Krishnappa Director (Other Units) 5. Mrs. Anandi Ramalingam Director (Marketing) 6. Mr. R N Bagdalkar Director (Human Resources) 7. Mrs. Usha Mathur Independent Director 8. Mr. Alexander Koshy GM (Finance)/CO & CFO 9. Mr. Sreenivas S Company Secretary

All the Directors of the Company attended the meeting except Dr. Bhaskar Ramamurthi, Dr. R K Shevgaonkar and Mr. Sharad Sanghi who sought leave of absence owing to a personal emergency.

Invitees

1. Mr. N Srinivasan

Statutory Auditor

2. Shri Thirupal Gorige

Scrutinizer



Members Present

In person: 336 By Proxy: 3

Thereafter, Chairman commenced the proceedings.

The Chairman informed the members that the Statutory Registers and company's Memorandum and Articles of Association were available for inspection during the meeting. Annual report was taken as read by members.

The Statutory auditor read out the report and confirmed that there were no qualifications. The Chairman addressed the shareholders on the performance of the Company and its future plans & activities. He mentioned that there was no observation from Statutory Auditors & also informed about the Nil report received from C&AG on the Accounts of the company. He further informed that the appointment of Independent Directors was under consideration by the Government of India in relation to the observation of Secretarial Auditor in his report.

Chairman informed that as per the AGM notice, 3 proposals under ordinary business and 5 proposals under special business are proposed for approval of members as per details hereunder and advised the Company Secretary to read out the resolutions being proposed at the meeting and the same was acted upon.

Ordinary Business

- 1. (a) To consider and adopt the audited financial statements of the Company for the financial year ended on 31 March 2017 and the Reports of the Board of Directors and Auditors thereon.
 - (b) To consider and adopt the Audited consolidated financial statements of the Company for the financial year ended on 31 March 2017 and the reports of Auditors thereon.
- Confirmation of Interim dividend of ₹ 3/- (₹ 10/- face value per share) and ₹ 0.90/- per equity share (₹ 1 face value per share) already paid in February, 2017 & March, 2017 respectively and to declare Final Dividend of ₹ 1.05/- per Equity Share.
- 3. To appoint a Director in place of Mr Nataraj Krishnappa (DIN: 07506012), who retires by rotation and being eligible, offers himself for re-appointment.

Special business

- 1. Appointment of Mrs. Anandi Ramalingam as Director.
- 2. Appointment of Mr M V Gowtama as Director.



अनुवर्ति कागज/ Continuati	on Sheet	
ਸੂਬਟ / Page No ·	दिनांक / Date	



- 3. Appointment of Mr. R N Bagdalkar as Director.
- 4. Ratification of remuneration of the Cost Auditor.
- 5. Approval for the issue of Bonus Shares.

The Chairman informed that Mr. Thirupal Gorige, Practicing Company Secretary was appointed as the Scrutinizer by the Board for remote e-voting process as well as the poll at the AGM. Further, the Chairman requested those Members, who have not exercised the remote e-voting facility, may use the facility of ballot paper for casting their vote on the resolutions as stated in the AGM notice.

The Chairman then invited Members for discussion. The Chairman replied to the queries raised by the shareholders and noted the constructive suggestions of the shareholders.

Since there was no further clarification sought, the Chairman concluded the meeting with vote of thanks at 5.30 p.m.

This is for your information and record. Thanking you,

Yours faithfully,

For Bharat Electronics Ltd.

S. Sreenivas

Company Secretary

SCRIP CODE	500049
COMPANY NAME	BHARAT ELECTRONICS LIMITED
Date of AGM	20-09-2017
START TIME OF THE MEETING	3:30 PM
END TIME OF THE MEETING	5:30 PM
No of Share Holders As on Record Date (cut off date)	117810
No of share holders present in the meeting either in person or	
through Proxy: Promoters and Promoters Group - 1	
Public - 338	339
No of shareholders attended through video conferencing:	
Promoters and Promoters Group - 0	
Public - 0	NIL

	Res	olution (1)							
	Resolution re	quired: (Ordina	ry / Special)				Ordinary		
Who	ether promoter/promoter group are intereste	d in the agenda	/resolution?				No		
	Descript	on of resolution	n considered	ADOPTION	OF FINANCIAI	STATEME	NTS FOR THE	E YEAR ENDED 31ST MAR	RCH, 2017.
Category	Category Mode of voting Shar		No. of votes polled	% of Votes polled on outstandi ng shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled	Invalid Votes
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100	
	E-Voting		1517455842	99.9998	1517455842	0	100.0000	0.0000	
D	Poll	1517458842	0	0.0000	0	0	0	0	
Promoter and Promoter Group	Postal Ballot (if applicable)		0	0.0000	0	0	0	0	
	Total	1517458842	1517455842	99.9998	1517455842	0	100.0000	0.0000	
	E-Voting		410005002	75.3483	408423593	1581409	99.6143	0.3857	
Public- Institutions	Poll	544146226	0	0.0000	0	0	0	0	
rubiic- iiistitutioiis	Postal Ballot (if applicable)		0	0.0000	0	0	0	0	
	Total	544146226	410005002	75.3483	408423593	1581409	99.6143	0.3857	
	E-Voting		25027432	14.5489	25027022	410	99.9984	0.0016	
Public- Non Institutions	Poll	172022862	41499	0.0241	41499	0	100.0000	0.0000	3
rubiic- Noil ilistitutions	Postal Ballot (if applicable)		0	0.0000	0	0	0	0	
	Total	172022862	25068931	14.5730	25068521	410	99.9984	0.0016	
	Total	2233627930	1952529775	87.4152	1950947956	1581819	99.9190	0.0810	3

Resolution (2)									
	Resolution req	uired: (Ordina	ry / Special)				Ordinary		
Whether p	omoter/promoter group are interested	in the agenda,	/resolution?				No		
	Descriptio	n of resolutior	n considered	CONFIE	RMATION OF IN	NTERIM DIV	IDEND(S) AN	ND DECLARATION OF DIV	/IDEND
Category	Mode of voting sh		No. of votes polled	% of Votes polled on outstandi ng shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled	Invalid Votes
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100	
	E-Voting		1517455842	99.9998	1517455842	0	100.0000	0.0000	
D	Poll	1517458842	0	0.0000	0	0	0	0	
Promoter and Promoter Group	Postal Ballot (if applicable)		0	0.0000	0	0	0	0	
	Total	1517458842	1517455842	99.9998	1517455842	0	100.0000	0.0000	
	E-Voting		440931770	81.0319	440931770	0	100.0000	0.0000	
Public- Institutions	Poll	544146226	0	0.0000	0	0	0	0	
Public- Institutions	Postal Ballot (if applicable)		0	0.0000	0	0	0	0	
	Total	544146226	440931770	81.0319	440931770	0	100.0000	0.0000	-
	E-Voting		27738697	16.1250	27738287	410	99.9985	0.0015	
Public- Non Institutions	Poll	172022862	41499	0.0241	41499	0	100.0000	0.0000	3
r ubite- 14011 ilistitutions	Postal Ballot (if applicable)		0	0.0000	0	0	0	0	
	Total	172022862	27780196	16.1491	27779786	410	99.9985	0.0015	
	Total	2233627930	1986167808	88.9212	1986167398	410	100.0000	0.0000	3



Mode of voting		Resol	ution (3)							
Description of recordance considered		Resolution req	uired: (Ordina	ry / Special)				Ordinary		
Mode of voting	Whether promot	er/promoter group are interested i	in the agenda,	/resolution?		No				
Category Mode of voting Assess heads Mode of voting Assess heads Asse		Description	n of resolution	considered	RE-A	PPOINTMENT	OF RETIRIN	G DIRECTOR	R, MR. NATARAJ KRISHNA	APPA
Promoter and Promoter Group	Category			Votes polled on outstandi		votes –	in favour on votes	_	Invalid Votes	
Promoter and Promoter Group Protect Ballot (#rapplicable) Total 1517/58842 151			(1)		1)]*100			2)]*100		
Pacific Institutions			4545450040			1517455842				
Total	Promoter and Promoter Group		151/458842			0				
C-Verling	ŀ		1517450043			1517455942		-		
Public Institutions			1517458642							
Position			544146226			0 0 0				
Public Non Institutions	Public- Institutions		544140220			0				
E-voting Politic Non institutions Politic Institutions Polit			544146226			364193368	76738402	82.5963		
Polit 1/2002 1										
Potatal Ballet (if applicable)			172022862							3
Total 17002000 17003	Public- Ivon Institutions	Postal Ballot (if applicable)	<u> </u>			0	0			
Resolution (4) Resolution (4) Resolution required. (Ordinary / Special) Critilary		Total	172022862	27775651	16.1465	27769809	5842	99.9790	0.0210	
Resolution required: (Ordinary / Special)		Total	2233627930	1986163263	88.9210	1909419019	76744244	96.1361	3.8639	3
Resolution required: Gordinary Special Critinary Special Commonstry Special		Resol	ution (4)							
Whether promoter/promoter group are interested in the agenda/resolution? APPOINTMENT OF MIS, AMANDI AMAJUNCAM A SDIRECTOR.				ry / Special)				Ordinary		
Description of resolution considered APPOINTMENT OF MIS. ANADITAMALINGAM AS DIRECTOR. No. of votes polled on shares held Votes polled on shares held on shares held Votes polled	Whether promot				1					
Category Mode of voting No. of shares held No. of shares held Polited on polit						APPOINTMENT	OF MRS. A		IALINGAM AS DIRECTOR	
Mode of voting Mode of voting Shares held Shares h		•								
Category Mode of voting Shares held Shares No. of Shares held Shares No. of Shares							No. of			
Second Promoter Group Second Promoter Group	Category	Mode of voting	No. of	No. of votes				in favour	_	Invalid
Promoter and Promoter Group E-Voting E-Voting Poil 1517455842 1917400 (a) (b) (c) (c	outego.y	mode or roung	shares held	polled		– in favour			votes polled	Votes
E-Voting								polled		
E-Voting 151745842 0 9.9998 1517455842 0 100.0000 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0			(1)	(2)	(3)=[(2)/((4)	(5)		(7)=[(5)/(2)]*100	
Promoter and Promoter Group Public- Institutions Public- Institut		E Voting		1517/550/2		1517/550/2	0		0.0000	
Promoter and Promoter Group Promoter Group Promoter Group Total S17458842 S17455842 S174			1517458842							
Public Institutions	Promoter and Promoter Group	·	1517 1500 12			0				
Public Institutions			1517458842			1517455842	0	100.0000		
Public Institutions Poil										
Postal Ballot (if applicable)			544146226	0	0.0000	0	0	0	0	
E-Voting 172022862 27731818 16.1210 27725855 5963 99.9785 0.0225 172022862 39789 0.0231 39779 10 99.9749 0.0251 172022862 27731607 16.1441 27705634 5973 99.9785 0.0225 172022862 27731607 16.1441 27705634 5973 99.9785 0.0225 172022862 27731607 16.1441 27705634 5973 99.9785 0.02215 172022862 27731607 16.1441 27705634 5973 99.9785 0.02215 172022862	Public- Institutions	Postal Ballot (if applicable)		0	0.0000	0	0	0	0	
Public- Non Institutions Poli 172022862 39789 0.0231 39779 10 99.9749 0.0251		Total	544146226	440931770	81.0319	363789468	77142302	82.5047	17.4953	
Postal Ballot (if applicable) Postal Ballot (if applicable		E-Voting		27731818	16.1210	27725855	5963	99.9785	0.0215	
Postal Ballot (if applicable)	Public- Non Institutions	Poll	172022862	39789	0.0231	39779	10	99.9749	0.0251	3
Total 2233627930 1986159219 88.9208 1909010944 77148275 96.1157 3.8843						0	_	0		
Resolution (5) Resolution required: (Ordinary / Special) Ordinary										
Resolution required: (Ordinary / Special) Ordinary		Total	2233627930	1986159219	88.9208	1909010944	77148275	96.1157	3.8843	3
Mode of voting Mode		Resol	ution (5)							
No. of resolution considered No. of resolution considered No. of votes polled on outstanding shares No. of votes polled No		Resolution req	uired: (Ordina	ry / Special)				Ordinary		
No. of votes polled on outstanding shares held No. of votes polled on outstanding shares held No. of votes polled on outstanding shares	Whether promot									
No. of votes polled on outstanding shares held No. of votes polled on outstanding shares held No. of votes polled on outstanding shares No. of votes polled on outstanding shares No. of votes polled on outstanding shares No. of votes in favour on votes polled		Description	n of resolution	considered		APPOINTN	IENT OF ME	. M V GOW	TAMA AS DIRECTOR.	
No. of shares held No. of votes polled on outstanding shares No. of votes polled on outstanding shares No. of votes polled on outstanding shares No. of votes against on votes polled on outstanding shares No. of votes against on votes polled No. of					% of			0/ -6		
Category Mode of voting Shares held Polled Polled on outstanding shares Infavour out			No of	No of votos	Votes	No of votos	No. of		% of Votos against on	Invalid
Company Comp	Category	Mode of voting			polled on		votes –			Votes
Companies Comp			snares neio	polled	outstandi	- in lavour	against		votes polied	votes
E-Voting 1517455842 99.998 1517455842 0 100.0000 0.0000 0 0 0 0 0 0					ng shares			polieu		
E-Voting 151745842 99.9998 151745842 0 100.0000 0.0000 0 0 0 0 0 0		(1)	(2)		(4)	(5)		(7)=[(5)/(2)]*100		
Poll 1517458842 0 0.000 0 0 0 0 0 0 0		F-Voting		1517/1558/12		1517//558/2	0		0.000	
Postal Ballot (if applicable) 0 0.0000 0 0 0 0 0 0 0 0 0 0 0 0 0			1517458842			n				
Total 1517458842 1517458842 99.9998 1517455842 0 100.0000 0.0000	Promoter and Promoter Group					n				
E-Voting 426099277 78.3060 399679472 26419805 93.7996 6.2004	†		1517458842			1517455842				
Public- Institutions Poll Postal Ballot (if applicable) 544146226 0 0.0000 0										
Postal Ballot (if applicable)			544146226							
E-Voting 27733752 16.1221 27730892 2860 99.9897 0.0103 Public- Non Institutions Poll 172022862 39789 0.0231 39789 0 100.0000 0.0000	rubiic- institutions	Postal Ballot (if applicable)	<u> </u>	0		0	0	0	0	
Public Non Institutions Poll 172022862 39789 0.0231 39789 0 100.0000 0.0000		Total	544146226	426099277	78.3060	399679472	26419805			
Public- Non Institutions		E-Voting		27733752	16.1221	27730892	2860	99.9897	0.0103	
Destal Bellet (if equiliants)	Public- Non Institutions		172022862			39789				3
		Postal Ballot (if applicable)		0		0	0		0	
Total 172022862 27773541 16.1453 27770681 2860 99.9897 0.0103										_
Total 2233627930 1971328660 88.2568 1944905995 26422665 98.6597 1.3403		Total	2233627930	1971328660	88.2568	1944905995	26422665	98.6597	1.3403	3



	Reso	ution (6)							
	Resolution req	uired: (Ordina	ry / Special)				Ordinary		
Whether promo	No								
	considered		APPOINTM	ENT OF MR	R N BAGD	ALKAR AS DIRECTOR.			
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstandi ng shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled	Invalid Votes
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100	
	E-Voting		1517455842		1517455842	0		0.0000	
Promoter and Promoter Group	Poll	1517458842	0		0	0		0	
	Postal Ballot (if applicable) Total	1517458842			1517455842	0		-	
	E-Voting	1317430042	440931770	81.0319			79.4746	20.5254	
Dublic Institutions	Poll	544146226	0	0.0000	0	0	0		
Public- Institutions	Postal Ballot (if applicable)		0	0.0000	0	0	0		
	Total	544146226	440931770		350428968		79.4746	20.5254	
	E-Voting		27731582	16.1209	27727053	4529	99.9837	0.0163	
Public- Non Institutions	Poll	172022862	39789		39789	0	100.0000	0.0000	3
	Postal Ballot (if applicable) Total	172022862	27771371	0.0000 16.1440	27766842	4529	99.9837	0.0163	
	Total		1986158983		1895651652			0.0163 4.5569	3
		ution (7)		00.3208	1 2033031032	10007331	33.4431	4.5305	
			nı / Cnasial\				Ordinani		
Whether promo	Resolution req ter/promoter group are interested						Ordinary No		
whether promo	·, · · · · · · · · · · · · · · · · · ·	n of resolution			RATIFICATION	N OF REMU		OF THE COST AUDITOR.	
				% of					
Category	Mode of voting	No. of shares held	No. of votes polled	Votes polled on outstandi ng shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled	Invalid Votes
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100	
	E-Voting		1517455842		1517455842	0		0.0000	
Promoter and Promoter Group	Poll	1517458842	0	0.0000	0	0	0	0	
Tromoter and tromoter Group	Postal Ballot (if applicable)		0		0	0			
	Total	1517458842			1517455842	0			
	E-Voting Poll	544146226	440931770 0	81.0319 0.0000	439350361 0	1581409 0	99.6413	0.3587	
Public- Institutions	Postal Ballot (if applicable)	344140220	0		0	0	0	0	
	Total	544146226	440931770		439350361	1581409	99.6413	0.3587	
	E-Voting	• • • • • • • • • • • • • • • • • • • •	27712278		27704348	7930	99.9714	0.0286	
Public- Non Institutions	Poll	172022862	41499	0.0241	41499	0	100.0000	0.0000	3
Public- Non institutions	Postal Ballot (if applicable)		0	0.0000	0	0	0	0	
	Total	172022862	27753777	16.1338		7930	99.9714	0.0286	
	Total		1986141389	88.9200	1984552050	1589339	99.9200	0.0800	3
	Reso	ution (8)							
	Resolution req	•					Ordinary		
Whether promo	ter/promoter group are interested						No		
	Description	n of resolution	considered		APPRO	VAL FOR TE	HE ISSUE OF	BONUS SHARES.	
Category	Mode of voting	No. of shares held	No. of votes polled	outstandi ng shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled	Invalid Votes
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100	
Promoter and Promoter Group	E-Voting Poll	1517458842	1517455842 0	0.0000		0		0	
	Postal Ballot (if applicable)	1517450043	1517455942			0		, and the same of	
	Total E-Voting	1517458842	1517455842 440931770		1517455842 440931770		100.0000	0.0000	
	Poll	544146226	440931770			0			
Public- Institutions	Postal Ballot (if applicable)		0			0		0	
	Total	544146226							
	E-Voting		27739556		27738516	1040		0.0037	
Public- Non Institutions	Poli	172022862	41499	0.0241	41499		100.0000		3
	Postal Ballot (if applicable)		0		0	0		0	
	Total	172022862	27781055						_
	Total	2233627930	1986168667	88.9212	1986167627	1040	99.9999	0.0001	3





Practicing Company Secretary

FORM No. MGT-13

Report of Scrutinizer(s)

[Pursuant to rule section 108 of the Companies Act, 2013 and rule 21(2) of the Companies (Management and Administration) Rules, 2014]

COMBINED SCRUTINIZER'S REPORT

To,
The Chairman
63rd Annual General Meeting of the Equity Shareholders of
BHARAT ELECTRONICS LIMITED held on September 20, 2017
Outer Ring Road, Nagavara, Bangalore - 560 045

Dear Sir,

Sub.: Combined Scrutinizer's report

I, CS Thirupal Gorige, a Practising Company Secretary, having office at No. 87, 2nd Floor, 21st Cross, 7th Main, N S. Palya, BTM 2nd Stage, Bangalore - 560 076, India, have been appointed as a Scrutinizer by the Board of Directors of M/s. BHARAT ELECTRONICS LIMITED (the "Company") for e-voting held between September 17, 2017 to September 19, 2017 on the below mentioned resolution(s), set out in the notice convening the 63rd Annual General Meeting of the Equity Shareholders held on September 20, 2017 at "The Kalinga Hall, Hotel Lalit Ashok, Kumara Krupa High Grounds, Bengaluru - 560 001, Karnataka, at 3.30 PM for the purpose of scrutinizing the remote e-voting and voting by ballot papers at the venue of the AGM in a fair and transparent manner and ascertaining the requisite majority for the said votings as per the provisions of the Companies Act 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014,as amended, on the resolutions referred to in this report.

Responsibility as a Scrutinizer

The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and rules relating to remote e-voting and voting by ballot papers at the venue of the AGM on the resolution so contained in the notice of the AGM dated 11th August, 2017. My responsibility as a Scrutinizer for the e-voting process and voting by ballot paper at venue of the AGM is restricted to make a Scrutinizer's report of the votes cast "in favour" or "against" the resolution(s) set out in the notice convening the Annual General Meeting, based on the reports generated from the e-voting system provided by the National Securities Depository Limited ("NSDL"), the authorized agency engaged by the Company for providing e-voting facilities to its shareholders.

I submit my report under:

 The remote e-voting period remained open from 9.00 AM IST on 17th September, 2017 till 19th September, 2017 upto 5.00 PM IST.

2. The Shareholders holding shares as on the "cut off" date, 13th September, 2017 were entitled to vote on the proposed 8 (Eight) resolutions as mentioned in the Notice dated 11th August, 2017 of the AGM of the Company.

3. The Company has also provided ballot papers at the venue of the AGM to enable the shareholders to cast the votes in case the same has not been casted by them through remote e-voting.

4. The votes were unblocked on Wednesday, the 20th September, 2017 around 6PM after the completion of the AGM in the presence of two witnesses, namely, Ms. Rahul Aggarwal, No. D-1201, Salarpuria Sattva Melody Apartment, Nandahalli, Mysore Road, Bangalore -560039 and Mr. Chandra Kumar Chowdam, resident of No. 20, 6th Cross, 4A Main, Billekahalli, Bengaluru -560076 who are not in the employment of the Company.

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- 5. On completion of E-Poll by the members of the Company, M/s. Integrated Enterprises (India) Limited (Registrar and Transfer Agents of the Company) provided us with the voting results.
- 6. The votes were reconciled with the records maintained by the Company / Registrar and Transfer Agents of the Company and the authorizations / proxies lodged with the Company.
- 7. The votes, which were incomplete and/or which were otherwise found defective have been treated as invalid and kept separately.
- 8. The combined result of remote e-voting (EVEN: 106813) and voting by ballot papers is as under:

A. Ordinary Business

- 1) Resolution No.1.
 - (a) To consider and adopt the audited financial statement of the Company for the financial year ended on 31 March 2017 and the Reports of the Board of Directors and Auditors thereon.
 - (b) To consider and adopt the audited consolidated financial statements of the Company for the financial year ended on 31 March 2017 and the reports of Auditors thereon.

(i) Voted in favour of the resolution:

) Voted in favour of the r	esolution.					
Mode of voting	Number	of	mem	bers	Number of votes cast	% of total number
	present	and	voting	(in	by them	of valid votes cast
	person o	r by pr	oxy)			
Remote e-voting				827	1950906457	
Voting by ballot paper				60	41499	
Total				887	1950947956	99.92

(ii) Voted against the resolution:

votou ugumer me	T			Lancon Company	Missississis	~ €	votos	0/	of total	number
Mode of voting	Number	of	mem	bers	Number	OI	votes	/0		
	present	and	voting	(in	cast by th	em		of	valid	votes
	person o	or by proxy)						ca	st	
Remote e-voting	6				1	581819				
Voting by ballot paper	0					0				
Total				6		1	581819			0.08
	Mode of voting Remote e-voting Voting by ballot paper	Mode of voting Number present person o Remote e-voting Voting by ballot paper	Mode of voting Number of present and person or by present	Mode of voting Number of mem present and voting person or by proxy) Remote e-voting Voting by ballot paper	Mode of voting Number of members present and voting (in person or by proxy) Remote e-voting Voting by ballot paper O Number of members present and voting (in person or by proxy)	Mode of voting Number of members present and voting (in person or by proxy) Remote e-voting Voting by ballot paper Number of members cast by the c	Mode of voting Number of members present and voting (in person or by proxy) Remote e-voting Voting by ballot paper Number of cast by them	Mode of voting Number of members present and voting (in person or by proxy) Remote e-voting Voting by ballot paper Number of votes cast by them 1581819	Mode of voting Number of members present and voting (in person or by proxy) Number of votes of cast by them Number of votes of cast by	Mode of voting Number of members present and voting (in person or by proxy) Remote e-voting Voting by ballot paper Number of votes cast by them of valid cast Votes of total of valid cast 1581819

(iii) Invalid votes:

ii) iiivalia votes.	
Total number of members (in person or by proxy)	Total number of votes cast by them
whose votes were declared invalid	
1	3

2) Resolution No. 2 - Confirmation of interim dividend and declaration of final Dividend

i) Voted in favour of the resolution:

I)	voted in favour of the fi	esolution.			0/ 6 1 1 1		
	Mode of voting	Number	of	of members		Number of votes cast	% of total number
		present	and	voting	(in	by them	of valid votes cast
	person or by proxy)						
-	Remote e-voting		848		1986125899		
-	Voting by ballot paper				60	41499	*
-	Total				908	1986167398	100
	, otal						

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(ii) Voted against the resolution:

Ė	Mode of voting	Number	of	of members		Number of votes cast	% of total number
		present	and	voting	(in	by them	of valid votes cast
		person or by proxy)					
	Remote e-voting				4	410	
	Voting by ballot paper				0	0	
	Total				4	410	0

(iii) Invalid votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
1	3

3) Resolution No. 3 -

Re-appointment of retiring director Mr. Nataraj Krishnappa

(i) Voted in favour of the resolution:

voted ill lavour of the re	30idiloii.					
Mode of voting	Number	of	mem	bers	Number of votes cast	the second secon
	present	and	voting	(in	by them	of valid votes cast
	person o	r by pr	oxy)			
Remote e-voting				716	1909377520	
Voting by ballot paper				60	41499	
Total			-	776	1909419019	96.14
	Mode of voting Remote e-voting Voting by ballot paper	present person of Remote e-voting Voting by ballot paper	Mode of voting Number of present and person or by present or by present or by present person or by present or by	Mode of voting Number of memi present and voting person or by proxy) Remote e-voting Voting by ballot paper	Mode of voting Number of members present and voting (in person or by proxy) Remote e-voting Voting by ballot paper Number of members present and voting (in person or by proxy) 716	Mode of voting Number of members present and voting (in person or by proxy) Number of votes cast by them

(ii) Voted against the resolution:

("')	Votca against the rece.						
Ì	Mode of voting	Number of members		Number of votes cast			
		present	and	voting	(in	by them	of valid votes cast
		person o	r by pr	oxy)			
	Remote e-voting				124	76744244	
	Voting by ballot paper				0	0	
	Total				124	76744244	3.86
L							

(iii) Invalid votes:

ii) iiivalid votes.	
Total number of members (in person or by proxy)	Total number of votes cast by them
whose votes were declared invalid	
1	3

B. **Special Business**

4) Resolution No. 4 -

Appointment of Mrs Anandi Ramalingam as Director

(i) Voted in favour of the resolution:

The second second second			T	0/ / 1 1
Number	of	members	Number of votes cast	% of total number
present	and	votina (in	by them	of valid votes cast
		• •		
		719	1908971165	
		57	39779	\$) to
		776	1909010944	96.12
	present	present and	present and voting (in person or by proxy) 719 57	present and voting (in person or by proxy) 719 1908971165 57 39779

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(ii) Voted against the resolution:

Mode of voting	Number	of	mem	bers	Number of votes cast	% of total number
	present	and	voting	(in	by them	of valid votes cast
	person o	r by pr	oxy)			
Remote e-voting				120	77148265	
Voting by ballot paper			•	1	10	
Total				121	77148275	3.88

(iii) Invalid votes:

Total number of members (in person or by	Total number of votes cast by them
proxy) whose votes were declared invalid	•
1	3

5) Resolution No.5 -

Appointment of Mr M V Gowtama as Director

(i) Voted in favour of the resolution:

(1) 1 0 to a 111 ta voat of the	o recordition.		
Mode of voting	Number of members	Number of votes cast	% of total number
	present and voting (in	by them	of valid votes cast
	person or by proxy)		
Remote e-voting	774	1944866206	
Voting by ballot paper	58	39789	
Total	832	1944905995	98.66

(ii) Voted against the resolution:

7				
Mode of voting	Number of	members	Number of votes cast	% of total number
	present and	voting (in	by them	of valid votes cast
	person or by p	roxy)		
Remote e-voting		60	26422665	
Voting by ballot paper		0	0	
Total		60	26422665	1.34

(iii) Invalid votes:

Total number of members (in person or by	Total number of votes cast by them
proxy) whose votes were declared invalid	
1	3

6) Resolution No. 6 -

Appointment of Mr R N Bagdalkar as Director

(i) Voted in favour of the resolution:

Mode of voting	Number of members	Number of votes cast	% of total number
	present and voting (in	by them	of valid votes cast
	person or by proxy)		
Remote e-voting	695	1895611863	7.
Voting by ballot paper	58	39789	
Total	753	1895651652	95.44

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(ii) Voted against the resolution:

		-
Number of members	Number of votes cast	% of total number
present and voting (in	by them	of valid votes cast
person or by proxy)		
141	90507331	
0	0	
141	90507331	4.56
	present and voting (in person or by proxy)	present and voting (in person or by proxy) 141 90507331 0 0

(iii) Invalid votes:

iii) iiivalia votes.	
Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
	3

7) Resolution No. 7 -

Ratification of remuneration of the Cost Auditor

(i) Voted in favour of the resolution:

(1)	voted in lavour of the res	olution.								
	Mode of voting	Number	of	memb	ers	Number	of v	votes	cast	% of total number
	_	present ar	nd	voting	(in	by them				of valid votes cast
		person or b	y pr	oxy)						
	Remote e-voting				804		19	8451	0551	
	Voting by ballot paper				60			4	1499	1
	Total				864		19	8455	2050	99.92

(ii) Voted against the resolution:

ii) Voted against the rese	iution.										
Mode of voting	Number	of	members		Number	of vo	otes	cast	% of total number		
	present a	and	voting	(in	by them				of	valid	votes
	person or	by p	roxy)						cast	SI SI	
Remote e-voting				33			1589	339			
Voting by ballot paper								0			
Total				33	1 40	-	1589	339			0.08

(iii) Invalid votes:

Total	number	of	members	(in	person	or	by	Total number of votes cast by them	
proxy) whose v	ote	s were dec	lare	d invalid				
							1		3

8) Resolution No. 8 -

Approval for the issue of Bonus Shares

(i) Voted in favour of the resolution:

, votou in luvour or the los		The second second	1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1	O/ of total mumber
Mode	Number of	members	Number of votes cast	% of total number
of voting	present and	voting (in	by them	of valid votes cast
	person or by p	roxy)		
Remote e-voting		851	1986126128	
Voting by ballot paper		60	41499	
Total		911	1986167627	100

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(ii) Voted against the resolution:

Mode of voting	Number of members present and voting (in person or by proxy)	Number of votes cast by them	of valid votes
Remote e-voting	F		cast
Voting by ballot paper	3	1040	
	0	0	
Total	5	1010	
	3	1040	0

(iii) Invalid votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
1	3

- 9. All the resolutions proposed hereinabove have been passed with the requisite majority.
- 10. The remote e-voting register and other related papers/ registers and records shall remain in my safe custody until the Chairman of the meeting considers, approves and signs the minutes in this regard and thereafter it will be handed over to Company Secretary as authorised by the Board of Directors for safe keeping.

Thanking you,

Yours faithfully,

Thirupal Gorige FCS: 6680

CP No. 6424

Place: Bangalore

Dated: September 20, 2017

Witness

1. Rahul Aggarwal

2 Chandra Kumar Chowdam

Received the report of the Scrutiniser

For BHARAT ELECTRONICS LIMITED

(Chairnan of the meeting)