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CIN: L99999MH1863PLC000002



**THE BOMBAY BURMAH TRADING CORPORATION,  
LIMITED**

REGD. OFFICE : 9, WALLACE STREET,FORT,  
MUMBAI 400 001, INDIA.

**Annexure I**

Date of the Annual General Meeting	8 <sup>th</sup> August, 2018
Total number of shareholders on record date (i.e. cut-off date for voting purpose 1 <sup>st</sup> August, 2018 ):	24,362
<b>No. of shareholders present in the meeting either in person or through proxy:</b>	
Promoters and Promoter Group:	4
Public:	56
<b>No. of shareholders attended the meeting through Video Conferencing:</b>	
Promoters and Promoter Group:	Not Applicable
Public:	

Agenda-wise

The mode of voting for all resolutions was

1. Remote e-voting conducted between 5<sup>th</sup> August, 2018 and 7<sup>th</sup> August, 2018 and
2. Voting conducting at the AGM

Given below is the resolution-wise combined results of remote e-voting and voting at the AGM:

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<b>1.</b>	<b>Resolution required : Ordinary</b>		To receive, consider and adopt: a. the audited Financial Statements of the Corporation for the Financial Year ended 31 <sup>st</sup> March, 2018 together with the Reports of the Board of Directors and Auditors thereon; and b. the audited Consolidated Financial Statements of the Corporation for the Financial Year ended 31 <sup>st</sup> March, 2018 together with the Report of the Auditors thereon.					
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	4,59,85,745	4,59,85,745	100.00	4,59,85,745	0	100.00	0
	Poll		0	0	0	0	0	0
	<b>Total</b>	<b>4,59,85,745</b>	<b>4,59,85,745</b>	<b>100.00</b>	<b>4,59,85,745</b>	<b>0</b>	<b>0</b>	<b>0</b>
Public Institutions	E-Voting	46,64,996	38,35,347	82.2154	38,35,347	0	100.00	0
	Poll		0	0	0	0	0	0
	<b>Total</b>	<b>46,64,996</b>	<b>38,35,347</b>	<b>82.2154</b>	<b>38,35,347</b>	<b>0</b>	<b>100.00</b>	<b>0</b>
Public - Non Institutions	E-Voting	1,91,21,159	57,88,947	30.2751	57,88,947	0	100.00	0
	Poll		4,767	0.0249	4,767	0	100.00	0
	<b>Total</b>	<b>1,91,21,159</b>	<b>57,93,714</b>	<b>30.30</b>	<b>57,93,714</b>	<b>0</b>	<b>100.00</b>	<b>0</b>
<b>Total .....</b>		<b>6,97,71,900</b>	<b>5,56,14,806</b>	<b>79.7095</b>	<b>5,56,14,806</b>	<b>0</b>	<b>100.00</b>	<b>0</b>

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2.		Resolution required : Ordinary		Declaration of dividend.				
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	4,59,85,745	4,59,85,745	100.00	4,59,85,745	0	100.00	0
	Poll		0	0	0	0	0	0
	<b>Total</b>	<b>4,59,85,745</b>	<b>4,59,85,745</b>	<b>100.00</b>	<b>4,59,85,745</b>	<b>0</b>	<b>100.00</b>	<b>0</b>
Public Institutions	E-Voting	46,64,996	38,35,347	82.2154	38,35,347	0	100.00	0
	Poll		0	0	0	0	0	0
	<b>Total</b>	<b>46,64,996</b>	<b>38,35,347</b>	<b>82.2154</b>	<b>38,35,347</b>	<b>0</b>	<b>100.00</b>	<b>0</b>
Public - Non Institutions	E-Voting	1,91,21,159	57,89,197	30.2764	57,89,197	0	100.00	0
	Poll		4,767	0.0249	4,767	0	100.00	0
	<b>Total</b>	<b>1,91,21,159</b>	<b>57,93,964</b>	<b>30.3013</b>	<b>57,93,964</b>	<b>0</b>	<b>100.00</b>	<b>0</b>
<b>Total .....</b>		<b>6,97,71,900</b>	<b>5,56,15,056</b>	<b>79.7098</b>	<b>5,56,15,056</b>	<b>0</b>	<b>100.00</b>	<b>0</b>

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3.		Resolution required : Ordinary		Re-appointment of Mr. Jehangir N. Wadia (DIN: 00088831) as a Director, who retires by rotation and, being eligible, offers him for re-appointment.				
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	4,59,85,745	4,59,85,745	100.00	4,59,85,745	0	100.00	0
	Poll		0	0	0	0	0	0
	<b>Total</b>	<b>4,59,85,745</b>	<b>4,59,85,745</b>	<b>100.00</b>	<b>4,59,85,745</b>	<b>0</b>	<b>100.00</b>	<b>0</b>
Public Institutions	E-Voting	46,64,996	38,35,347	82.2154	37,84,719	50,628	98.6800	1.3200
	Poll		0	0	0	0	0	0
	<b>Total</b>	<b>46,64,996</b>	<b>38,35,347</b>	<b>82.2154</b>	<b>37,84,719</b>	<b>50,628</b>	<b>98.6800</b>	<b>1.3200</b>
Public - Non Institutions	E-Voting	1,91,21,159	57,88,947	30.2751	57,88,947	0	100.00	0
	Poll		4,767	0.0249	4,767	0	100.00	0
	<b>Total</b>	<b>1,91,21,159</b>	<b>57,93,714</b>	<b>30.30</b>	<b>57,93,714</b>	<b>0</b>	<b>100.00</b>	<b>0</b>
<b>Total .....</b>		<b>6,97,71,900</b>	<b>5,56,14,806</b>	<b>79.7095</b>	<b>5,55,64,178</b>	<b>50,628</b>	<b>99.9090</b>	<b>0.0910</b>

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4.		Resolution required : Ordinary		Appointment of Branch Auditors.				
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	4,59,85,745	4,59,85,745	100.00	4,59,85,745	0	100.00	0
	Poll		0	0	0	0	0	0
	<b>Total</b>	<b>4,59,85,745</b>	<b>4,59,85,745</b>	<b>100.00</b>	<b>4,59,85,745</b>	<b>0</b>	<b>100.00</b>	<b>0</b>
Public Institutions	E-Voting	46,64,996	38,35,347	82.2154	38,33,447	1,900	99.9505	0.0495
	Poll		0	0	0	0	0	0
	<b>Total</b>	<b>46,64,996</b>	<b>38,35,347</b>	<b>82.2154</b>	<b>38,33,447</b>	<b>1,900</b>	<b>99.9505</b>	<b>0.0495</b>
Public - Non Institutions	E-Voting	1,91,21,159	57,88,947	30.2751	57,88,947	0	100.00	0
	Poll		4,767	0.0249	4,767	0	100.00	0
	<b>Total</b>	<b>1,91,21,159</b>	<b>57,93,714</b>	<b>30.30</b>	<b>57,93,714</b>	<b>0</b>	<b>100.00</b>	<b>0</b>
<b>Total .....</b>		<b>6,97,71,900</b>	<b>5,56,14,806</b>	<b>79.7095</b>	<b>5,56,12,906</b>	<b>1,900</b>	<b>99.9966</b>	<b>0.0034</b>

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5.		Resolution required : Ordinary		Ratification of the Remuneration payable to M/s. GLS & Associates, Cost Accountants (ICWA Registration No. 4482), appointed as the Cost Auditors of the Corporation for the Financial Year ending 31 <sup>st</sup> March, 2019.				
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	4,59,85,745	4,59,85,745	100.00	4,59,85,745	0	100.00	0
	Poll		0	0	0	0	0	0
	<b>Total</b>	<b>4,59,85,745</b>	<b>4,59,85,745</b>	<b>100.00</b>	<b>4,59,85,745</b>	<b>0</b>	<b>100.00</b>	<b>0</b>
Public Institutions	E-Voting	46,64,996	38,35,347	82.2154	38,35,347	0	100.00	0
	Poll		0	0	0	0	0	0
	<b>Total</b>	<b>46,64,996</b>	<b>38,35,347</b>	<b>82.2154</b>	<b>38,35,347</b>	<b>0</b>	<b>100.00</b>	<b>0</b>
Public - Non Institutions	E-Voting	1,91,21,159	57,88,947	30.2751	57,88,937	10	99.9998	0.0002
	Poll		4,767	0.0249	4,767	0	100.00	0
	<b>Total</b>	<b>1,91,21,159</b>	<b>57,93,714</b>	<b>30.30</b>	<b>57,93,704</b>	<b>10</b>	<b>99.9998</b>	<b>0.0002</b>
<b>Total .....</b>		<b>6,97,71,900</b>	<b>5,56,14,806</b>	<b>79.7095</b>	<b>5,56,14,796</b>	<b>10</b>	<b>99.9998</b>	<b>0.0002</b>

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<b>6.</b>	<b>Resolution required : Special</b>		Approval for continuation of holding office of Non-Executive Director of the Corporation, by Mr. Nusli N. Wadia (DIN: 00015731), who will be above the age of 75 years as on 1st April, 2019.					
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	4,59,85,745	4,59,85,745	100.00	4,59,85,745	0	100.00	0
	Poll		0	0	0	0	0	0
	<b>Total</b>	<b>4,59,85,745</b>	<b>4,59,85,745</b>	<b>100.00</b>	<b>4,59,85,745</b>	<b>0</b>	<b>100.00</b>	<b>0</b>
Public Institutions	E-Voting	46,64,996	38,35,347	82.2154	37,83,450	51,897	98.6469	1.3531
	Poll		0	0	0	0	0	0
	<b>Total</b>	<b>46,64,996</b>	<b>38,35,347</b>	<b>82.2154</b>	<b>37,83,450</b>	<b>51,897</b>	<b>98.6469</b>	<b>1.3531</b>
Public - Non Institutions	E-Voting	1,91,21,159	57,88,947	30.2751	57,88,937	10	99.9999	0.0001
	Poll		4,767	0.0249	4,767	0	100.00	0
	<b>Total</b>	<b>1,91,21,159</b>	<b>57,93,714</b>	<b>30.30</b>	<b>57,93,704</b>	<b>10</b>	<b>99.9998</b>	<b>0.0002</b>
<b>Total .....</b>		<b>6,97,71,900</b>	<b>5,56,14,806</b>	<b>79.7095</b>	<b>5,55,62,899</b>	<b>51,907</b>	<b>99.9067</b>	<b>0.0933</b>

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<b>7.</b>	<b>Resolution required : Special</b>		Approval for continuation of holding office of Non-Executive Director of the Corporation, by Mr. A. K. Hirjee (DIN: 00044765), who is above the age of 75 years.					
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	4,59,85,745	4,59,85,745	100.00	4,59,85,745	0	100.00	0
	Poll		0	0	0	0	0	0
	<b>Total</b>	<b>4,59,85,745</b>	<b>4,59,85,745</b>	<b>100.00</b>	<b>4,59,85,745</b>	<b>0</b>	<b>100.00</b>	<b>0</b>
Public Institutions	E-Voting	46,64,996	32,22,894	69.0867	28,93,554	3,29,340	89.7812	10.2188
	Poll		0	0	0	0	0	0
	<b>Total</b>	<b>46,64,996</b>	<b>32,22,894</b>	<b>69.0867</b>	<b>28,93,554</b>	<b>3,29,340</b>	<b>89.7812</b>	<b>10.2188</b>
Public - Non Institutions	E-Voting	1,91,21,159	57,88,947	30.2751	57,88,937	10	99.9998	0.0002
	Poll		4,767	0.0249	4,767	0	100.00	0
	<b>Total</b>	<b>1,91,21,159</b>	<b>57,93,714</b>	<b>30.30</b>	<b>57,93,704</b>	<b>10</b>	<b>99.9998</b>	<b>0.0002</b>
<b>Total .....</b>		<b>6,97,71,900</b>	<b>5,50,02,353</b>	<b>78.8317</b>	<b>5,46,73,003</b>	<b>3,29,350</b>	<b>99.4012</b>	<b>0.5988</b>



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8.		Resolution required : Special	Approval for continuation of holding office of Non-Executive Director of the Corporation, by Mr. M. L. Apte (DIN: 00003656), who is above the age of 75 years.					
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	4,59,85,745	4,59,85,745	100.00	4,59,85,745	0	100.00	0
	Poll		0	0	0	0	0	0
	<b>Total</b>	<b>4,59,85,745</b>	<b>4,59,85,745</b>	<b>100.00</b>	<b>4,59,85,745</b>	<b>0</b>	<b>100.00</b>	<b>0</b>
Public Institutions	E-Voting	46,64,996	32,22,894	69.0867	28,91,098	3,31,796	89.7050	10.2950
	Poll		0	0	0	0	0	0
	<b>Total</b>	<b>46,64,996</b>	<b>32,22,894</b>	<b>69.0867</b>	<b>28,91,098</b>	<b>3,31,796</b>	<b>89.7050</b>	<b>10.2950</b>
Public - Non Institutions	E-Voting	1,91,21,159	57,88,947	30.2751	57,87,837	1,110	99.9808	0.0192
	Poll		4,767	0.0249	4,767	0	100.00	0
	<b>Total</b>	<b>1,91,21,159</b>	<b>57,93,714</b>	<b>30.30</b>	<b>57,92,604</b>	<b>1,110</b>	<b>99.9808</b>	<b>0.0192</b>
<b>Total .....</b>		<b>6,97,71,900</b>	<b>5,50,02,353</b>	<b>78.8317</b>	<b>5,46,69,447</b>	<b>3,32,906</b>	<b>99.3947</b>	<b>0.6053</b>

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9.		Resolution required : Special		Approval for continuation of holding office of Non-Executive Director of the Corporation, by Mr. D. E. Udawadia (DIN: 00009755), who is above the age of 75 years.				
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	4,59,85,745	4,59,85,745	100.00	4,59,85,745	0	100.00	0
	Poll		0	0	0	0	0	0
	<b>Total</b>	<b>4,59,85,745</b>	<b>4,59,85,745</b>	<b>100.00</b>	<b>4,59,85,745</b>	<b>0</b>	<b>100.00</b>	<b>0</b>
Public Institutions	E-Voting	46,64,996	32,22,894	69.0867	28,42,926	3,79,968	88.2103	11.7897
	Poll		0	0	0	0	0	0
	<b>Total</b>	<b>46,64,996</b>	<b>32,22,894</b>	<b>69.0867</b>	<b>28,42,926</b>	<b>3,79,968</b>	<b>88.2103</b>	<b>11.7897</b>
Public - Non Institutions	E-Voting	1,91,21,159	57,88,947	30.2751	57,88,937	10	99.9998	0.0002
	Poll		4,767	0.0249	4,767	0	100.00	0
	<b>Total</b>	<b>1,91,21,159</b>	<b>57,93,714</b>	<b>30.30</b>	<b>57,93,704</b>	<b>10</b>	<b>99.9998</b>	<b>0.0002</b>
<b>Total .....</b>		<b>6,97,71,900</b>	<b>5,50,02,353</b>	<b>78.8317</b>	<b>5,46,22,375</b>	<b>3,79,978</b>	<b>99.3092</b>	<b>0.6908</b>

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**THE BOMBAY BURMAH TRADING CORPORATION,  
 LIMITED**

REGD. OFFICE : 9, WALLACE STREET,FORT,  
 MUMBAI 400 001, INDIA.

10.		Resolution required : Special		Payment of Commission payable to the Non-Executive Directors of the Corporation.				
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	4,59,85,745	4,59,85,745	100.00	4,59,85,745	0	100.00	0
	Poll		0	0	0	0	0	0
	<b>Total</b>	<b>4,59,85,745</b>	<b>4,59,85,745</b>	<b>100.00</b>	<b>4,59,85,745</b>	<b>0</b>	<b>100.00</b>	<b>0</b>
Public Institutions	E-Voting	46,64,996	38,35,347	82.2154	38,35,347	0	100.00	0
	Poll		0	0	0	0	0	0
	<b>Total</b>	<b>46,64,996</b>	<b>38,35,347</b>	<b>82.2154</b>	<b>38,35,347</b>	<b>0</b>	<b>100.00</b>	<b>0</b>
Public - Non Institutions	E-Voting	1,91,21,159	57,88,947	30.2751	57,87,837	1,110	99.9808	0.0192
	Poll		4,767	0.0249	4,767	0	100.00	0
	<b>Total</b>	<b>1,91,21,159</b>	<b>57,93,714</b>	<b>30.30</b>	<b>5,792,604</b>	<b>1,110</b>	<b>99.9808</b>	<b>0.0192</b>
<b>Total .....</b>		<b>6,97,71,900</b>	<b>5,56,14,806</b>	<b>79.7095</b>	<b>5,56,13,696</b>	<b>1,110</b>	<b>99.9980</b>	<b>0.0020</b>

**TUSHAR SHRIDHARANI**

B. Com., LL.B., F.C.S.

<b>Tel. :</b> (022) 2208 5764 / 2208 5765	<b>Address:</b> 10, New Marine Lines
<b>Email:</b> <a href="mailto:tushar@tusharshri.com">tushar@tusharshri.com</a>	417, Jolly Bhavan No. 1
<b>Web.:</b> <a href="http://www.tusharshri.com">www.tusharshri.com</a>	Mumbai – 400 020

**SCRUTINIZER'S CONSOLIDATED REPORT ON VOTING**

[Pursuant to applicable provisions of the Companies Act, 2013, Rules made thereunder and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015]

9<sup>th</sup> August, 2018

To,

The Chairman of the 153<sup>rd</sup> Annual General Meeting  
of the Equity Shareholders of The Bombay Burmah Trading Corporation, Limited held on 8<sup>th</sup> August, 2018 at Y B Chavan Auditorium, General Jagannath Bhosale Marg, Mumbai 400 021.

**Subject:** Consolidated Report on members' voting through remote e-voting and Ballot Paper on the Resolutions before 153<sup>rd</sup> Annual General Meeting.

Dear Sir,

I, Tushar Shridharani, Practising Company Secretary was appointed as a Scrutinizer by the Board of Directors of The Bombay Burmah Trading Corporation, Limited ("the Company or the Corporation") at its Meeting held on 21<sup>st</sup> May, 2018, in pursuance of section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014 ("the Rules") to scrutinize the voting conducted through the remote e-voting and voting at the Annual Meeting through Postal Ballot on all resolutions set out in the Notice convening the One Hundred Fifty-third Annual General Meeting ("AGM") of the Company, which was held on 8<sup>th</sup> August, 2018.

Members of the Corporation were provided remote e-voting facility whereby they could cast their votes during the e-voting period, which commenced at 9.00 a.m. on the 5<sup>th</sup> August, 2018 and ended at 5.00 p.m. on the 7<sup>th</sup> August, 2018 (both Indian Standard Time - IST). A few members of the Corporation voted through e-voting during the voting period.

Members attending the AGM and who had not cast votes through remote e-voting; were invited by the Chairman to cast their votes at the Meeting through Ballot Process on all resolutions set out in the Notice convening the AGM, in accordance with sub-rule 4(iii)(B) of Rule 20 of the Rules. Accordingly, a few Members casted votes through Ballot Papers mode conducted at AGM.

Upon conclusion of the Ballot voting, the Ballot Boxes wherein the Members had dropped their Ballot Papers were opened by me in presence of two witnesses not in employment of the Company. The Ballot Papers were diligently scrutinized by me and reconciled with the records maintained by the Corporation and relevant authorizations / proxies lodged with the Corporation. The Ballot Papers, which were incomplete and/or which were otherwise found defective were treated as invalid and kept separately.



In pursuance of sub-rule 4(xii) of Rule 20 of the Rules; immediately after the completion of voting at the AGM, I first counted the votes casted through Ballot and thereafter unblocked the votes casted through e-voting in the presence of two witnesses not in the employment of the Company. The witnesses' confirmation in this context is submitted herein next along this Report.

Information with respect to AGM as well Members' participation in the AGM is provided in **Annexure 1** to this Report. And the Consolidated Result of total votes cast, whether in favour or against, is annexed to this Report and marked as **Annexure 2**.

You are requested to acknowledge receipt of this report.



---

**(Tushar Shridharani)**  
Practicing Company Secretary  
Membership No.: FCS 2690  
Certificate of Practice No.: 2190



**WITNESSES' CONFIRMATION**

In pursuance of Rule 20 of the Companies (Management and Administration) Rules, 2014 and with respect to the conduct of voting through Ballot Papers and e-voting by members of The Bombay Burmah Trading Corporation, Limited ("the Company") on all resolutions set out in the Notice convening the 153<sup>rd</sup> AGM of Company, which was held on 8<sup>th</sup> August, 2018 at 3.30 p.m. at Y B Chavan Auditorium, General Jagannath Bhosale Marg, Mumbai – 400 021; we, Nandini Parekh (residing at 60/62, J.M. Compound, 3<sup>rd</sup> Bhoiwada, Bhuleshwar, Mumbai – 400 002 ) and Priyanka Tank (residing at Tank Cottage, Near Dhobighat, Kripa Nagar, S.V. Road, Irla, Vile Parle-West, Mumbai – 400 056) hereby confirm our witnessing the following -

- a) after completion of the Voting Process through E-Voting and Ballot Paper at the above mentioned AGM, the Ballot Boxes wherein the members of the Company have dropped their Ballot Papers were opened by Mr. Tushar Shridharani in our presence; and
- b) after completion of voting by Members through Ballot Papers, Mr. Tushar Shridharani un-blocked the votes that the members of the Company have casted through e-voting.

We further state that we are not in the employment of the Company.

Witness 1:

Witness 2:



\_\_\_\_\_  
**(Nandini Parekh)**  
B. Com., FCS



\_\_\_\_\_  
**(Priyanka Tank)**  
B. Com.

Date: 9<sup>th</sup> August, 2018  
Place: Mumbai

**Annexure 1**

Date of the Annual General Meeting	8 <sup>th</sup> August, 2018
Total number of shareholders on record date (i.e. cut-off date for voting purpose 1 <sup>st</sup> August, 2018):	24,362
<b>No. of shareholders present in the meeting either in person or through proxy:</b>	
Promoters and Promoter Group:	4
Public:	56
<b>No. of shareholders attended the meeting through Video Conferencing:</b>	
Promoters and Promoter Group:	Not Applicable
Public:	



## Annexure 2

1.	Resolution required : Ordinary		To receive, consider and adopt:					
			a. the audited Financial Statements of the Corporation for the Financial Year ended 31 <sup>st</sup> March, 2018 together with the Reports of the Board of Directors and Auditors thereon; and b. the audited Consolidated Financial Statements of the Corporation for the Financial Year ended 31 <sup>st</sup> March, 2018 together with the Report of the Auditors thereon.					
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	4,59,85,745	4,59,85,745	100.00	4,59,85,745	0	100.00	0
	Poll		0	0	0	0	0	0
	Total	4,59,85,745	4,59,85,745	100.00	4,59,85,745	0	0	0
Public Institutions	E-Voting	46,64,996	38,35,347	82.2154	38,35,347	0	100.00	0
	Poll		0	0	0	0	0	0
	Total	46,64,996	38,35,347	82.2154	38,35,347	0	100.00	0
Public - Non Institutions	E-Voting	1,91,21,159	57,88,947	30.2751	57,88,947	0	100.00	0
	Poll		4,767	0.0249	4,767	0	100.00	0
	Total	1,91,21,159	57,93,714	30.30	57,93,714	0	100.00	0
<b>Total .....</b>		<b>6,97,71,900</b>	<b>5,56,14,806</b>	<b>79.7095</b>	<b>5,56,14,806</b>	<b>0</b>	<b>100.00</b>	<b>0</b>





2.	Resolution required : Ordinary		Declaration of dividend.					
	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
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter And Promoter Group	E-Voting	4,59,85,745	4,59,85,745	100.00	4,59,85,745	0	100.00	0
	Poll		0	0	0	0	0	0
	<b>Total</b>	<b>4,59,85,745</b>	<b>4,59,85,745</b>	<b>100.00</b>	<b>4,59,85,745</b>	<b>0</b>	<b>100.00</b>	<b>0</b>
Public Institutions	E-Voting	46,64,996	38,35,347	82.2154	38,35,347	0	100.00	0
	Poll		0	0	0	0	0	0
	<b>Total</b>	<b>46,64,996</b>	<b>38,35,347</b>	<b>82.2154</b>	<b>38,35,347</b>	<b>0</b>	<b>100.00</b>	<b>0</b>
Public - Non Institutions	E-Voting	1,91,21,159	57,89,197	30.2764	57,89,197	0	100.00	0
	Poll		4,767	0.0249	4,767	0	100.00	0
	<b>Total</b>	<b>1,91,21,159</b>	<b>57,93,964</b>	<b>30.3013</b>	<b>57,93,964</b>	<b>0</b>	<b>100.00</b>	<b>0</b>
<b>Total .....</b>		<b>6,97,71,900</b>	<b>5,56,15,056</b>	<b>79.7098</b>	<b>5,56,15,056</b>	<b>0</b>	<b>100.00</b>	<b>0</b>



3.	Resolution required : Ordinary		Re-appointment of Mr. Jehangir N. Wadia (DIN: 00088831) as a Director, who retires by rotation and, being eligible, offers him for re-appointment.					
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	4,59,85,745	4,59,85,745	100.00	4,59,85,745	0	100.00	0
	Poll		0	0	0	0	0	0
	Total	4,59,85,745	4,59,85,745	100.00	4,59,85,745	0	100.00	0
Public Institutions	E-Voting	46,64,996	38,35,347	82.2154	37,84,719	50,628	98.6800	1.3200
	Poll		0	0	0	0	0	0
	Total	46,64,996	38,35,347	82.2154	37,84,719	50,628	98.6800	1.3200
Public - Non Institutions	E-Voting	1,91,21,159	57,88,947	30.2751	57,88,947	0	100.00	0
	Poll		4,767	0.0249	4,767	0	100.00	0
	Total	1,91,21,159	57,93,714	30.30	57,93,714	0	100.00	0
<b>Total .....</b>		<b>6,97,71,900</b>	<b>5,56,14,806</b>	<b>79.7095</b>	<b>5,55,64,178</b>	<b>50,628</b>	<b>99.9090</b>	<b>0.0910</b>



4.	Resolution required : Ordinary		Appointment of Branch Auditors.					
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	4,59,85,745	4,59,85,745	100.00	4,59,85,745	0	100.00	0
	Poll		0	0	0	0	0	0
	Total	4,59,85,745	4,59,85,745	100.00	4,59,85,745	0	100.00	0
Public Institutions	E-Voting	46,64,996	38,35,347	82.2154	38,33,447	1,900	99.9505	0.0495
	Poll		0	0	0	0	0	0
	Total	46,64,996	38,35,347	82.2154	38,33,447	1,900	99.9505	0.0495
Public - Non Institutions	E-Voting	1,91,21,159	57,88,947	30.2751	57,88,947	0	100.00	0
	Poll		4,767	0.0249	4,767	0	100.00	0
	Total	1,91,21,159	57,93,714	30.30	57,93,714	0	100.00	0
<b>Total .....</b>		<b>6,97,71,900</b>	<b>5,56,14,806</b>	<b>79.7095</b>	<b>5,56,12,906</b>	<b>1,900</b>	<b>99.9966</b>	<b>0.0034</b>



5.		Resolution required : Ordinary		Ratification of the Remuneration payable to M/s. GLS & Associates, Cost Accountants (ICWA Registration No. 4482), appointed as the Cost Auditors of the Corporation for the Financial Year ending 31 <sup>st</sup> March, 2019.				
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	4,59,85,745	4,59,85,745	100.00	4,59,85,745	0	100.00	0
	Poll		0	0	0	0	0	0
	Total	4,59,85,745	4,59,85,745	100.00	4,59,85,745	0	100.00	0
Public Institutions	E-Voting	46,64,996	38,35,347	82.2154	38,35,347	0	100.00	0
	Poll		0	0	0	0	0	0
	Total	46,64,996	38,35,347	82.2154	38,35,347	0	100.00	0
Public - Non Institutions	E-Voting	1,91,21,159	57,88,947	30.2751	57,88,937	10	99.9998	0.0002
	Poll		4,767	0.0249	4,767	0	100.00	0
	Total	1,91,21,159	57,93,714	30.30	57,93,704	10	99.9998	0.0002
<b>Total .....</b>		<b>6,97,71,900</b>	<b>5,56,14,806</b>	<b>79.7095</b>	<b>5,56,14,796</b>	<b>10</b>	<b>99.9998</b>	<b>0.0002</b>



6.		Resolution required : Special		Approval for continuation of holding office of Non-Executive Director of the Corporation, by Mr. Nusli N. Wadia (DIN: 00015731), who will be above the age of 75 years as on 1st April, 2019.				
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	4,59,85,745	4,59,85,745	100.00	4,59,85,745	0	100.00	0
	Poll		0	0	0	0	0	0
	Total	4,59,85,745	4,59,85,745	100.00	4,59,85,745	0	100.00	0
Public Institutions	E-Voting	46,64,996	38,35,347	82.2154	37,83,450	51,897	98.6469	1.3531
	Poll		0	0	0	0	0	0
	Total	46,64,996	38,35,347	82.2154	37,83,450	51,897	98.6469	1.3531
Public - Non Institutions	E-Voting	1,91,21,159	57,88,947	30.2751	57,88,937	10	99.9999	0.0001
	Poll		4,767	0.0249	4,767	0	100.00	0
	Total	1,91,21,159	57,93,714	30.30	57,93,704	10	99.9998	0.0002
<b>Total .....</b>		<b>6,97,71,900</b>	<b>5,56,14,806</b>	<b>79.7095</b>	<b>5,55,62,899</b>	<b>51,907</b>	<b>99.9067</b>	<b>0.0933</b>



7.	Resolution required : Special		Approval for continuation of holding office of Non-Executive Director of the Corporation, by Mr. A. K. Hirjee (DIN: 00044765), who is above the age of 75 years.					
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	4,59,85,745	4,59,85,745	100.00	4,59,85,745	0	100.00	0
	Poll		0	0	0	0	0	0
	<b>Total</b>	<b>4,59,85,745</b>	<b>4,59,85,745</b>	<b>100.00</b>	<b>4,59,85,745</b>	<b>0</b>	<b>100.00</b>	<b>0</b>
Public Institutions	E-Voting	46,64,996	32,22,894	69.0867	28,93,554	3,29,340	89.7812	10.2188
	Poll		0	0	0	0	0	0
	<b>Total</b>	<b>46,64,996</b>	<b>32,22,894</b>	<b>69.0867</b>	<b>28,93,554</b>	<b>3,29,340</b>	<b>89.7812</b>	<b>10.2188</b>
Public - Non Institutions	E-Voting	1,91,21,159	57,88,947	30.2751	57,88,937	10	99.9998	0.0002
	Poll		4,767	0.0249	4,767	0	100.00	0
	<b>Total</b>	<b>1,91,21,159</b>	<b>57,93,714</b>	<b>30.30</b>	<b>57,93,704</b>	<b>10</b>	<b>99.9998</b>	<b>0.0002</b>
<b>Total .....</b>		<b>6,97,71,900</b>	<b>5,50,02,353</b>	<b>78.8317</b>	<b>5,46,73,003</b>	<b>3,29,350</b>	<b>99.4012</b>	<b>0.5988</b>



8.		Resolution required : Special		Approval for continuation of holding office of Non-Executive Director of the Corporation, by Mr. M. L. Apte (DIN: 00003656), who is above the age of 75 years.				
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	4,59,85,745	4,59,85,745	100.00	4,59,85,745	0	100.00	0
	Poll		0	0	0	0	0	0
	Total	4,59,85,745	4,59,85,745	100.00	4,59,85,745	0	100.00	0
Public Institutions	E-Voting	46,64,996	32,22,894	69.0867	28,91,098	3,31,796	89.7050	10.2950
	Poll		0	0	0	0	0	0
	Total	46,64,996	32,22,894	69.0867	28,91,098	3,31,796	89.7050	10.2950
Public - Non Institutions	E-Voting	1,91,21,159	57,88,947	30.2751	57,87,837	1,110	99.9808	0.0192
	Poll		4,767	0.0249	4,767	0	100.00	0
	Total	1,91,21,159	57,93,714	30.30	57,92,604	1,110	99.9808	0.0192
<b>Total .....</b>		<b>6,97,71,900</b>	<b>5,50,02,353</b>	<b>78.8317</b>	<b>5,46,69,447</b>	<b>3,32,906</b>	<b>99.3947</b>	<b>0.6053</b>



9.		Resolution required : Special		Approval for continuation of holding office of Non-Executive Director of the Corporation, by Mr. D. E. Udwardia (DIN: 00009755), who is above the age of 75 years.				
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	4,59,85,745	4,59,85,745	100.00	4,59,85,745	0	100.00	0
	Poll		0	0	0	0	0	0
	Total	4,59,85,745	4,59,85,745	100.00	4,59,85,745	0	100.00	0
Public Institutions	E-Voting	46,64,996	32,22,894	69.0867	28,42,926	3,79,968	88.2103	11.7897
	Poll		0	0	0	0	0	0
	Total	46,64,996	32,22,894	69.0867	28,42,926	3,79,968	88.2103	11.7897
Public - Non Institutions	E-Voting	1,91,21,159	57,88,947	30.2751	57,88,937	10	99.9998	0.0002
	Poll		4,767	0.0249	4,767	0	100.00	0
	Total	1,91,21,159	57,93,714	30.30	57,93,704	10	99.9998	0.0002
<b>Total .....</b>		<b>6,97,71,900</b>	<b>5,50,02,353</b>	<b>78.8317</b>	<b>5,46,22,375</b>	<b>3,79,978</b>	<b>99.3092</b>	<b>0.6908</b>





10.		Resolution required : Special							Payment of Commission payable to the Non-Executive Directors of the Corporation.	
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	4,59,85,745	4,59,85,745	100.00	4,59,85,745	0	100.00	0		
	Poll		0	0	0	0	0	0		
	Total	4,59,85,745	4,59,85,745	100.00	4,59,85,745	0	100.00	0		
Public Institutions	E-Voting	46,64,996	38,35,347	82.2154	38,35,347	0	100.00	0		
	Poll		0	0	0	0	0	0		
	Total	46,64,996	38,35,347	82.2154	38,35,347	0	100.00	0		
Public - Non Institutions	E-Voting	1,91,21,159	57,88,947	30.2751	57,87,837	1,110	99.9808	0.0192		
	Poll		4,767	0.0249	4,767	0	100.00	0		
	Total	1,91,21,159	57,93,714	30.30	5,792,604	1,110	99.9808	0.0192		
<b>Total .....</b>		<b>6,97,71,900</b>	<b>5,56,14,806</b>	<b>79.7095</b>	<b>5,56,13,696</b>	<b>1,110</b>	<b>99.9980</b>	<b>0.0020</b>		

Note: Number of votes polled does not include invalid votes.

  
(Tushar Shridharani)

Practicing Company Secretary / Membership No.: FCS 2690 /Certificate of Practice No.: 2190

Acknowledgment and countersigned by:

For The Bombay Burmah Trading Corporation, Limited

  
(N. H. Datanwala)

Vice President Corporate & Company Secretary

