

### THE BOMBAY BURMAH TRADING CORPORATION, LIMITED

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

Email: writetous@bbtcl.com Website: www.bbtcl.com

CIN: L99999MH1863PLC000002

14<sup>th</sup> August, 2019

The Secretary BSE Ltd. Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai 400 001. Equity Scrip Code: 501425

Manager — Listing Department, National Stock Exchange of India Ltd., Exchange Plaza, 5th Floor, Plot No.C/1, 'G' Block, Bandra-Kurla Complex, Bandra (E),Mumbai 400 051. Symbol: BBTC EQ

Dear Sir,

## Sub: 154<sup>th</sup> Annual General Meeting (AGM) of the Corporation and Voting Results

This is to inform you that, at the 154<sup>th</sup> Annual General Meeting ('AGM') of the Corporation held on 12<sup>th</sup> August, 2019 at Y B Chavan Auditorium,General Jagannath Bhosale Marg, Mumbai 400 021, all the items of business contained in the Notice of AGM dated 2<sup>nd</sup> July, 2019 were transacted and approved by the Members with requisite majority.

In this regard, please find enclosed the following:

- 1. The details of the combined voting results (i.e. results of the remote e-voting together with the Ballot Voting conducted at the AGM) in the format prescribed under Regulation 44(3) of the Regulations Annexure -I;
- 2. Report of the Scrutinizer dated 14<sup>th</sup> August, 2019 on the combined voting results Annexure-II.

The Voting Results alongwith Scrutinizer's Report are being uploaded on the Corporation's website www.bbtcl.com.

Thanking you, Yours faithfully, For The Bombay Burmah Trading Corporation, Ltd.,

N. H. Datanwala Chief Financial Officer Encl: As above



THE BOMBAY BURMAH TRADING CORPORATION, LIMITED

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Email: <u>writetous@bbtd.com</u> Website: <u>www.bbtd.com</u>

CIN: L99999MH1863PLC000002

Date of the Annual General Meeting	12 <sup>th</sup> August, 2019
Total number of shareholders on record date (i.e. cut-off date for	31,806
voting purpose 5 <sup>th</sup> August, 2019):	
No. of shareholders present in the meeting either in person or	through proxy:
Promoters and Promoter Group:	5
Public:	60
No. of shareholders attended the meeting through Video Conf	erencing:
Promoters and Promoter Group:	Net Appliable
Public:	Not Applicable

#### Agenda-wise

The mode of voting for all resolutions was

- 1. Remote e-voting conducted between 9<sup>th</sup> August, 2019 and 11<sup>th</sup> August, 2019 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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1. Whether pro	Ordinar	omoter	Financial Yea the Board of D (b) the audited	ed Financia r ended 31 <sup>st</sup> Directors and d Consolidat icial Year e	I Statements March, 2019 Auditors there ed Financial St ended 31 <sup>st</sup> Marc	together on; and atement	with the R	eports of
group are in		n the						
agenda/resc Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstandi ng shares (3)=[(2)/( 1)]*100	No. of Votes in favour (4)	No. of Votes - again st (5)	% of Votes in favour on votes polled (6)=[(4)/ (2)*100	% of Votes against on votes polled (7)=[(5) /(2)]*10 0
Promoter And	E- Voting	4,59,99,345	4,59,99,345	100.00	4,59,99,345	0	100.00	0
Promoter	Poll		0	0	0	0	0	0
Group	Total	4,59,99,345	4,59,99,345	100.00	4,59,99,345	0	100.00	0
Public Institutions	E- Voting	50,92,243	41,66,783	81.8261	41,66,783	0	100.00	0
	Poll		0	0	0	0	0	0
<b>D</b> :	Total	50,92,243	41,66,783	81.8261	41,66,783	0	100.00	0
Public - Non	E- Voting	1,86,80,312	56,69,087	30.3479	56,69,087	0	100.00	0
Institutions	Poll		4,606	0.0247	4,605	1	99.9783	0.0217
	Total	1,86,80,312	56,73,693	30.3726	56,73,692	1	100.00	0.0217
Т	otal	6,97,71,900	5,58,39,821	80.0320	5,58,39,820	1	100.00	0



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2.	Resolution <b>Ordinary</b>	on required: /	Declaration of of 31 <sup>st</sup> March, 2019		equity shares	for the f	inancial yea	ar ended
Whether pror group are inte			No					
agenda/resol		une						
Category	Mode	No. of	No. of votes	% of	No. of Votes	No. of	% of	% of
	of	shares held	polled	Votes	– in favour	Votes –	Votes in	Votes
	Voting			Polled on		against	favour on votes	against on
		(1)	(2)	outstand	(4)		polled	votes
		(')	(_)	ing	(')	(5)	ponod	polled
				shares		( )	(6)=[(4)/	•
							(2)*100	(7)=[(5)
				(3)=[(2)/ (1)]*100				/(2)]*10 0
Promoter	E-	4,59,99,345	4,59,99,345	100.00	4,59,99,345	0	100.00	0
And	Voting	-						
Promoter	Poll		0	0	0	0	0	0
Group	Total	4,59,99,345	4,59,99,345	100.00	4,59,99,345	0	100.00	0
Public	E-	50,92,243	41,66,783	81.8261	41,66,783	0	100.00	0
Institutions	Voting	-	•	-		0	-	0
	Poll	50.00.040	0	0	0	0	0	0
Dublia	Total E-	50,92,243	41,66,783	81.8261	41,66,783	0	100.00	0
Public - Non	E- Voting	1,86,80,312	56,69,087	30.3479	56,69,087	0	100.00	0
Institutions	Poll	-	4,606	0.0247	4,605	1	99.9783	0.0217
	Total	1,86,80,312	56,73,693	30.3726	56,73,692	1	100.00	0.0217
	Total	6,97,71,900	5,58,39,821	80.0320	5,58,39,820	1	100.00	0



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	Resolution <b>Drdinary</b>	required:			Mrs.) Minnie Bo rotation and, be			
Whether pr	omoter/ pr	omoter	No					
group are ir		n the						
agenda/res		r					1	
Category	Mode	No. of	No. of votes	% of	No. of Votes	No. of	% of	% of
	of	shares held	polled	Votes	– in favour	Votes –	Votes in	Votes
	Voting			Polled		against	favour	against
			4.5.5	on	<i>(</i>		on votes	on votes
		(1)	(2)	outstan	(4)	(-)	polled	polled
				ding		(5)		
				shares			(6)=[(4)/(4)]	
							(2)*100	(7)=[(5)/(2)]*4.00
				(3)=[(2)/(4)]*4.00				(2)]*100
Dramatar	E-	4 50 00 245	4 50 00 245	(1)]*100	4 50 00 245	0	100.00	0
Promoter And		4,59,99,345	4,59,99,345	100.00	4,59,99,345	0	100.00	0
Promoter	Voting Poll		0	0	0	0	0	0
Group		4 50 00 245		0 100.00	<b>`</b>	0	100.00	0
•	Total	4,59,99,345	4,59,99,345		4,59,99,345			•
Public	E-	50,92,243	41,66,783	81.8261	35,49,646	6,17,137	85.1891	14.8108
Institutions	Voting							
	Poll		0	0	0	0	0	0
	Total	50,92,243	41,66,783	81.8261	35,49,646	6,17,137	85.1891	14.8108
Public -	E-	1,86,80,312	56,69,087	30.3479	56,69,012	75	99.9986	0.0013
Non	Voting							
Institutions	Poll		4,606	0.0247	4,605	1	99.9782	0.0217
	Total 1,86,80,312		56,73,693	30.3726	56,73,617	76	99.9987	0.0013
	Fotal	6,97,71,900	5,58,39,821	80.0320	5,52,22,608	6,17,213	98.8947	1.1053



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	Resolution Ordinary	required:	Re-appointme	ent of Statut	ory Auditors.			
Whether pro group are in agenda/res	nterested i		No					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on	No. of Votes – in favour	No. of Votes – against	% of Votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	outstand ing shares (3)=[(2)/ (1)]*100	(4)	(5)	(6)=[(4)/(2) *100	(7)=[(5)/(2)] *100
Promoter And	E- Voting	4,59,99,345	4,59,99,345	100.00	4,59,99,345	0	100.00	0
Promoter	Poll		0	0	0	0	0	0
Group	Total	4,59,99,345	4,59,99,345	100.00	4,59,99,345	0	100.00	0
Public Institutions	E- Voting	50,92,243	41,66,783	81.8261	41,43,818	22,965	99.4488	0.5511
	Poll		0	0	0	0	0	0
	Total	50,92,243	41,66,783	81.8261	41,43,818	22,965	99.4488	0.5511
Public - Non	E- Voting	1,86,80,312	56,69,087	30.3479	56,66,412	2,675	99.9528	0.0471
Institutions	Poll		4,606	0.0247	4,605	1	99.9782	0.0217
	Total	1,86,80,312	56,73,693	30.3726	56,71,017	2,676	99.9528	0.0472
1	fotal	6,97,71,900	5,58,39,821	80.0320	5,58,14,180	25,641	99.9541	0.0459



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5	Resolutio Ordinary	n required:	Appointment	Appointment of Branch Auditors.				
Whether p	romoter/ p	promoter	No					
group are i	nterested	in the						
agenda/res	solution?							
Category	Mode	No. of	No. of votes	% of	No. of Votes	No. of	% of	% of Votes
	of	shares held	polled	Votes	– in favour	Votes –	Votes in	against on
	Voting			Polled		against	favour on	votes
				on			votes	polled
			(2)	outstand	(4)		polled	
		(1)		ing		(5)		
				shares				(7)=[(5)/(2)]
							(6)=[(4)/(	*100
				(3)=[(2)/			2)*100	
				(1)]*100				
Promoter And	E- Voting	4,59,99,345	4,59,99,345	100.00	4,59,99,345	0	100.00	0
Promoter	Poll		0	0	0	0	0	0
Group	Total	4,59,99,345	4,59,99,345	100.00	4,59,99,345	0	100.00	0
Public	E-	50,92,243	41,66,783	81.8261	41,64,883	1,900	99.9544	0.0455
Institution	Voting							
S	Poll		0	0	0	0	0	0
	Total	50,92,243	41,66,783	81.8261	41,64,883	1,900	99.9544	0.0455
Public -	E-	1,86,80,312	56,69,084	30.3479	56,69,009	75	99.9986	0.0013
Non	Voting							
Institution	Poll		4,606	0.0247	4,605	1	99.9782	0.0217
S	Total	1,86,80,312	56,73,690	30.3726	56,73,614	76	99.9987	0.0013
Т	otal	6,97,71,900	5,58,39,818	80.0320	5,58,37,842	1,976	99.9965	0.0035



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6	Resolutio Ordinary	n required:		Ratification of the remuneration payable to the Cost Auditors of the Corporation for the Financial Year ending 31 <sup>st</sup> March, 2020.					
Whether pr group are i agenda/res	nterested		No						
Category	Mode	No. of	No. of votes	% of	No. of Votes	No. of	% of	% of	
<u>-</u>	of	shares held	polled	Votes	– in favour	Votes	Votes in	Votes	
	Voting			Polled		_	favour	against	
	Ū			on		agains	on votes	on votes	
			(2)	outstand	(4)	t	polled	polled	
		(1)		ing shares					
				(3)=[(2)/ (1)]*100		(5)	(6)=[(4)/ (2)*100	(7)=[(5)/( 2)]*100	
Promoter And	E- Voting	4,59,99,345	4,59,99,345	100.00	4,59,99,345	0	100.00	0	
Promoter	Poll		0	0	0	0	0	0	
Group	Total	4,59,99,345	4,59,99,345	100.00	4,59,99,345	0	100.00	0	
Public Institution	E- Voting	50,92,243	41,66,783	81.8261	41,66,783	0	100.00	0	
S	Poll		0	0	0	0	0	0	
	Total	50,92,243	41,66,783	81.8261	41,66,783	0	100.00	0	
Public - Non	E- Voting	1,86,80,312	56,69,084	30.3479	56,69,009	75	99.9986	0.0013	
Institution	Poll		4,606	0.0247	4,605	1	99.9782	0.0217	
S	Total	1,86,80,312	56,73,690	30.3726	56,73,614	76	99.9987	0.0013	
-	Total	6,97,71,900	5,58,39,818	80.0320	5,58,39,742	76	99.9999	0.0001	



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	Resolution Special	required:	Director, for e	each of the	tion paid to N financial year amended Section	s i.e. 201	6-17, 2017	-18 and
Whether pro	moter/ pro	omoter	Yes					
group are in		n the						
agenda/resc	lution?				1			1
Category	Mode	No. of	No. of votes	% of	No. of Votes	No. of	% of	% of
	of	shares held	polled	Votes	– in favour	Votes –	Votes in	Votes
	Voting			Polled		against	favour	agains
			(2)	on outstand	(4)		on votes	t on votes
		(1)	(2)	ing	(4)	(5)	polled	polled
		(1)		shares		(3)		polieu
				onaroo			(6)=[(4)/	
				(3)=[(2)/ (1)]*100			(2)*100	(7)=[(5 )/(2)]*1 00
Promoter And	E-	4,59,99,345	4,59,99,345	100.00	4,59,99,345	0	100.00	0
Promoter	Voting Poll		0	0	0	0	0	0
Group	Total	4,59,99,345	4,59,99,345	100.00	4,59,99,345	0	100.00	0
Public	E-	50,92,243	41,66,783	81.8261	40,87,544	79,239	98.0983	1.9017
Institutions	Voting		,		,			
	Poll		0	0	0	0	0	0
	Total	50,92,243	41,66,783	81.8261	40,87,544	79,239	98.0983	1.9017
Public -	E-	1,86,80,312	56,69,087	30.3479	56,65,899	3,188	99.9438	0.0562
Non	Voting							
Institutions	Poll		4,606	0.0247	4,605	1	99.9783	0.0217
	Total	1,86,80,312	56,73,693	30.3726	56,70,504	3,189	99.9438	0.0562
T	fotal	6,97,71,900	5,58,39,821	80.0320	5,57,57,393	82,428	99.8525	0.1476



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	Resolutior <b>Special</b>	n required:			ayable to Mr. N his tenure, i.e. 2			
Whether pr	omoter/ pi	romoter	Yes					
group are i	nterested i	in the						
agenda/res	olution?	-						
Category	Mode	No. of	No. of votes	% of Votes	No. of Votes	No. of	% of	% of
	of	shares held	polled	Polled on	– in favour	Votes –	Votes in	Votes
	Voting			outstanding		against	favour	against
				shares			on votes	on votes
			(2)		(4)	(-)	polled	polled
		(1)		(3)=[(2)/(1)] *100		(5)		
							(6)=[(4)/ (2)*100	(7)=[(5)/ (2)]*100
Promoter	E-	4,59,99,34	4,59,99,345	100.00	4,59,99,345	0	100.00	0
And	Voting	5						
Promoter	Poll		0	0	0	0	0	0
Group	Total	4,59,99,34 5	4,59,99,345	100.00	4,59,99,345	0	100.00	0
Public Institutions	E- Voting	50,92,243	41,66,783	81.8261	40,87,544	79,239	98.0983	1.9017
	Poll		0	0	0	0	0	0
	Total	50,92,243	41,66,783	81.8261	40,87,544	79,239	98.0983	1.9017
Public -	E-	1,86,80,31	56,69,087	30.3479	56,65,899	3,188	99.9438	0.0562
Non	Voting	2						
Institutions	Poll		4,606	0.0247	4,605	1	99.9783	0.0217
	Total	1,86,80,31 2	56,73,693	30.3726	56,70,504	3,189	99.9438	0.0562
	Fotal	6,97,71,90 0	5,58,39,821	80.0320	5,57,57,393	82,428	99.8524	0.1476



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	Resolution Drdinary	required:		of Dr. Y. S. P. Director of the	Thorat (DIN: 0 Corporation.	0135258) a	as the Non-	Executive
Whether pro	omoter/ pr	omoter	No					
group are in	terested i	n the						
agenda/resc	olution?							
Category	Mode	No. of	No. of votes	% of Votes	No. of Votes	No. of	% of	% of
	of	shares held	polled	Polled on	– in favour	Votes –	Votes in	Votes
	Voting			outstanding		against	favour	against
				shares			on votes	on votes
		(1)	(2)		(4)	(-)	polled	polled
		(1)		(3)=[(2)/(1)]		(5)		
				*100			$(c) \Gamma(A)/$	
							(6)=[(4)/(2)*100)	(7)=[(5)/(2)]*100
Promoter	E-	4,59,99,345	4,59,99,345	100.00	4,59,99,345	0	(2)*100 100.00	(2)]*100
And	⊑- Voting	4,59,99,545	4,59,99,545	100.00	4,59,99,545	0	100.00	0
Promoter	Poll		0	0	0	0	0	0
Group	Total	4,59,99,345	4,59,99,345	100.00	4,59,99,345	0	100.00	0
Public	E-	50,92,243	41,66,783	81.8261	41,66,783	0	100.00	0
Institutions	Voting	00,0_,_ 10	,	0	,	, i i i i i i i i i i i i i i i i i i i		C C
	Poll		0	0	0	0	0	0
	Total	50,92,243	41,66,783	81.8261	41,66,783	0	100.00	0
Public -	E-	1,86,80,312	56,69,087	30.3479	56,67,927	1,160	99.9795	0.0205
Non	Voting							
Institutions	Poll		4,606	0.0247	4,605	1	99.9783	0.0217
	Total	1,86,80,312	56,73,693	30.3726	56,72,532	1,161	99.9795	0.0205
Т	otal	6,97,71,900	5,58,39,821	80.0320	5,58,38,660	1,161	99.9979	0.0021



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10.	Resolution Ordinary	required:			sh Kumar Jairath irector of the Corp		391684) as	the Non-
Whether p	romoter/ pr	omoter	No					
group are								
agenda/res								
Category	Mode	No. of shares	No. of votes	% of	No. of Votes –	No. of	% of	% of
	of	held	polled	Votes	in favour	Votes –	Votes in	Votes
	Voting			Polled		against	favour	against
			(2)	on	(4)		on votes	on votes
		(1)		outstand		(5)	polled	polled
				ing				
				shares			(6)=[(4)/(4)]	(7)=[(5)/
				(3)=[(2)/(1)]*100			(2)*100	(2)]*100
Promoter	E-	4,59,99,345	4,59,99,345	(1)]*100 100.00	1 50 00 245	0	100.00	0
And	Ľ- Voting	4,59,99,545	4,59,99,545	100.00	4,59,99,345	0	100.00	0
Promoter	Poll		0	0	0	0	0	0
Group	Total	4,59,99,345	4,59,99,345	100.00	4,59,99,345	0	100.00	0
Public	E-	50,92,243	41,66,783	81.8261	41,45,718	21,065	99.4944	0.5055
Institutions	Voting	, ,	, ,		, ,	,		
	Poll		0	0	0	0	0	0
	Total	50,92,243	41,66,783	81.8261	41,45,718	21,065	99	0.5055
Public -	E-	1,86,80,312	56,69,087	30.3479	56,67,952	1,135	99.9800	0.0200
Non	Voting							
Institutions			4,606	0.0247	4,605	1	99.9783	0.0217
	Total	1,86,80,312	56,73,693	30.3726	56,72,557	1,136	99.9800	0.0200
	Total	6,97,71,900	5,58,39,821	80.0320	5,58,17,620	22,201	99.9602	0.0398



THE BOMBAY BURMAH TRADING CORPORATION, LIMITED

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

Email: <u>writetous@bbtcl.com</u> Website: <u>www.bbtcl.com</u>

11	Resolution Ordinary	n required:			Gauri Kirloskar Director of the C			the Non-
Whether pro	moter/ pror	noter	No					
group are in								
agenda/resc	plution?			P				
Category	Mode of	No. of	No. of votes	% of	No. of Votes	No. of	% of	% of
	Voting	shares held	polled	Votes Polled	– in favour	Votes –	Votes in favour	Votes against
			(2)	on	(4)	against	on votes	on votes
		(1)	(2)	outstan ding	(4)	(5)	polled	polled
				shares (3)=[(2) /(1)]*10 0			(6)=[(4)/ (2)*100	(7)=[(5)/( 2)]*100
Promoter	E-Voting	4,59,99,345	4,59,99,345	100.00	4,59,99,345	0	100.00	0
And	Poll		0	0	0	0	0	0
Promoter Group	Total	4,59,99,345	4,59,99,345	100.00	4,59,99,345	0	100.00	0
Public Institutions	E-Voting	50,92,243	41,66,783	81.826 1	41,66,783	0	100.00	0
	Poll		0	0	0	0	0	0
	Total	50,92,243	41,66,783	81.826 1	41,66,783	0	100.00	0
Public - Non	E-Voting	1,86,80,312	56,69,087	30.347 9	56,67,977	1,110	99.9804	0.0196
Institutions	Poll		4,606	0.0247	4,605	1	99.9783	0.0217
	Total	1,86,80,312	56,73,693	30.372 6	56,72,582	1,111	99.9804	0.0196

TUSHAR SHRIDHARANI

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

Tel.: (022) 2208 5764 / 2208 5765	Address: 10, New Marine Lines
	417, Jolly Bhavan No. 1
Email: tushar@tusharshri.com	Mumbai – 400 020
Web.: www.tusharshri.com	

# 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]

14<sup>th</sup> August, 2019

To,

The Chairman of the 154<sup>th</sup>Annual General Meeting of the Equity Shareholders of The Bombay Burmah Trading Corporation, Limited held on 12<sup>th</sup>August, 2019 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 154<sup>th</sup>Annual General Meeting.

Dear Sir,

I, Tushar Shridharani, Practicing Company Secretary was appointed as a Scrutinizer by the Board of Directors of The Bombay Burmah Trading Corporation, Limited ("Company" / "Corporation") at its Meeting held on2<sup>nd</sup> July, 2019, 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-Fourth Annual General Meeting ("AGM") of the Company, which was held on 12<sup>th</sup> August, 2019.

Members of the Company 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 9<sup>th</sup>August, 2019 and ended at 5.00 p.m. on the 11<sup>th</sup>August, 2019 (both Indian Standard Time - IST). A few members of the Company 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 Company and relevant authorizations / proxies lodged with the Company. 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 or your authorized representatives are requested to acknowledge receipt of this report.

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(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 154<sup>th</sup>AGM of Company, which was held on 12<sup>th</sup>August, 2019 at 3.45 p.m. at Y B Chavan Auditorium, General Jagannath Bhosale Marg, Mumbai – 400 021; we, Krishma Shah (residing at 301, 3<sup>rd</sup> Floor, Sunita Apt CHS, Kush Pearl, Plot No. 17, Sameer Chandawarkar Road, Dahanukarwadi, Kandivali West, Mumbai – 400067) and Dhara Savla(residing at 9, Sunny Dale, Opp. Lok Bharti, Marol Maroshi Road, Andheri (East), Mumbai – 400059) hereby confirm our witnessing the following-

- a) after completion of the VotingProcess through E-Voting and BallotPaper 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 unblocked 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:

(Krishma Shah ) B. Com., ACS, LLB

Date: 12<sup>th</sup> August, 2019 Place: Mumbai Witness 2:

(Dhara Savla) B. Com., Gen. LLB

Annexure 1	
Date of the Annual General Meeting	12 <sup>th</sup> August, 2019
Total number of shareholders on record date (i.e. cut-off date for voting purpose 5 <sup>th</sup> August, 2019):	31,806
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group:	5
Public:	60
No. of shareholders attended the meeting through Video Conferencing:	
Promoters and Promoter Group:	Net Applicable
Public:	Not Applicable



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				Annexu	re 2			
1.	Resolution Ordinary	required:	To receive, cons	ider and adopt:				
			(b) the audited	Financial Statements of of the Board of Direct Consolidated Financia ith the Report of the A	ors and Auditors tl I Statements of th	hereon; and		
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	E-Voting	4,59,99,345	4,59,99,345	100.00	4,59,99,345	0	100.00	0
And	Poll		0	0	0	0	0	0
Promoter Group	Total	4,59,99,345	4,59,99,345	100.00	4,59,99,345	0	100.00	0
Public	E-Voting	50,92,243	41,66,783	81.8261	41,66,783	0	100.00	0
nstitutions	Poll		0	0	0	0		
	Total	50,92,243	41,66,783	81.8261	41,66,783	0	0	0
Public -	E-Voting	1,86,80,312	56,69,087	30.3479	56,69,087	0	100.00	0
Non	Poll	1	4,606	0.0247	4,605	1	99.9783	0
nstitutions	Total	1,86,80,312	56,73,693	30.3726	56,73,692	1	100.00	0.0217
	Total	6,97,71,900	5,58,39,821	80.0320	5,58,39,820	1	100.00	0.0217



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2.	Resolution Ordinary	required:	Declaration of d	Declaration of dividend on equity shares for the financial year ended 31 <sup>st</sup> March, 2019.								
		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				
	0.000.00.00	(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)*100	(7)=[(5)/(2)]*100				
Promoter	E-Voting	4,59,99,345	4,59,99,345	100.00	4,59,99,345	0	100.00	0				
And Promoter	Poll		0	0	0	0	0	0				
Group	Total	4,59,99,345	4,59,99,345	100.00	4,59,99,345	0	100.00	0				
Public	E-Voting	50,92,243	41,66,783	81.8261	41,66,783	0	100.00	0				
Institutions	Poll		0	0	0	0	100.00	0				
a an	Total	50,92,243	41,66,783	81.8261	41,66,783	0	100.00	0				
Public -	E-Voting	1,86,80,312	56,69,087	30.3479	56,69,087	0	100.00	0				
Non Institutions	Poll		4,606	0.0247	4,605	1	99.9783	0.0217				
	Total	1,86,80,312	56,73,693	30.3726	56,73,692	1	100.00	0.0217				
	Total	6,97,71,900	5,58,39,821	80.0320	5,58,39,820	1	100.00	0.0217				



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3.	Resolution re Ordinary	equired:	Re-appointme being eligible,	retires by rotation and,				
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	E-Voting	4,59,99,345	4,59,99,345	100.00	4,59,99,345	0	100.00	0
And	Poll	,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,	0	0	0	0	0	0
Promoter Group	Total	4,59,99,345	4,59,99,345	100.00	4,59,99,345	0	100.00	0
Public	E-Voting	50,92,243	41,66,783	81.8261	35,49,646	6,17,137	85.1891	14.8108
Institutions	Poll		0	0	0	0	0	0
	Total	50,92,243	41,66,783	81.8261	35,49,646	6,17,137	85.1891	14.8108
Public -	E-Voting	1,86,80,312	56,69,087	30.3479	56,69,012	75	99.9986	0.0013
Non	Poll	1,00,00,012	4,606	0.0247	4,605	1	99.9782	0.0217
Institutions	Total	1,86,80,312	56,73,693	30.3726	56,73,617	76	99.9987	0.0013
	Total	6,97,71,900	5,58,39,821	80.0320	5,52,22,608	6,17,213	98.8947	1.1053



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4.	Resolution required:	•	Re-appointme	Re-appointment of Statutory Auditors.							
Category	Ordinary 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	against on votes polled			
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)*100	(7)=[(5)/(2)]*100			
			4,59,99,345	100.00	4,59,99,345	0	100.00	0			
Promoter	E-Voting	4,59,99,345	4,55,55,545	0	0	0	0	0			
And Promoter	Poll			100.00	4,59,99,345	0	100.00	0			
Group	Total	4,59,99,345	4,59,99,345			22,965	99.4488	0.5511			
Public Institutions	E-Voting	50,92,243	41,66,783	81.8261	41,43,818	22,905		0			
Public Institutions		CALCULATION OF THE PARTY OF	0	0	0	0	0				
	Poll			81.8261	41,43,818	22,965	99.4488	0.5511			
	Total	50,92,243	41,66,783	and the second	56,66,412	2,675	99.9528	0.0471			
Public -	E-Voting	1,86,80,312	56,69,087	30.3479		1	99.9782	0.0217			
Non Institutions	Poll		4,606	0.0247	4,605	2 070	Contractor of the Contractor of the Contractor of the	0.0472			
Non institutions	Total	1,86,80,312	56,73,693	30.3726	56,71,017	2,676		0.0459			
	Total	6,97,71,900	5,58,39,821	80.0320	5,58,14,180	25,641	99.9541	0.0435			



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5.	Resolution required:		Appointment	of Branch Auditors.		No. of	% of Votes in	% of Votes
Category	Ordinary Mode of Voting	No. of	No. of votes	% of Votes Polled on	No. of Votes – in	No. of Votes –	favour on votes polled	against on votes polled
Category		shares held	polled	outstanding shares	favour	against	police	
			(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)*100	(7)=[(5)/(2)]*100
		(1)			4,59,99,345	0	100.00	
		4,59,99,345	4,59,99,345	100.00	4,55,55,510	0	0	
Promoter	E-Voting	1,00,00	0	0		0	100.00	and the second second second
And Promoter	Poll Total	4,59,99,345	Service and the service of the servi	100.00	4,59,99,345 41,64,883	1,900	99.9544	0.045
Group		50,92,243	41,66,783	81.8261		-	0	
Public	E-Voting	50,52,2	0	0	0	A REAL PROPERTY AND A REAL PROPERTY.	99.9544	0.04
Institutions	Poll			81.8261	41,64,883		99.9986	0.00
	Total	50,92,243		20.2470	56,69,009	75		
	E-Voting	1,86,80,312	56,69,084	0.0247	4,605		99.9782	0.00
Public -			4,606	20 2726	56,73,614	. 76		0.00
on Institutions	Poll	1,86,80,312	56,73,690			NAME OF TAXABLE PARTY OF TAXABLE PARTY.	99.9965	0.00
	Total			80.0320	5,50,57,6			



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6.	Resolution required: Ordinary		Ratification of Financial Year	Ratification of the remuneration payable to the Cost Auditors of the Corporation for the Financial Year ending 31 <sup>st</sup> March, 2020.						
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	against on votes polled		
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)*100	(7)=[(5)/(2)]*100		
		(1)		100.00	4,59,99,345	0	100.00	(		
Promoter	E-Voting	4,59,99,345		0	0	0	0			
	Poll		0	100.00	4,59,99,345	0	100.00			
And Promoter	Total	4,59,99,345		CONTRACTOR AND A CONTRACTOR OF	41,66,783	0	100.00			
Group	E-Voting	50,92,243	41,66,783	81.8261		0	0			
<b>Public Institutions</b>			0	0	0	0	100.00			
	Poll Total	50,92,243	41,66,783	81.8261	41,66,783			0.001		
	and the second second second second second second	1,86,80,312		30.3479	56,69,009		00.0702	0.021		
Public -	E-Voting	1,00,00,012	4,606		4,605			0.001		
Non Institutions	Poll	1 00 00 212	Contraction of the owner of the owner of the							
	Total Total	the second se			5,58,39,742	76	99.9999	Under		



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7.	Resolution require Special	ed:	Approval for remuneration paid to Mr. Ness Wadia, Managing Director, for each of t years i.e. 2016-17, 2017-18 and 2018-19 pursuant to the amended Section Companies Act, 2013.						
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	
				100.00	4,59,99,345	0	100.00	C	
Promoter	E-Voting	4,59,99,345	4,59,99,345	0	0	0	0	(	
And Promoter Group	Poll		0	100.00	4,59,99,345	0	100.00	(	
	Total	4,59,99,345	4,59,99,345		and the second se	79,239	98.0983	1.9017	
Public Institutions	E-Voting	50,92,243	41,66,783	81.8261	40,87,544				
Fublic Institutions			0	0	0	0	0	1.001	
	Poll	50,92,243	41,66,783	81.8261	40,87,544	79,239	98.0983	1.901	
	Total	and the second sec		30.3479	56,65,899	3,188	99.9438	0.0562	
Public -	E-Voting	1,86,80,312	4,606	0.0247	4,605	1	99.9783	0.021	
Non Institutions	Poll		the second of the second se	30.3726	56,70,504	3,189	99.9438	0.0562	
	Total Total	1,86,80,312 6,97,71,900	the second se	80.0320	5,57,57,393	82,428	99.8525	0.147	



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8.	Resolution required Special	1:	Approval for period of his	Approval for remuneration payable to Mr. Ness Wadia, Managing Director, for the remaining period of his tenure, i.e. 1 <sup>st</sup> April, 2019 upto 31 <sup>st</sup> March, 2021.						
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 (5)	% of Votes in favour on votes polled (6)=[(4)/(2)*100	% of Votes against on votes polled (7)=[(5)/(2)]*100		
		(1)	(2)	(3)=[(2)/(1)]*100	(4)			() [(0)/(-/]		
Promoter	E-Voting	4,59,99,345	4,59,99,345	100.00	4,59,99,345	0	100.00	0		
	Poll		0	0	0	0	0	0		
And Promoter Group	Total	4,59,99,345	4,59,99,345	100.00	4,59,99,345	0	100.00	0		
		50,92,243	and the second se	81.8261	40,87,544	79,239	98.0983	1.9017		
Public Institutions	E-Voting	50,92,245	41,66,783			0	0	0		
	Poll		0	0	0		98.0983	1.9017		
	Total	50,92,243	41,66,783	81.8261	40,87,544	79,239		0.0562		
D. His	E-Voting	1,86,80,312	56,69,087	30.3479	56,65,899	3,188	99.9438			
Public -		1	4,606	0.0247	4,605	1	99.9783	0.0217		
Non Institutions	Poll	1 00 00 212	56,73,693	30.3726	56,70,504	3,189	99.9438	0.0562		
	Total Total	1,86,80,312 6,97,71,900	5,58,39,821	80.0320	5,57,57,393	82,428	99.8524	0.1476		



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9.	Resolution required: Ordinary		Appointment of the Corpo		rat (DIN: 00135	5258) as the	Non-Executive Ind	ependent Director
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	E-Voting	4,59,99,345	4,59,99,345	100.00	4,59,99,345	0	100.00	0
And Promoter	Poll		0	0	0	0	0	0
Group	Total	4,59,99,345	4,59,99,345	100.00	4,59,99,345	0	100.00	0
Public Institutions	E-Voting	50,92,243	41,66,783	81.8261	41,66,783	0	100.00	0
	Poll	1	0	0	0	0	0	0
	Total	50,92,243	41,66,783	81.8261	41,66,783	0	100.00	0
Public -	E-Voting	1,86,80,312	56,69,087	30.3479	56,67,927	1,160	99.9795	0.0205
Non Institutions	Poll		4,606	0.0247	4,605	1	99.9783	0.0217
	Total	1,86,80,312	56,73,693	30.3726	56,72,532	1,161	99.9795	0.0205
	Total	6,97,71,900	5,58,39,821	80.0320	5,58,38,660	1,161	99.9979	0.0021



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10.	Resolution required:		Appointment of Director of the	of Mr. Vinesh Kuma Corporation.				
	Ordinary		No. of	% of Votes	No. of	No. of	% of Votes in favour on votes	% of Votes against on votes
Category	Mode of Voting	No. of shares held	votes	Polled on outstanding	Votes – in favour	Votes – against	polled	polled
	·		polled	shares (3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)*100	(7)=[(5)/(2)]*100
		(1)	(-7		4,59,99,345	0	100.00	
	· · · · · · · · · · · · · · · · · · ·	4,59,99,345	4,59,99,345	100.00	4,59,55,545	0	0	
Promoter	E-Voting	1	0	0	4,59,99,345	0	100.00	0.505
And Promoter	Poll	4,59,99,345	4,59,99,345	100.00	41,45,718	21,065	99.4944	0.50.
Group		50,92,243	41,66,783	81.8261		0	0	
Public Institutions	E-Voting		0	0	41,45,718	21,065	99.4945	0.50
	Poll	50,92,243	41,66,783	81.8261		1,135	99.9800	0.02
	Tota	1,86,80,312		30.34/9	4,605	1	99.9783	0.02
Public -	E-Voting		4,606	0.0247		1 100	99.9800	0.07
Non Institutions	Poll	1,86,80,312	56,73,693	30.3726			00.000	0.03
	Tota Total	000		00 0270	5,58,17,020			



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11	Ordinary		Appointment of Mrs. Gauri Kirloskar (DIN: 03366274) as the Non-Executive Independent Director of the Corporation.					
			No. of	% of Votes	No. of	No. of Votes –	% of Votes in favour on votes	% of Votes against on votes
Category	Mode of Voting	shares held	votes polled	Polled on outstanding	Votes – in favour	against	polled	polled
			(2)	shares (3)=[(2)/(1)]*100	(4) 4,59,99,345	(5)	(6)=[(4)/(2)*100	(7)=[(5)/(2)]*100
		(1)				0	100.00	
		4,59,99,345	4,59,99,345	100.00	4,59,99,949	0	0	
Promoter	E-Voting		0	0	1 50 00 245	0	100.00	
And Promoter	Poll	1 4,59,99,345	4,59,99,345	100.00	4,59,99,345	0	100.00	
Group	Tota	50,92,243		81.8261	41,66,783	-	0	
Public Institutions	E-Voting	50,92,245	0	0	0	0	100.00	
	Poll			81.8261	41,66,783	0	00.0004	0.010
	Tota			00.2470	56,67,977	1,110	99.9804	0.021
	E-Voting	1,86,80,312	56,69,087	0.0247		1	99.9783	0.010
Public -	Poll		4,606	20.2726		1,111	99.9804	
Non Institutions	Tot	al 1,86,80,312	56,73,693				00 0000	0.002
	Total	C 07 71 000		80.0320	5,56,56,710			

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

Joudesani

(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) Chief Financial Officer



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