

Regd. Office : Hazi Rattan Link Road, Bathinda-151005 Ph. : 0164-2240163, 2240443, 2211628

Fax: 0164-5003638 Website: www.bcl.ind.in Email: bcl@mittalgroup.co.in CIN: L24231PB1976PLC003624

TO

25.07.2018

BSE LIMITED .

FLOOR 25, FEROZE JEEJEEBHOY TOWERS, DALAL STREET, MUMBAI- 400001

(PHONES: 022-22721233-34 FAX:22722082, 22722037

SCRIP CODE: 524332

Reg:

a. Outcome of Postal Ballot

 b. Submission of Voting Results pursuant to Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015.

Dear Sirs,

We wish to inform you that the Members of the Company have approved by way of Postal Ballot, the following Resolutions under the Companies Act, 2013 as set out in the Notice of Postal Ballot dated 30th May, 2018, with requisite majority:

Ordinary Resolution

Increase in authorised share capital of the Company and make consequent changes in Memorandum of Association of the company

Special Resolutions

- 2. Adoption of new set of Memorandum of Association of the Company
- 3. Adoption of new set of Articles of Association of the Company
- Raising of further Capital/funds by Issue of Equity Shares/Securities through Qualified Institutions Placement on a Private Placement basis to the Qualified Institutional Buyers ("QIBs")

Further, pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are enclosing herewith the result of the voting by Postal Ballot (including e-voting). We are also enclosing Scrutinizer's Report dated July 25, 2018 submitted by Mr. Sourabh Parnami, Prop. S. Parnami & Associates, Practicing Company Secretary, Bathinda.

The same will be uploaded on the website of the Company (www.bcl.ind.in) and also on the website of CDSL. This is for your information and record thereon.

For BCL Industries Limited

(Formerly known as BCL Industry astructures Ltd.)

(GURINDER SINGH MAKKAR)
COMPANY SECRETARY

Voting results	
Date of Postal Ballot Notice Record date	30 th May, 2018 01-06-2018
Total number of shareholders on record date	10917
Voting Start Date	25 th June, 2018
Voting end date	24 th July, 2018
No. of shareholders present in the meeting either in person or through proxy	
a) Promoters and Promoter group (9 folios voted in evoting to Postal Ballot)	NOT APPLICABLE
b) Public (12 folios voted in evoting to Postal Ballot)	NOT APPLICABLE
No. of shareholders attended the meeting through video conferencing	
a) Promoters and Promoter group	NOT APPLICABLE
b) Public	NOT APPLICABLE
No. of resolution passed in the meeting	4

For BCL Industries Limited (Formerly known as BCL Industries & Infrastructures Liu.)

Company Secretary

Home

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Scrip code	524332
NSE Symbol	
MSEI Symbol	
ISIN	INE412G01016
Name of the company	BCL INDUSTRIES LIMITED
Type of meeting	Postal Ballot
Date of the meeting / Date of declaration of results (in case of Postal Ballot)	25-07-2018
Start time of the meeting	

Prev

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SCL Industries Limited Infrastructures Ltd.)

Company Secretary

Home

Validate

Scrutinizer Det	tails
Name of the Scrutinizer	SOURABH PARNAMI
Firms Name	S PARNAMI & ASSOCIATES
Qualification	CS
Membership Number	F9396
Date of Board Meeting in which appointed	30-05-2018
Date of Issuance of Report to the company	25-07-2018

Prev

Next

For BCL Industries Limited (Formerly known as BCL Industries & Infrastructures Ltd.)

Company Secretary

Whether promoter/	0							
Whether promoter/	Kes	Resolution required: (Ordinary / Special)	linary / Special)			Ordinary		
	promoter group are	Whether promoter/promoter group are interested in the agenda/resolution?	nda/resolution?			No		
		Description of resolution considered	tion considered	INCREASE IN AUTHO	DRIZED SHARE CAPIT IN MEMORANDUN	NIZED SHARE CAPITAL OF THE COMPANY AND MAKE COIN MEMORANDUM OF ASSOCIATION OF THE COMPANY	NY AND MAKE CON	INCREASE IN AUTHORIZED SHARE CAPITAL OF THE COMPANY AND MAKE CONSEQUENT CHANGES IN MEMORANDUM OF ASSOCIATION OF THE COMPANY
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
E-Voting			8733947	99.5341	8733947	0	100.0000	0.0000
Promoter and Poll		8774827	0	0.0000	0	0	0	0
Promoter Group Postal Bal	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
Total		8774827	8733947	99.5341	8733947	0	100.0000	0.0000
E-Voting			0	0	0	0	0.0000	0.0000
Public- Poll		0	0	0	0	0	0.0000	0.0000
Institutions Postal Bal	Postal Ballot (if applicable)		0	0	0	0	0.0000	0.0000
Total		0	0	0.0000	0	0	0.0000	0.0000
E-Voting			887349	12.8023	887349	0	100.0000	0.0000
Public- Non Poll		6931173	0	0.0000	0	0	0	0
Institutions Postal Bal	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
Total		6931173	887349	12.8023	887349	0	100.0000	0.0000
	Total	15706000	9621296	61.2587	9621296	0	100.0000	0.0000
				•	Whether resolution is Pass or Not.	is Pass or Not.	٨	Yes
					Disclosure of r	Disclosure of notes on resolution		Add Notes

* this fields are optional

Details of Invalid votes	votes
Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	0
Public - Non Insitutions	0

For BCL Industries Limited (Formerly known as BCL Industries & Infrastructures Ltd.)

Company Secretary

			Resc	Resolution (2)				
	Res	Resolution required: (Ordinary / Special)	dinary / Special)			Special		
Whether	Whether promoter/promoter group are interested in the agenda/resolution?	interested in the ager	nda/resolution?			No		
		Description of resolution considered	tion considered	ADOPTION	ADOPTION OF NEW SET OF MEMORANDUM OF ASSOCIATION OF THE COMPANY	MORANDUM OF A	SSOCIATION OF THE	COMPANY
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)/(5)]*100
	E-Voting		8733947	99.5341	8733947	J	0 100.0000	0.0000
Promoter and	Poll	8774827	0	0.0000	0	J	0 0	0
Promoter Group			0	0.0000	0		0	0 0
	Total	8774827	8733947	99.5341	8733947		0 100.0000	0.0000
	E-Voting		0	0	0		0.0000	0.0000
Public-	Poll	0	0	0	0		0.0000	0.0000
Institutions	Postal Ballot (if applicable)		0	0	0		0.0000	0.0000
	Total	0	0	0.0000	0		0.0000	0.0000
	E-Voting		887349	12.8023	887349		0 100.0000	0.0000
Public- Non	Poll	6931173	0	0.0000	0		0	0
Institutions	Postal Ballot (if applicable)		0	0.0000	0		0	0
	Total	6931173	887349	12.8023	887349		0 100.0000	0.0000
	Total	15706000	9621296	61.2587	9621296		0 100.0000	0.0000
					Whether resolution is Pass or Not.	is Pass or Not.		Yes
					Disclosure of	Disclosure of notes on resolution		Add Notes

For BCL Industries Limited (Formerly known as 89- Industries Mastructures Ltd.)

No. of Votes

Details of Invalid Votes

* this fields are optional

Promoter and Promoter Group

Category

Public Insitutions Public - Non Insitutions

(Formerly known as by many)

ome

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Promoter/promoter group are interested in the agenda/resolution considered ADOPTION OF NEW SET OF ARSOCIATION OF THE COMPANY				Resc	Resolution (3)				
No. of shares held No. of votes No. of votes		Res	olution required: (Ore	dinary / Special)			Special		
Mode of voting No. of shares held No. of votes polled No.	Whether	promoter/promoter group are	interested in the age	nda/resolution?			No		
Mode of voting			Description of resolu	tion considered	ADOPT	ION OF NEW SET OF	ARTICLES OF ASSO	CIATION OF THE CO	MPANY
Conting Cont	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
E-Voting 8738947 99.5341 8733947 99.5341 8733947 0.00000 0 <td></td> <td></td> <td>(1)</td> <td>(2)</td> <td>(3)=[(2)/(1)]*100</td> <td>(4)</td> <td>(5)</td> <td>(6)=[(4)/(2)]*100</td> <td>(7)=[(5)/(2)]*100</td>			(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
poll 8774827 0 0,0000 0		E-Voting		8733947		8733947	0		0.0000
Total Ballot (if applicable) 8774827 8733947 99.5341 8733947 99.5341 8733947 99.6341 8733947 99.6341 8733947 99.6341 8733947 99.6341 8733947 99.6341 8733947 99.6341 99.	Promoter and	Poll	8774827	0			0		0
F-Voting F-Voting 8774827 8733947 99.5341 8733947 0 100.0000 Foll Poll Poll 0	Promoter Group			0					0
F-Voting		Total	8774827	8733947		8733947	0		0.0000
ions Poll Ballot (if applicable) 0 <th< td=""><td></td><td>E-Voting</td><td></td><td>0</td><td></td><td></td><td></td><td></td><td>0.0000</td></th<>		E-Voting		0					0.0000
Ions Postal Ballot (if applicable) 0 0 0 0 0.0000 0 0.0000 0 0.0000 0 0.0000 0 0.0000 0 0.0000 0 0.0000 0	Public-	Poll	0						0.0000
Total Countries Co	nstitutions	Postal Ballot (if applicable)		0					0.0000
E-Voting 887349 12.8023 887349 0 100.0000 Poll Postal Ballot (if applicable) 6931173 0 0.0000 0 0 0 0.0000 0		Total	0						0.0000
Poll 6931173 0 0.0000 0		E-Voting		887349					0.0000
Postal Ballot (if applicable) 0 0.0000 0	Public- Non	Poll	6931173	0					0
Total 15706000 9621296 61.2587 9621296 61.2587 9621296 100.0000 100.0000	Institutions	Postal Ballot (if applicable)		0					0
15706000 9621296 61.2587 9621296 0 100.0000 Whether resolution is Pass or Not. Yes		Total	6931173	887349					0.0000
rtion		Total	15706000	9621296					0.0000
						Whether resolution	is Pass or Not.		Yes
						Disclosure of	notes on resolution		Notes

* this fields are optional

Details of Invalid Votes	Votes
Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	0
Public - Non Insitutions	0

For BCL Industries Limited (Formerly known as BCL Industries & Infrastructures Ltd.)

Company Secretary

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Whether p								
Whether p	Res	Resolution required: (Ordinary / Special)	dinary / Special)			Special		
	Whether promoter/promoter group are interested in the agenda/resolution?	interested in the age	nda/resolution?			No		
		Description of resolution considered	rtion considered	RAISING OF FUR QUALIFIED INST	RAISING OF FURTHER CAPITAL/FUNDS BY ISSUE OF EQUITY SHARES/ SECURITIES THROUGH QUALIFIED INSTITUTIONS PLACEMENT ON A PRIVATE PLACEMENT BASIS TO THE QUALIFIED	OS BY ISSUE OF EQUATION A PRIVATE PL	JITY SHARES/ SECUR LACEMENT BASIS TO	THE QUALIFIED
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)/(5)]*100
	E-Voting		8733947	99.5341	8733947	0	100.0000	0.0000
Promoter and	Poll	8774827	0	0.0000	0	0	0	0
Promoter Group	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	8774827	8733947	99.5341	8733947	0	100.0000	0.0000
	E-Voting		0	0	0	0	0.0000	0.0000
Public-	Poll	0	0	0	0	0	0.0000	0.0000
Institutions	Postal Ballot (if applicable)		0	0	0	0	0.0000	0.0000
	Total	0	0	0.0000	0	0	0.0000	0.0000
	E-Voting		887349	12.8023	887349	0	100.0000	0.0000
Public- Non	Poll	6931173	0	0.0000	0	0	0	0
Institutions	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	6931173	887349	12.8023	887349	0	100.0000	0.0000
	Total	15706000	9621296	61.2587	9621296	0	0 100.0000	0.0000
					Whether resolution is Pass or Not.	is Pass or Not.		Yes
					Disclosure of	Disclosure of notes on resolution		Add Notes

* this fields are optional

Details of Invalid Votes	Votes
Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	0
Public - Non Insitutions	0

S & Infrastructures Ltd.) For BCL Industries Limit (Formerly known as 89, Industri

Company Sedretary

S. PARNAMI & ASSOCIATES

Company Secretaries

6373, Qila Road, NearTulsi Hanuman Mandir, Bathinda-151001 Mobile: 098886-90900, 8699030484 sourabhparnami@yahoo.com

Report of Scrutinizer(s)

[Pursuant to rule section 109 of the Companies Act, 2013 and rule 20 & 22 of the Companies

(Management and Administration) Rules, 2014]

Board of Directors

BCL INDUSTRIES LIMITED (Formerly known as BCL Industries & Infrastructures Limited)

Hazi Rattan, Link Road, Bathinda-151001

Sub: Scrutinizer's Report on E-voting and Postal Ballot for passing of resolutions pursuant to Sections 108 and 110 of the Companies Act, 2013 and Rule 20 & 22 of the Companies (Management and administration) Rules, 2014

Dear Sir

I, Sourabh Parnami, Proprietor of S. Parnami & Associates, a Company Secretary in whole time practice, had been appointed as Scrutinizer by the Postal Ballot process of the Company in a fair and transparent manner in respect of the Resolutions as proposed in the Postal Ballot Notice dated 30th May, 2018

The Management of the Company is responsible to ensure the compliance with the requirement of the Companies Act, 2013 and Rules relating to voting through electronic means and postal ballot on the resolutions mentioned above. My responsibility as a Scrutinizer is restricted to ensure that the e-voting process and postal ballot process is conducted in a fair and transparent manner and make the Scrutinizer report of the votes cast "in favour" or "against" the resolution stated above, based on the postal ballots received by me on behalf of the Company & reports generated from the evoting system provided by the Central Depository Services (India) Limited (CDSL), the authorised agency to provide e-voting facilities, engaged by the Company.

I hereby submit my Report as under:

- The Company had completed the dispatch of Postal Ballot Papers through Courier along with sell-addressed postage pre-paid Business Reply Envelope to its Members, by 13th June, 2018. The Company has also completed by 13th June, 2018, the dispatch of Postal Ballot through email to those members who have registered their email addresses with Depository Participants.
- The shareholders of the Company had an option to vote either through the postal ballot forms or through the e-voting facility.
- The Company had published a notice in regard to dispatch of Postal Ballot Notice through Courier/ Email, as the case may be, in The Tribune in English and in Desh Sewak in Punjabi on 14th June, 2018.
- 4. The Company had offered e-voting facility to its Members for casting their votes electronically. The e-voting process commenced on 25th June, 2018 from 9.00 a.m. (9.00 hours IST) and ended on the 24th day of July, 2018 at 5.00 p.m. (17:00 hours IST).
- 5. At the end of the e-voting period, I have unblocked the electronic votes in the presence of



two witnesses not in the employment of the Company.

- 6. No physical postal ballots were received.
- 7. The e-voting results were obtained from CDSL website and have been combined in this Report.
- 8. The combined result of the Physical postal ballots and Evoting is as under:

(a) Ordinary Resolution No. 1 Increase in authorised share capital of the Company and make consequent changes in Memorandum of Association of the Company

	Votes in favour of the Resolution			A DEP	otes against Resolution		Inv	Invalid Votes		
Manner of Voting	No. of Members	Nos. of Votes caste	%	No. of Members	Nos. of Votes caste	%	No. of Members	Nos. of Votes caste	%	
E- Voting	21	9621296	100	0	0	0	0	0	0	
Physical	0	0		0	0	0	0	0	0	
Total	21	9621296	100	0	. 0	0	0	0	0	

Based on the aforesaid result. I report that, the Ordinary Resolution as contained in Item No. 1 of the Postal Ballot Notice dated 30th May, 2018, has been passed with requisite majority.

(b) Special Resolution No. 2 Adoption of new set of Memorandum of Association of the Company

	Votes	in favour of Resolution	the	3	otes against Resolution		Inv	alid Votes	
Manner of Voting	No. of Members	Nos. of Votes caste	%	No. of Members	Nos. of Votes caste	%	No. of Members	Nos. of Votes caste	%
E- Voting	21	9621296	100	0	0	0	0	0	0
Physical	0	0		0	0	0	0	0	0
Total	21	9621296	100	0	0	0	0	0	0
		Resolutio	n Pass	ed with the	requisite majo	rity			

Based on the aforesaid result. I report that, the Special Resolution as contained in Item No. 2 of the Postal Ballot Notice dated 30th May, 2018, has been passed with requisite majority.

(c) Special Resolution No. 3 Adoption of new set of Articles of Association of the Company

Votes in favour of the Resolution			Votes against Resolution			Invalid Votes		
No. of Members	Nos. of Votes caste	%	No. of Members	Nos. of Votes caste	%	No. of Members	Nos. of Votes caste	%
21	9621296	100	.0	0	0	0	0	0
.0	0		0	0	0	0	0	0
21	9621296	100	0	0	0	0	0	0
	No. of Members 21	No. of Nos. of Votes Caste 21 9621296 0 0	Resolution No. of Nos. of Votes %	Resolution I No. of Members Nos. of Votes caste % No. of Members 21 9621296 100 .0 0 0 0 0	Resolution Resolution No. of Members Nos. of Votes Caste % Nos. of Nos. of Votes Members 21 9621296 100 .0 0 0 0 0 0 0	Resolution Resolution No. of Members Nos. of Votes caste % Members Nos. of Votes caste % Members 21 9621296 100 .0 0 0 0 0 0 0 0	Resolution Resolution No. of Members Nos. of Votes caste % No. of Members % Nos. of Votes caste % No. of Members % No. of Members	Resolution Resolution No. of Members Nos. of Votes caste % Nos. of Votes caste % Nos. of Votes caste % Nos. of Members Votes caste 21 9621296 100 .0 0 0 0 0 0 0 0 0 0 0 0 0 0



Based on the aforesaid result. I report that, the Special Resolution as contained in Item No. 3 of the Postal Ballot Notice dated 30th May, 2018, has been passed with requisite majority.

(d) Special Resolution No. 4 Raising of further Capital/funds by Issue of Equity Shares/Securities through Qualified Institutions Placement on a Private Placement basis to the Qualified Institutional Buyers ("QIBs")

Manner of Voting	Votes in favour of the Resolution			Votes against Resolution			Invalid Votes		
	No. of Members	Nos. of Votes caste	%	No. of Members	Nos. of Votes caste	%	No. of Members	Nos. of Votes caste	%
E- Voting	21	9621296	100	. 0	. 0	0	0	0	0
Physical	0	0		0	0	0	0	0	0
Total	21	9621296	100	0	0	0	0	0	0
		Resolution	n Pass	sed with the	requisite majo	rity			

Based on the aforesaid result. I report that, the Special Resolution as contained in Item No. 4 of the Postal Ballot Notice dated 30th May, 2018, has been passed with requisite majority.

7. A soft copy of list of equity shareholders who voted "For", "Against" and those whose Votes were declared invalid for each resolution is enclosed.

You are requested to kindly declare the said results to the shareholders of the Company.

Thanking you,

Yours faithfully,

Thanking you, Yours Faithfully,

For S. Parnami & Associates

CS Sourabh Parnami

M.No: F9396 COP No. 11181 Place: Bathinda

Date: 25th July, 2018