



14<sup>th</sup> July, 2017

The Secretary The National Stock Exchange of India Ltd. Exchange Plaza, 5 <sup>th</sup> Floor Plot No. C/1, G Block Bandra - Kurla Complex, Bandra (E) MUMBAI - 400 051	Department of Corporate Services BSE Limited 1 <sup>st</sup> Floor, New Trading Ring, Rotunda Building P J Towers, Dalal Street, Fort, MUMBAI – 400 001
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**Sub: Results of Postal Ballot.**

Dear Sir,

Please find attached herewith the results of Postal Ballot of the Company in terms of Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. Also, enclosed is the report of the Scrutinizer on the said Postal Ballot.

The resolutions enlisted in the said Postal Ballot has been passed by the Members of the Company with requisite majority.

You are requested to take the above information on record.

Thanking you,

Yours faithfully,  
for **BALLARPUR INDUSTRIES LIMITED**

**AKHIL MAHAJAN**  
**CHIEF GENERAL MANAGER & COMPANY SECRETARY**

*Encl: a.a.*





Date of Postal Ballot		Notice dated 31 <sup>st</sup> May, 2017 (Voting start date: 15 <sup>th</sup> June, 2017 / Voting end date: 14 <sup>th</sup> July, 2017)						
Total number of shareholders on record date		76700						
Resolution required: (Ordinary / Special)		Special						
Whether promoter/promoter group are interested in the agenda/resolution?		No						
Description of resolution considered		Issuance and allotment of equity shares of the Company, to the lenders of the Company in terms of Strategic Debt Restructuring Scheme of the Reserve Bank of India.						
Category	Mode of voting	No. of shares held (1)	No. of votes polled (2)	No. 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		322799469	99.6262	322799469	0	100.0000	0.0000
	Poll	324010667	0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		1188218	0.3667	1188218	0	100.0000	0.0000
	Total	324010667	323987687	99.9929	323987687	0	100.0000	0.0000
Public- Institutions	E-Voting		25242746	20.0793	25242746	0	100.0000	0.0000
	Poll	125715465	0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	125715465	25242746	20.0793	25242746	0	100.0000	0.0000
Public- Non Institutions	E-Voting		44529670	21.6376	44485440	44230	99.9007	0.0993
	Poll	205797707	0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		159327	0.0774	134945	8642	84.6969	5.4241
	Total	205797707	44688997	21.7150	44620385	52872	99.8465	0.1183
	<b>Total</b>	<b>655523839</b>	<b>393919430</b>	<b>60.0923</b>	<b>393850818</b>	<b>52872</b>	<b>99.9826</b>	<b>0.0134</b>



## SCRUTINIZER REPORT

To,  
The Chairman  
**BALLARPUR INDUSTRIES LIMITED**  
P. O. Ballarpur Paper Mills  
Dist. Chandrapur  
Maharashtra – 442 901

Dear Sir,

The Board of Directors of the Company have appointed me as a scrutinizer for conducting the postal ballot (including e-voting) process in a fair and transparent manner, in respect of Special Businesses for Special Resolutions as set out in the Postal Ballot Notice dated 31<sup>st</sup> day of May, 2017 sent to the Members of the Company.

**I hereby submit my report as under:**

1. The Company completed despatch of postal ballot notice(s)/forms (including email) along with self-addressed postage prepaid Business Reply Envelope on Wednesday, 14<sup>th</sup> June, 2017 to its Members whose names appear in the Register of Members/ Records of Depositories as on close of working hours of Friday, 02<sup>nd</sup> June 2017.
2. The Company published an advertisement regarding completion of dispatch of Postal Ballot Notices/Forms in “**Financial Express**” (English Edition) and “**Sakal**” (Marathi Edition) on Thursday, 15<sup>th</sup> June, 2017.
3. Particulars of all the Postal Ballot forms and e-voting received from the members have been entered in the Register maintained separately for the purpose.
4. The Postal Ballot forms are kept under our safe custody.
5. Members holding shares of the Company as on Friday the 2<sup>nd</sup> day of June, 2017, “**cutoff date**”, were entitled to vote on the Special Resolutions as mentioned in the Postal Ballot Notice dated 31<sup>st</sup> May 2017.
6. The voting commenced on 9:00 a.m. (IST) on Thursday, 15<sup>th</sup> June, 2017 and ended at 5.00 p.m. (IST) on Friday, 14<sup>th</sup> July, 2017 (both days inclusive) for physical postal ballots as well as for e-voting.
7. The Company has engaged the services of National Securities Depository Limited (NSDL) for the purpose of providing e-voting facility to all its members, as the Authorized Agency. The members have exercised their voting either by electronic or physical mode. Members opting for e-voting facility have cast their e-votes, on URL:<https://evoting.nsdl.com>, provided by National Securities Depository Limited (NSDL).



8. The result of Postal Ballot voting (including e-voting) is as under:

**Item No. 1:**

Reclassification of the authorised share capital of the Company from Rs. 400.00 Crores divided into (a) 75,00,00,000 equity shares having a face value of Rs. 2/- each and (b) 2,50,00,000 preference shares having a face value of Rs. 100/- each to Rs. 400.00 Crores divided into (a) 150,00,00,000 equity shares having a face value of Rs. 2/- each and (b) 1,00,00,000 preference shares having a face value of Rs. 100/- each.;

Results of Postal Ballot (including e-voting) in respect of resolution are below:

**i) Voted in favour of the Resolution:**

Number of Members		Number of votes cast in favour of resolution	% of total number of valid votes cast
Voted by Physical Ballot	161	1324228	00.3362
Voted by Electronic mode	211	392528755	99.6445
Total	372	393852983	99.9807

**ii) Voted against the Resolution:**

Number of Members		Number of votes cast against resolution	% of total number of valid votes cast
Voted by Physical Ballot	15	35242	00.0089
Voted by Electronic mode	22	40789	00.0104
Total	37	76031	00.0193

**iii) Invalid Votes:**

Total number of members whose votes declared invalid	Total number of votes cast by them
19	15740

**Item No. 2:**

Issuance and allotment of equity shares of the Company to the lenders of the Company in conversion of their respective loans pursuant to the Strategic Debt Restructuring scheme as approved by the Joint Lenders Forum of the Company.



Results of Postal Ballot (including e-voting) in respect of resolution are below:

**iv) Voted in favour of the Resolution:**

Number of Members		Number of votes cast in favour of resolution	% of total number of valid votes cast
Voted by Physical Ballot	157	1323163	00.3359
Voted by Electronic mode	208	392527655	99.6507
Total	365	393850818	99.9866

**v) Voted against the Resolution:**

Number of Members		Number of votes cast against resolution	% of total number of valid votes cast
Voted by Physical Ballot	17	8642	00.0022
Voted by Electronic mode	26	44230	0.0112
Total	43	52872	0.0134

**vi) Invalid Votes:**

Total number of members whose votes declared invalid	Total number of votes cast by them
19	15740

9. Based on the above Postal Ballot voting (including e-voting) two Special Resolutions as set out in the Postal Ballot notice dated 31<sup>st</sup> day of May, 2017 are approved by requisite majority.

**For PDS & CO.**  
**(Company Secretaries)**



**Prashant Kumar Balodia**  
**Partner**  
**FCS 6047**  
**COP 6153**

**Date:** 14.07.2017  
**Place:** Delhi