

BWRL/SEC/107/2016-17**March 24, 2017**

To,

National Stock Exchange of India Ltd.
Exchange Plaza, C-1, Block G,
Bandra Kurla Complex,
Bandra (E),
Mumbai – 400 051.
NSE Symbol – BHARATWIRE

BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai – 400 001.
BSE Scrip Code – 539799

Subject: Result of Postal Ballot

Dear Sir/Madam,

Further to our letter dated February 20, 2017, we wish to inform you that in accordance of Section 110 of the Companies Act, 2013 ("Act") read with Companies (Management and Administration) Rules, 2014 as amended from time to time and other applicable provisions of the Act, Postal Ballot Notice and Form dated February 11, 2017 containing Resolutions as enlisted below were sent to the Shareholders of the Company.

We enclose herewith the results of Postal Ballot as prescribed under Regulation 44(3) of the SEBI (Listing Obligation and Disclosure Requirement) Regulation, 2015, along with the Scrutinizers Report issued by Mr. Abhishek Lakhotia, M/s Abhishek Lakhotia & Co., Practicing Company Secretaries.

A copy of the same is also published on the website of the company at www.bharatwireropes.com.

Request you to kindly take the same on records.

Thanking you,

For Bharat Wire Ropes Limited


Shailesh Rakhasiya
Company Secretary & Compliance Officer
Membership No.: – A32244

**Corporate Office:**

A - 701, Trade World Bldg., Kamala Mills,
SB Marg, Lower Parel (W), Mumbai - 13
Tel: +91 22 66824600
Fax: +91-22-24955477

Registered Office & Factory:

Plot No - 1&4, Atgaon Industrial Complex,
Mumbai - Nasik Highway, Atgaon (East),
Taluka - Shahpur, Dist - Thane - 421601
Tel: +91 2527 240123. Fax: +91-2527 240196

Factory:

Plot No 4, MIDC,
Chalisgaon Industrial Area,
Village - Khadaki, Taluka - Chalisgaon,
Dist - Jalgaon - 424101



Details of Voting Results

(Pursuant to Regulation 44(3) of the SEBI (Listing Obligation and Disclosure Requirement) Regulation, 2015)

Name of the Company	Bharat Wire Ropes Limited
Date of AGM/EGM/Postal Ballot Results	March 24, 2017
Total Number of shareholders on Record Date (i.e February 17, 2017 - Cut of date for voting purpose)	3,054
No. of Shareholders present in meeting either person or through proxy/ who voted on the resolution through Postal ballot / E-voting: <ul style="list-style-type: none">• Promoters and Promoter Group• Public	6 35
No. of Shareholders attended the meeting through Video Conferencing or through proxy: <ul style="list-style-type: none">• Promoters and Promoter Group• Public	N.A. N.A.



Agenda wise disclosure

Resolution 1: Appointment of Mr. Mayank Mittal, as Joint Managing Director of the Company								
Resolution Required: (Ordinary / Special)						Ordinary Resolution		
Whether promoter/ promoter group are interested in the agenda/resolution?						Yes		
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 & Promoter Group	E-Voting	27489858	0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public Institutional Holders	E-Voting	2229335	0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public- Non Institutional	E-Voting	15233055	84091	0.552	84065	26	99.969	0.030
	Postal Ballot		58360	0.383	58360	0	100	0
	Total		142451	0.935	142425	26	99.981	0.018
TOTAL		44952248	142451	0.316	142425	26	99.981	0.018

Resolution 2: Approval of Bharat Wire Ropes Limited Employee Stock Option Plan, 2017 ("BWR ESOP 2017") and grant of Stock Options to Eligible Employees of the Company under the BWR ESOP 2017.								
Resolution Required: (Ordinary/ Special)						Special Resolution		
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 & Promoter Group	E-Voting	27489858	27459855	99.890	27459855	0	100	0
	Postal Ballot		3	0.00	3	0	0.00	0
	Total		27459858	0	27459858	0	0	0
Public Institutional Holders	E-Voting	2229335	0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public- Non Institutional	E-Voting	15233055	84091	0.552	83741	350	99.583	0.416
	Postal Ballot		58360	0.383	58360	0	100	0
	Total		142451	0.935	142101	350	99.754	0.245
TOTAL		44952248	27602309	61.403	27601959	350	99.998	0.001



AL&Co

ABHISHEK LAKHOTIA & Co
COMPANY SECRETARIES

To,
Managing Director
Bharat Wire Ropes Limited
Plot No. 1 & 4, Atgaon Industrial Complex,
Mumbai-Nasik Highway, Atgaon (East),
Taluka – Shahpur, Dist. – Thane – 421601

Subject: Scrutinizer's Report u/s 110 of the Companies Act, 2013, for voting by Equity shareholders through Postal Ballot & Remote e-voting.

Dear Sir,

This is in reference to my appointment as a Scrutinizer by the Board of Director of Bharat Wire Ropes Limited ("the Company") vide resolution passed on February 11, 2017, as required under Section 110 and all other applicable provision, if any, of the Companies Act, 2013, read with Rule 22 of the Companies (Management and Administration) Rules, 2014 ('the Rules') (including any statutory modification(s) or re-enactment(s) thereof for the time being in force for the purpose of Scrutinizing the voting through electronic means / Postal Ballot in respect of the business contained in the Notice dated February 11, 2017.

In this connection, I hereby submit my report as under:

1. The Company had completed the dispatch of Postal Ballot Forms along with the self-addressed business reply envelope pursuant to Section 110 of the Companies Act, 2013, read with rules made thereunder, as per the prescribed mode on February 20, 2017, to the members of the Company whose name appeared in the Register of Members or Register of beneficial owners maintained by the Depository Participant(s) as on February 17, 2017 (being the cut-off date).
2. The Company had appointed Karvy Computershare Private Limited ("Karvy"), the agency authorized under Rule 20 of the Rules, to provide remote e-voting facilities to the members of the Company from Tuesday, February 21, 2017 (9.00 A.M.) to Wednesday, March 22, 2017 (5.00 P.M.).
3. My responsibility as a Scrutinizer for the Postal Ballot and the remote e-voting process is restricted to Scrutinize the voting process in a fair and transparent manner and to prepare Scrutinizer's Report for the votes cast "In favour" or "against" the resolution stated in the Notice, based on the Postal Ballot Forms received from the members /reports generated from the remote e-voting system provided by Karvy.



Address: #504/ Bldg.no.2-B, Jai Hind Estate, Dr. Atmaram Merchant Road, Bhuleshwar, Mumbai- 40000
Tel : +91 22 22060762/66395557; M : +91 90042 03179/ 93224 20337;
Email: info@alandco.in; Website: www.alandco.in

4. On the completion of voting period in compliance with the rules 20 (4) (xii) of the Rules, the e-voting votes were unblocked in the presence of two witnesses, who were not in the employment of the Company and a summary statement was downloaded from the e-voting website of Karvy (<https://www.evoting.karvy.com>).
5. All Postal Ballot Forms received up to March 22, 2017, being the last date fixed by the Company for the receipt of the forms, and all votes cast on remote e-voting platform up to 5.00 P.M. on March 22, 2017, were considered for my scrutiny.
6. The Management of the Company is responsible for ensuring compliance with the requirements of the Companies Act, 2013, and the Rules made thereunder, in the matter if voting through remote e-voting and physical postal ballot on the business contained in the Notice dated February 11, 2017.

The combined results of the Remote e-voting together with voting conducted by Postal Ballot are as under:

Details	Remote E-voting	Postal Ballot	Total voting	Less voted
Number of member who cast their votes	30	11	41	--
Total number of shares held by them	27543960	58363	27602323	14
Valid votes	As per details provided in each one of the Resolution mentioned hereunder.			
Invalid votes	As per details provided in each one of the Resolution mentioned hereunder.			

Note: Percentage of votes cast in favour or against the resolution are calculated based on the valid votes cast through Remote e-voting or Physical Postal Ballot.

a) Resolution No. 1 (as an Ordinary Resolution)

Appointment of Mr. Mayank Mittal, as Joint Managing Director of the Company:

(i) Voted in favour of the resolution:

No. of Members	No. of vote cast by them	% of total no of valid vote cast
33	142425	99.98

(ii) Voted against the resolution:

No. of Members	No. of vote cast by them	% of total no of valid vote cast
1	26	0.02

(iii) Invalid /Abstained Votes:

No. of Members	Total no of votes cast by them
7	27459858



b) Resolution No. 2 (as a Special Resolution)

Approval of Bharat Wire Ropes Limited Employee Stock Option Plan, 2017 ("BWR ESOP 2017") and grant of Stock Options to Eligible Employees of the Company under the BWR ESOP 2017:

(i) Voted in favour of the resolution:

No. of Members	No. of vote cast by them	% of total no of valid vote cast
40	27601959	99.99

(ii) Voted against the resolution:

No. of Members	No. of vote cast by them	% of total no of valid vote cast
1	350	0.00

(iii) Invalid /Abstained Votes:

No. of Members	Total no of votes cast by them
0	0

7. A Compact Disc (CD) containing the details Equity Shareholders who voted through remote e-voting, "In favour" or "Against" and "Invalid/Abstained votes" for each of the resolutions is specified in Annexure I enclosed to this report.
8. Electronic data and other relevant record relating remote e-voting and Postal Ballot has been kept in my safe custody and shall be retained until the Chairman considers approves and signs the minutes, and shall be handed over to the Company for safe keeping.

Thanking You,

Abhishek Lakhotia
Abhishek Lakhotia
(Proprietor)
FCS- 9082
COP-10547



Date: March 24, 2017
Place: Mumbai



Annexure I

Bharat Wire Ropes Limited

Resolution Required: (Ordinary/ Special)			Appointment of Mr. Mayank Mittal, as Joint Managing Director of the Company					
Whether promoter/ promoter group are interested in the agenda /resolution?			Yes					
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	27489858	0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public Institutions	E-Voting	2229335	0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public Non-Institutions	E-Voting	15233055	84091	0.552	84065	26	99.969	0.030
	Postal Ballot		58360	0.383	58360	0	100	0
	Total		142451	0.935	142425	26	99.981	0.018
Total		44952248	142451	0.316	142425	26	99.981	0.018



Resolution Required: (Ordinary/ Special)			Approval of Bharat Wire Ropes Limited Employee Stock Option Plan, 2017 ("BWR ESOP 2017") and grant of Stock Options to Eligible Employees of the Company under the BWR ESOP 2017					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
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	27489858	27459855	99.890	27459855	0	100	0
	Postal Ballot		3	0.00	3	0	0.00	0
	Total		27459858	0	27459858	0	100	0
Public Institutions	E-Voting	2229335	0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public Non-Institutions	E-Voting	15233055	84091	0.552	83741	350	99.583	0.416
	Postal Ballot		58360	0.383	58360	0	100	0
	Total		142451	0.935	142101	350	99.754	0.245
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