

## Batliboi Ltd.

Legal & Secretarial Department

The Listing Department  
BSE Limited  
P. J. Towers, Dalal Street,  
Mumbai 400 001.

Regd. & Corporate Office :

Bharat House, 5th Floor,  
104, Bombay Samachar Marg,  
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E-mail : legal@batliboi.com

Web : www.batliboi.com

CIN : L52320MH1941PLC003494



**Scrip Code: 522004**

31<sup>st</sup> July, 2023

Dear Sir / Madam,

**Subject: Combined Voting Results of the 79<sup>th</sup> Annual General Meeting held on 28<sup>th</sup> July, 2023**

Pursuant to Regulation 44(3) of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed herewith the Combined Voting results in the required format in respect of the Remote E-Voting and E-voting at the AGM on the Resolutions of Item No. 1 to 6 as per the Notice dated 26<sup>th</sup> May, 2023 of the 79<sup>th</sup> Annual General Meeting of the Company held on 28<sup>th</sup> July, 2023.

A report of the Consolidated Scrutinizer's report dated 31<sup>st</sup> July, 2023 in respect of votes cast through Remote E-voting and E-voting at the AGM is enclosed for your information & noting.

Kindly take the above on record.

Thanking you

Yours faithfully,  
For **Batliboi Ltd.**

**Pooja Sawant**  
Company Secretary & Compliance Officer  
ACS- 35790

**Encl: As above**

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Resolution (1)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				1. To receive, consider and adopt: (a) the Audited Standalone Financial Statements of the Company for the Financial Year ended 31st March 2023 together with the Reports of the Board of Directors and the Auditors thereon.				
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	21510567	21510567	100.0000	21510567	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		21510567	21510567	100.0000	21510567	0	100.0000
Public-Institutions	E-Voting	800	0	0.0000	0	0	0	0
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		800	0	0.0000	0	0	0.0000
Public- Non Institutions	E-Voting	7447847	1054250	14.1551	759606	294644	72.0518	27.9482
	Poll		21	0.0003	20	1	95.2381	4.7619
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		7447847	1054271	14.1554	759626	294645	72.0523
<b>Total</b>		28959214	22564838	77.9194	22270193	294645	98.6942	1.3058
<b>Whether resolution is Pass or Not.</b>							Yes	
Disclosure of notes on resolution							<a href="#">Add Notes</a>	

\* this fields are optional

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

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Resolution (2)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				2. To re-appoint Mr. Nirmal Bhogilal- Chairman & Whole Time Director (DIN: 00173168) as a Director liable to retire by rotation.				
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	21510567	9780854	45.4700	9780854	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		21510567	9780854	45.4700	9780854	0	100.0000
Public-Institutions	E-Voting	800	0	0.0000	0	0	0	0
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		800	0	0.0000	0	0	0.0000
Public- Non Institutions	E-Voting	7447847	1054250	14.1551	399445	654805	37.8890	62.1110
	Poll		21	0.0003	20	1	95.2381	4.7619
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		7447847	1054271	14.1554	399465	654806	37.8902
<b>Total</b>		28959214	10835125	37.4151	10180319	654806	93.9566	6.0434
<b>Whether resolution is Pass or Not.</b>							Yes	
Disclosure of notes on resolution							<a href="#">Add Notes</a>	

\* this fields are optional

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

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Resolution (3)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To ratify the Remuneration of Cost Auditors for the financial year 2023-24.				
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	21510567	21510567	100.0000	21510567	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		21510567	21510567	100.0000	21510567	0	100.0000
Public-Institutions	E-Voting	800	0	0.0000	0	0	0	0
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		800	0	0.0000	0	0	0.0000
Public- Non Institutions	E-Voting	7447847	1054250	14.1551	399650	654600	37.9085	62.0915
	Poll		21	0.0003	20	1	95.2381	4.7619
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		7447847	1054271	14.1554	399670	654601	37.9096
<b>Total</b>		28959214	22564838	77.9194	21910237	654601	97.0990	2.9010
<b>Whether resolution is Pass or Not.</b>							Yes	
Disclosure of notes on resolution							<a href="#">Add Notes</a>	

\* this fields are optional

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

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Resolution (4)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				Approval of Material Related Party Transactions to be entered into by the Company with Batliboi Environmental Engineering Limited				
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	21510567	0	0.0000	0	0	0	0
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		21510567	0	0.0000	0	0	0.0000
Public-Institutions	E-Voting	800	0	0.0000	0	0	0	0
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		800	0	0.0000	0	0	0.0000
Public- Non Institutions	E-Voting	7447847	1054250	14.1551	741348	312902	70.3199	29.6801
	Poll		21	0.0003	20	1	95.2381	4.7619
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		7447847	1054271	14.1554	741368	312903	70.3204
<b>Total</b>		28959214	1054271	3.6405	741368	312903	70.3204	29.6796
<b>Whether resolution is Pass or Not.</b>							Yes	
Disclosure of notes on resolution							<input type="button" value="Add Notes"/>	

\* this fields are optional

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

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Resolution (5)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				Approval of Material Related Party Transactions to be entered into by the Company with Batliboi International Limited				
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	21510567	0	0.0000	0	0	0	0
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		21510567	0	0.0000	0	0	0.0000
Public-Institutions	E-Voting	800	0	0.0000	0	0	0	0
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		800	0	0.0000	0	0	0.0000
Public- Non Institutions	E-Voting	7447847	1054250	14.1551	741348	312902	70.3199	29.6801
	Poll		21	0.0003	20	1	95.2381	4.7619
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		7447847	1054271	14.1554	741368	312903	70.3204
<b>Total</b>		28959214	1054271	3.6405	741368	312903	70.3204	29.6796
<b>Whether resolution is Pass or Not.</b>							Yes	
Disclosure of notes on resolution							<a href="#">Add Notes</a>	

\* this fields are optional

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

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Resolution required: (Ordinary / Special)

Special

Whether promoter/promoter group are interested in the agenda/resolution?

Yes

Description of resolution considered

6. To approve transactions under Section 185 of the 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
Promoter and Promoter Group	E-Voting	21510567	0	0.0000	0	0	0	0
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		21510567	0	0.0000	0	0	0.0000
Public-Institutions	E-Voting	800	0	0.0000	0	0	0	0
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		800	0	0.0000	0	0	0.0000
Public- Non Institutions	E-Voting	7447847	1054250	14.1551	741348	312902	70.3199	29.6801
	Poll		21	0.0003	20	1	95.2381	4.7619
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		7447847	1054271	14.1554	741368	312903	70.3204
<b>Total</b>		28959214	1054271	3.6405	741368	312903	70.3204	29.6796
<b>Whether resolution is Pass or Not.</b>							No	
Disclosure of notes on resolution							<a href="#">Add Notes</a>	

\* this fields are optional

**Details of Invalid Votes**

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



# *D.S. Momaya & Co. LLP*

Company Secretaries

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Millenium Business Park, Mahape,

Navi Mumbai, Maharashtra 400710

Tele ☎: 022-49735702, Mobile: 09619745928

✉Email: [divya.dsmco@gmail.com](mailto:divya.dsmco@gmail.com),

Website: [www.dsmco.co.in](http://www.dsmco.co.in)

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## **SCRUTINIZER'S REPORT**

*[Pursuant to section 108 of the Companies Act, 2013 and Rule 21(2) of the Companies  
(Management and Administration) Rules, 2014]*

**To,**

**The Chairman,**

**BATLIBOI LIMITED**

**CIN: L52320MH1941PLC003494**

Registered Office: Bharat House,

5<sup>th</sup> Floor, 104, B S Marg, Fort,

Mumbai – 400001

Dear Sir,

**Sub: Consolidated Scrutinizer Report on Remote E-Voting conducted pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management & Administration) Rules 2014, as amended by Companies (Management & Administration) Rules 2015, for the 79<sup>th</sup> Annual General Meeting of Batliboi Limited, held on Friday, 28<sup>th</sup> JULY, 2023, at 4.00 p.m. IST through Video Conferencing ('VC') or other Audio Visual Means ('OAVM') (collectively referred as "VC")**

I, Divya Momaya, Partner of D.S. Momaya & Co. LLP had been appointed as the scrutinizer by the Board of Directors of the Batliboi Limited Pursuant to section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management & Administration) Rules, 2014 for the purposes of scrutinizing the remote e-voting and e-voting process during the AGM pursuant to Section 108 of the Companies Act, 2013, and Rule 20 & Rule 21 of the Companies (Management & Administration) Rules, 2014 in respect of the below mentioned resolutions proposed at the 79<sup>th</sup> Annual General Meeting (AGM) of Batliboi Limited (the "Company") held on Friday, 28<sup>th</sup> July, 2023 at 4.00 P.M. through VC, and I submit my report as under;

1. The Management of the Company is responsible for ensuring compliance with the requirements of the Companies Act, 2013 ("the Act") and the Rules thereunder and the Securities and Exchange Board of India Listing Obligations and Disclosure Requirements, 2015 as amended from time to time (hereafter referred as "SEBI Listing Regulations") relating to voting through electronic means (by remote e-voting) and electronic (e-voting) at the Annual General Meeting by the shareholders on the resolutions proposed in the Notice of the 79<sup>th</sup> AGM of the Company.



2. My responsibility as the Scrutinizer of the voting process, was restricted to scrutinize the e-voting process, in a fair and transparent manner and to prepare a Scrutinizer's Report of the votes cast in favour and against the resolutions stated in the Notice, based on the reports generated from the E-voting system provided by Central Depository Services (India) Limited (CDSL) the service provider.
3. The Notice dated 05 July, 2023 along with statement setting out material facts under Section 102 of the Act were sent to the shareholders in respect of the below mentioned resolutions proposed at the 79<sup>th</sup> AGM of the Company.
4. The Company had availed the e-voting facility offered by CDSL for conducting remote e voting prior to the AGM and voting at the AGM by electronic means.
5. The shareholders of the Company holding shares as on the cut-off date of 21<sup>st</sup> July, 2023 were entitled to vote on the resolutions as contained in the notice of the AGM.
6. In accordance with the Notice of the 79<sup>th</sup> AGM and the 'Advertisement' published pursuant to Rule 20(4)(v) of the Companies (Management & Administration) Rules, 2014, the remote e-voting commenced at 9.00 AM on Tuesday, July 25, 2023 and closed at 5.00 PM on Thursday, July 27, 2023 and the e-voting module was blocked by CDSL thereafter.
7. After declaration of voting by the Chairman, the shareholders present at the AGM through VC and who had not voted on remote e-voting, voted through e-voting facility provided by CDSL at the AGM.
8. I have scrutinized and reviewed the remote e-voting and vote casted through e-voting during the AGM, based on the data downloaded from the CDSL e-voting system.
9. I now submit my consolidated report as under on the result of the remote e-voting and vote casted through e-voting during the AGM in respect of the said resolution:



**Ordinary Business:****Resolution No.1 – As an Ordinary Resolution**

**Adoption of Financial Statements (Including the consolidated financial statements) of the Company for the year ended March 31, 2023, and Reports of the Board of Directors and the Auditors thereon**

(i) Voting **"in favour"** of resolution

Number of Members	Number of Votes cast by them (shares)	% of total number of valid votes cast
51	22270193	98.69

(ii) Voting **"against"** the resolution

Number of Members	Number of Votes cast by them (shares)	% of total number of valid votes cast
4	294645	1.31

(iii) Invalid Votes:

Total number of members whose votes were declared invalid	Total number of Votes cast by them
0	0

**Resolution No.2 – As an Ordinary Resolution**

**Re-appointment of Mr. Nirmal Bhogilal - Chairman & Whole Time Director (DIN: 00173168) as a Director liable to retire by rotation.**

(i) Voting **"in favour"** of resolution

Number of Members	Number of Votes cast by them (shares)	% of total number of valid votes cast
46	10180319	93.96

(ii) Voting **"against"** the resolution

Number of Members	Number of Votes cast by them (shares)	% of total number of valid votes cast
7	654806	6.04

(iii) Invalid Votes:

Total number of members whose votes were declared invalid	Total number of Votes cast by them
0	0



**Special Business:****Resolution No.3 – As an Ordinary Resolution****Ratifying the Remuneration of Cost Auditors for the Financial Year 2023-24**(i) Voting **"in favour"** of resolution

Number of Members	Number of Votes cast by them (shares)	% of total number of valid votes cast
50	21910237	97.1

(ii) Voting **"against"** the resolution

Number of Members	Number of Votes cast by them (shares)	% of total number of valid votes cast
5	654601	2.9

(iii) Invalid Votes:

Total number of members whose votes were declared invalid	Total number of Votes cast by them
0	0

**Resolution No.4 – As an Ordinary Resolution****Material Related Party Transactions to be entered into by the Company with Batliboi Environmental Engineering Limited**(i) Voting **"in favour"** of resolution

Number of Members	Number of Votes cast by them (shares)	% of total number of valid votes cast
36	741368	70.32

(ii) Voting **"against"** the resolution

Number of Members	Number of Votes cast by them (shares)	% of total number of valid votes cast
5	312903	29.68

(iii) Invalid Votes:

Total number of members whose votes were declared invalid	Total number of Votes cast by them
0	0



**Resolution No.5 – As an Ordinary Resolution****Material Related Party Transactions to be entered into by the Company with Batliboi International Limited**(i) Voting **"in favour"** of resolution

Number of Members	Number of Votes cast by them (shares)	% of total number of valid votes cast
36	741368	70.32

(ii) Voting **"against"** the resolution

Number of Members	Number of Votes cast by them (shares)	% of total number of valid votes cast
5	312903	29.68

(iii) Invalid Votes:

Total number of members whose votes were declared invalid	Total number of Votes cast by them
0	0

**Resolution No.6 – As a Special Resolution****Transactions under Section 185 of the Companies Act, 2013**(i) Voting **"in favour"** of resolution

Number of Members	Number of Votes cast by them (shares)	% of total number of valid votes cast
36	741368	70.32

(ii) Voting **"against"** the resolution

Number of Members	Number of Votes cast by them (shares)	% of total number of valid votes cast
5	312903	29.68

(iii) Invalid Votes:

Total number of members whose votes were declared invalid	Total number of Votes cast by them
0	0

**\* Note: Vote casted by interested person is not considered**



All electronic data and relevant records of e-voting will remain in my custody until the chairman considers, approves, and signs the minutes of the 79<sup>th</sup> Annual General Meeting and the same shall be handed over thereafter to the Chairman/Company Secretary for safe keeping.

Based on the above information, you may kindly announce the results.

**Date: 31/07/2023**  
**Place: Navi Mumbai**

**For D.S. MOMAYA & CO. LLP,**  
**Company Secretaries**  
**FRN NO: L2022MH012300**

Digitally signed by  
Divya Momaya  
Date: 2023.07.31  
16:12:57 +05'30'

**CS Divya Momaya**  
**Designated Partner**  
**FCS No.7195, CP No.7885**  
**UDIN: F007195E000709776**

FOR BATLIBOI LTD.  
*Nirmal Bhogilal*  
NIRMAL BHOGILAL  
CHAIRMAN

