

Ref: BWRL /2023-24/SE/Misc./17

24<sup>th</sup> July, 2023

To,

**National Stock Exchange of India Limited**

Exchange Plaza, C-1, Block G,

Bandra Kurla Complex,

Bandra (E), Mumbai - 400051

NSE Symbol - **BHARATWIRE****BSE Limited**

Phiroze Jeejeebhoy Towers,

Dalal Street,

Mumbai - 400001

BSE Scrip Code: **539799**

**Subject: Voting Results of 37<sup>th</sup> Annual General Meeting ("AGM") of the Company held on Friday, 21<sup>st</sup> July, 2023, pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) and Report of Scrutinizer.**

Dear Sir/Madam,

Pursuant to provisions of Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements), 2015, we are submitting herewith the details regarding the voting results in the prescribed format, for the business transacted at the 37<sup>th</sup> AGM of the Company held on Friday, 21<sup>st</sup> July, 2023, at 01:00 P.M. through Video Conferencing ("VC") without physical presence of the Members at a common venue, in accordance with the Circulars issued by the Ministry of Corporate Affairs ("MCA") and Securities and Exchange Board of India ("SEBI").

The Proceedings of the AGM shall be deemed to be conducted at the Registered Office of the Company situated at Plot No. 4, MIDC, Chalisgaon, Village-Khadki - BK, Taluka, Chalisgaon District-Jalgaon-424101, which shall be the deemed venue of the AGM,

The result of e-voting on each resolution was determined considering the aggregate of the votes cast by the members on each resolution, both through remote e-voting as well as e-voting during the AGM. Mr. Mihen Halani of M/s Mihen Halani and Associates, Practicing Company Secretaries was appointed as Scrutinizer to scrutinize the voting through electronic means (i.e. remote e-voting and e-voting during the AGM) in a fair and transparent manner and he has issued Consolidated Scrutinizer's Report.

We are also enclosing herewith copy of the Consolidated Scrutinizer's Report. The above are being uploaded on the Company's website at [www.bharatwireropes.com](http://www.bharatwireropes.com)

Kindly take the same on record.

**Corporate Office:**

A - 701, Trade World Bldg., Kamala Mills,  
SB Marg, Lower Parel (W),  
Mumbai - 400013, Maharashtra, India.  
Tel: +91 22 66824600

**Factory:**

Plot No-1&4, Atgaon Industrial Complex,  
Mumbai-Nasik Highway, Atgaon (East),  
Taluka-Shahpur, Dist.-Thane- 421601,  
Maharashtra, India.  
Tel No.: +91 2527 240123/240124/240197

**Registered Office & Factory:**

Plot No.4, MIDC, Chalisgaon,  
Village Khadki - BK, Taluka Chalisgaon,  
District Jalgaon - 424 101,  
Maharashtra, India

• Website: [www.bharatwireropes.com](http://www.bharatwireropes.com) • E-mail: [info@bharatwireropes.com](mailto:info@bharatwireropes.com) • CIN : L27200MH1986PLC040468

Thanking you,

Yours faithfully

For **Bharat Wire Ropes Limited**

**Govinda Soni**  
**Company Secretary & Compliance Officer**  
**Membership No.: A38908**

**Encl.: As above**

**Voting Results:**

<b>Date of AGM</b>	21 <sup>st</sup> July, 2023
<b>Record Date</b>	14 <sup>th</sup> July, 2023
<b>Total number of shareholders on record date</b>	19,871
<b>No. of Shareholders present either in person or proxy:</b> Promoters and Promoter group: Public:	Not Applicable
<b>No. of Shareholders attended the meeting through Video Conferencing</b> Promoters and Promoter group: Public:	7 58



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Plot No.4, MIDC, Chalisgaon,  
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District Jalgaon - 424 101,  
Maharashtra, India

• **Website:** [www.bharatwireropes.com](http://www.bharatwireropes.com) • **E-mail:** [info@bharatwireropes.com](mailto:info@bharatwireropes.com) • **CIN :** L27200MH1986PLC040468

**Resolution No. 1**

Resolution required: (Ordinary/ Special): **ORDINARY** - To receive, consider and adopt:

- a. The Audited Standalone Financial Statements of the Company for the financial year ended 31st March, 2023 together with Reports of the Board of Directors and Auditors thereon.
- b. The Audited Consolidated Financial Statements of the Company for the financial year ended 31st March, 2023 together with Reports of the Board of Directors and Auditors thereon.

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
Promoter and Promoter Group	Remote E-Voting	2,70,86,764	2,70,86,764	100.0000	2,70,86,764	0	100.0000	0.0000
	E-Voting at AGM		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>2,70,86,764</b>	<b>100.0000</b>	<b>2,70,86,764</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public- Institutions	Remote E-Voting	26,07,470	16,593	0.6364	16,593	0	100.0000	0.0000
	E-Voting at AGM		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>16,593</b>	<b>0.6364</b>	<b>16,593</b>	<b>0</b>	<b>0.0000</b>	<b>0.0000</b>
Public- Non Institutions	Remote E-Voting	3,82,58,239	1,54,03,232	40.2612	1,54,03,221	11	99.9999	0.0001
	E-Voting at AGM		2,56,332	0.6700	2,56,332	0	100.0000	0.0000
	<b>Total</b>	<b>3,82,58,239</b>	<b>1,56,59,564</b>	<b>40.9312</b>	<b>1,56,59,553</b>	<b>11</b>	<b>99.9999</b>	<b>0.0001</b>
	<b>TOTAL</b>	<b>6,79,52,473</b>	<b>4,27,62,921</b>	<b>62.9306</b>	<b>4,27,62,910</b>	<b>11</b>	<b>100.0000</b>	<b>0.0000</b>

**Invalid Vote:** 0 (Zero)

**Result:** The Resolution is passed with requisite majority.

**Resolution No. 2**

Resolution required: (Ordinary/ Special): **ORDINARY** - To appoint a Director in place of **Ms. Ruhi Mittal** (DIN: 07159227), Non-Executive Non-Independent Director, who retires by rotation in terms of Section 152(6) of the Companies Act, 2013, and being eligible, offers herself for re-appointment.

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
Promoter and Promoter Group	Remote E-Voting	2,70,86,764	2,36,98,494	100.0000	2,36,98,494	0	100.0000	0.0000
	E-Voting at AGM		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>2,36,98,494</b>	<b>100.0000</b>	<b>2,36,98,494</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public- Institutions	Remote E-Voting	62,47,319	0	0.0000	0	0	0.0000	0.0000
	E-Voting at AGM		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>	<b>0.0000</b>
Public- Non Institutions	Remote E-Voting	3,41,66,265	1,01,22,640	29.6276	1,01,22,130	510	99.9950	0.0050
	E-Voting at AGM		10,181	0.0298	10,181	0	100.0000	0.0000
	<b>Total</b>		<b>1,01,32,821</b>	<b>29.6574</b>	<b>1,01,32,311</b>	<b>510</b>	<b>99.9950</b>	<b>0.0050</b>
	<b>TOTAL</b>	<b>6,41,12,078</b>	<b>3,38,31,315</b>	<b>52.7690</b>	<b>3,38,30,805</b>	<b>510</b>	<b>99.9985</b>	<b>0.0015</b>

**Invalid Vote:** 0 (Zero)

**Result:** The Resolution is passed with requisite majority.

<b>Resolution No. 3</b>								
Resolution required: (Ordinary/ Special): <b>ORDINARY</b> - To ratify the remuneration payable to <b>M/s. Dilip M. Bathija</b> (Firm Registration No. 100106), Cost Auditor of the Company for FY 2023-24.								
Whether promoter/ promoter group are interested in the agenda/resolution: <b>No</b>								
<b>Category</b>	<b>Mode of Voting</b>	<b>No. of shares held</b>	<b>No. of votes polled</b>	<b>% of Votes Polled on outstanding shares</b>	<b>No. of Votes – in favour</b>	<b>No. of Votes – against</b>	<b>% of Votes in favour on votes polled</b>	<b>% of Votes against on votes polled</b>
Promoter and Promoter Group	Remote E-Voting	2,70,86,764	2,36,98,494	100.0000	2,36,98,494	0	100.0000	0.0000
	E-Voting at AGM		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>2,36,98,494</b>	<b>100.0000</b>	<b>2,36,98,494</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public- Institutions	Remote E-Voting	62,47,319	0	0.0000	0	0	0.0000	0.0000
	E-Voting at AGM		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>	<b>0.0000</b>
Public- Non Institutions	Remote E-Voting	3,41,66,265	1,01,45,561	29.6947	1,01,45,051	510	99.9950	0.0050
	E-Voting at AGM		10,181	0.0298	10,181	0	100.0000	0.0000
	<b>Total</b>		<b>1,01,55,742</b>	<b>29.7245</b>	<b>1,01,55,232</b>	<b>510</b>	<b>99.9950</b>	<b>0.0050</b>
	<b>TOTAL</b>	<b>6,41,12,078</b>	<b>3,38,54,236</b>	<b>52.8048</b>	<b>3,38,53,726</b>	<b>510</b>	<b>99.9985</b>	<b>0.0015</b>

**Invalid Vote:** 0 (Zero)

**Result:** The Resolution is passed with requisite majority.

**Resolution No. 4**

Resolution required: (Ordinary/ Special): **SPECIAL** - Re-appointment of **Mr. Sanjiv Swarup (DIN: 00132716)**, as Non-Executive Independent Director of the Company for a second term of five years.

Whether promoter/ promoter group are interested in the agenda/resolution: **No**

<b>Category</b>	<b>Mode of Voting</b>	<b>No. of shares held</b>	<b>No. of votes polled</b>	<b>% of Votes Polled on outstanding shares</b>	<b>No. of Votes – in favour</b>	<b>No. of Votes – against</b>	<b>% of Votes in favour on votes polled</b>	<b>% of Votes against on votes polled</b>
Promoter and Promoter Group	Remote E-Voting	2,70,86,764	2,36,98,494	100.0000	2,36,98,494	0	100.0000	0.0000
	E-Voting at AGM		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>2,36,98,494</b>	<b>100.0000</b>	<b>2,36,98,494</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public- Institutions	Remote E-Voting	62,47,319	0	0.0000	0	0	0.0000	0.0000
	E-Voting at AGM		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>	<b>0.0000</b>
Public- Non Institutions	Remote E-Voting	3,41,66,265	99,62,260	29.1582	99,61,750	510	99.9949	0.0050
	E-Voting at AGM		10,181	0.0298	10,181	0	100.0000	0.0000
	<b>Total</b>		<b>99,72,441</b>	<b>29.1880</b>	<b>99,71,931</b>	<b>510</b>	<b>99.9949</b>	<b>0.0051</b>
	<b>TOTAL</b>	<b>6,41,12,078</b>	<b>3,36,70,935</b>	<b>52.5189</b>	<b>3,36,70,425</b>	<b>510</b>	<b>99.9985</b>	<b>0.0015</b>

**Invalid Vote:** 0 (Zero)

**Result:** The Resolution is passed with requisite majority.

<b>Resolution No. 5</b>								
Resolution required: (Ordinary/ Special): <b>SPECIAL</b> - Appointment of <b>Mr. Subhash Chander Kalia (DIN: 00075644)</b> as Non-executive Independent Director on the Board of the Company								
Whether promoter/ promoter group are interested in the agenda/resolution: <b>No</b>								
<b>Category</b>	<b>Mode of Voting</b>	<b>No. of shares held</b>	<b>No. of votes polled</b>	<b>% of Votes Polled on outstanding shares</b>	<b>No. of Votes – in favour</b>	<b>No. of Votes – against</b>	<b>% of Votes in favour on votes polled</b>	<b>% of Votes against on votes polled</b>
Promoter and Promoter Group	Remote E-Voting	2,70,86,764	0	0	0	0	0	0
	E-Voting at AGM		0	0	0	0	0	0
	<b>Total</b>		0	0	0	0	0	0
Public-Institutions	Remote E-Voting	62,47,319	0	0.0000	0	0	0.0000	0.0000
	E-Voting at AGM		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>	<b>0.0000</b>
Public- Non Institutions	Remote E-Voting	3,41,66,265	1,01,45,561	29.6947	1,01,45,051	510	99.9950	0.0050
	E-Voting at AGM		10,181	0.0298	10,181	0	100.0000	0.0000
	<b>Total</b>		<b>1,01,55,742</b>	<b>29.7245</b>	<b>1,01,55,232</b>	<b>510</b>	<b>99.9950</b>	<b>0.0050</b>
	<b>TOTAL</b>	<b>6,41,12,078</b>	<b>1,01,55,742</b>	<b>15.8406</b>	<b>1,01,55,232</b>	<b>510</b>	<b>99.9950</b>	<b>0.0050</b>

**Invalid Vote:** 0 (Zero)

**Result:** The Resolution is passed with requisite majority.

**Resolution No. 6**

Resolution required: (Ordinary/ Special): **SPECIAL** - Appointment of **Ms. Anita Shantaram (DIN: 00786517)** as Non-executive Independent Director on the Board of the Company.

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
Promoter and Promoter Group	Remote E-Voting	2,70,86,764	2,36,98,494	100.0000	2,36,98,494	0	100.0000	0.0000
	E-Voting at AGM		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>2,36,98,494</b>	<b>100.0000</b>	<b>2,36,98,494</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public- Institutions	Remote E-Voting	62,47,319	0	0.0000	0	0	0.0000	0.0000
	E-Voting at AGM		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>	<b>0.0000</b>
Public- Non Institutions	Remote E-Voting	3,41,66,265	1,01,38,561	29.6742	1,01,38,051	510	99.9950	0.0050
	E-Voting at AGM		10,181	0.0298	10,181	0	100.0000	0.0000
	<b>Total</b>		<b>1,01,48,742</b>	<b>29.7040</b>	<b>1,01,48,232</b>	<b>510</b>	<b>99.9950</b>	<b>0.0050</b>
	<b>TOTAL</b>	<b>6,41,12,078</b>	<b>3,38,47,236</b>	<b>52.7939</b>	<b>3,38,46,726</b>	<b>510</b>	<b>99.9985</b>	<b>0.0015</b>

**Invalid Vote:** 0 (Zero)

**Result:** The Resolution is passed with requisite majority.

**Resolution No. 7**

Resolution required: (Ordinary/ Special): **SPECIAL** - Approval for remuneration payable to **Mr. Murarilal Mittal (DIN: 00010689)**, 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
Promoter and Promoter Group	Remote E-Voting	2,70,86,764	2,36,98,494	100.0000	2,36,98,494	0	100.0000	0.0000
	E-Voting at AGM		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>2,36,98,494</b>	<b>100.0000</b>	<b>2,36,98,494</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public- Institutions	Remote E-Voting	62,47,319	0	0.0000	0	0	0.0000	0.0000
	E-Voting at AGM		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>	<b>0.0000</b>
Public- Non Institutions	Remote E-Voting	3,41,66,265	1,01,22,640	29.6276	1,01,22,130	510	99.9950	0.0050
	E-Voting at AGM		10,181	0.0298	10,181	0	100.0000	0.0000
	<b>Total</b>		<b>1,01,32,821</b>	<b>29.6574</b>	<b>1,01,32,311</b>	<b>510</b>	<b>99.9950</b>	<b>0.0050</b>
	<b>TOTAL</b>	<b>6,41,12,078</b>	<b>3,38,31,315</b>	<b>52.7690</b>	<b>3,38,30,805</b>	<b>510</b>	<b>99.9985</b>	<b>0.0015</b>

**Invalid Vote:** 0 (Zero)

**Result:** The Resolution is passed with requisite majority.

**Resolution No. 8**

Resolution required: (Ordinary/ Special): **SPECIAL** - Approval for remuneration payable to **Mr. Mayank Mittal (DIN: 00127248)**, 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
Promoter and Promoter Group	Remote E-Voting	2,70,86,764	0	0	0	0	0	0
	E-Voting at AGM		0	0	0	0	0	0
	<b>Total</b>		0	0	0	0	0	0
Public- Institutions	Remote E-Voting	62,47,319	0	0.0000	0	0	0.0000	0.0000
	E-Voting at AGM		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>	<b>0.0000</b>
Public- Non Institutions	Remote E-Voting	3,41,66,265	1,01,45,561	29.6947	1,01,45,051	510	99.9950	0.0050
	E-Voting at AGM		10,181	0.0298	10,181	0	100.0000	0.0000
	<b>Total</b>		<b>1,01,55,742</b>	<b>29.7245</b>	<b>1,01,55,232</b>	<b>510</b>	<b>99.9950</b>	<b>0.0050</b>
	<b>TOTAL</b>	<b>6,41,12,078</b>	<b>1,01,55,742</b>	<b>15.8406</b>	<b>1,01,55,232</b>	<b>510</b>	<b>99.9950</b>	<b>0.0050</b>

**Invalid Vote:** 0 (Zero)

**Result:** The Resolution is passed with requisite majority.

**Resolution No. 9**

Resolution required: (Ordinary/ Special): **SPECIAL** - Approval for remuneration payable to **Mr. Venkateswararo Kandikuppa (DIN: 06456698)**, Whole-Time Director of the company.

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
Promoter and Promoter Group	Remote E-Voting	2,70,86,764	0	0	0	0	0	0
	E-Voting at AGM		0	0	0	0	0	0
	<b>Total</b>		<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>
Public- Institutions	Remote E-Voting	62,47,319	0	0.0000	0	0	0.0000	0.0000
	E-Voting at AGM		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>	<b>0.0000</b>
Public- Non Institutions	Remote E-Voting	3,41,66,265	1,01,45,561	29.6947	1,01,45,051	510	99.9950	0.0050
	E-Voting at AGM		10,181	0.0298	10,181	0	100.0000	0.0000
	<b>Total</b>		<b>1,01,55,742</b>	<b>29.7245</b>	<b>1,01,55,232</b>	<b>510</b>	<b>99.9950</b>	<b>0.0050</b>
	<b>TOTAL</b>	<b>6,41,12,078</b>	<b>1,01,55,742</b>	<b>15.8406</b>	<b>1,01,55,232</b>	<b>510</b>	<b>99.9950</b>	<b>0.0050</b>

**Invalid Vote:** 0 (Zero)

**Result:** The Resolution is passed with requisite majority.

**Resolution No. 10**

Resolution required: (Ordinary/ Special): **SPECIAL** - Approval for remuneration payable to **Mr. Sushil Sharda (DIN: 03117481)**, Whole-Time Director of the company.

Whether promoter/ promoter group are interested in the agenda/resolution: **No**

<b>Category</b>	<b>Mode of Voting</b>	<b>No. of shares held</b>	<b>No. of votes polled</b>	<b>% of Votes Polled on outstanding shares</b>	<b>No. of Votes – in favour</b>	<b>No. of Votes – against</b>	<b>% of Votes in favour on votes polled</b>	<b>% of Votes against on votes polled</b>
Promoter and Promoter Group	Remote E-Voting	2,70,86,764	0	0	0	0	0	0
	E-Voting at AGM		0	0	0	0	0	0
	<b>Total</b>		0	0	0	0	0	0
Public- Institutions	Remote E-Voting	62,47,319	0	0.0000	0	0	0.0000	0.0000
	E-Voting at AGM		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>	<b>0.0000</b>
Public- Non Institutions	Remote E-Voting	3,41,66,265	1,01,45,561	29.6947	1,01,45,051	510	99.9950	0.0050
	E-Voting at AGM		10,181	0.0298	10,181	0	100.0000	0.0000
	<b>Total</b>		<b>1,01,55,742</b>	<b>29.7245</b>	<b>1,01,55,232</b>	<b>510</b>	<b>99.9950</b>	<b>0.0050</b>
	<b>TOTAL</b>	<b>6,41,12,078</b>	<b>1,01,55,742</b>	<b>15.8406</b>	<b>1,01,55,232</b>	<b>510</b>	<b>99.9950</b>	<b>0.0050</b>

**Invalid Vote:** 0 (Zero)

**Result:** The Resolution is passed with requisite majority.

<b>Resolution No. 11</b>								
Resolution required: (Ordinary/ Special): <b>SPECIAL</b> - Approval of terms related to New BWRL ESOP Scheme 2022.								
Whether promoter/ promoter group are interested in the agenda/resolution: <b>No</b>								
<b>Category</b>	<b>Mode of Voting</b>	<b>No. of shares held</b>	<b>No. of votes polled</b>	<b>% of Votes Polled on outstanding shares</b>	<b>No. of Votes – in favour</b>	<b>No. of Votes – against</b>	<b>% of Votes in favour on votes polled</b>	<b>% of Votes against on votes polled</b>
Promoter and Promoter Group	Remote E-Voting	2,70,86,764	0	0	0	0	0	0
	E-Voting at AGM		0	0	0	0	0	0
	<b>Total</b>		0	0	0	0	0	0
Public- Institutions	Remote E-Voting	62,47,319	0	0.0000	0	0	0.0000	0.0000
	E-Voting at AGM		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>	<b>0.0000</b>
Public- Non Institutions	Remote E-Voting	3,41,66,265	1,01,45,561	29.6947	1,01,45,051	510	99.9950	0.0050
	E-Voting at AGM		10,181	0.0298	10,181	0	100.0000	0.0000
	<b>Total</b>		<b>1,01,55,742</b>	<b>29.7245</b>	<b>1,01,55,232</b>	<b>510</b>	<b>99.9950</b>	<b>0.0050</b>
<b>TOTAL</b>		<b>6,41,12,078</b>	<b>1,01,55,742</b>	<b>15.8406</b>	<b>1,01,55,232</b>	<b>510</b>	<b>99.9950</b>	<b>0.0050</b>

**Invalid Vote:** 0 (Zero)

**Result:** The Resolution is passed with requisite majority.

**Resolution No. 12**Resolution required: (Ordinary/ Special): **SPECIAL** - Revision in vesting schedule of the options granted under New BWRL ESOP Scheme 2022.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
Promoter and Promoter Group	Remote E-Voting	2,70,86,764	0	0	0	0	0	0
	E-Voting at AGM		0	0	0	0	0	0
	<b>Total</b>		0	0	0	0	0	0
Public- Institutions	Remote E-Voting	62,47,319	0	0.0000	0	0	0.0000	0.0000
	E-Voting at AGM		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>	<b>0.0000</b>
Public- Non Institutions	Remote E-Voting	3,41,66,265	1,01,45,561	29.6947	1,01,45,051	510	99.9950	0.0050
	E-Voting at AGM		10,181	0.0298	10,181	0	100.0000	0.0000
	<b>Total</b>		<b>1,01,55,742</b>	<b>29.7245</b>	<b>1,01,55,232</b>	<b>510</b>	<b>99.9950</b>	<b>0.0050</b>
	<b>TOTAL</b>	<b>6,41,12,078</b>	<b>1,01,55,742</b>	<b>15.8406</b>	<b>1,01,55,232</b>	<b>510</b>	<b>99.9950</b>	<b>0.0050</b>

**Invalid Vote:** 0 (Zero)**Result:** The Resolution is passed with requisite majority.

**Resolution No. 13**

Resolution required: (Ordinary/ Special): **SPECIAL** - Increase in the Authorised share capital of the Company and amendment of the Memorandum of Association respectively.

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
Promoter and Promoter Group	Remote E-Voting	2,70,86,764	0	0	0	0	0	0
	E-Voting at AGM		0	0	0	0	0	0
	<b>Total</b>		<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>
Public- Institutions	Remote E-Voting	62,47,319	0	0.0000	0	0	0.0000	0.0000
	E-Voting at AGM		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>	<b>0.0000</b>
Public- Non Institutions	Remote E-Voting	3,41,66,265	1,01,45,561	29.6947	1,01,45,051	510	99.9950	0.0050
	E-Voting at AGM		10,181	0.0298	10,181	0	100.0000	0.0000
	<b>Total</b>		<b>1,01,55,742</b>	<b>29.7245</b>	<b>1,01,55,232</b>	<b>510</b>	<b>99.9950</b>	<b>0.0050</b>
	<b>TOTAL</b>	<b>6,41,12,078</b>	<b>1,01,55,742</b>	<b>15.8406</b>	<b>1,01,55,232</b>	<b>510</b>	<b>99.9950</b>	<b>0.0050</b>

**Invalid Vote:** 0 (Zero)

**Result:** The Resolution is passed with requisite majority.

**Note:** 1. If any promoter shareholders / directors / key-managerial personnel's / related party (ies) / other shareholders are interested and have cast their votes in said resolutions, the same has not been counted in the above results.

2. The percentages are round off to the nearest decimals.

Thanking you,

Yours faithfully

For **Bharat Wire Ropes Limited**

**Govinda Soni**  
**Company Secretary & Compliance Officer**  
**Membership No.: A38908**



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**MIHEN HALANI & ASSOCIATES**

*Practicing Company Secretaries*

A-501/L, Jaswanti Allied Business Centre, Kachpada, Ramchandralane Extn. Rd,  
Malad (West), Mumbai – 400 064, Tel No.: 022 6236 0279 Email: [mihenhalani@mha-cs.com](mailto:mihenhalani@mha-cs.com)

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**SCRUTINIZER'S REPORT**

To,  
The Chairman,  
Bharat Wire Ropes Limited ("the Company")

37<sup>th</sup> Annual General Meeting ("37<sup>th</sup> AGM / the meeting") of the members of Bharat Wire Ropes Limited ("the Company") held on Friday 21<sup>st</sup> July, 2023 at 01:00 P.M. IST through Video Conferencing ("VC").

Dear Sir,

Sub: Combined Scrutinizer's Report on voting through electronic means in terms of section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management & Administration) Rules, 2014 for 37<sup>th</sup> Annual General Meeting ("37<sup>th</sup> AGM / the meeting") of the Company held through Video Conferencing ("VC")

We, M/s. Mihen Halani & Associates, Practicing Company Secretaries appointed by the Board of Directors of the Company as Scrutinizer to scrutinize the e-voting process in accordance with section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and Circulars and Notifications issued thereunder (MCA Circulars and SEBI Circulars), and applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI LODR Regulations"), Secretarial Standard on General Meetings ("SS-2") issued by the Institute of Company Secretaries of India and other applicable laws, rules and regulations (including any statutory modification or re-enactment thereof for the time being in force and as amended from time to time), for 37<sup>th</sup> AGM of the Company through Video Conferencing ("VC").

1. As confirmed by the Company, the notice of 37<sup>th</sup> AGM, was sent through electronic mode to those members whose email addresses were registered with the Registrar and Share Transfer Agent of the Company/ Depository Participant(s).
2. The members of the Company as on cut-off date i.e. **Friday, 14<sup>th</sup> July, 2023** were entitled to vote on the resolutions (as set out in the notice of 37<sup>th</sup> AGM of the Company).
3. The Company has availed the e-voting facility ("remote e-voting") provided by KFin Technologies Limited ("Kfintech"). The remote e-voting period commenced on Monday, 17<sup>th</sup> July, 2023 (9.00 a.m.) and ended Thursday, 20<sup>th</sup> July, 2023 (5.00 p.m.) (both days inclusive). ("remote e-voting period").

4. The Company had also availed e-voting facility provided by Kfintech to the members present at the AGM through VC and who had not cast their vote during the said remote e-voting period.
5. Post conclusion of the meeting, the votes cast during the remote e-voting period and during the meeting were unblocked in the presence of two witnesses, Ms. Nidhi Busa and Ms. Devanshi Damani who are not in the employment of the company and counted thereafter. They have signed below in confirmation of the votes being unblocked in their presence.

Name : Ms. Nidhi Busa

SD/-

Signature

Name: Ms. Devanshi Damani

SD/-

Signature

6. On the basis of the votes exercised by the members of the Company by way of remote e-voting and e-voting at the AGM, we have issued the Combined Scrutiniser's Report dated 21st July, 2023.
7. The register has been maintained electronically to record the assent or dissent, received, mentioning the particulars of name, address, folio number or DP ID / Client ID of the members, number of shares held by them and nominal value of such shares. There were no shares with differential voting rights in the Company. Hence, there is no requirement of maintaining the list of shares with differential voting rights.
8. The management of the company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and rules relating to voting through electronic means on the resolutions contained in the Notice of the 37<sup>th</sup> AGM of the Company. Our responsibility as the scrutinizer for the remote e-voting / e-voting process is restricted to make a scrutinizer report of the vote cast in favour / against the resolutions stated above, based on the reports generated from the e-voting system provided by the Kfintech, the authorised agency to provide e-voting facilities, engaged by the Company for the purpose.
9. The details containing, *inter alia*, list of equity shareholders, who voted "For" or "Against" each of the resolutions put to vote, were generated from the e-voting website of Kfintech i.e. <https://evoting.kfintech.com> and based on such reports generated, the result of the combined / consolidated e-voting is as under;



Sr. No.	Particulars of Resolution as given in the Notice of 37 <sup>th</sup> AGM		Particulars of Votes Cast			Result Declared
			Members Voting			
			No. of members voted	No. of votes Cast by them	% of total no. of votes cast	
<b>ORDINARY BUSINESS</b>						
1.	To receive, consider and adopt the Audited Standalone and Consolidated Financial Statements of the Company for the financial year ended 31st March, 2023 together with Reports of the Board of Directors and Auditors thereon.	Votes Cast in favour	61	42762910	99.99	The resolution passed as an <b>Ordinary Resolution</b>
		Votes Cast against	2	11	0.01	
		Votes Cast invalid	-	-	-	
		<b>Total</b>	<b>63</b>	<b>42762921</b>	<b>100.00</b>	
2.	To appoint a Director in place of Ms. Ruhi Mittal (DIN: 07159227), Non-Executive Non-Independent Director, who retires by rotation in terms of Section 152(6) of the Companies Act, 2013, and being eligible, offers herself for re-appointment.	Votes Cast in favour	58	42665967	99.96	The resolution passed as an <b>Ordinary Resolution</b>
		Votes Cast against	4	16754	0.04	
		Votes Cast invalid	-	-	-	
		<b>Total</b>	<b>62</b>	<b>42682721</b>	<b>100.00</b>	
<b>SPECIAL BUSINESS</b>						
3.	To ratify the remuneration payable to M/s. Dilip M. Bathija (Firm Registration No. 100106), Cost Auditor of the Company for FY 2023-24	Votes Cast in favour	61	42762910	99.99	The resolution passed as an <b>Ordinary Resolution</b>
		Votes Cast against	2	11	0.01	
		Votes Cast invalid	-	-	-	
		<b>Total</b>	<b>63</b>	<b>42762921</b>	<b>100.00</b>	
4.	Re-appointment of Mr. Sanjiv Swarup (DIN: 00132716), as Non-Executive Independent Director of the Company for a second term of five years	Votes Cast in favour	60	42762760	99.99	The resolution passed as a <b>Special Resolution</b>
		Votes Cast against	3	161	0.01	
		Votes Cast invalid	-	-	-	
		<b>Total</b>	<b>63</b>	<b>42762921</b>	<b>100.00</b>	
5.	Appointment of Mr. Subhash Chander Kalia (DIN: 00075644) as Non-executive Independent Director on the Board of the Company	Votes Cast in favour	61	42762910	99.99	The resolution passed as a <b>Special Resolution</b>
		Votes Cast against	2	11	0.01	
		Votes Cast invalid	-	-	-	

		<b>Total</b>	<b>63</b>	<b>42762921</b>	<b>100.00</b>	
6.	Appointment of Ms. Anita Shantaram (DIN: 00786517) as Non-executive Independent Director on the Board of the Company	Votes Cast in favour	61	42762910	99.99	The resolution passed as a <b>Special Resolution</b>
		Votes Cast against	2	11	0.01	
		Votes Cast invalid	-	-	-	
		<b>Total</b>	<b>63</b>	<b>42762921</b>	<b>100.00</b>	
7.	Approval for remuneration payable to Mr. Murarilal Mittal (DIN: 00010689), Managing Director of the company	Votes Cast in favour	54	15676146	99.99	The resolution passed as a <b>Special Resolution</b>
		Votes Cast against	2	11	0.01	
		Votes Cast invalid	-	-	-	
		<b>Total</b>	<b>56</b>	<b>15676157</b>	<b>100.00</b>	
8.	Approval for remuneration payable to Mr. Mayank Mittal (DIN: 00127248), Joint Managing Director of the company	Votes Cast in favour	53	15675996	99.99	The resolution passed as a <b>Special Resolution</b>
		Votes Cast against	3	161	0.01	
		Votes Cast invalid	-	-	-	
		<b>Total</b>	<b>56</b>	<b>15676157</b>	<b>100.00</b>	
9	Approval for remuneration payable to Mr. Venkateswararo Kandikuppa (DIN: 06456698), Whole-Time Director of the company:	Votes Cast in favour	60	42701489	99.99	The resolution passed as a <b>Special Resolution</b>
		Votes Cast against	2	11	0.01	
		Votes Cast invalid	-	-	-	
		<b>Total</b>	<b>62</b>	<b>42701500</b>	<b>100.00</b>	
10	Approval for remuneration payable to Mr. Sushil Sharda (DIN: 03117481), Whole-Time Director of the company	Votes Cast in favour	59	42584359	99.99	The resolution passed as a <b>Special Resolution</b>
		Votes Cast against	2	11	0.01	
		Votes Cast invalid	-	-	-	
		<b>Total</b>	<b>61</b>	<b>42584370</b>	<b>100.00</b>	
11	Approval of terms related to new BWRL ESOP Scheme 2022	Votes Cast in favour	60	42746317	99.96	The resolution passed as a <b>Special Resolution</b>
		Votes Cast against	3	16604	0.04	
		Votes Cast invalid	-	-	-	
		<b>Total</b>	<b>63</b>	<b>42762921</b>	<b>100.00</b>	



12	Revision in vesting schedule of the options granted under new BWRL ESOP Scheme 2022	Votes Cast in favour	61	42762910	99.99	The resolution passed as a Special Resolution
		Votes Cast against	2	11	0.01	
		Votes Cast invalid	-	-	-	
		Total	63	42762921	100.00	
13	Increase in the Authorised share capital of the company and amendment of the Memorandum of Association respectively	Votes Cast in favour	60	42762420	99.99	The resolution passed as a Special Resolution
		Votes Cast against	3	501	0.01	
		Votes Cast invalid	-	-	-	
		Total	63	42762921	100.00	

Based on the above results of both remote e-voting and e-voting during the meeting, we hereby report that all the above thirteen (13) resolutions have been duly passed by the members of the Company with the requisite majority.

**Notes:**

1. If any promoter shareholders / directors / key-managerial personnel's / related party (ies) / other shareholders are interested and have cast their votes in said resolutions, the same has not been counted in the above results.
2. The percentages are round off to the nearest decimals.
3. No of votes caste does not include no of votes abstained & invalid votes.
4. Number of shareholders are not grouped on the basis of PAN.

Date: 21.07.2023

Place: Mumbai

UDIN: **F009926E000658222**

For Mihen Halani & Associates  
(Practicing Company Secretaries)

MIHEN  
JYOTINDRA  
HALANI

Digitally signed by MIHEN  
JYOTINDRA HALANI  
DN: cn=Mihen Halani,  
postalCode=400097, st=Maharashtra,  
serialNumber=13512EF49239161D  
20A864C1D385C3AA47673E237A  
12F53E7A88DDDC2, o=MIHEN  
JYOTINDRA HALANI  
Date: 2023.07.21 18:08:08 +05'30'

Mihen Halani

(Proprietor)

FCS No: 9926

CP No: 12015