



बामर लॉरी एण्ड कं. लिमिटेड
(भारत सरकार का एक उद्यम)
Balmer Lawrie & Co. Ltd.
(A Government of India Enterprise)

21, नेताजी सुभाष रोड, कोलकाता-700 001 (भारत)
फोन : (91) (033) 2222-5612 / 5731 / 5552
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सीआईएन/CIN : L15492WB1924GOI004835

Date: 25th September, 2025

Ref: SECY/SE/AGM/2025

The Secretary,
National Stock Exchange of India Limited
Exchange Plaza, C-1, Block- G
Bandra Kurla Complex
Bandra (E),
Mumbai – 400051

The Secretary,
BSE Limited
Phiroze Jeejeebhoy Towers
Dalal Street
Mumbai- 400001

Company Code: **BALMLAWRIE**

Scrip Code: **523319**

Dear Sir/Madam,

Sub: Submission of Voting Results under Regulation 30 and Regulation 44(3) of Securities and Exchange Board of India (“SEBI”) (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”) along with the Consolidated Scrutinizer’s Report

This is with reference to our intimation dated 29th August, 2025 regarding Notice dated 23rd August, 2025 of the 108th of Annual General Meeting held on Tuesday, 23rd September, 2025 for seeking the consent of the Members of the Company through Ordinary Resolutions and Special Resolutions for the items as set out in the said Notice of the 108th Annual General Meeting.

In furtherance to the same, we hereby enclose the following:

1. Voting Results of the items transacted through e-voting in terms of Regulation 30 read with SEBI Master Circular bearing reference no. SEBI/HO/CFD/PoD2/CIR/P/0155 dated 11th November, 2024, as amended by SEBI Circular bearing reference no. SEBI/HO/CFD/CFD-PoD2/CIR/P/2024/185 dated 31st December, 2024 and Regulation 44(3) of the Listing Regulations, in the format as specified in this regard. (attached as **Annexure- A**)
2. Consolidated Scrutinizer’s Report for e-voting. (attached as **Annexure- B**)

The documents stated under serial no. 1. and 2. shall also be available on the website of the Company at <https://www.balmerlawrie.com/investors/general-meetings-postal-ballot-and-annual-report> and on the website of the e-voting agency i.e. M/s. KFin Technologies Limited at <https://evoting.kfintech.com/>

For Balmer Lawrie & Co. Ltd.

Kavita Bhavsar
Company Secretary and Compliance Officer

Enclosed: as above

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General information about company	
Scrip code	523319
NSE Symbol	BALMLAWRIE
MSEI Symbol	NOTLISTED
ISIN	INE164A01016
Name of the company	Balmer Lawrie & Company Limited
Type of meeting	AGM
Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot)	23-09-2025
Start time of the meeting	12:00 PM
End time of the meeting	02:10 PM

Scrutinizer Details	
Name of the Scrutinizer	Navin Kothari
Firms Name	M/s N.K. & Associates
Qualification	CS
Membership Number	5935
Date of Board Meeting in which appointed	06-08-2025
Date of Issuance of Report to the company	25-09-2025

Voting results	
Record date	16-09-2025
Total number of shareholders on record date	115072
No. of shareholders present in the meeting either in person or through proxy	
a) Promoters and Promoter group	0
b) Public	125
No. of shareholders attended the meeting through video conferencing	
a) Promoters and Promoter group	0
b) Public	0
No. of resolution passed in the meeting	12
Disclosure of notes on voting results	Textual Information(1)

Text Block	
Textual Information(1)	Company had fixed a cut-off date for the purpose of e-voting.

Resolution(1)								
Resolution required: (Ordinary / Special)			Ordinary					
Whether promoter/promoter group are interested in the agenda/resolution?			No					
Description of resolution considered			To consider and adopt the Audited Financial Statements of the Company (both Standalone and Consolidated) for the Financial Year ended on 31st March, 2025 together with the Reports of the Board of Directors and Auditors thereon and other Statements attached thereto along with the Comments of Comptroller and Auditor General of India 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	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public-Institutions	E-Voting	7055786	2352005	33.3344	2352005	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		7055786	2352005	33.3344	2352005	0	100
Public- Non Institutions	E-Voting	163948060	106096659	64.7136	106095893	766	99.9993	0.0007
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		163948060	106096659	64.7136	106095893	766	99.9993
Total		171003846	108448664	63.4188	108447898	766	99.9993	0.0007
Whether resolution is Pass or Not.						Yes		
Disclosure of notes on resolution						Textual Information(1)		

Text Block	
Textual Information(1)	92426 votes abstained.

Details of Invalid Votes

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

Resolution(2)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To declare dividend for the Financial Year ended on 31st March, 2025				
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	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public-Institutions	E-Voting	7055786	2443601	34.6326	2443601	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		7055786	2443601	34.6326	2443601	0	100
Public- Non Institutions	E-Voting	163948060	106096656	64.7136	106095980	676	99.9994	0.0006
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		163948060	106096656	64.7136	106095980	676	99.9994
Total		171003846	108540257	63.4724	108539581	676	99.9994	0.0006
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Textual Information(1)	

Text Block	
Textual Information(1)	833 votes abstained.

Details of Invalid Votes

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

Resolution(3)									
Resolution required: (Ordinary / Special)				Ordinary					
Whether promoter/promoter group are interested in the agenda/resolution?				No					
Description of resolution considered				To appoint a Director in place of Shri Saurav Dutta (DIN: 10042140), a Director who retires by rotation and being eligible, offers himself for re-appointment					
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	0	0	0	0	0	0	0	
	Poll		0	0	0	0	0	0	
	Postal Ballot (if applicable)		0	0	0	0	0	0	
	Total		0	0	0	0	0	0	
Public-Institutions	E-Voting	7055786	2443601	34.6326	424120	2019481	17.3564	82.6436	
	Poll		0	0	0	0	0	0	
	Postal Ballot (if applicable)		0	0	0	0	0	0	
	Total		7055786	2443601	34.6326	424120	2019481	17.3564	
Public- Non Institutions	E-Voting	163948060	106096618	64.7136	106093854	2764	99.9974	0.0026	
	Poll		0	0	0	0	0	0	
	Postal Ballot (if applicable)		0	0	0	0	0	0	
	Total		163948060	106096618	64.7136	106093854	2764	99.9974	
Total						2022245	98.1369	1.8631	
Whether resolution is Pass or Not.							Yes		
Disclosure of notes on resolution							Textual Information(1)		

Text Block	
Textual Information(1)	871 votes abstained.

Details of Invalid Votes

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

Resolution(4)									
Resolution required: (Ordinary / Special)				Ordinary					
Whether promoter/promoter group are interested in the agenda/resolution?				No					
Description of resolution considered				To fix the remuneration of the Statutory Auditors of the Company (including Branch Auditors) for the Financial Year 2025-26					
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	0	0	0	0	0	0	0	
	Poll		0	0	0	0	0	0	
	Postal Ballot (if applicable)		0	0	0	0	0	0	
	Total		0	0	0	0	0	0	
Public-Institutions	E-Voting	7055786	2443601	34.6326	2443601	0	100	0	
	Poll		0	0	0	0	0	0	
	Postal Ballot (if applicable)		0	0	0	0	0	0	
	Total		7055786	2443601	34.6326	2443601	0	100	
Public- Non Institutions	E-Voting	163948060	106096618	64.7136	106095842	776	99.9993	0.0007	
	Poll		0	0	0	0	0	0	
	Postal Ballot (if applicable)		0	0	0	0	0	0	
	Total		163948060	106096618	64.7136	106095842	776	99.9993	
Total							99.9993	0.0007	
Whether resolution is Pass or Not.							Yes		
Disclosure of notes on resolution							Textual Information(1)		

Text Block	
Textual Information(1)	871 votes abstained.

Details of Invalid Votes

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

Resolution(5)									
Resolution required: (Ordinary / Special)				Ordinary					
Whether promoter/promoter group are interested in the agenda/resolution?				No					
Description of resolution considered				Appointment of Shri Amit Bansal (DIN: 10372580) as Government Nominee Director for the period from 25th October, 2024 till 31st December, 2024 and fixation of terms of his appointment					
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	0	0	0	0	0	0	0	
	Poll		0	0	0	0	0	0	
	Postal Ballot (if applicable)		0	0	0	0	0	0	
	Total		0	0	0	0	0	0	
Public-Institutions	E-Voting	7055786	2443601	34.6326	2433140	10461	99.5719	0.4281	
	Poll		0	0	0	0	0	0	
	Postal Ballot (if applicable)		0	0	0	0	0	0	
	Total		7055786	2443601	34.6326	2433140	10461	99.5719	
Public- Non Institutions	E-Voting	163948060	106092118	64.7108	106090406	1712	99.9984	0.0016	
	Poll		0	0	0	0	0	0	
	Postal Ballot (if applicable)		0	0	0	0	0	0	
	Total		163948060	106092118	64.7108	106090406	1712	99.9984	
Total							0.0016		
Whether resolution is Pass or Not.							Yes		
Disclosure of notes on resolution							Textual Information(1)		

Text Block	
Textual Information(1)	5371 votes abstained.

Details of Invalid Votes

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

Resolution(6)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Approval of the detailed Terms and Conditions with respect to the appointment of Shri Adhip Nath Palchaudhuri, (DIN: 08695322) as Chairman and Managing Director of Balmer Lawrie & Co. Ltd.				
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	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	0	0	0	0	0	0	0
Public-Institutions	E-Voting	7055786	2443601	34.6326	2438967	4634	99.8104	0.1896
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	7055786	2443601	34.6326	2438967	4634	99.8104	0.1896
Public- Non Institutions	E-Voting	163948060	106092118	64.7108	106090068	2050	99.9981	0.0019
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	163948060	106092118	64.7108	106090068	2050	99.9981	0.0019
Total		171003846	108535719	63.4698	108529035	6684	99.9938	0.0062
Whether resolution is Pass or Not.						Yes		
Disclosure of notes on resolution						Textual Information(1)		

Text Block	
Textual Information(1)	5371 votes abstained.

Details of Invalid Votes

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

Resolution(7)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Appointment of Shri Harishkumar Madhusudan Joshi (DIN: 01201050) as Non-Executive Independent Director and fixation of terms of his appointment				
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	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public-Institutions	E-Voting	7055786	2443601	34.6326	2443433	168	99.9931	0.0069
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		7055786	2443601	34.6326	2443433	168	99.9931
Public- Non Institutions	E-Voting	163948060	106092118	64.7108	106090542	1576	99.9985	0.0015
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		163948060	106092118	64.7108	106090542	1576	99.9985
Total		171003846	108535719	63.4698	108533975	1744	99.9984	0.0016
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Textual Information(1)	

Text Block	
Textual Information(1)	5371 votes abstained.

Details of Invalid Votes

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

Resolution(8)									
Resolution required: (Ordinary / Special)				Special					
Whether promoter/promoter group are interested in the agenda/resolution?				No					
Description of resolution considered				Appointment of Dr. Vandana Minda Heda (DIN: 09402294) as Non-Executive Independent Director and fixation of terms of her appointment					
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	0	0	0	0	0	0	0	
	Poll		0	0	0	0	0	0	
	Postal Ballot (if applicable)		0	0	0	0	0	0	
	Total		0	0	0	0	0	0	
Public-Institutions	E-Voting	7055786	2443601	34.6326	2432972	10629	99.565	0.435	
	Poll		0	0	0	0	0	0	
	Postal Ballot (if applicable)		0	0	0	0	0	0	
	Total		7055786	2443601	34.6326	2432972	10629	99.565	
Public- Non Institutions	E-Voting	163948060	106092118	64.7108	106090617	1501	99.9986	0.0014	
	Poll		0	0	0	0	0	0	
	Postal Ballot (if applicable)		0	0	0	0	0	0	
	Total		163948060	106092118	64.7108	106090617	1501	99.9986	
Total									
Whether resolution is Pass or Not.							Yes		
Disclosure of notes on resolution							Textual Information(1)		

Text Block	
Textual Information(1)	5371 votes abstained.

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

Resolution(9)									
Resolution required: (Ordinary / Special)				Ordinary					
Whether promoter/promoter group are interested in the agenda/resolution?				No					
Description of resolution considered				Appointment of Shri Rajeev Kumar (DIN: 11170401) as Government Nominee Director and fixation of terms of his appointment					
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	0	0	0	0	0	0	0	
	Poll		0	0	0	0	0	0	
	Postal Ballot (if applicable)		0	0	0	0	0	0	
	Total		0	0	0	0	0	0	
Public-Institutions	E-Voting	7055786	2443601	34.6326	0	2443601	0	100	
	Poll		0	0	0	0	0	0	
	Postal Ballot (if applicable)		0	0	0	0	0	0	
	Total		7055786	2443601	34.6326	0	2443601	0	
Public- Non Institutions	E-Voting	163948060	106092062	64.7108	106089937	2125	99.998	0.002	
	Poll		0	0	0	0	0	0	
	Postal Ballot (if applicable)		0	0	0	0	0	0	
	Total		163948060	106092062	64.7108	106089937	2125	99.998	
Total							97.7466	2.2534	
Whether resolution is Pass or Not.							Yes		
Disclosure of notes on resolution							Textual Information(1)		

Text Block	
Textual Information(1)	5427 votes abstained.

Details of Invalid Votes

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

Resolution(10)									
Resolution required: (Ordinary / Special)				Ordinary					
Whether promoter/promoter group are interested in the agenda/resolution?				No					
Description of resolution considered				Appointment of Shri Romon Sebastian Louis (DIN: 08710802) as Director (Service Businesses) and fixation of terms of his appointment					
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	0	0	0	0	0	0	0	
	Poll		0	0	0	0	0	0	
	Postal Ballot (if applicable)		0	0	0	0	0	0	
	Total		0	0	0	0	0	0	
Public-Institutions	E-Voting	7055786	2443601	34.6326	434581	2009020	17.7845	82.2155	
	Poll		0	0	0	0	0	0	
	Postal Ballot (if applicable)		0	0	0	0	0	0	
	Total		7055786	2443601	34.6326	434581	2009020	17.7845	
Public- Non Institutions	E-Voting	163948060	106092118	64.7108	106090737	1381	99.9987	0.0013	
	Poll		0	0	0	0	0	0	
	Postal Ballot (if applicable)		0	0	0	0	0	0	
	Total		163948060	106092118	64.7108	106090737	1381	99.9987	
Total							98.1477	1.8523	
Whether resolution is Pass or Not.							Yes		
Disclosure of notes on resolution							Textual Information(1)		

Text Block	
Textual Information(1)	5371 votes abstained.

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

Resolution(11)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Appointment of M/s. MR & Associates, a firm of Practicing Company Secretaries as the Secretarial Auditor of the Company from Financial Year 2025-26 to Financial Year 2029-30				
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	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	0	0	0	0	0	0	0
Public-Institutions	E-Voting	7055786	2443601	34.6326	2443601	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	7055786	2443601	34.6326	2443601	0	100	0
Public- Non Institutions	E-Voting	163948060	106096618	64.7136	106095841	777	99.9993	0.0007
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	163948060	106096618	64.7136	106095841	777	99.9993	0.0007
Total		171003846	108540219	63.4724	108539442	777	99.9993	0.0007
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Textual Information(1)	

Text Block	
Textual Information(1)	871 votes abstained.

Details of Invalid Votes

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

Resolution(12)									
Resolution required: (Ordinary / Special)				Ordinary					
Whether promoter/promoter group are interested in the agenda/resolution?				No					
Description of resolution considered				Ratification of Remuneration of Cost Auditor(s) for the Financial Years 2025-26, 2026-27, 2027-28 and 2028-29					
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	0	0	0	0	0	0	0	
	Poll		0	0	0	0	0	0	
	Postal Ballot (if applicable)		0	0	0	0	0	0	
	Total		0	0	0	0	0	0	
Public-Institutions	E-Voting	7055786	2443601	34.6326	2443601	0	100	0	
	Poll		0	0	0	0	0	0	
	Postal Ballot (if applicable)		0	0	0	0	0	0	
	Total		7055786	2443601	34.6326	2443601	0	100	
Public- Non Institutions	E-Voting	163948060	106096643	64.7136	106093560	3083	99.9971	0.0029	
	Poll		0	0	0	0	0	0	
	Postal Ballot (if applicable)		0	0	0	0	0	0	
	Total		163948060	106096643	64.7136	106093560	3083	99.9971	
Total							99.9972	0.0028	
Whether resolution is Pass or Not.							Yes		
Disclosure of notes on resolution							Textual Information(1)		

Text Block	
Textual Information(1)	846 votes abstained.

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

Consolidated Scrutinizer's Report

[Pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014]

To,
The Company Secretary and Compliance Officer
Balmer Lawrie & Co. Ltd.
21, Netaji Subhas Road,
Kolkata - 700 001

Sub: Consolidated Scrutinizer's Report on remote e-voting and the e-voting conducted at the 108th Annual General Meeting ("108th AGM") of the Members of Balmer Lawrie & Co. Ltd. ('Company') held at Ghanshyam Das Birla Sabhagar, 29, Ashutosh Choudhry Avenue, Kolkata – 700019 on Tuesday, 23rd September, 2025 at 12:00 Noon (IST)

I, Navin Kothari, Practicing Company Secretary, proprietor of M/s. N.K & Associates, Company Secretaries was appointed by the Board of Directors of Balmer Lawrie & Co. Ltd. (hereinafter referred to as the "Company") at its meeting held on 6th August, 2025 as the Scrutinizer for the remote e-voting process as well as the electronic voting conducted at the 108th AGM pursuant to Section 108 of the Companies Act, 2013 ("Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and in accordance with Regulation 44 of the Securities and Exchange Board of India ("SEBI") (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended) ("Listing Regulations").

As mentioned in the Notice of the 108th AGM, the proceedings of the 108th AGM were conducted at Ghanshyam Das Birla Sabhagar, 29, Ashutosh Choudhry Avenue, Kolkata – 700 019. The Management of the Company is responsible for ensuring compliance with the requirements of the Act and the Rules thereunder and Listing Regulations and Circulars issued by the competent authority relating to e-voting on the resolutions contained in the notice of the 108th AGM. My responsibility as the Scrutinizer of the voting process (through e-voting), 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 M/s. KFin Technologies Limited, the agency for e-voting.



Report on Scrutiny:

- The Company had appointed M/s. KFin Technologies Limited as the service provider for the purpose of extending the facility of remote e-voting to the members of the Company and also for voting electronically at the 108th AGM.
- The service provider had provided a system for recording the votes of the members electronically through remote e-voting as well as e-voting at the 108th AGM on all the items of the business proposed to be transacted at the 108th AGM of the Company, which was held on September 23, 2025.
- The service provider had set up electronic voting facility and members could access the same at <https://evoting.kfintech.com>.
- The Company had uploaded the Notice of 108th AGM on the website of the Company, its Service Provider for e-voting and also on the websites of Stock Exchanges viz. National Stock Exchange of India Limited and BSE Limited to facilitate their members to cast their vote through remote e-voting and e-voting at the 108th AGM.
- The Company had *inter-alia*, advertised in the newspapers, asking members who have not registered their e-mail addresses with the Company/ Depository Participant(s) to do so and to the extent, details were provided by the shareholders within the relevant cut-off date were considered for sending the Notice of the 108th AGM along with the Annual Report 2024-25.
- The Company had sent the Notice of the 108th AGM along with the Annual Report 2024-25 thereby containing the e-voting details by e-mail to members, whose e-mail addresses were made available by the Depositories or were registered with the Company and physical copies through permitted modes to the Members who have not registered their e-mail address with the Company/Depository Participant(s), as on the cut-off date i.e. Friday, 15th August, 2025 (end of the day). The Notices sent to the Members contained the detailed procedure to be followed by the members for casting their votes electronically as provided in the Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and applicable SEBI Regulations.
- The Company had completed the dispatch of Notice of 108th AGM and Annual Report to the members on August 29, 2025.
- The cut-off date for the purposes of identifying the members who were entitled to vote on the resolutions placed for approval of the members was Tuesday, September 16, 2025 (end of the day).



- As prescribed in the aforesaid Rules, the remote e-voting facility was kept open for four days from Friday, September 19, 2025 at 9:00 a.m. to Monday, September 22, 2025 at 5:00 p.m. At the end of remote e-Voting period, the remote e-voting facility was blocked forthwith.
- As prescribed in clause (v) of sub rule 4 of the Rule 20 of the Companies (Management and Administration) Rules, 2014, the Company had released an advertisement after completion of dispatch of Notice of 108th AGM and Annual Report, which was published 21 days before the date of the 108th AGM on August 30, 2025 in English language (in all India edition) in 'Financial Express' Newspaper, in Bengali language in 'Aajkal' Newspaper (Kolkata edition) and also in Hindi language in all India edition 'Jansatta' Newspaper on August 31, 2025. The notice published in the newspaper carried the required information as specified in sub rule 4 (v) (a) to (h) of the said Rule 20.
- M/s. KFin Technologies Limited provided me the names, DP ID / folio numbers and shareholding of the members who had cast their votes through remote e-voting.
- At the 108th Annual General Meeting of the Company held on Tuesday, September 23, 2025, the Chairman, upon conclusion of discussions on all resolutions, informed the Members that the facility for e-voting was available for those who had not exercised their votes through remote e-voting. The Members were accordingly permitted to cast their votes electronically at the 108th AGM.
- After the conclusion of the e-voting at the 108th AGM, the electronic system capturing the e-voting was blocked by me.
- On September 23, 2025 after tabulating the votes cast electronically by the system provided by M/s. KFin Technologies Limited, the votes cast through remote e-voting facility and votes cast electronically at the 108th AGM were duly unblocked at 02:17 pm by me as a Scrutinizer in the presence of Ms. Misha Rai and Ms. Nikhat Ambari, who acted as the witnesses, as prescribed in sub rule 4 (xii) of the Rule 20 of the Companies (Management and Administration) Rules, 2014. After the voting by electronic means, the votes cast through remote e-voting process were tabulated for the purpose of considering the total votes cast by the shareholders through both ways.
- I did not find any invalid votes.
- Thereafter, the information regarding list of the Members, who voted "for" or "against" or "abstained" and such other requisite details on each of the resolutions that were put to vote, were derived from the report generated from the e-voting website of M/s. KFin Technologies Limited, including votes cast by the Members at the AGM.



The results of the remote e-voting together with that of the voting conducted at the 108th AGM by way of electronic means are as under:

ORDINARY BUSINESS

(i) Item No. 1 of the Notice (as an Ordinary Resolution)

Consideration and adoption of the Audited Financial Statements of the Company (both Standalone and Consolidated) for the Financial Year ended on 31st March, 2025 together with the Reports of the Board of Directors and Auditors thereon and other Statements attached thereto along with the Comments of Comptroller and Auditor General of India thereon:

Manner of voting (i)	Votes in favour of the resolution			Votes against the resolution			Invalid votes Nos. (viii)
	No. of Mem bers voted (ii)	No. of Votes. (iii)	As a % of total number of valid votes (Favour and Against) (iv = iii/ (iii+vi)* 100	No. of Member s voted (v)	No. of Votes. (vi)	As a % of total number of valid votes (Favour and Against) (vii = vi/ (iii+vi)* 100	
Total votes through Remote e-voting and voting by electronic means at the AGM	551	108447898	99.9993	33	766	0.0007	0

No. of Members Abstained	No. of Votes
8	92426

The resolution stands passed with the requisite majority.



(ii) Item No. 2 of the Notice (as an Ordinary Resolution)

Declaration of dividend for the Financial Year ended on 31st March 2025:

Manner of voting (i)	Votes in favour of the resolution			Votes against the resolution			Invalid votes Nos. (viii)
	No. of Members voted (ii)	No. of Votes. (iii)	As a % of total number of valid votes (Favour and Against) (iv = iii/ (iii+vi)* 100	No. of Member s voted (v)	No. of Votes. (vi)	As a % of total number of valid votes (Favour and Against) (vii = vi/ (iii+vi)* 100	
Total votes through Remote e-voting and voting by electronic means at the AGM	555	108539581	99.9994	28	676	0.0006	0

No. of Members Abstained	No. of Votes
8	833

The resolution stands passed with the requisite majority.



(iii) Item No. 3 of the Notice (as an Ordinary Resolution)

Appointment of a Director in place of Shri Saurav Dutta (DIN: 10042140), a Director who was retires by rotation and being eligible, had offers himself for re-appointment:

Manner of voting (i)	Votes in favour of the resolution			Votes against the resolution			Invalid votes Nos. (viii)
	No. of Membe rs voted (ii)	No. of Votes. (iii)	As a % of total number of valid votes (Favour and Against) (iv = iii/ (iii+vi)* 100	No. of Membe rs voted (v)	No. of Votes. (vi)	As a % of total number of valid votes (Favour and Against) (vii = vi/ (iii+vi)* 100	
Total votes through - Remote e-voting and voting by electronic means at the AGM	506	106517974	98.1369	76	2022245	1.8631	0

No. of Members Abstained	No. of Votes
9	871

The resolution stands passed with the requisite majority.



(iv) Item No. 4 of the Notice (as an Ordinary Resolution)

Fixation of the remuneration of the Statutory Auditors of the Company (including Branch Auditors) for the Financial Year 2025-26:

Manner of voting (i)	Votes in favour of the resolution			Votes against the resolution			Invalid votes Nos. (viii)
	No. of Memb ers voted (ii)	No. of Votes. (iii)	As a % of total number of valid votes (Favour and Against) (iv = iii/ (iii+vi)* 100	No. of Membe rs voted (v)	No. of Votes. (vi)	As a % of total number of valid votes (Favour and Against) (vii = vi/ (iii+vi)* 100	
Total votes through Remote e-voting and voting by electronic means at the AGM	549	108539443	99.9993	34	776	0.0007	0

No. of Members Abstained	No. of Votes.
9	871

The resolution stands passed with the requisite majority.



SPECIAL BUSINESS

(v) Item No. 5 of the Notice (as an Ordinary Resolution)

Appointment of Shri Amit Bansal (DIN: 10372580) as Government Nominee Director and fixation of terms of his appointment:

Manner of voting (i)	Votes in favour of the resolution			Votes against the resolution			Invalid votes Nos. (viii)
	No. of Memb ers voted (ii)	No. of Votes. (iii)	As a % of total number of valid votes (Favour and Against) (iv = iii/ (iii+vi)* 100	No. of Member s voted (v)	No. of Votes. (vi)	As a % of total number of valid votes (Favour and Against) (vii = vi/ (iii+vi)* 100	
Total votes through Remote e-voting and voting by electronic means at the AGM	543	108523546	99.9888	38	12173	0.0112	0

No. of Members Abstained	No. of Votes.
10	5371

The resolution stands passed with the requisite majority.



(vi) Item No. 6 of the Notice (as an Ordinary Resolution)

Approval of the detailed Terms and Conditions with respect to the appointment of Shri Adhip Nath Palchaudhuri, (DIN: 08695322) as Chairman and Managing Director of Balmer Lawrie & Co. Ltd.:

Manner of voting (i)	Votes in favour of the resolution			Votes against the resolution			Invalid votes Nos. (viii)
	No. of Memb ers voted (ii)	No. of Votes. (iii)	As a % of total number of valid votes (Favour and Against) (iv = iii/ (iii+vi)* 100	No. of Memb ers voted (v)	No. of Votes. (vi)	As a % of total number of valid votes (Favour and Against) (vii = vi/ (iii+vi)* 100	
Total votes through Remote e- voting and voting by electronic means at the AGM	537	108529035	99.9938	45	6684	0.0062	0

No. of Members Abstained	No. of Votes
10	5371

The resolution stands passed with the requisite majority.



(vii) Item No. 7 of the Notice (as a Special Resolution)

Appointment of Shri Harishkumar Madhusudan Joshi (DIN: 01201050) as Non-Executive Independent Director and fixation of terms of his appointment:

Manner of voting (i)	Votes in favour of the resolution			Votes against the resolution			Invalid votes Nos. (viii)
	No. of Memb ers voted (ii)	No. of Votes. (iii)	As a % of total number of valid votes (Favour and Against) (iv = iii/ (iii+vi)* 100	No. of Membe rs voted (v)	No. of Votes. (vi)	As a % of total number of valid votes (Favour and Against) (vii = vi/ (iii+vi)* 100	
Total votes through Remote e-voting and voting by electronic means at the AGM	537	108533975	99.9984	44	1744	0.0016	0

No. of Members Abstained	No. of Votes.
10	5371

The resolution stands passed with the requisite majority.



(viii) Item No. 8 of the Notice (as a Special Resolution)

Appointment of Dr. Vandana Minda Heda (DIN: 09402294) as Non-Executive Independent Director and fixation of terms of her appointment:

Manner of voting (i)	Votes in favour of the resolution			Votes against the resolution			Invalid votes Nos. (viii)
	No. of Memb ers voted (ii)	No. of Votes. (iii)	As a % of total number of valid votes (Favour and Against) (iv = iii/ (iii+vi)* 100	No. of Membe rs voted (v)	No. of Votes. (vi)	As a % of total number of valid votes (Favour and Against) (vii = vi/ (iii+vi)* 100	
Total votes through Remote e-voting and voting by electronic means at the AGM	535	108523589	99.9888	46	12130	0.0112	0

No. of Members Abstained	No. of Votes.
10	5371

The resolution stands passed with the requisite majority.



(ix) Item No. 9 of the Notice (as an Ordinary Resolution)

Appointment of Shri Rajeev Kumar (DIN: 11170401) as Government Nominee Director and fixation of terms of his appointment:

Manner of voting (i)	Votes in favour of the resolution			Votes against the resolution			Invalid votes Nos. (viii)
	No. of Memb ers voted (ii)	No. of Votes. (iii)	As a % of total number of valid votes (Favour and Against) (iv = iii/ (iii+vi)* 100	No. of Membe rs voted (v)	No. of Votes. (vi)	As a % of total number of valid votes (Favour and Against) (vii = vi/ (iii+vi)* 100	
Total votes through Remote e-voting and voting by electronic means at the AGM	510	106089937	97.7466	70	2445726	2.2534	0

No. of Members Abstained	No. of Votes.
11	5427

The resolution stands passed with the requisite majority.



(x) Item No. 10 of the Notice (as an Ordinary Resolution)

Appointment of Shri Romon Sebastian Louis (DIN: 08710802) as Director (Service Businesses) and fixation of terms of his appointment:

Manner of voting (i)	Votes in favour of the resolution			Votes against the resolution			Invalid votes Nos. (viii)
	No. of Memb ers voted (ii)	No. of Votes. (iii)	As a % of total number of valid votes (Favour and Against) (iv = iii/ (iii+vi)* 100	No. of Membe rs voted (v)	No. of Votes. (vi)	As a % of total number of valid votes (Favour and Against) (vii = vi/ (iii+vi)* 100	
Total votes through Remote e-voting and voting by electronic means at the AGM	515	106525318	98.1477	67	2010401	1.8523	0

No. of Members Abstained	No. of Votes.
10	5371

The resolution stands passed with the requisite majority.



(xi) Item No. 11 of the Notice (as an Ordinary Resolution)

Appointment of M/s. MR & Associates, a firm of Practicing Company Secretaries as the Secretarial Auditor of the Company from Financial Year 2025-26 to Financial Year 2029-30:

Manner of voting (i)	Votes in favour of the resolution			Votes against the resolution			Invalid votes Nos. (viii)
	No. of Memb ers voted (ii)	No. of Votes. (iii)	As a % of total number of valid votes (Favour and Against) (iv = iii/ (iii+vi)* 100	No. of Membe rs voted (v)	No. of Votes. (vi)	As a % of total number of valid votes (Favour and Against) (vii = vi/ (iii+vi)* 100	
Total votes through Remote e-voting and voting by electronic means at the AGM	548	108539442	99.9993	34	777	0.0007	0

No. of Members Abstained	No. of Votes.
9	871

The resolution stands passed with the requisite majority.



(xii) Item No. 12 of the Notice (as an Ordinary Resolution)

Ratification of Remuneration of Cost Auditor(s) for the Financial Years 2025-26, 2026-27, 2027-28 and 2028-29:

Manner of voting (i)	Votes in favour of the resolution			Votes against the resolution			Invalid votes Nos. (viii)
	No. of Membe rs voted (ii)	No. of Votes. (iii)	As a % of total number of valid votes (Favour and Against) (iv = iii/ (iii+vi)* 100	No. of Members voted (v)	No. of Votes. (vi)	As a % of total number of valid votes (Favour and Against) (vii = vi/ (iii+vi)* 100	
Total votes through - Remote e-voting and voting by electronic means at the AGM	545	108537161	99.9972	39	3083	0.0028	0

No. of Members Abstained	No. of Votes.
8	846

The resolution stands passed with the requisite majority.



All the Resolutions mentioned in the Notice of 108th AGM dated August 23, 2025 stands passed under remote e-voting and voting conducted at the 108th AGM electronically with the requisite majority and hence, deemed to be passed on the date of the 108th AGM.

I hereby confirm that I am maintaining the soft copy of the Registers received from M/s. KFin Technologies Limited in respect of the votes cast through remote e-voting and voting conducted at the 108th AGM by way of electronic means by the members of the Company. All other relevant records relating to remote e-voting and electronic voting is under my safe custody and will be handed over to the Company Secretary for safe keeping, after the Chairman considers, approves and signs the minutes of the Meeting.

Thanking You,
Yours faithfully
For N.K. & ASSOCIATES
Company Secretaries

Navin Kothari

Navin Kothari
(Proprietor)
FCS No. 5935
CP No. 3725



UDIN: F005935G001325321
PEER REVIEW NO.: 1384/2021

Place: Kolkata

Dated: 25.09.2025

The following were the witnesses to the unblocking of the votes cast through remote e-voting and e-voting at the 108th AGM:

1. *Misha Rai*

Ms. Misha Rai

Address:

NP-198, AN BLOCK, Bidhannagar
Shantiniketan Apartment
Kolkata-700102

2. *Nikhhat Ambari*

Ms. Nikhat Ambari

Address:

Action Area -1, New Naya Patty
BC-25, Street No BC 113
Kolkata-700156

Countersigned by:

For Balmer Lawrie & Co. Ltd.

काविता भवसर

Kavita Bhavsar

Company Secretary and Compliance Officer

(as per authorization by Chairman and Managing Director)

