



BRNL/CS/2022-23/38

18th December, 2022

BSE Limited

Phiroze Jeejeebhoy Towers
Dalal Street, Mumbai - 400 001
(BSE Scrip Code: 540700)

National Stock Exchange of India Limited

Exchange Plaza, 5th Floor, Plot no. C/1,
G Block Bandra-Kurla Complex,
Bandra (E), Mumbai - 400 051
(NSE Symbol: BRNL)

Dear Sir,

Sub: Declaration of voting results of Postal Ballot under Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 along with Scrutinizer's Report

We refer to our letter dated November 17, 2022 whereby we had submitted a copy of Postal Ballot Notice dated November 01, 2022 and also intimated the stock exchanges that the Company proposed to seek approval of the Members by way of postal ballot process in respect of the following businesses –

- Appointment of Mr. Bajrang Kumar Choudhary (DIN: 00441872) as the Managing Director of the Company for a term of 3 years as per Sections 196, 197 and 198 read with Schedule V and all other applicable provisions, if any, of the Act and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment thereof, for the time being in force); **(ordinary resolution)** and;
- Appointment of Mr. Shree Ram Tewari (DIN: 07698268) as a Non-Executive Non Independent Director **(ordinary resolution)**.

The remote e-voting period for casting the vote had commenced on Friday, 18th November, 2022 (9:00 A.M.) (IST) and ended on Saturday, 17th December, 2022 (5:00 P.M.) (IST).

We are pleased to inform you that the above mentioned Resolutions have been passed by the Members with requisite majority.

We are enclosing herewith, voting results in the prescribed format pursuant to Regulation 44(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Consolidated Scrutinizer's Report dated 17th December, 2022 submitted by Mr. Mohan Ram Goenka, Practising Company Secretary, Kolkata (FCS No. 4515, CP No. 2551), Scrutinizer appointed to conduct the voting process.

Further, pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of Companies (Management & Administration) Rules, 2014 and Clause 8.6.2 of Secretarial Standard - 2 on General Meetings (SS-2) issued by The Institute of Company Secretaries of India (ICSI), the Voting Result alongwith the Scrutinizer's Consolidated Report is available on the Company's

Bharat Road Network Limited

CIN: L45203WB2006PLC112235

Registered Office: Plot No. X1 – 2 & 3, Ground Floor, Block – EP, Sector – V, Salt Lake City, Kolkata – 700 091

Tel.: +91 33 6666 2700 **Email:** corporate@brnl.in

Website: www.brnl.in



website www.brnl.in and on the website of KFin Technologies Limited <https://evoting.kfintech.com> for information of all concerned.

The results are also placed on the notice board of the Company at its Registered Office.

This is for your information and Record

For Bharat Road Network Limited

Ankita Rathi
Compliance Officer

Bharat Road Network Limited

CIN: L45203WB2006PLC112235

Registered Office: Plot No. X1 – 2 & 3, Ground Floor, Block – EP, Sector – V, Salt Lake City, Kolkata – 700 091

Tel.: +91 33 6666 2700 **Email:** corporate@brnl.in

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BHARAT ROAD NETWORK LIMITED

Details regarding voting results as per Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Company Name	BHARAT ROAD NETWORK LIMITED
Date of the AGM/EGM	N.A.
Total number of shareholders on record date	21212
No. of shareholders present in the meeting either in person or through proxy:	N.A.
Promoters and Promoter Group:	
Public:	
No. of Shareholders attended the meeting through Video Conferencing	N.A.
Promoters and Promoter Group:	
Public:	

AGENDA WISE DISCLOSURE

Resolution required: (Ordinary/ Special)	ORDINARY - Appointment of Mr. Bajrang Kumar Choudhary (DIN: 00441872) as the Managing Director of the Company for a term of 3 years							
Whether promoter/ promoter group are interested in the agenda/resolution?	No							
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	45129800	28499800	63.1507	28499800	-	100.0000	-
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total (A)		4,51,29,800	28499800	63.1507	28499800	-	100.0000
Public- Institutions	E-Voting	31	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total (B)		31	-	-	-	-	-
Public- Non Institutions	E-Voting	38820169	14059683	36.2175	14058050	1633	99.9884	0.0116
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		5	-	05	-	-	-
	Total (C)		38820169	14059688	36.2175	14058055	1633	99.9884
Total (A+B+C)	83950000	42559488	50.6962	42557855	1633	99.9962	0.0038	

Resolution required: (Ordinary/ Special)	ORDINARY - Appointment of Mr. Shree Ram Tewari (DIN: 07698268) as a Non-Executive, Non-Independent Director of the Company							
Whether promoter/ promoter group are interested in the agenda/resolution?	No							
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	45129800	28499800	63.1507	28499800	-	100.0000	-
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total (A)		4,51,29,800	28499800	63.1507	28499800	-	100.0000
Public- Institutions	E-Voting	31	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total (B)		31	-	-	-	-	-
Public- Non Institutions	E-Voting	38820169	14069272	36.2422	14067639	1633	99.9883	0.0116
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		5	-	05	-	-	-
	Total (C)		38820169	14069277	36.2422	14067644	1633	99.9883
Total (A+B+C)	83950000	42569077	50.7077	42567444	1633	99.9962	0.0038	



MR & Associates

COMPANY SECRETARIES

46, B. B. Ganguly Street, 406, Kolkata - 700 012

Tel No: 033 2237 9517 / 4007 7907

Email : mrasso1996@gmail.com / goenkamohan@gmail.com

SCRUTINIZER'S REPORT

[Pursuant to Section 108 & 110 of the Companies Act, 2013 and Companies (Management and Administration) Rules, 2014]

To,
The Chairman
Bharat Road Network Limited
Plot No. X1 - 2 & 3, Ground Floor, Block - EP, Sector - V,
Salt Lake City, Kolkata - 700 091

Dear Sir,

1. I, Mohan Ram Goenka, a Company Secretary in Practice (FCS No. 4515, CP No. 2551), Partner of MR & Associates, was duly appointed as a Scrutinizer by the Board of Directors of Bharat Road Network Limited (the Company) (CIN: L45203WB2006PLC112235) for the purpose of Scrutinizing the Postal Ballot process under the provisions of Section 108 & 110 of the Companies Act, 2013 (the 2013 Act) and rules made thereunder as amended (including any statutory modification(s) or reenactment(s) thereof for the time being in force and including any circulars and notifications as issued from time to time) and the provisions of Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.
2. The Management of the Company is responsible to ensure the Compliance of the requirements of the Companies Act, 2013 and Rules relating to Postal Ballot by the shareholders on the resolution proposed in the Notice of the Postal Ballot. My responsibility as a Scrutinizer is to ensure that the voting process is conducted in a fair and transparent manner and is restricted to making a Scrutinizer's Report for the votes cast in "favour" or "against" on the resolution proposed in the Notice of the Postal Ballot.
3. The Members holding equity shares as on the "cut-off date" i.e. November 12, 2022 were entitled to vote on the resolution proposed in the Notice of Postal Ballot.
4. In terms of the aforesaid Notice dated November 01, 2022, the Company dispatched Notice of Postal Ballot to the Shareholders on 17th November, 2022 and the Public Notice was published in 'Aajkal' and 'The Financial Express' on 18th November, 2022 pursuant to Rule 22(3) of the Companies (Management and Administration) Rules, 2014. The e-voting period commenced from Friday, November 18, 2022 (9.00 a.m. IST) and ended on Saturday, December 17, 2022 (5.00 p.m. IST) for voting through remote e-voting. The e-voting facility was provided by KFin Technologies Limited (KFintech).
5. At the end of the e-voting period on Saturday, December 17, 2022 (5.00 p.m. IST), the voting portal of the service provider was blocked forthwith..



6. The votes were unblocked in the presence of 2 (two) witnesses, neither of whom are in the employment of the Company, and e-voting summary statement was downloaded from the e-voting website of KFin Technologies Limited (KFintech) i.e. <https://evoting.kfintech.com>.
7. My report on the results of the voting is based on the data downloaded from KFintech and the votes cast through physical ballot forms received in respect of the resolutions contained in the Notice of the Postal Ballot as processed and provided byKFintech) / Company.
8. Based on the results made available to me, 93 members have cast their votes through remote e-voting platform based on the data downloaded from KFintech and 3 members have cast their votes through physical ballot paper. The brief analysis of the results of the voting through Remote e-voting and through physical ballot paper, based on the report generated byKFintech are as under:

Item No. 1**Special Business : Ordinary Resolution:**

Appointment of Mr. Bajrang Kumar Choudhary (DIN: 00441872) as the Managing Director of the Company for a term of 3 years.

Particulars	No. of votes contained in						Percent age (%)
	E-Voting		Physical Ballot Paper		Total		
	No.	Votes	No.	Votes	No.	Votes	
Assent	82	42557850	3	5	85	42557855	99.9961
Dissent	9	1633	0	0	9	1633	0.0039
Total	91	42559483	3	5	94	42559488	100
Invalid / Abstain	2	9589	0	0	2	9589	-

Item No. 2**Special Business : Ordinary Resolution:**

Appointment of Mr. Shree Ram Tewari (DIN: 07698268) as Non-Executive and Non-Independent Director.

Particulars	No. of votes contained in						Percent age (%)
	E-Voting		Physical Ballot Paper		Total		
	No.	Votes	No.	Votes	No.	Votes	
Assent	84	42567439	3	5	87	42567444	99.9961
Dissent	9	1633	0	0	9	1633	0.0039
Total	93	42569072	3	5	96	42569077	100
Invalid / Abstain	0	0	0	0	0	0	-



9. Based on the foregoing, I hereby certify that the Resolution 1 & 2 as contained in the Postal Ballot Notice dated 01.11.2022 has been passed with requisite majority.
10. All other relevant records / electronic data relating to the e-voting is under my safe custody until the Chairman considers, approved and signs the minutes of the Postal Ballot and the same shall be handed over / emailed thereafter to the Chairman or to the person authorised by the Chairman for preserving safely.

Place : Kolkata
Date : 17.12.2022



For MR & Associates
Company Secretaries
A Peer Reviewed Firm
Peer Review Certificate No.: 720/2020

[M R Goenka]
Partner

C P No.: 2551

UDIN No.: F004515D002744857

Countersigned by:-



Bharat Road Network Limited

Director/Authorised Signatory