



Birla Corporation Limited

Corporate Office:

1, Shakespeare Sarani,
A.C. Market (2nd Floor), Kolkata 700 071

P: 033 6603 3300-02

F: +91 332288 4426

E: Coordinator@birlacorp.com

19th March, 2024

Corporate Relationship Department
BSE Limited
1st Floor, New Trading Ring,
Rotunda Building,
P.J. Towers, Dalal Street, Fort,
Mumbai- 400 001
Scrip Code: 500335

The Manager
Listing Department,
National Stock Exchange of India Limited
'Exchange Plaza', C-1, Block G,
Bandra-Kurla Complex, Bandra (East),
Mumbai- 400 051
Scrip Symbol: BIRLACORPN

Dear Sir(s),

Sub: Voting Results and Scrutinizer's Report on the Postal Ballot Notice dated 7th December, 2023

Pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 please find enclosed herewith the Voting Results of the business transacted by the Company by way of Postal Ballot Notice dated 7th December, 2023.

We are also enclosing the Scrutinizer's Report dated 19th March, 2024 on the Postal Ballot including Remote E-voting.

Based on the Scrutinizer's Report, we wish to inform you that the Special Resolutions mentioned in the Postal Ballot Notice dated 7th December, 2023 has been passed by the Members of the Company with requisite majority on 17th March, 2024, i.e., the last date of Remote E-voting and receipt of Postal Ballot Forms.

The Voting Results along with the Scrutinizer's Report are also available on the Company's website i.e. www.birlacorporation.com.

This is for your information and record.

Thanking you,

Yours faithfully
For **BIRLA CORPORATION LIMITED**

(MANOJ KUMAR MEHTA)
Company Secretary & Legal Head

Encl: As above

BIRLA CORPORATION LIMITED
Result of Postal Ballot Notice dated 7th December 2023

Date of the AGM/EGM	Not Applicable (Resolution passed through Postal Ballot on 17th March, 2024)
Total number of shareholders on record date: (being the cut-off date for determining shareholders entitled to vote – 9th February, 2024)	103371
No. of shareholders present in the meeting either in person or through proxy: Promoter and Promoter Group: Public:	Not Applicable (Resolutions passed through Postal Ballot)
No. of shareholders attended the meeting either through Video Conferencing: Promoter and Promoter Group: Public:	Not Applicable (Resolutions passed through Postal Ballot)

BIRLA CORPORATION LIMITED

RESOLUTION NO.- 1

To appoint Shri Anup Singh (DIN: 00044804) as a Non-Executive Independent Director of the Company, not liable to retire by rotation, for a term of 5 (five) consecutive years with effect from the date of declaration of the result of the Postal Ballot.

Resolution required: (Ordinary/ Special)		Special						
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 - Favour (4)	No. of Votes - Against (5)	% of Votes in Favour on Votes polled (6)=[(4)/(2)]*100	% of Votes in Against on Votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-voting	48434191	19723711	40.7227	6947253	12776458	35.2228	64.7772
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		28710480	59.2773	28710480	0	100.0000	0.0000
	Total		48434191	100.0000	35657733	12776458	73.6210	26.3790
Public Institutions	E-voting	17395372	13975748	80.3418	13756607	219141	98.4320	1.5680
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		13975748	80.3418	13756607	219141	98.4320	1.5680
Public- Non Institutions	E-voting	11175784	3989634	35.6989	3239463	750171	81.1970	18.8030
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		5154	0.0461	5146	8	99.8448	0.1552
	Total		3994788	35.7450	3244609	750179	81.2211	18.7789
Total		77005347	66404727	86.2339	52658949	13745778	79.3000	20.7000

BIRLA CORPORATION LIMITED

RESOLUTION NO.- 2

To appoint Smt. Chitkala Zutshi (DIN: 07684586) as a Non-Executive Independent Director of the Company, not liable to retire by rotation, for a term of 5 (five) consecutive years with effect from the date of declaration of the result of the Postal Ballot.

Resolution required: (Ordinary/ Special)		Special						
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 - Favour (4)	No. of Votes - Against (5)	% of Votes in Favour on Votes polled (6)=[(4)/(2)]*100	% of Votes in Against on Votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-voting	48434191	19723711	40.7227	6947253	12776458	35.2228	64.7772
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		28710480	59.2773	28710480	0	100.0000	0.0000
	Total		48434191	100.0000	35657733	12776458	73.6210	26.3790
Public Institutions	E-voting	17395372	13975748	80.3418	13756607	219141	98.4320	1.5680
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		13975748	80.3418	13756607	219141	98.4320	1.5680
Public- Non Institutions	E-voting	11175784	3989634	35.6989	3239495	750139	81.1978	18.8022
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		5154	0.0461	5146	8	99.8448	0.1552
	Total		3994788	35.7450	3244641	750147	81.2219	18.7781
Total		77005347	66404727	86.2339	52658981	13745746	79.3000	20.7000

BIRLA CORPORATION LIMITED

RESOLUTION NO.- 3

To appoint Smt. Rajni Sekhri Sibal (DIN: 09176377) as a Non-Executive Independent Director of the Company, not liable to retire by rotation, for a term of 5 (five) consecutive years with effect from the date of declaration of the result of the Postal Ballot.

Resolution required: (Ordinary/ Special)		Special						
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 - Favour (4)	No. of Votes - Against (5)	% of Votes in Favour on Votes polled (6)=[(4)/(2)]*100	% of Votes in Against on Votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-voting	48434191	19723711	40.7227	6947253	12776458	35.2228	64.7772
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		28710480	59.2773	28710480	0	100.0000	0.0000
	Total		48434191	100.0000	35657733	12776458	73.6210	26.3790
Public Institutions	E-voting	17395372	13975748	80.3418	13963049	12699	99.9091	0.0909
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		13975748	80.3418	13963049	12699	99.9091	0.0909
Public- Non Institutions	E-voting	11175784	3989584	35.6985	3238871	750713	81.1832	18.8168
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		5154	0.0461	5146	8	99.8448	0.1552
	Total		3994738	35.7446	3244017	750721	81.2073	18.7927
Total		77005347	66404677	86.2339	52864799	13539878	79.6101	20.3899

BIRLA CORPORATION LIMITED

RESOLUTION NO.- 4

To appoint Dr. Rajeev Malhotra (DIN: 09824055) as a Non -Executive Independent Director of the Company, not liable to retire by rotation, for a term of 5 (five) consecutive years with effect from the date of declaration of the result of the Postal Ballot.								
Resolution required: (Ordinary/ Special)			Special					
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 - Favour (4)	No. of Votes - Against (5)	% of Votes in Favour on Votes polled (6)=[(4)/(2)]*100	% of Votes in Against on Votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-voting	48434191	19723711	40.7227	6947253	12776458	35.2228	64.7772
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		28710480	59.2773	28710480	0	100.0000	0.0000
	Total		48434191	100.0000	35657733	12776458	73.6210	26.3790
Public Institutions	E-voting	17395372	13975748	80.3418	13963049	12699	99.9091	0.0909
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		13975748	80.3418	13963049	12699	99.9091	0.0909
Public- Non Institutions	E-voting	11175784	3989634	35.6989	3239376	750258	81.1948	18.8052
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		5154	0.0461	5146	8	99.8448	0.1552
	Total		3994788	35.7450	3244522	750266	81.2189	18.7811
Total		77005347	66404727	86.2339	52865304	13539423	79.6108	20.3892

SCRUTINIZER'S REPORT
OF
BIRLA
CORPORATION LTD.

POSTAL BALLOT

INCLUDING

REMOTE E-VOTING

VOTING PERIOD:

17th FEBRUARY, 2024, 9:00 A.M. TO 17th MARCH, 2024, 5:00 P.M.

SCRUTINIZER

A MURARKA & CO

PRACTISING COMPANY SECRETARIES

DIAMOND PRESTIGE

41A, A J C BOSE ROAD

KOLKATA - 700017, INDIA

PHONE NO.: 033-40616033/34/35

E-MAIL: anilmurarka@gmail.com

SCRUTINIZER'S REPORT

[Pursuant to Section 108 and 110 of the Companies Act, 2013 r/w Rule 20 and Rule 22 of Companies (Management and Administration) Rules, 2014]

The Chairman
BIRLA CORPORATION LIMITED
9/1, R.N. Mukherjee Road,
Kolkata – 700 001

Dear Sir,

Sub: Scrutinizer Report on Postal Ballot including Remote e-voting in respect of passing of all the 4 (four) Special Resolutions contained in the Notice dated 7th December, 2023.

A. APPOINTMENT

- (i) I, Anil Kumar Murarka, a Company Secretary in Practice, having FCS No.: 3150 & CoP No.: 1857, was appointed as a Scrutinizer by the Board of Directors of "Birla Corporation Limited" (the Company) at their Meeting held on 7th December, 2023 for scrutinizing the Postal Ballot including Remote e-voting ("e-voting") process in a fair and transparent manner on all the 4 (four) Special Resolutions proposed in the Postal Ballot Notice dated 7th December, 2023;
- (ii) My appointment as a Scrutinizer is under the provisions of Section 108 and 110 of the Companies Act, 2013 (the Act) read with Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014 (the Rules) (including any statutory modification(s) or re-enactments thereof for the time being in force) and in compliance with Securities and Exchange Board of India's (SEBI) Regulation 44 of the (Listing Obligations and Disclosure Requirements), Regulations, 2015 (the Listing Regulations) read with SEBI Circular no. SEBI/HO/CFD/PoD2/CIR/P/2023/120 dated 11th July, 2023, Secretarial Standard on General Meetings (SS-2) issued by the Institute of Company Secretaries of India, to the extent applicable and other applicable laws and regulations, if any.

B. MANAGEMENT'S RESPONSIBILITY

The management of the Company is responsible to ensure the compliance with the requirements of the relevant provisions of:

- (i) the Companies Act, 2013 and the Rules made thereunder, as amended;
- (ii) SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015;

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- (iii) various Circulars issued by Ministry of Corporate Affairs (MCA) and SEBI; and
- (iv) Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India

relating to Postal Ballot including remote e-voting on all the 4 (four) Special Resolutions contained in the Postal Ballot Notice.

C. SCRUTINIZER'S RESPONSIBILITY

My responsibility as a Scrutinizer for Postal Ballot including remote e-voting was restricted to making a Scrutinizer's Report of the votes cast in "*favour*" or "*against*" on all the 4 (four) Special Resolutions stated in the Postal Ballot Notice dated 7th December, 2023 based on the reports generated from the e-voting system provided by Central Depository Services (India) Limited (CDSL), the Agency authorized under the Rules and engaged by the Company to provide e-voting facilities for voting through electronic means and scrutiny of the Postal Ballot Forms received till the time fixed for closing of the voting process.

D. CUT-OFF DATE

The Company provided the facility of voting on all the 4 (four) Special Resolutions proposed in the Postal Ballot Notice dated 7th December, 2023 through physical Postal Ballot as well as by electronic means to persons who were shareholders as on cut-off date i.e. Friday, 9th February, 2024.

E. DISPATCH OF NOTICE

- (i) In compliance with the provisions of Section 110 of the Act read with the applicable Rules and the Listing Regulations (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) and in compliance with the MCA Circulars, the Postal Ballot Notice along with Postal Ballot Form was sent on 16th February, 2024 through electronic mode to those Members whose e-mail addresses were registered with the Company/Depositories as on Friday, 9th February, 2024, unless any member has registered for a physical copy of the same;





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- (ii) The Company has dispatched physical copy of Postal Ballot Notice dated 7th December, 2023 and Postal Ballot Form along with a self-addressed postage prepaid business reply envelope on 16th February, 2024 to the Members by permitted mode whose email addresses were not registered with Company/ Depositories and whose names appeared on the Register of Members/ List of Beneficial Owners as received from National Securities Depository Limited ('NSDL') and Central Depository Services (India) Limited ('CDSL') as on Friday, 9th February, 2024.

F. VOTING PROCESS

- (i) In accordance with the Notice dated 7th December, 2023 sent to the Members and the 'Advertisement' published pursuant to the Companies (Management and Administration) Rules, 2014 (as amended) on 17th February, 2024, the e-voting commenced on Saturday, 17th February, 2024 at 9.00 A.M. (IST) and ended on Sunday, 17th March, 2024 at 5.00 P.M. (IST);
- (ii) In terms of Postal Ballot Notice dated 7th December, 2023, members can opt for only one mode of voting i.e. either by physical Postal Ballot or e-voting;
- (iii) All votes cast either through e-voting or through physical Postal Ballot forms in respect of all the 4 (four) Special Resolutions contained in the Postal Ballot Notice dated 7th December, 2023 have been considered for my scrutiny;
- (iv) The physical Postal Ballot forms received till the time fixed for receiving the same i.e. close of business hours at 5.00 P.M. (IST) on Sunday, 17th March, 2024 have been considered for my scrutiny after the same were diligently scrutinized and reconciled with the records maintained by the Registrar & Transfer Agent of the Company as well as the authorizations lodged with the Company and the Scrutinizer;
- (v) The Postal Ballot Forms which were incomplete and/or which were otherwise found defective have been treated as invalid and kept separately;



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(vi) After the time fixed for closing of e-voting, i.e. 5.00 P.M. (IST) on Sunday, 17th March, 2024, a final electronic report of the e-voting process was generated by me in the presence of 2 (two) witnesses who were not the employees of the Company and /or Registrar & Transfer Agent of the Company namely Ms. Yashika Poddar & Ms. Ankita Agarwal by accessing the data available to me from the website "www.evotingindia.com" of CDSL, the Authorised Agency to provide e-voting facility. Data regarding the e-votes were diligently scrutinized;

1. Yashika Poddar
(YASHIKA PODDAR)

2. Ankita Agarwal
(ANKITA AGARWAL)

(vii) Particulars of all physical Postal Ballot Forms received from the Members and votes cast by electronic means have been entered in a Register separately maintained for the purpose.

G. REPORT

I hereby submit my Scrutinizer's Report on the results of voting through physical Postal Ballot Forms and e-voting in respect of all the 4 (four) Special Resolutions contained in the Postal Ballot Notice dated 7th December, 2023, as under: -

1. SPECIAL RESOLUTION-

To appoint Shri Anup Singh (DIN: 00044804) as a Non-Executive Independent Director of the Company, not liable to retire by rotation, for a term of 5(Five) consecutive years with effect from the date of declaration of the result of the Postal Ballot.

Particulars	Postal		Remote e-voting		Total		Percentage of Votes Cast (%)
	No.	Votes	No.	Votes	No.	Votes	
Favour	66	28715626	464	23943323	530	52658949	79.3000
Against	7	8	48	13745770	55	13745778	20.7000
Total Valid Votes Cast	73	28715634	512	37689093	585	66404727	100.0000
Invalid	2	7	-	-	2	7	-

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2. SPECIAL RESOLUTION -

To appoint Smt. Chitkala Zutshi (DIN: 07684586) as a Non-Executive Independent Director of the Company, not liable to retire by rotation, for a term of 5(Five) consecutive years with effect from the date of declaration of the result of the Postal Ballot.

Particulars	Postal		Remote e-voting		Total		Percentage of Votes Cast (%)
	No.	Votes	No.	Votes	No.	Votes	
Favour	67	28715626	466	23943355	533	52658981	79.3000
Against	6	8	46	13745738	52	13745746	20.7000
Total Valid Votes Cast	73	28715634	512	37689093	585	66404727	100.0000
Invalid	2	7	-	-	2	7	-

3. SPECIAL RESOLUTION -

To appoint Smt. Rajni Sekhri Sibal (DIN: 09176377) as a Non-Executive Independent Director of the Company, not liable to retire by rotation, for a term of 5(Five) consecutive years with effect from the date of declaration of the result of the Postal Ballot.

Particulars	Postal		Remote e-voting		Total		Percentage of Votes Cast (%)
	No.	Votes	No.	Votes	No.	Votes	
Favour	66	28715626	466	24149173	532	52864799	79.6101
Against	7	8	45	13539870	52	13539878	20.3899
Total Valid Votes Cast	73	28715634	511	37689043	584	66404677	100.0000
Invalid	2	7	-	-	2	7	-

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4. SPECIAL RESOLUTION -

To appoint Dr. Rajeev Malhotra (DIN: 09824055) as a Non-Executive Independent Director of the Company, not liable to retire by rotation, for a term of 5(Five) consecutive years with effect from the date of declaration of the result of the Postal Ballot.

Particulars	Postal		Remote e-voting		Total		Percentage of Votes Cast (%)
	No.	Votes	No.	Votes	No.	Votes	
Favour	67	28715626	472	24149678	539	52865304	79.6108
Against	6	8	40	13539415	46	13539423	20.3892
Total Valid Votes Cast	73	28715634	512	37689093	585	66404727	100.0000
Invalid	2	7	-	-	2	7	-

Please refer to the Notes attached with this Report in relation to the votes cast by electronic & physical means.

H. SAFE CUSTODY OF RECORDS

The electronic data and all other relevant records relating to Postal Ballot including e-voting as well as Postal Ballot Forms are under my safe custody and will be handed over to the Company Secretary & Legal Head of the Company for safe keeping.

I. RESTRICTION ON USE

This Report has been issued at the request of the Company for:

- submission to the Stock Exchanges where the securities of the Company are listed,
- placing on website of the Company, and
- placing on the website of the CDSL.

This Report is not to be used for any other purpose or to be distributed by the Company to any other parties. Accordingly, I do not accept or assume any liability or any duty of care or for any other purpose or to any other party to whom it is shown or into whose hands it may come without my prior consent in writing.

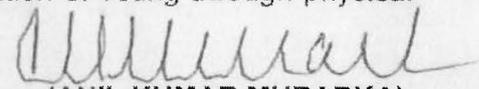
J. DECLARATION OF RESULT

You may accordingly declare the RESULT of the Resolution of voting through physical Postal Ballot including e-voting.

Place: Kolkata

Date: 19th March, 2024




(ANIL KUMAR MURARKA)
FCS No. 3150
CoP No. 1857
PR No. 2199/2022
UDIN: F003150E003599732



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19. MAR. 24

Notes:

1. I as a Scrutiniser blocked the e-voting in respect of Demat A/c of "August Agents Limited (AUGUST)", "Insilico Agents Limited (INSILCO)" and "Laneseda Agents Limited (LANESEDA)" on the basis of 3 (Three) emails all dated 16th February, 2024 received from the Chairman of the Board of these Companies along with certified copy of Board Resolution u/s 113 of the Companies Act, 2013 requesting to block the e-voting immediately in view of attempt of illegal and fraudulent e-voting against the interest of the Company in the past by unauthorised / unscrupulous persons;
2. (a) There are conflicting claims by 2 (Two) groups of "Hindustan Medical Institution" (HINDUSTAN) having 10 (Ten) folios, "Eastern India Educational Institution" (EASTERN) having 1 (One) folio and "Belle Vue Clinic" (BELLE VUE) having 1 (One) folio being represented by "Mr. Harsh V. Lodha" and his Advocates, one of the Trustee and Member of the Managing Committee of these 3 (Three) Societies and by "Ms. Pritha Basu", Advocate (claiming to represent these three Societies), in relation to composition of the Board of Trustees and constitution of Managing Committees. The authority of Ms. Pritha Basu, Advocate to represent these 3 (Three) Societies has been questioned by the Advocate representing Mr. Harsh V. Lodha;
- 2 (b) With reference to the votes cast by these 3 (Three) Societies by way of electronic voting in respect of above mentioned 4 (Four) Special Resolutions, the documents sought for by me through email dated 18th March, 2024 addressed to hmi@mpbicts.com, eiei@mpbicts.com and bvc@mpbicts.com have not been furnished to me. I am therefore not in a position to verify the validity, legality and authenticity of the votes cast by these 3 (Three) Societies by way of electronic voting in respect of above mentioned 4 (Four) Special Resolutions;
- 2 (c) None of the orders dated 1st October, 2020 and 14th December, 2023 passed by the Hon'ble Division Bench of Calcutta High Court furnished to me by Mr. Harsh V. Lodha indicate that Mr. Harsh V. Lodha is not the Trustee or Member of the Managing Committee of these Societies;



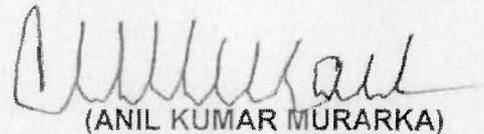
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- 2 (d) On the other hand, it appears from the facts stated in the email dated 12th March, 2024/ 13th March, 2024 and 17th March, 2024 of Mr. Harsh V Lodha and documents enclosed therewith that the votes cast on behalf of these 3 (Three) societies by physical means are valid votes pursuant to the resolution of the Managing Committee of these Societies;
- 2 (e) I, therefore have not considered the votes cast by electronic means in respect of the Shares held by HINDUSTAN, EASTERN and BELLE VUE while tabulating the voting results of the Postal Ballot and accept the votes cast by these 3 (Three) Societies by physical means.
3. I have discharged my duties as a Scrutinizer in spite of the fact that there are claims & counter claims by different groups of these 3 (Three) Shareholders (Societies) based on the facts and documents furnished to me; and
4. My Report is based on the aforesaid facts as mentioned hereinabove in respect of 3 (Three) corporate shareholders namely AUGUST, INSILCO & LANESEDA and in respect of these 3 (Three) Societies Shareholders namely "HINDUSTAN, EASTERN and BELLE VUE" and this Note forms an integral part of my Report.

Place: Kolkata

Date: 19th March, 2024




(ANIL KUMAR MURARKA)

FCS No. 3150

CoP No. 1857

PR No. 2199/2022

UDIN: F003150E003599732