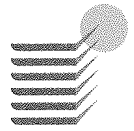


# Brigade Enterprises Limited

Corporate Identity Number (CIN) : L85110KA1995PLC019126  
Registered Office : 29th & 30th Floor, World Trade Center  
Brigade Gateway Campus, 26/1, Dr. Rajkumar Road  
Malleswaram - Rajajinagar, Bengaluru - 560 055, India  
T : +91 80 4137 9200  
E : enquiry@brigadegroup.com W : www.brigadegroup.com



**BRIGADE**

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Ref: BEL/NSEBSE/05052022

5<sup>th</sup> May, 2022

Listing Department  
National Stock Exchange of India Limited  
Exchange Plaza,  
Bandra Kurla Complex,  
Bandra (East),  
Mumbai - 400 051

Department of Corporate Services - Listing  
BSE Limited  
P. J. Towers  
Dalal Street,  
Mumbai - 400 001

Re.: Scrip Symbol: BRIGADE/Scrip Code: 532929

Dear Sir/Madam,

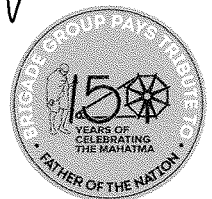
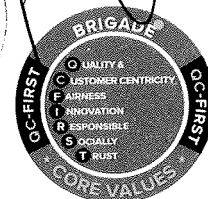
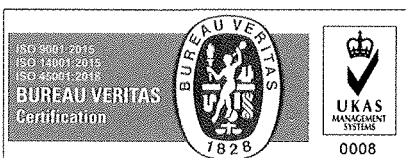
Sub.: Scrutinizer Report and declaration of results of the Postal Ballot pursuant to Regulation 44(3) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015

This is in continuation to our earlier intimation with reference no. BEL/NSEBSE/04042022 dated 4<sup>th</sup> April, 2022 enclosing the notice of Postal Ballot ("Notice") seeking approval of the members of the Company in respect of the following items only through remote e-voting system:

Sl.no	Description of Special Resolution
1.	Approval of 'Brigade Employee Stock Option Plan' and grant of Employee Stock Options to the Employees of the Company under the Plan
2.	Approval to grant stock options to the Employees of the Company's Subsidiaries/Associate companies/Joint Ventures under the 'Brigade Employee Stock Option Plan'
3.	Adoption of newly substituted Articles of Association of the Company
4.	Approval for re-appointment of Mr. M.R. Jaishankar (DIN: 00191267), as Chairman & Managing Director of the Company for a further period of Five Years with effect from 1st April, 2022

We wish to inform that the pursuant to the provisions of Section 110 of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014 as amended from time to time, the Company conducted the Postal Ballot through remote e-voting as specified in the Notice dated 25<sup>th</sup> March, 2022.

The remote e-voting was open from 9.00 a.m. on Tuesday, 5<sup>th</sup> April, 2022 and concluded on Wednesday at 5.00 p.m. on 4<sup>th</sup> May, 2022. The scrutinizer has submitted his report on the results of the Postal Ballot on Thursday, 5<sup>th</sup> May, 2022. Based on the report of the scrutinizer, we hereby inform that the members of the Company have duly passed the aforesaid special resolutions.





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The resolutions in the Notice are deemed to be passed on Wednesday, 4<sup>th</sup> May, 2022 being the last date for the remote e-voting.

The details of the voting results of the Postal Ballot pursuant to Regulation 44(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the Scrutinizer's Report are enclosed herewith.

The voting results and the Scrutinizer's Report will be displayed on the notice board of the Company at its registered office. The same will also be uploaded on the Company's website at [www.brigadegroup.com](http://www.brigadegroup.com) and website of M/s. KFin Technologies Limited at [www.evoting.kfintech.com](http://www.evoting.kfintech.com)

Kindly acknowledge the receipt and take the same on your records.

Thanking you  
Yours faithfully,

For Brigade Enterprises Limited

P. Om Prakash  
Company Secretary and Compliance Officer



Enclosure: As above



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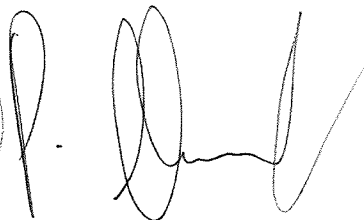
**BRIGADE ENTERPRISES LIMITED**

DETAILS OF THE VOTING RESULTS BY POSTAL BALLOT PROCESS PURSUANT TO REGULATION 44(3) OF SEBI (LISTING REGULATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015					
- Sl.no	Particulars	Details			
1.	Date of the Notice of Postal Ballot	25 <sup>th</sup> March, 2022			
2.	Total number of Shareholders as on cut-off date	64,165			
3.					
	Resolution No	Description of Resolutions passed	Type of Resolution	Mode of Voting	Result of Voting
	1	Approval of 'Brigade Employee Stock Option Plan' and grant of Employee Stock Options to the Employees of the Company under the Plan	Special	Remote e-voting	Resolution passed with Requisite Majority
	2	Approval to grant stock options to the Employees of the Company's Subsidiaries/Associate companies/Joint Ventures under the 'Brigade Employee Stock Option Plan'	Special	Remote e-voting	Resolution passed with Requisite Majority
	3	Adoption of newly substituted Articles of Association of the Company	Special	Remote e-voting	Resolution passed with Requisite Majority
	4	Approval for re-appointment of Mr. M.R. Jaishankar (DIN: 00191267), as Chairman & Managing Director of the Company for a further period of Five Years with effect from 1st April,2022	Special	Remote e-voting	Resolution passed with Requisite Majority



Company Name	BRIGADE ENTERPRISES LTD
Date of the AGM/EGM	POSTAL BALLOT THROUGH REMOTE E-VOTING ONLY
Total number of shareholders on record date	64165
No. of shareholders present in the meeting either in person or	N.A
Promoters and Promoter Group:	
Public:	
No. of Shareholders attended the meeting through Video	N.A
Promoters and Promoter Group:	
Public:	

Resolution required: (Ordinary/ Special)	SPECIAL - Approval of 'Brigade Employee Stock Option Plan' and grant of Employee Stock Options to the Employees of the Company under the Plan							
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	101042777	101042777	100.0000	101042777	0	100.0000	0.0000
	Poll	101042777	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	101042777	0	0.0000	00	0	0.0000	0.0000
Public- Institutions	E-Voting	84838135	72100935	84.9865	49276542	22824393	68.3438	31.6561
	Poll	84838135	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	84838135	0	0.0000	00	0	0.0000	0.0000
Public- Non Institutions	E-Voting	44381731	23134463	52.1261	22851577	282886	98.7772	1.2227
	Poll	44381731	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	44381731	0	0.0000	00	0	0.0000	0.0000
<b>Total</b>		<b>230262643</b>	<b>196278175</b>	<b>85.2410</b>	<b>173170896</b>	<b>23107279</b>	<b>88.2273</b>	<b>11.7727</b>

Resolution required: (Ordinary/ Special)		SPECIAL - Approval to grant stock options to the Employees of the Company's Subsidiaries/Associate Companies/Joint Ventures under the 'Brigade Employee Stock Option Plan'						
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	101042777	101042777	100.0000	101042777	0	100.0000	0.0000
	Poll	101042777	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	101042777	0	0.0000	00	0	0.0000	0.0000
Public- Institutions	E-Voting	84838135	72100935	84.9865	49276542	22824393	68.3438	31.6561
	Poll	84838135	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	84838135	0	0.0000	00	0	0.0000	0.0000
Public- Non Institutions	E-Voting	44381731	23134443	52.1260	22851557	282886	98.7772	1.2227
	Poll	44381731	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	44381731	0	0.0000	00	0	0.0000	0.0000
<b>Total</b>		<b>230262643</b>	<b>196278155</b>	<b>85.2410</b>	<b>173170876</b>	<b>23107279</b>	<b>88.2273</b>	<b>11.7727</b>



Resolution required: (Ordinary/ Special)		SPECIAL - Adoption of newly substituted Articles of Association 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	101042777	101042777	100.0000	101042777	0	100.0000	0.0000
	Poll	101042777	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	101042777	0	0.0000	00	0	0.0000	0.0000
Public- Institutions	E-Voting	84838135	72100935	84.9865	71695662	405273	99.4379	0.5620
	Poll	84838135	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	84838135	0	0.0000	00	0	0.0000	0.0000
Public- Non Institutions	E-Voting	44381731	23134459	52.1261	23134278	181	99.9992	0.0007
	Poll	44381731	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	44381731	0	0.0000	00	0	0.0000	0.0000
<b>Total</b>		<b>230262643</b>	<b>196278171</b>	<b>85.2410</b>	<b>195872717</b>	<b>405454</b>	<b>99.7934</b>	<b>0.2066</b>



Resolution required: (Ordinary/ Special)	SPECIAL - Re-appointment of Mr. M.R. Jaishankar (DIN: 00191267), as Chairman & Managing Director of the Company for a further period of Five Years with effect from 1st April, 2022							
Whether promoter/ promoter group are interested in the agenda/resolution?	Yes							
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	101042777	101042777	100.0000	101042777	0	100.0000	0.0000
	Poll	101042777	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	101042777	0	0.0000	00	0	0.0000	0.0000
Public- Institutions	E-Voting	84838135	72100935	84.9865	50721399	21379536	70.3477	29.6522
	Poll	84838135	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	84838135	0	0.0000	00	0	0.0000	0.0000
Public- Non Institutions	E-Voting	44381731	23134472	52.1261	22851752	282720	98.7779	1.2220
	Poll	44381731	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	44381731	0	0.0000	00	0	0.0000	0.0000
	<b>Total</b>	<b>230262643</b>	<b>196278184</b>	<b>85.2410</b>	<b>174615928</b>	<b>21662256</b>	<b>88.9635</b>	<b>11.0365</b>



*P. [Signature]*

**SCRUTINIZER'S REPORT**

The Chairman  
Brigade Enterprises Limited  
29 & 30<sup>th</sup> Floor, World Trade Centre,  
Brigade Gateway Campus  
26/1-171/172, Dr. Rajkumar Road  
Malleswaram-Rajajinagar  
Bengaluru- 560055

Authorised Capital: Rs.2,50,00,00,000  
Paid up Capital : Rs.2,30,26,26,430

**Reg: Report of Scrutinizer on voting by the Shareholders on the Agendas set out in the Postal Ballot Notice dated 25<sup>th</sup> March, 2022**

Sir,

1. The Board of Directors of Brigade Enterprises Limited (hereinafter referred to as “the Company”) passed a resolution at their Meeting held on **25<sup>th</sup> March, 2022** appointing me as Scrutinizer for scrutinizing Postal Ballot process pursuant to Section 108 and 110 of the Companies Act, 2013 (“the Act”), Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014 (“the Rules”) and General Circular Nos. 14/2020 dated 8<sup>th</sup> April, 2020 and 17/2020 dated 13<sup>th</sup> April, 2020, 22/2020 dated 15<sup>th</sup> June, 2020, 33/2020 dated 28<sup>th</sup> September, 2020, 39/2020 dated 31<sup>st</sup> December, 2020, 10/2021 dated 23<sup>rd</sup> June, 2021 and 20/2021 dated 8<sup>th</sup> December, 2021, issued by the Ministry of Corporate Affairs (“MCA Circulars”), Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”), Secretarial Standard on General Meetings (“SS-2”) issued by the Institute of Company Secretaries of India, in a fair and transparent manner and ascertaining the outcome of the voting on the Agendas set out in the Postal Ballot Notice dated 25<sup>th</sup> March, 2022.

The compliance with the provisions of the Companies Act, 2013 and the Rules made thereunder relating to the Postal Ballot process is the responsibility of the Management. My responsibility as a Scrutinizer is to provide a report on the Votes Cast in favor or against on the resolutions set out in the said Postal Ballot Notice.

2. I submit my report as under:

The following Resolutions were placed on the e-voting platform <https://evoting.kfintech.com> of KFin Technologies Limited for voting through the Remote E-Voting process;

Resolution ID	Description of Resolution	Type of Resolution
R-01	Approval of ‘Brigade Employee Stock Option Plan’ and grant of Employee Stock Options to the Employees of the Company under the Plan	Special
R-02	Approval to grant stock options to the Employees of the Company’s Subsidiaries/Associate companies/Joint Ventures under the ‘Brigade Employee Stock Option Plan	Special



**COMPANY SECRETARY**

R-03	Adoption of newly substitute Articles of Association of the Company	Special
R-04	Approval for re-appointment of Mr. M.R. Jaishankar (DIN: 00191267), as Chairman & Managing Director of the Company for a further period of Five Years with effect from 1 <sup>st</sup> April, 2022	Special

Public Notice of the Postal Ballot was published in The Business Standard and Vijayavani Newspapers on 5<sup>th</sup> April, 2022.

3. The E-Voting platform is password driven and can be accessed only if the shareholder has both the client-id and the password provided by Depositories (NSDL or CDSL) / KFin Technologies Limited. On successful voting, an acknowledgement is generated for reference of the shareholders.
4. I K Rajshekar, Practicing Company Secretary, submit my Consolidated Report as under:
  - 4.1 The Company completed on 4<sup>th</sup> April, 2022 the electronic dispatch of the Postal Ballot Notice to its Members whose name(s) appeared on the Register of Members/ List of Beneficiaries as on the “cut-off date” on Thursday the 31<sup>st</sup> March, 2022 and in respect of whom the email id was provided. Members holding shares as on the “cut-off date” were entitled to vote on the resolutions stated above.
  - 4.2 The E-Voting opened at 09.00 A.M. on Tuesday, **5<sup>th</sup> April, 2022** and remained open up to 05.00 P.M., Wednesday **4<sup>th</sup> May, 2022**.
  - 4.3 The votes were unblocked on 4<sup>th</sup> May, 2022 at 5.01 P.M., in the presence of Mrs. Aarthi G Krishna, Practicing Company Secretary who is not in any way connected with the Company and has signed below as witness to the unblocking of the votes.
  - 4.4 Following documents were generated on the website of KFin Technologies Limited (<https://evoting.kfintech.com>);
    - 4.4.1 Certificate/Results generation
    - 4.4.2 Dashboard Report indicating Ballots received, Votes cast in favor/against/abstain for each resolution
    - 4.4.3 Votes Cast Register containing list of shareholders casting the vote on each of the above resolutions
5. Based on the documents referred to in 4.4. above, the results of E-Voting are reported as under. A comprehensive list of the shareholders exercising E-Votes is provided as an Annexure to this Report;

5.1 Summary of Remote E-voting:

<b>Remote E-Voting</b>	
<i>No. of Ballots</i>	<i>No. of Shares</i>
388	197364217

**\*\*** *Representing 85.71% of the paid-up share capital of the Company*

**COMPANY SECRETARY**5.2 Resolution-wise Report on the results of Voting:

Resolution Id	Votes cast in favor of the Resolution (A)		Votes cast against the Resolution (B)		Abstain/ Invalid Votes	Less Voted	Total No. of Shares/ Votes Cast (A)+(B)	
	No. of Ballots	No. of * Votes	No. of Ballots	No. of Votes			No. of Votes	No. of Ballots
<b>Special Resolutions</b>								
<b>R-01</b>	277	173170896	108	23107279	107	1085935	385	196278175
<b>R-02</b>	276	173170876	108	23107279	127	1085935	384	196278155
<b>R-03</b>	366	195872717	17	405454	111	1085935	383	196278171
<b>R-04</b>	289	174615928	95	21662256	99	1085934	384	196278184

\*Includes Promoter & Promoter Group Shares

- Details of the voting along with particulars of name, address, folio number/ client id, number and nominal value of shares held has been recorded in a Register maintained for the purpose.
- All the relevant documents stated above pertaining to the E-Voting process are under my safe custody until the Chairman signs the Postal Ballot Minutes and then will be sent to the Company Secretary for safe keeping.

Thanking You  
Yours Truly

**Rajshekar** Digitally signed by Rajshekar  
Date: 2022.05.05 15:11:40  
+05'30'

K RAJSHEKAR  
COMPANY SECRETARY  
CP No. 2468  
UDIN: F004078D000271323

I the undersigned witness that the votes were unblocked as stated herein above on the website <https://evoting.kfintech.com>, in my presence;

**AARTHI GOPALA KRISHNA** Digitally signed by AARTHI  
GOPALA KRISHNA  
Date: 2022.05.05 15:12:05  
+05'30'

Aarthi G Krishna  
Company Secretary  
328/B, 14<sup>th</sup> Cross, 5<sup>th</sup> Main,  
Sadashivanagar, Bengaluru – 560 080

Place : Bengaluru  
Date: 5<sup>th</sup> May, 2022