

Ref: CS/SE/SOA/186

25.02.2022

National Stock Exchange of India Ltd. Listing Compliance Department Exchange Plaza, Bandra-Kurla Complex, Bandra (East), MUMBAI - 400 051	The BSE Limited Listing Compliance Department P.J. Towers, 26 <sup>th</sup> Floor, Dalal Street, MUMBAI - 400 001
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Dear Sir / Madam,

**Sub: Outcome of Meeting of the Equity Shareholders and Secured Creditors of BEML Limited ('the Company') convened pursuant to the MCA order dated 13.01.2022 and disclosures under Regulation 30 & 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended (Listing Regulations) – Reg.**

Pursuant to Regulation 30 and 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and in relation to the meeting of Equity Shareholders and Secured Creditors of BEML Limited, convened on February 25, 2022, for approval of Scheme of Arrangement for Demerger of Identified Surplus / Non-core assets between BEML Limited (Demerged Company) and BEML Land Assets Limited (Resulting Company) through video conferencing/other audio-visual means, based on the MCA Order dated January 13, 2022, we submit the following:

- Summary of proceedings of the meeting of the Equity shareholders- **Annexure A**
- Voting Results and Consolidated Scrutinizer's Report dated February 25, 2022 on the meeting of the Equity Shareholders- **Annexure B**
- Summary of proceedings of the meeting of the Secured Creditors- **Annexure C**
- Voting Results and Consolidated Scrutinizer's Report dated February 25, 2022 on the meeting of Secured Creditors- **Annexure D**

We further wish to inform that as per the aforesaid consolidated report of the Scrutinizer, the Equity Shareholders and Secured Creditors of the Company, at their respective meetings held on February 25, 2022, have approved, with requisite majority, the proposed Scheme of Arrangement for Demerger between **BEML Limited ("Demerged Company")** and **BEML Land Assets Limited ("Resulting Company")** and their

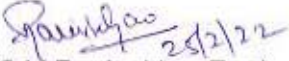


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respective shareholders and creditors under Sections 230 to 232 of the Companies Act, 2013, and other applicable provisions of the Act, read with the Companies (Compromises, Arrangements and Amalgamations) Rules, 2016.

We request you to kindly take the same on record.

Yours faithfully  
For BEML LIMITED

  
(S V Ravisekhar Rao)  
Company Secretary & Compliance Officer



Encl: As above

ಪ್ರಧಾನ ಕಛೇರಿ/Corporate Office:

'ಬೆಮೆಲ್ಸೌದ್ಹ', ೨೩/೧, ೪ನೇ ಮುಖ್ಯ ರಸ್ತೆ, ಸಂಪನ್ಗಿರಾಮನಗರ, ಬೆಂಗಳೂರು - ೫೬೦೦೨೭. ದೂರವಾಣಿ ಸಂಖ್ಯೆ: +೯೧ ೮೦ ೨೨೯೬೩೧೪೨/೨೧೧, ಫ್ಯಾಕ್ಸ್: +೯೧ ೮೦ ೭೨೯೬೩೧೪೨

ಫ್ಯಾಕ್ಸ್ ಸಂಖ್ಯೆ: +೯೧ ೮೦ ೨೨೯೬೩೦೯೯೯

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e-mail: cs@beml.co.in @cmdbeml @BEMLHQ

CIN: L35702KA1964G0001530, GST NO: 29AAACB8433D1ZU

[www.bemlindia.in](http://www.bemlindia.in)

**Annexure-A**

***Proceedings at the Extraordinary General Meeting of BEML Limited***

The Meeting of Shareholders (Extraordinary General Meeting) of **BEML Limited** was held on **Friday, the 25<sup>th</sup> February, 2022** between 11.30 hours and 12.15 hours through Video Conferencing. Shri Amit Banerjee, Chairman & Managing Director of the Company and Chairperson of the meeting as appointed by MCA vide its order dated 13.01.2022. As the requisite quorum was present, the Company Secretary called the meeting in order and requested the Chairperson to conduct the proceedings. The Chairperson welcomed the shareholders and introduced the Directors. Later, the Chairperson briefed the reasons for calling the meeting and took up business of the meeting.

The Chairperson informed the members that M/s. Velichety & Co., Chartered Accountants, Bengaluru was appointed as scrutinizer by the Board for remote e-voting and voting at Shareholders Meeting. Further, the Chairperson requested those members, who have not utilised remote e-voting, to exercise their right to vote at the meeting, against the following resolution set out in the Notice convening the Shareholders Meeting:

**Approval of Scheme of Arrangement between BEML Limited (Demerged Company) and BEML Land Assets Limited (Resulting Company) and their respective shareholders and creditors ("the Scheme"), by way of Special Resolution.**

The Chairperson explained the objectives and implications of the aforesaid business item including the rationale behind the Scheme. The Chairperson answered the queries raised by members. Since, there were no further clarifications sought by the members on this item, the Chairperson thanked the members and others for participating in the meeting and later declared the meeting as concluded.



ಪುನಃನಿರೀಕ್ಷಿಸಿ Corporate Office:

'ಬಿಇಎಂಎಲ್', ೨೩/೧, ೪ನೇ ಮುಖ್ಯರಸ್ತೆ, ಸಂಪನ್ಮೂಲ ಮನಗರ, ಬೆಂಗಳೂರು - ೫೬೦೦೨೭, ದೂರವಾಣಿ ಸಂಖ್ಯೆ : +೯೧ ೮೦ ೨೨೯೬೩೧೪೨೨೧೫

ಫ್ಯಾಕ್ಸ್ ಸಂಖ್ಯೆ : +೯೧ ೮೦ ೨೨೯೬೩೧೪೨೨೧೫

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CIN: L35202KA1964GD001530, GST NO. 29AAAC88433012U

[www.bemlindia.in](http://www.bemlindia.in)

**VOTING RESULTS - SHAREHOLDERS MEETING**

Name of company	BEML LIMITED
Date of meeting	25.02.2022
Type of meeting	General Meeting
Total number of shareholders on record date	92786
No. of Shareholders attended the meeting through Video Conferencing:	1
Promoters and Promoter Group:	31
Public	31

**Resolution Details (1)**

<b>Special Resolution:</b>	<p>To consider and, if thought fit, to approve with or without modification(s), the following special resolution for approval of Scheme of Arrangement:</p> <p><b>RESOLVED</b> that pursuant to the provisions of Section 230 -232 of the Companies Act, 2013 [including any statutory modification(s) or re-enactment thereof for the time being in force] and other applicable provisions of the Companies Act, 2013 and the enabling provisions of the Memorandum of Association and Articles of Association of the Company and subject to the requisite approval(s) consents, sanctions and permissions of BSE Limited (BSE), National Stock Exchange of India (NSE), Securities and Exchange Board of India (SEBI), Central Government, other concerned regulatory authorities and the sanction of the Ministry of Corporate Affairs, Delhi (hereinafter referred to as MCA), jurisdictional Income Tax Authorities and/or such other appropriate authority/ies, as may be applicable, if any, and all such other approvals, permissions and sanctions, as may be necessary and subject to such conditions and modifications as may be prescribed or imposed by any of them while granting such approvals, permissions and sanctions, which may be agreed to by the Board of Directors of the Applicant Company, the Scheme of Arrangement between BEML Limited and BEML Land Assets Limited and their respective shareholders and creditors, placed before this meeting, be and is hereby approved.</p> <p><b>RESOLVED FURTHER</b> that for the purpose of giving effect to the above resolution and for removal of any difficulties or doubts, the Board of Directors of the Company [hereinafter referred to as the Board, which term shall include any Committee constituted by the Board of Directors of the Company or any person(s) authorised by the Board to exercise the powers conferred on the Board of Directors of the Company by this resolution], be and are hereby severally authorised to do all things and to take all incidental and necessary steps for and on behalf of the Company and to take from time to time all decisions and steps necessary, expedient or proper, with respect to implementation of the above mentioned resolution, and also to take all other decisions as if they may, in its/their absolute decision, deem appropriate and to deal with all questions or difficulties that may arise in the course of implementing the above resolution.</p>	
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Category	Mode of Voting	No. of shares held	No. of votes polled	% votes polled on outstanding shares (3)=[(2)/(1)]*100	NO			
					No. of votes - in favour	No. of votes - in Against	% of votes - in favour (6)=[(4)/(2)]*100	% of votes - in Against (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-voting		(2)	(3)= [(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
	Poll	22500000	22500000	100	22500000	0	100	0
	Postal Ballot(if applicable)		0	0	0	0	0	0
	<b>Total</b>	<b>22500000</b>	<b>22500000</b>	<b>100</b>	<b>22500000</b>	<b>0</b>	<b>100</b>	<b>0</b>
Public Institutions	E-voting		8404073	79.02143838	8404073	0	100	0
	Poll	10635181	0	0	0	0	0	0
	Postal Ballot(if applicable)		0	0	0	0	0	0
	<b>Total</b>	<b>10635181</b>	<b>8404073</b>	<b>79.02143838</b>	<b>8404073</b>	<b>0</b>	<b>100</b>	<b>0</b>
Public Non-Institutions	E-voting		81165	0.953836611	79789	1376	98.30468798	1.695312019
	Poll	8509319	0	0	0	0	0	0
	Postal Ballot(if applicable)		0	0	0	0	0	0
	<b>Total</b>	<b>8509319</b>	<b>81165</b>	<b>0.953836611</b>	<b>79789</b>	<b>1376</b>	<b>98.30468798</b>	<b>1.695312019</b>
<b>Total</b>		<b>41644500</b>	<b>30985238</b>	<b>74.40415421</b>	<b>30983862</b>	<b>1376</b>	<b>99.99555918</b>	<b>0.004440824</b>



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**Annexure B**

**CONSOLIDATED SCRUTINIZER'S REPORT**

**FORM NO. MGT-13**

*[Pursuant to Section 108 & 109 of the Companies Act, 2013 and Companies (Management and Administration) Rules, 2014 as amended and the provisions of Regulation 44 of the Securities and Exchange Board of India (Listing Obligations & Disclosure Requirements) Regulations 2015 ("Listing Regulations")]*

To,

The Chairman and Managing Director and Chairperson of the meeting appointed by MCA, Extraordinary General Meeting of the Equity Shareholders of BEML Limited held on 25.02.2022 through Video Conferencing

Dear Sir/Madam,

We, **M/s. Velichety & Co., Chartered Accountants**, represented by **CA V. Vijaya Raghava Rao, Partner**, were appointed as the Scrutinizer in connection with the Extraordinary General Meeting (Shareholders Meeting) of the Equity Shareholders of **BEML Limited**, held on **25.02.2022 through Video Conferencing**, between **11:30 A.M** and **12.15 P.M** for the purpose of scrutinizing the remote e-voting and voting through electronic means at the Shareholders Meeting in a fair and transparent manner and ascertaining the requisite majority for the said voting as per the provisions of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended and the provisions of Regulation 44 of the SEBI Listing Regulations 2015 on the resolutions referred to in this report. The said EGM was held through Video Conferencing pursuant to MCA order dated 13.01.2022 directing to convene the meeting, read with section 230-232 of the Companies Act, 2013 and MCA General Circular No.20/2021 dated 08.12.2021 in view of the prevailing Covid-19 pandemic situation for approving the Scheme of Arrangement for Demerger between BEML Limited (Demerged Company) and BEML Land Assets Limited (Resulting Company) and their respective Shareholders & Creditors.

The Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules relating to remote e-voting and voting through electronic means at the Meeting on the resolutions contained in the Notice of the Shareholders Meeting of the Company. Our responsibility as a Scrutinizer for the voting process through electronic means as mentioned above is restricted to make a consolidated





scrutinizer's report on the votes cast "For" or "Against" the resolutions stated in the notice of the Shareholders Meeting, based on the report generated from the e-voting system provided by M/s. NSDL ("the E-Voting Service Provider") authorized under the Rules and engaged by the Company to provide e-voting facilities for voting through electronic means.

We submit our report as under:

1. The remote e-voting remained open between 09.00 a.m on 21.02.2022 and 05.00 p.m on 24.02.2022.
2. The Equity Shareholders holding shares as on the "cut-off date" i.e 18.02.2022 were entitled to vote on the proposed resolution for approving the Scheme of Arrangement for Demerger between BEML Limited and BEML Land Assets Limited and their respective shareholders & creditors as mentioned in the Notice calling Shareholders Meeting of the Company.
3. The Company has also provided electronic voting system at Shareholders Meeting to enable the shareholders to cast the votes in case the same has not been casted by them through remote e-voting.
4. Remote e-voting was unblocked on 25.02.2022 at around 01.00 PM and after the conclusion of the Shareholders Meeting and voting at the meeting, it was unblocked on the same day and time as mentioned above in the presence of two witnesses namely Mrs. V Padmavathy residing at Bengaluru and Mr. R.S.S. Jagadeeshwara Rao also residing at Bengaluru, who are not in the employment of the Company.
5. Thereafter, the NSDL provided the details of equity shareholders, who voted "For" or "Against" through remote e-voting and voting at Shareholders Meeting by electronic means.
6. The Consolidated report on the results of remote e-voting and voting at Shareholders Meeting, by limiting to 2 decimals, is placed as under:

**Special Resolution - To consider and approve the Scheme of Arrangement between BEML Limited and BEML Land Assets Limited and their respective shareholders and creditors ("the Scheme") for Demerger of Identified Surplus and Non-core Assets:**





(i) Voted **in favour** of the resolution:

<i>Mode of Voting</i>	<i>Number of members voted</i>	<i>Number of votes cast by them</i>	<i>% of total number of valid votes cast</i>
Remote e-voting	382	30983862	99.99
E-voting at EGM	-	-	
Total	382	30983862	

(ii) Voted **against** the resolution:

<i>Mode of Voting</i>	<i>Number of members voted</i>	<i>Number of votes cast by them</i>	<i>% of total number of valid votes cast</i>
Remote e-voting	21	1376	0.01
E-voting at EGM	-	-	
Total	21	1376	

(iii) **Invalid / Abstain** votes:

<i>Total number of members (in person or by proxy) Whose votes were declared invalid</i>	<i>Total number of votes cast by them</i>
0	0

Thanking you,

Yours faithfully,  
For **Velichety & Co.**  
Chartered Accountants

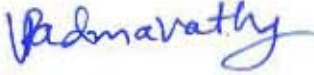
**CA V. Vijaya Raghava Rao**  
Partner  
M.No. 028453  
FRN No. 004588S  
Scrutinizer  
UDIN: 22028453ADQNOW6665



Dated: 25.02.2022  
Place: Bengaluru



We, the undersigned, have witnessed that the votes were unblocked from NSDL's e-voting website <https://evoting.nsdl.com> in our presence on 25.02.2022 at around 01:00 PM and voting through at e-EGM on the same day and time.

1. Mrs. V Padmavathy   
WITNESS  
D/o: V Narasimha Rao  
Address: No.76, Kasturi Complex, II Floor  
Mission Road, Bengaluru - 560027

2. Mr. R.S.S. Jagadeeshwara Rao   
WITNESS  
S/o: R.V. Chalapathi Rao  
Address: No.76, Kasturi Complex, II Floor  
Mission Road, Bengaluru - 560027



  
अमित बनर्जी/AMIT BANERJEE  
अध्यक्ष एवं प्रबंध निदेशक/Chairman & Managing Director  
बीईएल लिमिटेड BEM L LIMITED  
'बेल्ल सौधा', 23/1, चौथ मंज, एस.आर. नगर  
BEM L Soudha, 23/1, 4th Main, S.R.Nagar  
बेंगलूरु / BSN GALURU - 560 027.



Annexure-C

*Proceedings at the Secured Creditors of BEML Limited*

The Meeting of Secured Creditors of **BEML Limited** was held on **Friday, the 25<sup>th</sup> February, 2022** during 14.00 hours and 14.20 hours through Video Conferencing. Shri Amit Banerjee, Chairman & Managing Director of the Company and chairperson of the meeting as appointed by MCA vide its order dated 13.01.2022. After ascertaining that the requisite quorum was present, the Chairperson initiated the proceedings of the meeting. The Chairperson welcomed the Secured Creditors and introduced the Directors. Later, the Chairperson briefed the reasons for calling the meeting and took up business of the meeting.

The Chairperson informed the Secured Creditors that M/s. Velichety & Co., Chartered Accountants, Bengaluru was appointed as scrutinizer by the Board for remote e-voting and voting at Secured Creditors Meeting. Further, the Chairperson requested those Secured Creditors, who have not utilised remote e-voting, to exercise their right to vote at the meeting, against the following resolution set out in the Notice convening the Secured Creditors Meeting:

**Approval of Scheme of Arrangement between BEML Limited (Demerged Company) and BEML Land Assets Limited (Resulting Company) and their respective shareholders and creditors ("the Scheme"), by way of Special Resolution.**

The Chairperson explained the objectives and implications of aforesaid business item including the rationale behind the Scheme. The Chairperson informed that no secured creditors have registered as speakers. Hence, the Chairperson thanked the Secured Creditors and others for participating in the meeting and later declared the meeting as concluded.

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ಬೃಹದಾಡಳಿತ ಕಛೇರಿ Corporate Office:

'ಬಿಮೆಲ್ ಸೌಧ', ೨೩/೧, ೪ನೇ ಮುಖ್ಯ ರಸ್ತೆ, ಸಂಪಂಗಿರಾಮನಗರ, ಬೆಂಗಳೂರು - ೫೬೦೦೨೭, ದೂರವಾಣಿ ಸಂಖ್ಯೆ : +೯೧ ೮೦ ೨೨೯೬೩೧೪೨೧೪೯

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CIN: L35202KA1964GOI001530, GST NO. 79AAACB8433012U

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**VOTING RESULTS - SECURED CREDITORS MEETING**

Name of company	BEML LIMITED
Date of meeting	25.02.2022
Type of meeting	Secured Creditors Meeting
Total number of secured creditors on record date	56 (minus debit balances in secured creditors)
Total outstanding amount	₹32572 lakhs
Debit balance	₹4190 lakhs
Value after adjusting the debit balance	₹28382 lakhs
No. of secured creditors voted and attended the meeting	6
Value of the creditors voted and attended the meeting	₹24550 lakhs

**Resolution Detail**

To consider and, if thought fit, to approve with or without modification(s), the following special resolution for approval of Scheme of Arrangement:

RESOLVED that pursuant to the provisions of Section 230 -232 of the Companies Act, 2013 [including any statutory modification(s) or re-enactment thereof for the time being in force] and other applicable provisions of the Companies Act, 2013 and the enabling provisions of the Memorandum of Association and Articles of Association of the Company and subject to the requisite approval(s) consents, sanctions and permissions of BSE Limited (BSE), National Stock Exchange of India (NSE), Securities and Exchange Board of India (SEBI), Central Government, other concerned regulatory authorities and the sanction of the Ministry of Corporate Affairs, Delhi (hereinafter referred to as MCA), jurisdictional Income Tax Authorities and/or such other appropriate authorities, as may be applicable, if any, and all such other approvals, permissions and sanctions, as may be necessary and subject to such conditions and modifications as may be prescribed or imposed by any of them while granting such approvals, permissions and sanctions, which may be agreed to by the Board of Directors of the Applicant Company, the Scheme of Arrangement between BEML Limited and BEML Land Assets Limited and their respective shareholders and creditors, placed before this meeting, be and is hereby approved.

RESOLVED FURTHER that for the purpose of giving effect to the above resolution and for removal of any difficulties or doubts, the Board of Directors of the Company [hereinafter referred to as the Board, which term shall include any Committee constituted by the Board of Directors of the Company or any person(s) authorised by the Board to exercise the powers conferred on the Board of Directors of the Company by this resolution], be and are hereby severally authorised to do all things and to take all incidental and necessary steps for and on behalf of the Company and to take from time to time all decisions and steps necessary, expedient or proper, with respect to implementation of the above mentioned resolution, and also to take all other decisions as it/they may, in its/their absolute decision, deem appropriate and to deal with all questions or difficulties that may arise in the course of implementing the above resolution.

Category	Mode of Voting	Amount Outstanding (Rs. in Lakhs)	No. of votes polled	% votes polled on outstanding Amount (3)=[(2)/(1)]*100	No		% of votes - In Against (7)=[(5)/(2)]*100
					No. of votes - in favour (4)	No. of votes - in Against (5)	
Promoter and Promoter Group	E-voting	(1)	(2)	[(2)/(1)]*100	(4)	(5)	(7)=[(5)/(2)]*100
	Poll						
	Postal Ballot(if applicable)						
Public Institutions	Total						
	E-voting						
	Poll						
Public Non-Institutions	Postal Ballot(if applicable)						
	Total	32572	24550	75.37148471	24550	0	100
	Total	32572	24550	75.37148471	24550	0	100
Total		32572	24550	75.37148471	24550	0	100

Note: Secured Creditors having a debit balance of ₹4190 Lakhs as on 30.09.2021 are excluded from the voting and effective secured creditors value is Rs.28382 Lakhs



*(Handwritten signature)*



## Annexure D

### CONSOLIDATED SCRUTINIZER'S REPORT

#### FORM NO. MGT-13

*[Pursuant to Section 108 & 109 of the Companies Act, 2013 and Companies (Management and Administration) Rules, 2014 as amended and the provisions of Regulation 44 of the Securities and Exchange Board of India (Listing Obligations & Disclosure Requirements) Regulations 2015 ("Listing Regulations")]*

To,

The Chairman and Managing Director and Chairperson of the meeting appointed by MCA,  
Secured Creditors Meeting of  
BEML Limited  
held on 25.02.2022 through Video Conferencing

Dear Sir/Madam,

We, M/s. Velichety & Co., Chartered Accountants, represented by CA V.Vijaya Raghava Rao, Partner, were appointed as the Scrutinizer in connection with the Secured Creditors Meeting of BEML Limited, held on 25.02.2022 through Video Conferencing, between 14:00 Hours and 14:20 Hours for the purpose of scrutinizing the remote e-voting and voting through electronic means at the Secured Creditors Meeting in a fair and transparent manner and ascertaining the requisite majority for the said voting as per the provisions of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended and the provisions of Regulation 44 of the SEBI Listing Regulations 2015 on the resolutions referred to in this report. The said Secured Creditors Meeting was held through Video Conferencing pursuant to MCA order dated 13.01.2022 directing to convene the meeting, read with Section 230-232 of the Companies Act, 2013 in view of the prevailing Covid-19 pandemic situation for approving the Scheme of Arrangement for Demerger between BEML Limited (Demerged Company) and BEML Land Assets Limited (Resulting Company) and their respective Shareholders & Creditors.

The Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules relating to remote e-voting and voting through electronic means at the Meeting on the resolutions contained in the Notice of the Secured Creditors Meeting of the Company. Our responsibility as a Scrutinizer for the voting process through electronic means as mentioned above is restricted to make a consolidated scrutinizer's report on the votes cast "For" or "Against" the resolutions stated in the notice of the Secured Creditors Meeting, based on the report generated from the e-voting system





provided by M/s. NSDL ("the E-Voting Service Provider") authorized under the Rules and engaged by the Company to provide e-voting facilities for voting through electronic means.

We submit our report as under:

1. The remote e-voting remained open between 09.00 a.m on 21.02.2022 and 05.00 p.m on 24.02.2022.
2. The Secured Creditors as on the "cut-off date" i.e 30.09.2021 were entitled to vote on the proposed resolution for approving the Scheme of Arrangement for Demerger between BEML Limited and BEML Land Assets Limited and their respective shareholders & creditors as mentioned in the Notice calling Secured Creditors Meeting of the Company.
3. The Company has also provided electronic voting system at Secured Creditors Meeting to enable the Secured Creditors to cast the votes in case the same has not been casted by them through remote e-voting.
4. Remote e-voting was unblocked on 25.02.2022 at around 02.45 PM and after the conclusion of the Secured Creditors Meeting and voting at the meeting, it was unblocked on the same date and time as mentioned above in the presence of two witnesses namely Mrs. V Padmavathy residing at Bengaluru and Mr. R.S.S. Jagadeeshwara Rao also residing at Bengaluru, who are not in the employment of the Company.
5. Thereafter, the NSDL provided the details of Secured Creditors, who voted "For" or "Against" through remote e-voting and voting at Secured Creditors Meeting by electronic means.
6. The Consolidated report on the results of remote e-voting and voting at Secured Creditors Meeting, by limiting to 2 decimals, is placed as under:

**Special Resolution - To consider and approve the Scheme of Arrangement between BEML Limited and BEML Land Assets Limited and their respective shareholders and creditors ("the Scheme") for Demerger of Identified Surplus and Non-core Assets:**





(i) Voted **in favour** of the resolution:

<i>Mode of Voting</i>	<i>Number of Secured Creditors voted</i>	<i>No. of votes cast by them as per value of debt (in Lakhs)</i>	<i>% of total number of valid votes cast</i>
Remote e-voting	5	21050	100
E-voting at Secured Creditors Meeting	1	3500	
<b>Total</b>	<b>6</b>	<b>24550</b>	

\* Secured Creditors having a debit balance of ₹4190 lakhs as on 30.09.2021 are excluded from the voting and effective secured creditors value is ₹28382 lakhs.

(ii) Voted **against** the resolution:


<i>Mode of Voting</i>	<i>Number of Secured Creditors voted</i>	<i>No. of votes cast by them as per value of debt (in Lakhs)</i>	<i>% of total number of valid votes cast</i>
Remote e-voting	0	0	0
E-voting at Secured Creditors Meeting	0	0	
<b>Total</b>	<b>0</b>	<b>0</b>	

(iii) **Invalid / Abstain** votes:

<i>Total number of Secured Creditors (in person or by proxy) Whose votes were declared invalid</i>	<i>No. of votes cast by them as per value of debt (in Lakhs)</i>
0	0

Thanking you,

Yours faithfully,  
For **Velichety & Co.**  
Chartered Accountants


  
**CA V. Vijaya Raghava Rao**  
Partner  
M.No. 028453  
FRN No. 004588S  
Scrutinizer  
UDIN: 22028453ADQSQD5013




Dated: 25.02.2022  
Place: Bengaluru



We, the undersigned, have witnessed that the votes were unblocked from NSDL's e-voting website <https://evoting.nsdl.com> in our presence on 25.02.2022 at around 02:45 PM and voting at secured creditors meeting on the same day and time.

1. Mrs. V Padmavathy   
WITNESS  
D/o: V Narasimha Rao  
Address: No.76, Kasturi Complex, II Floor  
Mission Road, Bengaluru - 560027

2. Mr. R.S.S. Jagadeeshwara Rao   
WITNESS  
S/o: R.V. Chalapathi Rao  
Address: No.76, Kasturi Complex, II Floor  
Mission Road, Bengaluru - 560027



  
अमित बनर्जी/AMIT BANERJEE  
अध्यक्ष एवं प्रबंध निदेशक/Chairman & Managing Director  
बीईएल लिमिटेड BEM-LIMITED  
"बेल सौधा", 23/1, चौथ मंज, एस.आर. नगर  
BEM Soudha, 23/1, 4th Main, S.R.Nagar  
बेंगलूरु / BENGALURU - 560 027.