BANG OVERSEAS LTD.

UNIT NO. 405/406, KEWAL IND. ESTATE, S. B. MARG, LOWER PAREL (W), MUMBAI - 400 013, INDIA • CIN : L51900MH1992PLC067013
Tel : +91 22 6660 7965 / 67, 3040 2214/15 • Fax : +91 22 6660 7970 • email : bol@banggroup.com • Web.: www.banggroup.com

September 29, 2017

To
The General Manager,
Department of Corporate Services,
BSE Ltd.
P.J. Towers, Dalal Street,
Fort, Mumbai- 400 001

To
The Manager,
Listing Department
The National Stock Exchange of India Ltd.
"Exchange Plaza", Bandra-Kurla Complex,
Bandra (East), Mumbai- 400 051

Ref: BSE Scrip Code: 532946 and NSE Symbol: BANG

Sub: Disclosure of voting results of the 25th Annual General Meeting (AGM) of the Company pursuant to Regulation 44 (3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Dear Sir / Madam,

With reference to the subject captioned above and pursuant to Regulation 44 (3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed voting results of the 25th Annual General Meeting of the Company held on 29th September, 2017.

Further, we are enclosing the Consolidated Report of the Scrutinizer on e-voting and poll for the resolutions passed at 25th Annual General Meeting.

We hereby request you to kindly take the same on record.

Thanking You,

Yours faithfully,
For **Bang Overseas Limited**

Trupti Limbasiya

Trupti Limbasiya
Company Secretary & Compliance Officer
A41579

Encl: Annexure-I

Regd. Office : Masjid Manor, 2nd Floor, 16, Homi Modi Street, Fort, Mumbai - 400 023, India - Tel.: 2204 3496, 2283 4991

BANG OVERSEAS LTD.

UNIT NO. 405, 406, 4TH FLOOR, KEWAL INDUSTRIAL ESTATE, SENAPATI BAPAT MARG, LOWER PAREL (W), MUMBAI - 400 013. INDIA

Tel : +91 22 6660 7965 (3 lines) 3040 2214/15 • Fax : +91 22 6660 7970 • email : bol@banggroup.com

ANNEXURE- I

Voting Results

Date of the AGM	29th September, 2017
Total No. of shareholders on record date i.e. 22nd September, 2017	4883 Shareholders
No. of shareholders present in the meeting either in person or through proxy:	45
Promoters and Promoter Group:	5
Public:	40
No. of Shareholders attended the meeting through Video Conferencing	Not arranged
Promoters and Promoter Group:	-
Public:	-

Details of the Agenda and Voting Results:

No.	Item No.	Resolution required Ordinary/ Special	Mode of voting - E-voting & Poll	Remark
	Ordinary Business:			
1.	Adoption of Audited Financial Statements for the year ended 31st March, 2017 together with report of the Director's and Auditor's thereon.	Ordinary Resolution	E-Voting and Poll	Passed unanimously.
2.	Appointment of Director in place of Mr. Brijgopal Bang (holding DIN 00112203), who retires by rotation at this Annual General Meeting and being eligible, offers himself for re-appointment.	Ordinary Resolution	E-Voting and Poll	Passed unanimously.
3.	Appointment of M/s. Bhatter & Co., Chartered Accountants in place of M/s. Rajendra K. Gupta & Associates, Chartered Accountants (Firm Registration No. 108373W), the retiring Auditors) for a term of five years commencing from the conclusion of the 25th Annual General Meeting of the Company till the conclusion of the 30th Annual General Meeting.	Ordinary Resolution	E-Voting and Poll	Passed unanimously.
	Special Business:			
4.	Re-Appointment of Mr. Brijgopal Bang as Managing Director of the Company for a period of three years with effect from 1st December 2016 to 30th November, 2019.	Ordinary Resolution	E-Voting and Poll	Passed unanimously.
5.	Approval of revision in remuneration of Mr. Brijgopal Bang as Managing Director of the Company.	Ordinary Resolution	E-Voting and Poll	Passed with Requisite Majority

BANG OVERSEAS LTD. MUMBAI-13

Regd. Office : Masjid Manor, 2nd Floor, 16, Homi Modi Street, Fort, Mumbai - 400 023, India - Tel.: 2204 3496, 2283 4991.

RESOLUTION NO. 1

Adoption of Audited Financial Statements for the year ended 31st March, 2017 together with report of the Director's and Auditor's thereon.

Resolution required: (Ordinary/ Special)			Ordinary Resolution					
Whether promoter/ promoter group are interested in the agenda / resolution:			No					
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	9896368	8320768	84.790	8320768	0.00	100	0.00
	Poll		0.00	0.00	0.00	0.00	0.00	0.00
	Postal Ballot (if applicable)		0.00	0.00	0.00	0.00	0.00	0.00
	Total	**9896368**	**8320768**	**84.790**	**8320768**	**0.00**	**100**	**0.00**
Public-Institutions	E-voting	0.00	0.00	0.00	0.00	0.00	0.00	0.00
	Poll		0.00	0.00	0.00	0.00	0.00	0.00
	Postal Ballot (if applicable)		0.00	0.00	0.00	0.00	0.00	0.00
	Total	**0.00**	**0.00**	**0.00**	**0.00**	**0.00**	**0.00**	**0.00**
Public-Non Institutions	E-voting	3663632	113	0.0031	113	0.00	100	0.00
	Poll		1199	0.0327	1199	0.00	100	0.00
	Postal Ballot (if applicable)		0.00	0.00	0.00	0.00	0.00	0.00
	Total	**3663632**	**1312**	**0.0358**	**1312**	**0.00**	**100**	0.00
Total		**13560000**	**8322080**	**61.3723**	**8322080**	**0.00**	**100**	0.00

The above Resolution was passed unanimously.

BANG OVERSEAS LTD. MUMBAI-13

RESOLUTION NO. 2

To appoint a Director in place of Mr. Brijgopal Bang (holding DIN 00112203), who retires by rotation at this Annual General Meeting and being eligible, offers himself for re-appointment.

Resolution required: (Ordinary/ Special)			Ordinary Resolution					
Whether promoter/ promoter group are interested in the agenda / resolution:			No					
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	9896368	8320768	84.790	8320768	0.00	100	0.00
	Poll		0.00	0.00	0.00	0.00	0.00	0.00
	Postal Ballot (if applicable)		0.00	0.00	0.00	0.00	0.00	0.00
	Total	**9896368**	**8320768**	**84.790**	**8320768**	**0.00**	**100**	**0.00**
Public-Institutions	E-voting	0.00	0.00	0.00	0.00	0.00	0.00	0.00
	Poll		0.00	0.00	0.00	0.00	0.00	0.00
	Postal Ballot (if applicable)		0.00	0.00	0.00	0.00	0.00	0.00
	Total	**0.00**	**0.00**	**0.00**	**0.00**	**0.00**	**0.00**	**0.00**
Public-Non Institutions	E-voting	3663632	113	0.0031	113	0.00	100	0.00
	Poll		1199	0.0327	1199	0.00	100	0.00
	Postal Ballot (if applicable)		0.00	0.00	0.00	0.00	0.00	0.00
	Total	**3663632**	**1312**	**0.0358**	**1312**	**0.00**	**100**	0.00
Total		**13560000**	**8322080**	**61.3723**	**8322080**	**0.00**	**100**	0.00

The above Resolution was passed unanimously.

BANG OVERSEAS LTD. MUMBAI-13

RESOLUTION NO. 3

Appointment of M/s. Bhatter & Co., Chartered Accountants in place of M/s. Rajendra K. Gupta & Associates, Chartered Accountants (Firm Registration No. 108373W), the retiring Auditors) for a term of five years commencing from the conclusion of the 25th Annual General Meeting of the Company till the conclusion of the 30th Annual General Meeting.

Resolution required: (Ordinary/ Special)			Ordinary Resolution					
Whether promoter/ promoter group are interested in the agenda / resolution:			No					
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	9896368	8320768	84.790	8320768	0.00	100	0.00
	Poll		0.00	0.00	0.00	0.00	0.00	0.00
	Postal Ballot (if applicable)		0.00	0.00	0.00	0.00	0.00	0.00
	Total	**9896368**	**8320768**	**84.790**	**8320768**	**0.00**	**100**	**0.00**
Public-Institutions	E-voting	0.00	0.00	0.00	0.00	0.00	0.00	0.00
	Poll		0.00	0.00	0.00	0.00	0.00	0.00
	Postal Ballot (if applicable)		0.00	0.00	0.00	0.00	0.00	0.00
	Total	**0.00**	**0.00**	**0.00**	**0.00**	**0.00**	**0.00**	**0.00**
Public-Non Institutions	E-voting	3663632	113	0.0031	113	0.00	100	0.00
	Poll		1199	0.0327	1199	0.00	100	0.00
	Postal Ballot (if applicable)		0.00	0.00	0.00	0.00	0.00	0.00
	Total	**3663632**	**1312**	**0.0358**	**1312**	**0.00**	**100**	0.00
Total		**13560000**	**8322080**	**61.3723**	**8322080**	**0.00**	**100**	0.00

The above Resolution was passed unanimously.

BANG OVERSEAS LTD. MUMBAI-13

UNIT NO. 405/406, KEWAL IND. ESTATE, S. B. MARG, LOWER PAREL (W), MUMBAI - 400 013 INDIA • CIN L51900MH1992PLC067013
Tel +91 22 6660 7965 / 67 3040 2214/15 • Fax +91 22 6660 7970 • email bol@banggroup.com • Web www.banggroup.com

RESOLUTION NO. 4

Re-Appointment of Mr. Brijgopal Bang as Managing Director of the Company for a period of three years with effect from 1st December 2016 to 30th November, 2019.

Resolution required: (Ordinary/ Special)			Ordinary Resolution					
Whether promoter/ promoter group are interested in the agenda / resolution:			Yes					
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	9896368	8320768	84.790	8320768	0.00	100	0.00
	Poll		0.00	0.00	0.00	0.00	0.00	0.00
	Postal Ballot (if applicable)		0.00	0.00	0.00	0.00	0.00	0.00
	Total	**9896368**	**8320768**	**84.790**	**8320768**	**0.00**	**100**	**0.00**
Public-Institutions	E-voting	0.00	0.00	0.00	0.00	0.00	0.00	0.00
	Poll		0.00	0.00	0.00	0.00	0.00	0.00
	Postal Ballot (if applicable)		0.00	0.00	0.00	0.00	0.00	0.00
	Total	**0.00**	**0.00**	**0.00**	**0.00**	**0.00**	**0.00**	**0.00**
Public-Non Institutions	E-voting	3663632	113	0.0031	113	0.00	100	0.00
	Poll		1199	0.0327	1199	0.00	100	0.00
	Postal Ballot (if applicable)		0.00	0.00	0.00	0.00	0.00	0.00
	Total	**3663632**	**1312**	**0.0358**	**1312**	**0.00**	**100**	0.00
Total		**13560000**	**8322080**	**61.3723**	**8322080**	**0.00**	**100**	0.00

The above Resolution was passed unanimously.

BANG OVERSEAS LTD. MUMBAI-13

RESOLUTION NO. 5

Approval of revision in remuneration of Mr. Brijgopal Bang as Managing Director of the Company.

Resolution required: (Ordinary/ Special)			Ordinary Resolution					
Whether promoter/ promoter group are interested in the agenda / resolution:			Yes					
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	9896368	8320768	84.790	8320768	0.00	100	0.00
	Poll		0.00	0.00	0.00	0.00	0.00	0.00
	Postal Ballot (if applicable)		0.00	0.00	0.00	0.00	0.00	0.00
	Total	**9896368**	**8320768**	**84.790**	**8320768**	**0.00**	**100**	**0.00**
Public-Institutions	E-voting	0.00	0.00	0.00	0.00	0.00	0.00	0.00
	Poll		0.00	0.00	0.00	0.00	0.00	0.00
	Postal Ballot (if applicable)		0.00	0.00	0.00	0.00	0.00	0.00
	Total	**0.00**	**0.00**	**0.00**	**0.00**	**0.00**	**0.00**	**0.00**
Public-Non Institutions	E-voting	3663632	113	0.0031	23	90	20.3539	79.6460
	Poll		1199	0.0327	1199	0.00	100	0.00
	Postal Ballot (if applicable)		0.00	0.00	0.00	0.00	0.00	0.00
	Total	**3663632**	**1312**	**0.0358**	**1222**	**90**	**93.1402**	**6.8598**
Total		**13560000**	**8322080**	**61.3723**	**8321990**	**90**	**99.9989**	**0.0011**

The above Resolution was passed with Requisite Majority.

For **Bang Overseas Limited**

Trupti Limbasiya

Trupti Limbasiya
Company Secretary & Compliance OfficerP
A41579

CONSOLIDATED REPORT OF THE SCRUTINIZER

[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended from time to time]

To,
The Chairman,
Bang Overseas Limited
Masjid Manor, 16 HomiModi Street,
Fort, Mumbai – 400023.

Dear Sir,

We, Kothari H. & Associates, Company Secretaries, have been appointed by the Board of Directors of**Bang Overseas Limited**as Scrutinizer for the purpose of:

i. Scrutinizing the remote e-voting process in terms of the provisions of Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended (Rules) and

ii. Voting by Shareholders at the 25th Annual General Meeting (AGM) held on 29thSeptember, 2017 ("AGM") for all the resolutions contained in the Notice of AGM.

We pleased to submit our report as under, which is comprehensive and self explanatory in all respect:

1. The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and the Rules relating to remote e-voting on the resolutions contained in the Notice of the AGM of the members of the Company and at the meeting. our responsibility as a scrutinizer for the voting process is restricted to make a scrutinizer's report of the votes cast "in favour" "against" or remain "abstain / invalid", if any on the resolutions contained in the Notice of AGM, based on the reports generated from the e-voting system provided by Karvy Computershare Private Limited (KARVY), the authorized agency to provide e-voting facility, engaged by the Company.

2. The Company has completed the dispatch of Notice of Annual General Meeting alongwith the Annual Report of the Company as on 6th September, 2017 to its members whose names appeared on the register of Members/ List of beneficiaries.

3. Advertisement was published by the Company in English in Financial Express (Mumbai Edition), dated Thursday 7th September, 2017 and in Marathi in AplaMahanagar (Mumbai Edition) dated Thursday 7th September, 2017.The notice published in the newspaper carried the required information as specified in Sub Rule 3(v) (a) to (g) of the said Rule 20.

4. The Company has availed services of Karvy Computershare Private Limited (KARVY)as the agency for providing the remote e-voting platform.

5. The Voting rights were reckoned as onFriday, 22nd September, 2017, being the cut-off date for the purpose of deciding the entitlements of members at the remote e-voting and voting at the Meeting.

6. The remote e-voting period was open for three days which commenced on Tuesday, 26th September, 2017 at 09:00 a.m. and concluded on Thursday,28th September, 2017 at 5:00 p.m. on https://www.evoting.karvy.com/

7. The remote e-voting results on the KARVY E-voting platform were unblocked and downloaded on Friday, 29th September, 2017 in the presence of two witnesses Ms. Richa Jain and Mr. Kalpesh Joshi who are not in the employment of the Company and who have signed below in confirmation of the votes being unblocked in their presence.

8. After the time fixed for closing of the poll by the chairman, ballot boxes kept for polling were locked in our presence with due identification marks placed by me.

9. The locked ballot boxes were subsequently opened in our presence and poll papers were diligently scrutinized. The poll papers were reconcile with the records maintained by the Company/Registrar and transfer agent of the Company and the authorisations / proxies lodged with the Company.

10. On scrutiny, we report that Total 45 Members attended the Meeting and out of 45 members, 41 members attended in person and 4 members attended in proxy as per the records of attendance.

11. THE CONSOLIDATED RESULTS OF E-VOTING AND POLL ARE AS UNDER:

The details containing *interalia,* no. of Equity Shareholders, who voted "for", "against" or "abstain", if any on each of the resolutions that were put to vote, were generated from the e-

voting website of KARVY. Taking into account the report from KARVY and physical voting at the AGM the consolidated result with respect to each item on the agenda as set out in the Notice of the 25th AGM dated 12th August, 2017 is enclosed;

Item No. 1.

Ordinary Resolution: Consider and adopt:

a. Audited Financial Statement, reports of the Board of Directors and Auditors

b. Audited Consolidated Financial Statement;

Particulars	Number of Votes Contained in						% of total valid votes cast
	Remote e – voting		Voting at the AGM		Total		
	No. of member voted	Number of votes cast by them	No. of members voted	Number of votes cast by them	No. of members voted	Number of votes cast by them	
Voted in Favour	35	8320881	14	1199	49	8322080	100%
Voted Against	0	0	0	0	0	0	0
Abstain / Invalid	0	0	0	0	0	0	0
Total	**35**	**8320881**	**14**	**1199**	**49**	**8322080**	

Based on the aforesaid results, Ordinary Resolution as contained in item No. 1 has been passed unanimously.

Item No. 2

Ordinary Resolution: Re- Appointment of Mr. Brijgopal Bang(holding DIN 00112203),who retires by rotation.

Particulars	Number of Votes Contained in						% of total valid votes cast
	Remote e – voting		Voting at the AGM		Total		
	No. of member voted	Number of votes cast by them	No. of members voted	Number of votes cast by them	No. of members voted	Number of votes cast by them	

KOTHARI H. & ASSOCIATES C. P. 5502 FCS 6038 Company Secretaries

Voted in Favour	35	8320881	14	1199	49	8322080	100%
Voted Against	0	0	0	0	0	0	0
Abstain / Invalid	0	0	0	0	0	0	0
Total	**35**	**8320881**	**14**	**1199**	**49**	**8322080**	

Based on the aforesaid results, Ordinary Resolution as contained in item No. 2 has been passed unanimously.

Item No. 3.

Ordinary Resolution: To appointmentM/s. Bhatter & co., Chartered Accountants as auditors of the Company and fixing their remuneration.

Particulars	Number of Votes Contained in						% of total valid votes cast
	Remote e – voting		Voting at the AGM		Total		
	No. of member voted	Number of votes cast by them	No. of members voted	Number of votes cast by them	No. of members voted	Number of votes cast by them	
Voted in Favour	35	8320881	14	1199	49	8322080	100%
Voted Against	0	0	0	0	0	0	0
Abstain / Invalid	0	0	0	0	0	0	0
Total	**35**	**8320881**	**14**	**1199**	**49**	**8322080**	

Based on the aforesaid results, Ordinary Resolution as contained in item No. 3 has been passed unanimously.

Item No. 4.

Ordinary Resolution: Re-appointment of Mr. Brijgopal Bang, as Managing Director for a Period of three year .

Particulars	Number of Votes Contained in						% of total valid votes cast
	Remote e – voting		Voting at the AGM		Total		
	No. of member voted	Number of votes cast by them	No. of members voted	Number of votes cast by them	No. of members voted	Number of votes cast by them	
Voted in Favour	35	8320881	14	1199	49	8322080	100%
Voted Against	0	0	0	0	0	0	0
Abstain / Invalid	0	0	0	0	0	0	0
Total	**35**	**8320881**	**14**	**1199**	**49**	**8322080**	

Based on the aforesaid results, OrdinaryResolution as contained in item No. 4 has been passed unanimously.

Item No. 5.

Ordinary Resolution: Approval of revision in remuneration of Mr. Brijgopal Bang as Managing Director of the Company.

Particulars	Number of Votes Contained in						% of total valid votes cast
	Remote e – voting		Voting at the AGM		Total		
	No. of member voted	Number of votes cast by them	No. of members voted	Number of votes cast by them	No. of members voted	Number of votes cast by them	
Voted in Favour	34	8320791	14	1199	48	8321990	100%
Voted Against	1	90	0	0	1	90	0
Abstain / Invalid	0	0	0	0	0	0	0
Total	**35**	**8320881**	**14**	**1199**	**49**	**8322080**	

Based on the aforesaid results, Ordinary Resolution as contained in item No. 5 has been passed with requisite majority

For Kothari H.& Associates
Company Secretaries

Hitesh Kothari
Partner

ACS 6038 / COP No. 5502
Date :29th September, 2017
Place: Mumbai

We the undersigned witnesses that the votes were unblocked from e-voting website of KARVY (https://www.evoting.karvy.com /.) in our presence at 11.30a.m. on Friday, 29th September, 2017.

(Richa Jain)

(Kalpesh Joshi)

Counter Signature by the chairman of the Meeting.

Brijgopal Bang
Chairman