



BSL/SECTT/SE/C-30/2014-15/10/01

October 01, 2014

The Secretary
The BSE Limited,
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai 400 001.

National Stock Exchange of India Limited
Exchange Plaza,
Bandra Kurla Complex (BKC),
Bandra (East),
Mumbai 400 051.

Dear Sir / Madam,

Sub: Declaration of the Consolidated Voting Results of Tenth Annual General Meeting.

Ref: Scrip Code No-533276 – BSLIMITED

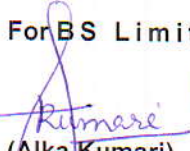
With reference to the above, we enclose herewith the Consolidated Results of the E-Voting and Poll Process for the Tenth Annual General Meeting of the Company held on Tuesday, 30th day of September, 2014.

We request you to take the same on record.

Thanking You,

Your's faithfully

For BS Limited


(Alka Kumari)
Company Secretary



Encl: Announcement alongwith Annexure – 1.

BS Limited

(Formerly BS TransComm Ltd.)

CIN: L27109AP2004PLC042375

504, Trendset Towers, Road No. 2, Banjara Hills, Hyderabad - 500 034, Telangana, India.

Phone: +91 40 4455 8888 | Fax: +91 40 6666 7268 | www.bslimited.in



ANNOUNCEMENT OF THE CONSOLIDATED RESULTS OF E-VOTING AND POLL CONDUCTED WITH RESPECT TO THE 10TH ANNUAL GENERAL MEETING OF M/S. BS LIMITED (FORMERLY KNOWN AS BS TRANSCOMM LIMITED) HELD ON TUESDAY, THE 30TH DAY OF SEPTEMBER 2014 AT 2.30 PM AT OCCASIONS, HOTEL BEST WESTERN JUBILEE RIDGE, # 38 & 39, KAVURI HILLS, ROAD NO. 36, JUBILEE HILLS, HYDERABAD – 500036, TELANGANA.

Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Companies (Management and Administration) Rules, 2014 and in accordance with the Listing Agreement, the Company had provided the E-Voting facility to its Members, to cast their votes on all the Resolutions mentioned in the Notice convening the 10th Annual General Meeting of the Company held on Tuesday, the 30th day of September 2014.

The E-Voting has commenced on September 24, 2014 at 9.00 AM and concluded on September 26, 2014 at 6.00 PM.

The Members attending the Annual General Meeting either in person or through Proxy and who had not casted their vote through Electronic mode were also provided with the facility, in terms of and Section 109 of the Companies Act, 2013, to cast their vote on all the resolutions through Poll at the 10th Annual General Meeting.

Based on the Report of the Scrutinizer, Mr. Y. Koteswara Rao, Practicing Company Secretary, on the E-Voting and Poll process conducted at the AGM, I hereby declare the resolutions contained in the Notice convening the 10th Annual General Meeting as passed with Unanimous majority.

The details of the Results are as summarized in the Annexure I.

For BS Limited



**(Rajesh Agarwal)
Chairman & Managing Director**



Date : September 30, 2014

Place : Hyderabad

BS Limited

(Formerly BS TransComm Ltd.)

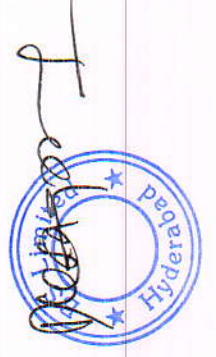
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Annexure – I

Resolution Nos.	Particulars of Votes Cast							Result Declared	
	Electronic Voting			Poll		Voting Result			
	Nos. (A)	%	Nos. (B)	%	Nos. A+B	%			
Ordinary Business									
1.	Adoption of Audited Annual Accounts for the Financial Year 2013-14 along with Reports of Auditors and the Directors thereon	Votes Cast in Favour	298,356,733	100.00%	20,204,613	100.00%	318,561,346	100.00%	Resolution passed unanimously
		Votes Cast against	0	0.00%	0	0.00%	0	0.00%	
		Invalid Votes	0	0.00%	0	0.00%	0	0.00%	
2.	Declaration of Dividend, of Re.0.10/- (10%) per Equity Share of Re. 1/- each for the Financial Year ended March 31, 2014	Votes Cast in Favour	298,356,733	100.00%	20,204,613	100.00%	318,561,346	100.00%	Resolution passed unanimously
		Votes Cast against	0	0.00%	0	0.00%	0	0.00%	
		Invalid Votes	0	0.00%	0	0.00%	0	0.00%	
3.	Re-Appointment of Mr. Rajesh Agarwal, who retires by rotation	Votes Cast in Favour	298,356,733	100.00%	20,204,613	100.00%	318,561,346	100.00%	Resolution passed unanimously
		Votes Cast against	0	0.00%	0	0.00%	0	0.00%	
		Invalid Votes	0	0.00%	0	0.00%	0	0.00%	
4.	Appointment of M/s. P. Murali & Co., Chartered Accountants, as Statutory Auditors for the Financial Year 2014-15	Votes Cast in Favour	298,356,733	100.00%	20,204,613	100.00%	318,561,346	100.00%	Resolution passed unanimously
		Votes Cast against	0	0.00%	0	0.00%	0	0.00%	
		Invalid Votes	0	0.00%	0	0.00%	0	0.00%	



Special Business		In view of the Resignation of the Director, this Resolution has not been taken up and therefore votes cast in respect thereof are not considered									
5.	Appointment of Dr. Subrata Kumar De, Director, as Non-Executive and Independent Director of the Company.	Votes Cast in Favour	298,356,733	100.00%	20,204,613	100.00%	318,561,346	100.00%	Resolution passed unanimously		
		Votes Cast against	0	0.00%	0	0.00%	0	0.00%			
		Invalid Votes	0	0.00%	0	0.00%	0	0.00%			
6.	Appointment of Mr. Mahesh Kumar Khara, Director, as an Independent Director for a period of Five (5) years from the conclusion of this Annual General Meeting	Votes Cast in Favour	298,356,733	100.00%	20,204,613	100.00%	318,561,346	100.00%	Resolution passed unanimously		
		Votes Cast against	0	0.00%	0	0.00%	0	0.00%			
		Invalid Votes	0	0.00%	0	0.00%	0	0.00%			
7.	Appointment of Mr. A. Gopalakrishnan Iyer, Director, as an Independent Director for a period of Five (5) years from the conclusion of this Annual General Meeting	Votes Cast in Favour	298,356,733	100.00%	20,204,613	100.00%	318,561,346	100.00%	Resolution passed unanimously		
		Votes Cast against	0	0.00%	0	0.00%	0	0.00%			
		Invalid Votes	0	0.00%	0	0.00%	0	0.00%			
8.	Appointment of Mr. Arun Dogra as Whole Time Director designated as "Director - Finance" for a period of Three (3) years.	Votes Cast in Favour	298,356,733	100.00%	20,204,613	100.00%	318,561,346	100.00%	Resolution passed unanimously		
		Votes Cast against	0	0.00%	0	0.00%	0	0.00%			
		Invalid Votes	0	0.00%	0	0.00%	0	0.00%			
9.	Authorization under Section 180(1)(c) of the Companies Act, 2013, to Board of Directors to borrow monies not exceeding Rs. 10,000 Crores.	Votes Cast in Favour	298,356,733	100.00%	20,204,613	100.00%	318,561,346	100.00%	Resolution passed unanimously		
		Votes Cast against	0	0.00%	0	0.00%	0	0.00%			
		Invalid Votes	0	0.00%	0	0.00%	0	0.00%			



10.	Authorization under Section 180(1)(a) of the Companies Act, 2013, to Board of Directors to Create Mortgages / Charges / hypothecation on assets upto amount not exceeding Rs. 10,000 Crores.	Votes Cast in Favour	298,356,733	100.00%	20,204,613	100.00%	318,561,346	100.00%	Resolution passed unanimously
		Votes Cast against	0	0.00%	0	0.00%	0	0.00%	
		Invalid Votes	0	0.00%	0	0.00%	0	0.00%	
11.	Remuneration of Cost Auditors M/s. Srinivas & Co., for the Financial Year 2014-15	Votes Cast in Favour	298,356,733	100.00%	20,204,613	100.00%	318,561,346	100.00%	Resolution passed unanimously
		Votes Cast against	0	0.00%	0	0.00%	0	0.00%	
		Invalid Votes	0	0.00%	0	0.00%	0	0.00%	
12.	Alteration of the Articles of Association of the Company.	Votes Cast in Favour	298,356,733	100.00%	20,204,613	100.00%	318,561,346	100.00%	Resolution passed unanimously
		Votes Cast against	0	0.00%	0	0.00%	0	0.00%	
		Invalid Votes	0	0.00%	0	0.00%	0	0.00%	
13.	Ratification of Appointment of Ms. Reema Agarwal for Office or Place of Profit.	Votes Cast in Favour	27,253	100.00%	20,204,613	100.00%	20,231,866	100.00%	Resolution passed unanimously
		Votes Cast against	0	0.00%	0	0.00%	0	0.00%	
		Invalid Votes	0	0.00%	0	0.00%	0	0.00%	

Date : October 01, 2014
Place : Hyderabad



For BS Limited

(Signature)

(Rajesh Agarwal)
Chairman & Managing Director



Y. KOTESWARA RAO

Practicing Company Secretary

H. No. 48-345, Ganesh Nagar Colony,
Chinthal, HMT Road, Hyderabad - 500 054

Phone: 040 2308 6394 (O & R)

SCRUTINIZER'S REPORT

Mr. Rajesh Agarwal
Chairman & Managing Director,
M/s. BS Limited

Sub: Tenth Annual General Meeting of the Equity Shareholders of M/s. BS Limited (Formerly BS TransComm Limited), held on September 30, 2014 at Occasions, Hotel Best Western Jubilee Ridge, # 38 & 39, Kavuri Hills, Road No. 36, Jubilee Hills, Hyderabad - 500036, Telangana.

Dear Sir,

I, Y. Koteswara Rao, Practicing Company Secretary, have been appointed as Scrutinizer by the Board of Directors of M/s. BS Limited, (Formerly known as BS TransComm Limited) ("the Company") for the purpose of scrutinizing the E-Voting process and the Poll taken up, pursuant to my appointment by the Chairman for Poll Scrutiny at the AGM, in a fair and transparent manner and ascertaining the requisite majority on E-Voting carried out as per the Provisions of Companies Act, 2013 and Rule 20 & 21 of the Companies (Management and Administration) Rules, 2014 on the below mentioned Resolutions, at the 10th Annual General Meeting of the Company, to be held on September 30, 2014 at 2.30 PM at Occasions, Hotel Best Western Jubilee Ridge, # 38 & 39, Kavuri Hills, Road No. 36, Jubilee Hills, Hyderabad - 500036, Telangana.

I submit my report as under:

The E-Voting period remained open from September 24, 2014 (9.00 AM) to September 26, 2014 (6.00 PM).

Thereafter, the details containing, inter alia, list of Equity Shareholders, who voted "For" and "Against", were downloaded from the E-Voting Portal of Karvy Computershare Private Limited (<https://www.evoting.karvy.com>)

After the time fixed for closing the Poll by the Chairman, a Ballot box kept for polling was locked in my presence with due identification marks placed by me.

The Shareholders holding Shares as on the Cut-off date i.e., August 29, 2014, were entitled to vote on the Proposed Resolutions as set out in the Notice of Tenth Annual General Meeting of M/s. BS Limited.

The Locked box was subsequently opened in my presence and Poll papers were diligently scrutinized. The Poll papers were reconciled with the records maintained by the Company / Registrar and Transfer Agent of the Company and the Authorizations / Proxies lodged with the Company.

The poll papers, which were incomplete and/or which were otherwise found defective have been treated as invalid and kept separately.



**Y. KOTESWARA RAO****Practicing Company Secretary**H. No. 48-345, Ganesh Nagar Colony,
Chinthal, HMT Road, Hyderabad – 500 054

Phone: 040 2308 6394 (O & R)

The Chairman informed the Meeting that the Agenda Item No. 5 of the Notice of Tenth Annual General Meeting had become infructuous in view of the Resignation of the said Director from the Board. The Company had informed Karvy about the same on September 05, 2014. In this regard, the voting in respect of the said Item No. 5 is not considered in this Report.

The Register to record the assent or dissent received has been maintained electronically. It contained the particulars of Name, address, Folio Number or Client ID of the Shareholders, Number of Shares held by them, Nominal Value of such Shares. There were no Shares with differential voting rights in the Company; hence there is no requirement of maintaining of the list of Shares with differential voting rights.

The Result of the Poll and E-Voting are as under:

S.No	Resolution Nos.	Particulars of Votes Cast						Result Declared	
			Electronic Voting		Poll		Voting Result		
			Nos. (A)	%	Nos. (B)	%	Nos. A+B	%	
	Ordinary Business								
1.	Adoption of Audited Annual Accounts for the Financial Year 2013-14 along with Reports of Auditors and the Directors thereon	Votes Cast in Favour	298356733	100%	20204613	100%	318561346	100%	Resolution passed unanimously
		Votes Cast against	0	0%	0	0%	0	0%	
		Invalid Votes	0	0%	0	0%	0	0%	
2.	Declaration of Dividend, of Re.0.10/- (10%) per Equity Share of Re. 1/- each for the Financial Year ended March 31, 2014	Votes Cast in Favour	298356733	100%	20204613	100%	318561346	100%	Resolution passed unanimously
		Votes Cast against	0	0%	0	0%	0	0%	
		Invalid Votes	0	0%	0	0%	0	0%	
3.	Re-Appointment of Mr. Rajesh Agarwal, who retires by rotation	Votes Cast in Favour	298356733	100%	20204613	100%	318561346	100%	Resolution passed unanimously
		Votes Cast against	0	0%	0	0%	0	0%	
		Invalid Votes	0	0%	0	0%	0	0%	
4.	Appointment of M/s. P. Murali & Co., Chartered Accountants, as Statutory Auditors for the Financial Year 2014-15	Votes Cast in Favour	298356733	100%	20204613	100%	318561346	100%	Resolution passed unanimously
		Votes Cast against	0	0%	0	0%	0	0%	
		Invalid Votes	0	0%	0	0%	0	0%	





Y. KOTESWARA RAO

Practicing Company Secretary

H. No. 48-345, Ganesh Nagar Colony,
Chinthal, HMT Road, Hyderabad – 500 054

Phone: 040 2308 6394 (O & R)

Special Business									
5.	Appointment of Dr. Subrata Kumar De, Director, as Non-Executive and Independent Director of the Company.	In view of the Resignation of the Director, this Resolution has not been taken up and therefore votes cast in respect thereof are not considered							
6.	Appointment of Mr. Mahesh Kumar Khara, Director, as an Independent Director for a period of Five (5) years from the conclusion of this Annual General Meeting	Votes Cast in Favour	298356733	100%	20204613	100%	318561346	100%	Resolution passed unanimously
		Votes Cast against	0	0%	0	0%	0	0%	
		Invalid Votes	0	0%	0	0%	0	0%	
7.	Appointment of Mr. A. Gopalakrishnan Iyer, Director, as an Independent Director for a period of Five (5) years from the conclusion of this Annual General Meeting	Votes Cast in Favour	298356733	100%	20204613	100%	318561346	100%	Resolution passed unanimously
		Votes Cast against	0	0%	0	0%	0	0%	
		Invalid Votes	0	0%	0	0%	0	0%	
8.	Appointment of Mr. Arun Dogra as Whole Time Director designated as "Director – Finance" for a period of Three (3) years.	Votes Cast in Favour	298356733	100%	20204613	100%	318561346	100%	Resolution passed unanimously
		Votes Cast against	0	0%	0	0%	0	0%	
		Invalid Votes	0	0%	0	0%	0	0%	
9.	Authorization under Section 180(1)(c) of the Companies Act, 2013, to Board of Directors to borrow monies not exceeding Rs. 10,000 Crores.	Votes Cast in Favour	298356733	100%	20204613	100%	318561346	100%	Resolution passed unanimously
		Votes Cast against	0	0%	0	0%	0	0%	
		Invalid Votes	0	0%	0	0%	0	0%	
10.	Authorization under Section 180(1)(a) of the Companies Act, 2013, to Board of Directors to Create Mortgages /Charges/ hypothecation on assets upto amount not exceeding Rs. 10,000 Crores.	Votes Cast in Favour	298356733	100%	20204613	100%	318561346	100%	Resolution passed unanimously
		Votes Cast against	0	0%	0	0%	0	0%	
		Invalid Votes	0	0%	0	0%	0	0%	
11.	Remuneration of Cost Auditors M/s. Srinivas & Co., for the Financial Year 2014-15	Votes Cast in Favour	298356733	100%	20204613	100%	318561346	100%	Resolution passed unanimously
		Votes Cast against	0	0%	0	0%	0	0%	





Y. KOTESWARA RAO

Practicing Company Secretary

H. No. 48-345, Ganesh Nagar Colony,
Chinthal, HMT Road, Hyderabad – 500 054

Phone: 040 2308 6394 (O & R)

		Invalid Votes	0	0%	0	0%	0	0%	
12.	Alteration of the Articles of Association of the Company.	Votes Cast in Favour	298356733	100%	20204613	100%	318561346	100%	Resolution passed unanimously
		Votes Cast against	0	0%	0	0%	0	0%	
		Invalid Votes	0	0%	0	0%	0	0%	
13.	Ratification of Appointment of Ms. Reema Agarwal for Office or Place of Profit.	Votes Cast in Favour	27253	100%	20204613	100%	20231866	100%	Resolution passed unanimously
		Votes Cast against	0	0%	0	0%	0	0%	
		Invalid Votes	0	0%	0	0%	0	0%	

Thanking you,

Place: Hyderabad
Date: 01.10.2014



(Y. KOTESWARA RAO)
Practicing Company Secretary
Name & Signature of Scrutinizer