



BHARAT SEATS LIMITED

Plot No.1, Maruti Udyog Joint Venture Complex, Gurugram-122015 (Haryana) India
Phones: +91-9643339870-74 E-mail: seats@bharatseats.net
CIN: L34300DL1986PLC023540 WEBSITE: www.bharatseats.com

July 09, 2025

BSE Limited Corporate Relationship Department PJ Towers, 25 th Floor, Dalal Street, Mumbai – 400 001 Scrip Code: 523229	National Stock Exchange of India Limited Exchange Plaza, Plot No. C/1, G-Block Bandra Kurla Complex, Bandra (East), Mumbai – 400 051 Trading Symbol: BHARATSE
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Sub: Submission of Scrutinizer's Report

Dear Sir/ Madam,

Please find enclosed Scrutinizer's Report in respect of e-voting held in respect of Annual General meeting held on 09th July 2025.

Kindly take the same on record.

Thanking You,

For Bharat Seats Limited

Ritu Bakshi
Company Secretary and Compliance Officer
Membership No.: F3401
Encl: a/a

R.S.Bhatia

M.A., F.C.S.

Company Secretary in Practice

CP No.: 2514

Peer Review No. 1496/2021

J-17 (Basement), Lajpat Nagar III,
New Delhi-110024.

Ph. 011-41078605 M: 09811113545

PAN. AAAPB5130M

GST No. - 07AAAPB5130M1ZX

Email: bhatia_r_s@hotmail.com

Service Category:-Company Secretary in Practice

The Chairman,
BHARAT SEATS LIMITED,
CIN: L34300DL1986PLC023540
1, Nelson Mandela Road,
Vasant Kunj New Delhi, South Delhi
DL 110070

Dear Sir,

I, R.S. BHATIA, Practicing Company Secretary, appointed as a Scrutinizer by the Board of Directors of Bharat Seats Limited pursuant to Sections 108 and 109 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended from time to time, for the 38th Annual General Meeting of the Company held on 9th July, 2025.

In this regard I am pleased to submit my Report, which is comprehensive and self-explanatory in all respects.


R.S. Bhatia
Company Secretary in Practice



CP No.- 2514

Date: 09/07/2025

Place: New Delhi

Peer Review No.:1496/2021

UDIN: F002599G000740853

R.S.Bhatia

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FORM No. MGT-13 Report of Scrutinizer

[Pursuant to Section 109 of the Companies Act, 2013 and Rule 21(2) of The Companies
(Management and Administration) Rules, 2014]

Name of the Company	Bharat Seats Limited
Meeting	38 th Annual General Meeting
Day, Date & Time	Wednesday, 9 th July, 2025 at 11:00 A.M.
Deemed Venue	Registered Office: 1, Nelson Mandela Road, Vasant Kunj, New Delhi - 110070
Mode	Video Conferencing ("VC")

1. Appointment as Scrutinizer

I, was appointed as the Scrutinizer for Scrutinizing the remote e-voting process which commenced on Saturday, July 5, 2025 at 09:00 A.M. and ended on Tuesday, July 8, 2025 at 05:00 P.M. as well as the e-voting process during the 38th Annual General Meeting ("AGM") on the resolutions contained in the Notice of AGM dated May 7, 2025 ("Notice") of Bharat Seats Limited ("the Company") held on 9th July, 2025 at 11:00 A.M. through video conferencing. The AGM of the Company was convened through video conferencing as per the provisions of Section 108 of The Companies Act, 2013 read with Rule 20 of The Companies (Management and Administration) Rules, 2014 (as amended from time to time) and General Circular No. 9/ 2024 dated September 19, 2024 ("MCA Circular") issued by the Ministry of Corporate Affairs and Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2024/133 dated October 3, 2024 issued by the Securities and Exchange Board of India.

As the Scrutinizer, I have scrutinized:

- (i) process of e-voting remotely, before the AGM, using an electronic voting system on the dates referred to in the Notice calling the AGM ("remote e-voting"); and
- (ii) process of e-voting at the AGM through electronic voting system ("e-voting").

My responsibility as a scrutinizer was to ensure that the remote e-voting process as well as the e-voting voting process during the AGM was conducted in a fair and transparent manner and submit a report on the voting on the resolutions based on the reports generated from




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the electronic voting system of National Securities Depository Limited ("NSDL") (agency for providing the remote e-voting facility and e-voting system during the AGM).

2. Dispatch of Notice of AGM

2.1 The Company informed that on the basis of the list of members and Beneficial Owners made available by Alankit Assignments Limited, the Registrar and Transfer Agent of the Company, the Company completed dispatch of Notice of AGM on June 12, 2025 electronically to shareholders whose email id is available with Alankit Assignments Limited or the Company and through registered post to shareholders who have not registered their email ids

2.2 Pursuant to MCA Circular as mentioned above issued by the Ministry of Corporate Affairs and as per the provisions of Rule 20 of The Companies (Management & Administration) Rules, 2014, and Regulation 47 of The SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, newspaper advertisements with respect to dispatch of Notice of AGM were published in Financial Express (English newspaper) and Jansatta (Hindi newspaper) on June 13, 2025 specifying the date and time of the AGM, availability of the notice on Company's website and website of the Stock Exchange, manner of registration of e-mail ids by the members (both physical and demat) who wants to register their e-mail ids with the Company, manner of voting through remote-voting or through e-voting system at the AGM etc.

As informed by the management, the Notice of the 38th AGM were published on the website of the Company at www.bharatseats.com and on the website NSDL at www.evoting.nsdl.com. The same was also submitted to BSE Limited and National Stock Exchange of India Limited on June 12, 2025.

3 Cut-off Date

Voting rights of the members were reckoned as on Wednesday, July 2, 2025, being the cut-off date for the purpose of deciding the entitlement of members for remote e-voting and e-voting during the AGM.

4 Process of Remote e-voting and e-voting during the AGM

4.1 The remote e-voting period commenced on Saturday, July 5, 2025 at 09:00 A.M. and ended on Tuesday, July 8, 2025 at 05:00 P.M. through e-voting platform on the designated portal webpage provided by NSDL.




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- 4.2 The Company also provided e-voting facility to the members who attended through VC/OAVM during the AGM to enable those members to cast their votes, who had not cast their votes earlier through remote e-voting.
- 4.3 After the time fixed for closure of the e-voting by the Chairman, the electronic system recording the e-voting (e-votes) was locked by NSDL under my instructions.
- 4.4 The e-voting system was scrutinized on test check basis. The e-votes were reconciled with the records maintained by the Company / RTA and the authorizations lodged with the Company/ RTA on test check basis.
- 4.5 The e-votes cast were unblocked on Wednesday, July 9, 2025 after the conclusion of the AGM.

5 Attendance during AGM

As reported by NSDL, 196 members attended the AGM through VC/OAVM. No physical presence of members was allowed at a common venue as per the MCA Circular.

6 Counting Process

After completion of e-voting during the AGM, the data of remote e-voting and e-voting during the meeting was diligently scrutinized. Records were maintained containing the summary of results of remote e-voting and e-voting during AGM.

7 Results

- 7.1 Consolidated results with respect to each item as set out in the Notice of the AGM dated May 7, 2025 is enclosed as Annexure.
- 7.2 Based on the aforesaid results, I report that 8 Resolutions as set out in item Nos.1 to 8 of the Notice of the AGM dated May 7, 2025 have been passed with the requisite majority.



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- 8 The electronic data related to remote e-voting and e-voting done during the AGM have been handed over to Ms. Ritu Bakshi, Company Secretary and Compliance Officer, for preserving safely.




R.S. Bhatia
Company Secretary in Practice
CP No.- 2514
Date: 09/07/2025
Place: New Delhi
Peer Review No.:1496/2021
UDIN: F002599G000740853

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Annexure

Resolution No.:- 1 Ordinary Resolution:

Adoption of the Audited Financial Statements of the Company for the financial year ended 31st March, 2025, together with the reports of the Board of Directors and Auditors thereon and in this regard.

	Remote e-Voting		E-Voting at AGM		Total		Percentage
	Number	Votes	Number	Votes	Number	Votes	
Assent	245	47630690	25	2488	270	47633178	99.423
Dissent	26	276417	2	53	28	276470	0.577
Total	271	47907107	27	2541	298	47909648	100

Resolution No.:- 2 Ordinary Resolution

Declaration of dividend on equity shares for the financial year ended March 31, 2025

	Remote e-Voting		E-Voting at AG M		Total		Percentage
	Number	Votes	Number	Votes	Number	Votes	
Assent	245	47630690	25	2488	270	47633178	99.423
Dissent	26	276417	2	53	28	276470	0.577
Total	271	47907107	27	2541	298	47909648	100

Resolution No.:- 3 Ordinary Resolution:

Appointment of a director in place of Mr. Makoto Kunieda (DIN: 10260765), who retires by rotation, and being eligible, offers himself for re-appointment.

	Remote e-Voting		E-Voting at AGM		Total		Percentage
	Number	Votes	Number	Votes	Number	Votes	
Assent	244	47630670	25	2488	269	47633158	99.423
Dissent	26	276417	2	53	28	276470	0.577
Total	270	47907087	27	2541	297	47909628	100

Resolution No.:-4 Ordinary Resolution:

Appointment of a director in place of Mr. Rishabh Relan (DIN: 07726444), who retires by rotation, and being eligible, offers himself for re-appointment.



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	Remote e-Voting		E-Voting at AGM		Total		Percentage
	Number	Votes	Number	Votes	Number	Votes	
Assent	244	47630670	25	2488	269	47633158	99.423
Dissent	26	276417	2	53	28	276470	0.577
Total	270	47907087	27	2541	297	47909628	100

Resolution No.:- 5 Ordinary Resolution:

Appointment of the Secretarial Auditor of the Company.

	Remote e-Voting		E-Voting at AGM		Total		Percentage
	Number	Votes	Number	Votes	Number	Votes	
Assent	244	47630670	25	2488	269	47633158	99.423
Dissent	26	276417	2	53	28	276470	0.577
Total	270	47907087	27	2541	297	47909628	100

*Resolution No.:- 6 Ordinary Resolution:

Approval of Material Related Party Transactions with Maruti Suzuki India Limited.

	Remote e-Voting		E-Voting at AGM		Total		Percentage
	Number	Votes	Number	Votes	Number	Votes	
Assent	230	742328	24	2468	254	744796	72.929
Dissent	26	276417	2	53	28	276470	27.071
Total	256	1018745	26	2521	282	1021266	100

*Note- In view of the provisions of Regulations 23 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, only voting by public shareholders is considered except KMPs.

*Resolution No.:- 7 Ordinary Resolution:

Approval of Material Related Party Transactions with NDR Auto Components Limited

	Remote e-Voting		E-Voting at AGM		Total		Percentage
	Number	Votes	Number	Votes	Number	Votes	
Assent	230	742328	24	2468	254	744796	72.929
Dissent	26	276417	2	53	28	276470	27.071
Total	256	1018745	26	2521	282	1021266	100



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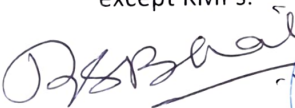
***Note-** In view of the provisions of Regulations 23 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, only voting by public shareholders is considered except KMPs.

***Resolution No.:- 8 Ordinary Resolution:**

Approval Material Related Party Transactions with Suzuki Motorcycle India Private Limited

	Remote e-Voting		E-Voting at AGM		Total		Percentage
	Number	Votes	Number	Votes	Number	Votes	
Assent	229	742308	24	2468	253	744776	72.927
Dissent	27	276437	2	53	29	276490	27.073
Total	256	1018745	26	2521	282	1021266	100

***Note-** In view of the provisions of Regulations 23 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, only voting by public shareholders is considered except KMPs.


R.S. BHATIA

Scrutinizer

Company Secretary in Practice

CP No.: 2514

Place: New Delhi

Date: 09/07/2025

Peer Review No.:1496/2021

UDIN: F002599G000740853

Witness 1


Name: Nitasha Sinha

Address: B-802, Greenfield, Faridabad, Haryana

Witness 2


Name: Mohd. Anas

Address: A171/1, Saheen Bagh, New Delhi

Name: Ritu Bakshi

Designation: Company Secretary & Compliance Officer

M. No.: F3401

Duly Authorized by Chairman of the 38th AGM