

March 23, 2019

BSE Limited,  
Phiroze Jeejeebhoy Towers,  
Dalal Street,  
Mumbai - 400 001

National Stock Exchange of India Limited  
Exchange Plaza, C-1, Block G  
Bandra Kurla Complex, Bandra (East),  
Mumbai 400 051

Scrip code: 526612

Symbol - BLUEDART

**Sub: Submission of Outcome of voting results of Postal Ballot.**

**Ref: Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Scrutinizer's Report on Postal Ballot Voting Process and E-Voting Process.**

Dear Sirs,

Further to our letter dated February 20, 2019 enclosing Notice along with Explanatory Statement seeking consent of Shareholders, we are pleased to notify that the below Resolution as stated in the Postal Ballot Notice dated February 8, 2019 has been passed by the Shareholders by requisite majority:

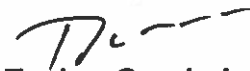
1. Ordinary Resolution to appoint Ms. Kavita Nair (DIN 07771200) as a Non-Executive Independent Director for a period of two years and six months w.e.f March 26, 2019 to September 25, 2021.

Pursuant to provisions of Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we enclose herewith the details regarding Postal Ballot Results in the prescribed format alongwith report of the Scrutinizer issued by Ms. Hetal Shah of M/s. Nilesh Shah & Associates, Company Secretaries.

Request you to take the same on record.

Thanking You,

Yours faithfully,  
For Blue Dart Express Ltd.

  
Tushar Gunderia  
Company Secretary &  
Head - Legal & Compliance



Encl: as above

## Blue Dart Express Limited

### Outcome of Voting of Postal Ballot ( Pursuant to Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

|                                                 |  |                  |  |
|-------------------------------------------------|--|------------------|--|
| Date of Declaration of Results of Postal Ballot |  | March 23, 2019   |  |
| Total no. of shareholders as on record date     |  | 17595            |  |
| Cut off Date                                    |  | February 8, 2019 |  |
| No. of shareholders who casted their votes      |  | 210              |  |
| No. of votes casted                             |  | 21106258         |  |
| Promoter & Promoter Group                       |  | 17795950         |  |
| Public                                          |  | 3310308          |  |



| Blue Dart Express Limited                                                 |                |                                                                                                            |                         |                                                           |                              |                           |                                                        |                                                       |                          |
|---------------------------------------------------------------------------|----------------|------------------------------------------------------------------------------------------------------------|-------------------------|-----------------------------------------------------------|------------------------------|---------------------------|--------------------------------------------------------|-------------------------------------------------------|--------------------------|
| Resolution Required : {Ordinary}                                          |                | 1 - Ordinary Resolution to appoint Ms. Kavita Nair (DIN 07771200) as a Non-Executive Independent Director. |                         |                                                           |                              |                           |                                                        |                                                       |                          |
| 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 | No. of votes Invalid [8] |
| Promoter and Promoter Group                                               | E-Voting       | 17795950                                                                                                   | 0                       | 0.0000                                                    | 0                            | 0                         | 0.0000                                                 | 0.0000                                                | 0                        |
|                                                                           | Poll           |                                                                                                            | 0                       | 0.0000                                                    | 0                            | 0                         | 0.0000                                                 | 0.0000                                                | 0                        |
|                                                                           | Postal Ballot  |                                                                                                            |                         |                                                           |                              |                           |                                                        |                                                       |                          |
|                                                                           | Total          |                                                                                                            | 17795950                | 100.0000                                                  | 17795950                     | 0                         | 100.0000                                               | 0.0000                                                | 0                        |
| Public Institutions                                                       | E-Voting       | 2304610                                                                                                    | 2165052                 | 93.9444                                                   | 2165052                      | 0                         | 100.0000                                               | 0.0000                                                | 0                        |
|                                                                           | Poll           |                                                                                                            | 0                       | 0.0000                                                    | 0                            | 0                         | 0.0000                                                 | 0.0000                                                | 0                        |
|                                                                           | Postal Ballot  |                                                                                                            |                         |                                                           |                              |                           |                                                        |                                                       |                          |
|                                                                           | Total          |                                                                                                            | 2165052                 | 93.9444                                                   | 2165052                      | 0                         | 100.0000                                               | 0.0000                                                | 0                        |
| Public Non Institutions                                                   | E-Voting       | 3627374                                                                                                    | 1140662                 | 31.4459                                                   | 1140470                      | 192                       | 99.9832                                                | 0.0168                                                | 0                        |
|                                                                           | Poll           |                                                                                                            | 0                       | 0.0000                                                    | 0                            | 0                         | 0.0000                                                 | 0.0000                                                | 0                        |
|                                                                           | Postal Ballot  |                                                                                                            |                         |                                                           |                              |                           |                                                        |                                                       |                          |
|                                                                           | Total          |                                                                                                            | 1140662                 | 31.4459                                                   | 1140470                      | 192                       | 99.9832                                                | 0.0168                                                | 0                        |
| Total                                                                     | E-Voting       | 23727934                                                                                                   | 4594                    | 0.1266                                                    | 4528                         | 66                        | 98.5633                                                | 1.4367                                                | 971                      |
|                                                                           | Poll           |                                                                                                            |                         |                                                           |                              |                           |                                                        |                                                       |                          |
|                                                                           | Postal Ballot  |                                                                                                            |                         |                                                           |                              |                           |                                                        |                                                       |                          |
|                                                                           | Total          |                                                                                                            | 1145256                 | 31.5725                                                   | 1144998                      | 258                       | 99.9775                                                | 0.0225                                                | 971                      |
| Total                                                                     |                |                                                                                                            | 21106258                | 88.9511                                                   | 21106000                     | 258                       | 99.9988                                                | 0.0012                                                | 0                        |



# NILESH SHAH & ASSOCIATES

Company Secretaries

Ref.: \_\_\_\_\_

## Report of Scrutinizer in Respect of Postal Ballot Voting Process

[Pursuant to Section 110 of the Companies Act, 2013 and Rule 22 read with Rule 20 of the Companies (Management and Administration) Rules, 2014]

To,  
The Chairman  
**Blue Dart Express Limited**  
Blue Dart Centre, Sahar Airport Road,  
Andheri (East), Mumbai - 400 099.

Dear Sir,

### SUBJECT: Scrutinizer's Report on Postal Ballot Voting Process

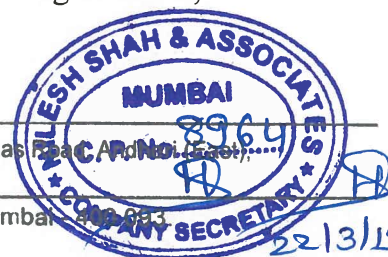
The Board of Directors of **Blue Dart Express Limited** ('the Company') vide its resolution passed on Friday, 8<sup>th</sup> February, 2019, decided to conduct the process of voting through postal ballot for obtaining approval of Shareholders of the Company for the following Ordinary Resolution as set out in the notice dated Friday, 8<sup>th</sup> February, 2019:

- To appoint Ms. Kavita Nair (DIN 07771200) as a Non- Executive Independent Director;

The Company has provided the facility of voting through electronic means as required under the provisions of Section 108 read with 110 of the Companies Act, 2013 and Rule 22 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 read along with provisions of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

We, M/s. Nilesh Shah and Associates, represented by its partner, Ms. Hetal B. Shah, Practicing Company Secretary (Membership No. FCS 8063) were appointed as a Scrutinizer by the Company for the purpose of the conducting the postal ballot voting process and e-voting process in a fair and transparent manner in respect of obtaining approval of Shareholders of the Company for the aforesaid matter as required under the above stated provisions of the Companies Act, 2013.

The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013, Rules made there under and provisions of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 relating to voting through postal ballot and electronic means on the resolution contained in the notice of postal ballot. Our responsibility as a scrutinizer for the postal ballot voting process and e-voting process is restricted to ensure that the voting process is conducted in a fair and transparent manner and make a Scrutinizer's report of the votes cast "in favour" or "against" the resolution stated above, based on the reports generated from the postal ballots received from the shareholders and e-voting system provided by the Central Depository Services Limited ('CDSL'), the authorized agency to provide e-voting facilities, engaged by the Company.



22/3/19

# NILESH SHAH & ASSOCIATES

## Company Secretaries

Ref.: \_\_\_\_\_

The notice of Postal Ballot dated Friday, 8<sup>th</sup> February, 2019 along with the statement setting out material facts pursuant to Section 102 of the Companies Act, 2013 and the Companies (Management and Administration) Rules, 2014 was sent to the Shareholders of the Company.

The Shareholders of the Company holding shares on the cut-off date of Friday, 8<sup>th</sup> February, 2019 were entitled to vote on the resolution as set out in the notice.

In this regard, I submit my report as under:

1. The Company had provided facility of casting vote to the Shareholders of the Company through postal ballot voting process and also through electronic means.
2. The Company had followed the process as required under Section 108 read with 110 of the Companies Act, 2013 and Rule 22 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 in respect of providing voting facility through postal ballot and electronic means.
3. The Postal Ballot voting period was from Thursday, 21<sup>st</sup> February, 2019 at 09.00 a.m. up to Friday, 22<sup>nd</sup> March, 2019 till 5.00 p.m. and all the Postal Ballot Forms received up to 05.00 p.m. on Friday, 22<sup>nd</sup> March, 2019, the last date and time fixed by the Company for receipt of the Postal Ballot Forms were considered for my scrutiny for the purpose of this report.
4. The Postal Ballot Forms were kept in my safe custody.
5. The e-voting period remained open from Thursday, 21<sup>st</sup> February, 2019 at 09.00 a.m. up to Friday, 22<sup>nd</sup> March, 2019 till 5.00 p.m.
6. At the end of the e-voting period, I have unblocked the electronic votes in the presence of two witnesses not in the employment of the Company.
7. The details containing list of Shareholders who voted 'for' or 'against' the resolution was downloaded from the e-voting website of CDSL.
8. I have scrutinized the votes cast through electronic means and also through postal ballot forms for the purpose of this report.
9. The particulars of all the electronic votes cast by the shareholders through e-voting process and votes cast by the members through Postal Ballot forms have been recorded in a register separately maintained for the purpose.
10. A summary of the Postal Ballot Forms received and votes cast (including e-voting) by Shareholders of the Company is as under:



211-B (Back Side) 2nd Floor, Building No. 1, Sona Udyog, Parsi Panchayat Road, Extn. of Old Nagardas Road, Andheri (East), Mumbai - 400 069. Tel. : 2820 7824 / 2820 3582 E-mail : nilesh@ngshah.com

304-A, Poonam Sagar, Poonam Nagar, Off. Mahakali Caves Road, Andheri (East), Mumbai - 400 093.  
Tel.: 2836 3419 Email : ngshah.cs@gmail.com

# NILESH SHAH & ASSOCIATES

Company Secretaries

Ref.: \_\_\_\_\_

## ORDINARY RESOLUTION:

To Appoint Ms. Kavita Nair (DIN 07771200) as a Non- Executive Independent Director

(i) Voted in favour of the resolution:

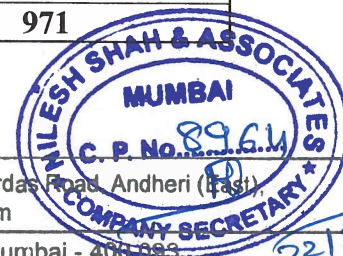
| Type of Voting                  | Number of members voting | Number of votes cast by them | % of total number of valid votes cast |
|---------------------------------|--------------------------|------------------------------|---------------------------------------|
| Voting Through Postal Ballot    | 97                       | 17800478                     | 99.99%                                |
| Voting Through Electronic Means | 88                       | 3305522                      | 99.99%                                |
| <b>Total</b>                    | <b>185</b>               | <b>21106000</b>              | <b>99.99%</b>                         |

(ii) Voted against the resolution:

| Type of Voting                  | Number of members voting | Number of votes cast by them | % of total number of valid votes cast |
|---------------------------------|--------------------------|------------------------------|---------------------------------------|
| Voting Through Postal Ballot    | 4                        | 66                           | 0.01%                                 |
| Voting Through Electronic Means | 9                        | 192                          | 0.01%                                 |
| <b>Total</b>                    | <b>13</b>                | <b>258</b>                   | <b>0.01%</b>                          |

(iii) Invalid / Abstain Votes:

| Type of Voting                  | Total number of members whose votes were declared invalid | Total Number of votes cast by them |
|---------------------------------|-----------------------------------------------------------|------------------------------------|
| Voting Through Postal Ballot    | 12                                                        | 971                                |
| Voting Through Electronic Means | 0                                                         | 0                                  |
| <b>Total</b>                    | <b>12</b>                                                 | <b>971</b>                         |



211-B (Back Side) 2nd Floor, Building No. 1, Sona Udyog, Parsi Panchayat Road, Extn. of Old Nagardas Road, Andheri (East), Mumbai - 400 069. Tel. : 2820 7824 / 2820 3582 E-mail : nilesh@ngshah.com

304-A, Poonam Sagar, Poonam Nagar, Off. Mahakali Caves Road, Andheri (East), Mumbai - 400 083  
Tel.: 2836 3419 Email : ngshah.cs@gmail.com

# NILESH SHAH & ASSOCIATES

Company Secretaries

Ref.: \_\_\_\_\_

11. The Postal Ballot Forms and all other relevant records were handed over to the Company Secretary of the Company for safe keeping.

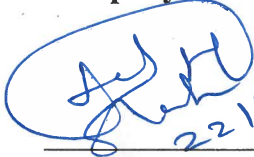
**Recommendation:**

The Ordinary Resolution should be considered as passed having secured the requisite majority of votes and therefore be accepted. You may accordingly declare the result of the voting.

Thanking You,

Yours truly,

For Nilesh Shah & Associates  
Company Secretaries

  
22/3/19

Hetal Shah  
Partner  
Membership No.: FCS 8063  
CP No. 8964

Place: Mumbai

Date: 22.03.2019

Encl: A/a

