

Jayshree S. Joshi

B. Com. (Hons.), LL.B., F.C.S.
PROPRIETRESS



PHONE : 2262 2341 - 2 - 3
E-MAIL : jayshreedagli@gmail.com
suyashri@vsnl.com

JAYSHREE DAGLI & ASSOCIATES

COMPANY SECRETARIES

Date: 21st July, 2015.

**SCRUTINIZER'S CONSOLIDATED REPORT
(E-VOTING PROCESS & POLL PROCESS)**

**{Pursuant to section 108 of the Companies Act, 2013 and rule 20(3) (xi) of the
Companies (Management and Administration) Rules, 2014}**

To,

The Chairman of 18th Annual General Meeting of the Members of **BLUE STAR INFOTECH LIMITED** (the Company) held on Tuesday, 21st July, 2015, at 3.00 p.m. at Jai Hind College Hall, 23-24, Backbay Reclamation, 'A' Road, Churchgate, Mumbai 400 020.

Dear Sir,

1. I, Mrs. Jayshree S. Joshi, Proprietress of Jayshree Dagli & Associates, Company Secretaries, Mumbai, have been appointed by the Board of Directors of **BLUE STAR INFOTECH LIMITED** (the Company) as the Scrutinizer for the purpose of scrutinizing e-Voting Process and Poll Process in a fair and transparent manner and ascertaining the requisite majority on Voting carried out as per the provisions of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 in respect of the Resolutions passed at the 18th Annual General Meeting (AGM) of the Members of the Company, held on Tuesday, the 21st day of July, 2015.
2. It is the responsibility of the Management of the Company to ensure due compliance of the applicable provisions of the Companies Act, 2013 and Rules made thereunder and also the requirements thereof relating to voting through electronic means and Polling Process on the resolutions contained in the Notice of the 18th AGM of the Members of the Company. As the Scrutinizer for the e-Voting process and Poll Process, my role and responsibility are limited to make a Scrutinizer's Consolidated Report of the votes cast "in favour" or "against" in respect of the Resolutions contained in the Notice of the 18th AGM, based on the reports generated from the e-Voting system provided by the National Securities Depository Ltd (**NSDL**), the authorized agency to provide Remote e-Voting facilities, engaged by the Company and from the Polling Process conducted at the 18th AGM.
3. Further to above, I submit my Report as under:-
 - i. The Remote e-Voting period remained open from Thursday, 16th July, 2015, (9.00 a.m.) to Monday, 20th July, 2015, (5.00 p.m.)
 - ii. The Members of the Company as on the "cut-off" date i.e. 14th July, 2015, were entitled to vote on the Resolutions (items No. 1 to 7 as set out in the Notice of the 18th AGM of the Company).

Page 1 of 2



Office No. 5, 1st Floor, Rajabshadur Compound, Bldg. No. 5, 43 - Tamarind Lane, Fort, Mumbai 400 023.
(Opp. Allahabad Bank, Bombay Samachar Marg).

Jayshree S. Joshi

B. Com. (Hons.), LL.B., F.C.S.
PROPRIETRESS



PHONE : 2262 2341 - 2 - 3
E-MAIL : jayshreedagli@gmail.com
suyashri@vsnl.com

JAYSHREE DAGLI & ASSOCIATES

COMPANY SECRETARIES

- iii. After the time fixed for closing of the poll by the Chairman, 1(one) ballot box kept for polling was locked in my presence with due identification marks placed by me.
- iv. The locked ballot 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 Agents of the Company and the authorizations/ proxies lodged with the Company.
- v. The poll papers, which were incomplete and/or which were otherwise found defective have been treated as invalid and kept separately.
- vi. Thereafter, the electronic votes cast through remote e-voting were unblocked at 4.25 p.m. i.e. after the Conclusion of 18th Annual General Meeting in the presence of 2 witnesses Mr. Ajay V. Mehta, Practicing Company Secretary (ACS - 9332) and Mr. Akshay Joshi who are not in the employment of the Company.
- vii. Then, the details containing, Inter alia, list of Equity Shareholders, who voted through Remote e-voting "for" and/or "against" each of the resolutions that were put to vote, were generated from the e-Voting website of NSDL i.e. <https://evoting.nsdl.com>
- viii. 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 Consolidated result of the Voting (Remote e-voting+ Poll Process) is given in attachment hereto marked as 'Annexure'.

Jayshree S. Joshi

Jayshree S. Joshi
(Scrutinizer)

Encl.: As Above



Annexure

The consolidated results of the voting (Remote e - Voting & Poll) on the respective Resolutions passed at 18th Annual General Meeting of BLUE STAR INFOTECH LIMITED held on 21st July, 2015 are as under:

Resolution No.1-To receive, consider and adopt the Audited Balance Sheet as at 31st March, 2015, the Statement of Profit and Loss for the financial year ended as at that date and the Directors' Report & the Auditors' Report thereon. [Ordinary resolution]											
Total votes cast: 6608470				Valid votes: 6608430				Invalid Votes: 40			
e-Voting Details				Poll Details				Total			
Assent (FOR)		Dissent (AGAINST)		Assent (FOR)		Dissent (AGAINST)		Assent (FOR)		Dissent (AGAINST)	
6,592,875	100.00%	0	-	15,555	100.00%	0	0.00%	6,608,430	100.00%	0	0.00%
VOTING RESULT: RESOLUTION PASSED UNANIMOUSLY											

Resolution No. 2- To declare a dividend. [ORDINARY RESOLUTION]											
Total votes cast: 6608470				Valid votes: 6608430				Invalid votes: 40			
e-Voting Details				Poll Details				Total			
Assent (FOR)		Dissent (AGAINST)		Assent (FOR)		Dissent (AGAINST)		Assent (FOR)		Dissent (AGAINST)	
6,592,875	100.00%	0	0.00%	15,555	100.00%	0	0.00%	6,608,430	100.00%	0	0.00%
VOTING RESULT: RESOLUTION PASSED UNANIMOUSLY											

Resolution No. 3- To appoint a Director in place of Mr. Sanjay Vaswani (DIN: 00369909), who retires by rotation and being eligible, seeks re-appointment. [Ordinary Resolution]											
Total votes cast: 6608470				Valid votes: 6608430				Invalid votes: 40			
e-Voting Details				Poll Details				Total			
Assent (FOR)		Dissent (AGAINST)		Assent (FOR)		Dissent (AGAINST)		Assent (FOR)		Dissent (AGAINST)	
6,592,875	100.00%	0	0.00%	15,555	100.00%	0	0.00%	6,608,430	100.00%	0	0.00%
VOTING RESULT: RESOLUTION PASSED UNANIMOUSLY											

Resolution No. 4- To ratify the appointment of M/s Walker, Chandok & Co. LLP Chartered Accountants (ICAI Firm Registration No. : 001076N), Statutory Auditors of the Company to continue to hold office for the residual period of 2 years i.e. from the conclusion of 18th Annual General Meeting until the conclusion of the 20th Annual General Meeting. [Ordinary Resolution]											
Total votes cast: 6608470				Valid votes: 6608430				Invalid votes: 40			
e-Voting Details				Poll Details				Total			
Assent (FOR)		Dissent (AGAINST)		Assent (FOR)		Dissent (AGAINST)		Assent (FOR)		Dissent (AGAINST)	
6,592,820	99.999%	55	0.001%	15,555	100.000%	0	0.00%	6,608,375	99.999%	55	0.001%
VOTING RESULT: RESOLUTION PASSED BY MAJORITY											



Resolution No. 5- To approve the commission plan for Non – executive directors of the company. [Special Resolution]											
Total votes cast: 6608470				Valid votes: 6608430				Invalid votes: 40			
e-Voting Details				Poll Details				Total			
Assent (FOR)		Dissent (AGAINST)		Assent (FOR)		Dissent (AGAINST)		Assent (FOR)		Dissent (AGAINST)	
6,592,703	99.997%	172	0.003%	15,555	100.00%	0	0.00%	6,608,258	99.997%	172	0.003%

VOTING RESULT: RESOLUTION PASSED BY MAJORITY.

Resolution No. 6- (i) Appointment of Ms. Kalpana Trivedi (DIN: 07150502) as a Director of the company. (ii) Appointment of Ms. Kalpana Trivedi (DIN: 07150502) as an Independent Director.[Ordinary Resolution]											
Total votes cast: 6608470				Valid votes: 6608430				Invalid votes: 40			
e-Voting Details				Poll Details				Total			
Assent (FOR)		Dissent (AGAINST)		Assent (FOR)		Dissent (AGAINST)		Assent (FOR)		Dissent (AGAINST)	
6,592,875	100.00%	0	0.00%	15,555	100.00%	0	0.00%	6,608,430	100.00%	0	0.00%

VOTING RESULT: RESOLUTION PASSED UNANIMOUSLY

Resolution No. 7- To ratify the approval of compensation to Mr. Sunil Bhatia (DIN: 03424622), Chief Executive Officer and Managing Director.[Special Resolution]											
Total votes cast: 6607870				Valid votes: 6607830				Invalid votes: 40			
e-Voting Details				Poll Details				Total			
Assent (FOR)		Dissent (AGAINST)		Assent (FOR)		Dissent (AGAINST)		Assent (FOR)		Dissent (AGAINST)	
6,592,261	99.9998%	14	0.0002%	15,555	100.00%	0	0.00%	6,607,816	99.9998%	14	0.0002%

VOTING RESULT: RESOLUTION PASSED BY MAJORITY

Jayshree S. Jash

