

Harita Seating Systems Limited

Regd. Off: Jayalakshmi Estates, No.29 (Old No.8), Haddows Road, Chennai – 600 006, India.
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CIN: L27209TN1996PLC035293 E-Mail: corpsec@scl.co.in

26th June 2019

National Stock Exchange of India Ltd.,
Exchange Plaza, 5th Floor, "G" Block,
Bandra-Kurla Complex,
Bandra (E), Mumbai 400 051.
Scrip code: HARITASEAT

Dear Sirs,

Reg : Intimation of the results of Postal Ballot as per Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (SEBI (LODR) 2015)

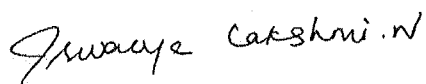
Please refer to our letter dated 8th May 2019, informing about the proposal to seek the approval of the shareholders of the Company by way of special resolutions, through postal ballot / e-voting with respect to re-appointment of M/s H Lakshmanan, S I Jaffar Ali and C N Prasad and as Independent Directors of the Company for the second term of three consecutive years effective 6th August 2019.

Pursuant to Regulation 44 and Regulation 30 of the SEBI (LODR) 2015, we send herewith the announcement of the results (Annexure – 1) and consolidated scrutinizer report (Annexure – 2) of the postal ballot including e-voting.

We also wish to inform you that aforesaid resolutions have been approved by the shareholders with requisite majority.

Kindly acknowledge receipt.

Yours faithfully,
For HARITA SEATING SYSTEMS LIMITED



N Iswarya Lakshmi
Company Secretary

HARITA SEATING SYSTEMS LIMITED

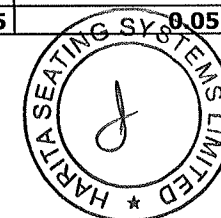
Annexure - 1

Results of voting through electronic means and postal ballot

Date of Postal Ballot	25.06.2019
Total number of shareholders on record date (17/05/2019)	10,493
No. of shareholders present in the meeting either in person or through proxy: Promoters and Promoter Group: Public:	N.A.
No. of Shareholders attended the meeting through Video Conferencing Promoters and Promoter Group: Public	N.A.

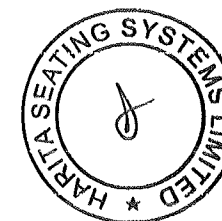
Resolution 1	Approving the re-appointment of Mr H Lakshmanan as an Independent Director for the second term of 3 consecutive years.
Resolution required: (Ordinary/ Special)	Special
Whether promoter / promoter group are interested in the agenda / resolution?	No

Category	Mode of Voting	No. of shares held (1)	No. of votes cast (2)	% of Votes cast on outstanding shares (3)=[(2)/(1)]*100	No. of Votes in favour (4)	No. of Votes against (5)	% of Votes in favour on votes cast (6)=[(4)/(2)]*100	% of Votes against on votes cast (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	51,44,962	46,65,200	90.68	46,65,200	-	100.00	-
	Postal Ballot		4,79,762	9.32	4,79,762	-	100.00	-
	Total		51,44,962	100.00	51,44,962	-	100.00	-
Public- Institutions	E-Voting	1,01,653	80,688	79.38	80,688	-	100.00	-
	Postal Ballot		-	-	-	-	-	-
	Total		80,688	79.38	80,688	-	100.00	-
Public- Non Institutions	E-Voting	25,22,425	4,14,227	16.42	4,12,279	1,948	99.53	0.47
	Postal Ballot		35,944	1.42	35,324	620	98.28	1.72
	Total		4,50,171	17.85	4,47,603	2,568	99.43	0.57
Total		77,69,040	56,75,821	73.06	56,73,253	2,568	99.95	0.05



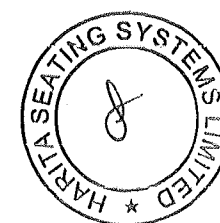
Resolution 2	Approving the re-appointment of Mr S I Jaffar Ali as an Independent Director for the second term of 3 consecutive years	
Resolution required: (Ordinary/ Special)		Special
Whether promoter / promoter group are interested in the agenda / resolution?		No

Category	Mode of Voting	No. of shares held (1)	No. of votes cast (2)	% of Votes cast on outstanding shares (3)=[(2)/(1)]*100	No. of Votes in favour (4)	No. of Votes against (5)	% of Votes in favour on votes cast (6)=[(4)/(2)]*100	% of Votes against on votes cast (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	51,44,962	46,65,200	90.68	46,65,200	-	100.00	-
	Postal Ballot		4,79,762	9.32	4,79,762	-	100.00	-
	Total	51,44,962	51,44,962	100.00	51,44,962	-	100.00	-
Public-Institutions	E-Voting	1,01,653	80,688	79.38	80,688	-	100.00	-
	Postal Ballot		-	-	-	-	-	-
	Total	1,01,653	80,688	79.38	80,688	-	100.00	-
Public- Non Institutions	E Voting	25,22,425	4,14,227	16.42	4,12,255	1,972	99.52	0.48
	Postal Ballot		35,764	1.42	34,328	1,436	95.98	4.02
	Total	25,22,425	4,49,991	17.84	4,46,583	3,408	99.24	0.76
Total		77,69,040	56,75,641	73.05	56,72,233	3,408	99.94	0.06



Resolution 3	Approving the re-appointment of Mr C N Prasad as an Independent Director for the second term of 3 consecutive years.
Resolution required: (Ordinary/ Special)	Special
Whether promoter / promoter group are interested in the agenda / resolution?	No

Category	Mode of Voting	No. of shares held (1)	No. of votes cast (2)	% of Votes cast on outstanding shares (3)=[(2)/(1)]*100	No. of Votes in favour (4)	No. of Votes against (5)	% of Votes in favour on votes cast (6)=[(4)/(2)]*100	% of Votes against on votes cast (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	51,44,962	46,65,200	90.68	46,65,200	-	100.00	-
	Postal Ballot		4,79,762	9.32	4,79,762	-	100.00	-
	Total	51,44,962	51,44,962	100.00	51,44,962	-	100.00	-
Public- Institutions	E-Voting	1,01,653	80,688	79.38	80,688	-	100.00	-
	Postal Ballot		-	-	-	-	-	-
	Total	1,01,653	80,688	79.38	80,688	-	100.00	-
Public- Non Institutions	E-Voting	25,22,425	4,14,227	16.42	4,12,335	1,892	99.54	0.46
	Postal Ballot		35,764	1.42	35,154	610	98.29	1.71
	Total	25,22,425	4,49,991	17.84	4,47,489	2,502	99.44	0.56
Total		77,69,040	56,75,641	73.05	56,73,139	2,502	99.96	0.04





B.CHANDRA & ASSOCIATES
PRACTISING COMPANY SECRETARIES

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REGN NO P2017TN065700

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26th June, 2019

SCRUTINIZER'S REPORT

To

The Chairman,
Harita Seating Systems Limited
Jayalakshmi estates,
No. 29(8) Haddows road,
Chennai TN 600006

Subject: Passing of resolution by means of Postal Ballot in terms of Section 110 of the Companies Act, 2013 read with the Companies (Management and Administration) Amendment Rules, 2015, framed there under with regard to the Special Resolution of the Companies Act, 2013 (the Act)

Dear Sir,

Please refer to the resolution of the Board of Directors in the meeting held on 8th May 2019 appointing us as the Scrutinizer for the purpose of ascertaining the result of the Postal Ballot process for passing Special Resolutions in respect of items mentioned elsewhere in the report.

As per the information furnished by the Company and after carrying out the scrutiny of the Postal Ballot Forms (both by physical mode & e voting) received from the members of the Company, we hereby submit our report as under:

1.1	The Company on 23 rd May 2019 completed the dispatch of Postal Ballot Forms along with self-addressed postage prepaid envelope to its Members whose e mail ids are not registered with the Company but whose name(s) appeared on the Register of Members/list of beneficiaries as on 17 th May 2019. In respect of those members whose e mail id is registered with the Company, the Postal ballot forms along with the Notice and Explanatory Statement were sent by e-mail on 22 nd May 2019. Members were also given the option to vote electronically on e-voting platform, provided by the National Securities Depository Limited (NSDL), as an alternate, to enable them to cast their votes electronically instead of dispatching Postal Ballot Form.
1.2	The Public Advertisement with respect to dispatch of postal ballot was published on 24 th May 2019 in English Newspaper "Business Line" & in Tamil Newspaper "Makkal Kural".
1.3	In terms of the Public Notice, the last date and time fixed to receive the Postal Ballot Forms from the members was not later than close of working hours on Tuesday, 25 th June 2019



B. Chandra

	(5.00 P.M). In case of E voting, members were requested to cast their votes electronically on or before Tuesday, 25 th June 2019 (5.00 P.M)
1.4	Particulars of all the postal ballot forms received from the Members physically and votes cast electronically have been entered in a register separately maintained for the purpose.
1.5	The postal ballot forms were kept under our safe custody.
1.6	The postal ballot forms were duly scrutinized in our presence and scrutinized and the shareholding was matched / confirmed with the Register of Members of the company/list of beneficiaries as on 17 th May 2019 as maintained by the Company. Votes cast by e voting were matched with the Register of Members of the company/ list of beneficiaries and checked for duplication viz, voting by both physical and electronic mode. The votes downloaded from the e-Voting system were collated on Tuesday, 25 th June 2019 after 5.00 P.M. No duplicate votes were found in our scrutiny.
1.7	All postal ballot forms received and votes cast through e-voting upto 5.00 PM on 25 th June 2019, the last date and time fixed by the Company for receipt of the forms, were considered for our scrutiny.
1.8	No Envelope containing postal ballot forms were received after 5.00 PM on 25 th June 2019. As confirmed by RTA, 653 postal ballot forms were returned undelivered and 540 emails bounced.
1.9	As per the information provided by the Company and the Registrar and Transfer Agent, there were no defaced or mutilated ballot papers.

2. A summary of the postal ballot forms processed is given below:

S. No	Resolution	Nature of Resolution
1	Re-appointment of Mr H Lakshmanan as an Independent Director for the second term of 3 consecutive years.	Special
2	Re-appointment of Mr S I Jaffar Ali as an Independent Director for the second term of 3 consecutive years.	Special
3	Re-appointment of Mr C N Prasad as an Independent Director for the second term of 3 consecutive years.	Special

The details of the number of postal ballots received, number of e-voting carried out by members and the valid / invalid votes in respect of the above said resolution are given below.

RESOLUTION No 1 –

Particulars		Voter Count	No. of Votes	% of voting to total valid votes
Postal ballot	In favour	135	515086	99.88%
	Against	2	620	0.12%
	Invalid	17	4427	NA
E-voting	In favour	72	5158167	99.96%
	Against	8	1948	0.04%
	Invalid	NIL	NIL	NA



Total	In favour	207	5673253	99.95%
	Against	10	2568	0.05%
	Invalid	17	4427	NA

Since 5673253 votes were cast in favour of aforesaid Special Resolution (constituting 207 in number) out of 5675821 net valid votes cast (constituting 217 in number) as per summary above (constituting more than three fourths majority), We hereby report that the above said resolution is passed as special resolution.

RESOLUTION No 2 –

Particulars		Voter Count	No. of Votes	% of voting to total valid votes
Postal ballot	In favour	124	514090	99.72%
	Against	8	1436	0.28%
	Invalid	17	4427	NA
E-voting	In favour	70	5158143	99.96%
	Against	10	1972	0.04%
	Invalid	NIL	NIL	NA
Total	In favour	194	5672233	99.94%
	Against	18	3408	0.06%
	Invalid	17	4427	NA

Since 5672233 votes were in favour of aforesaid Special Resolution (constituting 194 in number) of the 5675641 net valid votes cast (constituting 212 in number) as per summary above (constituting more than three fourths majority), We hereby report that the above said resolution is passed as special resolution.

RESOLUTION No 3–

Particulars		Voter Count	No. of Votes	% of voting to total valid votes
Postal ballot	In favour	130	514916	99.88%
	Against	2	610	0.12%
	Invalid	17	4427	NA
E-voting	In favour	72	5158223	99.96%
	Against	8	1892	0.04%
	Invalid	NIL	NIL	NA
Total	In favour	202	5673139	99.96%
	Against	10	2502	0.04%
	Invalid	17	4427	NA

Since 5673139 votes were in favour of aforesaid Special Resolution (constituting 202 in number) of the 5675641 net valid votes cast (constituting 212 in number) as per summary above (constituting more than three fourths majority), We hereby report that the above said resolution is passed as special resolution.



B. Chandrasekhar

3. We have handed over the Postal Ballot Forms, the data sheet relating to e-voting and other related papers/registers, records for the safe custody to the Company Secretary, authorized by the Board to supervise the postal ballot process.
4. You may accordingly declare the result of the voting by Postal Ballot.
5. Corporate members who had participated in the remote e-voting and had provided the scanned copy of the resolution passed at their Board and Power of Attorney for authorization to exercise their votes through e-voting have been taken into account.

Thanking you,

Yours faithfully,



B Chandra
Partner
B CHANDRA AND ASSOCIATES
Company Secretaries in Practice
CP No. 7859

