



BSL/SECTT/SEBI-LODR/REG-44/2016-17/03/05

March 15, 2017

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 Postal Ballot Voting Results as per Regulation 44 of SEBI (LODR) Regulations, 2015

Ref: Scrip Code No-533276 - BSLIMITED

We enclose herewith the Results of the Postal Ballot conducted for seeking the approval of the Shareholders for Shifting of Registered Office of the Company outside local limits of the City or Town and Dilution of Stake or Control in the Subsidiaries of the Company.

We request you to take the same on record.

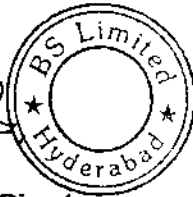
Thanking you

Yours faithfully

For BS Limited



(Rajesh Agarwal)
Chairman & Managing Director



Encl: As above.

BS Limited

CIN:L27109AP2004PLC042375

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

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RESULT OF POSTAL BALLOT

Pursuant to Section 110 of the Companies Act, 2013 read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), the Consent of the Members of the Company was sought on the Resolutions as set out in the Postal Ballot Notice dated February 04, 2017 by means of Physical Ballot Forms and Voting through Electronic means (E-Voting).

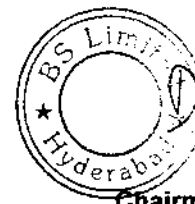
Postal Ballot Notice containing the Resolutions together with the explanatory statement annexed to the Notice was sent to all the Members of the Company and the last date of receipt of the Postal Ballot Form, either through Physical submission of Postal Ballot Forms in self-addressed postage pre-paid Business Reply Envelope or through E-Voting was Monday, the 13th day of March, 2017. The Company has appointed Shri. Y. Koteswara Rao, Company Secretary in Whole Time Practice, as the Scrutinizer for conducting the Postal Ballot in a fair and transparent manner.

Accordingly, Mr. Y. Koteswara Rao has submitted his Report dated March 14, 2017 on the Voting done through Postal Ballot Forms as well as through E-Voting, by the Members. Based on the Report of the Scrutinizer, it is hereby declared that all the resolutions as set out in the Postal Ballot Notice dated February 04, 2017, have been duly passed by the Members of the Company with Requisite Majority. The Report of the Scrutinizer is enclosed herewith.

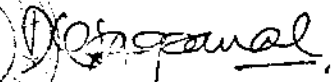
The details of the Voting Results of the Resolutions passed through Postal Ballot process (including E-Voting) are as under:

Details of Resolutions	1. Shifting of Registered Office of the Company outside local limits of the City or Town. 2. Dilution of Stake or Control in the Subsidiaries of the Company
Type of Resolutions	Special Resolution
Mode of Voting	Postal Ballot (Including E-Voting)
Date of Postal Ballot Notice	February 04, 2017
Record Date for reckoning Voting Rights	February 05, 2017
Despatch of Postal Ballot Notice & Form	February 11, 2017
Total No. of Shareholders on Record Date	28,699
Date of Declaration of Postal Ballot Results	Wednesday, March 15, 2017

Date : March 15, 2017
Place: Hyderabad



For BS Limited


(Rajesh Agarwal)
Chairman & Managing Director

BS Limited

CIN:L27109AP2004PLC042375

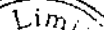
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1. Shifting of Registered Office of the Company outside local limits of the City or Town:

Resolution Required: (Ordinary/Special)				Special				
Whether Promoter / Promoter Group are interested in the Agenda / Resolution:				No				
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes – in favour	No. of Votes – against	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	250,481,819	250,481,819	100.0000	250,481,819	-	100.0000	-
	Poll		-	-	-	-	-	
	Postal Ballot		-	-	-	-	-	
	Total		250,481,819	100.0000	250,481,819	-	100.0000	-
Public - Institutions	E-Voting	896,334	-	-	-	-	-	-
	Poll		-	-	-	-	-	
	Postal Ballot		-	-	-	-	-	
	Total		-	-	-	-	-	-
Public-Non Institutions	E-Voting	190,305,427	1,212,072	0.6369	1,118,402	93,670	92.2719	7.7280
	Poll		-	-	-	-	-	
	Postal Ballot		12,736	0.0067	12,220	516	95.9484	4.0515
	Total		1,224,808	0.6436	1,130,522	94,186	92.3101	7.6898
Total		441,683,580	251,706,627	56.9880	251,612,441	94,186	99.9626	0.0374

Deaspanel 

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2. Dilution of Stake or Control in the Subsidiaries of the Company:

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 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
Promoter and Promoter Group	E-Voting	250,481,819	250,481,819	100.0000	250,481,819	-	100.0000	-
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	Total		250,481,819	100.0000	250,481,819	-	100.0000	-
Public - Institutions	E-Voting	896,334	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	Total		-	-	-	-	-	-
Public-Non Institutions	E-Voting	190,305,427	1,212,072	0.6369	1,128,879	83,193	93.1362	6.8637
	Poll		-	-	-	-	-	-
	Postal Ballot		12,736	0.0067	12,220	516	95.9484	4.0515
	Total		1,224,808	0.6436	1,141,099	83,709	93.1655	6.8344
Total		441,683,580	251,706,627	56.9880	251,622,918	83,709	99.9667	0.0333

The Number of Votes polled in favour of the Special Resolution is 251,622,918 (99.97% of the Total Valid Votes). Thus, the Special Resolution has been approved by the Shareholders with Requisite Majority.

Date : March 15, 2017
Place: Hyderabad



For BS Limited

(Signature)

(Rajesh Agarwal)

Chairman & Managing Director

BS Limited

CIN:L27109AP2004PLC042375

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Y. KOTESWARA RAO

Practicing Company Secretary

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

Phone: 040 4021 0182 (O & R)

SCRUTINIZER'S REPORT

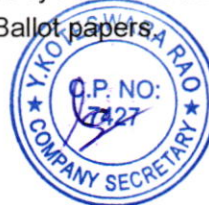
Mr. Rajesh Agarwal
Chairman & Managing Director,
M/s. BS Limited,
#504, Trendset Towers,
Road No. 2, Banjara Hills,
Hyderabad 500034.

Dear Sir,

The Board of Directors of BS Limited at its Meeting held on February 04, 2017 has appointed me as a Scrutinizer pursuant to Section 110 of the Companies Act, 2013 read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, to conduct the Postal Ballot process and E-Voting in a fair and transparent manner with respect to the Resolutions, as set out in the Postal Ballot Notice, for approval of the Members.

I submit my Report as under:

- (i) The Company has completed on February 11, 2017, the despatch Postal Ballots along with the Postage Pre-paid Business Reply Envelopes to its Members whose name(s) appeared on the Register of Members as on Friday, February 03, 2017. Out of the total number of 28,699 Members, 5,715 Postal Ballot Notices were sent through courier along with the Postage Pre-paid Business Reply Envelopes to those Members whose email Ids are not registered with the Company and 22,984 Postal Ballot Notices and Forms through Electronic means (Emails) to those Members whose email Ids are registered with the Company.
- (ii) In Compliance with the provisions of Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014 read with Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company had provided e-Voting facility to all its Members to enable them to cast their votes electronically. The E-Voting period commenced on February 12, 2017 at 9.00 AM and ended on March 13, 2017 at 5.00 PM.
- (iii) The particulars of all the Postal Ballots received from the Members have been entered in a Register separately maintained for the Purpose.
- (iv) The Postal Ballots were kept under the safe custody in sealed and tamper proof Ballot Box before commencing the scrutiny of such Postal Ballot papers.





Y. KOTESWARA RAO

Practicing Company Secretary

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

Phone: 040 4021 0182 (O & R)

- (v) In accordance with the Companies (Management and Administration) Rules, 2014, all the Postal Ballot Papers as well as E-Voting Communication received upto to the close of the working hours i.e., 5.00 PM on March 13, 2017, (i.e., the last date and time fixed by the Company for receipt of the Postal Ballot Papers and E-Voting) were considered for my scrutiny.
- (vi) The Postal Ballots as well as E-Voting communications were duly opened in my presence and scrutinized and the Shareholdings were matched / confirmed with the Register of Members of the Company / List of Beneficiaries as on February 05, 2017.
- (vii) I did not find any defaced or mutilated Ballot Paper.
- (viii) Envelopes containing Postal ballot received after March 13, 2017 were treated as if reply from such shareholder(s) has not been received as per the Instruction No. 1 in the Postal ballot form.
- (ix) Postal Ballot with the defects as mentioned in Instruction Nos. 6 & 7 in the Postal ballot form were rejected and not considered.
- (x) Shareholders who have casted votes for more shares than actual holding has been considered as invalid.

The Voting Pattern of the Resolutions passed through Postal Ballot, with requisite majority, under Section 110 of the Companies Act, 2013 is given as attachment in Annexure.

I have handed over the Postal Ballot forms and other related Papers / Registers and Records for safe custody to the Company Secretary / Whole Time Director authorized by the Board to supervise the Postal Ballot process.

You may accordingly declare the Result of the Voting by Postal Ballot that the Resolutions have been approved by the Shareholders with requisite majority.

Thanking you,

Place : Hyderabad

Date : 14.03.2017



Y. KOTESWARA RAO

Practicing Company Secretary

Name & Signature of Scrutinizer

C.P. No. 7427



Y. KOTESWARA RAO

Practicing Company Secretary

H. No. 48-345, Ganesh Nagar Colony,
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VOTING RESULTS

Postal Ballots and E-Voting:

1. Shifting of Registered Office of the Company outside local limits of the City or Town:

Resolution Required: (Ordinary/Special)				Special				
Whether Promoter / Promoter Group are interested in the Agenda / Resolution:				No				
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – against	% of Votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	250,481,819	250,481,819	100.0000	250,481,819	-	100.0000	-
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	Total		250,481,819	100.0000	250,481,819	-	100.0000	-
Public - Institutions	E-Voting	896,334	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	Total		-	-	-	-	-	-
Public-Non Institutions	E-Voting	190,305,427	1,212,072	0.6369	1,118,402	93,670	92.2719	7.7280
	Poll		-	-	-	-	-	-
	Postal Ballot		12,736	0.0067	12,220	516	95.9484	4.0515
	Total		1,224,808	0.6436	1,130,622	94,186	92.3101	7.6898
Total		441,683,580	251,706,627	56.9880	251,612,441	94,186	99.9626	0.0374

Thus, the Special Resolution has therefore been approved by the Shareholders with requisite majority.





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2. Dilution of Stake or Control in the Subsidiaries of the Company:

Resolution Required: (Ordinary/Special)				Special				
Whether Promoter / Promoter Group are interested in the Agenda / Resolution:				No				
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – against	% of Votes in favour on votes polled	% of Votes against on votes polled
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Promoter and Promoter Group	E-Voting	250,481,819	250,481,819	100.0000	250,481,819	-	100.0000	-
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	Total		250,481,819	100.0000	250,481,819	-	100.0000	-
Public - Institutions	E-Voting	896,334	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	Total		-	-	-	-	-	-
Public-Non Institutions	E-Voting	190,305,427	1,212,072	0.6369	1,128,879	83,193	93.1362	6.8637
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Total		441,683,580	251,706,627	56.9880	251,622,918	83,709	99.9667	0.0333

Thus, the Special Resolution has therefore been approved by the Shareholders with requisite majority.

