

NILESH SHAH & ASSOCIATES

Company Secretaries

Consolidated Report of Scrutinizer

[Pursuant to section 108 read with 109 of the Companies Act, 2013 and rule 20 read with 21 of the Companies (Management and Administration) Rules, 2014]

To,

The Chairman

of 34th Annual General Meeting of

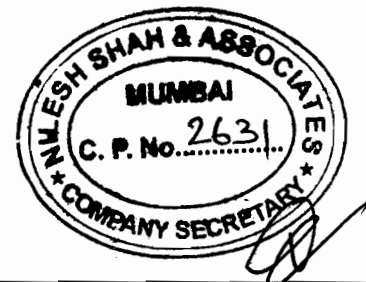
Blue Dart Express Limited

Held on Wednesday, August 13, 2025

Through Video Conference/ Other Audio-Visual means

Sir,

I, Nilesh G. Shah, Practicing Company Secretary (Membership No. FCS - 4554) of M/s. Nilesh Shah & Associates was appointed as the Scrutinizer for the purpose of the remote e-voting process prior to the Annual General Meeting (AGM) and e-voting process during the Annual General Meeting pursuant to the provisions of section 108 of the Companies Act, 2013 read with rule 20 of the Companies (Management and Administration) Rules, 2014 read with MCA Circular No. 09/2024 dated September 19, 2024, Circular No. 09/2023 dated September 25, 2023, Circular No. 10/2022 dated December 28, 2022, Circular No. 02/2022 dated May 05, 2022, Circular No. 21/2021 dated December 14, 2021, Circular No. 19/2021 dated December 8, 2021, Circular No. 02/2021 dated January 13, 2021, Circular No. 20/2020 dated May 5, 2020, Circular No. 17/ 2020 dated April 13, 2020 and Circular No. 14/ 2020 dated April 8, 2020, (MCA Circulars) read with SEBI Circular number SEBI/HO/DDHS/DDHS-PoD-1/P/CIR/2025/83 dated June 05, 2025 read together with Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2024/133 dated October 03, 2024, SEBI/HO/CFD/CFD-PoD-2/P/CIR/2023/167 dated October 7, 2023 SEBI/HO/DDHS/P/CIR/2023/0164 dated October 6, 2023, Circular No. SEBI/ HO/DDHS/DDHS-RACPOD1/P/CIR/2023/001 dated January 5, 2023, Circular No. SEBI/HO/DDHS/P/CIR/2022/0063 dated May 13, 2022, Circular No. SEBI/ HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021 and Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020 (SEBI Circulars), in respect of below mentioned resolutions proposed at the Annual General Meeting of Blue Dart Express Limited held on Wednesday, August 13, 2025 at 04.00 P.M. through Video Conference / Other Audio Visual means (VC/OAVM).



211-(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

1011, C Wing, Shivam Centrium, Next to D'Mart, Sahar Road, Andheri (East), Mumbai - 400069.
Tel.: 9820180091 Email: nilesh@ngshah.com; ngshah.cs@gmail.com

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The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules relating to voting through electronic means on the resolutions contained in the notice for the 34th Annual General Meeting of the members of the Company. Our responsibility as a scrutinizer for the remote e-voting process prior to Annual General Meeting and e-voting process during the Annual General Meeting is restricted to ensure that both the e-voting processes are conducted in a fair and transparent manner and make a Scrutinizer's report of the votes cast "in favour" or "against" the resolutions contained in the notice of 34th Annual General Meeting, based on the reports generated from the e-voting platform / system provided by the National Securities Depository Limited (NSDL), the authorized agency to provide e-voting facilities, engaged by the Company.

As informed to us by the Management, the notice dated June 23, 2025 convening the 34th Annual General Meeting of the Company through VC/OAVM held on Wednesday, August 13, 2025 along with the statement setting out material facts under Section 102 of the Companies Act, 2013 and MCA Circular / SEBI Circular were duly sent to the Members of the Company through electronic mode to those Members whose email addresses are registered with the Company / Depositories, in compliance with the MCA Circulars and SEBI Circulars.

The Members of the Company holding shares on the record date ("Cut off" date) of August 06, 2025 were entitled to vote on the resolutions as set out in the notice of said Annual General Meeting.

In this regard, I hereby submit my report as under:

1. The Company had availed the e-voting facility offered by National Securities Depository Limited (NSDL) for conducting remote e-voting prior to AGM and e-voting during AGM by the Shareholders of the Company.
2. The remote e-voting prior to AGM period remained open from Friday, August 08, 2025 (09.00 a.m.) till Tuesday, August 12, 2025 (05.00 p.m.) and NSDL e-voting platform was disabled thereafter.
3. The Company had also provided e-voting facility to the shareholders present / logged-in at the AGM through VC / OAVM and who had not cast their vote earlier.
4. After the closure of remote e-voting at the AGM, we have unblocked the electronic votes for both remote e-voting processes in the presence of two witnesses who are not in the employment of the Company.



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5. We have scrutinized the votes cast through remote e-voting and e-voting during AGM, processes for the purpose of this report.
6. The particulars of all the electronic votes cast by the members through remote e-voting and e-voting during AGM processes have been recorded in the register maintained for the purpose.
7. The result of the voting through remote e-voting and e-voting during AGM processes is as per annexure attached herewith.

Recommendation:

All the resolutions having secured requisite majority of votes, are considered to have been passed. The Chairman or representative authorized by him may accordingly declare the result of voting.

Thanking you,

Yours truly,

**For Nilesh Shah & Associates
Company Secretaries**



Nilesh G. Shah
Partner
Mem. No.: FCS 4554
CP No.: 2631
UDIN: F004554G001008348
Peer Review No: 6454/ 2025

Place: Mumbai
Dated: 14.08.2025



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Annexure to the Scrutinizer's Report

Result of Voting (through remote e-voting and through electronic means at 34th AGM of Blue Dart Express Limited):

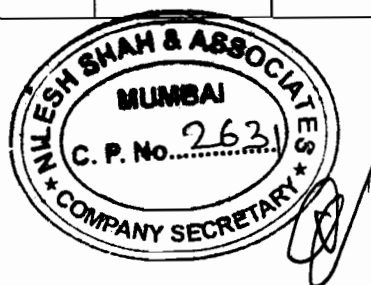
Reso. No.	Heading of Resolution	Type of Resolution	Type of Voting	Valid Votes						Votes Invalid /Abstain	
				Voting in Favour (Assent)			Voted Against (Dissent)			No. of Members Voting	No. of Votes Casted
				No. of Members Voting	No. of Votes Casted	% of valid votes	No. of Members Voting	No. of Votes Casted	% of valid votes		
1	To receive, consider and adopt;	Ordinary	Remote E-Voting and E-Voting during the AGM	231	21387608	99.99	3	2509	0.01	0	0
a)	The Audited Standalone Financial Statements of the Company for the Financial Year ended March 31, 2025, together with the Reports of the Board of Directors and Auditors thereon;										
b)	The Audited Consolidated Financial Statements of the Company for the Financial Year ended March 31, 2025, together with the Report of the Auditors thereon.										



Reso. No.	Heading of Resolution	Type of Resolution	Type of Voting	Valid Votes						Votes Invalid /Abstain	
				Voting in Favour (Assent)			Voted Against (Dissent)			No. of Members Voting	No. of Votes Casted
				No. of Members Voting	No. of Votes Casted	% of valid votes	No. of Members Voting	No. of Votes Casted	% of valid votes		
2	To declare Dividend of Rs 25/- (Rupees Twenty Five Only) per Equity Share for the financial year ended March 31, 2025.	Ordinary	Remote E-Voting and E-Voting during the AGM	230	21387579	99.99	4	2538	0.01	0	0
3	To appoint a Director in place of Mr. R. S. Subramanian, Director (DIN 02946608) who retires by rotation and being eligible, offers himself for re-appointment.	Ordinary	Remote E-Voting and E-Voting during the AGM	168	20941975	97.90	67	448137	2.10	1	5

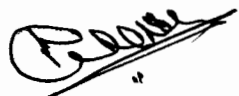


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				Voting in Favour (Assent)			Voted Against (Dissent)				
				No. of Members Voting	No. of Votes Casted	% of valid votes	No. of Members Voting	No. of Votes Casted	% of valid votes	No. of Members Voting	No. of Votes Casted
4	To approve revision in remuneration payable to Mr. Balfour Manuel, Managing Director (DIN: 08416666)	Ordinary	Remote E-Voting and E-Voting during the AGM	220	21202864	99.13	12	186448	0.87	2	805
5	To approve appointment of Mr. Sebastian Paeßens (DIN: 09058693) as a Director	Ordinary	Remote E-Voting and E-Voting during the AGM	168	20694804	96.75	68	695308	3.25	1	5



Reso. No.	Heading of Resolution	Type of Resolution	Type of Voting	Valid Votes						Votes Invalid /Abstain	
				Voting in Favour (Assent)			Voted Against (Dissent)			No. of Members Voting	No. of Votes Casted
				No. of Members Voting	No. of Votes Casted	% of valid votes	No. of Members Voting	No. of Votes Casted	% of valid votes		
6	To appoint M/s. Makarand M. Joshi & Co., Practicing Company Secretaries as the Secretarial Auditors of the Company for a term of five consecutive years, commencing from Financial Year 2025-26 till Financial Year 2029-30.	Ordinary	Remote E-Voting and E-Voting during the AGM	211	21377794	99.94	21	12210	0.06	2	113

For Nilesh Shah & Associates
Company Secretaries



Nilesh G. Shah
Partner
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