

A.K.GOYAL
Company Secretary

“COCUSAN CHAAMBERS”
D-62 Laxmi Nagar, Vikas Marg,
DELHI-110092
Ph. 22094974,9810483669

Date : 14th July, 2014

The Chairman
Bharat Seats Limited,
D-188, Okhla Industrial Area,
Phase – 1, New Delhi – 110 020

Sub: Scrutinizer's Report on the Postal Ballot for Shareholder's Resolution under Section(s) 180(1)(a) & 180(1)(c) of the Companies Act, 2013 as set out in the Notice Dated 16th April, 2014.

Dear Sir,

1. The Board of Directors of the Company at its meeting held on 16th April, 2014 appointed me as a Scrutinizer for conducting the postal ballot voting process.
2. I hereby submit my report as under:

The Company has completed, the dispatch of postal ballot forms on 10th June, 2014 by email/Registered Post/Speed Post along with pre-paid stamp expenses on postage business reply envelope to its members whose names appeared on the Register of Members as on 30th May, 2014. Total 20877 No. of Notices were dispatched to Shareholders of the company as per the Register of Members.

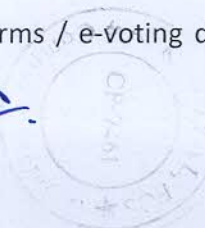
Particulars of all postal ballot forms received from the members have been entered in to a register maintained separately for the purpose.

Postal ballot forms were kept under my safe custody in a sealed and tamper proof ballot box before commencing the scrutiny of such postal ballot forms.

The specially made ballot box was opened and e-voting details were downloaded on 10th July, 2014 after the close of the working hours, in my presence. Total 312 Postal Ballots were received.

All the 312 postal ballot forms / e-voting details were received up to the close of the working hours on 10th July, 2014.

No envelope containing postal ballot forms / e-voting details were received after 10th July, 2014.



The 159 (One Hundred Fifty Nine) envelopes containing postal ballot forms returned undelivered to the company. These envelopes have not been opened and are kept separately in safe custody

I did not find any defaced or mutilated ballot paper except 2 (Two) Nos. of invalid ballot papers .

3. The summary of the postal ballot forms totaling to 312 Nos. received is given below:

S.No	Particulars	Special Resolution u/s 180(1)(c)	Special Resolution u/s 180(1)(a)
1	Number of valid postal ballot forms / e-voting details received	310	307
2	Number of invalid postal ballot forms received	2	2
3	Number of shares held (Paid-up Capital)	314,00,000	314,00,000
4	No. of Voted Polled	239,54,730	239,53,225
5	% of Votes Polled on Outstanding shares (4/3*100)	76.29%	76.28%
6	No. of Votes in Favour	239,50,619	239,50,063
7	No. of Votes against	4,111	3,162
8	% of Votes in favour on votes polled (6/4*100)	99.98%	99.99%
9	% of Votes against on votes polled (7/4*100)	0.02%	0.01%

4. I have handed over the postal ballot forms and other related papers / registers and records for safe custody to Ms. Ritu Bakshi, Company Secretary of the Company and authorized by the Board to supervise the postal ballot process.

You may accordingly declare the result of the voting by Postal Ballot, including voting by electronic means.

Thanking You.


(A.K. Goyal)

Company Secretary in Practice

Place : New Delhi

Date : 14-07-2014