BHARAT SEATS LIMITED
Plot No.1, Maruti Udyog Joint Venture Complex, Gurugram-122015 (Haryana) India
Phones : +91-9643339870-74 Fax : 0124-2341188 E-mail:seats@bharatseats.net
CIN: L34300DL1986PLC023540 WEBSITE: www.bharatseats.com

October 28, 2024

Corporate Relationship Department
BSE Limited
P.J. Towers,
Dalal Street,
Mumbai – 400 001

REF: SCRIP CODE: 523229 SCRIP ID: BHARATSE

Subject: Voting Results of Postal Ballot and Scrutinizer's Report

Dear Sir/Madam,

Please find enclosed the voting results along with Scrutinizer's report of e-voting held in respect of postal ballot notice dated September 25, 2024, result of which was declared on October 28, 2024.

You are requested to take the same on record.

Thanking You,

Yours Faithfully,

For BHARAT SEATS LIMITED

RITU BAKSHI Digitally signed by RITU BAKSHI Date: 2024.10.28 12:42:58 +05'30'

Ritu Bakshi
Company Secretary and Compliance Officer

Membership No.: F3401

Regd.Office:1, Nelson Mandela Road, Vasant Kunj, New Delhi-110070
Phone: 09810808631

R. S. Bhatia
M.A., F.C.S.
Company Secretary in Practice
C.P. No.: 2514
Peer Review No.1496/2021

J-17 (Basement),Lajpat Nagar III,
New Delhi-110024.
Ph. 011-41078605 M: 9811113545
PAN. AAFPB5130M
GST No.- 07AAFPB5130M1ZX
Email: bhatia_r_s@hotmail.com

FORM No. MGT-13
Scrutinizer's Report

[Pursuant to Section 108 and Section 110 of the Companies Act, 2013 ('the Act'), Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014 read with General Circulars issued by the Ministry of Corporate Affairs from time to time and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('LODR Regulations')]

To,
The Chairman,
BHARAT SEATS LIMITED,
CIN: L34300DL1986PLC023540
1, Nelson Mandela Road,
Vasant Kunj New Delhi,110070

Subject: Scrutinizer's Report for the Postal Ballot process conducted through remote e-voting in respect of passing of resolutions contained in the Notice dated September 25, 2024

Dear Sir,

I, R.S. BHATIA, Practicing Company Secretary, appointed as Scrutinizer by the Board of Directors of Bharat Seats Limited ('the Company') on September 25, 2024 for the purpose of scrutinizing Postal Ballot process through remote e-voting in a fair and transparent manner, under the provisions of Sections 108 and 110 of the Act read with the Companies (Management and Administration) Rules, 2014 ('Rules') and read with General Circular Nos. 14/2020, 17/2020, 22/2020, 33/2020, 39/2020, 10/2021,20/2021, 3/2022, 11/2022 , 09/2023 and 09/ 2024 issued by the Ministry of Corporate Affairs on April 08, 2020, April 13, 2020, June 15, 2020, September 28, 2020, December 31, 2020, June 23, 2021, December 08, 2021, May 05, 2022, December 28, 2022, September 25, 2023 and September 19, 2024 respectively (MCA Circulars') and Regulation 44 of the LODR Regulations, Secretarial Standard-2 on General Meetings issued by the Institute of Company Secretaries of India and other applicable laws and regulations (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) in respect of the following resolution as mentioned in the Notice of Postal Ballot dated September 25, 2024:

Serial no.	Type of Resolution	Particulars
1	Special Resolution	Appointment of Mr. Sarthak Behuria (DIN: 03290288) as a Non-Executive Independent Director of the Company
2	Ordinary Resolution	Appointment of Mr. Rajiv Arora (DIN: 07976398) as a Director of the Company
3	Special Resolution	Appointment of Mr. Rajiv Arora (DIN: 07976398) as a Whole Time Director, designated as Chief Executive Officer of the Company

I submit my report as under:

1. Pursuant to the provisions of the Act and MCA Circulars, the Company has sent Postal Ballot Notice along with explanatory statement and remote e-Voting instructions to all those Members, whose e-mail address were registered with the Company or Registrar and Share Transfer Agent ('RTA') i.e. Beetal Financial and Computer Services Private Limited, or with their respective Depository Participants ('DP') and whose names appeared in the Register of Members of the Company/ List of Beneficial Owners as maintained by the Depositories as on September 20, 2024 ('cut-off date') and has not dispatched physical notices to any member.

2. The management of the Company is responsible to ensure compliance with the requirements of the Act and the Rules thereof including MCA Circulars/ LODR Regulations in respect of the resolutions contained in the Postal Ballot Notice including dispatch of notice to the Members. My responsibilities as Scrutinizer is restricted to make & submit a Scrutinizer's Report of the votes cast in 'Favour' or 'Against' the resolutions contained in the Postal Ballot Notice, based on the reports generated from the e-voting system provided by National Securities Depository Limited ('NSDL').

3. The Company has published an advertisement on September 27, 2024 regarding service of Postal Ballot Notice to eligible Members in Financial Express (National Daily newspaper) and Jansatta (Daily newspaper of the State) newspapers.

4. The Members of the Company holding equity shares as on cut-off date were entitled to vote on the resolutions as contained in the Postal Ballot Notice and could vote through remote e- voting facility in compliance of the MCA Circulars. Members were provided with the facility to cast their votes on the designated platform of NSDL viz. at https://eservices.nsdl.com **('website').**

5. The remote e-Voting commenced on Friday, September 27, 2024 from 09:00 AM (IST) and ended on Saturday, October 26, 2024 till 05:00 PM (IST). Further, the remote e-Voting process was monitored through the Scrutinizer's secured link provided by NSDL through its website.

6. The remote e-Voting was unblocked on October 26, 2024 after 05:00 p.m. (IST)

7. The particulars of remote e-Voting report generated from electronic registry of NSDL have been entered in a separate Register maintained for this purpose. E-votes cast upto 05:00 P.M. (IST) on October 26, 2024 are considered for the purpose of this report.

8. The remote e-voting was scrutinized and reconciled with the register of members/records of the Company as on cut- off date as maintained by RTA of the Company.

9. The result of the remote e-voting in respect of the resolution(s) contained in the Postal Ballot Notice is as under:

I. Appointment of Mr. Sarthak Behuria (DIN: 03290288) as a Non-Executive Independent Director of the Company

Particulars	Special Resolution			Percentage
	Number of Valid Votes			
	No. of Shareholders/ voters	e-Votes	Total	
Assent	227	23797425	23797425	99.9953
Dissent	37	1119	1119	0.0047
Total	**264**	**23798544**	**23798544**	**100**

R. S. Bhatia
M.A., F.C.S.
Company Secretary in Practice
C.P. No.: 2514
Peer Review No.1496/2021

J-17 (Basement),Lajpat Nagar III,
New Delhi-110024.
Ph. 011-41078605 M: 9811113545
PAN. AAFPB5130M
GST No.- 07AAFPB5130M1ZX
Email: bhatia_r_s@hotmail.com

II. Appointment of Mr. Rajiv Arora (DIN: 07976398) as a Director of the Company

Particulars	Ordinary Resolution			Percentage No. of Shareholders/ voters
	Number of Valid Votes			
	No. of Shareholders/ voters	e-Votes	Total	
Assent	226	23797404	23797404	99.9952
Dissent	38	1140	1140	0.0048
Total	**264**	**23798544**	**23798544**	**100**

III. Appointment of Mr. Rajiv Arora (DIN: 07976398) as a Whole Time Director, designated as Chief Executive Officer of the Company

Particulars	Special Resolution			Percentage
	Number of Valid Votes			
	No. of Shareholders/ voters	e-Votes	Total	
Assent	226	23797405	23797405	99.9952
Dissent	38	1139	1139	0.0048
Total	**264**	**23798544**	**23798544**	**100**

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10. Based on the aforesaid results, all the resolutions as mentioned above have been passed with requisite majority w.e.f. October 26, 2024, being the last date of remote e-voting for the Members of the Company.

11. The Register containing the details of remote e-voting relating to Postal Ballot will be handed over to Chairman and/or Company Secretary of the Company, for preserving safely after the Chairman considers, approves and signs the minutes of Postal Ballot.

Thanking you,
Yours faithfully,

RUPINDER SINGH BHATIA

Digitally signed by RUPINDER SINGH BHATIA
DN: cn=RUPINDER SINGH BHATIA, c=IN, st=Delhi, o=Personal, serialNumber=7261F82BC181ABD21340510ED707484736CA1DF09CF10BB11FC71064F9DB1FDB
Date: 2024.10.28 09:47:26 +05'30'

CS R.S. BHATIA,

Scrutinizer
Company Secretary in Practice
CP No.: 2514
Place: Canada
Date: 28/10/2024
Peer Review No.:1496/2021
UDIN: F002599F001789098

Countersigned by:

RITU BAKSHI

Digitally signed by RITU BAKSHI
Date: 2024.10.28 12:12:22 +05'30'

Name: Ritu Bakshi
Designation: Company Secretary & Compliance Officer
Membership No.: FCS 3401
Duly Authorized by Chairman
Place: Gurugram
Date:28/10/2024

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General information about company	
Scrip code	523229
NSE Symbol	NOTLISTED
MSEI Symbol	NOTLISTED
ISIN	INE415D01024
Name of the company	BHARAT SEATS LIMITED
Type of meeting	Postal Ballot
Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot)	26-10-2024
Start time of the meeting	
End time of the meeting	

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RITU BAKSHI

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Scrutinizer Details	
Name of the Scrutinizer	RUPINDER SINGH BHATIA
Firms Name	RUPINDER SINGH BHATIA
Qualification	CS
Membership Number	2599
Date of Board Meeting in which appointed	25-09-2024
Date of Issuance of Report to the company	28-10-2024

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Voting results	
Record date	20-09-2024
Total number of shareholders on record date	17800
No. of shareholders present in the meeting either in person or through proxy	
a) Promoters and Promoter group	
b) Public	
No. of shareholders attended the meeting through video conferencing	
a) Promoters and Promoter group	
b) Public	
No. of resolution passed in the meeting	**3**
Disclosure of notes on voting results	Add Notes

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Resolution (1)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Appointment of Mr. Sarthak Behuria (DIN: 03290288) as a Non-Executive Independent Director of the Company				
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**	23419824	23419824	100.0000	23419824	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	23419824	23419824	100.0000	23419824	0	100.0000	0.0000
Public-Institutions	**E-Voting**	35000	0	0.0000	0	0	0	0
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	35000	0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	**E-Voting**	7945176	378720	4.7667	377601	1119	99.7045	0.2955
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	7945176	378720	4.7667	377601	1119	99.7045	0.2955
Total		31400000	23798544	75.7915	23797425	1119	99.9953	0.0047
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes	
Category	**No. of Votes**
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

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Resolution (2)									
Resolution required: (Ordinary / Special)				Ordinary					
Whether promoter/promoter group are interested in the agenda/resolution?				No					
Description of resolution considered				Appointment of Mr. Rajiv Arora (DIN: 07976398) as a Director of the Company					
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**	23419824	23419824	100.0000	23419824	0	100.0000	0.0000	
	Poll		0	0.0000	0	0	0	0	
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0	
	Total	23419824	23419824	100.0000	23419824	0	100.0000	0.0000	
Public-Institutions	**E-Voting**	35000	0	0.0000	0	0	0	0	
	Poll		0	0.0000	0	0	0	0	
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0	
	Total	35000	0	0.0000	0	0	0.0000	0.0000	
Public- Non Institutions	**E-Voting**	7945176	378720	4.7667	377580	1140	99.6990	0.3010	
	Poll		0	0.0000	0	0	0	0	
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0	
	Total	7945176	378720	4.7667	377580	1140	99.6990	0.3010	
Total		31400000	23798544	75.7915	23797404	1140	99.9952	0.0048	
Whether resolution is Pass or Not.							Yes		
Disclosure of notes on resolution							Add Notes		

* this fields are optional

Details of Invalid Votes	
Category	**No. of Votes**
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

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Resolution (3)								
Resolution required: (Ordinary / Special)			Special					
Whether promoter/promoter group are interested in the agenda/resolution?			No					
Description of resolution considered			Appointment of Mr. Rajiv Arora (DIN: 07976398) as a Whole Time Director, designated as Chief Executive Officer of the Company					
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**	23419824	23419824	100.0000	23419824	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	23419824	23419824	100.0000	23419824	0	100.0000	0.0000
Public- Institutions	**E-Voting**	35000	0	0.0000	0	0	0	0
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	35000	0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	**E-Voting**	7945176	378720	4.7667	377581	1139	99.6993	0.3007
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	7945176	378720	4.7667	377581	1139	99.6993	0.3007
Total		31400000	23798544	75.7915	23797405	1139	99.9952	0.0048
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes	
Category	**No. of Votes**
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

RITU BAKSHI

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