



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

27th January, 2022

Corporate Relationship Department

BSE Limited
Floor 25, P.J.Towers
Dalal Street
Mumbai – 400 001

REF: SCRIP CODE: 523229

SUB: Submission of Scrutinizer's Report

Dear Sir

Please find enclosed Scrutinizer's Report in respect of e-voting held in respect of postal ballot, result of which was declared on 27th January, 2022.

We request to take this on record.



FOR BHARAT SEATS LIMITED

(RITU BAKSHI)

COMPANY SECRETARY

fcs 3401

& COMPLIANCE OFFICER

Encl: As Above

R.S. Bhatia

M.A., F.C.S.

Company Secretary in Practice

CP No.: 2514

J-17, (Basement) Lajpat Nagar III,

New Delhi-110024

Ph. 011-41078605 M: 9811113545

GST No: 07AAFPB5130M1ZX

Email: bhatia_r_s@hotmail.com

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

Dear Sir,

1. I, R.S. BHATIA, Practicing Company Secretary, thank you for appointing me as the Scrutinizer for scrutinizing the Postal Ballot process conducted through electronic means in a fair and transparent manner.
2. In this regard I am pleased to submit my Report, which is self- explanatory in all respects.



R.S. Bhatia

Company Secretary in Practice

CP No. 2514

Date: 27/01/2022

Place: New Delhi

UDIN: F002599C002308562

R.S. Bhatia

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FORM No. MGT-13
Report of Scrutinizer

(Pursuant to Section 108 and 110 of The Companies Act, 2013 and Rule 21(2) of The (Companies Management and Administration) Rules, 2014 as amended from time to time and Regulation 44 of The SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

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

Scrutinizer's Report on the Postal Ballot process conducted through remote e-voting in respect of passing of the resolution contained in the Notice dated December 24, 2021

Dear Sir,

I, R.S. BHATIA, Company Secretary in Practice, has been appointed as a Scrutinizer by the Company for scrutinizing the postal ballot process conducted through electronic means only in a fair and transparent manner in respect of the following resolution set out in the Postal Ballot Notice dated December 24, 2021:

- i) Appointment of Ms. Nisha Malhotra as a Non-Executive Independent Director

My responsibility as a scrutinizer is restricted to preparing a Scrutinizer's Report of the votes cast by the members for or against the resolution contained in the Postal Ballot Notice dated December 24, 2021, based on the report generated from the e-voting platform provided by the authorized agency Central Depository Services (India) Limited (CDSL) engaged by the Company.

I submit my report as under:

1. The management of the Company is responsible to ensure the compliance with the applicable provisions of The Companies Act, 2013 ("Act"), rules made there under including Circulars issued by the Ministry of Corporate Affairs ("MCA") and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, relating to postal ballot process conducted through electronic means.



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2. The Company has appointed Central Depository Services (India) Limited (CDSL) as the agency, for providing the facility to the members of the Company to cast their votes electronically through remote e-voting platform.
3. The members of the Company whose names were appearing in the Register of Members maintained by RTA of the Company and Register of Beneficial Owners maintained by the Depositories as on the "cut-off date" i.e. December 24, 2021 were entitled to vote on the proposed resolution as set out in the Notice of Postal Ballot dated December 24, 2021 through remote e- voting only.
4. The remote e-voting period commenced from **Wednesday, December 29, 2021 (9.00 a.m. IST)** and ended on **Thursday, January 27, 2022 (5.00 p.m. IST)**. During this period the members of the Company, who were holding shares either in physical form or in dematerialized form, as on the cut-off date of December 24, 2021, were entitled to cast their votes electronically. The remote e-voting module was disabled by CDSL for voting thereafter.
5. Pursuant to the provisions of the Act and MCA Circulars, the Company has sent Postal Ballot Notice to its members whose name(s) appeared in the Register of Members maintained by RTA of the Company and List of beneficial owners received from National Securities Depository Limited and Central Depository Services (India) Limited as on the Cut-off date i.e. December 24, 2021 and whose e-mail IDs were available with the Company and Depositories, through electronic means only and has not dispatched physical notices to any member. Further, the Company vide newspaper advertisements published in Financial Express (English) and Jansatta (Hindi) newspapers on December 29, 2021.
6. The Company had completed the dispatch of Postal Ballot Notice on December 28, 2021 and the intimation regarding the same was published in the Financial Express (English) and Jansatta (Hindi) newspapers on December 29, 2021.
7. I monitored the process of remote e-voting through the scrutinizer's secured link provided by CDSL at its designated website. i.e. <https://www.evotingindia.com/>.
8. The physical copy of Postal Ballot Notice along with Postal Ballot Forms and pre-paid business envelope were not sent to the members. Members were



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asked to communicate their assent or dissent on the proposed resolution through remote e-voting system only. Therefore, neither the Company nor I have received any postal ballot form(s).

9. The remote e-voting report downloaded from the website of CDSL has been kept separately for the purpose of postal ballot.

10. After ascertaining the votes cast by remote e-voting, I hereby submit the result as under:

Resolution No. 1: Special Resolution:

To appoint Ms. Nisha Malhotra (DIN: 09428727) as a Non-Executive Independent Director and in this regard, if thought fit, to pass the following resolution as a Special Resolution:

Voted "In Favour" / "Against" the resolution:

In Favour/Against	Remote E-voting		
	Voters	No. of Votes	Percentage
In Favour	118	2,39,88,003	99.998
Against	3	577	0.002
Total	121	2,39,88,580	100

Invalid Votes: Nil.

11. In view of the above scrutiny, I hereby confirm that resolution specified in the Postal Ballot Notice dated December 24, 2021 has been passed with the requisite majority of shareholders.



R.S. Bhatia

M.A., F.C.S.

Company Secretary in Practice

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12. The electronic data and all other relevant records relating to the e-voting is under my safe custody and will be handed over to the Company Secretary for preserving safely after the Chairman signs the minutes.


CS R.S. BHATIA,

Scrutinizer

Company Secretary in Practice

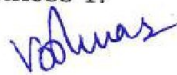
CP No.: 2514

Place: New Delhi

Date: 27/01/2022

UDIN: F002599C002308562

Witness 1:



Name: VISHWAS

Address: Near Rani Talab,
Tind, Haryana

Witness 2:



Name: SONU PARSHAD

Address: 1-46, LAJPAT NAGAR
- III, New Delhi - 110024




Name: Ritu Bakshi

Designation: Company Secretary & Compliance Officer

Membership No.: FCS 3401

Duly Authorized by Chairman