

Blue Dart Center, Sahar Airport Road,
Nr. ITC Hotel, Andheri (East),
Mumbai - 400 099, India
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February 14, 2017

BSE Limited,
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai - 400 001

National Stock Exchange of India Limited
Exchange Plaza, C-1, Block G
Bandra Kurla Complex, Bandra (East),
Mumbai 400 051

Scrip code: 526612

Symbol - BLUEDART

Sub: Submission of Outcome of voting results of Postal Ballot.

Ref: Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Scrutinizer's Report on Postal Ballot Voting Process and E-Voting Process.

Dear Sirs,

Further to our letter dated January 11, 2017, enclosing Notice along with Explanatory Statement seeking consent of Shareholders, we are pleased to notify that the Resolutions as stated in the Postal Ballot Notice dated December 15, 2016 have been passed by the Shareholders by requisite majority:

1. Special Resolution to re- appoint Mr. Narendra P Sarda (DIN 03480129) as an Independent Director of the Company for a period of 5 years with effect from March 28, 2017 to March 27, 2022.
2. Ordinary Resolution to appoint Air Marshal M. McMahon (Retd.) (DIN 00234293) as an Independent Director of the Company for a period of 5 years with effect from February 10, 2017 to February 9, 2022.
3. Ordinary Resolution to vary/amend terms of payment of remuneration of Mr. Anil Khanna (DIN 01334483) Managing Director

Pursuant to provisions of Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we enclose herewith the details regarding Postal Ballot Results in the prescribed format alongwith report of Scrutinizer issued by Mr. Nilesh Shah of M/s. Nilesh Shah & Associates, Company Secretaries.

Request you to take the same on record.

Thanking You,

Yours faithfully,
For Blue Dart Express Ltd.



Tushar Gunderia
Company Secretary &
Head - Legal & Compliance

Encl: as above

Blue Dart Express Limited

Outcome of Voting of Postal Ballot (Pursuant to Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Date of Declaration of Results of Postal Ballot		February 14, 2017
Total no. of shareholders as on record date		18533
Cut off Date		December 30, 2016
No. of shareholders who casted their votes		238
No.of votes casted		20764178
Promoter & Promoter Group		17795950
Public		2968228



Blue Dart Express Limited									
Resolution Required : (Special)			1 - Special Resolution to re- appoint Mr. Narendra P Sarda (DIN 03480129) as an Independent Director						
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	INVALID
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100	
Promoter and Promoter Group	E-Voting	17795950	0	0.0000	0	0	0.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		17795950	100.0000	17795950	0	100.0000	0.0000	0
	Total		17795950	100.0000	17795950	0	100.0000	0.0000	0
Public Institutions	E-Voting	3140722	2964324	94.3835	2964324	0	100.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		2964324	94.3835	2964324	0	100.0000	0.0000	0
Public Non Institutions	E-Voting	2791262	637	0.0228	242	395	37.9906	62.0094	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		3267	0.1170	2860	102	87.5421	3.1221	305
	Total		3904	0.1399	3102	497	79.4570	12.7305	305
Total		23727934	20764178	87.5094	20763376	497	99.9961	0.0024	305



Blue Dart Express Limited									
Resolution Required : (Ordinary)			2 - Ordinary Resolution to appoint Air Marshal M. McMahon (Retd.) (DIN 00234293) as an Independent Director as an Independent Director						
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	INVALID
		[1]	[2]	$[3]=\{[2]/[1]\} \times 100$	[4]	[5]	$[6]=\{[4]/[2]\} \times 100$	$[7]=\{[5]/[2]\} \times 100$	
Promoter and Promoter Group	E-Voting	17795950	0	0.0000	0	0	0.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		17795950	100.0000	17795950	0	100.0000	0.0000	0
	Total		17795950	100.0000	17795950	0	100.0000	0.0000	0
Public Institutions	E-Voting	3140722	2964324	94.3835	2587866	363731	87.3004	12.5917	12727
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		2964324	94.3835	2587866	363731	87.3004	12.2703	12727
Public Non Institutions	E-Voting	2791262	637	2.2778	232	405	36.4207	0.6370	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		3267	0.1040	2895	7	88.6134	0.2412	365
	Total		3904	2.3818	3127	412	80.0973	10.5533	365
Total		23727934	20764178	87.5094	20386943	364143	98.1832	1.7537	13092



Blue Dart Express Limited									
Resolution Required : (Ordinary)			3 - Ordinary Resolution for amendment in remuneration terms of Mr. Anil Khanna (DIN 01334483) Managing Director						
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	INVALID
		[1]	[2]	[3]=[2]/[1]*100	[4]	[5]	[6]=[4]/[2]*100	[7]=[5]/[2]*100	
Promoter and Promoter Group	E-Voting	17795950	0	0.0000	0	0	0.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		17795950	100.0000	17795950	0	100.0000	0.0000	0
	Total		17795950	100.0000	17795950	0	100.0000	0.0000	0
Public Institutions	E-Voting	3140722	2964324	94.3835	2964324	0	100.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		2964324	94.3835	2964324	0	100.0000	0.0000	0
Public Non Institutions	E-Voting	2791262	637	2.2778	267	370	41.9152	58.0848	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		3267	0.1170	2899	3	99.8966	0.1034	365
	Total		3904	0.1399	3166	373	81.0963	9.5543	365
Total		23727934	20764178	87.5094	20763440	373	99.9964	0.0018	365



NILESH SHAH & ASSOCIATES

Company Secretaries

Ref.: _____

Report of Scrutinizer in Respect of Postal Ballot Process

[Pursuant to Section 110 of the Companies Act, 2013 and Rule 22 read with Rule 20 of the Companies (Management and Administration) Rules, 2014]

To,
The Chairman
BLUE DART EXPRESS LIMITED
Blue Dart Centre, Sahar Airport Road,
Andheri (East), Mumbai- 400 099

Dear Sir,

SUB: Scrutinizer's Report on Postal Ballot Voting Process and E-Voting Process conducted pursuant to the provisions of Section 110 of the Companies Act, 2013 ('the Act') read with Rule 22 and Rule 20 of the Companies (Management and Administration) Rules, 2014

The Board of Directors of Blue Dart Express Limited ('the Company') has vide resolution passed on Thursday, 15th December, 2016, decided to conduct the process of voting through postal ballot for obtaining approval of Shareholders of the Company for the following resolutions as set out in the notice dated 15th December, 2016:

- To re-appoint Mr. Narendra P. Sarda (DIN- 03480129) as an Independent Director of the Company (Special Resolution).
- To appoint Air Marshal M. McMahon (Retd.) (DIN – 00234293) as an Independent Director of the Company (Ordinary Resolution).
- To amend terms of payment of remuneration of Mr. Anil Khanna (DIN – 01334483) Managing Director (Ordinary Resolution).

The Company has provided the facility of voting through electronic means as required under the provisions of Rule 22 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 read along with provisions of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 as entered by the Company with BSE Limited and The National Stock Exchange of India Limited.

I, Nilesh G. Shah of M/s. Nilesh Shah & Associates, Company Secretaries (Membership No. FCS 4554) was appointed as a Scrutinizer by Blue Dart Express Limited for the purpose of the conducting the postal ballot voting process and e-voting process in a fair and transparent manner in respect of obtaining approval of Shareholders of the Company for the aforesaid matters as required under the provisions of the Companies Act, 2013.

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 postal ballot



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Mumbai - 400 069. Tel. : 2820 7824 / 2820 3582 E-mail : nilesh@ngshah.com

304-A, Poonam Sagar, Poonam Nagar, Off. Mahakali Caves Road, Andheri (East), Mumbai - 400 093.
Tel.: 2836 3419 Email : ngshah.cs@gmail.com

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NILESH SHAH & ASSOCIATES

Company Secretaries

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and electronic means on the resolution contained in the notice of postal ballot. My responsibility as a scrutinizer for the postal ballot voting process and e-voting process is restricted to ensure that the voting process is conducted in a fair and transparent manner and make a Scrutinizer's report of the votes cast "in favour" or "against" the resolution stated above, based on the reports generated from the postal ballots received from the shareholders and e-voting system provided by the Central Depository Services Limited ('CDSL'), the authorized agency to provide e-voting facilities, engaged by the Company.

The notice of Postal Ballot dated 15th December, 2016 along with the statement setting out material facts pursuant to the applicable provisions of the Companies Act, 2013 and Companies (Management and Administration) Rules, 2014 was sent to the Shareholders of the Company.

The Shareholders of the Company holding shares on the cut-off date of 30th December, 2016 were entitled to vote on the resolution as set out in the notice.

In this regard, I submit my report as under:

1. The Company had provided facility of casting vote to the Shareholders of the Company through postal ballot voting process and also through electronic means.
2. The Company had followed the process as required under Rule 22 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 in respect of providing voting facility through postal ballot and electronic means.
3. All Postal Ballot Forms received up to 05.00 p.m. on Friday, 10th February, 2017, the last date and time fixed by the Company for receipt of the Postal Ballot Forms were considered for my scrutiny for the purpose of this report.
4. The Postal Ballot Forms were kept in my safe custody.
5. The e-voting period remained open from Thursday, 12th January, 2017 at 09.00 a.m. up to Friday, 10th February, 2017 till 5.00 p.m.
6. At the end of the e-voting period, I have unblocked the electronic votes in the presence of two witnesses not in the employment of the Company.
7. The details containing list of Shareholders who voted 'for' or 'against' the resolutions was downloaded from the e-voting website of CDSL.
8. We have scrutinized the votes casted through electronic means and also through physical ballot forms for the purpose of this report.



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9. The particulars of all the electronic votes cast by the shareholders through e-voting process and votes cast by the members through physical ballot forms have been recorded in a register separately maintained for the purpose.
10. A summary of the Postal Ballot Forms received and votes cast (including e-voting) by Shareholders of the Company is as under:

Resolution No: 1: To re-appoint Mr. Narendra Sarda (DIN- 03480129) as an Independent Director (Special Resolution):

(i) Voted in favour of the resolution:

Type of Voting	Number of members voting	Number of votes cast by them	% of total number of valid votes cast
Voting Through Postal Ballot	93	17798810	99.99
Voting Through Electronic Means	129	2964566	99.99
Total	222	20763376	99.99

(ii) Voted against the resolution:

Type of Voting	Number of members voting	Number of votes cast by them	% of total number of valid votes cast
Voting Through Postal Ballot	2	102	0.01
Voting Through Electronic Means	5	395	0.01
Total	7	497	0.01

(iii) Invalid Votes:

Type of Voting	Total number of members whose votes were declared invalid	Total Number of votes cast by them
Voting Through Postal Ballot	9	305
Voting Through Electronic Means	0	0
Total	9	305



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Resolution No: 2: To appoint Air Marshal M. McMahon (Retd.) (DIN – 00234293) as an Independent Director of the Company (Ordinary Resolution).

(i) Voted in favour of the resolution:

Type of Voting	Number of members voting	Number of votes cast by them	% of total number of valid votes cast
Voting Through Postal Ballot	91	17798845	99.99
Voting Through Electronic Means	123	2588098	87.67
Total	214	20386943	98.25

(ii) Voted against the resolution:

Type of Voting	Number of members voting	Number of votes cast by them	% of total number of valid votes cast
Voting Through Postal Ballot	2	7	0.01
Voting Through Electronic Means	10	364136	12.33
Total	12	364143	1.75

(iii) Invalid Votes:

Type of Voting	Total number of members whose votes were declared invalid	Total Number of votes cast by them
Voting Through Postal Ballot	11	365
Voting Through Electronic Means	1	12727
Total	12	13092



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Resolution No: 3: Amendment in terms of remuneration of Mr. Anil Khanna (DIN – 01334483) Managing Director (Ordinary Resolution).

(i) Voted in favour of the resolution:

Type of Voting	Number of members voting	Number of votes cast by them	% of total number of valid votes cast
Voting Through Postal Ballot	91	17798849	99.99
Voting Through Electronic Means	128	2964591	99.99
Total	219	20763440	99.99

(ii) Voted against the resolution:

Type of Voting	Number of members voting	Number of votes cast by them	% of total number of valid votes cast
Voting Through Postal Ballot	2	3	0.01
Voting Through Electronic Means	6	370	0.01
Total	8	373	0.01

(iii) Invalid Votes:

Type of Voting	Total number of members whose votes were declared invalid	Total Number of votes cast by them
Voting Through Postal Ballot	11	365
Voting Through Electronic Means	0	0
Total	11	365

11. The Postal Ballot Forms and all other relevant records were handed over to the Company Secretary for safe keeping.



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NILESH SHAH & ASSOCIATES

Company Secretaries


Ref.: _____


Recommendation:

The resolutions should be considered as passed having secured the requisite majority of votes and therefore be accepted. You may accordingly declare the result of the voting.

Thanking You,

For Nilesh Shah & Associates
Practicing Company Secretaries


Nilesh G. Shah
Partner
Membership No. : FCS 4554
CP No. 2631



Place: Mumbai

Date: 13/02/2017

