

Resolution-I

BLUE DART EXPRESS LIMITED

CIN: L61074MH1991PLC061074

Regd. Office : Blue Dart Centre, Sahar Airport Road

Andheri (E), Mumbai 400 099

Tel no 022-28396444 Fax no 28244131

TusharG@bluedart.com; communications@bluedart.com

No. of shareholders attended the meeting through Video Conferencing: Not Applicable

Mode of Voting: Postal Ballot (including e-voting)

Date of Declaration of Results : 28.03.2015

Total no. of shareholders as on cut-off date: 9148

Promoter /Public	No of Shares held (1)	No of Votes Polled (2)	% of Votes polled on Outstanding shares (3)=[(2)/(1)]*100	No of Votes - in Favour (4)	No of Votes Against (5)	% of Votes in favour on Votes polled (6)=[(4)/(2)]*100	% of Votes Against on Votes polled (7)=[(5)/(2)]*100
Resolution No.1.Ordinary Resolution to appoint Mr. Narendra P Sarda as an Independent Director of the Company.							
Mode of Voting: (E-voting)							
Promoter and Promoter Group	17795950	0	0.00	0	0	0	0.00
Public Institutional Holders	3173308	0	0.00	2496853	0	0.00	0.00
Public-Others	2758676	86867	3.15	86810	57	99.93	0.07
Total (A)	23727934	2583720	10.89	2583663	57	100.00	0.00
Mode of Voting: (Postal Ballot)							
Promoter and Promoter Group (**)	17795950	17795950	100.00	17795950	0	100.00	0.00
Public Institutional Holders	3173308	418200	13.18	418200	0	100.00	0.00
Public-Others	2758676	15346	0.56	15144	202	98.68	1.32
Total (B)	23727934	18229496	76.83	18229294	202	100.00	0.00
Result (A+B)	23727934	20813216	87.72	20812957	259	100.00	0.00



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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

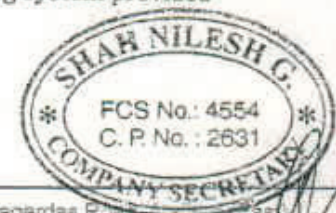
The Board of Directors of Blue Dart Express Limited ('the Company') has wide resolution passed on 29th January, 2015, decided to conduct the process of voting through postal ballot for obtaining approval of Shareholders of the Company for the following resolution as set out in the notice dated 29th January, 2015:

- To appoint Mr. Narendra P. Sarda as an Independent Director of the Company.

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 clause 35B(f) of the Listing Agreement as entered by the Company with BSE Limited and The National Stock Exchange of India Limited.

I, Mr. Nilesh G. Shah, 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 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



27/03/2015

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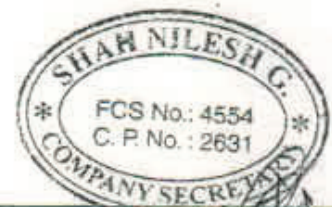
by the Central Depository Services Limited ('CDSL'), the authorized agency to provide e-voting facilities, engaged by the Company.

The notice of Postal Ballot dated 29th January, 2015 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 13th February, 2015 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 through postal ballot and electronic means.
3. All Postal Ballot Forms received up to 06.00 p.m. on Wednesday, 25th March, 2015, 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 Tuesday, 24th February, 2015 at 10.00 a.m. up to Wednesday, 25th March, 2015 till 6.00 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 resolution 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.
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.



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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 appoint Mr. Narendra P. Sarda 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	109	18229294	99.99
Voting Through Electronic Means	99	2583663	99.99
Total	208	20312957	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	02	202	0.01
Voting Through Electronic Means	02	57	0.01
Total	04	259	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	20	1564
Voting Through Electronic Means	0	0
Total	20	1564



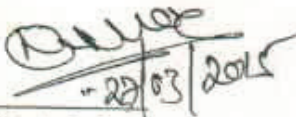
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11. The Postal Ballot Forms and all other relevant records were handed over to the Company Secretary for safe keeping.

Recommendation:

The resolution 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,


- 22/03/2015



Nilesh G. Shah
Practicing Company Secretaries
Membership No. : FCS 4554
CP No. 2631

Place: Mumbai

Date: 22/03/2015