



Ref: RB/VD/BSL/NSE./2015

Date: July 28, 2015

Fax 26598237/26598238

Blue Star Limited  
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Mohan T Advani Chowk,  
Jamshedji Tata Road,  
Mumbai 400 020, India.  
Tel : +91 22 6665 4000  
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www.bluestarindia.com

To  
The Secretary,  
National Stock Exchange Limited  
Exchange Plaza, Bandra Kurla Complex,  
Bandra (E), Mumbai -400051.

Scrip Code: BLUESTARCO

Dear Sir,

**Sub.: Clause 35A of the Listing Agreement - Details of voting results of the 67<sup>th</sup> Annual general Meeting of the Company**

Pursuant to Clause 35A of the Listing Agreement, please find enclosed herewith the disclosures pertaining to the voting results of the 67<sup>th</sup> Annual General Meeting of the Company held at Jai Hind College Hall, 23-24, Sitaram Deora Marg ('A' Road), Churchgate, Mumbai - 400020 on Tuesday, July 28<sup>th</sup> 2015 at 3.00 pm.

We are pleased to inform you that all resolutions proposed at the 67<sup>th</sup> Annual General Meeting of the Company, have been passed with the requisite majority.

Kindly take the same on record and acknowledge the receipt.

Thanking you  
Very truly yours,  
**BLUE STAR LIMITED**

**VIJAY DEVADIGA**  
**COMPANY SECRETARY**

**Details of Voting results of the 67<sup>th</sup> Annual General Meeting of the Company pursuant to Clause 35A of the Listing Agreement**

Sr. No.	Description	Particulars
A.	Date of the Annual General Meeting	July 28, 2015
B.	Book Closure Date	Monday, July 14, 2015 to Monday, July 21, 2015
C.	Total No. of shareholders on record date: (July 21, 2015)	20715
D.	No. of Shareholders present in the Meeting either in person or through proxy	
	Shareholders	Present in person
		Present through proxy
		Total
	Promoter and Promoter Group	4
	Public	88
	Total	92
E.	No. of shareholders who attended the meeting through video conferencing: No video conferencing facility was arranged.	

**Details of the Agenda :**

Item No.	Details of the Agenda
	<b>Ordinary Business :</b>
1	Adoption of Financial Statement (standalone & Consolidated), Directors Report and Auditors' Reports for the year ended March 31, 2015.
2	Declaration of dividend on equity shares of the Company.
3	Re-appointment of Mr. Ashok M. Advani, who retires by rotation.
4	Ratification of appointment of M/s. S R B C & Co, LLP, Chartered Accountants, as Auditors and fixing their Remuneration.
	<b>Special Business :</b>
5	Re-appointment of Mr. Vir S. Advani as Whole-time Director designated as Executive Director for a tenure of 5 years w.e.f. 1 <sup>st</sup> July 2015.

**In case of Poll/Postal ballot/E-voting : Attached detailed Report alongwith Scrutinizers report from M/s. N.L.Bhatia & Associates( Resolution No. wise)**

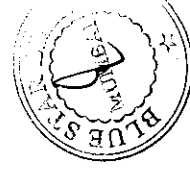
**For BLUE STAR LIMITED**

  
**VIJAY DEVADIGA**  
**COMPANY SECRETARY**

## BLUE STAR LIMITED

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
<b>Resolution No. 1</b>							
<b>Mode of Voting: (E-voting)</b>							
Promoter and Promoter Group	35491497	35491497	100.00	35491497	0	100.00	0.00
Public Institutional Holders	24744751	19392040	78.37	19392040	0	100.00	0.00
Public-Others	29699857	1881946	6.34	1880400	1546	99.92	0.08
<b>Total (A)</b>	<b>89936105</b>	<b>56765483</b>	<b>63.12</b>	<b>56763937</b>	<b>1546</b>	<b>100.00</b>	<b>0.00</b>
<b>Mode of Voting: (Poll)</b>							
Promoter and Promoter Group	35491497	0	0.00	0	0	0.00	0.00
Public Institutional Holders	24744751	0	0.00	0	0	0.00	0.00
Public-Others	29699857	23873	0.08	23873	0	100.00	0.00
<b>Total (B)</b>	<b>89936105</b>	<b>23873</b>	<b>0.03</b>	<b>23873</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>
<b>Result (A+B)</b>	<b>89936105</b>	<b>56789356</b>	<b>63.14</b>	<b>56787810</b>	<b>1546</b>	<b>100.00</b>	<b>0.00</b>

\* This excludes 2  
POSTAL BALLOT votes



## BLUE STAR LIMITED

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
<b>Resolution No. 2</b>							
<b>Mode of Voting: (E-voting)</b>							
Promoter and Promoter Group	35491497	35491497	100.00	35491497	0	100.00	0.00
Public Institutional Holders	24744751	19392040	78.37	19392040	0	100.00	0.00
Public-Others	29699857	1881571	6.34	1880025	1546	99.92	0.08
<b>Total (A)</b>	<b>89936105</b>	<b>56765108</b>	<b>63.12</b>	<b>56763562</b>	<b>1546</b>	<b>100.00</b>	<b>0.00</b>
<b>Mode of Voting: (Poll)</b>							
Promoter and Promoter Group	35491497	0	0.00	0	0	0.00	0.00
Public Institutional Holders	24744751	0	0.00	0	0	0.00	0.00
Public-Others	29699857	0	0.00	0	0	0.00	0.00
<b>Total (B)</b>	<b>89936105</b>	<b>23873</b>	<b>0.03</b>	<b>23873</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>
<b>Result (A+B)</b>	<b>89936105</b>	<b>56788981</b>	<b>63.14</b>	<b>56787435</b>	<b>1546</b>	<b>100.00</b>	<b>0.00</b>

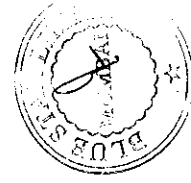


\* This excludes 2  
POSTAL BALLOT votes

## BLUE STAR LIMITED

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. 3							
Mode of Voting: (E-voting)							
Promoter and Promoter Group	35491497	35491497	100.00	35491497	0	100.00	0.00
Public Institutional Holders	24744751	19392040	78.37	19243576	148464	99.23	0.77
Public-Others	29699857	1881946	6.34	1880195	1751	99.91	0.09
<b>Total (A)</b>	<b>89936105</b>	<b>56765483</b>	<b>63.12</b>	<b>56615268</b>	<b>150215</b>	<b>99.74</b>	<b>0.26</b>
Mode of Voting: (Poll)							
Promoter and Promoter Group	35491497	0	0.00	0	0	0.00	0.00
Public Institutional Holders	24744751	0	0.00	0	0	0.00	0.00
Public-Others	29699857	0	0.00	0	0	0.00	0.00
<b>Total (B)</b>	<b>89936105</b>	<b>23873</b>	<b>0.03</b>	<b>23873</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>
<b>Result (A+B)</b>	<b>89936105</b>	<b>56789356</b>	<b>63.14</b>	<b>56639141</b>	<b>150215</b>	<b>99.74</b>	<b>0.26</b>

\* This excludes 2  
POSTAL BALLOT votes



## BLUE STAR LIMITED

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
<b>Resolution No. 4</b>							
<b>Mode of Voting: (E-voting)</b>							
Promoter and Promoter Group	35491497	35491497	100.00	35491497	0	100.00	0.00
Public Institutional Holders	24744751	19392040	78.37	19384544	7496	99.96	0.04
Public-Others	29699857	1881946	6.34	1879635	2311	99.88	0.12
<b>Total (A)</b>	<b>89936105</b>	<b>56765483</b>	<b>63.12</b>	<b>56755676</b>	<b>9807</b>	<b>99.98</b>	<b>0.02</b>
<b>Mode of Voting: (Poll)</b>							
Promoter and Promoter Group	35491497	0	0.00	0	0	0.00	0.00
Public Institutional Holders	24744751	0	0.00	0	0	0.00	0.00
Public-Others	29699857	0	0.00	0	0	0.00	0.00
<b>Total (B)</b>	<b>89936105</b>	<b>23873</b>	<b>0.03</b>	<b>23873</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>
<b>Result (A+B)</b>	<b>89936105</b>	<b>56789356</b>	<b>63.14</b>	<b>56779549</b>	<b>9807</b>	<b>99.98</b>	<b>0.02</b>

\* This excludes 2  
POSTAL BALLOT votes



## BLUE STAR LIMITED

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
<b>Resolution No. 5</b>							
<b>Mode of Voting: (E-voting)</b>							
Promoter and Promoter Group	35491497	35491497	100.00	35491497	0	100.00	0.00
Public Institutional Holders	24744751	19392040	78.37	19392040	0	100.00	0.00
Public-Others	29699857	1881946	6.34	1880250	1696	99.91	0.09
<b>Total (A)</b>	<b>89936105</b>	<b>56765483</b>	<b>63.12</b>	<b>56763787</b>	<b>1696</b>	<b>100.00</b>	<b>0.00</b>
<b>Mode of Voting: (Poll)</b>							
Promoter and Promoter Group	35491497	0	0.00	0	0	0.00	0.00
Public Institutional Holders	24744751	0	0.00	0	0	0.00	0.00
Public-Others	29699857	0	0.00	0	0	0.00	0.00
<b>Total (B)</b>	<b>89936105</b>	<b>23873</b>	<b>0.03</b>	<b>23873</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>
<b>Result (A+B)</b>	<b>89936105</b>	<b>56789356</b>	<b>63.14</b>	<b>56787660</b>	<b>1696</b>	<b>100.00</b>	<b>0.00</b>



\* This excludes 2  
POSTAL BALLOT votes



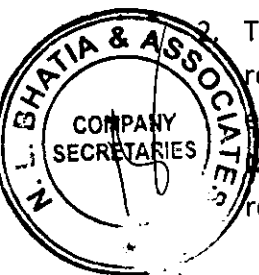
**Scrutinizer's Report**

[Pursuant to section 108 of the Companies Act, 2013 and rule 20 (4) (xii) of the Companies (Management and Administration) Rules, 2014 read with amendments made thereto; and Clause 35B of the Listing agreement]

Mr. Ashok M Advani  
Chairman  
67<sup>th</sup> Annual General meeting  
Blue Star Limited

Dear Sir,

1. I, Bharat Upadhyay, Partner, N.L. Bhatia & Associates Practicing Company Secretary, have been appointed as scrutinizer, by the Board of Directors of Blue Star Limited for the purpose of scrutinizing the remote e-voting, voting by post through Ballot Paper and physical ballot process at the Annual General Meeting and ascertaining the requisite majority on remote e-voting, voting by post through Ballot Paper and physical ballot process carried out as per the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 read with amendments made thereto and Clause 35B of the Listing Agreement with the Stock Exchanges on the resolutions contained in the notice of the 67<sup>th</sup> Annual General Meeting (AGM) of the Equity Shareholders of the Company, held on the 28<sup>th</sup> July, 2015 at Jai Hind College Hall, 23-24, Sitaram Deora Marg ('A' Road), Churchgate, Mumbai 400 020.

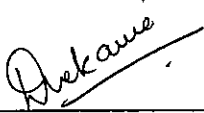


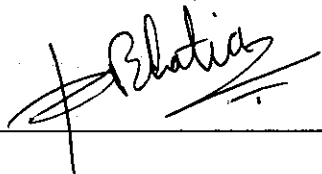
The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules relating to voting through electronic means on the resolutions contained in the Notice of the 67<sup>th</sup> Annual General Meeting of the members of the Company. My responsibility as a scrutinizer for the remote e-voting, voting by post through Ballot Paper and physical ballot processes is



restricted to make a Scrutinizer's Report of the votes cast "in favour" or "against" the resolutions stated in the notice, based on the reports generated from the e-voting system provided by National Securities Depository Limited, the authorized agency to provide e-voting facilities, engaged by the Company, Ballot Papers received through post and physical ballots were provided by Link Intime India Private Limited, R&T Agent.

3. The Chairman at the 67<sup>th</sup> Annual General meeting, held on 28<sup>th</sup> July, 2015 had announced that members who have not exercised their votes either through e-voting or through Ballot Paper may, if they wish to, exercise their votes through ballot at the meeting.
4. The members of the Company as on the "cut-off" date i.e. 21<sup>st</sup> July, 2015 were entitled to vote on the resolutions (item no. 1 to 5) as set out in the notice of the 67<sup>th</sup> Annual General Meeting.
5. The Company has completed the dispatch of ballot form on 2<sup>nd</sup> July, 2015 along with prepaid postage business reply envelope to its members, whose name appeared on the Register of Members / List of Beneficiaries as on 21<sup>st</sup> July, 2015.
6. The ballot forms were duly opened in my presence and scrutinized and the shareholding was confirmed with the Registrar of Members of the Company / list of beneficiaries as on 21<sup>st</sup> July, 2015. All ballot forms received on 27<sup>th</sup> July, 2015 upto 5:00 p.m., the last date and time fixed by the Company for receipt of the forms, were considered for my scrutiny.
7. The remote e-voting commenced from July 23, 2015 (9.00 am) and ended on July 27, 2015 (5.00 pm).
8. The votes cast were unblocked after the AGM in the presence of 2 witnesses, Ms. Devika Vekaria and Ms. Deepali Bhatia, who are not in the employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence.

  
\_\_\_\_\_

  
\_\_\_\_\_

9. My combined report on the results of voting through e-voting, postal ballot and physical ballot at the Annual General Meeting is as under;

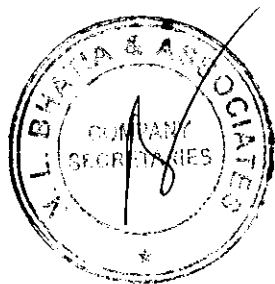


Item No. 1:-

To receive and adopt the Directors' Report, the audited Financial Statement for the financial year ended as on March 31, 2015 and the Auditors' Report thereon.

Out of total 165 members, 143 members cast their votes by e-voting, 2 members by Postal Ballot Forms and 20 by Ballot at AGM. Of the 22 Postal Ballot Forms and Ballot at AGM, NIL Postal Ballot Forms and 1 Ballot at AGM comprising of 8750 votes were considered invalid on account of a) signature difference or b) option not exercised or c) both options exercised or d) Postal Ballot not signed or e) relevant authorisation not attached in case of voting by body corporate or f) voted through E-voting as well as Ballot at AGM.

Particulars	Number of				Number of Votes contained in				Percentage
	Postal Ballot Forms	e-Voting	Ballot at AGM	Total	Postal Ballot	e-Voting	Ballot at AGM	Total	
<b>Assent</b>	2	139	19	160	2000	56763937	21873	56787810	99.99%
<b>Dissent</b>	Nil	4	Nil	4	Nil	1546	Nil	1546	0.01%
<b>Total</b>	2	143	19	164	2000	56765483	21873	56789356	100%



Item No. 2**To declare dividend on equity shares of the Company.**

Out of total 164 members, 142 members cast their votes by e-voting, 2 members by Postal Ballot Forms and 20 by Ballot at AGM. Of the 22 Postal Ballot Forms and Ballot at AGM, NIL Postal Ballot Forms and 1 Ballot at AGM comprising of 8750 votes were considered invalid on account of a) signature difference or b) option not exercised or c) both options exercised or d) Postal Ballot not signed or e) relevant authorisation not attached in case of voting by body corporate or f) voted through E-voting as well as Ballot at AGM.

Particulars	Number of				Number of Votes contained in				Percentage
	Postal Ballot Forms	e-Voting	Ballot at AGM	Total	Postal Ballot	e-Voting	Ballot at AGM	Total	Total
Assent	2	138	19	159	2000	56763562	21873	56787435	99.99%
Dissent	Nil	4	Nil	4	Nil	1546	Nil	1546	0.01%
<b>Total</b>	<b>2</b>	<b>142</b>	<b>20</b>	<b>163</b>	<b>2000</b>	<b>56765108</b>	<b>21873</b>	<b>56788981</b>	<b>100%</b>



Item No.3:-

To appoint a Director in place of Mr Ashok M Advani (DIN: 00001372), who retires by rotation and being eligible, offers himself for reappointment.

Out of total 165 members, 143 members cast their votes by e-voting, 2 members by Postal Ballot Forms and 20 by Ballot at AGM. Of the 22 Postal Ballot Forms and Ballot at AGM, NIL Postal Ballot Forms and 1 Ballot at AGM comprising of 8750 votes were considered invalid on account of a) signature difference or b) option not exercised or c) both options exercised or d) Postal Ballot not signed or e) relevant authorisation not attached in case of voting by body corporate or f) voted through E-voting as well as Ballot at AGM.

Particulars	Number of				Number of Votes contained in				Percentage
	Postal Ballot Forms	e-Voting	Ballot at AGM	Total	Postal Ballot	e-Voting	Ballot at AGM	Total	
Assent	2	134	19	155	2000	56615268	21873	56639141	99.74%
Dissent	Nil	9	Nil	9	Nil	150215	Nil	150215	0.26%
<b>Total</b>	<b>2</b>	<b>143</b>	<b>19</b>	<b>164</b>	<b>2000</b>	<b>56765483</b>	<b>21873</b>	<b>56789356</b>	<b>100%</b>



**Item No. 4:-****To appoint Statutory Auditors of the Company and fix their remuneration**

Out of total 165 members, 143 members cast their votes by e-voting, 2 members by Postal Ballot Forms and 20 by Ballot at AGM. Of the 22 Postal Ballot Forms and Ballot at AGM, NIL Postal Ballot Forms and 1 Ballot at AGM comprising of 8750 votes were considered invalid on account of a) signature difference or b) option not exercised or c) both options exercised or d) Postal Ballot not signed or e) relevant authorisation not attached in case of voting by body corporate or f) voted through E-voting as well as Ballot at AGM.

Particulars	Number of				Number of Votes contained in				Percentage
	Postal Ballot Forms	e-Voting	Ballot at AGM	Total	Postal Ballot	e-Voting	Ballot at AGM	Total	Total
<b>Assent</b>	2	134	19	155	2000	56755676	21873	56779549	99.98%
<b>Dissent</b>	Nil	9	Nil	9	Nil	9807	Nil	9807	0.02%
<b>Total</b>	2	143	19	164	2000	56765483	21873	56789356	100%



Item No. 5:-

**Reappointment of Mr Vir S Advani (DIN: 01571278) as Wholetime Director of the Company with effect from July 1, 2015**

Out of total **165** members, **143** members cast their votes by e-voting, **2** members by Postal Ballot Forms and **20** by Ballot at AGM. Of the 22 Postal Ballot Forms and Ballot at AGM, **NIL** Postal Ballot Forms and **1** Ballot at AGM comprising of **8750** votes were considered invalid on account of a) signature difference or b) option not exercised or c) both options exercised or d) Postal Ballot not signed or e) relevant authorisation not attached in case of voting by body corporate or f) voted through E-voting as well as Ballot at AGM.

Particulars	Number of				Number of Votes contained in				Percentage
	Postal Ballot Forms	e-Voting	Ballot at AGM	Total	Postal Ballot	e-Voting	Ballot at AGM	Total	Total
<b>Assent</b>	2	137	19	158	2000	56763787	21873	56787660	99.99%
<b>Dissent</b>	Nil	6	Nil	6	Nil	1696	Nil	1696	0.01%
<b>Total</b>	2	143	19	164	2000	56765483	21873	56789356	100%

**Note: Gloria Dora D Souza having Folio No. IN30133019853176 has voted through both the modes, that is, e-voting and ballot at AGM and voting through e-voting is considered valid.**

10. A Register and all other papers and relevant records containing details of equity shareholders, who voted "IN FAVOUR", or "AGAINST" and those whose votes were declared invalid for each resolution under remote e-voting, Ballot Paper received through post and voting done at the AGM through Ballot Paper shall remain in our safe custody until the Chairman approves and signs the Minutes of the aforesaid AGM and the same would thereafter be handed over to the Company Secretary.

11. The abovementioned resolutions are deemed to be passed as on the date of the 67<sup>th</sup> Annual General Meeting of the Company.

Thanking you,

Place: Mumbai

Date: 28th July, 2015



Yours faithfully,

*Bharat Upadhyay* B.U.

Bharat Upadhyay, FCS-5436

Practicing Company Secretary

Scrutinizer