

August 6, 2024

BSE Limited Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai – 400 001 BSE Scrip Code: 500067	National Stock Exchange of India Ltd Exchange Plaza, C-1, Block G, Bandra Kurla Complex, Bandra (East), Mumbai – 400 051 NSE Symbol: BLUESTARCO
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Dear Sir/Madam,

Sub.: Regulations 30 and 44(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the 'Listing Regulations') – Proceedings, Voting Results and Scrutiniser's Report for the 76th Annual General Meeting ('AGM') of Blue Star Limited

We wish to inform you that the 76th AGM of the Company was held today i.e. Tuesday, August 6, 2024 at 3:30 p.m. (IST) through Video Conferencing ('VC')/Other Audio Visual Means ('OAVM') in accordance with the applicable provisions of the Companies Act, 2013, Circular(s) issued by the Ministry of Corporate Affairs and the Securities and Exchange Board of India to transact the businesses as stated in the Notice of AGM dated May 2, 2024.

The Board of Directors appointed Mr Bharat Upadhyay, Partner of M/s N L Bhatia & Associates, Practicing Company Secretaries, as the Scrutiniser to scrutinise the remote e-voting process and e-voting at the AGM in a fair and transparent manner.

As per the consolidated report of the Scrutiniser, all the resolutions as set out in the Notice of AGM were transacted and approved by the shareholders with requisite majority.

In this regard, please find enclosed the following:

1. Proceedings of the 76th AGM of the Company as required under Regulation 30 of the Listing Regulations as '**Annexure - I**'.
2. Voting results of the businesses transacted at the 76th AGM in terms of Regulation 44(3) of the Listing Regulations as '**Annexure – II**'.

3. Consolidated Report of the Scrutiniser dated August 6, 2024, pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as '**Annexure – III**'.

This intimation is also being placed on the website of the Company at www.bluestarindia.com

Kindly take the same on record.

Thanking you,

Yours faithfully,
For **Blue Star Limited**



Rajesh Parte
Company Secretary & Compliance Officer
Membership No.: A10700

Encl: a/a

Z:\(01) Blue Star Limited\2024-25\Stock Exchange Compliances\Regulation 30 - Information and Update\17. Outcome of AGM

Annexure - I

Summary of Proceedings of the 76th Annual General Meeting ('AGM')

The 76th AGM of Blue Star Limited (the 'Company') was held on Tuesday, August 6, 2024 at 3:30 p.m. (IST) through Video Conferencing ('VC')/Other Audio Visual Means ('OAVM') which was deemed to have been conducted at the registered office of the Company, in compliance with the circulars issued by the Ministry of Corporate Affairs and the Securities and Exchange Board of India.

Mr Rajesh Parte, Company Secretary & Compliance Officer delivered the opening notes on the conduct of the AGM and informed the members that Mr Vir S Advani, Chairman of the Board, had chaired the meeting. The requisite quorum being present, he then called the Meeting to order.

He informed that the Statutory Registers and other documents referred to in the Notice of AGM were available for electronic inspection.

The Company had provided remote e-voting facility through NSDL to the shareholders to cast their votes electronically on all the resolutions as set forth in the Notice. Members present in the AGM through VC/OAVM, who had not exercised their vote on the resolutions earlier through remote e-voting, were allowed to cast their vote through the e-voting system during the AGM.

He the stated that Mr Bharat Upadhyay, Partner of M/s N L Bhatia & Associates, Practicing Company Secretaries, was appointed as the Scrutiniser to scrutinise the remote e-voting process and e-voting at the AGM in a fair and transparent manner.

He further informed that Mr Nikhil Sohoni, Group Chief Financial Officer of the Company, the representatives of the Statutory Auditors and Secretarial Auditors were also present at the Meeting.

Mr Vir S Advani, Chairman welcomed all the Members present at the meeting and requested the Directors to introduce themselves. All the Directors were present at the meeting.

The Notice of the 76th AGM was taken as read as the same was already circulated to the Members. Thereafter, the Chairman stated that the Reports of the Statutory Auditors and Secretarial Auditors did not contain any adverse qualifications, observations or comments on the functioning of the Company and were not read at the meeting.

The Chairman delivered his formal speech wherein he also apprised the Members on the performance of the Company for Q1FY25.

The Chairman requested Mr Rajesh Parte to briefly explain the resolutions which were required to be transacted at the AGM.

The following items were transacted at the AGM:

Sr. No.	Particulars	Type of Resolution
A. ORDINARY BUSINESS		
1	Adoption of: a) the Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2024, along with the reports of the Board of Directors and Auditors thereon; and b) the Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2024, together with the report of the Auditors thereon.	Ordinary Resolution
2	Declaration of Final Dividend of Rs 7 per equity share of the face value of Rs 2 each of the Company for the financial year ended March 31, 2024.	Ordinary Resolution
3	Re-appointment of Ms Sunaina Murthy (DIN: 07865860), as a Director, liable to retire by rotation.	Ordinary Resolution
B. SPECIAL BUSINESS		
4	Approval of Cost Auditors' remuneration for FY24 and FY25	Ordinary Resolution

The Chairman then invited the Members who had registered themselves as speakers, to offer comments and seek clarifications on the resolutions or the financial performance/business of the Company, if any, and the same were responded by the Chairman.

The Chairman further stated that the facility for e-voting would continue to remain open for next 15 minutes post conclusion of the AGM and requested the Members who had not exercised their votes through the remote e-voting, to cast their votes through e-voting facility available at the AGM.

The Chairman further apprised that the consolidated voting results (remote e-voting and e-voting) along with the Scrutiniser's Report will be disseminated to the Stock Exchanges and the same will be placed on the website of NSDL and

Company. The said results shall also be displayed at the Registered Office as well as at the Corporate Office of the Company.

The Chairman, thereafter, thanked all the Members for their participation at the AGM. The meeting was concluded at 5:13 p.m. (IST).

The Scrutiniser's Report was received on August 6, 2024. Based on the votes cast by remote e-voting as well as voting at the AGM, all the resolutions as set out in the Notice of AGM were transacted and approved by the shareholders with requisite majority.

Annexure - II

Details of Voting Results of the 76th AGM pursuant to Regulation 44(3) of the Listing Regulations

Date of the 76 th AGM	Tuesday, August 6, 2024
Total number of shareholders on record date (i.e. Tuesday, July 30, 2024)	88,792
Number of shareholders present in the meeting either in person or through proxy: Promoters and Promoter Group: Public:	Not Applicable
Number of shareholders attended the meeting through Video Conferencing ("VC")/Other Audio Visual Means ("OAVM"). Promoters and Promoter Group: Public:	20 63

Blue Star Limited

Resolution Required :Ordinary			1 - To receive, consider and adopt: a)the Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2024, along with the reports of the Board of Directors and Auditors thereon; and b)the Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2024, together with the report of the Auditors thereon.					
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
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
Promoter and Promoter Group	E-Voting	75088874	75088874	100.0000	75088874	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		75088874	100.0000	75088874	0	100.0000	0.0000
Public Institutions	E-Voting	84000180	76518743	91.0935	76174968	343775	99.5507	0.4493
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		76518743	91.0935	76174968	343775	99.5507	0.4493
Public Non Institutions	E-Voting	46525734	1227212	2.6377	1226518	694	99.9434	0.0566
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		1227212	2.6377	1226518	694	99.9434	0.0566
Total		205614788	152834829	74.3307	152490360	344469	99.7746	0.2254



Blue Star Limited								
Resolution Required :Ordinary			2 - To declare a final dividend Rs 7 per equity share of Rs 2 each of the Company for the financial year ended March 31, 2024.					
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
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
Promoter and Promoter Group	E-Voting	75088874	75088874	100.0000	75088874	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		75088874	100.0000	75088874	0	100.0000	0.0000
Public Institutions	E-Voting	84000180	76605689	91.1971	76605689	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		76605689	91.1971	76605689	0	100.0000	0.0000
Public Non Institutions	E-Voting	46525734	1227234	2.6378	1226429	805	99.9344	0.0656
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		1227234	2.6378	1226429	805	99.9344	0.0656
Total		205614788	152921797	74.3730	152920992	805	99.9995	0.0005



Blue Star Limited								
Resolution Required :Ordinary			3 - To appoint a Director in place of Ms Sunaina Murthy (DIN: 07865860), who retires by rotation, and being eligible, offers herself for re-appointment.					
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
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
Promoter and Promoter Group	E-Voting	75088874	75088874	100.0000	75088874	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		75088874	100.0000	75088874	0	100.0000	0.0000
Public Institutions	E-Voting	84000180	76518743	91.0935	72638317	3880426	94.9288	5.0712
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		76518743	91.0935	72638317	3880426	94.9288	5.0712
Public Non Institutions	E-Voting	46525734	1227213	2.6377	1225485	1728	99.8592	0.1408
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		1227213	2.6377	1225485	1728	99.8592	0.1408
Total		205614788	152834830	74.3307	148952676	3882154	97.4599	2.5401



Blue Star Limited								
Resolution Required :Ordinary			4 - Approval of Cost Auditors' remuneration for FY24 and FY25					
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
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
Promoter and Promoter Group	E-Voting	75088874	75088874	100.0000	75088874	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		75088874	100.0000	75088874	0	100.0000	0.0000
Public Institutions	E-Voting	84000180	76518743	91.0935	76518743	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		76518743	91.0935	76518743	0	100.0000	0.0000
Public Non Institutions	E-Voting	46525734	1227211	2.6377	1226413	798	99.9350	0.0650
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		1227211	2.6377	1226413	798	99.9350	0.0650
Total		205614788	152834828	74.3307	152834030	798	99.9995	0.0005





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 Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015]

To,
Mr. Rajesh Parte
The Company Secretary & Compliance Officer
Blue Star Limited

76th Annual General Meeting held on Tuesday, August 6, 2024 at 3:30 P.M. IST

Dear Sir,

1. I, **Bharat R Upadhyay**, Partner of M/s. N L Bhatia & Associates, Practicing Company Secretaries have been appointed as the Scrutiniser by the Board of Directors of **Blue Star Limited (the "Company")** at its Board Meeting held on **Thursday, May 2, 2024** for the purpose of scrutinising the remote e-voting and e-voting at the Annual General Meeting ('AGM') as per the provisions of Section 108 of the Companies Act, 2013 (**"the Act"**) read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended from time to time (**the 'Rules'**) and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, (**"the Listing Regulations"**) on the resolutions contained in the Notice of the 76th AGM of the Members of the Company, held on **Tuesday, August 6, 2024 at 3:30 P.M. (IST) through Video Conferencing/Other Audio Visual Means.**
2. Further to above, I submit my report as under:
 - 2.1 Pursuant to the General Circular numbers 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020, 20/2020 dated May 5, 2020, and 09/2023 dated September 25, 2023 issued by the Ministry of Corporate Affairs (MCA) and Master Circular number SEBI/HO/CFD/PoD2/CIR/P/2023/120 dated July 11, 2023 read with Circular number SEBI/HO/CFD/CFD-PoD-2/P/CIR/2023/167 dated October 7, 2023 issued by Securities and Exchange Board of India (**"SEBI"**) (hereinafter collectively referred to as the '**Circulars**'), the Notice of the 76th AGM dated **Thursday, May 2, 2024** along with the Annual Report of the Company and procedure for remote e-voting and



e-voting during the AGM were sent to **81,206 Members** on July, 13, 2024, whose email addresses were registered with the Company/Registrar & Transfer Agent/Depository Participants. Also, in compliance with the Circulars, the Company has dispatched hard copy of Annual Report to those Members who had requested for the same.

- 2.2 The Company had appointed NSDL for remote e-voting facility and e-voting during the AGM.
- 2.3 The Members of the Company as on the **"Cut-off" date i.e. Tuesday, July 30, 2024** were entitled to vote on the resolutions (**Item Nos. 1 to 4**) as set out in the Notice of the 76th AGM.
- 2.4 The remote e-voting period commenced on **Friday, August 2, 2024 (9:00 a.m. IST) and ends on Monday, August 5, 2024 (5:00 p.m. IST)** and the remote e-voting platform was disabled by NSDL thereafter. The facility for casting the e-voting was made available during the AGM.
- 2.5 The Chairman at the 76th AGM, held on **Tuesday, August 6, 2024** had announced that the Members who have not exercised their votes through remote e-voting may, if they wish to, exercise their votes through e-voting system being provided during the AGM.
- 2.6 My responsibility as a Scrutiniser for the remote e-voting and e-voting during the AGM is restricted to provide the Scrutiniser's Report of the votes cast **"IN FAVOUR" or "AGAINST"** on the resolutions stated in the Notice based on the reports generated from the e-voting system of NSDL.
- 2.7 In compliance with the Circulars, the Company has published an advertisement in the **"Financial Express" (English - All India Edition) and "Mumbai Lakshadeep" (Marathi - Mumbai Edition)**, newspapers on **June 25, 2024** regarding intimation of AGM to be held through VC/OAVM, the manner of registering the email addresses along with the bank account mandate, record date intimation and all other requisite details, as specified in the Circulars.
- 2.8 Pursuant to the provisions of the Act read with Rules and Circulars, the Company has also published an advertisement in the **"Financial Express" (English - All India Edition) and "Mumbai Lakshadeep" (Marathi - Mumbai Edition)**, newspapers on **July 14, 2024** specifying dispatch of Notice of 76th AGM along with Annual Report and the requisite details of remote e-voting.

3. After the closure of e-voting at the AGM, the report on e-voting was diligently scrutinised and the votes cast under remote e-voting facility were thereafter unblocked in the presence of two witnesses who were not in the employment of the Company. I have scrutinised and



reviewed the remote e-voting, voting during the AGM and the votes cast therein based on the data downloaded from the NSDL e-voting system.

My Consolidated Report on the results of voting through remote e-voting and e-voting during the AGM are as under:

Item No. 1: Ordinary Business: As an Ordinary Resolution:

Adoption of Audited Financial Statements (Standalone and Consolidated), along with the Reports of the Board of Directors and Auditors thereon for the Financial Year ended March 31, 2024.

Out of total 88,792 members, 556 members cast their votes by remote e-voting and 5 members voted during the AGM.

Particulars	Number of members voted through			Number of votes contained in			(%)*
	E-voting	Poll/Tab Voting at the AGM	Total	E-voting	Poll/Tab Voting at the AGM	Total	
Assent	548	5	553	152418031	72329	152490360	99.7746
Dissent	8	0	8	344469	0	344469	0.2254
Total	556	5	561	152762500	72329	152834829	100

**The figures have been rounded off to four (4) decimal places.*



Item No. 2: Ordinary Business: As an Ordinary Resolution:

Declaration of Final Dividend of Rs. 7/- per equity share of the face value of Rs 2/- each of the Company for the financial year ended March 31, 2024.

Out of total **88,792 members**, **558 members** cast their votes by remote e-voting and **5 members** voted during the AGM.

Particulars	Number of members voted through			Number of votes contained in			(*)*
	E-voting	Poll/Tab Voting at the AGM	Total	E-voting	Poll/Tab Voting at the AGM	Total	
Assent	550	5	555	152848663	72329	152920992	99.9995
Dissent	8	0	8	805	0	805	0.0005
Total	558	5	563	152849468	72329	152921797	100

**The figures have been rounded off to four (4) decimal places.*



Item No.3: Ordinary Business: As an Ordinary Resolution:

Appointment of Ms Sunaina Murthy (DIN: 07865860), who retires by rotation, and being eligible, offers herself for re-appointment.

Out of total **88,792 members**, **556 members** cast their votes by remote e-voting and **5 members** voted during the AGM.

Particulars	Number of members voted through			Number of votes contained in			(%)*
	E-voting	Poll/Tab Voting at the AGM	Total	E-voting	Poll/Tab Voting at the AGM	Total	
Assent	526	5	531	148880347	72329	148952676	97.4599
Dissent	30	0	30	3882154	0	3882154	2.5401
Total	556	5	561	152762501	72329	152834830	100

**The figures have been rounded off to four (4) decimal places.*



Item No. 4: Special Business: As an Ordinary Resolution:**Approval of Cost Auditors' remuneration for FY24 and FY25**

Out of total **88,792 members**, **555 members** cast their votes by remote e-voting and **5 members** voted during the AGM.

Particulars	Number of members voted through			Number of votes contained in			(%)*
	E-voting	Poll/Tab Voting at the AGM	Total	E-voting	Poll/Tab Voting at the AGM	Total	
Assent	546	5	551	152761701	72329	152834030	99.9995
Dissent	9	0	9	798	0	798	0.0005
Total	555	5	560	152762499	72329	152834828	100

**The figures have been rounded off to four (4) decimal places.*



4. Registers and all relevant records containing details of members, who voted **"IN FAVOUR"**, or **"AGAINST"** for each resolution under remote e-voting and voting during the AGM will be handed over to Mr. Rajesh Parte, Company Secretary & Compliance Officer of the Company for safe custody.
5. In view of the above, I hereby certify that the aforesaid resolutions have been approved and passed by the members with requisite majority. The resolutions as set forth in the Notice are deemed to be passed as on the date of the 76th AGM of the Company i.e. **Tuesday, August 6, 2024.**

Date : August 6, 2024

Place : Mumbai

**For N L Bhatia & Associates
Practising Company Secretaries
UIN: P1996MH055800
P/R No : 700/2020**



Handwritten signature of Bharat R. Upadhyay

**Bharat R. Upadhyay
Partner
FCS: 5436
CP. No.: 4457
UDIN: F005436F000913277**

For Blue Star Limited

**Rajesh Parte
Company Secretary & Compliance Officer
(Authorised Representative)**