



BLUE STAR

March 7, 2013

**To,
The Secretary
The Bombay Stock Exchange Ltd.
Floor 25, P.J. Towers
Dalal Street
Mumbai 400 001.**

Fax No. 22723121

Dear Sirs,

Company Code : 500067

Sub: Postal Ballot Result

Mr. Ashok M Advani, Chairman of the Company has today i.e., March 7, 2013 announced the result of the Postal Ballot process carried out for seeking the consent of the Members for the following resolutions:

1. Special Resolution for introducing and implementing Blue Star Employees Stock Option Scheme, 2013.
2. Special Resolution for extending the benefits of Blue Star Employees Stock Option Scheme, 2013 to the Employees / Directors of Subsidiary Companies.

In this regard, please find attached herewith a copy of the Report submitted by the Scrutinizer, Mr. Haresh M. Jani, Practising Company Secretary, appointed to conduct the Postal Ballot process.

Furthermore, please note that all the resolutions mentioned in the Postal Ballot Notice dated January 18, 2013 have been passed as Special Resolutions with requisite majority.

Category wise Result in terms of clause 35A is being sent separately.

Thanking You,

Very truly yours,
BLUE STAR LIMITED

**SANGAMESHWAR IYER
COMPANY SECRETARY**

Encl: As above

Blue Star Limited
Kasturi Buildings,
Mohan T Advani Chowk,
Jamshedji Tata Road,
Mumbai 400 020, India.
Tel : +91 22 6665 4000
Fax : +91 22 6665 4152
www.bluestarindia.com



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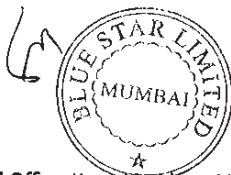
DECLARATION OF RESULT

The Board of Directors of the Company at its meeting held on January 18, 2013, had proposed the following Special Resolutions for approval of the Shareholders through Postal Ballot. Accordingly, vide Postal Ballot Notice dated January 18, 2013, two (2) Special Resolutions with their respective Explanatory Statement were sent to the Shareholders, alongwith a Postal Ballot Form and pre-paid self addressed business reply envelope, for their approval / consent. Mr. Haresh Jani, Practising Company Secretary, was appointed as Scrutinizer for conducting the Postal Ballot process in a fair and transparent manner. The last date for receipt of the duly completed Postal Ballot Forms was fixed on Saturday, March 2, 2013, till close of working hours of the Company, i.e. 6.00 p.m.. The Scrutinizer has submitted his report on the Postal Ballot to the undersigned, based on which the undersigned has announced result of the Postal Ballot to the Shareholders on March 7, 2013 at 2.00 p.m. at the Registered Office of the Company.

Based on the Scrutinizer's Report dated 2 January 2013, the result of the Postal Ballot is as follows:

Item No. 1: Special Resolution for introducing and implementing Blue Star Employees Stock Option Scheme, 2013:

Sr. No.	Particulars	Resolution No. 1	
		To Introduce and implement Blue Star Employees Stock Option Scheme 2013	
		No. of PBF/ E-Voting	No. of Shares
i)	Postal Ballot Forms (PBF) received	871	14703502
ii)	E-Voting Confirmations	120	38488542
	TOTAL VOTING	991	53192044
iii)	Less: a) Invalid Postal Ballot Forms	79	1231431
	b) Duplicate Voting (as voted in both Physical Postal Ballot and thru E-Voting)	5	1192
iv)	Net Valid Postal Ballot Forms / E-voting confirmations:	907	51959421
a)	Postal Ballot Forms / E-voting with assent for the Resolution	806	51553737
	% of Assent	88.86	99.22
b)	Postal Ballot Forms / E-voting with dissent for the Resolution	101	405684
	% of Dissent	11.14	0.78





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Item No. 2: Special Resolution for extending the benefits of Blue Star Employees Stock Option Scheme, 2013 to the Employees / Directors of Subsidiary Companies:

Sr. No.	Particulars	Resolution No. 2 To Extend the benefits of Blue Star Employees Stock Option Scheme 2013 to the Employees / Directors of Subsidiary Companies	
		No. of PBF / E-Voting	No. of Shares
i)	Postal Ballot Forms (PBF) received	871	14702313
ii)	E-Voting Confirmations	122	38492644
	TOTAL VOTING	993	53194957
iii)	Less: a) Invalid Postal Ballot Forms	112	1268809
	b) Duplicate Voting (as voted in both Physical Postal Ballot and thru E-Voting)	5	1192
iv)	Net Valid Postal Ballot Forms / E-voting confirmations:	876	51924956
a)	Postal Ballot Forms / E-voting with assent for the Resolution	753	51504347
	% of Assent	85.96	99.19
b)	Postal Ballot Forms / E-voting with dissent for the Resolution	123	420609
	% of Dissent	14.04	0.81

All the above Special Resolutions mentioned in the Postal Ballot Notice dated January 18, 2013 have therefore been approved by the Shareholders, with the requisite majority.

Date: **March 7, 2013**
Place: **Mumbai**



For Blue Star Limited

Ashok M. Advani

Ashok M. Advani
Chairman

LM



HARESH M. JANI
B.COM., L.L.B., F.C.S.

HARESH JANI & ASSOCIATES

COMPANY SECRETARIES

G-1, Manisha Apartment, Ground Floor, Pushtikar Society
Road No. 4, Jogeshwari (West), Mumbai - 400 102. India.
e-mail : hmjani@gmail.com Tel. : 2678 0807

Date: 07.03.2013

The Chairman,
Board of Directors,
Blue Star Limited
Kasturi Buildings,
Mohan T. Adwani Chowk,
Jamshedji Tata Road,
Mumbai – 400 020.

Dear Sirs,

Sub: Postal Ballot- Scrutinizer's Report

The Board of Directors of the Company at its meeting held on January 18, 2013, has appointed me as "Scrutinizer" for voting by Postal Ballot to be carried out by the Company pursuant to Section 192A of the Companies Act 1956 ('the Act'), read with the Companies (Passing of the Resolutions by Postal Ballot) Rules, 2011 ('the Rules'), in respect of the resolutions as given below:

1. Special Resolution under Section 79A and 81 of the Companies Act, 1956 seeking shareholders' consent to introduce and implement Blue Star Employee Stock Option Scheme 2013, for the Employees / Managing and Whole-time Directors of the Company.
2. Special Resolution under Section 79A and 81 of the Companies Act, 1956 seeking shareholders' consent for extending the benefits of Blue Star Employee Stock Option Scheme 2013 to the Employees / Directors of Subsidiary Companies.

I HEREBY SUBMIT MY REPORT AS UNDER:

1. The Company had completed dispatch of Postal Ballot Forms / e-mailed details of electronic voting to the Members on January 30, 2013, whose names appeared in the Register of Members / Records of Depositories as on January 25, 2013.
2. The Company had made arrangement with National Securities Depository Limited (NSDL) for providing electronic voting facilities to all the Members, who were eligible to take part in the voting process.
3. The particulars of all Postal Ballot Forms / details of electronic votes received from Members have been entered in a separate Register maintained for the purpose.
4. All Postal Ballot Forms / electronic votes received upto the close of working hours on Saturday, March 2, 2013 were considered for my scrutiny. For electronic voting, I have relied on the data of voting available on the NSDL portal for the same.





HARESH M. JANI
B.COM., L.L.B., F.C.S.

HARESH JANI & ASSOCIATES

COMPANY SECRETARIES

G-1, Manisha Apartment, Ground Floor, Pushtikar Society
Road No. 4, Jogeshwari (West), Mumbai - 400 102, India.
e-mail : hmjani@gmail.com Tel. : 2678 0807

5. Summary of the Postal Ballot Forms / Electronic Votes received is as under:

Sr. No.	Particulars	Resolution No. 1 To Introduce and implement Blue Star Employees Stock Option Scheme 2013		Resolution No. 2 To Extend the benefits of Blue Star Employees Stock Option Scheme 2013 to the Employees / Directors of Subsidiary Companies	
		No. of PBF/ E- Voting	No. of Shares	No. of PBF / E-Voting	No. of Shares
i)	Postal Ballot Forms (PBF) received	871	14703502@	871	14702313*
ii)	E-Voting Confirmations	120	38488542	122	38492644
	TOTAL VOTING	991	53192044	993	53194957
iii)	Less: a) Invalid Postal Ballot Forms	79	1231431	112	1268809
	b) Duplicate Voting (as voted in both Physical Postal Ballot and thru E- Voting)	5	1192	5	1192
iv)	Net Valid Postal Ballot Forms / E-voting confirmations:	907	51959421	876	51924956
a)	Postal Ballot Forms / E- voting with assent for the Resolution	806	51553737	753	51504347
	% of Assent	88.86	99.22	85.96	99.19
b)	Postal Ballot Forms / E- voting with dissent for the Resolution	101	405684	123	420609
	% of Dissent	11.14	0.78	14.04	0.81

Note:

@: Actual Shares voted are 14703502 as against 14703887 actual shares held, thereby voting for 385 shares less.

*: Actual Shares voted are 14702313 as against 14703887 actual shares held, thereby voting for 1574 shares less.

6. On reckoning the voting rights of the Members of the Company, I report that the percentage of Assent (Voted for the Resolution) in respect of:

- a. Special Resolution under Section 79A and 81 of the Companies Act, 1956 seeking shareholders' consent to introduce and implement Blue Star Employee





HARESH M. JANI
B.COM., L.L.B., F.C.S.

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Stock Option Scheme 2013 for the Employees / Managing and Whole-time Directors of the Company is **99.22%**

- b. Special Resolution under Section 79A and 81 of the Companies Act, 1956 seeking shareholders' consent for extending the benefits of Blue Star Employee Stock Option Scheme 2013 to the Employees / Directors of Subsidiary Companies is **99.19%**
7. I am handing over the Postal Ballot Forms and other related papers / registers and records to Mr. Sangameshwar Iyer, Company Secretary, with a request to him to hand it over to the Chairman.
8. You may accordingly declare the result of the Postal Ballot exercise.

Yours Sincerely,

Haresh M. Jani
(Proprietor)
FCS No. 4570
C.P. No. 2236

