MINUTES OF THE ANNOUNCEMENT OF RESULTS OF POSTAL BALLOT OF BLUE DART EXPRESS LIMITED HELD ON SATURDAY, MARCH 28, 2015 AT 11.30 P.M. AT THE REGISTERED OFFICE OF THE COMPANY AT BLUE DART CENTRE, SAHAR AIRPORT ROAD, ANDHERI (E), MUMBAI-400 099.

PRESENT:

Mr. Sharad Upasani	-	Chairman
Mr. Anil Khanna	-	Managing Director
Mr. Malcolm Monteiro	-	Representative of DHL Express (Singapore) Pte Pte. Ltd.
Mr. Suresh G. Sheth	-	Director

IN ATTENDANCE:

Mr. Yogesh Dhingra	-	CFO & COO
Mr. Tushar Gunderia	-	Company Secretary

Mr. Sharad Upasani, Chairman, took the Chair and welcomed the Directors and Members of the Company present.

The Chairman informed that the Board of Directors of the Company ('the Board') at the meeting held on January 29, 2015, on recommendation of Nomination & Remuneration Committee and subject to approval of Members, approved the appointment of Mr. Narendra P. Sarda as an Independent Director of the Company in terms of Section 149, 152 read with Schedule IV of the Companies Act, 2013 ('the Act'), or any amendment thereto or modification thereof for a period of 2 (two) years with effect from March 28, 2015 as stated in the Postal Ballot Notice dated January 29, 2015.

At the same meeting, the Board of Directors had appointed Mr. Nilesh Shah, Practicing Company Secretary as Scrutinizer for conducting the Postal Ballot and e-voting process in accordance with the law in a fair and transparent manner.

The Postal Ballot Notice along with the Ballot paper and self-addressed postage prepaid envelopes were sent by speed post to all those shareholders whose e-mail ids were not registered with the Company and by electronic means to those shareholders who had registered their email ids with the Company. The cut-off date for determining Shareholders to whom postal ballot notice should be sent was fixed as February 13, 2015.

It was also informed that, by newspaper advertisement published in the Economic Times and Maharashtra Times on February 24, 2015, shareholders were informed about the completion of dispatch of Postal Ballot forms and appointment of Mr. Nilesh Shah, Practicing Company Secretary as Scrutinizer. Further, the shareholders were intimated that, voting period for physical voting through Postal Ballot and e-voting process would be from February 24, 2015 (10 a.m.) to March 25, 2015 (6 p.m.) and any ballot form received thereafter would be treated as response not being received from the shareholder.

The Chairman further informed that Mr. Nilesh Shah, Practicing Company Secretary, who was appointed as Scrutinizer, after due scrutiny of all the postal ballot forms received and on noting of e-voting process, submitted his report dated March 27, 2015 on physical voting (through postal ballot) and e-voting.

CHAIRMAN'S INITIALS

The results of the Postal Ballot declared by Mr. Sharad Upasani, Chairman are summarized as follows:

(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**	**20812957**	**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**

Mr. Sharad Upasani, Chairman announced that an 'Ordinary Resolution' as mentioned in the Postal Ballot Notice dated January 29, 2015 and reproduced hereunder was passed by the requisite majority.

CHAIRMAN'S INITIALS

Appointment of Mr. Narendra P. Sarda as an Independent Director of the Company.

"**RESOLVED THAT** pursuant to the provisions of Section 149, 152 and other applicable provisions, if any of the Companies Act, 2013 ('the Act') read with Schedule IV to the Act and the Companies (Appointment and Qualification of Directors) Rules, 2014 ('the Rules'), including any statutory modification(s) or any amendment or any substitution or any re-enactment thereof for the time being in force and Clause 49 of the Listing Agreement, Mr. Narendra P. Sarda (DIN 03480129), who has submitted a declaration that he meets the criteria of independence as provided in Section 149(6) of the Act and who is eligible for appointment and in respect of whom the Company has received a notice in writing from a member under Section 160 of the Act, proposing his candidature for the office of a Director, be and is hereby appointed as an Independent Director of the Company, not liable to retire by rotation, to hold office for a period of 2 (two) consecutive years with effect from March 28, 2015.

RESOLVED FURTHER THAT any Director and/ or the Company Secretary of the Company, be and is hereby authorised severally to do all such acts, deeds, matters and things as may be considered necessary or desirable to give effect to this resolution and matters incidental thereto."

Mr. Tushar Gunderia, Company Secretary, proposed a vote of thanks.

CHAIRMAN

Place: Mumbai

Date : March 28, 2015