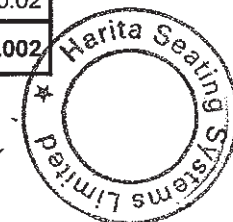


Date of the AGM/EGM/Postal Ballot		23 rd March 2016							
Total number of shareholders on record date		6086							
No. of shareholders present in the meeting either in person or through proxy: Promoters and Promoter Group: Public:		N.A.							
No. of Shareholders attended the meeting through Video Conferencing Promoters and Promoter Group: Public		N.A.							
Item No. 1		Approving the appointment of Ms Sasikala Varadachari as a Non- Executive Independent director of the company in terms of sections 149, 150, 152, 160 and other applicable provisions of the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015							
Resolution required: (Ordinary/ Special)		Ordinary							
Whether promoter/ promoter group are interested in the agenda/resolution?		No							
Category	Mode of Voting	No. of shares held (1)	No. of votes casted (2)	% of Votes casted on outstanding shares (3)=[(2)/(1)]*100	No. of Votes in favour (4)	No. of Votes against (5)	% of Votes in favour on votes casted (6)=[(4)/(2)]*100	% of Votes against on votes casted (7)=[(5)/(2)]*100	
Promoter and Promoter Group	E-Voting	51,54,900	51,54,900	100.00	51,54,900	-	100.00	-	
	Poll		Not Applicable						
	Postal Ballot		-	-	-	-	-	-	
	Total	51,54,900	51,54,900	100.00	51,54,900	-	100.00	-	
Public- Institutions	E-Voting	6,75,169	6,74,969	99.97	6,74,969	-	100.00	-	
	Poll		Not Applicable						
	Postal Ballot		-	-	-	-	-	-	
	Total	6,75,169	6,74,969	99.97	6,74,969	-	100.00	-	
Public- Non Institutions	E-Voting	19,38,971	4,05,856	20.93	4,05,754	102	99.97	0.03	
	Poll		Not Applicable						
	Postal Ballot		54,207	2.80	54,207	-	100	-	
	Total	19,38,971	4,60,063	23.73	4,59,961	102	99.98	0.02	
Total		77,69,040	62,89,932	80.96	62,89,830	102	99.998	0.002	



[Handwritten signature]



B.CHANDRA
PRACTISING COMPANY SECRETARY

AG 3 RAGAMALIKA,
No.26, Kumaran Colony Main Road,
Vadapalani,
Chennai – 26

E-mail: bchandra1@gmail.com
bchandracosecy@gmail.com
H/P: 9840276313, 9840375053

23rd March, 2016

SCRUTINIZER'S REPORT

To

The Chairman,

M/s. Harita Seating Systems Limited,
"Jayalakshmi Estates",
No. 29, Haddows Road,
Chennai – 600 006

Subject: Ordinary Resolution under Section 149, 150, 152 and 160 and other applicable provisions, if any of the Companies Act 2013, empowering the Company to appoint Ms. Sasikala Varadachari as a Non-Executive Independent Director of the Company.

Dear Sir,

Please refer to your letter dated 11th February 2016 appointing me as the Scrutinizer for the purpose of ascertaining the result of the above said resolution(s) passed by means of Postal Ballot process.

As per the information furnished to me by the Company and after carrying out the scrutiny of the Postal Ballot Forms (both by physical mode & e voting) received from the members of the Company, I hereby submit my report as under:

1.1	The Company, on 19 th February 2016 completed the dispatch of Postal Ballot Forms along with self-addressed postage prepaid envelope to its Members whose e mail ids are not registered with the Company but whose name(s) appeared on the Register of Members/list of beneficiaries as on 12 th February 2016. In respect of those members whose e mail id is registered with the Company, the Postal ballot forms along with the notice and the Statement were sent by e mail on the same date through the Registrar & Transfer Agent M/s Sundaram-Clayton Limited.
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	Members were also given the option to vote electronically on e-voting platform, provided by the National Services Depository Limited (NSDL), as an alternate, for its Members to enable them to cast their votes electronically instead of dispatching Postal Ballot Form.
1.2	The Public Advertisement with respect to dispatch of postal ballot was published on 20 th February 2016 in "BUSINESS STANDARD" English Daily News Paper & "MAKKAL KURAL" Tamil Daily News Paper.
1.3	In terms of the Public Notice, the last date and time fixed to receive the Postal Ballot Forms from the members was not later than close of working hours(i.e. before 5.00 PM on Tuesday, 22 nd March 2016. In case of E voting, members were requested to cast their votes electronically before 5.00 P.M., Tuesday, 22 nd March 2016.
1.4	Particulars of all the postal ballot forms received from the Members physically and votes cast electronically have been entered in a register separately maintained for the purpose.
1.5	The postal ballot forms were kept under the safe custody in a sealed and tamper proof ballot box.
1.6	The ballots was opened on 22 nd March 2016 at 5.15 P.M. in my presence. The votes downloaded from the e-Voting system were collated on 22 nd March 2016 at 5.15 P.M. No duplicate votes were however could be detected.
1.7	The postal ballot forms were duly opened in my presence and scrutinized and the shareholding was matched/ confirmed with the Register of Members of the company/list of beneficiaries as on 12 th February 2016 as maintained by the Company. Votes cast by e voting were matched with the Register of Members of the company/ list of beneficiaries and checked for duplication viz, voting by both physical and electronic mode.
1.8	All postal ballot forms received and votes cast through e-voting upto 5.00 PM on 22 nd March 2016, the last date and time fixed by the Company for receipt of the forms, were considered for my scrutiny.
1.9	There were no envelopes containing postal ballot forms received after 5.00 PM on 22 nd March 2016 and therefore considering them did not arise. .
1.10	303 envelopes containing postal ballot form were returned undelivered.
1.11	I did not find any defaced or mutilated ballot papers.

2. A summary of the postal ballot forms process is given below:

2.1 With reference to resolution proposed to be passed as a Ordinary Resolution under Section 149, 150, 152, 160 of the Companies Act 2013 - Passing of resolution by means of Postal Ballot in terms of Section 110 read with Section 2(65) and all other applicable provisions of the Companies Act 2013 and Rules framed there under.

Particulars		No. of postal ballot forms	Total No. of votes
PHYSICAL			
(a)	Total postal ballot forms received	223	57,866
(b)	Less: Invalid postal ballot forms (as per register)	22	3,659
(c)	Net valid postal ballot forms/ No. of votes (as per register)	201	54,207
(d)	Postal ballot forms / No. of votes with assent to the Resolution	201	54,207
(e)	Postal ballot forms / No. of votes with dissent to the Resolution	0	0
E VOTING			
Particulars		Voter Count	Vote Count
(a)	Total count	52	62,35,725
(b)	Invalid votes	--	---
(c)	Valid votes	52	62,35,725
(d)	Total votes – Assent to the resolution	51	62,35,623
(e)	Total votes – Dissent to the resolution	1	102

SUMMARY

Particulars	IN NOS. (Shares)	IN %
Total votes – Assent to the resolution	62,89,830	99.998%
Total votes – Dissent to the resolution	102	0.002%
TOTAL	62,89,932	100%

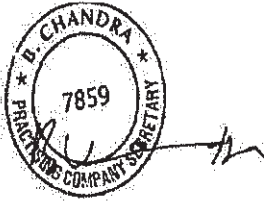
Since 62,89,830 being the no. of votes have given assent to the aforesaid Ordinary Resolution constituting 99.998% of the total number of votes representing net valid votes cast as per

summary above, I hereby report that the above said resolution be passed as an ordinary resolution.

3. I have handed over the Postal Ballot Forms, the data sheet relating to e-voting and other related papers/registers, records for the safe custody to Mr. H Lakshmanan, Chairman, authorized by the Board to supervise the postal ballot process.
4. You may accordingly declare the result of the voting by Postal Ballot.

Thanking you,

Yours faithfully,



B Chandra

Company Secretary in Practice

CP No. 7859

Enclosures: Register of the Scrutinizer
Total Postal Ballot Forms 223 in numbers
Data sheet relating to e-voting