

12th September, 2018

To,
The Listing Manager
Department of Corporate Services,
Bombay Stock Exchange
P.J. Towers, Dalal Street,
Mumbai - 400 001

Subject:- Voting Result and Scuritinizer Report for the 24th Annual General Meeting (AGM) held on 10th September, 2018

Ref:- Stock Code 532841

Dear Sir,

This has reference to the captioned subject, The AGM of Sahyadri Industries Limited was held on Monday, 10th September, 2018 at 3.30 PM at Plot No. 39, Block No. D-III, MIDC, Chinchwad, Pune - 411 019 in this connection, please find enclosed the following:

1. Voting Result pursuant to Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, read with SEBI Circular No. CIR/CFD/CMD/8/2015 dated 4th November, 2015;
2. Scrutinizers' Report pursuant to section 108 of Companies Act, 2013 and read with Rule 20 of the Companies (Management and Administration) Rule, 2014 including amendments thereof on remote e-voting and voting by ballot Forms at AGM .

Based on aforesaid Scrutinizers' Report the Resolution for item No. 1 to 6 of AGM notice were passed with unanimously.

You are requested to take the same on your record.

Thanking you.

Yours Faithfully,
FOR SAHYADRI INDUSTRIES LIMITED


NEHA PATHAK
COMPLIANCE OFFICER



Encl:- As above.

Suvir Govind Saraf
B.COM, ACS

Company Secretary

Office: Flat No 3, Building A, Kanchan
Nagari Soc, Near Wondercity, Katraj
Pune - 411046
Mobile: 9766037763
Email ID: suvirgsaraf@gmail.com

To
The Chairman,
24th Annual General Meeting,
Sahyadri Industries Limited,
39/D Gultekdi N Marg
Pune - 411037

Sub: Results of E-voting and voting by Poll

Dear Sir,

I undersigned, Suvir Saraf, Practicing Company Secretary, have been appointed as Scrutinizer of Sahyadri Industries Limited ("the Company") for scrutinizing the e-voting process (during September 07, 2018 to September 09, 2018) and voting by poll (at 24th Annual General Meeting (AGM) held on September 10, 2018) conducted as per the provisions of the Companies Act, 2013.

The Compliance with the provisions of the Companies Act, 2013 and the rules made thereunder and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 relating to voting through electronic voting system (by remote e-voting) and voting by poll by the shareholders on the resolutions proposed in the Notice of the 24th Annual General Meeting of the Company is the responsibility of the management. My responsibility as a Scrutinizer is to ensure that the voting process through electronic voting system and by poll at the AGM are conducted in a fair and transparent manner and render consolidated scrutinizer's report of the total votes cast in favour or against if any, to the Chairman on the resolutions, based on the reports generated from the electronic voting system provided by Central Depository Services (India) Limited ("CDSL") and report on poll at the meeting.:




I hereby enclose below reports relating to the voting on the resolutions proposed at the 24th Annual General Meeting of the Company held on September 10, 2018:

- a) Report on E-voting;
- b) Report on Poll; and
- c) Combined report of e-voting and Poll

I hereby declare that the Resolution Nos. 1 to 6 have been passed unanimously as per the aforesaid Notice of the Annual General Meeting of the Company.

Thanking you,
Yours faithfully,



Suvir Saraf



ACS: 29981

C. P. No. 11409

Place: Pune

Date: September 12, 2018

Suvir Govind Saraf
B.COM, ACS

Office: Flat No 3, Building A, Kanchan
Nagari Soc, Near Wondercity, Katraj
Pune - 411046
Mobile: 9766037763
Email ID: suvirgsaraf@gmail.com

Company Secretary

Combined Report								
SAHYADRI INDUSTRIES LIMITED (CIN: L26956PN1994PLC078941)								
Annual General Meeting held on September 10, 2018								
Sr. No	Resolutions	E - voting		Voting by poll		Total		Result
		No. of Votes		No. of Votes		No. of Votes		
		For	Against	For	Against	For	Against	
1	Ordinary Resolution: To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended March 31, 2018 together with the Report of the Auditor's and Board of Directors thereon.	6352629	0	94568	0	6447197	0	Resolution passed unanimously
2	Ordinary Resolution: To re-appoint Mr. J.P. Patel, (DIN: 00131517) as Director of the Company, who retires by rotation and being eligible offers himself for re-appointment.	3703346	0	94568	0	3797914	0	Resolution passed unanimously
3	Ordinary Resolution: To ratify Appointment of M/s. Vijay S. Kalera and Associates, Chartered Accountants, Pune (Firm Registration No: 115160W) as Statutory Auditors of the Company for the Financial Year 2018-19.	6352629	0	94568	0	6447197	0	Resolution passed unanimously
4	Ordinary Resolution: Ratification of remuneration to be paid to Mr. J.P. Patel (DIN:00131517) Chairman of the Company.	3703346	0	94568	0	3797914	0	Resolution passed unanimously
5	Ordinary Resolution: Ratification of remuneration to be paid to Mr. S.V. Patel (DIN:	4280919	0	94568	0	4375487	0	Resolution passed unanimously
6	Ordinary Resolution: Ratification of remuneration of M/s. Nimkar Mohani, Cost Accountant as Cost Auditor.	6352629	0	94568	0	6447197	0	Resolution passed unanimously

Date: September 12, 2018

Place: Pune



Suvir Govind Saraf
B.COM, ACS

Office: Flat No 3, Building A, Kanchan
Nagari Soc, Near Wondercity, Katraj
Pune - 411046
Mobile: 9766037763
Email ID: suvirgsaraf@gmail.com

Company Secretary

Scrutinizer's Report

[Pursuant to Section 108 of the Companies Act, 2013 and 20 (4) (xii) of the Companies (Management and Administration) Rules, 2014 (Amendments Rules 2015)]

To,
The Chairman,

24th Annual General Meeting of the Equity shareholders of Sahyadri Industries Limited held on Monday, September 10, 2018 at 3:30 p.m. at Plot No.39, Block No. D-III, MIDC, Chinchwad, Pune-411019.

Dear Sir,

I, Suvir Saraf, Practicing Company Secretary, have been appointed as scrutinizer of Sahyadri Industries Limited ("the Company") for the purpose of scrutinizing the e-voting process in a fair and transparent manner & ascertaining the requisite majority on e-voting carried out as per the provisions of Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 (Amendments Rules 2015) on below mentioned resolutions, at the 24th Annual General Meeting of the Equity shareholders of Sahyadri Industries Limited held on Monday, September 10, 2018 at 3:30 p.m. at Plot No.39, Block No. D-III, MIDC, Chinchwad, Pune-411019. I submit my report as under:

1. The e-voting period remained open from September 07, 2018 (9.00 a.m.) to September 09, 2018 (5.00 p.m.)
2. The shareholders holding shares as on the "cut off" date i.e. September 03, 2018 were entitled to vote on the proposed resolutions (item no. 1 to 6 as set out in the Notice of the 24th Annual General Meeting (AGM) of the Company.



3. The votes were unblocked on September 10, 2018 at around 04.24 pm in the presence of two witnesses Ms. Aakanksha Kelkar, residing at Prabhat Road, Pune -411004 and Ms. Dhanashri Parthe, residing at Sinhagad Road, Pune-411030 who are not in the employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence.
4. Thereafter, the details containing, inter-alia, list of equity shareholders, who voted "For" and "Against", were downloaded from the e-voting website of Central Depository Services (India) Limited (CDSL) (URL: <https://www.evotingindia.com>)

AK Kelkar

Name: Aakanksha R. Kelkar
Prabhat Rd., Pune-411004

Dhanashri N. Parthe

Name: Dhanashri N. Parthe
Sinhagad Road, Pune-411030



5. The result of the e-voting is as under:

- a) **Ordinary Resolution No. 1:** – To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended March 31, 2018 together with the Report of the Auditor's and Board of Directors thereon.

(i) Voted **in favour** of the resolution:

Number of members voted through electronic voting system	Number of votes cast in favour of resolution	% of total number of valid votes cast
26	6352629	100

(ii) Voted **against** the resolution:

Number of members voted through electronic voting system	Number of votes cast against the resolution	% of total number of valid votes cast
NIL	NIL	NIL

(iii) **Not voted/Invalid** votes:

Total number of members who have not voted /whose votes were declared invalid	Total Number of shares involved
NIL	NIL



b) **Ordinary Resolution No. 2:**– To re-appoint Mr. J.P. Patel, (DIN: 00131517) as Director of the Company, who retires by rotation and being eligible offers himself for re-appointment.

(i) Voted **in favour** of the resolution:

Number of members voted through electronic voting system	Number of votes cast in favour of resolution	% of total number of valid votes cast
17	3703346	100

(ii) Voted **against** the resolution:

Number of members voted through electronic voting system	Number of votes cast against the resolution	% of total number of valid votes cast
NIL	NIL	NIL

(iii) **Not voted/Invalid** votes:

Total number of members who have not voted /whose votes were declared invalid	Total Number of shares involved
*9	2649283

*Votes cast by nine shareholders not considered being related party.

c) **Ordinary Resolution No. 3:** To ratify Appointment of M/s. Vijay S. Kalera and Associates, Chartered Accountants, Pune (Firm Registration No: 115160W) as Statutory Auditors of the Company for the Financial Year 2018-19.

(i) Voted **in favour** of the resolution:

Number of members voted through electronic voting system	Number of votes cast in favour of resolution	% of total number of valid votes cast
26	6352629	100

(ii) Voted **against** the resolution:

Number of members voted through electronic voting system	Number of votes cast against the resolution	% of total number of valid votes cast
NIL	NIL	NIL

(iii) **Not voted/Invalid** votes:

Total number of members who have not voted /whose votes were declared invalid	Total Number of shares involved
NIL	NIL

- d) **Ordinary Resolution No. 4:-** Ratification of remuneration to be paid to Mr. J.P. Patel (DIN: 00131517) Chairman of the Company.

(i) Voted **in favour** of the resolution:

Number of members voted through electronic voting system	Number of votes cast in favour of resolution	% of total number of valid votes cast
17	3703346	100

(ii) Voted **against** the resolution:

Number of members voted through electronic voting system	Number of votes cast against the resolution	% of total number of valid votes cast
NIL	NIL	NIL



(iii) **Not voted/Invalid** votes:

Total number of members who have not voted /whose votes were declared invalid	Total Number of shares involved
*9	2649283

*Votes cast by nine shareholders not considered being related party.

e) **Ordinary Resolution No. 5:**– Ratification of remuneration to be paid to Mr. S.V. Patel (DIN: 00131344) Managing Director of the Company.

(i) Voted **in favour** of the resolution:

Number of members voted through electronic voting system	Number of votes cast in favour of resolution	% of total number of valid votes cast
18	4280919	100

(ii) Voted **against** the resolution:

Number of members voted through electronic voting system	Number of votes cast against the resolution	% of total number of valid votes cast
NIL	NIL	NIL

(iii) **Not voted/Invalid** votes:

Total number of members who have not voted /whose votes were declared invalid	Total Number of shares involved
*8	2071710

*Votes cast by eight shareholders not considered being related party.



f) **Ordinary Resolution No. 6:** – Ratification of remuneration of M/s. Nimkar Mohani, Cost Accountant as Cost Auditor.

(i) Voted **in favour** of the resolution:

Number of members voted through electronic voting system	Number of votes cast in favour of resolution	% of total number of valid votes cast
26	6352629	100

(ii) Voted **against** the resolution:

Number of members voted through electronic voting system	Number of votes cast against the resolution	% of total number of valid votes cast
NIL	NIL	NIL

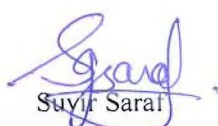
(iii) **Not voted/Invalid** votes:

Total number of members who have not voted /whose votes were declared invalid	Total Number of shares involved
NIL	NIL

6. The register, all other papers and relevant records relating to electronic voting shall remain in my safe custody until the Chairman considers, approves, signs the Minutes of the aforesaid Annual General Meeting and the same will be handed over to the Company Secretary for safe keeping.

Thanking you,

Yours faithfully,


Suyir Saraf



Practicing Company Secretary

C. P. No. 11409

ACS No.29981

Place: Pune

Date: September 12, 2018

Suvir Govind Saraf
B.COM, ACS

Office: Flat No 3, Building A, Kanchan
Nagari Soc, Near Wondercity, Katraj
Pune - 411046
Mobile: 9766037763
Email ID: suvirgsaraf@gmail.com

Company Secretary

Scrutinizer's Report

[Pursuant to Section 109 of the Companies Act, 2013 and Rule 21(2) of the Companies (Management and Administration) Rules, 2014]

To,
The Chairman,

24th Annual General Meeting of the Equity shareholders of Sahyadri Industries Limited held on Monday, September 10, 2018 at 3:30 p.m. at Plot No.39, Block No. D-III, MIDC, Chinchwad, Pune-411019.

Dear Sir,

I, Suvir Saraf, Practicing Company Secretary, have been appointed as scrutinizer of Sahyadri Industries Limited ("the Company") for the purpose of the poll taken on below mentioned resolutions, at 24th Annual General Meeting of the Equity shareholders of Sahyadri Industries Limited held on Monday, September 10, 2018 at 3:30 p.m. at Plot No.39, Block No. D-III, MIDC, Chinchwad, Pune-411019. I submit my report as under:

1. After the time fixed for discussion by the Chairman, a ballot box kept for polling was locked in my presence with due identification marks placed.
2. The locked ballot box was subsequently opened in my presence and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Company/ Registrar and Transfer Agents of the Company and the authorizations/ proxies lodged with the Company.



3. The poll papers, which were incomplete and/ or which were otherwise found defective have been treated as invalid and kept separately.
4. The result of the Poll is as under:

a) **Ordinary Resolution No. 1** – To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended March 31, 2018 together with the Report of the Auditor's and Board of Directors thereon.

(i) Voted **in favour** of the resolution:

Number of members Present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
14	94568	100

(ii) Voted **against** the resolution:

Number of members Present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
NIL	NIL	NIL

(iii) **Not voted/Invalid** votes:

Total number of members who have not voted /whose votes were declared invalid	Total number of shares involved
6	21

b) **Ordinary Resolution No.2** – To re-appoint Mr. J.P. Patel, (DIN: 00131517) as Director of the Company, who retires by rotation and being eligible offers himself for re-appointment.

(i) Voted **in favour** of the resolution:

Number of members Present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
14	94568	100



(ii) Voted **against** the resolution:

Number of members Present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
NIL	NIL	NIL

(iii) **Not voted/Invalid** votes:

Total number of members who have not voted /whose votes were declared invalid	Total number of shares involved
6	21

- c) **Ordinary Resolution No. 3** – To ratify Appointment of M/s. Vijay S. Kalera and Associates, Chartered Accountants, Pune (Firm Registration No: 115160W) as Statutory Auditors of the Company for the Financial Year 2018-19.

(i) Voted **in favour** of the resolution:

Number of members Present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
14	94568	100

(ii) Voted **against** the resolution:

Number of members Present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
NIL	NIL	NIL

(iii) **Not voted/Invalid** votes:

Total number of members who have not voted /whose votes were declared invalid	Total number of shares involved
6	21

- d) **Ordinary Resolution No. 4** – Ratification of remuneration to be paid to Mr. J.P. Patel (DIN: 00131517) Chairman of the Company.

(i) Voted **in favour** of the resolution:

Number of members Present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
14	94568	100

(ii) Voted **against** the resolution:

Number of members Present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
NIL	NIL	NIL

(iii) **Not voted/Invalid** votes:

Total number of members who have not voted /whose votes were declared invalid	Total number of shares involved
6	21

- e) **Ordinary Resolution No. 5** –Ratification of remuneration to be paid to Mr. S.V. Patel (DIN: 00131344) Managing Director of the Company.

(i) Voted **in favour** of the resolution:

Number of members Present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
14	94568	100



(ii) Voted **against** the resolution:

Number of members Present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
NIL	NIL	NIL

(iii) **Not voted/Invalid** votes:

Total number of members who have not voted /whose votes were declared invalid	Total number of shares involved
6	21

f) **Ordinary Resolution No. 6** – Ratification of remuneration of M/s. Nimkar Mohani, Cost Accountant as Cost Auditor.

(i) Voted **in favour** of the resolution:

Number of members Present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
14	94568	100

(ii) Voted **against** the resolution:

Number of members Present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
NIL	NIL	NIL

(iii) **Not voted/Invalid** votes:

Total number of members who have not voted /whose votes were declared invalid	Total Number of shares involved
6	21

5. A list of equity shareholders who voted " FOR", "AGAINST" and those whose votes were declared invalid for each resolution is enclosed.
6. The register, all other papers and relevant records relating to poll shall remain in my safe custody until the Chairman considers, approves, signs the Minutes of the aforesaid Annual General Meeting and the same will be handed over to the Company Secretary for safe keeping.

Thanking you,
Yours faithfully,



Suvir Saraf



Practicing Company Secretary
C. P. No. 11409
ACS No.29981
Place: Pune
Date: September 12, 2018