

SIL/CS/2019-20/38

14th August, 2019

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

BSE Code 532841

Subject: - Voting Result and Scuritinizer Report for the 25th Annual General Meeting

Dear Sir/Madam,

This has reference to the captioned subject, AGM of Sahyadri Industries Limited was held on Tuesday 13th August, 2019 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:

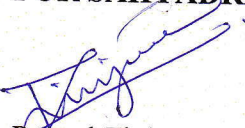
1. Voting Result pursuant to Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, read with SEBI Circular No. CIR/CFD/CMD/8/2015 dated 4th November, 2015;
2. Scrutinizers' Report pursuant to section 108 of Companies Act, 2013 and read with Rule 20 of the Companies (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 4 of AGM notice were passed unanimously.

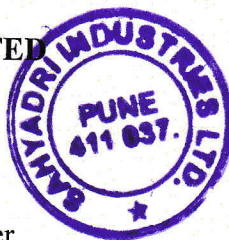
You are requested to take the same on your record.

Thanking you.

Yours Faithfully,
FOR SAHYADRI INDUSTRIES LIMITED



Prasad Zinjurde
Company Secretary and Compliance Officer



Encl: - As above

Suvir Govind Saraf
B.COM, ACS

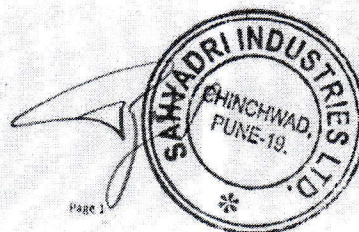
Company Secretary

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

Combined Report							
SAHYADRI INDUSTRIES LIMITED (CIN: L26956PN1994PLC078941)							
Annual General Meeting held on August 13, 2019							
Sr. No	Resolutions	E - voting		Voting by poll		Total	
		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, 2019 together with the Report of the Auditor's and Board of Directors thereon.	6352206	0	37892	0	6390098	0
2	Ordinary Resolution: To appoint a director in place of Mr. Satyen Patel, (DIN: 00131344), who retires by rotation and being eligible offers himself for re-appointment.	4280496	0	37892	0	4318388	0
3	Ordinary Resolution: To declare Dividend for the Financial Year ended March 31, 2019.	6352206	0	37892	0	6390098	0
4	Ordinary Resolution: Ratification of remuneration of M/s. Ninkar Molani, Cost Accountant as Cost Auditor.	6352206	0	37892	0	6390098	0

Date: August 14, 2019

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

To
The Chairman,
25th 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 August 10, 2019 to August 12, 2019) and voting by poll (at 25th Annual General Meeting (AGM) held on August 13, 2019) 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 25th 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 25th Annual General Meeting of the Company held on August 13, 2019:

- 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 4 have been passed unanimously as per the aforesaid Notice of the Annual General Meeting of the Company.

Thanking you,
Yours faithfully,



Suvir Saraf



Practicing Company Secretary

C. P. No. 11409.

ACS No.29981

Date: August 14, 2019

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,

25th Annual General Meeting of the Equity shareholders of Sahyadri Industries Limited held on Tuesday, August 13, 2019 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 at 25th Annual General Meeting of the Equity shareholders of Sahyadri Industries Limited held on Tuesday, August 13, 2019 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 August 10, 2019 (9.00 a.m.) to August 12, 2019 (5.00 p.m.)
2. The shareholders holding shares as on the "cut off" date i.e. August 06, 2019 were entitled to vote on the proposed resolutions (item no. 1 to 4 as set out in the Notice of the 25th Annual General Meeting (AGM) of the Company.
3. The votes were unblocked on August 13, 2019 at around 05.01 pm in the presence of two witnesses Ms. Mugdha Atkale, residing at B-7 Kashidnagar Pimple Gurav, Pune -411061 and Mr. Pratik Chavan, residing at Flat No. 01, Sai Residency, Pune-411041 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>)



Name: Mugdha Atkale
B-7, Kashidnagar,
Pimple Gurav,
Pune - 411061.



Name: Pratik Chavan
Flat No. 01, Sai Residency,
Pune - 411041



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, 2019 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
22	6352206	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 appoint a director in place of Mr. Satyen Patel, (DIN: 00131344), 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
14	4280496	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.

- c) **Ordinary Resolution No. 3:** To declare Dividend for the Financial Year ended March 31, 2019.

(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
22	6352206	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 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
22	6352206	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,


Suvir Saraf

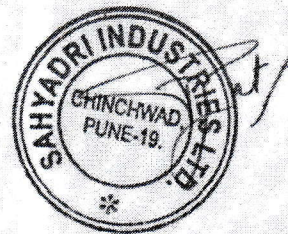
Practicing Company Secretary

C. P. No. 11409

ACS No.29981

Date: August 14, 2019

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

To,
The Chairman,

25th Annual General Meeting of the Equity shareholders of Sahyadri Industries Limited held on Tuesday, August 13, 2019 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 25th Annual General Meeting of the Equity shareholders of Sahyadri Industries Limited held on Tuesday, August 13, 2019 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, 2019 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
06	37892	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
NIL	NIL

- b) **Ordinary Resolution No.2** – To appoint a director in place of Mr. Satyen Patel, (DIN: 00131344), 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
06	37892	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
NIL	NIL

- c) **Ordinary Resolution No. 3** – To declare Dividend for the Financial Year ended March 31, 2019.

(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
06	37892	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
NIL	NIL

- d) **Ordinary Resolution No. 4** – 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
06	37892	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
NIL	NIL

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

Date: August 14, 2019

Place: Pune



