

Ref: SIPL/2017-18/0063

27th September, 2017

To
The Manager (Listing)
Corporate Relationship Dept.
BSE Limited
P J Tower,
Dalal Street,
Mumbai - 400 001

The Manager (Listing)
National Stock Exchange of India Limited
"Exchange Plaza",
Plot No C/1, G Block
BandraKurla Complex, Bandra (E)
Mumbai - 400 051

Company Code: 539346 (BSE)

NSE Symbol: SADBHIN (NSE)

Dear Sir/ madam,

Sub: Voting Results of 11th Annual General Meeting (AGM) of the Company held on 26th September, 2017 pursuant to Regulation 44 (3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we submit herewith the details of the Results of remote e-voting as well as Poll conducted at 11th AGM of the Company held on Tuesday, 26th September, 2017 at 11:00 AM at Lions Hall, Near Mithakhali Six Road, Ellisbridge, Ahmedabad-380006.

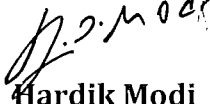
All the resolutions contained in the Notice dated 10th August, 2017 of the 11th AGM were approved by the requisite majority of shareholders through remote e-voting and poll conducted at the AGM place.

You are requested to take the same on record.

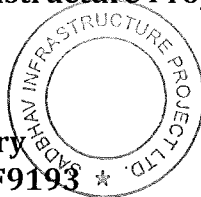
Thanking You,

Yours Faithfully,

For Sadbhav Infrastructure Project Limited


Hardik Modi

Company Secretary
Membership No. F9193



Encl: a. a

**DISCLOSURE OF VOTING RESULTS OF 11TH ANNUAL GENERAL MEETING OF
SADBHAV INFRASTRUCTURE PROJECT LIMITED
HELD ON 26TH SEPTEMBER, 2017**

Pursuant to Regulation 44 (3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

I. Attendance of members

Sr. No.	Particulars	Details
1	Date of AGM/ EGM	26 th September, 2017
2	Total number of shareholders on record date:	6559
3	No. of Shareholders present in the meeting either in person or through proxy:	
	i. In person	
	Promoters and Promoter Group	2
	Public	63
	ii. Through Proxy	
	Promoters and Promoter Group	0
	Public	3
4	No. of Shareholders attended the meeting through Video Conferencing:	
	Promoters and Promoter Group	Not Arranged
	Public	

II. Results of E-Voting / Poll by members

The mode of voting for all resolutions were:

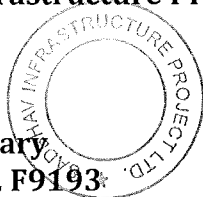
- E-voting and
- Poll papers provided to the Shareholders and proxy who attended the AGM personally and did not participate in the e-voting process.

Results of the e-voting in the prescribed format along with consolidated Scrutinizer's Report are annexed herewith.

Thanking You,
Yours faithfully,

For Sadbhav Infrastructure Project Limited

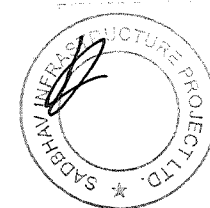

Hardik Modi
Company Secretary
Membership No. F9193



Encl: a. a

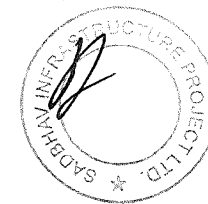
Sadbhav Infrastructure Project Limited

Resolution No. 1 :								
Adoption of (a) the audited Standalone financial statements of the Company for the financial year ended 31st March, 2017, the reports of the Board of Directors and Auditors thereon; and								
(b) the audited consolidated financial statements of the Company for the financial year ended 31st March, 2017 and the report of Auditors thereon.								
Resolution Required : (Ordinary/ Special)			Ordinary					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes –Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
Promoter and Promoter Group	E-Voting	244,030,911	244,030,911	100.00	244,030,911	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (If applicable)		N.A	N.A	N.A	N.A	N.A	N.A
	Total		244,030,911	244,030,911	100.00	244,030,911	0	100.00
Public Institutions	E-Voting	40,266,094	17,709,264	43.98	17,709,264	0	100.00	0.00
	Poll		1,481,880	3.68	1,481,880	0	100.00	0.00
	Postal Ballot (If applicable)		N.A	N.A	N.A	N.A	N.A	
	Total		40,266,094	19,191,144	47.66	19,191,144	0	100.00
Public Non Institutions	E-Voting	67,928,211	30,627,198	45.09	30,627,198	0	100.00	0.00
	Poll		386	0.00	386	0	100.00	0.00
	Postal Ballot (If applicable)		N.A	N.A	N.A	N.A	N.A	
	Total		67,928,211	30,627,584	45.09	30,627,584	0	100.00
Total		352,225,216	293,849,639	83.43	293,849,639	0	100.00	0.00



Sadbhav Infrastructure Project Limited

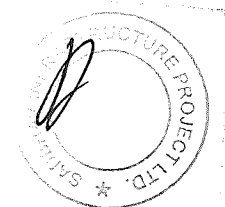
Resolution No. 2 : Re-Appointment of Mr. Nitin R. Patel (DIN: 00466330) who retires by rotation.								
Resolution Required : (Ordinary/ Special)			Ordinary					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes –Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	$[3]=\{[2]/[1]\}*100$	[4]	[5]	$[6]=\{[4]/[2]\}*100$	$[7]=\{[5]/[2]\}*100$
Promoter and Promoter Group	E-Voting	244,030,911	244,030,911	100.00	244,030,911	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (If applicable)		N.A	N.A	N.A	N.A	N.A	N.A
	Total		244,030,911	244,030,911	100.00	244,030,911	0	100.00
Public Institutions	E-Voting	40,266,094	17,709,264	43.98	17,709,264	0	100.00	0.00
	Poll		1,481,880	3.68	1,481,880	0	100.00	0.00
	Postal Ballot (If applicable)		N.A	N.A	N.A	N.A	N.A	N.A
	Total		40,266,094	19,191,144	47.66	19,191,144	0	100.00
Public Non Institutions	E-Voting	67,928,211	30,437,203	44.81	30,436,998	205	100.00	0.00
	Poll		386	0.00	386	0	100.00	0.00
	Postal Ballot (If applicable)		N.A	N.A	N.A	N.A	N.A	N.A
	Total		67,928,211	30,437,589	44.81	30,437,384	205	100.00
Total		352,225,216	293,659,644	83.37	293,659,439	205	100.00	0.00



Sadbhav Infrastructure Project Limited

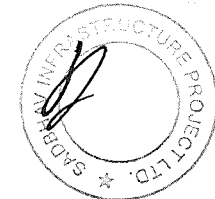
Resolution No. 3: Ratification of appointment of M/s. S R B C & CO. LLP and M/s. Manubhai & Shah LLP, Joint Statutory auditors and fixing their remuneration.

Resolution Required : (Ordinary/ Special)			Ordinary					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes –Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
Promoter and Promoter Group	E-Voting	244,030,911	244,030,911	100.00	244,030,911	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (If applicable)		N.A	N.A	N.A	N.A	N.A	N.A
	Total		244,030,911	244,030,911	100.00	244,030,911	0	100.00
Public Institutions	E-Voting	40,266,094	17,709,264	43.98	17,709,264	0	100.00	0.00
	Poll		1,481,880	3.68	1,481,880	0	100.00	0.00
	Postal Ballot (If applicable)		N.A	N.A	N.A	N.A	N.A	N.A
	Total		40,266,094	19,191,144	47.66	19,191,144	0	100.00
Public Non Institutions	E-Voting	67,928,211	30,627,198	45.09	30,627,198	0	100.00	0.00
	Poll		386	0.00	371	15	96.11	3.89
	Postal Ballot (If applicable)		N.A	N.A	N.A	N.A	N.A	N.A
	Total		67,928,211	30,627,584	45.09	30,627,569	15	100.00
Total		352,225,216	293,849,639	83.43	293,849,624	15	100.00	0.00



Sadbhav Infrastructure Project Limited

Resolution No. 4. Ratification of Remuneration of Cost Auditor.								
Resolution Required : (Ordinary/ Special)			Ordinary					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes –Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	$[3]=\{[2]/[1]\}*100$	[4]	[5]	$[6]=\{[4]/[2]\}*100$	$[7]=\{[5]/[2]\}*100$
Promoter and Promoter Group	E-Voting	244,030,911	244,030,911	100.00	244,030,911	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (If applicable)		N.A	N.A	N.A	N.A	N.A	N.A
	Total		244,030,911	244,030,911	100.00	244,030,911	0	100.00
Public Institutions	E-Voting	40,266,094	17,709,264	43.98	17,709,264	0	100.00	0.00
	Poll		1,481,880	3.68	1,481,880	0	100.00	0.00
	Postal Ballot (If applicable)		N.A	N.A	N.A	N.A	N.A	N.A
	Total		40,266,094	19,191,144	47.66	19,191,144	0	100.00
Public Non Institutions	E-Voting	67,928,211	30,627,198	45.09	30,627,198	0	100.00	0.00
	Poll		386	0.00	361	25	93.52	6.48
	Postal Ballot (If applicable)		N.A	N.A	N.A	N.A	N.A	N.A
	Total		67,928,211	30,627,584	45.09	30,627,559	25	100.00
Total		352,225,216	293,849,639	83.43	293,849,614	25	100.00	0.00



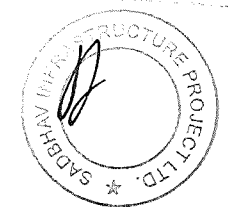
Sadbhav Infrastructure Project Limited

Resolution No. 5. Re-appointment of Mr. Vasistha C. Patel (DIN: 00048324) as Managing Director.								
Resolution Required : (Ordinary/ Special)			Ordinary					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes –Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
Promoter and Promoter Group	E-Voting	244,030,911	244,030,911	100.00	244,030,911	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (If applicable)		N.A	N.A	N.A	N.A	N.A	N.A
	Total		244,030,911	244,030,911	100.00	244,030,911	0	100.00
Public Institutions	E-Voting	40,266,094	17,709,264	43.98	17,709,264	0	100.00	0.00
	Poll		1,481,880	3.68	1,481,880	0	100.00	0.00
	Postal Ballot (If applicable)		N.A	N.A	N.A	N.A	N.A	N.A
	Total		40,266,094	19,191,144	47.66	19,191,144	0	100.00
Public Non Institutions	E-Voting	67,928,211	30,627,198	45.09	30,626,993	205	100.00	0.00
	Poll		386	0.00	386	0	100.00	0.00
	Postal Ballot (If applicable)		N.A	N.A	N.A	N.A	N.A	N.A
	Total		67,928,211	30,627,584	45.09	30,627,379	205	100.00
Total		352,225,216	293,849,639	83.43	293,849,434	205	100.00	0.00



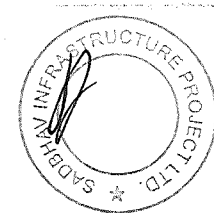
Sadbhav Infrastructure Project Limited

Resolution No. 6. Approval for issue of Secured/Unsecured Non-Convertible Debentures and/or other Debt Securities on private placement basis.								
Resolution Required : (Ordinary/ Special)			Special					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes –Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
Promoter and Promoter Group	E-Voting	244,030,911	244,030,911	100.00	244,030,911	0	100.00	0.00
	Poll		0	0.00	-	0	0.00	0.00
	Postal Ballot (If applicable)		N.A	N.A	N.A	N.A	N.A	N.A
	Total		244,030,911	244,030,911	100.00	244,030,911	0	100.00
Public Institutions	E-Voting	40,266,094	17,709,264	43.98	17,709,264	0	100.00	0.00
	Poll		1,481,880	3.68	1,481,880	0	100.00	0.00
	Postal Ballot (If applicable)		N.A	N.A	N.A	N.A	N.A	N.A
	Total		40,266,094	19,191,144	47.66	19,191,144	0	100.00
Public Non Institutions	E-Voting	67,928,211	30,627,198	45.09	30,627,198	0	100.00	0.00
	Poll		386	0.00	371	15	96.11	3.89
	Postal Ballot (If applicable)		N.A	N.A	N.A	N.A	N.A	N.A
	Total		67,928,211	30,627,584	45.09	30,627,569	15	100.00
Total		352,225,216	293,849,639	83.43	293,849,624	15	100.00	0.00



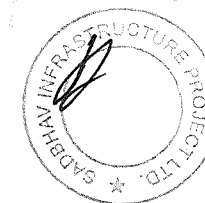
Sadbhav Infrastructure Project Limited

Resolution No. 7. Approval for increase in borrowing limits.								
Resolution Required : (Ordinary/ Special)			Special					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes –Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
Promoter and Promoter Group	E-Voting		244,030,911	100.00	244,030,911	0	100.00	0.00
	Poll	244,030,911	0	0.00	0	0	0.00	0.00
	Postal Ballot (If applicable)		N.A	N.A	N.A	N.A	N.A	N.A
	Total		244,030,911	244,030,911	100.00	244,030,911	0	100.00
Public Institutions	E-Voting		17,623,059	43.77	17,623,059	0	100.00	0.00
	Poll	40,266,094	1,481,880	3.68	1,481,880	0	100.00	0.00
	Postal Ballot (If applicable)		N.A	N.A	N.A	N.A	N.A	N.A
	Total		40,266,094	19,104,939	47.45	19,104,939	0	100.00
Public Non Institutions	E-Voting		30,627,198	45.09	30,625,661	1537	99.99	0.01
	Poll	67,928,211	386	0.00	346	40	89.64	10.36
	Postal Ballot (If applicable)		N.A	N.A	N.A	N.A	N.A	N.A
	Total		67,928,211	30,627,584	45.09	30,626,007	1577	99.99
Total		352,225,216	293,763,434	83.40	293,761,857	1577	100.00	0.00



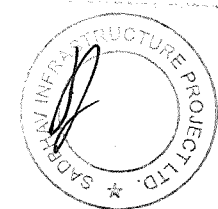
Sadbhav Infrastructure Project Limited

Resolution No. 8. Creation of charge on Company's properties.								
Resolution Required : (Ordinary/ Special)			Special					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes –Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
Promoter and Promoter Group	E-Voting	244,030,911	244,030,911	100.00	244,030,911	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (If applicable)		N.A	N.A	N.A	N.A	N.A	N.A
	Total		244,030,911	244,030,911	100.00	244,030,911	0	100.00
Public Institutions	E-Voting	40,266,094	17,709,264	43.98	17,709,264	0	100.00	0.00
	Poll		1,481,880	3.68	1,481,880	0	100.00	0.00
	Postal Ballot (If applicable)		N.A	N.A	N.A	N.A	N.A	N.A
	Total		40,266,094	19,191,144	47.66	19,191,144	0	100.00
Public Non Institutions	E-Voting	67,928,211	30,627,198	45.09	30,626,743	455	100.00	0.00
	Poll		386	0.00	386	0	100.00	0.00
	Postal Ballot (If applicable)		N.A	N.A	N.A	N.A	N.A	N.A
	Total		67,928,211	30,627,584	45.09	30,627,129	455	100.00
Total		352,225,216	293,849,639	83.43	293,849,184	455	100.00	0.00



Sadbhav Infrastructure Project Limited

Resolution No. 9. To approve conversion of loan into equity.								
Resolution Required : (Ordinary/ Special)			Special					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes –Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
Promoter and Promoter Group	E-Voting	244,030,911	244,030,911	100.00	244,030,911	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (If applicable)		N.A	N.A	N.A	N.A	N.A	N.A
	Total		244,030,911	244,030,911	100.00	244,030,911	0	100.00
Public Institutions	E-Voting	40,266,094	17,709,264	43.98	16,525,574	1183690	93.32	6.68
	Poll		1,481,880	3.68	1,481,880	0	100.00	0.00
	Postal Ballot (If applicable)		N.A	N.A	N.A	N.A	N.A	N.A
	Total		40,266,094	19,191,144	47.66	18,007,454	1183690	93.83
Public Non Institutions	E-Voting	67,928,211	30,627,198	45.09	30,626,843	355	100.00	0.00
	Poll		386	0.00	346	40	89.64	10.36
	Postal Ballot (If applicable)		N.A	N.A	N.A	N.A	N.A	N.A
	Total		67,928,211	30,627,584	45.09	30,627,189	395	100.00
Total		352,225,216	293,849,639	83.43	292,665,554	1184085	99.60	0.40



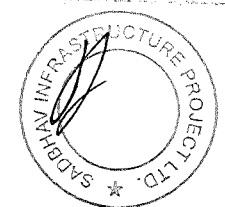
Sadbhav Infrastructure Project Limited

Resolution No. 10. To consider and decide place of maintaining and keeping Register of Members & other registers at place other than the Registered Office of the Company.								
Resolution Required : (Ordinary/ Special)			Special					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes –Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	[3]=[2]/[1]*100	[4]	[5]	[6]=[4]/[2]*100	[7]=[5]/[2]*100
Promoter and Promoter Group	E-Voting	244,030,911	244,030,911	100.00	244,030,911	0	100.00	0.00
	Poll		0	0.00	-	0	0.00	0.00
	Postal Ballot (If applicable)		N.A	N.A	N.A	N.A	N.A	N.A
	Total		244,030,911	244,030,911	100.00	244,030,911	0	100.00
Public Institutions	E-Voting	40,266,094	17,709,264	43.98	17,709,264	0	100.00	0.00
	Poll		1,481,880	3.68	1,481,880	0	100.00	0.00
	Postal Ballot (If applicable)		N.A	N.A	N.A	N.A	N.A	N.A
	Total		40,266,094	19,191,144	47.66	19,191,144	0	100.00
Public Non Institutions	E-Voting	67,928,211	30,627,198	45.09	30,627,198	0	100.00	0.00
	Poll		386	0.00	386	0	100.00	0.00
	Postal Ballot (If applicable)		N.A	N.A	N.A	N.A	N.A	N.A
	Total		67,928,211	30,627,584	45.09	30,627,584	0	100.00
Total		352,225,216	293,849,639	83.43	293,849,639	0	100.00	0.00



Sadbhav Infrastructure Project Limited

Resolution No. 11. Alteration of Articles of Association								
Resolution Required : (Ordinary/ Special)			Special					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes –Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
Promoter and Promoter Group	E-Voting	244,030,911	244,030,911	100.00	244,030,911	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (If applicable)		N.A	N.A	N.A	N.A	N.A	N.A
	Total		244,030,911	244,030,911	100.00	244,030,911	0	100.00
Public Institutions	E-Voting	40,266,094	17,709,264	43.98	17,709,264	0	100.00	0.00
	Poll		1,481,880	3.68	1,481,880	0	100.00	0.00
	Postal Ballot (If applicable)		N.A	N.A	N.A	N.A	N.A	N.A
	Total		40,266,094	19,191,144	47.66	19,191,144	0	100.00
Public Non Institutions	E-Voting	67,928,211	30,627,048	45.09	30,627,048	0	100.00	0.00
	Poll		386	0.00	346	40	89.64	10.36
	Postal Ballot (If applicable)		N.A	N.A	N.A	N.A	N.A	N.A
	Total		67,928,211	30,627,434	45.09	30,627,394	40	100.00
Total		352,225,216	293,849,489	83.43	293,849,449	40	100.00	0.00



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**Company Secretaries
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SCRUTINIZER'S REPORT

To,
The Chairman
Sadbhav Infrastructure Project Limited
"Sadbhav House"
Opp. Law Garden Police Chowki,
Ellisbridge, Ahmedabad-380006

Dear Sir,

Subject : Consolidated Scrutinizer's Report on Remote E-voting pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and Poll at the AGM venue pursuant to Section 109 of the Companies Act, 2013 read with Rule 21 of the Companies (Management and Administration) Rules, 2014 at the 11th Annual General Meeting of M/s. Sadbhav Infrastructure Project Limited held on Tuesday, the 26th day of September, 2017 at 11:00 a.m. at Lions Hall, Near Mithakhali Six Roads, Ellisbridge, Ahmedabad - 380006

I, Ravi Kapoor, a Company Secretary in practice, have been appointed by the Board of Directors of M/s. Sadbhav Infrastructure Project Limited (the Company) as a Scrutinizer for the purpose of scrutinizing the remote e-voting and poll at the Annual General Meeting (AGM) venue and ascertaining the requisite majority, on the resolutions contained in the notice of the 11th Annual General Meeting (AGM) of the members of the Company, held on Tuesday, the 26th day of September, 2017 at 11:00 a.m. Lions Hall, Near Mithakhali Six Roads, Ellisbridge, Ahmedabad.

The Notice dated 10th August, 2017 along with the statement setting out material facts under Section 102 of the Act were sent to the Shareholders in respect of the below mentioned resolutions passed at the Annual General Meeting of the Company.

The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and the Rules relating to voting on the resolutions contained in the Notice of 11th Annual General Meeting (AGM) of the members of the Company. My responsibility as a Scrutinizer for the voting process is restricted to presenting a Scrutinizer's Report of the votes cast "in favour" or "against" or "abstained", in respect of the resolutions stated below, based on the reports generated from the e-voting system provided by Central Depository Services (India) Limited (CDSL), the authorized agency to provide e-voting facilities, engaged by the Company.

The Company had also provided poll at the AGM venue facility to the Shareholders present at the Annual General Meeting and who had not cast their vote earlier through remote e-voting facility.

Further to the above, I submit my report as under:-

E-Voting:

- (i) The e-voting period remained open from Saturday, 23rd September, 2017 (09:00 a.m.) to Monday, 25th September, 2017 (05:00 p.m.).




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- (ii) The members of the Company as on the "cut-off" date i.e. 19th September, 2017 were entitled to vote on the resolutions (items no. 1 to 11 as set out in the notice of the 11th Annual General Meeting of the Company).
- (iii) The votes cast under remote e-voting facility were thereafter unblocked in presence of two witnesses, who were not in employment of the Company.
- (iv) The Corporate members, who had participated in the remote e-voting, had provided the scanned copy of the resolution passed at the Board of Directors for authorization to exercise their votes through e-voting.

Poll:

- (i) The Company had provided the facility for voting through ballot or polling paper at the AGM and members, who have not cast their vote by remote e- voting, was allowed to exercise their right to vote at the meeting.
- (ii) The polling papers in Form MGT-12 as per the Companies (Management and Administration) Rules, 2014 were distributed to the Shareholders present. The shareholders cast their votes in one ballot box kept at convenient places at the venue.
- (iii) The locked ballot box was subsequently opened before me, in presence of two witnesses, who were not in employment of the Company and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Company and the authorizations/proxies lodged with the Company.


Item No. 1- Ordinary Resolution

To consider and adopt

- (a) The audited Standalone financial statements of the Company for the financial year ended 31st March, 2017, the reports of the Board and Directors and Auditors thereon; and
- (b) The audited consolidated financial statements of the Company for the financial year ended 31st March, 2017 and the report of Auditors thereon.

Voting Method	Total Valid Votes	Votes in favour of the Resolution			Votes against the Resolution		
		No. of Folios	No. of Shares	% of total number of valid votes cast	No. of Folios	No. of Shares	% of total number of valid votes cast
Remote E-Voting	292367373	76	292367373	100	Nil	Nil	Nil
Poll at the AGM	1482266	17	1482266	100	Nil	Nil	Nil
Total	293849639	93	293849639	100	Nil	Nil	Nil

- For this resolution, 2 shareholder holding 150 equity shares in poll voting considered invalid

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Item No. 2- Ordinary Resolution

To appoint a Director in place of Mr. Nitin R. Patel (DIN: 00466330), who retires by rotation and being eligible, offers himself for reappointment.

Voting Method	Total Valid Votes	Votes in favour of the Resolution			Votes against the Resolution		
		No. of Folios	No. of Shares	% of total number of valid votes cast	No. of Folios	No. of Shares	% of total number of valid votes cast
Remote E-Voting	292177378	74	292177173	100	1	205	Negligible
Poll at the AGM	1482266	17	1482266	100	Nil	Nil	Nil
Total	293659644	91	293659439	100	1	205	Negligible

- For this resolution, 1 shareholder holding 189995 equity shares abstained from e-voting.
- For this resolution, 2 shareholder holding 150 equity shares in poll voting considered invalid

Item No. 3- Ordinary Resolution

Ratification of Appointment of Statutory Auditors.

Voting Method	Total Valid Votes	Votes in favour of the Resolution			Votes against the Resolution		
		No. of Folios	No. of Shares	% of total number of valid votes cast	No. of Folios	No. of Shares	% of total number of valid votes cast
Remote E-Voting	292367373	76	292367373	100	Nil	Nil	Nil
Poll at the AGM	1482266	16	1482251	100	1	15	Negligible
Total	293849639	92	293849624	100	1	15	Negligible

- For this resolution, 2 shareholder holding 150 equity shares in poll voting considered invalid

Item No. 4- Ordinary Resolution

Ratification of Remuneration of Cost Auditor

Voting Method	Total Valid Votes	Votes in favour of the Resolution			Votes against the Resolution		
		No. of Folios	No. of Shares	% of total number of valid votes cast	No. of Folios	No. of Shares	% of total number of valid votes cast
Remote E-Voting	292367373	76	292367373	100	Nil	Nil	Nil



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Poll at the AGM	1482266	16	1482241	100	1	25	Negligible
Total	293849639	92	293849614	100	1	25	Negligible

- For this resolution, 2 shareholder holding 150 equity shares in poll voting considered invalid

Item No. 5- Ordinary Resolution

Re-appointment of Mr. Vasistha C Patel (DIN: 00048324) as Managing Director

Voting Method	Total Valid Votes	Votes in favour of the Resolution			Votes against the Resolution		
		No. of Folios	No. of Shares	% of total number of valid votes cast	No. of Folios	No. of Shares	% of total number of valid votes cast
Remote E-Voting	292367373	75	292367168	100	1	205	Negligible
Poll at the AGM	1482266	17	1482266	100	Nil	Nil	Nil
Total	293849639	92	293849434	100	1	205	Negligible

- For this resolution, 2 shareholder holding 150 equity shares in poll voting considered invalid

Item No. 6- Special Resolution

Issue of Secured /Unsecured Non-Convertible Debentures and /or other Debt Securities on private placement basis

Voting Method	Total Valid Votes	Votes in favour of the Resolution			Votes against the Resolution		
		No. of Folios	No. of Shares	% of total number of valid votes cast	No. of Folios	No. of Shares	% of total number of valid votes cast
Remote E-Voting	292367373	76	292367373	100	Nil	Nil	Nil
Poll at the AGM	1482266	16	1482251	100	1	15	Negligible
Total	293849639	92	293849624	100	1	15	Negligible

- For this resolution, 2 shareholder holding 150 equity shares in poll voting considered invalid



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**Item No. 7- Special Resolution
Increase in Borrowing Limits**

Voting Method	Total Valid Votes	Votes in favour of the Resolution			Votes against the Resolution		
		No. of Folios	No. of Shares	% of total number of valid votes cast	No. of Folios	No. of Shares	% of total number of valid votes cast
Remote E-Voting	292281168	71	292279631	100	4	1537	Negligible
Poll at the AGM	1482266	15	1482226	100	2	40	Negligible
Total	293763434	86	293761857	100	6	1577	Negligible

- For this resolution, 1 shareholder holding 86205 equity shares abstained from e-voting.
- For this resolution, 2 shareholder holding 150 equity shares in poll voting considered invalid

**Item No. 8- Special Resolution
Creation of Charge on Company's Properties**

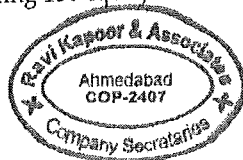
Voting Method	Total Valid Votes	Votes in favour of the Resolution			Votes against the Resolution		
		No. of Folios	No. of Shares	% of total number of valid votes cast	No. of Folios	No. of Shares	% of total number of valid votes cast
Remote E-Voting	292367373	73	292366918	100	3	455	Negligible
Poll at the AGM	1482266	17	1482266	100	Nil	Nil	Nil
Total	293849639	90	293849184	100	3	455	Negligible

- For this resolution, 2 shareholder holding 150 equity shares in poll voting considered invalid

**Item No. 9 - Special Resolution
To approve conversion of Loan into Equity**

Voting Method	Total Valid Votes	Votes in favour of the Resolution			Votes against the Resolution		
		No. of Folios	No. of Shares	% of total number of valid votes cast	No. of Folios	No. of Shares	% of total number of valid votes cast
Remote E-Voting	292367373	73	291183328	99.60	3	1184045	0.40
Poll at the AGM	1482266	15	1482226	100	2	40	Negligible
Total	293849639	88	292665554	99.60	5	1184085	0.40

- For this resolution, 2 shareholder holding 150 equity shares in poll voting considered invalid



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Item No. 10 - Special Resolution

To consider and decide place of maintaining and keeping Register of Members and other registers at place other than the Registered Office of the Company.

Voting Method	Total Valid Votes	Votes in favour of the Resolution			Votes against the Resolution		
		No. of Folios	No. of Shares	% of total number of valid votes cast	No. of Folios	No. of Shares	% of total number of valid votes cast
Remote E-Voting	292367373	76	292367373	100	Nil	Nil	Nil
Poll at the AGM	1482266	17	1482266	100	Nil	Nil	Nil
Total	293849639	93	293849639	100	Nil	Nil	Nil

- For this resolution, 2 shareholder holding 150 equity shares in poll voting considered invalid

Item No. 11- Special Resolution
Alteration of Articles of Association

Voting Method	Total Valid Votes	Votes in favour of the Resolution			Votes against the Resolution		
		No. of Folios	No. of Shares	% of total number of valid votes cast	No. of Folios	No. of Shares	% of total number of valid votes cast
Remote E-Voting	292367223	75	292367223	100	Nil	Nil	Nil
Poll at the AGM	1482266	15	1482226	100	2	40	Negligible
Total	293849489	90	293849449	100	2	40	Negligible

- For this resolution, 1 shareholder holding 150 equity shares abstained from e-voting.
- For this resolution, 2 shareholder holding 150 equity shares in poll voting considered invalid

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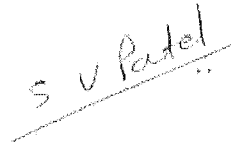
All the resolutions have been passed with requisite majority.

The data sheet relating to e-voting/Poll at the AGM venue and other related papers/registers, records are handed over to the Chairman/Secretary of the Company.

Thanking you
Yours faithfully,



Name: Ravi Kapoor
Practicing Company Secretary- Scrutinizer
FCS: 2587; COP: 2407



Mr. Shashin V. Patel
Chairman of the Meeting

Date: 27/09/2017
Place: Ahmedabad