STEEL STRIPS GROUP

## SAB INDUSTRIES LIMITED

**Regd. & Corporate Office :**
SCO 49-50, Sector-26,
Madhya Marg, Chandigarh -160 019 (INDIA)
Tel : +91-172-2792385 / 2793112
Fax : +91-172-2794834 / 2790887
Website : www.sabindustries.in
CIN : L00000CH1983PLC031318

**DETAILS OF VOTING RESULTS AT 32ND ANNUAL GENERAL MEETING**

Date of AGM: Friday, September 30, 2016

Total number of shareholders on record date: 515

Book Closure: September 23, 2016 to September 30, 2016 (Both days inclusive)

No. of shareholders present in the meeting either in person or through proxy:

| Sr. No. | Category | In person | Through Proxy |
|---|---|---|---|
| 1. | Promoters and Promoter Group | 06 | - |
| 2. | Public | 15 | - |
| | **Total** | 21 | - |

No. of shareholders attended the meeting through Video Conferencing

| Sr. No. | Category | In person | Through Proxy |
|---|---|---|---|
| 1. | Promoter and Promoter Group | Not Provided | Not Provided |
| 2. | Public | Not Provided | Not Provided |
| | **Total** | Not Provided | Not Provided |

**AGENDA WISE**

**In case of Poll/Postal Ballot/E-voting**

The mode of voting for all resolutions was E-voting and Poll (electronically) conducted at the Meeting.

**Resolution 1:** Adoption of Financial Statements of the Company for the year ended March 31, 2016 and the Reports of Board of Directors' and Auditors' thereon. (Ordinary Resolution)

| Promoter/Public | 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 | 11183356 | 5975012 | 39.34 | 5975012 | 0 | 100% | 0 |
| Public Institutional holders | 52203 | 0 | 0 | 0 | 0 | 0 | 0 |
| Public-Others | 3952813 | 3766320 | 24.80 | 3766320 | 0.00 | 100% | 0.00% |
| Total | 15188372 | 9741332 | 64.14 | 9741332 | 0.00 | 100% | 0.00% |

SAB INDUSTRIES LIMITED CHANDIGARH

**Resolution 2:** Re-appointment of Shri Humesh Kumar Singhal (DIN: 00044328), retiring by rotation and being eligible, offering himself for re-appointment. (Ordinary Resolution)

| Promoter/Public | No. of Shares held | No. of votes polled | % of votes polled on outstanding shares | No. of votes - in faour | 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 | 11183356 | 5975012 | 39.34 | 5975012 | 0 | 100% | 0 |
| Public Institutional holders | 52203 | 0 | 0 | 0 | 0 | 0 | 0 |
| Public-Others | 3952813 | 3766320 | 24.80 | 3766320 | 0.00 | 100% | 0.00% |
| Total | 15188372 | 9741332 | 64.14 | 9741332 | 0.00 | 100% | 0.00% |

**Resolution 3:** To ratify the appointment of M/s S C Dewan & Company, Chartered Accountants, as the Statutory Auditors of the Company from the conclusion of this Annual General Meeting (AGM) till the conclusion of the next Annual General Meeting of the Company (Ordinary Resolution)

| Promoter/Public | No. of Shares held | No. of votes polled | % of votes polled on outstanding shares | No. of votes - in faour | 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 | 11183356 | 5975012 | 39.34 | 5975012 | 0 | 100% | 0 |
| Public institutional holders | 52203 | 0 | 0 | 0 | 0 | 0 | 0 |
| Public-Others | 3952813 | 3766320 | 24.80 | 3766320 | 0.00 | 100% | 0.00% |
| Total | 15188372 | 9741332 | 64.14 | 9741332 | 0.00 | 100% | 0.00% |

**Resolution 4:** Appointment of Smt. Tejinder Kaur (DIN: 00512377), as an Independent Director (Ordinary Resolution)

| Promoter/Public | No. of Shares held | No. of votes polled | % of votes polled on outstanding shares | No. of votes - in faour | 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 | 11183356 | 5975012 | 39.34 | 5975012 | 0 | 100% | 0 |
| Public Institutional holders | 52203 | 0 | 0 | 0 | 0 | 0 | 0 |
| Public-Others | 3952813 | 3766320 | 24.80 | 3766320 | 0.00 | 100% | 0.00% |
| Total | 15188372 | 9741332 | 64.14 | 9741332 | 0.00 | 100% | 0.00% |

**Note: All the aforesaid resolutions were passed with requisite majority.**

SAB INDUSTRIES LIMITED CHANDIGARH

1/10/2016

**SUSHIL KUMAR SIKKA**
M.Com., F.C.S.

# S.K. SIKKA & ASSOCIATES
Company Secretaries

# 5441, Sector 38 (West), Chandigarh - 160 014
Mobile : 98142-61166
E-mail : sikkasushil@gmail.com

## Consolidated Report of Scrutinizer

(Pursuant to Section 108 of the Companies Act, 2013 and Companies (Management and Administration) Rules, 2014 as amended)

To

The Chairman of the 32nd Annual General Meeting of the members of **SAB Industries Limited** (the Company) held on Friday, the 30th day of September, 2016 at 10.30 A.M. at Company's Regd. Office at SCO 49-50, Sector 26, Madhya Marg, Chandigarh-160019.

Dear Sir,

**Subject: Resolutions passed at the Annual General Meeting through E-voting/Poll.**

I, Sushil Kumar Sikka, Sole Proprietor of S K Sikka & Associates, a Company Secretary in Practice have been appointed as Scrutinizer pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 to conduct electronic voting process and to scrutinize physical ballot forms received from the shareholders/proxies in respect of the below mentioned resolutions passed at the Annual General Meeting (AGM) of the members of the Company held on the 30th day of September, 2016.

The Company has availed the e-voting facility offered by Central Depository Services (India) Limited (CDSL,) for conducting e-voting by the Shareholders of the Company. The Company has also provided voting by physical ballot papers to the members who do not have access to e-voting facility.

The shareholders of the company holding shares as on the "cut-off" date of September 23rd, 2016, were entitled to vote on the proposed resolutions as set out at items nos. 1 to 4 in the Notice of the AGM of SAB Industries Limited.

The voting period remained open from 26th September, 2016 (9:00 A.M) to 29th September, 2016 (5:00 P.M) and the CDSL e-voting platform was blocked thereafter and the votes cast under e-voting facility were then unblocked in the presence of two witnesses who were not in the employment of the company. Votes cast through Physical ballot forms were considered in the AGM.

I have scrutinized and reviewed the voting through electronic means and physical mode and votes tendered therein based on the data downloaded from the CDSL e-voting system and the ballot forms received respectively.

I, now submit my Report as under on the result of the voting through electronic means and physical mode in respect of the said Resolutions

S.K. SIKKA & ASSOCIATES
C.P. No. 3582
CHANDIGARH
COMPANY SECRETARIES

**Item No. 1:-**

**Ordinary Resolution** to consider and adopt the audited Balance Sheet of the Company as at 31st March, 2016 and the Statement of Profit & Loss for the year ended on that date together with the reports of the Auditors and Directors thereon.

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

| | Number of members voted through electronic voting system and physical mode | No. of Votes cast(Shares) | % of total number of valid votes cast |
|---|---|---|---|
| E-Voting | - | - | |
| Physical | 21 | 9741332 | |
| **Total** | **21** | **9741332** | **100** |

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

| | Number of members voted through electronic voting system and physical mode | No. of Votes cast(Shares) | % of total number of valid votes cast |
|---|---|---|---|
| E-Voting | - | - | - |
| Physical | - | - | - |
| Total | - | - | - |

(iii) **Invalid** votes:

| | Total number of members whose votes are declared invalid | Total No. of Votes cast(Shares) |
|---|---|---|
| E-Voting | - | - |
| Physical | - | - |
| Total | - | - |

**Item No. 2:-**

**Ordinary Resolution** to appoint a Director in place of **Sh. Humesh Kumar Singhal (DIN: 00044328),** who retires by rotation and being eligible, offers himself for re-appointment.

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

| | Number of members voted through electronic voting system and physical mode | No. of Votes cast(Shares) | % of total number of valid votes cast |
|---|---|---|---|
| E-Voting | - | - | |
| Physical | 21 | 9741332 | |
| **Total** | **21** | **9741332** | **100** |

S.K. SIKKA & ASSOCIATES C.P. No. 3582 CHANDIGARH COMPANY SECRETARIES

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

| | Number of members voted through electronic voting system and physical mode | No. of Votes cast(Shares) | % of total number of valid votes cast |
|---|---|---|---|
| E-Voting | - | - | - |
| Physical | - | - | - |
| Total | - | - | - |

(iii) **Invalid** votes:

| | Total number of members whose votes are declared invalid | Total No. of Votes cast(Shares) |
|---|---|---|
| E-Voting | - | - |
| Physical | - | - |
| Total | - | - |

**Item No. 3:-**

**Ordinary Resolution** to ratify the appointment of Auditors.

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

| | Number of members voted through electronic voting system and physical mode | No. of Votes cast(Shares) | % of total number of valid votes cast |
|---|---|---|---|
| E-Voting | - | - | |
| Physical | 21 | 9741332 | |
| **Total** | **21** | **9741332** | **100** |

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

| | Number of members voted through electronic voting system and physical mode | No. of Votes cast(Shares) | % of total number of valid votes cast |
|---|---|---|---|
| E-Voting | - | - | - |
| Physical | - | - | - |
| Total | - | - | - |

S.K. SIKKA & ASSOCIATES
C.P. No. 3582
CHANDIGARH
COMPANY SECRETARIES

(iii) **Invalid** votes:

| | Total number of members whose votes are declared invalid | Total No. of Votes cast(Shares) |
|---|---|---|
| E-Voting | - | - |
| Physical | - | - |
| Total | - | - |

**Item No. 4:-**

**Ordinary Resolution** to appoint **Smt. Tejinder Kaur (DIN:00512377)**, as an Independent Director.

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

| | Number of members voted through electronic voting system and physical mode | No. of Votes cast(Shares) | % of total number of valid votes cast |
|---|---|---|---|
| E-Voting | - | - | |
| Physical | 21 | 9741332 | |
| **Total** | **21** | **9741332** | **100** |

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

| | Number of members voted through electronic voting system and physical mode | No. of Votes cast(Shares) | % of total number of valid votes cast |
|---|---|---|---|
| E-Voting | - | - | - |
| Physical | - | - | - |
| Total | - | - | - |

(iii) **Invalid** votes:

| | Total number of members whose votes are declared invalid | Total No. of Votes cast(Shares) |
|---|---|---|
| E-Voting | - | - |
| Physical | - | - |
| Total | - | - |

S.K. SIKKA & ASSOCIATES
C.P. No. 3582
CHANDIGARH
COMPANY SECRETARIES

The Registers, all other papers and relevant records relating to electronic voting shall remain in our safe custody until the Chairman considers, approves and signs the Minutes of the aforesaid Annual General Meeting and the same shall be handed over to the Director/ Company Secretary of SAB Industries Limited for safe keeping.

Thanking you,

Yours faithfully,

S.K. SIKKA & ASSOCIATES
C.P. No. 3582
CHANDIGARH
COMPANY SECRETARIES

(Sushil Kumar Sikka)
Practicing Company Secretary
Membership No. FCS 4241
C.P. No. 3582
Place: Chandigarh
Date: 01.10.2016