

Satra Properties (India) Limited

Date of the AGM/EGM	30 September, 2016
Total Number of Shareholders on record date i.e. 23 September, 2016	4,411
No. of shareholders present in the meeting either in person or through proxy:	
Promoter and Promoter Group:	4
Public:	17
No. of shareholders attended the the meeting through Video Conferencing:	-
Promoter and Promoter Group:	
Public:	

Resolution 1: Adoption of Directors' Report, standalone and consolidated audited financial statements and auditor' Report thereon for the financial year ended on 31 March, 2016

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 polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)] *100	% of Votes against on votes polled (7)=[(5)/(2)] *100
Promoter and Promoter Group	E-Voting	129,535,462	129,535,462	100.0000	129,535,462	-	100.0000	-
	Poll/Postal ballot		-	-	-	-	-	-
	Total		129,535,462	100.0000	129,535,462	-	100.0000	-
Public – Institutions	E-Voting	6,636,911	3,200,000	48.2152	3,200,000	-	100.0000	-
	Poll/Postal ballot		-	-	-	-	-	-
	Total		3,200,000	48.2152	3,200,000	-	100.0000	-
Public-Non Institutions	E-Voting	42,185,627	11,647,735	27.6107	11,647,735	-	100.0000	-
	Poll/Postal ballot		555	0.0013	555	-	100.0000	-
	Total		11,648,290	27.6120	11,648,290	-	100.0000	-
Total	E-voting	178,358,000	144,383,197	80.9513	144,383,197	-	100.0000	-
	Poll/Postal ballot		555	0.0003	555	-	100.0000	-
	Total		144,383,752	80.9517	144,383,752	-	100.0000	-



Satra Properties (India) Limited

Resolution 2: To declare Dividend on Equity Shares for the financial year 2015-16

Resolution required: Ordinary/Special

Whether promoter/promoter group are interested in the agenda/resolution?

Ordinary

No

Category	Mode of Voting	No. of shares held (1)	No. of Votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)] *100	% of Votes against on votes polled (7)=[(5)/(2)] *100
Promoter and Promoter Group	E-Voting	129,535,462	129,535,462	100.0000	129,535,462	-	100.0000	-
	Poll/Postal ballot		-	-	-	-	-	-
	Total		129,535,462	100.0000	129,535,462	-	100.0000	-
Public – Institutions	E-Voting	6,636,911	3,200,000	48.2152	3,200,000	-	100.0000	-
	Poll/Postal ballot		-	-	-	-	-	-
	Total		3,200,000	48.2152	3,200,000	-	100.0000	-
Public-Non Institutions	E-Voting	42,185,627	11,647,735	27.6107	11,647,735	-	100.0000	-
	Poll/Postal ballot		555	0.0013	555	-	100.0000	-
	Total		11,648,290	27.6120	11,648,290	-	100.0000	-
Total	E-voting	178,358,000	144,383,197	80.9513	144,383,197	-	100.0000	-
	Poll/Postal ballot		555	0.0003	555	-	100.0000	-
	Total		144,383,752	80.9517	144,383,752	-	100.0000	-

Resolution 3: Re-appointment of Mr. Rajan P. Shah (DIN:00053917), who retires by rotation

Resolution required: Ordinary/Special

Whether promoter/promoter group are interested in the agenda/resolution?

Ordinary

No

Category	Mode of Voting	No. of shares held (1)	No. of Votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)] *100	% of Votes against on votes polled (7)=[(5)/(2)] *100
Promoter and Promoter Group	E-Voting	129,535,462	129,535,462	100.0000	129,535,462	-	100.0000	-
	Poll/Postal ballot		-	-	-	-	-	-
	Total		129,535,462	100.0000	129,535,462	-	100.0000	-
Public – Institutions	E-Voting	6,636,911	3,200,000	48.2152	3,200,000	-	100.0000	-
	Poll/Postal ballot		-	-	-	-	-	-
	Total		3,200,000	48.2152	3,200,000	-	100.0000	-
Public-Non Institutions	E-Voting	42,185,627	11,647,735	27.6107	11,647,735	-	100.0000	-
	Poll/Postal ballot		555	0.0013	555	-	100.0000	-
	Total		11,648,290	27.6120	11,648,290	-	100.0000	-
Total	E-voting	178,358,000	144,383,197	80.9513	144,383,197	-	100.0000	-
	Poll/Postal ballot		555	0.0003	555	-	100.0000	-
	Total		144,383,752	80.9517	144,383,752	-	100.0000	-



Satra Properties (India) Limited

Resolution 4: Ratification of appointment of GMJ & Co, Chartered Accountants as Statutory Auditors for balance term i.e until conclusion of 36th AGM

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 polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)] *100	% of Votes against on votes polled (7)=[(5)/(2)] *100
Promoter and Promoter Group	E-Voting	129,535,462	129,535,462	100.0000	129,535,462	-	100.0000	-
	Poll/Postal ballot		-	-	-	-	-	-
	Total		129,535,462	100.0000	129,535,462	-	100.0000	-
Public – Institutions	E-Voting	6,636,911	3,200,000	48.2152	3,200,000	-	100.0000	-
	Poll/Postal ballot		-	-	-	-	-	-
	Total		3,200,000	48.2152	3,200,000	-	100.0000	-
Public-Non Institutions	E-Voting	42,185,627	11,647,735	27.6107	11,647,735	-	100.0000	-
	Poll/Postal ballot		555	0.0013	555	-	100.0000	-
	Total		11,648,290	27.6120	11,648,290	-	100.0000	-
Total	E-voting	178,358,000	144,383,197	80.9513	144,383,197	-	100.0000	-
	Poll/Postal ballot		555	0.0003	555	-	100.0000	-
	Total		144,383,752	80.9517	144,383,752	-	100.0000	-

Resolution 5: Re-appointment of Mr. Praful N.Satra (DIN:00053900) as Managing Director of the Company

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 polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)] *100	% of Votes against on votes polled (7)=[(5)/(2)] *100
Promoter and Promoter Group	E-Voting	129,535,462	129,535,462	100.0000	129,535,462	-	100.0000	-
	Poll/Postal ballot		-	-	-	-	-	-
	Total		129,535,462	100.0000	129,535,462	-	100.0000	-
Public – Institutions	E-Voting	6,636,911	3,200,000	48.2152	3,200,000	-	100.0000	-
	Poll/Postal ballot		-	-	-	-	-	-
	Total		3,200,000	48.2152	3,200,000	-	100.0000	-
Public-Non Institutions	E-Voting	42,185,627	11,647,735	27.6107	11,647,735	-	100.0000	-
	Poll/Postal ballot		555	0.0013	555	-	100.0000	-
	Total		11,648,290	27.6120	11,648,290	-	100.0000	-
Total	E-voting	178,358,000	144,383,197	80.9513	144,383,197	-	100.0000	-
	Poll/Postal ballot		555	0.0003	555	-	100.0000	-
	Total		144,383,752	80.9517	144,383,752	-	100.0000	-



Satra Properties (India) Limited

Resolution 6: Approval of existing material related party transactions

Resolution required: Ordinary/Special

Ordinary

Whether promoter/promoter group are interested in the agenda/resolution?

Yes

Category	Mode of Voting	No. of shares held (1)	No. of Votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)] *100	% of Votes against on votes polled (7)=[(5)/(2)] *100
Promoter and Promoter Group	E-Voting	129,535,462	-	-	-	-	-	-
	Poll/Postal ballot		-	-	-	-	-	-
	Total		-	-	-	-	-	-
Public – Institutions	E-Voting	6,636,911	3,200,000	48.2152	3,200,000	-	100.0000	-
	Poll/Postal ballot		-	-	-	-	-	-
	Total		3,200,000	48.2152	3,200,000	-	100.0000	-
Public-Non Institutions	E-Voting	42,185,627	11,647,735	27.6107	11,647,735	-	100.0000	-
	Poll/Postal ballot		555	0.0013	555	-	100.0000	-
	Total		11,648,290	27.6120	11,648,290	-	100.0000	-
Total	E-voting	178,358,000	14,847,735	8.3247	14,847,735	-	100.0000	-
	Poll/Postal ballot		555	0.0003	555	-	100.0000	-
	Total		14,848,290	8.3250	14,848,290	-	100.0000	-

Resolution 7: Approval of existing related party transactions

Resolution required: Ordinary/Special

Ordinary

Whether promoter/promoter group are interested in the agenda/resolution?

Yes

Category	Mode of Voting	No. of shares held (1)	No. of Votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)] *100	% of Votes against on votes polled (7)=[(5)/(2)] *100
Promoter and Promoter Group	E-Voting	129,535,462	-	-	-	-	-	-
	Poll/Postal ballot		-	-	-	-	-	-
	Total		-	-	-	-	-	-
Public – Institutions	E-Voting	6,636,911	3,200,000	48.2152	3,200,000	-	100.0000	-
	Poll/Postal ballot		-	-	-	-	-	-
	Total		3,200,000	48.2152	3,200,000	-	100.0000	-
Public-Non Institutions	E-Voting	42,185,627	11,647,735	27.6107	11,647,735	-	100.0000	-
	Poll/Postal ballot		555	0.0013	555	-	100.0000	-
	Total		11,648,290	27.6120	11,648,290	-	100.0000	-
Total	E-voting	178,358,000	14,847,735	8.3247	14,847,735	-	100.0000	-
	Poll/Postal ballot		555	0.0003	555	-	100.0000	-
	Total		14,848,290	8.3250	14,848,290	-	100.0000	-



Satra Properties (India) Limited

Resolution 8: Approval of transactions with related parties being wholly owned subsidiaries/step down wholly owned subsidiary

Resolution required: Ordinary/Special

Ordinary

Whether promoter/promoter group are interested in the agenda/resolution?

Yes

Category	Mode of Voting	No. of shares held (1)	No. of Votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)] *100	% of Votes against on votes polled (7)=[(5)/(2)] *100
Promoter and Promoter Group	E-Voting	129,535,462	-	-	-	-	-	-
	Poll/Postal ballot		-	-	-	-	-	-
	Total		-	-	-	-	-	-
Public – Institutions	E-Voting	6,636,911	3,200,000	48.2152	3,200,000	-	100.0000	-
	Poll/Postal ballot		-	-	-	-	-	-
	Total		3,200,000	48.2152	3,200,000	-	100.0000	-
Public-Non Institutions	E-Voting	42,185,627	11,647,735	27.6107	11,647,735	-	100.0000	-
	Poll/Postal ballot		555	0.0013	555	-	100.0000	-
	Total		11,648,290	27.6120	11,648,290	-	100.0000	-
Total	E-voting	178,358,000	14,847,735	8.3247	14,847,735	-	100.0000	-
	Poll/Postal ballot		555	0.0003	555	-	100.0000	-
	Total		14,848,290	8.3250	14,848,290	-	100.0000	-

Resolution 9: Approval of proposed transactions with related parties

Resolution required: Ordinary/Special

Ordinary

Whether promoter/promoter group are interested in the agenda/resolution?

Yes

Category	Mode of Voting	No. of shares held (1)	No. of Votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)] *100	% of Votes against on votes polled (7)=[(5)/(2)] *100
Promoter and Promoter Group	E-Voting	129,535,462	-	-	-	-	-	-
	Poll/Postal ballot		-	-	-	-	-	-
	Total		-	-	-	-	-	-
Public – Institutions	E-Voting	6,636,911	3,200,000	48.2152	3,200,000	-	100.0000	-
	Poll/Postal ballot		-	-	-	-	-	-
	Total		3,200,000	48.2152	3,200,000	-	100.0000	-
Public-Non Institutions	E-Voting	42,185,627	11,647,735	27.6107	11,647,735	-	100.0000	-
	Poll/Postal ballot		555	0.0013	555	-	100.0000	-
	Total		11,648,290	27.6120	11,648,290	-	100.0000	-
Total	E-voting	178,358,000	14,847,735	8.3247	14,847,735	-	100.0000	-
	Poll/Postal ballot		555	0.0003	555	-	100.0000	-
	Total		14,848,290	8.3250	14,848,290	-	100.0000	-

Note: The Resolutions under Item Nos. 1 to 9 as set out in the Annual General Meeting Notice dated 12 August, 2016 were passed by the shareholders of the Company by requisite majority.



D. M. ZAVERI & Co.

Company Secretaries

BS Dharmesh Zaveri
B.Com., F.C.S.

Office No.145, 1st Floor, Kesar Residency, Charkop Sector 3, Kandivali (W), Mumbai - 400 067
Email: dmz@dmzaveri.com Tel.: 022-28679660 Mobile: 98203 20503

Report of Scrutinizer for e-voting

*[Pursuant to Section 108 of the Companies Act, 2013 read with
Companies (Management and Administration) Rules, 2014, as amended]*

To,
The Chairman
33rd Annual General Meeting of Equity Shareholders of
Satra Properties (India) Limited,
held on Friday, 30th September, 2016 at,
Navinbhai Thakkar Hall, Ground floor,
Shraddhanand Road, Vile Parle (East),
Mumbai-400057.

Dear Sir,

I, Dharmesh Zaveri, proprietor of D. M. ZAVERI & CO, Company Secretaries, Mumbai, was appointed as Scrutinizer by the Board of Directors for the 33rd Annual General Meeting of the Equity Shareholders of Company held on Friday, 30th September, 2016 at Navinbhai Thakkar Hall, Ground floor, Shraddhanand Road, Vile Parle (East), Mumbai-400057 for the purpose of scrutinizing the remote e-voting process in a fair and transparent manner and ascertaining the requisite majority on Remote E-voting carried out as per the provisions of the Companies Act, 2013 read with Rule 20 of Companies (Management and Administration) Rules, 2014, as amended (Rules) on the below mentioned resolutions referred in my report.

The Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules framed thereunder relating to voting through electronic means on the resolutions contained in the Notice to the 33rd Annual General Meeting of the members of the Company. My responsibility as a scrutinizer for the remote e-voting process is



D. M. ZAVERI & Co.

Company Secretaries

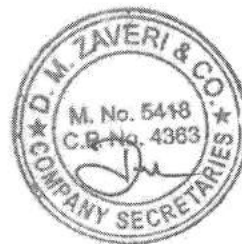
DS Dharmesh Zaveri
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restricted to make a Scrutinizer report of the Votes Cast "in favour" or "against" the resolutions as stated below, based on the report generated from the remote e-voting system provided by Central Depository Services (India) Limited ('CDSL'), the authorised agency to provide e-voting facilities, engaged by the Company.

Further to above, I submit my report as under;

1. The remote e-voting period remained open from 9.00 AM on Tuesday, 27th September, 2016 up to 5.00 PM on Thursday, 29th September, 2016.
2. The Shareholders of the Company holding shares as on the cut-off date i.e. Friday, 23rd September, 2016 were entitled to vote on the proposed resolution as mentioned in the Notice of the 33rd Annual General Meeting.
3. As provided in Rules, I unblocked the remote e-voting on the platform provided by CDSL after completion of voting at Annual General Meeting on Friday, 30th September, 2016 at 12.10 PM in the presence of two witnesses, namely Mr. Shashank Palan and Ms. Rinku Zalavadiya who are not in employment of the Company.
4. Thereafter the details containing, inter-alia, list of equity shareholders, who voted "For" and "Against", were downloaded from e-voting website of CDSL (www.evotingindia.com) and based on such reports generated;



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

a) Ordinary Resolution 1 -

Adoption of Directors' Report, standalone and consolidated audited financial statements and auditor' Report thereon for the financial year ended on 31st March, 2016.

(i) Voted in favour of the resolution:

Number of members Voted through remote e-voting system	Number of votes cast by them	% of Total Number of valid votes cast
32	144383197	100.00

(ii) Voted against the resolution:

Number of members Voted through remote e-voting system	Number of votes cast by them	% of Total Number of valid votes cast
NIL	NIL	NIL

(iii) Invalid votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
NIL	NIL



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b) Ordinary Resolution 2 –

To declare Dividend on Equity Shares for the financial year 2015-16.

(i) Voted in favour of the resolution:

Number of members Voted through remote e-voting system	Number of votes cast by them	% of Total Number of valid votes cast
32	144383197	100.00

(ii) Voted against the resolution:

Number of members Voted through remote e-voting system	Number of votes cast by them	% of Total Number of valid votes cast
NIL	NIL	NIL

(iii) Invalid votes:

Total number of members whose votes were declared invalid	Total number votes cast by them
NIL	NIL



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c) Ordinary Resolution 3 –

Re-appointment of Mr. Rajan P. Shah (DIN:00053917), who retires by rotation.

(i) Voted in favour of the resolution:

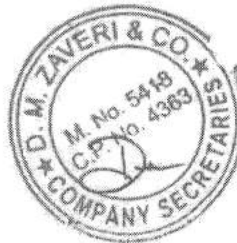
Number of members Voted through remote e-voting system	Number of votes cast by them	% of Total Number of valid votes cast
32	144383197	100.00

(ii) Voted against the resolution:

Number of members Voted through remote e-voting system	Number of votes cast by them	% of Total Number of valid votes cast
NIL	NIL	NIL

(iii) Invalid votes:

Total number of members whose votes were declared invalid	Total number votes cast by them
NIL	NIL



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d) Ordinary Resolution 4 –

Ratification of appointment of GMJ & Co, Chartered Accountants as Statutory Auditors for balance term i.e until conclusion of 36th AGM.

(i) Voted in favour of the resolution:

Number of members Voted through remote e-voting system	Number of votes cast by them	% of Total Number of valid votes cast
32	144383197	100.00

(ii) Voted against the resolution:

Number of members Voted through remote e-voting system	Number of votes cast by them	% of Total Number of valid votes cast
NIL	NIL	NIL

(iii) Invalid votes:

Total number of members whose votes were declared invalid	Total number votes cast by them
NIL	NIL



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e) Ordinary Resolution 5 –

Re-appointment of Mr. Praful N. Satra (DIN:00053900) as Managing Director of the Company.

(i) Voted in favour of the resolution:

Number of members Voted through remote e-voting system	Number of votes cast by them	% of Total Number of valid votes cast
32	144383197	100.00

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

Number of members Voted through remote e-voting system	Number of votes cast by them	% of Total Number of valid votes cast
NIL	NIL	NIL

(iii) Invalid votes:

Total number of members whose votes were declared invalid	Total number votes cast by them
NIL	NIL



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f) Ordinary Resolution 6 –

Approval of existing material related party transactions with Satra Buildcon Private Limited, being subsidiary company.

(i) Voted in favour of the resolution:

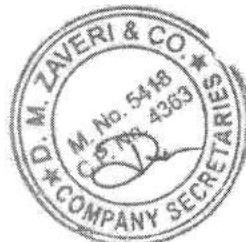
Number of members Voted through remote e-voting system	Number of votes cast by them	% of Total Number of valid votes cast
23	14847735	100.00

(ii) Voted against the resolution:

Number of members Voted through remote e-voting system	Number of votes cast by them	% of Total Number of valid votes cast
NIL	NIL	NIL

(iii) Invalid votes:

Total number of members whose votes were declared invalid	Total number votes cast by them
NIL	NIL



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g) Ordinary Resolution 7 –

Approval of existing related party transactions with Mr. Praful N. Satra, being Managing Director.

(i) Voted in favour of the resolution:

Number of members Voted through remote e-voting system	Number of votes cast by them	% of Total Number of valid votes cast
23	14847735	100.00

(ii) Voted against the resolution:

Number of members Voted through remote e-voting system	Number of votes cast by them	% of Total Number of valid votes cast
NIL	NIL	NIL

(iii) Invalid votes:

Total number of members whose votes were declared invalid	Total number votes cast by them
NIL	NIL



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Company Secretaries

CS Dharmesh Zaveri
B.Com., F.C.S.

Office No.145, 1st Floor, Kesar Residency, Charkop Sector 3, Kandivali (W), Mumbai - 400 067

Email: dmz@dmzaveri.com Tel.: 022-28679660 Mobile: 98203 20503

h) Ordinary Resolution 8 –

Approval of transactions with related parties being wholly owned subsidiaries/step down wholly owned subsidiary.

(i) Voted in favour of the resolution:

Number of members Voted through remote e-voting system	Number of votes cast by them	% of Total Number of valid votes cast
23	14847735	100.00

(ii) Voted against the resolution:

Number of members Voted through remote e-voting system	Number of votes cast by them	% of Total Number of valid votes cast
NIL	NIL	NIL

(iii) Invalid votes:

Total number of members whose votes were declared invalid	Total number votes cast by them
NIL	NIL



D. M. ZAVERI & Co.

Company Secretaries

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i) Ordinary Resolution 9 –

Approval of proposed transactions with related parties.

(i) Voted in favour of the resolution:

Number of members Voted through remote e-voting system	Number of votes cast by them	% of Total Number of valid votes cast
23	14847735	100.00

(ii) Voted against the resolution:

Number of members Voted through remote e-voting system	Number of votes cast by them	% of Total Number of valid votes cast
NIL	NIL	NIL

(iii) Invalid votes:

Total number of members whose votes were declared invalid	Total number votes cast by them
NIL	NIL



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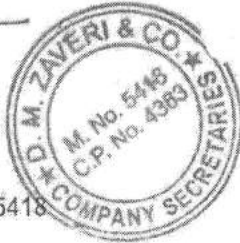
Email: dmz@dmzaveri.com Tel.: 022-28679660 Mobile: 98203 20503

6. The Register, all other papers and relevant record relating to remote e-voting shall remain in our safe custody until the Chairman considers, approves and signs the Minutes of the aforesaid 33rd Annual General Meeting and thereafter the same will be handed over to the Company Secretary of the Company.

For D. M. Zaveri & Co.
Practising Company Secretary



Dharmesh Zaveri
(Proprietor)



Membership No: 5418
C. P. No.: 4363

Place: Mumbai
Date: 30th September, 2016

D. M. ZAVERI & Co.

Company Secretaries

CS Dharmesh Zaveri
B.Com., F.C.S.

Office No.145, 1st Floor, Kesar Residency, Charkop Sector 3, Kandivali (W), Mumbai - 400 067
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FORM No. MGT-13

Report of Scrutinizer

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

To,
The Chairman
33rd Annual General Meeting of the Equity Shareholders of
Satra Properties (India) Limited,
held on Friday, 30th September, 2016 at,
Navinbhai Thakkar Hall, Ground floor,
Shraddhanand Road, Vile Parle (East),
Mumbai-400057.

Dear Sir,

I, Dharmesh Zaveri, proprietor of D. M. ZAVERI & CO., Company Secretaries, appointed as Scrutinizer for the purpose of the poll taken on the below mentioned resolution(s), at the 33rd Annual General Meeting of the Equity Shareholders of Satra Properties (India) Limited, held on Friday, 30th September, 2016 at Navinbhai Thakkar Hall, Ground floor, Shraddhanand Road, Vile Parle (East), Mumbai-400057 submit my report as under:

1. After the time fixed for closing of the poll by the Chairman, ballot boxes were kept for polling were locked in my presence with due identification marks placed by me.
2. The locked ballot boxes were subsequently opened in my presence and in presence of two witnesses and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Registrar and Transfer Agents of the Company and the authorizations / proxies lodged with the Company.
3. We did not find any poll paper invalid.



D. M. ZAVERI & Co.

Company Secretaries

SS Dharmesh Zaveri
B.Com., F.C.S.

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Email: dmz@dmzaveri.com Tel.: 022-28679660 Mobile: 98203 20503

4. The result of the Poll is as under:

a) Ordinary Resolution 1 -

Adoption of Directors' Report, standalone and consolidated audited financial statements and auditor' Report thereon for the financial year ended on 31st March, 2016.

(i) Voted in favour of the resolution:

Number of members present and voted (in person or by Proxy)	Number of votes cast by them	% of Total Number of valid votes cast
14	555	100.00

(ii) Voted against the resolution:

Number of members present and voted (in person or by Proxy)	Number of votes cast by them	% of Total Number of valid votes cast
NIL	NIL	NIL

(iii) Invalid votes :

Total number of members (in person or by proxy) whose votes were declared invalid	Total number votes cast by them
NIL	NIL



D. M. ZAVERI & Co.

Company Secretaries

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b) Ordinary Resolution 2 -

To declare Dividend on Equity Shares for the financial year 2015-16.

(i) Voted in favour of the resolution:

Number of members present and voted (in person or by Proxy)	Number of votes cast by them	% of Total Number of valid votes cast
14	555	100.00

(ii) Voted against the resolution:

Number of members present and voted (in person or by Proxy)	Number of votes cast by them	% of Total Number of valid votes cast
NIL	NIL	NIL

(iii) Invalid votes :

Total number of members (in person or by proxy) whose votes were declared invalid	Total number votes cast by them
NIL	NIL



D. M. ZAVERI & Co.

Company Secretaries

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c) Ordinary Resolution 3 -

Re-appointment of Mr. Rajan P. Shah (DIN:00053917), who retires by rotation.

(i) Voted in favour of the resolution:

Number of members present and voted (in person or by Proxy)	Number of votes cast by them	% of Total Number of valid votes cast
14	555	100.00

(ii) Voted against the resolution:

Number of members present and voted (in person or by Proxy)	Number of votes cast by them	% of Total Number of valid votes cast
NIL	NIL	NIL

(iii) Invalid votes :

Total number of members (in person or by proxy) whose votes were declared invalid	Total number votes cast by them
NIL	NIL



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d) Ordinary Resolution 4 -

Ratification of appointment of GMJ & Co, Chartered Accountants as Statutory Auditors for balance term i.e until conclusion of 36th AGM.

(i) Voted in favour of the resolution:

Number of members present and voted (in person or by Proxy)	Number of votes cast by them	% of Total Number of valid votes cast
14	555	100.00

(ii) Voted against the resolution:

Number of members present and voted (in person or by Proxy)	Number of votes cast by them	% of Total Number of valid votes cast
NIL	NIL	NIL

(iii) Invalid votes :

Total number of members (in person or by proxy) whose votes were declared invalid	Total number votes cast by them
NIL	NIL



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e) Ordinary Resolution 5 -

Re-appointment of Mr. Praful N.Satra (DIN:00053900) as Managing Director of the Company.

(i) Voted in favour of the resolution:

Number of members present and voted (in person or by Proxy)	Number of votes cast by them	% of Total Number of valid votes cast
14	555	100.00

(ii) Voted against the resolution:

Number of members present and voted (in person or by Proxy)	Number of votes cast by them	% of Total Number of valid votes cast
NIL	NIL	NIL

(iii) Invalid votes :

Total number of members (in person or by proxy) whose votes were declared invalid	Total number votes cast by them
NIL	NIL



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f) Ordinary Resolution 6 -

Approval of existing material related party transactions with Satra Buildcon Private Limited, being subsidiary company.

(i) Voted in favour of the resolution:

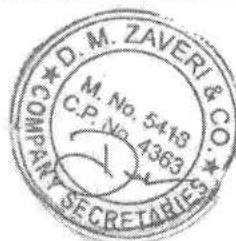
Number of members present and voted (in person or by Proxy)	Number of votes cast by them	% of Total Number of valid votes cast
14	555	100.00

(ii) Voted against the resolution:

Number of members present and voted (in person or by Proxy)	Number of votes cast by them	% of Total Number of valid votes cast
NIL	NIL	NIL

(iii) Invalid votes :

Total number of members (in person or by proxy) whose votes were declared invalid	Total number votes cast by them
NIL	NIL



D. M. ZAVERI & Co.

Company Secretaries

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g) Ordinary Resolution 7 -

Approval of existing related party transactions with Mr. Praful N. Satra, being Managing Director.

(i) Voted in favour of the resolution:

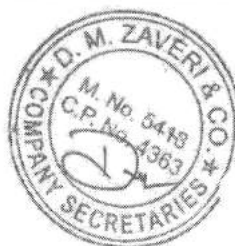
Number of members present and voted (in person or by Proxy)	Number of votes cast by them	% of Total Number of valid votes cast
14	555	100.00

(ii) Voted against the resolution:

Number of members present and voted (in person or by Proxy)	Number of votes cast by them	% of Total Number of valid votes cast
NIL	NIL	NIL

(iii) Invalid votes :

Total number of members (in person or by proxy) whose votes were declared invalid	Total number votes cast by them
NIL	NIL



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h) Ordinary Resolution 8 -

Approval of transactions with related parties being wholly owned subsidiaries/step down wholly owned subsidiary.

(i) Voted in favour of the resolution:

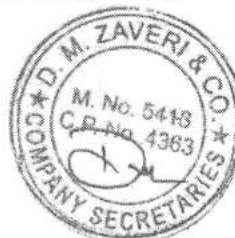
Number of members present and voted (in person or by Proxy)	Number of votes cast by them	% of Total Number of valid votes cast
14	555	100.00

(ii) Voted against the resolution:

Number of members present and voted (in person or by Proxy)	Number of votes cast by them	% of Total Number of valid votes cast
NIL	NIL	NIL

(iii) Invalid votes :

Total number of members (in person or by proxy) whose votes were declared invalid	Total number votes cast by them
NIL	NIL



D. M. ZAVERI & Co.

Company Secretaries

BS Dharmesh Zaveri
B.Com., F.C.S.

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Email: dmz@dmzaveri.com Tel.: 022-28679660 Mobile: 98203 20503

i) Ordinary Resolution 9:

Approval of proposed transactions with related parties.

(i) Voted in favour of the resolution:

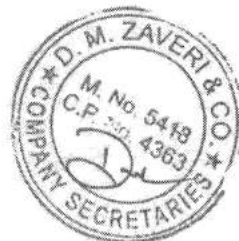
Number of members present and voted (in person or by Proxy)	Number of votes cast by them	% of Total Number of valid votes cast
14	555	100.00

(ii) Voted against the resolution:

Number of members present and voted (in person or by Proxy)	Number of votes cast by them	% of Total Number of valid votes cast
NIL	NIL	NIL

(iii) Invalid votes :

Total number of members (in person or by proxy) whose votes were declared invalid	Total number votes cast by them
NIL	NIL



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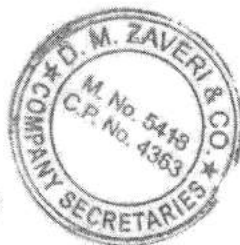
Email: dmz@dmzaveri.com Tel.: 022-28679660 Mobile: 98203 20503

5. The Compact Disc (CD) containing a list of Equity shareholders who voted "FOR", "AGAINST" and those whose votes were declared invalid for each resolution is enclosed.
6. The Poll papers and all other relevant records were sealed and handed over to the Company Secretary authorised by the Board for safe keeping.

Thanking you,

For D. M. Zaveri & Co
Practising Company Secretary


Dharmesh Zaveri
(Proprietor)



Membership No.: 5418
C.P. No.: 4363

Place: Mumbai
Date: 30th September, 2016

D. M. ZAVERI & Co.

Company Secretaries

DS Dharmesh Zaveri
B.Com., F.C.S.

Office No.145, 1st Floor, Kesar Residency, Charkop Sector 3, Kandivali (W), Mumbai - 400 067
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Combined Report of Scrutinizer for e-voting & voting through ballot process

(Pursuant to Section 108/109 of the Companies Act, 2013 read with Rule 20(4)(xii) of Companies (Management and Administration) Rules, 2014 as amended)

To,
The Chairman
33rd Annual General Meeting of Equity Shareholders of
Satra Properties (India) Limited,
held on Friday, 30th September, 2016 at,
Navinbhai Thakkar Hall, Ground floor,
Shraddhanand Road, Vile Parle (East),
Mumbai-400057.

Dear Sir,

I, Dharmesh Zaveri, proprietor of D. M. Zaveri & Co., Company Secretaries, Mumbai, was appointed as Scrutinizer by the Board of Directors for the purpose of scrutinizing the remote e-voting process under the provision of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 including any amendment thereof and voting through ballot process at the venue of the Annual General Meeting (AGM) in a fair and transparent manner in respect of the below mentioned resolutions contained in the Notice of the 33rd AGM of the Equity Shareholders of Satra Properties (India) Limited held on Friday, 30th September, 2016 at Navinbhai Thakkar Hall, Ground floor, Shraddhanand Road, Vile Parle (East), Mumbai-400057.

The Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules framed thereunder relating to voting through electronic means (remote e-voting) and voting by use of physical ballots by the shareholders at the venue of AGM on the resolution contained in the Notice of the 33rd AGM of the members of the Company. My responsibility as a scrutinizer for the remote e-voting process and for the physical ballot voting at the 33rd AGM is restricted to make a



D. M. ZAVERI & Co.

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Scrutinizer report of the Votes Cast "in favour" or "against" the resolutions as stated below, based on the report generated from the remote e-voting system provided by Central Depository Services (India) Limited ('CDSL'), the authorised agency engaged by the Company to provide remote e-voting facilities and the report generated electronically for voting by use of physical ballots at the venue of AGM.

At the 33rd AGM of the Company held on 30th September, 2016 at 11.30 am, facility of voting through ballot process was given to the members present in the meeting.

I hereby submit consolidated scrutinizer's report pursuant to Rule 20(4)(xii) on the resolutions proposed in the Notice of the 33rd AGM. I have issued separate Scrutinizer's Report dated 30th September, 2016 on the remote e-voting and on the ballot/Poll through physical ballot.

The Result of remote e-voting together with that of the ballot / Poll is as under;

Mode of voting	Total valid votes	Votes in favour of Resolution			Votes against the Resolution			Invalid Votes
		No of ballot / e-voting entry	Nos	% to total valid votes	No of ballot / e-voting entry	Nos	% to total valid votes	Nos
Item 1: Adoption of Directors' Report, standalone and consolidated audited financial statements and auditor's Report thereon for the financial year ended on 31 st March, 2016.(Ordinary Resolution)								
E-voting	144383197	32	144383197	100.0000	0	0	0.0000	NIL
Poll/ballot voting	555	14	555	100.0000	0	0	0.0000	NIL
Total	144383752	46	144383752	100.0000	0	0	0.0000	NIL
Item 2: To declare Dividend on Equity Shares for the financial year 2015-16.(Ordinary Resolution)								
E-voting	144383197	32	144383197	100.0000	0	0	0.0000	NIL
Poll/ballot voting	555	14	555	100.0000	0	0	0.0000	NIL
Total	144383752	46	144383752	100.0000	0	0	0.0000	NIL
Item 3: Re-appointment of Mr. Rajan P. Shah(DIN:00053917), who retires by rotation.(Ordinary Resolution)								
E-voting	144383197	32	144383197	100.0000	0	0	0.0000	NIL
Poll/ballot voting	555	14	555	100.0000	0	0	0.0000	NIL
Total	144383752	46	144383752	100.0000	0	0	0.0000	NIL



D. M. ZAVERI & Co.

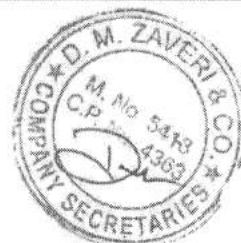
Company Secretaries

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Mode of voting	Total valid votes	Votes in favour of Resolution			Votes against the Resolution			Invalid Votes
		No of ballot / e-voting entry	Nos	% to total valid votes	No of ballot / e-voting entry	Nos	% to total valid votes	Nos
Item 4: Ratification of appointment of GMJ & Co, Chartered Accountants as Statutory Auditors for balance term i.e until conclusion of 36 th AGM.(Ordinary Resolution)								
E-voting	144383197	32	144383197	100.0000	0	0	0.0000	NIL
Poll/ballot voting	555	14	555	100.0000	0	0	0.0000	NIL
Total	144383752	46	144383752	100.0000	0	0	0.0000	NIL
Item 5: Re-appointment of Mr. Praful N. Satra (DIN:00053900) as Managing Director of the Company. (Ordinary Resolution)								
E-voting	144383197	32	144383197	100.0000	0	0	0.0000	NIL
Poll/ballot voting	555	14	555	100.0000	0	0	0.0000	NIL
Total	144383752	46	144383752	100.0000	0	0	0.0000	NIL
Item 6: Approval of existing material related party transactions with Satra Buildcon Private Limited, being subsidiary company.(Ordinary Resolution)								
E-voting	14847735	23	14847735	100.0000	0	0	0.0000	NIL
Poll/ballot voting	555	14	555	100.0000	0	0	0.0000	NIL
Total	14848290	37	14848290	100.0000	0	0	0.0000	NIL
Item 7: Approval of existing related party transactions with Mr. Praful N. Satra, being Managing Director. (Ordinary Resolution)								
E-voting	14847735	23	14847735	100.0000	0	0	0.0000	NIL
Poll/ballot voting	555	14	555	100.0000	0	0	0.0000	NIL
Total	14848290	37	14848290	100.0000	0	0	0.0000	NIL
Item 8: Approval of transactions with related parties being wholly owned subsidiaries/step down wholly owned subsidiary.(Ordinary Resolution)								
E-voting	14847735	23	14847735	100.0000	0	0	0.0000	NIL
Poll/ballot voting	555	14	555	100.0000	0	0	0.0000	NIL
Total	14848290	37	14848290	100.0000	0	0	0.0000	NIL
Item 9: Approval of proposed transactions with related parties.(Ordinary Resolution)								
E-voting	14847735	23	14847735	100.0000	0	0	0.0000	NIL
Poll/ballot voting	555	14	555	100.0000	0	0	0.0000	NIL
Total	14848290	37	14848290	100.0000	0	0	0.0000	NIL



D. M. ZAVERI & Co.

Company Secretaries

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B.Com., F.C.S.

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Email: dmz@dmzaveri.com **Tel.:** 022-28679660 **Mobile:** 98203 20503

All the resolutions voted through under remote e-voting and ballot/poll were passed with requisite majority.
The Register, all other papers and relevant record relating to remote e-voting shall remain in our safe custody until the Chairman considers, approves and signs the Minutes of the aforesaid 33rd Annual General Meeting and thereafter the same will be handed over to the Company Secretary of the Company.

For D. M. Zaveri & Co
Practising Company Secretary




Dharmesh Zaveri
(Proprietor)

Membership No.: 5418
C.P. No.: 4363

Place: Mumbai
Date: 30th September, 2016



Signed by Mr. Praful Satra
Chairman of the meeting
(For Resolution No.1,2,3 and 4)



Signed by Mr. Kamlesh Limbachiya
Chairman of the meeting
(For Resolution No.5,6,7,8 and 9)