

Satra Properties( India ) Limited								
Postal Ballot Voting Results								
Disclosure as per Regulation 44 (3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015								
Date of the AGM/EGM/Postal ballot Notice	Notice dated 23 <sup>rd</sup> January, 2018 (Voting start date 6 <sup>th</sup> February, 2018 at 09:00 AM Voting end date 7 <sup>th</sup> March, 2018 at 5:00 PM)							
Total Number of Shareholders on record date i.e. 25th January, 2018	4217							
No. of shareholders present in the meeting either in person or through proxy:	Not Applicable							
Promoter and Promoter Group:								
Public:								
No. of shareholders attended the the meeting through Video Conferencing:	Not Applicable							
Promoter and Promoter Group:								
Public:								
<b>Agenda-wise disclosure</b>								
Resolution required:Ordinary/Special	Special Resolution - Sale/ Transfer / Disposal of Investment held in material subsidiary of the Company - Satra Buildcon Private Limited							
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		-	-	-	-	-	-
	<b>Total</b>		<b>129,535,462</b>	<b>100.0000</b>	<b>129,535,462</b>	<b>-</b>	<b>100.0000</b>	<b>-</b>
Public – Institutional holders	E-Voting	6,181,911	-	-	-	-	-	-
	Poll/Postal ballot		-	-	-	-	-	-
	<b>Total</b>		<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>
Public-Non Institutional	E-Voting	42,640,627	9,022,355	21.1591	9,021,645	710	99.9921	0.0079
	Poll/Postal ballot		658,739	1.5449	658,729	10	99.9985	0.0015
	<b>Total</b>		<b>9,681,094</b>	<b>22.7039</b>	<b>9,680,374</b>	<b>720</b>	<b>99.9926</b>	<b>0.0074</b>
Total	E-voting	178,358,000	138,557,817	77.6852	138,557,107	710	99.9995	0.0005
	Poll/Postal ballot		658,739	0.3693	658,729	10	99.9985	0.0015
	<b>Total</b>		<b>139,216,556</b>	<b>78.0546</b>	<b>139,215,836</b>	<b>720</b>	<b>99.9995</b>	<b>0.0005</b>
Note: The Special Resolution under Item no.1 as set out in the Postal Ballot Notice dated 23 <sup>rd</sup> January, 2018 was passed by the shareholders of the Company by requisite majority.								

For Satra Properties (India) Ltd.

Chairman and Managing Director

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

## SCRUTINIZER REPORT ON POSTAL BALLOT

[Pursuant to Section 110 of the Companies Act, 2013 read with rule 22 of the Companies (Management and Administration) Rules, 2014]

To,

The Chairman,

**Satra Properties (India) Limited**

Dev Plaza, 2<sup>nd</sup> Floor, Opp. Andheri Fire Station,

S. V. Road, Andheri (West),

Mumbai - 400058.

**Sub: Report on passing of resolution through Postal Ballot Process**

Dear Sir,

I, Dharmesh Zaveri, proprietor of D. M. ZAVERI & Co., Company Secretaries, Mumbai, was appointed as Scrutinizer in the Board Meeting held on Tuesday, 23<sup>rd</sup> January, 2018 for the purpose of scrutinizing the physical postal ballot papers received by post and e-voting done through platform provided by Central Depository Services (India) Limited ('CDSL') in a fair and transparent manner and ascertaining the requisite majority as per the provisions of Section 110 of the Companies Act 2013 read with Rule 22 of Companies (Management and Administration) Rules, 2014 (including any statutory modification or re-enactment thereof for time being in force as amended from time to time) by the Board of Directors of the Company on the resolution contained in the Postal Ballot Notice dated 23<sup>rd</sup> January, 2018 of the Company.

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 e-voting and voting done through postal ballot received on the resolution contained in the Notice dated 23<sup>rd</sup> January, 2018 of the Company. My responsibility as a scrutinizer for the e-voting and for the postal ballot voting is restricted to make a Scrutinizer report of the Votes Cast "in favour" or "against" the resolution as stated below, based on the report generated from the e-voting system provided by CDSL, the authorised agency engaged by the Company to provide e-voting facilities and the report generated electronically for voting done by postal ballots.



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# *D. M. ZAVERI & Co.*

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## Company Secretaries

**SS** 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 Website: www.dmzaveri.com

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I submit my report as under;

- 1.1. The Company has completed the dispatch/ e-mailing of Notice of Postal Ballot along with the Postal Ballot Forms and self-addressed pre-paid business reply envelopes through courier on 05<sup>th</sup> February, 2018 to the members of the Company, whose names appeared on the register of Members/ List of beneficiaries and by emails to those members whose email ID are registered either with depositories or with the Company as on Thursday, 25<sup>th</sup> January, 2018.
- 1.2. As prescribed in the said Rules, the Company has also published an advertisement on 06<sup>th</sup> February, 2018 and it carried the required information as specified in the said rules.
- 1.3. As mentioned in the Postal ballot notice all postal ballot forms received upto the closure of working hours i.e. 5.00 p.m. on Wednesday, 7<sup>th</sup> March, 2018 being the last date and time fixed by the Company for receipt of the forms were considered and the e-voting module was disabled by CDSL for voting thereafter.
- 1.4. The particulars of all Postal ballot forms received from the members have been entered into register maintained for the same.
- 1.5. All postal ballot forms received upto close of working hours i.e. 5.00 P.M. on Wednesday, 7<sup>th</sup> March, 2018 were duly opened in my presence and the same were scrutinized and processed with the computer statement containing the shareholders name, Folio Number/ Client ID No. / DP ID, Postal Ballot No, No of Shares held, No of votes polled, assented, dissented and rejected if any, were generated. The shareholding and the signature of shareholders who have exercised their vote through postal ballot were verified with the records maintained by the Registrar & Share Transfer Agent namely Adroit Corporate Services Private Limited.
- 1.6. Envelopes containing postal ballot forms which were returned undelivered were also not opened.
- 1.7. I have found 2 (Two) ballot forms which were considered to be invalid due to signature mis-match and/or duplicate voting.



# D. M. ZAVERI & Co.

## Company Secretaries

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

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1.8. I have also received a complete record of votes cast by electronic mode from CDSL, the agency for providing and supervising electronic platform on Wednesday, 7<sup>th</sup> March, 2018 at 05.21 P.M. and which was closed by CDSL on Wednesday, 7<sup>th</sup> March, 2018 at 5.00 p.m.

1.9. The details containing *inter alia*, list of Equity shareholders, who voted "FOR"/ "AGAINST" of the resolution that was put to vote, were generated from the physical ballot forms received by post and from report generated from e-voting platform provided by Central Depository Services (India) Limited 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	No of ballot / e-voting entry	Nos
<b>Item No 1 : Sale / Transfer / Disposal of Investment held in material subsidiary of the Company – Satra Buildcon Private Limited (Special Resolution)</b>									
E-voting	138557817	23	138557107	99.9995	2	710	0.0005	0	0
Postal Ballot	658739	26	658729	99.9985	1	10	0.0015	2	56301
<b>Total</b>	<b>139216556</b>	<b>49</b>	<b>139215836</b>	<b>99.9995</b>	<b>3</b>	<b>720</b>	<b>0.0005</b>	<b>2</b>	<b>56301</b>

The special resolution passed by requisite majority is as under;

Reference to provisions of SEBI ( LODR ), 2015	Type and description of special resolution
Special Resolution pursuant to Regulation 24(5) and other applicable provisions of the Securities and Exchange Board of India ( Listing Obligations and Disclosure Requirements ) Regulations, 2015	Sale/Transfer/Disposal of Investment held in material subsidiary of the Company – Satra Buildcon Private Limited

1.10. The Register, all other papers and relevant record relating to postal ballot shall remain in our safe custody until the Chairperson considers, approves and signs the Minutes and thereafter the same will be handed over to the Company.



# D. M. ZAVERI & Co.

Company Secretaries

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

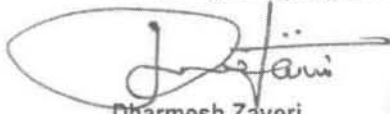
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1.11. The above mentioned special resolution is deemed to be passed by requisite majority as on the last date of receipt of postal ballot/ closing of e-voting i.e. 7<sup>th</sup> March, 2018.

1.12. You may accordingly declare the results of voting by postal ballot.

For D. M. Zaveri & Co  
Practising Company Secretary



Dharmesh Zaveri  
(Proprietor)  
Membership No.: 5418  
C.P. No.: 4363  
Place: Mumbai  
Date: 08<sup>th</sup> March, 2018.



Chairman of the Company.