

H. P. Sanghvi & Company

Company Secretaries

401, K Building, Walchand Hirachand Road, Ballrad Estate, Fort, Mumbai- 400 001
Phone: 022-4002 1712 – 022-3294 6465: e-mail: hpsanghvico@gmail.com

The Chairman
28th Annual General Meeting of the Equity Shareholders of
Sharad Fibres and Yarn Processors Limited

Held on the 30th September, 2015 at 220, Unique Industrial Estate, Off. Veer Savarkar Marg, Prabhadevi, Mumbai – 400 025 at 3.00 P.M.

Dear Sir,

Re: Consolidated Report on voting pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Companies (Management and Administration) Rules, 2014 (As amended)

1. I, Haresh Sanghvi, a Practicing Company Secretary, have been appointed as Scrutinizer by the Board of Directors of **Sharad Fibres and Yarn Processors Limited** ("the Company") for the purpose of
 - (i) Scrutinizing the e-voting process under the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (Rules) ; and
 - (ii) Voting by Ballot paper under the provisions of Section 109 of the Companies Act 2013 read with Rule 21 of the Rules,

on the resolutions contained in the Notice of the 28th Annual General Meeting (AGM) of the Equity shareholders of the Company held on the 30th September, 2015 at 3.00 PM at 220, Unique Industrial Estate, Off. Veer Savarkar Marg, Prabhadevi, Mumbai – 400 025

2. The Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and rules relating to e-voting and voting by Ballot papers on the resolution contained in the notice of 28th Annual General Meeting (AGM) of the members of the Company. My responsibility as a scrutinizer for the e-voting process and voting by Ballot papers at the AGM is restricted to ensure that the voting process by e-voting and voting by Ballot papers are conducted in a fair and transparent manner and presenting Consolidated Scrutinizer's report of the total votes cast "in favour" or "Against" to the Chairman of the AGM on the resolutions, based on the reports generated from the e-voting system provided by Central Depository Services (India) Limited (CDSL), an agency appointed by the Company to provide e-voting facilities and the report generated on voting by Ballot papers at the AGM.
- 3 I have issued separate Scrutinizer's report dated 1st October 2015 for the remote e-voting and on the voting by Ballot papers at the AGM on the resolutions contained in the Notice of the AGM.



4. I submit herewith my consolidated Scrutinizer's Report on the results of voting through remote e-voting and voting by Ballot papers at the AGM as under:

Item No.	Vote in favour of the resolution		Votes against the resolution		Invalid / Abstained Votes
	Nos.	% of total number of valid votes cast	Nos.	% of total number of valid votes cast	Nos.
Item No. 1 Consider and adopt the audited financial statement of the Company for the financial year ended March 31, 2015, the reports of the Board of Directors and Auditors thereon.	1974929	100.00	NIL	0.00	NIL
Item No. 2 : Re-appoint Mr. Aditya Dalmia who retires by rotation.	211936	100.00	NIL	0.00	1762993
Item No. 3 : Appoint M/s. Vinod S. Mehta, Chartered Accountants as the Statutory Auditors and fixing their Remuneration	1974929	100.00	NIL	0.00	NIL
Item No. 4 : Appoint Ms. Jyoti Nankani, as a Director of the Company.	1974929	100.00	NIL	0.00	NIL
Item No. 5 : Approval of Borrowing power pursuant to section 180(1) (c) of the Companies Act 2013	1974929	100.00	NIL	0.00	NIL
Item No. 6 : Approval of creation of mortgage, pursuant to section 180(1) (a) of the Companies Act 2013	1974929	100.00	NIL	0.00	NIL



Item No. 7 : Adoption of new set of Articles of Association in the place of existing Articles of Association of the Company.	1974929	100.00	NIL	0.00	NIL
Item No. 8 : Approval for related party transactions u/s 188 as per The Companies Act, 2013	500	100.00	NIL	0.00	1974429
Item No. 9 : Issue and allot upto 3,60,000 Equity Shares on preferential basis.	1974929	100.00	NIL	0.00	NIL

5. I hereby confirm that I am maintaining the registers received from the service providers both electronically and manually, in respect of the votes cast through e-voting and voting by Ballot papers at the AGM by the shareholders of the Company. I shall be arranging to handover this record to you or such other person as authorized by you.

H. P. SANGHVI & COMPANY
Practicing Company Secretaries



Haresh Sanghvi
HARESH SANGHVI
Proprietor
CoP No. 3675/ FCS 2259

Place: Mumbai

Date : 1st October, 2015.

I have received the Report

Chairman of the Meeting

Place : Mumbai

Date : 1st October, 2015.