

Outcome of Voting of 26th Annual General Meeting as per Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015

| | |
|---|--------------------|
| Date of Annual General Meeting | September 29, 2017 |
| Total number of shareholders on record date | 3281 |
| No. of shareholders present in the meeting either in person or through proxy: Promoters and Promoter Group: Public: | 18 5 13 |
| No. of Shareholders attended the meeting through Video Conferencing Promoters and Promoter Group: Public: | Not Applicable |

Agenda-wise disclosure

Resolution No.1 (Ordinary Resolution)

To adopt Financial Statements of the Company including Report of Board of Directors' and Auditors' for the financial year 31st March, 2017.

| Category | Resolution required: | | | Ordinary Resolution | | | | |
|-----------------------------|---------------------------|-----------------------|---------------------------|---|-----------------------------|-------------------------|--|--|
| | 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 Poll Total | 20647984 | 20647984 0 20647984 | 100.00 0.00 100.00 | 20647984 0 20647984 | 0 0 0 | 100.00 0.00 100.00 | 0.00 0.00 0.00 |
| Public Institutional | E-Voting Poll Total | 62999 | 0 0 0 | 0 0 0 | 0 0 0 | 0 0 0 | 0.00 0.00 0.00 | 0.00 0.00 0.00 |
| Public- Non Institutions | E-Voting Poll Total | 57742397 | 14468 831 15299 | 0.03 0.00 .03 | 38 831 869 | 14430 0 14430 | 0.26 100.00 5.68 | 99.74 0.00 94.32 |
| Total | | 78453380 | 20663283 | 26.33 | 20648853 | 14430 | 99.93 | 0.07 |

Resolution No.2 (Ordinary Resolution)

Re-appointment of Mr. Rakeshchand M Jain (DIN 00187350), who retires by rotation.

| Category | Resolution required: | | | Ordinary Resolution | | | | |
|-----------------------------|---------------------------|-----------------------|---------------------------|---|-----------------------------|-------------------------|--|--|
| | 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 Poll Total | 20647984 | 20647984 0 20647984 | 100.00 0.00 100.00 | 20647984 0 20647984 | 0 0 0 | 100.00 0.00 100.00 | 0.00 0.00 0.00 |
| Public Institutional | E-Voting Poll Total | 62999 | 0 0 0 | 0 0 0 | 0 0 0 | 0 0 0 | 0.00 0.00 0.00 | 0.00 0.00 0.00 |
| Public- Non Institutions | E-Voting Poll Total | 57742397 | 14468 831 15299 | 0.03 0.00 .03 | 38 831 869 | 14430 0 14430 | 0.26 100.00 5.68 | 99.74 0.00 94.32 |
| Total | | 78453380 | 20663283 | 26.33 | 20648853 | 14430 | 99.93 | 0.07 |



Resolution No.3 (Ordinary Resolution)**Appointment of M/s Subramanian Bengali & Associates (Firm Reg. No. 127499W), Chartered Accountants as Statutory Auditors of the Company for terms of Five year & Fixing Remuneration.**

| Resolution required: | | | | Ordinary Resolution | | | | |
|---|----------------|-----------------------|------------------------|---|-----------------------------|-------------------------|--|--|
| 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 | 20647984 | 20647984 | 100.00 | 20647984 | 0 | 100.00 | 0.00 |
| | Poll | | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| | Total | | 20647984 | 100.00 | 20647984 | 0 | 100.00 | 0.00 |
| Public Institutional | E-Voting | 62999 | 0 | 0 | 0 | 0 | 0.00 | 0.00 |
| | Poll | | 0 | 0 | 0 | 0 | 0.00 | 0.00 |
| | Total | | 0 | 0 | 0 | 0 | 0.00 | 0.00 |
| Public- Non Institutions | E-Voting | 57742397 | 14468 | 0.03 | 38 | 14430 | 0.26 | 99.74 |
| | Poll | | 831 | 0.00 | 831 | 0 | 100.00 | 0.00 |
| | Total | | 15299 | .03 | 869 | 14430 | 5.68 | 94.32 |
| Total | | 78453380 | 20663283 | 26.33 | 20648853 | 14430 | 99.93 | 0.07 |

Resolution No.4 (Ordinary Resolution)**Re - Appointment of Ms. Asha Jogi (07753777), Independent Women Director of the Company w.e.f. 14.03.2017**

| Resolution required: | | | | Ordinary Resolution | | | | |
|---|----------------|-----------------------|------------------------|---|-----------------------------|-------------------------|--|--|
| 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 | 20647984 | 20647984 | 100.00 | 20647984 | 0 | 100.00 | 0.00 |
| | Poll | | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| | Total | | 20647984 | 100.00 | 20647984 | 0 | 100.00 | 0.00 |
| Public Institutional | E-Voting | 62999 | 0 | 0 | 0 | 0 | 0.00 | 0.00 |
| | Poll | | 0 | 0 | 0 | 0 | 0.00 | 0.00 |
| | Total | | 0 | 0 | 0 | 0 | 0.00 | 0.00 |
| Public- Non Institutions | E-Voting | 57742397 | 14468 | 0.03 | 38 | 14430 | 0.26 | 99.74 |
| | Poll | | 831 | 0.00 | 831 | 0 | 100.00 | 0.00 |
| | Total | | 15299 | .03 | 869 | 14430 | 5.68 | 94.32 |
| Total | | 78453380 | 20663283 | 26.33 | 20648853 | 14430 | 99.93 | 0.07 |

Note:

- There were 353 invalid votes.
- Accordingly all the Resolutions were passed with the requisite majority.

This is for your information and record.

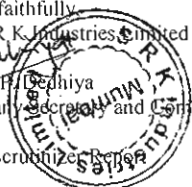
Thanking you,

Yours faithfully,

For S R K Industries Limited

Shilpa R. Bedhiya
Company Secretary and Compliance Officer

Encl. Scrutinizer Report





SHREYANS JAIN & CO.

Company Secretaries

Off: 117, Hubtown Solaris, N. S. Phadke Marg, Near East West Flyover,
Andheri (East), Mumbai - 400 069, Maharashtra
Tel: +91 98704 92079; email: shreyanscs@gmail.com

CONSOLIDATED REPORT OF THE SCRUTINIZER

[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies
(Management and Administration) Rules, 2014 as amended from time to time]

To,

The Chairman of 26th Annual General Meeting of,
S R K Industries Limited
CIN: L17121MH1991PLC257750
310 V Star plaza, 'A' wing,
Chandavarkar Road, Borivali (w),
Mumbai - 400 092, Maharashtra

Dear Sir,

I, Shreyans Jain, of Shreyans Jain & Co, Company Secretaries, have been appointed by the Board of Directors of **S R K INDUSTRIES LIMITED** ("Company") as Scrutinizer for the purpose of:

- i. Scrutinizing the remote e-voting process in terms of the provisions of Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended (Rules) and
- ii. Voting by Shareholders at the 26th Annual General Meeting held on Friday, 29th September, 2017 at 09.00 am ("AGM")

in a fair and transparent manner for the resolution(s) as contained in the Notice of the said AGM. I am pleased to submit my report as under, which is comprehensive and self-explanatory in all respect:

The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and the Rules relating to remote e-voting on the resolutions contained in the Notice of the AGM of the members of Company and voting at the AGM. My responsibility as a scrutinizer for the voting process is restricted to make a scrutinizer's report of the total votes cast, votes in favour and against including the details of invalid votes, if any on the resolutions contained in the Notice of AGM, based on the reports generated from the e-voting system provided by - Central Depository Services Limited (hereinafter "CDSL") and based on the voting conducted at the AGM.

DISPATCH OF NOTICE CONVENING THE MEETING:

The Notice of AGM dated Tuesday, 29th August, 2017 alongwith explanatory statement setting out material facts under Section 102 of the Act were sent to shareholders as follows:-

By way of Courier and Post - 1475 and through E-mail - 1806 in respect of the below mentioned resolutions passed at the AGM of the Company.





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Company Secretaries

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CUT-OFF DATE:

The Voting rights were reckoned as on Friday, 22nd September, 2017, being the cut-off date for the purpose of deciding the entitlements of members for remote e-voting and voting at the AGM.

REMOTE E-VOTING:

The Company had availed services of Central Depository Services Limited as the agency for providing the remote e-voting platform.

The remote e-voting period was commenced on Tuesday, 26th September, 2017 at 9:00 a.m. and concluded on Thursday, 28th September, 2017 at 5:00 p.m. on www.evotingindia.com.

VOTING AT THE AGM:

As prescribed under rule 20 of the Companies (Management and Administration) Amendment Rules, 2015, for the purpose of ensuring that shareholders who have cast their votes through remote e-voting do not vote again at the general meeting, the scrutinizer shall have access after closure of period of remote e-voting and before the start of Annual General Meeting, to only such details pertaining to members who have cast their votes through remote e-voting, such as their names, folios, number of shares held but not the manner in which they have voted.

Accordingly, Central Depository Services Limited, the e-voting agency provided us with the names, DP ID / folio numbers and shareholding of the members who had cast their votes through remote e-voting post my validation on the system.

- **At the Venue:** After the announcement of voting by the Chairman of the Meeting, a ballot box kept for polling were locked / sealed in my presence.

On completion of voting at the meeting, the locked ballot box was subsequently opened in my presence and the ballot papers were diligently scrutinized.

The ballot papers were reconciled with the records provided by the Registrar and Share Transfer Agent of Company and authorisations / proxies lodged with the Company.

- **Remote E-voting:** The remote e-voting results on the CDSL E-voting platform was unblocked and downloaded on Friday, 29th September, 2017 post AGM in the presence of two witnesses CS Vidhi Khilnani and Mr. Sandeep Jha who are not in the employment of Company and who have signed below in confirmation of the votes being unblocked in their presence.





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RESULTS: The details containing *interalia*, list of Equity Shareholders, who voted "for" or "against" on each of the resolutions that were put to vote, were generated from the e-voting website of CDSL. Taking into account the report from CDSL and physical voting at the AGM the consolidated result with respect to each item on the agenda as set out in the Notice of the 26th AGM dated is enclosed.

Thanking You,
Yours faithfully,

CS Shreyans Jain
Practicing Company Secretary
FCS 8519/ C.P. No. 9801



Date : 29.09.2017
Place: Mumbai

As above



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CONSOLIDATED RESULTS

ITEM NO. 1.

| Resolution required: (Ordinary Resolution) | To adopt Financial Statements of the Company including Report of Directors' and Auditors' for the financial year 31st March, 2017. | | | | | | | | | |
|---|--|------------------------|-------------------------|---|------------------------------|--------------------------|--|--|--|--|
| 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 | | 2,06,47,984 | 100.00 | 2,06,47,984 | 0.00 | 100.00 | 0.00 | | |
| | Poll | 2,06,47,984 | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 | | |
| | Total | | 2,06,47,984 | 100.00 | 2,06,47,984 | 0.00 | 100.00 | 0.00 | | |
| Public- Institutions | E-Voting | | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 | | |
| | Poll | 62,999 | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 | | |
| | Total | | 62,999 | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 | | |
| Public- Non Institutions | E-Voting | | 14,468 | 0.02 | 38 | 14,430 | 0.26 | 99.74 | | |
| | Poll | 5,77,42,397 | 831 | 0.00 | 831 | 0.00 | 100.00 | 0.00 | | |
| | Total | | 5,77,42,397 | 0.03 | 869 | 14,430 | 5.68 | 94.32 | | |
| Total | | 7,84,53,380 | 2,06,63,283 | 26.34 | 2,06,48,853 | 14,430 | 99.93 | 0.07 | | |



[Handwritten Signature]



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ITEM NO. 2.

| Resolution required: (Ordinary Resolution) | | | | | | | | |
|--|----------------|------------------------|-------------------------|--|----------------------------|--------------------------|---|---|
| To Reappoint Mr. Rakeshchand M Jain (DIN 00187350), who retires by rotation. | | | | | | | | |
| 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 | | 2,06,47,984 | 100.00 | 2,06,47,984 | 0.00 | 100.00 | 0.00 |
| | Poll | 2,06,47,984 | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 |
| | Total | | 2,06,47,984 | 100.00 | 2,06,47,984 | 0.00 | 100.00 | 0.00 |
| Public- Institutions | E-Voting | | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 |
| | Poll | 62,999 | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 |
| | Total | | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 |
| Public- Non Institutions | E-Voting | | 14,468 | 0.02 | 38 | 14,430 | 0.26 | 95.74 |
| | Poll | 5,77,42,397 | 831 | 0.00 | 831 | 0.00 | 100.00 | 0.00 |
| | Total | | 15,299 | 0.03 | 869 | 14,430 | 5.68 | 94.32 |
| Total | | 7,84,53,380 | 2,06,63,283 | 26.34 | 2,06,48,853 | 14,430 | 99.93 | 0.07 |





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ITEM NO. 3.

| Resolution required: (Ordinary Resolution) | Appointment M/s Subramanian Bengali & Associates, Chartered Accountants (Firm Reg. No 127499W) as Statutory Auditors of the Company | No. of shares held (1) | No. of votes polled (2) | % of Votes Polled on outstanding shares (3) = $\frac{(2)}{(1)} \times 100$ | No. of Votes in favour (4) | No. of Votes against (5) | % of Votes in favour on votes polled (6) = $\frac{(4)}{(2)} \times 100$ | % of Votes against on votes polled (7) = $\frac{(5)}{(2)} \times 100$ |
|---|---|------------------------|-------------------------|---|----------------------------|--------------------------|--|--|
| Promoter and Promoter Group | E-Voting | | 2,06,47,984 | 100.00 | 2,06,47,984 | 0.00 | 100.00 | 0.00 |
| | Poll | 2,06,47,984 | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 |
| | Total | | 2,06,47,984 | 100.00 | 2,06,47,984 | 0.00 | 100.00 | 0.00 |
| Public- Institutions | E-Voting | | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 |
| | Poll | 62,999 | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 |
| | Total | | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 |
| Public- Non Institutions | E-Voting | | 14,468 | 0.02 | 38 | 14,430 | 0.26 | 99.74 |
| | Poll | 5,77,42,397 | 831 | 0.00 | 831 | 0.00 | 100.00 | 0.00 |
| | Total | | 15,299 | 0.03 | 869 | 14,430 | 5.68 | 94.32 |
| Total | | 7,84,53,380 | 2,06,63,283 | 26.34 | 2,06,48,853 | 14,430 | 99.93 | 0.07 |





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ITEM NO. 4.

| Appointment of Ms. Asha Jogi (DIN 007753777), as an Independent Director of the Company | | | | | | | | | |
|---|--------------|----------------|------------------------|-------------------------|---|------------------------------|--------------------------|--|--|
| Resolution required: (Ordinary Resolution) | 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 | | 2,06,47,984 | 100.00 | 2,06,47,984 | 0.00 | 100.00 | 0.00 |
| | | Poll | 2,06,47,984 | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 |
| | | Total | | 2,06,47,984 | 100.00 | 2,06,47,984 | 0.00 | 100.00 | 0.00 |
| Public- Institutions | | E-Voting | | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 |
| | | Poll | 62,999 | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 |
| | | Total | | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 |
| Public- Non Institutions | | E-Voting | | 14,468 | 0.02 | 38 | 14,430 | 0.26 | 99.74 |
| | | Poll | 5,77,42,397 | 831 | 0.00 | 831 | 0.00 | 100.00 | 0.00 |
| | | Total | | 15,299 | 0.03 | 869 | 14,430 | 5.68 | 94.32 |
| | Total | | 7,84,53,380 | 2,06,63,283 | 26.34 | 2,06,48,853 | 14,430 | 99.93 | 0.07 |





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- i. Based on the aforesaid results the Ordinary Resolutions as contained in item No. 1 to 4 have been passed with requisite majority.
- ii. There were 2 Ballot papers comprising of 353 votes which were invalid.

Thanking You,
Yours faithfully,

CS Shreyans Jain
Practicing Company Secretary
FCS 8519 / C.P. No. 9801



Date : 29/09/2017

Place: Mumbai

We the undersigned witnesses that the votes were unblocked from e-voting website of CDSL in our presence on Thursday, 29 September 2017 post AGM.

(CS Vidhi Khilnani)

(Sandeep Jha)