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Ho-425-S

July 31, 2017

Manager – Department of Corporate Services, Bombay Stock Exchange Ltd., Registered Office: Floor 25, P J Towers, Dalal Street, Mumbai- 400 001

Dear Sir/Madam,

(Scrip Code: 533033, Scrip Id: ISGEC)

Sub: Disclosure of Voting Results at the 84th Annual General Meeting of the Company held on July 29, 2017 as per the Requirements of Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

1. 84th Annual General Meeting ("AGM") of Isgec Heavy Engineering Limited held on July 29, 2017 at the office premises of Saraswati Sugar Mills Limited, Radaur Road, Yamunanagar-135001, Haryana, all the items of business contained in the Notice of the AGM dated July 04, 2017 were transacted and approved by the Shareholders with requisite majority.

The details of the combined voting results (i.e. result of e-voting and voting on ballot paper conducted at AGM) are enclosed in the format prescribed under Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

- 2. Further, the Scrutinizer's Report on the combined voting results is also attached herewith.
- 3. We request you to note the above and acknowledge the receipt of this letter.

Thanking You,

Yours faithfully, For Isgec Heavy Engineering Limited

(S. K. Khorana)

Executive Director and Company Secretary

Encl: As above.

	General information about company				
Scrip code	533033				
Name of the company	Isgec Heavy Engineering Limited				
Type of meeting	AGM				
Date of the meeting	29-07-2017				
Start time of the meeting	11:30 AM				
End time of the meeting	5:00 PM				

Voting results					
Record date	22-07-2017				
Total number of shareholders on record date	9041				
No. of shareholders present in the meeting either in person or through proxy	,				
a) Promoters and Promoter group	5				
b) Public	62				
No. of shareholders attended the meeting through video conferencing	,				
a) Promoters and Promoter group	0				
b) Public	0				
No. of resolution passed in the meeting	10				
Disclosure of notes on voting results					

Resolution re	quired: (Ordina	ry / Special)		Ordinary				
Whether pror the agenda/re	noter/promoter solution?	group are in	terested in	No				
Description o	f resolution con	sidered		Receiving, Consider the Company for the of the Board of Dire financial statements together with the re	e financial year of ecotors and Audi of the Company	ended March tor thereon; for the fina	31, 2017 together and (b) the audited	with the repo
Category	Mode of voting	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
	E-Voting		0	0	0	0	0	0
Promoter	Poll		4578535	100	4578535	0	100	0
and Promoter Group	Postal Ballot (if applicable)	4578535	0	0	0	0	0	0
	Total	4578535	4578535	100	4578535	0	100	0
	E-Voting		241384	56,5657	241384	0	100	0
	Poll	426732	0	0	0	0	0	0
Public- Institutions	Postal Ballot (if applicable)	420/32	0	0	0	0	0	0
	Total	426732	241384	56,5657	241384	0	100	0
	E-Voting		110034	4,6869	110034	0	100	0
	Poll	2247604	1355515	57,7384	1355515	0	100	0
Public- Non Institutions	Postal Ballot (if applicable)	2347684	0	0	0	0	0	0
	Total	2347684	1465549	62,4253	1465549	0	100	0
	Total	7352951	6285468	85,4823	6285468	0	100	0
Whether resol	ution is Pass or	Not.		1,			Yes	

Desond,

Resolution(1)					
Category	Mode of voting	Invalid Votes			
		(6)			
	E-Voting	0			
Promoter and Promoter Group	Poll	0			
Tromour and Tromour Group	Postal Ballot (if applicable)	0			
	Total	0			
	E-Voting	0			
Public- Institutions	Poll	0			
1 done- mstrations	Postal Ballot (if applicable)	0			
<u> </u>	Total	0			
	E-Voting	0			
Public- Non Institutions	Poll	0			
	Postal Ballot (if applicable)	0			
	Total	0			
	Total	0			

				Resolution(2)				
Resolution requ	ired: (Ordinary /	Special)		Ordinary				
Whether promo agenda/resoluti	oter/promoter grou on?	ip are interes	ted in the	No				
Description of 1	resolution conside	ered		Confirmation of pa and declaration of March 31, 2017.	ayment of Inte Final Dividen	erim Dividen Id on Equity	d @Rs. 15/- per Shares for the ye	Equity Share ear ended
Category	Mode of voting	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
	E-Voting		0	0	0	0	0	0
Promoter and	Poll	4578535	4578535	100	4578535	0	100	0
Promoter Group	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	4578535	4578535	100	4578535	0	100	0
	E-Voting		241384	56,5657	241384	0	100	0
Public-	Poll	426732	0	0	0	0	0	0
Institutions	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	426732	241384	56,5657	241384	0	100	0
	E-Voting		110034	4,6869	110034	0	100	0
Public- Non	Poll	2347684	1355515	57,7384	1355515	0	100	0
Institutions	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	2347684	1465549	62,4253	1465549	0	100	0
	Total	7352951	6285468	85,4823	6285468	0	100	0
Whether resolut	ion is Pass or Not						Yes	
Disclosure of no	otes on resolution							

Resolution(2)						
Category	Mode of voting	Invalid Votes				
		(6)				
	E-Voting	0				
Promoter and Promoter Group	Poll	0				
Fromoter and Fromoter Group	Postal Ballot (if applicable)	0				
	Total	0				
	E-Voting	0				
Public- Institutions	Poll	0				
ruone-mstaujons	Postal Ballot (if applicable)	0				
	Total	0				
	E-Voting	0				
Public- Non Institutions	Poll	0				
	Postal Ballot (if applicable)	0				
	Total	0				
		Total 0				

				Resolution(3)				
Resolution requ	ired: (Ordinary / S	Special)		Ordinary				
Whether promo agenda/resolution	ter/promoter grou	p are interest	ted in the	Yes				
Description of r	resolution conside	red		Appointment of who retires by re	a Director in plate otation and bein	ace of Mrs. N g eligible off	Vina Puri (DIN: 0 Pers herself for re-	1316769), appointment.
Category	Mode of voting	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
	E-Voting		0	0	0	0	0	0
Promoter and	Poll	4578535	0	0	0	0	0	0
Promoter Group	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	4578535	0	0	0	0	0	0
	E-Voting		241384	56,5657	241384	0	100	0
Public-	Poll	426732	0	0	0	0	0	0
Institutions	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	426732	241384	56,5657	241384	0	100	0
	E-Voting		110034	4,6869	110028	6	99,9945	0,0055
Public- Non	Poll	2347684	1355515	57,7384	1355515	0	100	0
Institutions	Postal Ballot (if applicable)							
	Total	2347684	1465549	62,4253	1465543	6	99,9996	0,0004
	Total	7352951	1706933	23,2143	1706927	6	99,9996	0,0004
Whether resolu	tion is Pass or No	t.					Yes	
Disclosure of n	otes on resolution							

Resolution(3)					
Category	Mode of voting	Invalid Votes			
	#P	(6)			
	E-Voting	0			
Dwamataw and Dwamataw Cusum	Poll	0			
Promoter and Promoter Group	Postal Ballot (if applicable)	0			
	Total	0			
	E-Voting	0			
Public- Institutions	Poll	0			
Public- Institutions	Postal Ballot (if applicable)	0			
	Total	0			
	E-Voting	0			
Public- Non Institutions	Poll	0			
	Postal Ballot (if applicable)				
	Total	0			
		Total 0			

Resolution reg	uired: (Ordinary	/ Special)		Ordinary		5		
	oter/promoter gr		rested in the	No				
Description of	resolution consi	dered		Appointment of M/ Statutory Auditors 84th Annual Gener Meeting	of the Compan	y to hold of	fice from the concl	usion of this
Category	Mode of voting	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
	E-Voting					-		
	Poll		4578535	100	4578535	0	100	0
Promoter and Promoter Group	Postal Ballot (if applicable)	4578535						
	Total	4578535	4578535	100	4578535	0	100	0
	E-Voting		241384	56,5657	241384	0	100	0
	Poll		0	0	0	0	0	0
Public- Institutions	Postal Ballot (if applicable)	426732	0	0	0	0	0	0
	Total	426732	241384	56,5657	241384	0	100	0
	E-Voting		110034	4,6869	110029	5	99,9955	0,0045
	Poll	22.45.04	1355515	57,7384	1355515	0	100	0
Public- Non Institutions	Postal Ballot (if 'applicable)	2347684	0	0	0	0	0	0
	Total	2347684	1465549	62,4253	1465544	5	99,9997	0,0003
	Total	7352951	6285468	85,4823	6285463	5	99,9999	0,0001
Whether resolu	tion is Pass or N	lot.		· 			Yes	

,	Resolution(4)		
Category	Mode of voting		Invalid Votes
			(6)
	E-Voting		
Promoter and Promoter Group	Poll		0
Tromoter and Frontoter Group	Postal Ballot (if applicable)	Postal Ballot (if applicable)	
	Total		0
	E-Voting		0
Public- Institutions	Poll		0
1 done- mandanas	Postal Ballot (if applicable)		0
	Total		0
	E-Voting		0
Public- Non Institutions	Poll		0
	Postal Ballot (if applicable)		0
	Total		0
		Total	0

				Resolution(5)				
Resolution requ	uired: (Ordinary /	Special)		Ordinary				
Whether promo agenda/resoluti	oter/promoter grou ion?	ip are interes	ted in the	No				
Description of	resolution conside	ered		Appointment of Independent Dir	Mr. Vishal Kirt ector	i Keshav Ma	arwaha (DIN: 001	64204) as an
Category	Mode of voting	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
	١	(1)	(2)	(3)=[(2)/(1)] *100	(4)	(5)	(6)=[(4)/(2)] *100	(7)=[(5)/(2)] *100
	E-Voting							
Promoter and	Poll	4578535	4578535	100	4578535	0	100	0
Promoter Group	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	4578535	4578535	100	4578535	0	100	0
	E-Voting	T and the state of	241384	56,5657	241384	0	100	0
Public-	Poll	426732	0	0	0	0	0	0
Institutions	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	426732	241384	56,5657	241384	0	100	0
	E-Voting		110034	4,6869	110023	11	99,99	0,01
Public- Non	Poll	2347684	1355515	57,7384	1355515	0	100	0
Institutions	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	2347684	1465549	62,4253	1465538	11	99,9992	0,0008
	Total	7352951	6285468	85,4823	6285457	11	99,9998	0,0002
Whether resolu	tion is Pass or No	t.		200-0	· · · · · · · · · · · · · · · · · · ·		Yes	

	Resolution(5)					
Category	ategory Mode of voting					
		(6)				
	E-Voting					
Promoter and Promoter Group	Poll	0				
Tromoter and Fromoter Group	Postal Ballot (if applicable)	0				
	Total	0				
	E-Voting	0				
Public- Institutions	Poll	0				
2 dono montations	Postal Ballot (if applicable)	0				
	Total	0				
	E-Voting	0				
Public- Non Institutions	Poll	0				
	Postal Ballot (if applicable)	0				
	Total	0				
		Total 0				

				Resolution(6)					
Resolution requ	nired: (Ordinary /	Special)		Special					
Whether promo agenda/resoluti	oter/promoter grou on?	p are interes	ted in the	No	No				
Description of	resolution conside	red		Re-appointment Director	of Mr. Arun Ka	thpalia (DIN	J: 00177320) as a	n Independent	
Category	Mode of voting	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	
	E-Voting		0	0	0	0	0	0	
Promoter and	Poll	4578535	4578535	100	4578535	0	100	0	
Promoter Group	Postal Ballot (if applicable)		0	0	0	0	0	0	
	Total	4578535	4578535	100	4578535	0	100	0	
	E-Voting	426732	241384	56,5657	241384	0	100	0	
Public-	Poll		0	0	0	0	0	0	
Institutions	Postal Ballot (if applicable)		0	0	0	0	0	0	
	Total	426732	241384	56,5657	241384	0	100	0	
	E-Voting		110034	4,6869	110028	6	99,9945	0,0055	
Public- Non	Poll	2347684	1355515	57,7384	1355515	0	100	0	
Institutions	Postal Ballot (if applicable)		0	0	0	0	0	0	
	Total	2347684	1465549	62,4253	1465543	6	99,9996	0,0004	
	Total	7352951	6285468	85,4823	6285462	6	99,9999	0,0001	
Whether resolu	tion is Pass or No	t.					Yes		
Disclosure of n	otes on resolution								

	Resolution(6)		
Category	Mode of voting	In	valid Votes
		(6))
	E-Voting	0	
Promoter and Promoter Group	Poli	0	
Tomowi and Promotor Group	Postal Ballot (if applicable)	0	
	Total	0	
	E-Voting	0	
Public- Institutions	Poll	0	
- 40110 1110111414101111	Postal Ballot (if applicable)	0	
	Total	0	
8	E-Voting	0	
Public- Non Institutions	Poll	0	
	Postal Ballot (if applicable)	0	
	Total	0	
		Total 0	

				Resolution(7)				
Resolution requ	uired: (Ordinary /	Special)		Special				
Whether promo agenda/resoluti	oter/promoter grou on?	ıp are interes	ted in the	No				
Description of	resolution conside	ered		Re-appointment Director	of Mr. Tahir Ha	asan (DIN: 0	0074282) as an Ir	ndependent
Category	Mode of voting	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
	E-Voting							
Promoter and Promoter Group	Poll	4578535	4578535	100	4578535	0	100	0
	Postal Ballot (if applicable)							
	Total	4578535	4578535	100	4578535	0	100	0
	E-Voting	426732	241384	56,5657	241384	0	100	0
Public-	Poll		0	0	0	0	0	0
Institutions	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	426732	241384	56,5657	241384	0	100	0
	E-Voting		110034	4,6869	110025	9	99,9918	0,0082
Public- Non	Poll	2347684	1355515	57,7384	1355515	0	100	0
Institutions	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	2347684	1465549	62,4253	1465540	9	99,9994	0,0006
	Total	7352951	6285468	85,4823	6285459	9	99,9999	0,0001
Whether resolu	tion is Pass or No	t.					Yes	
Disclosure of no	otes on resolution						*	

	Resolution(7)	
Category	Mode of voting	Invalid Votes
		(6)
	E-Voting	
Promoter and Promoter Group	Poll	0
romoter and rromoter Group	Postal Ballot (if applicable)	
	Total	0
	E-Voting	0
Public- Institutions	Poll	0
dono- institutions	Postal Ballot (if applicable)	0
	Total	0
	E-Voting	0
Public- Non Institutions	Poll	0
t done- 11011 Histitutions	Postal Ballot (if applicable)	0
	Total	0
	-	Total 0

				Resolution(8)				
Resolution required: (Ordinary / Special)			Special					
Whether promo agenda/resoluti	oter/promoter grou on?	p are interes	ted in the	No				
Description of	resolution conside	ered		Re-appointment Independent Dire	of Mr. Vinod K ector	umar Nagpa	l (DIN: 0014777	7) as an
Category	Mode of voting	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)]	(4)	(5)	(6)=[(4)/(2)] *100	(7)=[(5)/(2)] *100
	E-Voting		0	0	0	0	0	0
Promoter and	Poll	4578535	4578535	100	4578535	0	100	0
Promoter Group	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	4578535	4578535	100	4578535	0	100	0
	E-Voting	426732	241384	56,5657	240780	604	99,7498	0,2502
Public-	Poll		0	0	0	0	0	0
Institutions	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	426732	241384	56,5657	240780	604	99,7498	0,2502
	E-Voting		110034	4,6869	110028	6	99,9945	0,0055
Public- Non	Poll	2347684	1355515	57,7384	1355515	0	100	0
Institutions	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	2347684	1465549	62,4253	1465543	6	99,9996	0,0004
	Total	7352951	6285468	85,4823	6284858	610	99,9903	0,0097
Whether resolu	tion is Pass or No	t.			=4=======		Yes	S
Disclosure of ne	otes on resolution							

Resolution(8)					
Category	Mode of voting	Invalid Votes			
		(6)			
	E-Voting	0			
Promoter and Promoter Group	Poll	0			
Fromoter and Fromoter Group	Postal Ballot (if applicable)	0			
\	Total	0			
	E-Voting	0			
Public- Institutions	Poll	0			
ruone- institutions	Postal Ballot (if applicable)	0			
	Total	0			
	E-Voting	0			
DAN AV V de d	Poli	0			
Public- Non Institutions	Postal Ballot (if applicable)	0			
	Total	0			
		Total 0			

				Resolution(9)				
Resolution requ	ired: (Ordinary /	Special)		Special				
Whether promo agenda/resolution	ter/promoter grou	p are interest	ted in the	No				
Description of 1	esolution conside	red		Re-appointment Independent Dir	of Mr. Vinod K ector	umar Sachd	eva (DIN: 004544	158) as an
Category	Mode of voting	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	E-Voting	4578535	0	0	0	0	0	0
	Poll		4578535	100	4578535	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	4578535	4578535	100	4578535	0	100	0
	E-Voting	426732	241384	56,5657	241384	0	100	0
Public-	Poll		0	0	0	0	0	0
Institutions	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	426732	241384	56,5657	241384	0	100	0
	E-Voting		110034	4,6869	110023	11	99,99	0,01
Dublic Non	Poll	2347684	1355515	57,7384	1355515	0	100	0
Public- Non Institutions	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	2347684	1465549	62,4253	1465538	11	99,9992	0,0008
	Total	7352951	6285468	85,4823	6285457	11	99,9998	0,0002
Whether resolu	tion is Pass or No	t.					Yes	100

	Resolution(9)	
Category	Mode of voting	Invalid Vot
		(6)
	E-Voting	0
Promoter and Promoter Group	Poll	0
	Postal Ballot (if applicable)	0
	Total	0
	E-Voting	0
Public- Institutions	Poll	0
	Postal Ballot (if applicable)	0
	Total	0
	E-Voting	0
Public- Non Institutions	Poll	0
	Postal Ballot (if applicable)	0
	Total	0
(Total 0

				Resolution(10)				
Resolution req	uired: (Ordinary /	Special)		Ordinary				
Whether promo agenda/resoluti	oter/promoter grou ion?	ip are interes	ted in the	No				
Description of	resolution conside	red		Ratification of remending March 31,	nuneration of t 2018	he Cost Aud	itors for the fina	ncial year
Category	Mode of voting	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
	E-Voting							
Promoter and Promoter Group	Poll	4578535	4578535	100	4578535	0	100	0
	Postal Ballot (if applicable)							
	Total	4578535	4578535	100	4578535	0	100	0
	E-Voting	426732	241384	56,5657	241384	0	100	0
Public-	Poll		0	0	0	0	0	0
Institutions	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	426732	241384	56,5657	241384	0	100	0
	E-Voting		110034	4,6869	110034	0	100	0
Public- Non	Poll	2347684	1355515	57,7384	1355515	0	100	0
Institutions	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	2347684	1465549	62,4253	1465549	0	100	0
	Total	7352951	6285468	85,4823	6285468	0	100	0
Whether resolu	tion is Pass or Not	i.					Yes	

	Resolution(10)		
Category	Mode of voting	Invalid Votes	3
		(6)	
	E-Voting		
Promoter and Promoter Group	Poll	0	
Tomowi and Homowi Group	Postal Ballot (if applicable)		
	Total	0	
	E-Voting	0	
Public- Institutions	Poll	0	
1 dono- mattudons	Postal Ballot (if applicable)	0	
	Total	0	
	E-Voting	0	
Public- Non Institutions	Poll	0	
t doire- 14011 Histitutions (Postal Ballot (if applicable)	0	
	Total	0	
		Total 0	

FCA. HIMANSHU BAJAJ



174, Mela Singh Chowk, Chhoti Line, Model Town, Yamuna Nagar-135 001 Haryana (INDIA) Volce+91 1732) 268 700/800 Cell:+91 98960 60060 bajajin@gmail.com

MGT - 13 Report of Scrutinizer

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

To, The Chairman Isgec Heavy Engineering Limited Radaur Road, Yamuna Nagar, Haryana-135001.

Meeting

Annual General Meeting

Date & Time:

Saturday, July 29, 2017 at 11:30 a.m.

Venue

at the office premises of Saraswati Sugar Mills Limited, Radaur

Road, Yamunanagar-135001, Haryana

Dear Sir,

I, Himanshu Bajaj, Practicing Chartered Accountant, appointed as scrutinizer by the Board of Directors of Isgec Heavy Engineering Limited (the Company) for the purpose of 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 for scrutinizing the poll under the provisions of section 109 of the Companies Act, 2013 read with Rule 21 of the Companies (Management and Administration) Rules, 2014 (Rules) on the Resolution contained in the notice of the Annual General Meeting of the members of the company, held on July 29, 2017 at the office premises of Saraswati Sugar Mills Limited, Radaur Road, Yamunanagar-135001, Haryana, submit my report as under:

- 1. After the time fixed for closing of the poll by the Chairman, ballot box kept for polling was locked in my presence with due identification marks placed by me.
- 2. The locked ballot box was subsequently opened in my presence and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Company/Registrar and Transfer Agents of the Company and the authorizations/proxies lodged with the Company.



- 3. The Management of the Company is responsible to ensure the compliance with requirements of the Companies Act, 2013 and Rules relating to e-voting and poll on the resolutions contained in the Notice of Annual General Meeting of the members of the Company. My responsibility as a Scrutinizer for the e-voting process and for poll at the Annual General Meeting is restricted to make a Scrutinizer's Report of the votes cast "in favour" or "against" the resolution contained in the Notice of the Annual General Meeting, based on the report generated from the e-voting system provided by National Securities Depository Limited, the agency authorized by the Company to provide e-voting facilities for voting (through electronic voting means) and also at the time of poll at the Annual General Meeting.
- 4. I have issued a combined Scrutinizer's Report dated 31-07-2017 on e-voting and poll at the Annual General Meeting on the resolution contained in the Notice as requested by the Management.

I submit herewith my combined report on the results of e-voting together with that of poll as under:

Item No. 1 of the Notice

- 1. To receive, consider and adopt:
- (a) the audited financial statements of the Company for the financial year ended March 31, 2017 together with the reports of the Board of Directors and Auditors thereon; and
- (b) the audited consolidated financial statements of the Company for the financial year ended March 31, 2017 together with the reports of the Auditors thereon.

(i) Voted in favour of the resolution:

Mode of voting	Number of Members voted	Number of Votes Cast by them (shares)	% of total number of valid votes cast
Remote e-voting	37	351,418	5.60%
Poll	221	5,934,050	94.40%
Total	258	6,285,468	100.00%

Mode of voting	Number of Members voted	Number of Votes Cast by them (shares)	% of total number of valid votes cast
Remote e-voting	0	0	0
Poll	0	0	0
Total	0	0	0



(iii) Invalid Ones:

Total Number of Members whose votes were declared invalid	Total Number of Votes Cast by them	Remarks
-		

Item No. 2 of the Notice

To confirm payment of Interim Dividend @ Rs. 15/- per Equity Share and to declare Final Dividend @ Rs.15/- on Equity Shares for the year ended March 31, 2017.

(i) Voted in favour of the resolution:

Mode of voting	Number of Members voted	Number of Votes Cast by them (shares)	% of total number of valid votes cast
Remote e-voting	37	351,418	5.60%
Poll	221	5,934,050	94.40%
Total	258	6,285,468	100.00%

(ii) Voted against the resolution:

Mode of voting	Number of Members voted	Number of Votes Cast by them (shares)	% of total number of valid votes cast
Remote e-voting	0	0	0
Poll	0	0	0
Total	0	0	0

(iii) Invalid Ones:

Total Number of Members whose votes were declared invalid	Total Number of Votes Cast by them	Remarks

Item No. 3 of the Notice

To appoint a Director in place of Mrs. Nina Puri (DIN: 01316769), who retires by rotation and being eligible, offers herself for re-appointment.

(i) Voted in favour of the resolution.

Mode of voting	Number of Members voted	Number of Votes Cast by them (shares)	% of total number of valid votes cast
Remote e-voting	36	351,412	20.59%
Poll	216	1,355,515	79.41%
Total	252	1,706,927	100.00%



(ii) Voted against the resolution:

Mode of voting	Number of Members voted	Number of Votes Cast by them (shares)	% of total number of valid votes cast
Remote e-voting	1	6	1%
Poll	0	0	0
Total	1	6	1%

(iii) Invalid Ones:

Total Number of Members whose votes were declared invalid	Total Number of Votes Cast by them	Remarks

Item No. 4 of the Notice

To appoint M/s. S.C. Vasudeva & Co., Chartered Accountants, as the statutory auditors, of the Company, from the conclusion of this 84th Annual General Meeting until the conclusion of the 89th Annual General Meeting of the Company and to fix their remuneration.

(i) Voted in favour of the resolution:

Mode of voting	Number of Members voted	Number of Votes Cast by them (shares)	% of total number of valid votes cast
Remote e-voting	36	351,413	5.60%
Poll	221	5,934,050	94.40%
Total	257	6,285,463	100.00%

(ii) Voted against the resolution:

Mode of voting	Number of Members voted	Number of Votes Cast by them (shares)	% of total number of valid votes cast
Remote e-voting	1	5	1%
Poll	0	0	0%
Total	1	5	1%

(iii) Invalid Ones:

			-51
Total Number of whose votes were invalid	Members declared	Total Number of Votes Cast by them	Remarks



Item No. 5 of the notice

Appointment of Mr. Vishal Kirti Keshav Marwaha (DIN: 00164204) as an Independent Director:

(i) Voted in favour of the resolution:

Mode of voting	Number of Members voted	Number of Votes Cast by them (shares)	% of total number of valid votes cast
Remote e-voting	35	351,407	5.60%
Poll	221	5,934,050	94.40%
Total	256	6,285,457	100.00%

(ii) Voted against the resolution:

Mode of voting	Number of Members voted	Number of Votes Cast by them (shares)	% of total number of valid votes cast
Remote e-voting	2	11	1%
Poll	0	0	0
Total	2	11	1%

(iii) Invalid Ones:

Total Number of M whose votes were of invalid	fembers Total Number of Votes by them	Cast Remarks
•		

Item No. 6 of the notice

Re-appointment of Mr. Arun Kathpalia (DIN: 00177320) as an Independent Director:

(i) Voted in favour of the resolution:

Mode of voting	Number of Members voted	Number of Votes Cast by them (shares)	% of total number of valid votes cast
Remote e-voting	36	351,412	5.60%
Poll	221	5,934,050	94.40%
Total	257	6,285,462	100.00%

Mode of voting	Number of Members voted	Number of Votes Cast by them (shares)	% of total number of valid votes cast
Remote e-voting	1	6	1%
Poll	0	0	0
Total	1	6	1%



(iii) Invalid Ones:

Total Number of Members whose votes were declared invalid	Total Number of Votes Cast by them	Remarks
La contraction of the contractio		-

Item No. 7 of the notice

Re-appointment of Mr. Tahir Hasan (DIN: 00074282) as an Independent Director:

(i) Voted in favour of the resolution:

Mode of voting	Number of Members voted	Number of Votes Cast by them (shares)	% of total number of valid votes cast
Remote e-voting	35	351,409	5.60%
Poll	221	5,934,050	94.40%
Total	256	62,85,459	100.00%

(ii) Voted against the resolution:

Mode of voting	Number of Members voted	Number of Votes Cast by them (shares)	% of total number of valid votes cast
Remote e-voting	2	9	1%
Poll	0	0	0
Total	2	9	1%

(iii) Invalid Ones:

Ilivaliu				
whose votes				
Total Numb	er of	Members	Total Number of Votes Cast	Remarks

Item No. 8 of the notice

Re-appointment of Mr. Vinod Kumar Nagpal (DIN: 00147777) as an Independent Director:

(i) Voted in favour of the resolution:

Mode of voting	Number of Members voted	Number of Votes Cast by them (shares)	% of total number of valid votes cast
Remote e-voting	35	350,808	5.60%
Poll	221	5,934,050	94.40%
Total	256	6,284,858	100.00%

(II) Voted against the resort	tion.		
Mode of voting	Number of	Number of Votes Cast	% of total number of
	Members	by them (shares)	valid votes cast



	voted		
	2	610	1%
Remote e-voting	0	0	0
Poll Total	0	610	1%
Total	2	010	

(iii) Invalid Ones: Total Number of Members whose votes were declared invalid	Total Number of Votes Cast by them	Remarks
-		• 11 - 12 81 - 1

Item No. 9 of the notice

Re-appointment of Mr. Vinod Kumar Sachdeva(DIN: 00454458) as an Independent Director:

(i) Voted in favour of the Mode of voting	Number of	Number of Votes Cast by them (shares)	% of total number of valid votes cast
D 45 2	35	351,407	5.60%
Remote e-voting		5,934,050	94.40%
Poll	221		100.00%
Total	256	62,85,457	100.0075

(ii) Voted against the reso Mode of voting	Number of	Number of Votes Cast by them (shares)	% of total number of valid votes cast
7.	2	11	1%
Remote e-voting	2	0	0
Poll	0	0	1%
Total	2	11	1 /0

whose votes were declared	Total Number of Votes Cast by them	Remarks
invalid		
	•/	



Item No. 10. of the notice

Ratification of remuneration of the Cost Auditors for the financial year ending March 31, 2018:

(i) Voted in favour of the resolution:

Mode of voting	Number of Members voted	Number of Votes Cast by them (shares)	% of total number of valid votes cast
Remote e-voting	37	351,418	5.60%
Poll	221	5,934,050	94.40%
Total	258	6,285,468	100.00%

(ii) Voted against the resolution:

Mode of voting		Number of Votes Cast by them (shares)	% of total number of valid votes cast
Remote e-voting	0	0	0
Poll	0	0	0
Total	0	0	0

(iii) Invalid Ones:

	votes	Members declared	Total Number of Votes Cast Remarks by them	
-			- ,	

The poll papers and all other relevant records were sealed and handed over to the Company Secretary for safe keeping.

Thanking Vo

Yours faithfull

Himanshi B FCA

M. No. 091050

Dated: 31-07-2017

Place: Yamunanagar, Haryana.