

DETAILS OF VOTING RESULTS AT ANNUAL GENERAL MEETING

Date of AGM: Wednesday, September 30, 2015

Total number of shareholders on record date: Book Closure: September 23, 2015 to September 30, 2015
(Both days inclusive) : 513

No. of shareholders present in the meeting either in person or through proxy:

Sr. No.	Category	In person	Through Proxy
1.	Promoters and Promoter Group	09	-
2.	Public	16	-
	Total	25	-

No. of shareholders attended the meeting through Video Conferencing

Sr. No.	Category	In person	Through Proxy
1.	Promoter and Promoter Group	Not Provided	Not Provided
2.	Public	Not Provided	Not Provided
	Total	Not Provided	Not Provided

AGENDA WISE

In case of Poll/Postal Ballot/E-voting

The mode of voting for all resolutions was E-voting and Poll (electronically) conducted at the Meeting.

Resolution 1: Adoption of Financial Statements of the Company for the year ended March 31, 2015 including audited Balance Sheet as at March 31, 2015 and the Statement of Profit & Loss for the year ended on that date and the Reports of Board of Directors' and Auditors' thereon. (Ordinary Resolution)

Promoter/Public	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)	$(3) = \frac{(2)}{(1)} * 100$	(4)	(5)	$(6) = \frac{(4)}{(2)} * 100$	$(7) = \frac{(5)}{(2)} * 100$
Promoter and Promoter Group	11183356	10766840	96.28	10766840	0.00	100%	0.00
Public Institutional holders	52203	0.00	0.00	0.00	0.00	0.00	0.00
Public-Others	3952813	3766350	95.28	3766350	0.00	100%	0.00%
Total	15188372	14533190	95.69	14533190	0.00	100%	0.00%



Resolution 2: Re-appointment of Shri Sanjay Garg, retiring by rotation and being eligible, offering himself for re-appointment. (Ordinary Resolution)

Promoter/Public	No. of Shares held	No. of votes polled	% of votes polled on outstanding shares	No. of votes - in faour	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	11183356	10766840	96.28	10766840	0.00	100%	0.00
Public Institutional holders	52203	0.00	0.00	0.00	0.00	0.00	0.00
Public-Others	3952813	3766350	95.28	3766350	0.00	100%	0.00%
Total	15188372	14533190	95.69	14533190	0.00	100%	0.00%

Resolution 3: To ratify the appointment of Statutory Auditors of the Company from the conclusion of this Annual General Meeting (AGM) till the conclusion of the next Annual General Meeting of the Company (Ordinary Resolution)

Promoter/Public	No. of Shares held	No. of votes polled	% of votes polled on outstanding shares	No. of votes - in faour	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	11183356	10766840	96.28	10766840	0.00	100%	0.00
Public Institutional holders	52203	0.00	0.00	0.00	0.00	0.00	0.00
Public-Others	3952813	3766350	95.28	3766350	0.00	100%	0.00%
Total	15188372	14533190	95.69	14533190	0.00	100%	0.00%

Resolution 4: Appointment of Smt. Manju Lakhanpal, as an Independent Director w.e.f. 14.03.2015 to 13.03.2019. (Ordinary Resolution)

Promoter/Public	No. of Shares held	No. of votes polled	% of votes polled on outstanding shares	No. of votes - in faour	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	11183356	10766840	96.28	10766840	0.00	100%	0.00
Public Institutional holders	52203	0.00	0.00	0.00	0.00	0.00	0.00
Public-Others	3952813	3766350	95.28	3766350	0.00	100%	0.00%
Total	15188372	14533190	95.69	14533190	0.00	100%	0.00%



Resolution 5: Appointment of Shri Surinder Singh Viridi, as an Independent Director w.e.f. 13.11.2014 to 12.11.2019. (Ordinary Resolution)

Promoter/Public	No. of Shares held	No. of votes polled	% of votes polled on outstanding shares	No. of votes - in faour	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	11183356	10766840	96.28	10766840	0.00	100%	0.00
Public Institutional holders	52203	0.00	0.00	0.00	0.00	0.00	0.00
Public-Others	3952813	3766350	95.28	3766350	0.00	100%	0.00%
Total	15188372	14533190	95.69	14533190	0.00	100%	0.00%

Resolution 6: To accept Deposits under Section 73 and 76 of the Companies Act, 2013. (Special Resolution)

Promoter/Public	No. of Shares held	No. of votes polled	% of votes polled on outstanding shares	No. of votes - in faour	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	11183356	10766840	96.28	10766840	0.00	100%	0.00
Public Institutional holders	52203	0.00	0.00	0.00	0.00	0.00	0.00
Public-Others	3952813	3766350	95.28	3766350	0.00	100%	0.00%
Total	15188372	14533190	95.69	14533190	0.00	100%	0.00%

Note: All the aforesaid resolutions were passed with requisite majority.



Consolidated Report of Scrutinizer

(Pursuant to Section 108 of the Companies Act, 2013 and Companies (Management and Administration) Rules, 2014 as amended)

To,

The Chairman of the Annual General Meeting of the members of SAB Industries Limited (the Company) held on Wednesday the 30th day of September, 2015 at 10.30 A.M. at Company's Regd. Office at SCO 49-50, Sector 26, Madhya Marg, Chandigarh-160019.

Dear Sir,

Subject: Resolutions passed at the Annual General Meeting through E-voting/Poll.

I, Sushil Kumar Sikka, Sole Proprietor of S K Sikka & Associates, a Company Secretary in practice have been appointed as Scrutinizer pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 to conduct electronic voting process and to scrutinize physical ballot forms received from the shareholders/proxies in respect of the below mentioned resolutions passed at the Annual General Meeting (AGM) of the members of the Company held on the 30TH day of September, 2015.

The Company has availed the e-voting facility offered by Central Depository Services (India) Limited (CDSL,) for conducting e-voting by the Shareholders of the Company. The Company has also provided voting by physical ballot papers to the members who do not have access to e-voting facility.

The shareholders of the company holding shares as on the "cut-off" date of September 22, 2015, were entitled to vote on the proposed resolutions as set out at items nos. 1 to 6 in the Notice of the AGM of SAB Industries Limited.

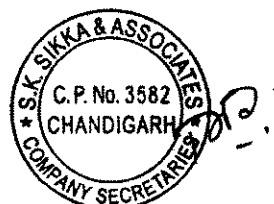
The voting period remained open from 25TH September, 2015 (9:00 A.M) to 29TH September, 2014 (5:00 P.M) and the CDSL e-voting platform was blocked thereafter and the votes cast under e-voting facility were then unblocked in the presence of two witnesses who were not in the employment of the company. Votes cast through Physical ballot forms were considered in the AGM.

I have scrutinized and reviewed the voting through electronic means and physical mode and votes tendered therein based on the data downloaded from the CDSL e-voting system and the ballot forms received respectively.

I, now submit my Report as under on the result of the voting through electronic means physical mode in respect of the said Resolutions

Item No. 1:-

Ordinary Resolution to consider and adopt the audited Balance Sheet of the Company as at 31st March, 2015 and the Statement of Profit & Loss for the year ended on that date together with the reports of the Auditors and Directors thereon.



(i) Voted in **favour** of resolution:

	Number of members voted through electronic voting system and physical mode	No. of cast(Shares)	Votes	% of total number of valid votes cast
E-Voting	-	-	-	
Physical	25	14533190		
Total	25	14533190		100.00

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

	Number of members voted through electronic voting system and physical mode	No. of cast(Shares)	Votes	% of total number of valid votes cast
E-Voting	-	-	-	-
Physical	-	-	-	-
Total	-	-	-	-

(iii) **Invalid** votes:

	Total number of members whose votes are declared invalid	Total No. of Votes cast(Shares)
E-Voting	-	-
Physical	-	-
Total	-	-

Item No. 2:-

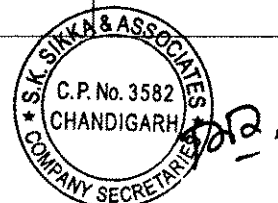
Ordinary Resolution to appoint a Director in place of **Sh. Sanjay Garg** (DIN: 00030956), who retires by rotation and being eligible, offers himself for re-appointment.

(i) Voted in **favour** of resolution:

	Number of members voted through electronic voting system and physical mode	No. of cast(Shares)	Votes	% of total number of valid votes cast
E-Voting	-	-	-	
Physical	25	14533190		
Total	25	14533190		100.00

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

	Number of members voted through electronic voting system and physical mode	No. of cast(Shares)	Votes	% of total number of valid votes cast



	mode		
E-Voting	-	-	-
Physical	-	-	-
Total	-	-	-

(iii) **Invalid votes:**

	Total number of members whose votes are declared invalid	Total No. of Votes cast(Shares)
E-Voting	-	-
Physical	-	-
Total	-	-

Item No. 3:-

Ordinary Resolution to ratify the appointment of Auditors to hold office from the conclusion of this meeting till the conclusion of this Annual General Meeting of the Company to be held in the year 2016, at such remuneration plus service tax, out of pocket expenses, travelling expenses, etc; as may be mutually agreed between the Board of Directors of the Company and the Auditors."

(i) Voted in **favour** of resolution:

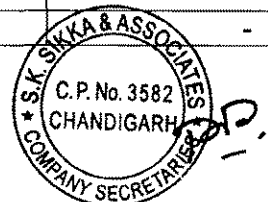
	Number of members voted through electronic voting system and physical mode	No. of Votes cast(Shares)	% of total number of valid votes cast
E-Voting	-	-	
Physical	25	14533190	
Total	25	14533190	100.00

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

	Number of members voted through electronic voting system and physical mode	No. of Votes cast(Shares)	% of total number of valid votes cast
E-Voting	-	-	-
Physical	-	-	-
Total	-	-	-

(iii) **Invalid votes:**

	Total number of members whose votes are declared invalid	Total No. of Votes cast(Shares)
E-Voting	-	-
Physical	-	-
Total	-	-



Item No. 4:-

Ordinary Resolution to appoint Smt Manju Lakhnupal (DIN: 07130592), as an Independent director.

(i) Voted in favour of resolution:

	Number of members voted through electronic voting system and physical mode	No. of cast(Shares)	Votes	% of total number of valid votes cast
E-Voting	-	-	-	
Physical	25	14533190		
Total	25	14533190		100.00

(ii) Voted against the resolution:

	Number of members voted through electronic voting system and physical mode	No. of cast(Shares)	Votes	% of total number of valid votes cast
E-Voting	-	-	-	-
Physical	-	-	-	-
Total	-	-	-	-

(iii) Invalid votes:

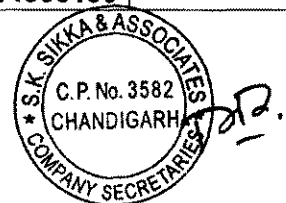
	Total number of members whose votes are declared invalid	Total No. of Votes cast(Shares)
E-Voting	-	-
Physical	-	-
Total	-	-

Item No. 5:-

Ordinary Resolution to appoint Sh. Surinder Singh Viridi (DIN: 00035408), as an Independent Director.

(i) Voted in favour of resolution:

	Number of members voted through electronic voting system and physical mode	No. of cast(Shares)	Votes	% of total number of valid votes cast
E-Voting	-	-	-	
Physical	25	14533190		
Total	25	14533190		100.00



(ii) Voted against the resolution:

	Number of members voted through electronic system and physical mode	No. of cast(Shares)	Votes	% of total number of valid votes cast
E-Voting	-	-	-	-
Physical	-	-	-	-
Total	-	-	-	-

(iii) Invalid votes:

	Total number of members whose votes are declared invalid	Total No. of Votes cast(Shares)
E-Voting	-	-
Physical	-	-
Total	-	-
E-Voting	-	-
Physical	-	-
Total	-	-

	Number of members voted through electronic system and physical mode	No. of cast(Shares)	Votes	% of total number of valid votes cast
E-Voting	-	-	-	-
Physical	-	-	-	-
Total	-	-	-	-

Item No. 6:-

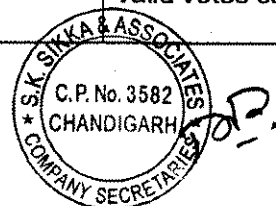
Special Resolution to accept Deposits under Section 73 and 76 of the Companies Act, 2013.

(i) Voted in favour of resolution:

	Number of members voted through electronic system and physical mode	No. of cast(Shares)	Votes	% of total number of valid votes cast
E-Voting	-	-	-	-
Physical	25	14533190		
Total	25	14533190		100.00

(ii) Voted against the resolution:

	Number of members voted through electronic system and physical mode	No. of cast(Shares)	Votes	% of total number of valid votes cast



	system and physical mode		
E-Voting	-	-	-
Physical	-	-	-
Total	-	-	-

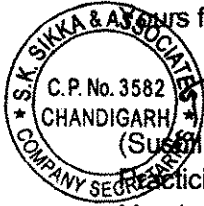
(iii) Invalid votes:

	Total number of members whose votes are declared invalid	Total No. of Votes cast(Shares)
E-Voting	-	-
Physical	-	-
Total	-	-

The Registers, all other papers and relevant records relating to electronic voting shall remain in our safe custody until the Chairman considers, approves and signs the Minutes of the aforesaid Annual General Meeting and the same shall be handed over to the Director/ Company Secretary of SAB Industries Limited for safe keeping.

Thanking you,

Yours faithfully,



(Sushil Kumar Sikka)

Practicing Company Secretary

Membership No. FCS 4241

C.P. No. 3582

Place: Chandigarh

Date:01.10.2015