



# SHREE BHAVYA FABRICS LTD.

Corporate Office :- 252, New Cloth Market, Ahmedabad-380 002. Ph.: 079-22172949 Telefax:22133383  
CIN:L17119GJ1988PLC011120 Web Site: www.shreebhavyafabrics.com

30<sup>TH</sup> September, 2017

To,

Listing Department

Bombay Stock Exchange Ltd.

Phiroze Jeejeebhoy Towers,

Dalal Street,Mumbai-400 001

BSE Code: 521131

**SUB: Details of Voting Results of the 29<sup>th</sup> Annual General Meeting of the Company – Pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015**

Dear Sir,

With reference to above, please find enclosed details of Voting Results in the prescribed format of the 29<sup>th</sup> Annual General Meeting of the Company held on Friday, 29<sup>th</sup> September, 2017 at 11:00 a.m. and concluded at 12:45 p.m. at Survey No. 170, Pirana Road, Piplej, Ahmedabad - 382405 as per the report submitted by the Scrutinizer and as declared by the Chairman.

You are requested to take the same on record and update your records accordingly.

Thanking You.

Yours Faithfully,

For, SHREE BHAVYA FABRICS LIMITED

JYOTI DEVNANI

Company Secretary



**SHREE BHAYYA FABRICS LIMITED**

**OUTCOME OF VOTING OF ANNUAL GENERAL MEETING (AS PER REGULATION 44 OF THE SEBI (LODR) REGULATIONS 2015)**

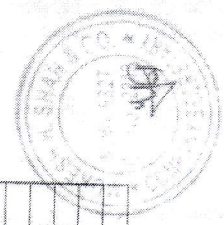
Date of AGM	29th September, 2017
Total No. of Shareholders on Record Date	2984
No. of Shareholders present in the meeting either in person or through proxy	15
No. of Shareholders attended the meeting through Video Conferencing	Not Applicable
Promoter & Promoter Group	
Public	

Given Below is the Resolution-wise combined result of e-Voting and Poll Resolution No.1: Ordinary Resolution: Adoption of audited Financial Statement together with Directors' Report and Auditors' Report  
 Resolution required: (ordinary/special)

Particulars	Mode of Voting	Total No. of shares held	No		No. of Votes Against	% of votes in favour on votes polled	% of votes against on votes polled
			No. of votes polled	% of votes on outstanding Shares			
Promoter/ Public		1	2	3=[2/1]*100	5	6=[4/2]*100	7=[5/2]*100
Promoter and Promoter Group	E-Voting poll* postal ballot (if applicable)	4490675	4442026	98.92	0	100.00	0.00
Public-institutional holders	E-Voting poll* postal ballot (if applicable)		0	0	0	0.00	0.00
public-others	E-Voting poll* postal ballot (if applicable)	5009325	9	0.00	0	100.00	0.00
Total	E-Voting poll* postal ballot (if applicable)	9500000	4442035	46.76	0	100.00	0.00
			246541	2.60	0	100.00	0.00
			4688576	49.35	0	100	0

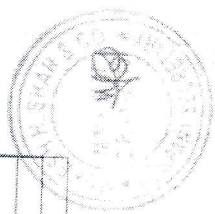
Resolution No.2: Ordinary Resolution: Appoint Mr. Purshottam R Agarwal (DIN: 003958866) who retires by rotation and being eligible, offers him-self for reappointment  
 Resolution required: (ordinary/special)

Particulars	Mode of Voting	Total No. of shares held	YES		No. of Votes Against	% of votes in favour on votes polled	% of votes against on votes polled
			No. of votes polled	% of votes on outstanding Shares			
Promoter/ Public		1	2	3=[2/1]*100	5	6=[4/2]*100	7=[5/2]*100
Promoter and Promoter Group	E-Voting poll* postal ballot (if applicable)	4490675	4442026	98.92	0	100.00	0.00
Public-institutional holders	E-Voting poll* postal ballot (if applicable)		0	0	0	0.00	0.00
public-others	E-Voting poll* postal ballot (if applicable)	5009325	9	0.00	0	100.00	0.00
Total	E-Voting poll* postal ballot (if applicable)	9500000	4442035	46.76	0	100.00	0.00
			246541	2.60	0	100.00	0.00
			4688576	49.35	0	100	0



Resolution No.3: Ordinary Resolution: Appointment and Fix remuneration of Statutory Auditors									
Resolution required: (ordinary/special)									
Whether promoter/ promoter group are interested in the agenda/ resolution?									
Particulars	Mode of Voting	Total No. of shares Held	No		No. of Votes in favour	No. of Votes Against	% of votes in favour on votes polled	% of votes against on votes polled	7=[5/2]*100
			No. of votes polled	% of votes polled on outstanding Shares					
Promoter/ Public		1	2	3=[2/2]*100	4	5	6=[4/2]*100	7=[5/2]*100	
Promoter and Promoter Group	E-Voting	4442026	4442026	98.92	4442026	0	100.00	0.00	
	poll*		0	0	0	0	0.00	0.00	
	postal ballot( if applicable)								
Public-institutional holders	E-Voting		0	0	0	0	0.00	0.00	
	poll*								
	postal ballot( if applicable)								
Public-others	E-Voting	5009325	9	0.00	9	0	100.00	0.00	
	poll*		246541	4.92	246541	0	100.00	0.00	
	postal ballot( if applicable)								
Total	E-Voting	9500000	4442035	46.76	4442035	0	100.00	0.00	
	poll*		246541	2.60	246541	0	100.00	0.00	
	postal ballot( if applicable)								
Total			4688576	49.35	4688576	0	100	0	

Resolution No.4: Ordinary Resolution: Appoint Mr. Ramesh P Agarwal [DIN: 07706882] as an Independent Director									
Resolution required: (ordinary/special)									
Whether promoter/ promoter group are interested in the agenda/ resolution?									
Particulars	Mode of Voting	Total No. of shares Held	No		No. of Votes in favour	No. of Votes Against	% of votes in favour on votes polled	% of votes against on votes polled	7=[5/2]*100
			No. of votes polled	% of votes polled on outstanding Shares					
Promoter/ Public		1	2	3=[2/2]*100	4	5	6=[4/2]*100	7=[5/2]*100	
Promoter and Promoter Group	E-Voting	4442026	4442026	98.92	4442026	0	100.00	0.00	
	poll*		0	0	0	0	0.00	0.00	
	postal ballot( if applicable)								
Public-institutional holders	E-Voting		0	0	0	0	0.00	0.00	
	poll*								
	postal ballot( if applicable)								
Public-others	E-Voting	5009325	9	0.00	9	0	100.00	0.00	
	poll*		246541	4.92	246541	0	100.00	0.00	
	postal ballot( if applicable)								
Total	E-Voting	9500000	4442035	46.76	4442035	0	100.00	0.00	
	poll*		246541	2.60	246541	0	100.00	0.00	
	postal ballot( if applicable)								
Total			4688576	49.35	4688576	0	100	0	

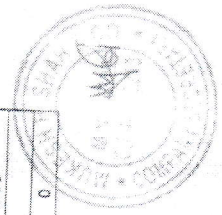


Resolution No.5: Ordinary Resolution: Ratification of remuneration payable to Cost Auditors for the financial year 2016-17  
 Resolution required: (ordinary/special)  
 Whether promoter/ promoter group are interested in the agenda/ resolution?

Particulars	Mode of Voting	Total No. of shares Held	No		No. of Votes in favour	No. of Votes Against	% of votes in favour on votes polled	% of votes against on votes polled
			No. of votes polled	Shares on outstanding				
Promoter/ Public		1	2	3=[2/1]*100	4	5	6=[4/2]*100	7=[5/2]*100
Promoter and Promoter Group	E-Voting poll* postal ballot( if applicable)	4490675	4442026 0	98.92 0	4442026 0	0	100.00	0.00
Public-institutional holders	E-Voting poll* postal ballot( if applicable)		0	0	0	0	0.00	0.00
public-others	E-Voting poll* postal ballot( if applicable)	5009325	9 246541	0.00 4.92	9 246541	0	100.00	0.00
Total	E-Voting poll* postal ballot( if applicable)	9500000	4442035 246541	46.76 2.60	4442035 246541	0	100.00	0.00
Total			4688576	49.35	4688576	0	100	0

Resolution No.6: Ordinary Resolution: Give Authority for related party transaction  
 Resolution required: (ordinary/special)  
 Whether promoter/ promoter group are interested in the agenda/ resolution?

Particulars	Mode of Voting	Total No. of shares Held	Special		No. of Votes in favour	No. of Votes Against	% of votes in favour on votes polled	% of votes against on votes polled
			% of votes polled	Shares on outstanding				
Promoter/ Public		1	2	3=[2/1]*100	4	5	6=[4/2]*100	7=[5/2]*100
Promoter and Promoter Group	E-Voting poll* postal ballot( if applicable)	4490675	4442026 0	98.92 0	4442026 0	0	100.00	0.00
Public-institutional holders	E-Voting poll* postal ballot( if applicable)		0	0	0	0	0.00	0.00
public-others	E-Voting poll* postal ballot( if applicable)	5009325	9 246541	0.00 4.92	9 246541	0	100.00	0.00
Total	E-Voting poll* postal ballot( if applicable)	9500000	4442035 246541	46.76 2.60	4442035 246541	0	100.00	0.00
Total			4688576	49.35	4688576	0	100	0





**MUKESH H. SHAH & CO.**  
Company Secretaries

504, Sukh Sagar Complex, Near Hotel Fortune Landmark,  
Usmanpura, Ashram Road, Ahmedabad-380 014  
Ph. : (O) 079-30087368, 30087370, Fax : 079-30087370  
(M) 98252 45256, Email : mukeshshahcs@gmail.com  
Website : www.mukeshshah.in

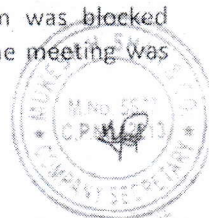
FORM NO. MGT-13  
CONSOLIDATED SCRUTINIZER'S REPORT  
[E-VOTING & POLL VOTING]

[Pursuant to Section 108 & 109 of the Companies Act, 2013 and Rule 21(2) of the Companies  
(Management and Administration) Rules, 2014]

To,  
The Chairman  
Of 29th AGM of  
**SHREE BHAVYA FABRICS LIMITED** held at  
Survey No. 170, Opp. Advance Petrochem Limited, Pirana Road, Piplej,  
Ahmedabad-382405, Gujarat, India  
On Friday, the 29<sup>th</sup> September, 2017 at 11:00 a.m

Dear sir,

1. I, Mukesh H. Shah, Practicing Company Secretary of Ahmedabad have been appointed as Scrutinizer by the board of Directors of Shree Bhavya Fabrics Limited ("the company") at their meeting held on 17th August, 2017 for the purpose of :
  - (i) Scrutinizing the E-voting process (Remote E- voting) under the provision of section 108 of the companies act, 2013 Read with Rule 20 of the companies (Management and administration) Rules 2014, as amended (Rules), regulation 44 of Securities and exchange board of INDIA (Listing obligation and Disclosure Requirements) Regulations, 2015 and,
  - (ii) Poll through polling papers under the provisions of section 109 of the Companies act, 2013 read with rule 21 of the Companies (Management and Administration) rules 2014 as amended, on the resolutions contained in the notice to the 29th Annual General meeting (AGM) of the Equity Share holders of the company held on the Friday, the 29th September, 2017 at 11:00 a.m
2. The Management of the company is responsible to ensure the compliance with the requirements of the companies act 2013 and Rules relating to voting i.e. by Remote E-voting and voting by Poll at the AGM for the resolutions contained in the Notice to the 29th AGM of the Equity Shareholders of the Company. My responsibility as a scrutinizer for the process of voting through electronic means i.e through Remote E-voting and also through Poll at the AGM is restricted to make a consolidated scrutinizer's report of votes cast "in favour" or "against" the resolution stated in the notice, based on the reports generated from the e-voting system provided by M/s Central Depository Services (India) Limited (CDSL), the agency authorized under the Rules and on voting by Poll at the AGM.
3. The company had availed the Remote e-voting facility provided by M/s Central Depository Services (India) Limited (CDSL) for conducting remote e-voting by the shareholders of the company. The company had also provided voting through ballot paper to the shareholders present at the AGM and who had not cast their vote earlier through remote evoting facility.
4. The Shareholders holding shares of the company as on the "cut-off" date of Friday, September 22nd, 2017 were entitle to vote on the resolutions as contains in the notice of the AGM. The voting period for remote e-voting commenced on Tuesday 26th September, 2017 at 09:00 a.m (IST) and ended on Thursday, 28th September, 2017 at 05:00 p.m (IST) and the CDSL e-voting platform was blocked thereafter. After the closure of the voting at the AGM, the report on voting done at the meeting was generated in my presence and the voting was diligently scrutinized.





5. The Votes cast under remote e-voting facility were thereafter unblocked in the presence of two witnesses who were not in the employment of the company and The locked ballot boxes were subsequently opened in my presence and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Registrar and Transfer Agents of the Company and the authorizations / proxies lodged with the Company. One (1) poll paper found invalid.
6. I have scrutinized and reviewed the remote e-voting and votes tendered therein based on the data downloaded from the CDSL e-voting system and voting through ballot paper at the AGM.
7. I submit herewith my consolidated scrutinizer's Report on the Results of voting through electronic mode and voting through poll as under:

**Consolidated Results of E-voting and Poll voting**

**Resolution 1: Ordinary Resolution**

Receive, consider and adopt the Audited Financial Statements of the company for the financial year ended 31st March 2017, together with the Reports of the Board of Directors and the Auditors thereon.

(1) Voted in favour of the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
17	4688576	100

(2) Voted against the resolution

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
0	0	--

(3) Invalid votes:

Number of members whose votes were declared invalid	Number of invalid votes cast by them
1	2461

**Resolution 2: Ordinary Resolution**

Appoint Mr. Purshottam R Agarwal [DIN: 00396869] who retires by rotation and being eligible, offers him-self for reappointment





**MUKESH H. SHAH & CO.**  
Company Secretaries

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(M) 98252 45256, Email : mukeshshahcs@gmail.com  
Website : www.mukeshshah.in

(1) Voted in favour of the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
17	4688576	100

(2) Voted against the resolution

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
0		

(3) Invalid votes:

Number of members whose votes were declared invalid	Number of invalid votes cast by them
1	2461

**Resolution 3: Ordinary Resolution**

Appoint M/s. Abhishek Kumar & Associates, Chartered Accountants as Statutory Auditors of the Company in place of M/s. Nahta Jain & Associates, Chartered Accountants

(1) Voted in favour of the resolution:

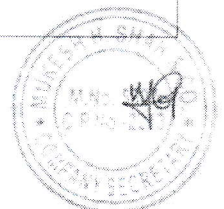
Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
17	4688576	100

(2) Voted against the resolution

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
0	0	

(3) Invalid votes:

Number of members whose votes were declared invalid	Number of invalid votes cast by them
1	2461





**Resolution 4: Ordinary Resolution**

Appoint Mr. Ramesh P Agarwal [DIN: 07706882] as an Independent Director

(1) Voted in favour of the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
17	4688576	100

(2) Voted against the resolution

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
0	0	

(3) Invalid votes:

Number of members whose votes were declared invalid	Number of invalid votes cast by them
1	2461

**Resolution 5: Ordinary Resolution**

Ratification of remuneration payable to Cost Auditors for the financial year 2017-18

(1) Voted in favour of the resolution:

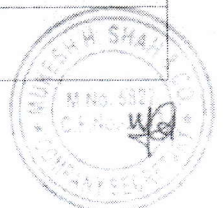
Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
17	4688576	100

(2) Voted against the resolution

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
0	0	

(3) Invalid votes:

Number of members whose votes were declared invalid	Number of invalid votes cast by them
1	2461







**MUKESH H. SHAH & CO.**  
Company Secretaries

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(M) 98252 45256, Email mukeshshahcs@gmail.com  
Website www.mukeshshah.in

**Resolution 6: Ordinary Resolution**

Give Authority for related party transaction

(1) Voted in favour of the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
17	4688576	100

(2) Voted against the resolution

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
0	0	

(3) Invalid-votes:

Number of members whose votes were declared invalid	Number of invalid votes cast by them
1	2461

\*The Invalid votes are not considered for the purpose of calculating the percentage.

8. The electronic data, the poll/ ballot papers and all other relevant records were sealed and will remain in my safe custody until the Chairman consider, approves and sign the Minutes of the 29th Annual General Meeting (AGM) and the same shall be handed over thereafter by me to the Company-Secretary/ Director authorized by the Board of Directors for keeping under safe custody.

Thanking you,

Place: Ahmedabad

Date: 30.09.2017

Yours faithfully,  
For, MUKESH H. SHAH & CO.  
Company Secretaries



*[Signature]*  
[MUKESH H. SHAH]  
PROPRIETOR

FCS: 5827 & COP: 2213

Countersigned by  
For, SHREE BHAVYA FABRICS LIMITED

[PURSHOTTAM RADHESHYAM AGARWAL]  
CHAIRMAN