

Ref: SEL/2020-21/57

December 16, 2020

To,
The Dy. Gen Manager
Corporate Relationship Dept.
BSE Limited
PJ Tower, Dalal Street,
Mumbai- 400 001

To,
National Stock Exchange of India Ltd.
Exchange Plaza, Plot no. C/1, G Block,
Bandra-Kurla Complex, Bandra (E),
Mumbai - 400 051
Fax : 022-26598237-38

Equity Scrip Code: 532710

Equity Scrip Name: SADBHAV

Sub: Disclosure of Voting Results of Postal Ballot under Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Dear Sir/ Madam,

We are pleased to inform that Members of the Company have passed necessary resolutions as set out in the Postal Ballot Notice dated 13.11.2020. The details of Voting Results of Postal Ballot (including voting by electronic means) are enclosed herewith in format prescribed under Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and also attached Scrutinizer's Report.

You are requested to take the above on your record.

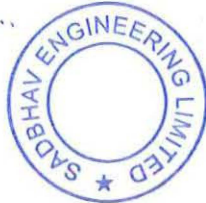
Thanking you.

Yours truly,

For Sadbhav Engineering Limited




Tushar Shah
Company Secretary
Mem. No. F7216



Encl: As Above

Details of Voting Results - Postal Ballot

Sr. No.	Particulars	Details
1.	Date of AGM / EGM	Not Applicable (Resolutions passed through Postal Ballot on December 14, 2020)
2.	Total number of shareholders as on record date (As on Cutoff date i.e. 08-11-2020)	39,794
3.	No. of Shareholders present in the meeting either in person or through proxy: (i) Promoter and Promoter Group (ii) Public	Not Applicable (Resolutions passed through Postal Ballot)
4.	No. of Shareholders attend the meeting through Video Conferencing: (i) Promoter and Promoter Group (ii) Public	Not Applicable (Resolutions passed through Postal Ballot)



The image shows a handwritten signature in blue ink over a circular blue stamp. The stamp contains the text "SADBHAV ENGINEERING LIMITED" around the perimeter and a small star at the bottom. The signature appears to be "Tanna S. L.".

SADBHAV ENGINEERING LIMITED (CIN: L45400GJ1988PLC011322)

Details of Voting Results as per Regulation 44(3) of SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015

Resolution 1	Re-classification of Mr. Vipul H. Patel, Mr. Girishbhai N. Patel, Mrs. Rajshree Printam Patel, Mrs. Truptiben Nileshbhai Patel from "Promoter and Promoter Group" category to "Public" category							
Date of AGM / EGM	Not Applicable (Resolutions passed through Postal Ballot on December 14, 2020)							
Total Number of Shareholders on Record Date (i.e.08-11-2020)	39,794							
Resolution required (Ordinary / Special)	Ordinary Resolution							
Whether promoter or promoter group are interested in the agenda/ resolution?	Yes							
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 favor (4)	No. of Votes - against (5)	% of Votes in favor on votes polled (6)=[(4)/(2)] *100	% of Votes against on votes polled (7)=[(5)/(2)] *100
Promoter and Promoter Group	E-Voting	80194394	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		8065285	10.0572	8065285	0	100.0000	0.0000
	Total		8065285	10.0572	8065285	0	100.0000	0.0000
Public - Institutional holders	E-Voting	54244010	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		41361701	76.2512	41361701	0	100.0000	0.0000
	Total		41361701	76.2512	41361701	0	100.0000	0.0000
Public-Others	E-Voting	37132396	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		50527	0.1361	43225	7302	85.5483	14.4517
	Total		50527	0.1361	43225	7302	85.5483	14.4517
Total		171570800	49477513	28.8380	49470211	7302	99.9852	0.0148

*No. of shares held by Promoter and Promoter Group Includes 31,83,300 shares held by Shashin V. Patel as beneficial owner.

Note:

1. Details of Invalid Votes:

Category	No. of Folio	No. of Votes
Promoter & Promoter Group	0	0
Public Institutions	0	0
Public Non Insititutions	0	0

For, SADBHAV Engineering Limited

Tushar Shah

Company Secretary

Tushar Shah

Membership No. F7216

**Ravi Kapoor
&
Associates**

4th Floor,
"Shaival Plaza",
Gujarat College Road,
Ellisbridge, Ahmedabad-380 006.
☎ 26420336/7/9 (R) 26568212
Fax : 079-26424100, (M) 98250 63147
E-mail : ravi@ravics.com www.ravics.com

Company Secretaries

Trade Mark Agent

Insolvency Resolution Professional

December 15, 2020

To,
The Board of Director
Sadbhav Engineering Limited
Corp. Office:-"Sadbhav",
Near Havmor Restaurant, B/H. Navrangpura Bus Stand,
Navrangpura, Ahmedabad -380 009
Phone: 079-40400458

Respected Sir,

Sub.: Scrutinizer Report

The Board of Directors of Sadbhav Engineering Limited, at its meeting held on November 13, 2020 appointed the undersigned as Scrutinizer to ensure that the process of Postal Ballot as prescribed under Section 110 of the Companies Act, 2013 (hereinafter referred to as "Act") read with the Companies (Management and Administration) Rules, 2014 (hereinafter referred to as "Rules") is complied with.

In terms of section 110 of the Act and in terms of the circulars issued by the Ministry of Corporate Affairs, Government of India (the "MCA") vide its General Circular Nos. 14/2020 and 17/2020 dated 8th April 2020 and 13th April 2020 and 22/2020 dated 15th June, 2020 (the "MCA Circulars"), current outbreak of COVID-19 pandemic requiring social distancing, companies are advised to take all the decisions requiring members' approval, other than items of ordinary business or business where any person has a right to be heard, through the mechanism of postal ballot/e-voting in accordance with the provisions of the Companies Act and rules made thereunder, without holding a general meeting.

The MCA has further clarified vide it's circular no. 22/2020 dated 15th June, 2020 that for companies that are required to provide e-voting facility under the Companies Act, 2013 while they are transacting any business (es) only by postal ballot up to September 30, 2020, the requirements provided in Rule 20 of the Companies (Management and Administration) Rules, 2014 (the "Rules") as well as the framework provided in the MCA Circulars is applicable mutatis mutandis. MCA has further extended the said date up to 31st December, 2020 vide it's General Circular no. 33/2020 dated 28th September, 2020

The Company has accordingly sent Postal Ballot Notice by email to all its shareholders for passing of Ordinary / Special Resolutions for the special businesses as mentioned in the notice of postal ballot dated November 13, 2020 who have registered their email addresses with the Company or depository / depository participants and the communication of assent / dissent of the members are taken place through the remote e-voting system. This Postal Ballot is accordingly being initiated by the Company in compliance with the MCA Circulars.

Ravi Kapoor



**Ravi Kapoor
&
Associates**

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"Shaival Plaza",
Gujarat College Road,
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Company Secretaries

Trade Mark Agent

Insolvency Resolution Professional

In compliance with the requirements of the MCA Circulars thus hard copy of Postal Ballot Notice along with Postal Ballot Forms and pre-paid business envelope were not sent to the shareholders for this Postal Ballot and shareholders were requested to communicate their assent or dissent through the remote e-voting system only.

The Company has availed E-voting facility offered by Central Depository Services (India) Limited (CDSL) for conducting e-voting by members of the Company and as permissible under the Act, notices to the shareholders were sent through e-mail whose e-mail id were registered with Registrar and Transfer Agent. The Company has also provided an option for e-voting to those shareholders, who held shares in Physical form. The e-voting portal remained open for voting from Sunday, November 15, 2020 (9.00 a.m. IST) to Monday, December 14, 2020 (5.00 p.m. IST) both days inclusive. The shareholders of the Company holding shares either in physical form or dematerialized form, as on the cut-off date i.e. Sunday, November 8, 2020 were entitled to vote on the resolution (item no. 1 as set out in notice of postal ballot dated November 13, 2020).

A public notice in newspaper informing the members about dispatch of notice and commencement of postal ballot by electronic mode were given on Saturday, November 14, 2020. Members have been informed that those shareholders who were members of the Company as on cut-off date, i.e. Sunday, November 8, 2020, and who have not received notice of postal ballot and postal ballot form can request for a duplicate copy of postal ballot notice, if so required, and the postal ballot notice and postal ballot form can be downloaded from the website of the Company or website of Central Depository Services (India) Limited (CDSL).

The Shareholders were required to cast their vote online through remote e-voting on or before Monday, December 14, 2020 on the basis of User-id and password provided to them by Central Depository Services (India) Limited (CDSL).

E-voting register was kept bearing particulars of names, address, folio nos. of shares along with assent, dissent, abstained as well as less voting was recorded herein. Summary of the e-voting with their pattern of voting is as per **Annexure-A**.

As per Section 110(2) of the Companies Act, 2013 read with Secretarial Standards on General Meeting (SS2) issued by the Institute of Company Secretaries of India, if a resolution is assented to by a requisite majority of the shareholders by means of Postal Ballot, it shall be deemed to have been duly passed on the last date specified for e-voting, i.e. Monday, December 14, 2020.

The term "requisite majority" which refers to the context of ordinary resolution and special resolution as defined under section 114 of the Act, means:

- a) Intention to propose the resolution as ordinary / special resolution duly specified in the notice as the case may be
- b) Notice required under the Act was duly given



**Ravi Kapoor
&
Associates**

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"Shaival Plaza",
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- c) The votes cast in favour of the resolution is more than the votes cast against in case of ordinary resolution and in case of special resolution the votes cast in favour is three times more than the votes cast against.

As the conditions prescribed under section 114 of the Companies Act, 2013 are complied with, the resolution are considered to have been approved by the shareholders.

You are requested to take note of the above and oblige. We are enclosing report generated from the website of CDSL, with regard to electronic voting for your records.

Thanking you

Yours truly,



Ravi Kapoor
Practicing Company Secretary- Scrutinizer
FCS - 2587
COP- 2407



**Ravi Kapoor
&
Associates**

4' Floor,
"Shaival Plaza",
Gujarat College Road,
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Company Secretaries

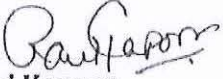
Trade Mark Agent

Insolvency Resolution Professional

Annexure-A

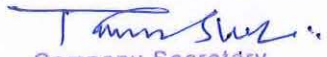
Voting pattern of Electronic Vote

Particulars	No. of Vote d in favo ur	No. of shares in favour	% of shares in favour	No. of voted against	No. of shares against	% of shares against	No. of Votes abstain ed	No. of Shares abstain ed	No. of Less Voted	No. o Shares Less Voted
RESOLUTION 1 (Ordinary Resolution) Re-classification of Mr. Vipul H. Patel, Mr. Girishbhai N. Patel, Mrs. Rajshree Primtam Patel, Mrs. Truptiben Nileshbhai Patel from "Promoter and Promoter Group" category to "Public" category	102	49470211	99.99	14	7302	0.01	Nil	Nil	Nil	Nil


Ravi Kapoor
Practicing Company Secretary- Scrutinizer
FCS - 2587
COP- 2407



COUNTER SIGNED BY :

For, Sadbhav Engineering Limited

Company Secretary
Tushar Shah
Membership No. F7216