

Shalby/SE/2019-20/45

August 27, 2019

The Listing Department
National Stock Exchange of India Ltd

Corporate Service Department
BSE Limited

Scrip Code : SHALBY

Scrip Code: 540797

Through : <https://www.connect2nse.com/LISTING/>

Through : <http://listing.bseindia.com>

Sub: Details of Voting Results of the 15th Annual General Meeting of the Company held on Monday, August 26, 2019 – Regulation 44 (3) of SEBI (LODR) Regulations, 2015

Dear Sir,

This is with reference to the 15th Annual General Meeting ('AGM') of the Company held on Monday, August 26, 2019 at H. T. Parekh Hall, The Ahmedabad Management Association, ATIRA Campus, Dr. Vikram Sarabhai Marg, University Area, Ahmedabad- 380015.

The Company has provided 'remote e-voting facility' and voting facility through polling paper at the venue of AGM in terms of the provisions of Companies Act, 2013 and SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015. The Company has appointed Shri Shambhubhai Bhikadia, Practicing Company Secretary (Membership no. A8024 and CP No. 3894) to act as scrutinizer for conducting voting process in a fair and transparent manner. As per Scrutinizer's report, all the resolutions as set out in the Notice of 15th AGM have been duly approved with requisite majority, which are as under;

| | |
|---|--------------|
| Date of AGM | 26-08-2019 |
| Total No. of Shareholders as on cut-off date | 54,636 |
| No. of shareholders present in the meeting either in person or through proxy: | |
| Promoters and Promoter Group: | 3 |
| Public: | 65 |
| No. of Shareholders attended the meeting through Video Conferencing | |
| Promoters and Promoter Group: | Not Arranged |
| Public: | Not Arranged |



Shalby Limited

Regd. Off. : Opp. Karnavati Club, S G Road, Ahmedabad – 380015 (India)

Tel. No. : (079) 40203000 | Fax : (079) 40203109 | www.shalby.org | info@shalby.org

Regd. No. : 061000596 | CIN : L85110GJ2004PLC044667

Vapi - Indore - Jabalpur - Mohali - Naroda (Ahmedabad) Krishna Shalby (Ahmedabad) Surat - Jaipur Upcoming Hospitals : Nashik - Mumbai

| Agenda No. | Agenda Item | Resolution required: (Ordinary/ Special) | Mode of voting | Remarks |
|--------------------------|---|--|--------------------------|--------------------------------|
| Ordinary Business | | | | |
| 1 | Adoption of the (a) Audited Standalone Financial Statements of the Company for the Financial Year ended March 31, 2019, together with the Reports of the Board of Directors and the Auditors thereon; and (b) the Audited Consolidated Financial Statements of the Company for the Financial Year ended March 31, 2019, together with the Report of the Auditors thereon. | Ordinary | E-voting + Polling Paper | Passed with requisite majority |
| 2 | To declare Dividend of Rs. 0.50 per equity Share for the financial year 2018-19 | Ordinary | E-voting + Polling Paper | Passed with requisite majority |
| 3 | To appoint a director in place of of Dr. Ashok Bhatia (Ph.D) (DIN:02090239), a Director retire by rotation and being eligible offers himself for re-appointment | Ordinary | E-voting + Polling Paper | Passed with requisite majority |
| Special Business | | | | |
| 4 | Re-Appointment of Mr. Shanay Shah, as a Director (Designated) – International Business, holding office or place of profit | Ordinary | E-voting + Polling Paper | Passed with requisite majority |
| 5 | Variation in terms of Objects of Initial Public offering("issue") | Special | E-voting + Polling Paper | Passed with requisite majority |
| 6 | To ratify the remuneration payable to Cost Auditors of the Company FY - 2019-20 | Ordinary | E-voting + Polling Paper | Passed with requisite majority |



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Vapi - Indore - Jabalpur - Mohali - Naroda (Ahmedabad) Krishna Shalby (Ahmedabad) Surat - Jaipur Upcoming Hospitals : Nashik - Mumbai

:: 3 ::

Pursuant to Regulation 44 (3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are submitting herewith details of voting results (e-voting + voting through ballot paper) of the businesses transacted at said AGM in the prescribed format as Annexure – ‘A’

We are also enclosing herewith Consolidated Report of the Scrutinizer’s Report dated August 26, 2019 on Remote e-voting and voting done through ballot/polling paper as Annexure – ‘B’

We request to take the same on your records and disseminate the same to the members.

Thanking you,

Yours sincerely,
For Shalby Limited



Jayesh Patel
Company Secretary
Mem. No. ACS-14898



| | |
|---|------------------------------|
| Date of the AGM | SHALBY LIMITED 26-08-2019 |
| Total number of shareholders on cut-off date | 54536 |
| No. of shareholders present in the meeting either in person or through proxy: | |
| Promoters and Promoter Group: | 3 |
| Public: | 65 |
| No. of Shareholders attended the meeting through Video Conferencing | |
| Promoters and Promoter Group: | Not Arranged |
| Public: | Not Arranged |

| Resolution No. | 1 | | | | | | | | | |
|---|--|------------------------|-------------------------|--|------------------------------|----------------------------|---|---|---------------|-----------------|
| Resolution required: (Ordinary/ Special) | ORDINARY - To receive, consider and adopt the Audited Standalone and Consolidated Financial Statements of the Company for the Financial Year ended March 31, 2019, together with the Reports of the Board of Directors and the Auditors thereon. | | | | | | | | | |
| 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 | Votes Invalid | Votes Abstained |
| Promoter and Promoter Group | E-Voting | 85,797,448 | 85,758,098 | 99.9541 | 85,758,098 | 0 | 100.0000 | 0.0000 | 0 | 0 |
| | Poll | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 | 0 |
| | Postal Ballot (if applicable) | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 | 0 |
| | Total | | 85,758,098 | 99.9541 | 85,758,098 | 0 | 100.0000 | 0.0000 | 0 | 0 |
| Public- Institutions | E-Voting | 6,058,434 | 5,540,359 | 91.4487 | 5,540,359 | 0 | 100.0000 | 0.0000 | 0 | 0 |
| | Poll | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 | 0 |
| | Postal Ballot (if applicable) | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 | 0 |
| | Total | | 5,540,359 | 91.4487 | 5,540,359 | 0 | 100.0000 | 0.0000 | 0 | 0 |
| Public- Non Institutions | E-Voting | 16,153,888 | 2,822,830 | 17.4746 | 2,822,738 | 92 | 99.9967 | 0.0032 | 0 | 0 |
| | Poll | | 44,580 | 0.2760 | 44,580 | 0 | 100.0000 | 0.0000 | 11,600 | 0 |
| | Postal Ballot (if applicable) | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 | 0 |
| | Total | | 2,867,410 | 17.7506 | 2,867,318 | 92 | 99.9968 | 0.0032 | 11,600 | 0 |
| Total | | 108,009,770 | 94,165,867 | 87.1827 | 94,165,775 | 92 | 99.9999 | 0.0001 | 11,600 | 0 |



| Resolution No. | 2 | | | | | | | | | |
|---|---|------------------------|-------------------------|--|------------------------------|----------------------------|---|---|---------------|-----------------|
| Resolution required: (Ordinary/ Special) | ORDINARY - To declare Dividend of Rs. 0.50 per equity Share for the financial year 2018-19. | | | | | | | | | |
| 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 | Votes Invalid | Votes Abstained |
| Promoter and Promoter Group | E-Voting | 85,797,448 | 85,758,098 | 99.9541 | 85,758,098 | 0 | 100.0000 | 0.0000 | 0 | 0 |
| | Poll | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 | 0 |
| | Postal Ballot (if applicable) | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 | 0 |
| | Total | | 85,758,098 | 99.9541 | 85,758,098 | 0 | 100.0000 | 0.0000 | 0 | 0 |
| Public- Institutions | E-Voting | 6,058,434 | 5,540,359 | 91.4487 | 5,540,359 | 0 | 100.0000 | 0.0000 | 0 | 0 |
| | Poll | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 | 0 |
| | Postal Ballot (if applicable) | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 | 0 |
| | Total | | 5,540,359 | 91.4487 | 5,540,359 | 0 | 100.0000 | 0.0000 | 0 | 0 |
| Public- Non Institutions | E-Voting | 16,153,888 | 2,822,830 | 17.4746 | 2,822,738 | 92 | 99.9967 | 0.0032 | 0 | 0 |
| | Poll | | 44,580 | 0.2760 | 44,580 | 0 | 100.0000 | 0.0000 | 11,600 | 0 |
| | Postal Ballot (if applicable) | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 | 0 |
| | Total | | 2,867,410 | 17.7506 | 2,867,318 | 92 | 99.9968 | 0.0032 | 11,600 | 0 |
| Total | | 108,009,770 | 94,165,867 | 87.1827 | 94,165,775 | 92 | 99.9999 | 0.0001 | 11,600 | 0 |



| Resolution No. | 3 | | | | | | | | | |
|---|---|------------------------|-------------------------|--|------------------------------|----------------------------|--|--|---------------|------------------|
| Resolution required: (Ordinary/ Special) | ORDINARY - To appoint a Director in place of Dr Ashok Bhatia (Ph.D.)(DIN02090239), who retires by rotation and being eligible, offers himself for re-appointment. | | | | | | | | | |
| 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 | Votes Invalid | Votes Abstained |
| Promoter and Promoter Group | E-Voting | 85,797,448 | 85,758,098 | 99.9541 | 85,758,098 | 0 | 100.0000 | 0.0000 | 0 | 0 |
| | Poll | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 | 0 |
| | Postal Ballot (if applicable) | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 | 0 |
| | Total | | 85,758,098 | 99.9541 | 85,758,098 | 0 | 100.0000 | 0.0000 | 0 | 0 |
| Public- Institutions | E-Voting | 6,058,434 | 4,355,849 | 71.8973 | 4,355,849 | 0 | 100.0000 | 0.0000 | 0 | 0 |
| | Poll | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 | 1,184,510 |
| | Postal Ballot (if applicable) | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 | 0 |
| | Total | | 4,355,849 | 71.8973 | 4,355,849 | 0 | 100.0000 | 0.0000 | 0 | 1,184,510 |
| Public- Non Institutions | E-Voting | 16,153,888 | 2,822,830 | 17.4746 | 2,821,738 | 1,092 | 99.9613 | 0.0386 | 0 | 0 |
| | Poll | | 44,580 | 0.2760 | 44,580 | 0 | 100.0000 | 0.0000 | 11,600 | 0 |
| | Postal Ballot (if applicable) | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 | 0 |
| | Total | | 2,867,410 | 17.7506 | 2,866,318 | 1,092 | 99.9619 | 0.0381 | 11,600 | 0 |
| Total | | 108,009,770 | 92,981,357 | 86.0861 | 92,980,265 | 1,092 | 99.9988 | 0.0012 | 11,600 | 1,184,510 |



| Resolution No. | 4 | | | | | | | | | |
|---|---|------------------------|-------------------------|--|------------------------------|----------------------------|---|---|---------------|-------------------|
| Resolution required: (Ordinary/ Special) | ORDINARY - Re-appointment of Mr Shanay Shah, as Director (Designated) - International Business, holding office or place of profit | | | | | | | | | |
| Whether promoter/ 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 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 | Votes Invalid | Votes Abstained |
| Promoter and Promoter Group | E-Voting | 85,797,448 | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 | 85,758,098 |
| | Poll | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 | 0 |
| | Postal Ballot (if applicable) | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 | 0 |
| | Total | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 | 85,758,098 |
| Public- Institutions | E-Voting | 6,058,434 | 4,355,849 | 71.8973 | 4,355,849 | 0 | 100.0000 | 0.0000 | 0 | 1,184,510 |
| | Poll | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 | 0 |
| | Postal Ballot (if applicable) | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 | 0 |
| | Total | | 4,355,849 | 71.8973 | 4,355,849 | 0 | 100.0000 | 0.0000 | 0 | 1,184,510 |
| Public- Non Institutions | E-Voting | 16,153,888 | 2,822,830 | 17.4746 | 2,822,518 | 312 | 99.9889 | 0.0110 | 0 | 0 |
| | Poll | | 44,580 | 0.2760 | 44,580 | 0 | 100.0000 | 0.0000 | 11,600 | 0 |
| | Postal Ballot (if applicable) | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 | 0 |
| | Total | | 2,867,410 | 17.7506 | 2,867,098 | 312 | 99.9891 | 0.0109 | 11,600 | 0 |
| Total | | 108,009,770 | 7,223,259 | 6.6876 | 7,222,947 | 312 | 99.9957 | 0.0043 | 11,600 | 86,942,608 |



| Resolution No. | 5 | | | | | | | | | |
|---|--|------------------------|-------------------------|--|------------------------------|----------------------------|---|---|---------------|-----------------|
| Resolution required: (Ordinary/ Special) | SPECIAL - Variation in terms of Objects of Initial Public offering ("Issue") | | | | | | | | | |
| 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 | Votes Invalid | Votes Abstained |
| Promoter and Promoter Group | E-Voting | 85,797,448 | 85,758,098 | 99.9541 | 85,758,098 | 0 | 100.0000 | 0.0000 | 0 | 0 |
| | Poll | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 | 0 |
| | Postal Ballot (if applicable) | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 | 0 |
| | Total | | 85,758,098 | 99.9541 | 85,758,098 | 0 | 100.0000 | 0.0000 | 0.0000 | 0 |
| Public- Institutions | E-Voting | 6,058,434 | 5,540,359 | 91.4487 | 5,540,359 | 0 | 100.0000 | 0.0000 | 0 | 0 |
| | Poll | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 | 0 |
| | Postal Ballot (if applicable) | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 | 0 |
| | Total | | 5,540,359 | 91.4487 | 5,540,359 | 0 | 100.0000 | 0.0000 | 0.0000 | 0 |
| Public- Non Institutions | E-Voting | 16,153,888 | 2,822,830 | 17.4746 | 2,822,558 | 272 | 99.9903 | 0.0096 | 0 | 0 |
| | Poll | | 44,580 | 0.2760 | 44,580 | 0 | 100.0000 | 0.0000 | 11,600 | 0 |
| | Postal Ballot (if applicable) | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 | 0 |
| | Total | | 2,867,410 | 17.7506 | 2,867,138 | 272 | 99.9905 | 0.0095 | 11,600 | 0 |
| Total | 108,009,770 | 94,165,867 | 87.1827 | 94,165,595 | 272 | 99.9997 | 0.0003 | 11,600 | 0 | |



| Resolution No. | 6 | | | | | | | | | |
|---|--|------------------------|-------------------------|--|------------------------------|----------------------------|---|---|---------------|-----------------|
| Resolution required: (Ordinary/ Special) | ORDINARY - To ratify the remuneration payable to Cost Auditors of the Company for FY 2019-20 | | | | | | | | | |
| 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 | Votes Invalid | Votes Abstained |
| Promoter and Promoter Group | E-Voting | 85,797,448 | 85,758,098 | 99.9541 | 85,758,098 | 0 | 100.0000 | 0.0000 | 0 | 0 |
| | Poll | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 | 0 |
| | Postal Ballot (if applicable) | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 | 0 |
| | Total | | 85,758,098 | 99.9541 | 85,758,098 | 0 | 100.0000 | 0.0000 | 0 | 0 |
| Public- Institutions | E-Voting | 6,058,434 | 5,540,359 | 91.4487 | 5,540,359 | 0 | 100.0000 | 0.0000 | 0 | 0 |
| | Poll | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 | 0 |
| | Postal Ballot (if applicable) | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 | 0 |
| | Total | | 5,540,359 | 91.4487 | 5,540,359 | 0 | 100.0000 | 0.0000 | 0 | 0 |
| Public- Non Institutions | E-Voting | 16,153,888 | 2,822,805 | 17.4745 | 2,821,578 | 1,227 | 99.9565 | 0.0434 | 0 | 25 |
| | Poll | | 44,580 | 0.2760 | 44,580 | 0 | 100.0000 | 0.0000 | 11,600 | 0 |
| | Postal Ballot (if applicable) | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 | 0 |
| | Total | | 2,867,385 | 17.7505 | 2,866,158 | 1,227 | 99.9572 | 0.0428 | 11,600 | 25 |
| Total | | 108,009,770 | 94,165,842 | 87.1827 | 94,164,615 | 1,227 | 99.9987 | 0.0013 | 11,600 | 25 |



SHAMBHU J. BHIKADIA

B.Com., LLB, ACS
Company Secretary

Flat No. E/202, Vraj Vihar-4,
Nr. Chandan Party Plot,
Satellite,
Ahmedabad-380015
(M) 09898222972
email:keyur.bhikadia@gmail.com

Consolidated Scrutinizer's Report

[Pursuant to Section 108 and 109 of the Companies Act, 2013 and Rule 20(4) (xii) and 21(2) of the Companies (Management and Administration) Rules, 2014 as amended

To,

The Chairman

15th Annual General Meeting of the Equity Shareholders

of Shalby Limited, held on Monday, August 26, 2019 at 10:00 a.m.

at H. T. Parekh Hall, The Ahmedabad Management Association,

ATIRA Campus, Dr. Vikram Sarabhai Marg, University Area, Ahmedabad 380015

Scrutinizer's Report on voting through remote e-voting and Poll (ballot paper) at the 15th Annual General Meeting of members of Shalby Limited

Dear Sir,

I, Shambhu J Bhikadia, Practicing Company Secretary, appointed as a Scrutinizer by the Board of Directors of Shalby Limited ("the Company"), for the purpose of scrutinizing the poll and remote e-voting process pursuant to section 108 and section 109 of the Companies Act, 2013 and Rule 20 & 21 of the Companies (Management and Administration) Rules, 2014 as amended on the below mentioned resolutions at the 15th Annual General Meeting ("AGM") of the members of Shalby Limited held on Monday, August 26, 2019 at 10:00 a.m. at H. T. Parekh Hall, The Ahmedabad Management Association, ATIRA Campus, Dr. Vikram Sarabhai Marg, University Area, Ahmedabad 380015, submit my report as under:

The Management of the Company is responsible to ensure compliances with the requirements of the relevant provisions of (i) The Companies Act, 2013 and Rules made thereunder (ii) The SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and (iii) Secretarial Standard – 2 on General Meetings issued by the Institute of Company Secretaries of India, relating to the Poll including voting by electronics means (remote E-Voting). My responsibility as a Scrutinizer is restricted to give a consolidated report on the Votes cast by the members for the resolutions (Businesses) contained in the notice dated May 25, 2019, and through ballot at the AGM held on Monday, August 26, 2019.

1. The Company had made arrangements with Karvy Fintech Private Limited for providing system of voting by the members electronically through remote e-voting.
2. The members holding shares as on the "cut off" date i.e. August 19, 2019 were entitled to vote on the proposed resolutions (item no. 1 to 6) as set out in the Notice of the 15th AGM of Shalby Limited by remote e-voting or voting through ballot paper at the 15th AGM.



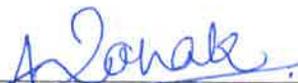
SHAMBHU J. BHIKADIA

B.Com., LLB, ACS
Company Secretary

Flat No. E/202, Vraj Vihar-4,
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email:keyur.bhikadia@gmail.com

3. The remote e-voting period remained open from August 21, 2019 (from 9:00 a.m.) to August 25, 2019 (till 5:00 p.m.) and was disabled for voting thereafter.
4. The members' details such as their names, folios, number of shares held, who have cast votes through remote e-voting were downloaded from e-voting website of Karvy Fintech Pvt. Ltd. (<https://evoting.karvy.com>)
5. After declaration of poll by the chairman, one ballot box kept for polling was locked in my presence with due identification Marks placed by me.
6. 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 Agent of the Company and authorizations/proxies lodged with the Company.
7. The ballot papers, which were incomplete and/or which were otherwise found defective have been treated as invalid and kept separately.
8. The votes were unblocked on Monday August 26, 2019 at 11:47 A.M. in the presence of two witnesses namely Mr. Ronak Aadeshra and Ms. Heli Shah, who are not in the employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence.

Witness 1


Mr. Ronak Aadeshra

Witness 2


Ms. Heli Shah

9. The result of the scrutiny of voting by poll and voting by electronic means in respect of resolutions (business) contained in notice dated May 25, 2019 is as under:

Resolution No. 1 (Ordinary Resolution)

To receive, consider and adopt

- (a) the Audited Standalone Financial Statements of the Company for the Financial Year ended March 31, 2019, together with the Reports of the Board of Directors and the Auditors thereon; and
- (b) the Audited Consolidated Financial Statements of the Company for the Financial Year ended March 31, 2019, together with the Report of the Auditors thereon.



SHAMBHU J. BHIKADIA

B.Com., LLB, ACS
Company Secretary

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(M) 09898222972
email:keyur.bhikadia@gmail.com

(i) Voted in favour of the resolution

| Type of Voting | Number of members voted | No. of votes | % of total no. of valid votes cast |
|-----------------|-------------------------|--------------------|------------------------------------|
| Remote e-voting | 70 | 9,41,21,195 | 99.9999 |
| Poll | 17 | 44,580 | 100 |
| Total | 87 | 9,41,65,775 | - |

(ii) Voted against the resolution

| Type of Voting | Number of members voted | No. of votes | % of total no. of valid votes cast |
|-----------------|-------------------------|--------------|------------------------------------|
| Remote e-voting | 03 | 92 | 0.0001 |
| Poll | - | - | - |
| Total | 03 | 92 | - |

(iii) Invalid Votes

| Type of Voting | Number of members voted | No. of votes | % of total no. of valid votes cast |
|-----------------|-------------------------|---------------|------------------------------------|
| Remote e-voting | - | - | - |
| Poll | 02 | 11,600 | - |
| Total | 02 | 11,600 | - |

(iv) Abstained from voting

| Type of Voting | Number of members voted | No. of votes | % of total no. of valid votes cast |
|-----------------|-------------------------|--------------|------------------------------------|
| Remote e-voting | - | - | - |
| Poll | - | - | - |
| Total | - | - | - |

Resolution No. 2 (Ordinary Resolution)**(i) To declare Dividend on equity Shares for the financial year 2018-19.**

Voted in favour of the resolution

| Type of Voting | Number of members voted | No. of votes | % of total no. of valid votes cast |
|-----------------|-------------------------|--------------------|------------------------------------|
| Remote e-voting | 70 | 9,41,21,195 | 99.9999 |
| Poll | 17 | 44,580 | 100 |
| Total | 87 | 9,41,65,775 | - |



SHAMBHU J. BHIKADIA

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email:keyur.bhikadia@gmail.com

(ii) Voted against the resolution

| Type of Voting | Number of members voted | No. of votes | % of total no. of valid votes cast |
|-----------------|-------------------------|--------------|------------------------------------|
| Remote e-voting | 03 | 92 | 0.0001 |
| Poll | - | - | - |
| Total | 03 | 92 | - |

(iii) Invalid Votes

| Type of Voting | Number of members voted | No. of votes | % of total no. of valid votes cast |
|-----------------|-------------------------|---------------|------------------------------------|
| Remote e-voting | - | - | - |
| Poll | 02 | 11,600 | - |
| Total | 02 | 11,600 | - |

(iv) Abstained from voting

| Type of Voting | Number of members voted | No. of votes | % of total no. of valid votes cast |
|-----------------|-------------------------|--------------|------------------------------------|
| Remote e-voting | - | - | - |
| Poll | - | - | - |
| Total | - | - | - |

Resolution No. 3(Ordinary resolution)

Appointment of Dr. Ashok Bhatia (Ph.D) (DIN: 02090239), a Director retire by rotation

(i) Voted in favour of the resolution

| Type of Voting | Number of members voted | No. of votes | % of total no. of valid votes cast |
|-----------------|-------------------------|--------------------|------------------------------------|
| Remote e-voting | 68 | 9,29,35,685 | 99.9988 |
| Poll | 17 | 44,580 | 100 |
| Total | 85 | 9,29,80,265 | - |

(ii) Voted against the resolution

| Type of Voting | Number of members voted | No. of votes | % of total no. of valid votes cast |
|-----------------|-------------------------|--------------|------------------------------------|
| Remote e-voting | 04 | 1,092 | 0.0012 |
| Poll | - | - | - |
| Total | 04 | 1,092 | - |



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Company Secretary

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(M) 09898222972
email:keyur.bhikadia@gmail.com

(iii) Invalid Votes

| Type of Voting | Number of members voted | No. of votes | % of total no. of valid votes cast |
|-----------------|-------------------------|---------------|------------------------------------|
| Remote e-voting | - | - | - |
| Poll | 02 | 11,600 | - |
| Total | 02 | 11,600 | - |

(iv) Abstained from voting

| Type of Voting | Number of members voted | No. of votes | % of total no. of valid votes cast |
|-----------------|-------------------------|------------------|------------------------------------|
| Remote e-voting | 01 | 11,84,510 | - |
| Poll | - | - | - |
| Total | 01 | 11,84,510 | - |

Resolution No. 4(Ordinary resolution)

Re-Appointment of Mr. Shanay Shah, holding office or place of profit

(i) Voted in favour of the resolution

| Type of Voting | Number of members voted | No. of votes | % of total no. of valid votes cast |
|-----------------|-------------------------|------------------|------------------------------------|
| Remote e-voting | 61 | 71,78,367 | 99.9957 |
| Poll | 17 | 44,580 | 100 |
| Total | 78 | 72,22,947 | - |

(ii) Voted against the resolution

| Type of Voting | Number of members voted | No. of votes | % of total no. of valid votes cast |
|-----------------|-------------------------|--------------|------------------------------------|
| Remote e-voting | 06 | 312 | 0.0043 |
| Poll | - | - | - |
| Total | 06 | 312 | - |

(iii) Invalid Votes

| Type of Voting | Number of members voted | No. of votes | % of total no. of valid votes cast |
|-----------------|-------------------------|---------------|------------------------------------|
| Remote e-voting | - | - | - |
| Poll | 02 | 11,600 | - |
| Total | 02 | 11,600 | - |



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(iv) Abstained from voting

| Type of Voting | Number of members voted | No. of votes | % of total no. of valid votes cast |
|-----------------|-------------------------|--------------------|------------------------------------|
| Remote e-voting | 06 | 8,69,42,608 | - |
| Poll | - | - | - |
| Total | 06 | 8,69,42,608 | - |

Resolution No. 5 (Special resolution)**Variation in terms of Objects of Initial Public offering("issue")****(i) Voted in favour of the resolution**

| Type of Voting | Number of members voted | No. of votes | % of total no. of valid votes cast |
|-----------------|-------------------------|--------------------|------------------------------------|
| Remote e-voting | 67 | 9,41,21,015 | 99.9997 |
| Poll | 17 | 44,580 | 100 |
| Total | 84 | 9,41,65,595 | - |

(ii) Voted against the resolution

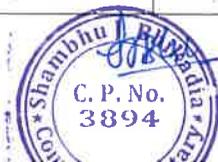
| Type of Voting | Number of members voted | No. of votes | % of total no. of valid votes cast |
|-----------------|-------------------------|--------------|------------------------------------|
| Remote e-voting | 06 | 272 | 0.0003 |
| Poll | - | - | - |
| Total | 06 | 272 | - |

(iii) Invalid Votes

| Type of Voting | Number of members voted | No. of votes | % of total no. of valid votes cast |
|-----------------|-------------------------|---------------|------------------------------------|
| Remote e-voting | - | - | - |
| Poll | 02 | 11,600 | - |
| Total | 02 | 11,600 | - |

(iv) Abstained from voting

| Type of Voting | Number of members voted | No. of votes | % of total no. of valid votes cast |
|-----------------|-------------------------|--------------|------------------------------------|
| Remote e-voting | - | - | - |
| Poll | - | - | - |
| Total | - | - | - |



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Resolution No. 6(Ordinary resolution)

To ratify the remuneration payable to Cost Auditors of the Company

(i) Voted in favour of the resolution

| Type of Voting | Number of members voted | No. of votes | % of total no. of valid votes cast |
|-----------------|-------------------------|--------------------|------------------------------------|
| Remote e-voting | 67 | 9,41,20,035 | 99.9987 |
| Poll | 17 | 44,580 | 100 |
| Total | 84 | 9,41,64,615 | - |

(ii) Voted against of the resolution

| Type of Voting | Number of members voted | No. of votes | % of total no. of valid votes cast |
|-----------------|-------------------------|--------------|------------------------------------|
| Remote e-voting | 05 | 1,227 | 0.0013 |
| Poll | - | - | - |
| Total | 05 | 1,227 | - |

(iii) Invalid Votes

| Type of Voting | Number of members voted | No. of votes | % of total no. of valid votes cast |
|-----------------|-------------------------|---------------|------------------------------------|
| Remote e-voting | - | - | - |
| Poll | 02 | 11,600 | - |
| Total | 02 | 11,600 | - |

(iv) Abstained from voting

| Type of Voting | Number of members voted | No. of votes | % of total no. of valid votes cast |
|-----------------|-------------------------|--------------|------------------------------------|
| Remote e-voting | 01 | 25 | - |
| Poll | - | - | - |
| Total | 01 | 25 | - |

10. A compact Disk (CD) containing a list of Equity Shareholders who voted "FOR", "AGAINST" and those whose votes were declared invalid for each resolution is enclosed.



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11. The poll papers and all other relevant records were sealed and handed over to the Company secretary authorized by the Board for safe keeping.



SHAMBHU J BHIKADIA
Practicing Company Secretary
Mem. No. 8024 C.O.P. No. 3894



Counter signed by
For, Shalby Limited



Dr. Vikram I Shah
Chairman and Managing Director
(DIN: 00011653)



Place : Ahmedabad
Date : August 26, 2019