

Ref: SEL/2023-24/00022

May, 01 2023

To
The Manager (Listing)
Corporate Relationship Dept.
BSE Limited
P J Tower,
Dalal Street,
Mumbai - 400 001

The Manager (Listing)
National Stock Exchange of India Limited
"Exchange Plaza",
Plot No C/1, G Block
BandraKurla Complex, Bandra (E)
Mumbai - 400 051

Company Code: 532710 (BSE)

NSE Symbol: SADBHAV (NSE)

Dear Sir/ Madam,

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

We are pleased to inform that Members of the Company have passed necessary resolutions as set out in the Postal Ballot Notice dated 15th March, 2023. 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 along with Scrutinizer's Report given by M/s. Ravi Kapoor & Associates, Practicing Company Secretaries, Ahmedabad.

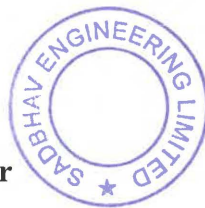
You are requested to take the same on record.

Thanking You,

Yours Faithfully,

For Sadbhav Engineering Limited

Shashin V. Patel
Chairman and Managing Director
DIN: 00048328



Encl: As Above

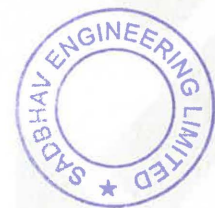
Sadbhav Engineering Limited

Regd Office: "Sadbhav House", Opp. Law Garden Police Chowki, Ellisbridge, Ahmedabad – 380006

T : +91 79 26463384 F : +91 79 26400210 E : info@sadbhav.co.in Web : www.sadbhav.co.in CIN : L45400GJ1988PLC011322

Details of Voting Results – Postal Ballot

Sr. No.	Particulars	Details
1	Date of Postal Ballot Notice	15 th March, 2023
2	Voting Period	Start Date and time: Friday, 31 st March, 2023 at 9.00 a.m. End Date and time: Saturday, 29 th April, 2023 at 5.00 p.m.
3	Date of AGM/ EGM	Not Applicable (Resolutions passed through Postal Ballot on 29 th April, 2023 i.e. last date of remote e-voting)
4	Total number of shareholders on record date: (As on cut off date i.e. 24 th March, 2023)	72708
5	No. of Shareholders present in the meeting either in person or through proxy: i. In person Promoters and Promoter Group Public ii. Through Proxy Promoters and Promoter Group Public	Not Applicable (Resolutions passed through Postal Ballot)
6	No. of Shareholders attended the meeting through Video Conferencing: Promoters and Promoter Group Public	Not Applicable (Resolutions passed through Postal Ballot)



Sadbhav Engineering Limited

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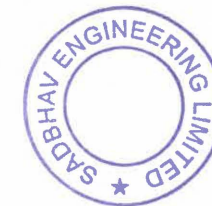
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Sadbhav Engineering Limited

Resolution Required : (Special)		1 - APPOINTMENT AND CHANGE IN DESIGNATION OF MR. SHASHIN V. PATEL(DIN: 00048328) AS THE CHAIRMAN AND MANAGING DIRECTOR OF THE COMPANY:							
Whether promoter/ promoter group are interested in the agenda/resolution?		NO							
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	No. of votes Invalid
			[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
Promoter and Promoter Group	E-Voting	64676516	62771691	97.0548	62771691	0	100.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		62771691	97.0548	62771691	0	100.0000	0.0000	0.0000
Public Institutions	E-Voting	18848594	15733498	83.4731	15733498	0	100.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		15733498	83.4731	15733498	0	100.0000	0.0000	0.0000
Public Non Institutions	E-Voting	88045690	1589860	1.8057	1508225	81635	94.8653	5.1347	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		1589860	1.8057	1508225	81635	94.8653	5.1347	0.0000
Total		171570800	80095049	46.6834	80013414	81635	99.8981	0.1019	0

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	0
Public - Non Insitutions	0

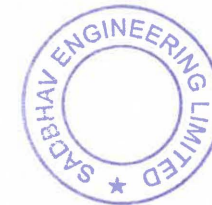




Sadbhav Engineering Limited

Resolution Required : (Ordinary)		2 - APPOINTMENT OF MR. DWIGESH JOSHI (DIN: 09733282) AS A DIRECTOR OF THE COMPANY:								
Whether promoter/ promoter group are interested in the agenda/resolution?		NO								
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	No. of votes Invalid	
			[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100	[8]
Promoter and Promoter Group	E-Voting	64676516	62771691	97.0548	62771691	0	100.0000	0.0000	0	
	Poll		0	0.0000	0	0	0.0000	0.0000	0	
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0	
	Total		62771691	97.0548	62771691	0	100.0000	0.0000	0	
Public Institutions	E-Voting	18848594	15733498	83.4731	15733498	0	100.0000	0.0000	0	
	Poll		0	0.0000	0	0	0.0000	0.0000	0	
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0	
	Total		15733498	83.4731	15733498	0	100.0000	0.0000	0	
Public Non Institutions	E-Voting	88045690	1589860	1.8057	1529075	60785	96.1767	3.8233	0	
	Poll		0	0.0000	0	0	0.0000	0.0000	0	
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0	
	Total		1589860	1.8057	1529075	60785	96.1767	3.8233	0	
Total		171570800	80095049	46.6834	80034264	60785	99.9241	0.0759	0	

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	0
Public - Non Insitutions	0

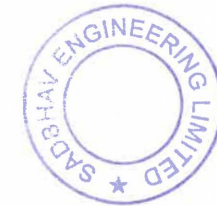




Sadbhav Engineering Limited

Resolution Required : (Special)		3 - APPOINTMENT OF MR. DWIGESH JOSHI (DIN: 09733282) AS AN EXECUTIVE DIRECTOR OF THE COMPANY:							
Whether promoter/ promoter group are interested in the agenda/resolution?		NO							
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	No. of votes Invalid
			[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
Promoter and Promoter Group	E-Voting	64676516	62771691	97.0548	62771691	0	100.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		62771691	97.0548	62771691	0	100.0000	0.0000	0
Public Institutions	E-Voting	18848594	15733498	83.4731	15733498	0	100.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		15733498	83.4731	15733498	0	100.0000	0.0000	0
Public Non Institutions	E-Voting	88045690	1589860	1.8057	1537125	52735	96.6830	3.3170	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		1589860	1.8057	1537125	52735	96.6830	3.3170	0
Total		171570800	80095049	46.6834	80042314	52735	99.9342	0.0658	0

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	0
Public - Non Insitutions	0

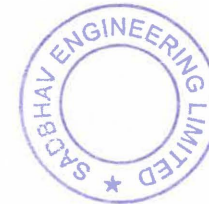




Sadbhav Engineering Limited

Resolution Required : (Ordinary)			4 - APPOINTMENT OF MR. JATIN THAKKAR (DIN: 09312406) AS A NONEXECUTIVE DIRECTOR OF THE COMPANY:						
Whether promoter/ promoter group are interested in the agenda/resolution?			NO						
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	No. of votes Invalid
			[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
Promoter and Promoter Group	E-Voting	64676516	62771691	97.0548	62771691	0	100.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		62771691	97.0548	62771691	0	100.0000	0.0000	0
Public Institutions	E-Voting	18848594	15733498	83.4731	15733498	0	100.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		15733498	83.4731	15733498	0	100.0000	0.0000	0
Public Non Institutions	E-Voting	88045690	1589860	1.8057	1508675	81185	94.8936	5.1064	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		1589860	1.8057	1508675	81185	94.8936	5.1064	0
Total		171570800	80095049	46.6834	80013864	81185	99.8986	0.1014	0

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	0
Public - Non Insitutions	0



**Ravi Kapoor
&
Associates**

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E-mail : ravi@ravics.com www.ravics.com

Company Secretaries
Trade Mark Agent
Insolvency Resolution Professional

May 1, 2023

To,
The Chairman
SADBHAV ENGINEERING LIMITED
'Sadbhav House', Opp. Law Garden
Police Chowki, Ellisbridge, Ahmedabad - 380006, Gujarat

Respected Sir,

Sub.: Scrutinizer Report

The Board of Directors of Sadbhav Engineering Limited (hereinafter referred to as "Company"), have 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 dated 8th April 2020, 17/2020 dated 13th April 2020, 22/2020 dated 15th June, 2020, 33/2020 dated 28th September, 2020 and 39/2020 dated 31st December, 2020, 10/2021 dated June 23, 2021, 20/2021 dated December 8, 2021, 3/2022 dated May 5, 2022 and 11/2022 dated December 28, 2022 (the "MCA Circulars"), 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 Act and rules made thereunder, without holding a general meeting.

The MCA has further clarified vide it's circular no. 11/2022 dated December 28, 2022 that for companies that are required to provide e-voting facility under the Act, while they are transacting any business(es) only by postal ballot up to September 30, 2023, 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.

The Company has accordingly sent Postal Ballot Notice by email to all its shareholders for passing of 2 Ordinary Resolutions and 2 Special Resolutions for the special businesses as mentioned in the notice of postal ballot dated March 15, 2023 who have registered their email addresses with the Company or depository / depository participants/Registrar and Share Transfer Agent (RTA) and the communication of assent / dissent of the members are taken

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KAPOOR

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RAVI KAPOOR
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**Ravi Kapoor
&
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Company Secretaries
Trade Mark Agent
Insolvency Resolution Professional

place through the remote e-voting system. This Postal Ballot is accordingly being initiated by the Company in compliance with the MCA Circulars.

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 remote E-voting facility offered by Central Depository Services (India) Limited (CDSL) for conducting remote e-voting by members of the Company and as permissible under the Act, notice to the shareholders were sent through e-mail whose e-mail id were registered with the Company/Depository Participant/Registrar and Transfer Agent. The Company has also provided an option for remote e-voting to those shareholders, who held shares in Physical form. The remote e-voting portal remained open for voting from Friday, March 31, 2023 (9.00 A.M. IST) to Saturday, April 29, 2023 (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. Friday, March 24, 2023 were entitled to vote on the resolutions (item nos. 1 to 4 as set out in notice of postal ballot dated March 15, 2023).

A public notice in newspaper informing the members about dispatch of notice and commencement of postal ballot was published on Thursday, March 30, 2023. Members have been informed that those shareholders who were members of the Company as on cut-off date, i. e. Friday, March 24, 2023, 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 Saturday, April 29, 2023 (5.00 P.M. IST) at 17:00 Hours IST on the basis of User-id and password provided to them by Central Depository Services (India) Limited (CDSL).

Remote 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 remote 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 (SS-2) 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 remote e-voting, i.e. Saturday, April 29, 2023 (5.00 P.M. IST).

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

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**Ravi Kapoor
&
Associates**

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E-mail : ravi@ravics.com www.ravics.com

Company Secretaries
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Insolvency Resolution Professional

- 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
- 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 Act are complied with, all the resolutions 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,

**For, Ravi Kapoor & Associates
Company Secretaries**

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by RAVI KAPOOR
Date: 2023.05.01
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**(Ravi Kapoor)
Proprietor
Scrutinizer
FCS - 2587
COP- 2407
UDIN- F002587E000231882**

Countersigned by

**Mr. Shashin Patel
Chairman
Sadbhav Engineering Limited**

Annexure-A

Voting Pattern of Electronic Vote

Particulars	No. of Share holder s Voted in favour	No. of shares in favour	% of shares in favour	No. of Shareho lders voted against	No. of shares against	% of shares against	No. of Shareho lders Votes abstain ed	No. of Shares abstain ed	No. of Share holder s - Invali d Votes	No. of Shares - Invali d Votes
RESOLUTI ON 1 (Special Resolutio n) Appointme nt and change in designatio n of Mr. Shashin V. Patel (DIN: 00048328) as the Chairman and Managing Director of the Company	165	8,00,13,414	99.9%	22	81,635	0.10%	-	-	-	-
RESOLUTI ON 2 (Ordinary Resolutio n) Appointme nt of Mr. Dwigesh Joshi (DIN: 09733282)	167	8,00,34,264	99.92 %	20	60,785	0.08%	-	-	-	-

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Ravi Kapoor & Associates

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Fax : 079-26424100, (M) 98250 63147
E-mail : ravi@ravics.com www.ravics.com

Company Secretaries

Trade Mark Agent

Insolvency Resolution Professional

Particulars	No. of Share holder s Voted in favour	No. of shares in favour	% of shares in favour	No. of Shareho lders voted against	No. of shares against	% of shares against	No. of Shareho lders Votes abstain ed	No. of Shares abstaine d	No. of Share holder s - Invali d Votes	No. of Shares - Invali d Votes
as a Director of the Company										
RESOLUTI ON 3 (Special Resolution) Appointment of Mr. Dwigesh Joshi (DIN: 09733282) as an executive Director of the Company	167	8,00,42,314	99.93 %	20	52,735	0.07%	-	-	-	-
RESOLUTI ON 4 (Ordinary Resolution) Appointment of Mr. Jatin Thakkar	166	8,00,13,864	99.9%	21	81,185	0.10%	-	-	-	-

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Fax : 079-26424100, (M) 98250 63147
E-mail : ravi@ravics.com www.ravics.com

Company Secretaries

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Insolvency Resolution Professional

Particulars	No. of Share holder s Voted in favour	No. of shares in favour	% of shares in favour	No. of Shareho lders voted against	No. of shares against	% of shares against	No. of Shareho lders Votes abstain ed	No. of Shares abstaine d	No. of Share holder s - Invali d Votes	No. of Shares - Invali d Votes
(Din: 09312406) as a non-executive Director of the Company										

For, Ravi Kapoor & Associates
Company Secretaries

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by RAVI KAPOOR
Date: 2023.05.01
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(Ravi Kapoor)
Proprietor
Scrutinizer
FCS - 2587
COP- 2407
UDIN- F002587E000231882

Countersigned by

Mr. Shashin Patel
Chairman
Sadbhav Engineering Limited