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PAN No.: AAACR6149L
CIN : L27100MH1973PLC 016617
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An ISO 9001, ISO 14001 & OHSAS 18001

Certified Company



19th October, 2019

BSE Ltd
The Department of Corporate Services
Phiroze Jeejeebhoy Towers
Dalal Street - Mumbai 400 001

National Stock Exchange of India Ltd.
Exchange Plaza, Bandra Kurla Complex
Bandra (E), Mumbai - 400051
Fax. No: 022-26598237/38, 022-26598347/48

Security Code No. : 504614

Symbol: **SARDAEN**

Series : **EQ**

Dear Sir,

Subject: Submission of Minutes of 46th Annual General Meeting.

Please find enclosed herewith the certified true copy of the Minutes of 46th Annual General Meeting of the shareholders of Sarda Energy & Minerals Ltd. held on 21st September, 2019 at Radisson Blu Hotel, 7 Wardha Road, Nagpur 440015.

You are requested to take the information on records.

Thanking you,

Yours faithfully,
For Sarda Energy & Minerals Ltd.


(Manish Sethi)
Company Secretary

Encl: As above



SARDA ENERGY & MINERALS LIMITED

Regd. Off: 73-A, Central Avenue, Nagpur (MH.) 440018
Ph: +91-712-2722407 Email: cs@seml.co.in
URL: www.seml.co.in CIN: L27100MH1973PLC016617

Minutes of the 46th Annual General Meeting of the members of Sarda Energy & Minerals Ltd. held on Saturday, 21st September, 2019 at Radisson Blu Hotel, 7 Wardha Road, Nagpur (M.H.) 440 015 at 11.00 a.m. which concluded at 12.30 p.m.

The Annual General Meeting commenced at the appointed time. The following Directors were present:

Mr. K.K. Sarda	Chairman & Managing Director and Shareholder
Mr. A.K. Basu	Independent Director, Chairman Audit Committee and Shareholder
Mr. C.K. Lakshminarayanan	Independent Director and Shareholder
Mr. G.S. Sahni	Independent Director, Chairman Nomination & Remuneration Committee and Shareholder
Mr. J. Balakrishnan	Independent Director, Chairman Stakeholders' Relationship Committee and Shareholder
Mr. P.K. Jain	Wholetime Director, CFO and Shareholder
Mr. Pankaj Sarda	Jt. Managing Director and Shareholder
Mr. Manish Sethi	Company Secretary and shareholder

Apart from the above, 27 other members were also present. In all, 35 members were present.

Mr. Kamal Kishore Sarda - Chairman of the Board of Directors, presided over the meeting. After ascertaining the quorum the Chairman declared the meeting to order. The Chairman informed the members that except Mr. Rakesh Mehra and Mrs. Uma Sarda, all the Directors are present at the Annual General Meeting.

The Secretary informed the members that the following documents/registers are available for inspection:

- i) Notice convening the 46th Annual General Meeting
- ii) Directors' Report along with annexure thereto for the financial year 2018-19
- iii) The Audited Accounts and the Auditors' Report on the standalone and consolidated financial statements for the F.Y. 2018-19
- iv) Accounts for F.Y. 2018-19 of subsidiaries
- v) Consent Letter of the Auditors
- vi) Statutory Registers

The chairman in his address to the members discussed about economic and industry scenario, company's performance, important developments since last meeting and implications thereof and current year performance.

The Chairman then, with the permission of the members, declared the Notice of the Meeting as read.

Thereafter, the Chairman requested the Company Secretary to read out the Auditors' Report on the financial statements of the Company. Company Secretary informed that the report of the Statutory Auditors did not contain any qualifications, observations or comments which had adverse effect on the functioning of the Company. Since there was no such qualifications,

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observations or comments in the Statutory Auditors Report, he requested the members that the same may be considered as read as permitted by the law. The Chairman, with consensus of members accepted the request.

Thereafter the Chairman informed that the Secretarial Audit Report contains one observation. The Company secretary then read out the observation and the management's response to the observation.

The Chairman then requested Chief Financial Officer to give an overview of the financial performance of the Company for the financial year 2018-19 and of year to date. Chief Financial Officer briefed the members about the financial performance during 18-19 and during the current year.

The members were invited to give their suggestions and/or seek clarification on the Company's financial statements / business. The queries were suitably replied.

The Chairman then took up the official agenda of the meeting. The Chairman briefed the members on the proposed agenda items except Item no.3. Mr. G.S. Sahni, Chairman of Nomination & Remuneration Committee acted as the Chairman of the meeting w.r.t. Item No.3 of the Notice and briefed the members on Item no. 3. The Chairman then put for discussion all the resolutions as given in the notice of the 46th AGM one by one and invited queries / questions from the members on the proposed agenda items. No queries/questions were received. After the open house session, the Chairman handed over the proceedings to Company Secretary / Scrutinizer for polling.

Thereafter, the Company Secretary informed the members that the Company has provided e-voting facility to the shareholders to exercise their votes on the resolutions proposed to be passed at the AGM. It was informed that the Company had provided facility of remote e-voting to the shareholders from 18.09.2019 to 20.09.2019 to enable them to cast their vote electronically. He also informed that in line with the provisions of the Companies Act, 2013, voting by show of hands was not permitted at the general meeting where e-voting has been provided to the shareholders. Therefore, arrangements had been made for conducting voting through ballot paper for the shareholders at the venue of the AGM. He further informed that Mr. Kamlesh Ojha, Partner of M/s. S.G. Kankani & Associates, Practising Company Secretaries was appointed as scrutinizer for the e-voting and the ballot process and that he was present at the Annual General Meeting to conduct the voting process. Thereafter, the Scrutinizer informed that the Ballot papers have been circulated to all the members and a sealed ballot box has been made available for putting in the ballot papers. He further informed that the members who have cast their vote through the e-voting platform need not vote again at the AGM and if they vote again, the same, as per the provisions of law, shall not be considered.

Thereafter the following resolutions were put for voting through ballot papers by the shareholders:

1. Adoption of financial statements - Ordinary Resolution

"RESOLVED that the Audited Standalone and Consolidated financial statements of the Company for the financial year ended 31st March, 2019 and the Report of the Board of

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Directors and the Auditors thereon now submitted to this Meeting be and the same are hereby approved and adopted."

2. Consideration of payment of Dividend - Ordinary Resolution

"RESOLVED that in terms of the recommendation by the Board of Directors, the Company hereby approves the payment of dividend @ Rs. 5.00 per share on the equity shares for the financial year ended 31st March, 2019, to the eligible shareholders of the Company as per the record date fixed by the Board of Directors."

3. Re-appointment of Mrs. Uma Sarda, as director, liable to retire by rotation - Ordinary Resolution

"RESOLVED that Mrs. Uma Sarda (DIN: 00009783), who retires by rotation at this annual general meeting and who has offered herself for re-appointment as Director, be and is hereby re-elected and re-appointed as a Director of the Company, liable to retire by rotation."

4. Re-appointment of M/s. O.P. Singhania & Co. as Statutory Auditors of the Company to hold office from the conclusion of the 46th Annual General Meeting (AGM) till the conclusion of the 51st AGM of the Company - Ordinary Resolution

"RESOLVED that pursuant to the provisions of section 139 and all other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof, for the time being in force), and pursuant to the recommendations of the Audit Committee and the Board of Directors, M/s. O.P. Singhania & Co., Chartered Accountants (Firm Registration No.002172C), who have provided their written consent for appointment as auditors, and also provided their eligibility certificate as per Rule 4 of the Auditor Rules be and are hereby re-appointed as Statutory Auditors of the Company to hold office from the conclusion of this 46th Annual General Meeting (AGM) till the conclusion of the 51st AGM of the Company to be held in the year 2024 on the terms and conditions as may be mutually agreed between the Board of Directors of the Company and the Auditors plus applicable taxes and reimbursement of out of pocket expenses, as may be incurred by the Auditors in connection with the audit of financial statements of the Company during their tenure as the Auditors.

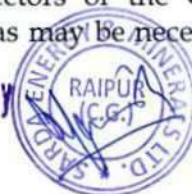
RESOLVED FURTHER THAT the Board of Directors of the Company (which includes any Committee of the Board) be and is hereby authorized to do all necessary acts, deeds, things and matters, and execute all such documents, as may be necessary in this regard from time to time to give effect to this resolution."

5. Ratification of remuneration payable to the Cost Auditors - Ordinary Resolution

"RESOLVED that pursuant to the provisions of section 148 and all other applicable provisions, if any, of the Companies Act, 2013, the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof, for the time being in force), the Cost Auditors appointed by the Board of Directors of the Company, to conduct the audit of the cost records of the Company for the financial year ending March 31, 2020, be paid a remuneration as set out in the Explanatory Statement annexed to the notice of this Annual General Meeting.

RESOLVED FURTHER that the Board of Directors of the Company be and is hereby authorized to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution."

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6. Approval to re-classification of promoters - Ordinary Resolution

"RESOLVED THAT pursuant to the applicable provisions of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and any other applicable laws and regulations from time to time (including any statutory modifications or re-enactments thereof for the time being in force), and other applicable provisions; subject to necessary approvals from the Stock Exchanges and other statutory authorities, as may be necessary; the approval of the Members, be and is hereby accorded to reclassify the following persons/entities (hereinafter individually & jointly referred to as the "Applicants") and currently forming part of the "Promoter and Promoter Group" holding 25,467 Equity Shares aggregating to 0.07% of the paid up capital of the Company, from "Promoter & Promoter Group" shareholding of the Company to the "Public" shareholding of the Company:

Name	Number of Equity Shares	Percentage
Promoter and Promoter Group		
Mrs. Shashi Rathi	19,467	0.05
Dr. K.K. Rathi	6,000	0.02
Total	25,467	0.07

RESOLVED FURTHER THAT on approval of the Stock Exchange(s) upon application for reclassification of the aforementioned applicants, the Company shall effect such reclassification in the Statement of Shareholding pattern from immediate succeeding quarter under Regulation 31 of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 and shall also comply with other applicable Regulations/provisions, if any.

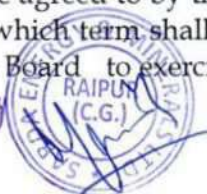
RESOLVED FURTHER THAT the Board be and is hereby authorised to take all such steps as may be necessary, proper and expedient to give effect to this resolution.

RESOLVED FURTHER THAT the Board be and is hereby authorised to delegate all or any of the powers conferred on it by or under this Resolution to any Committee of Directors of the Company or to any Director of the Company or any other officer(s) or employee(s) of the Company as it may consider appropriate in order to give effect to this Resolution including filing of necessary forms and returns with the Ministry of Corporate Affairs, Stock Exchanges and other concerned authorities.

7. Issue of Non Convertible Debentures - Special Resolution

"RESOLVED THAT pursuant to the provisions of Sections 42, 71 and other applicable provisions, if any, of the Companies Act, 2013 ("Act") read with the Companies (Prospectus and Allotment of Securities) Rules, 2014 and the Companies (Share Capital and Debentures) Rules, 2014, including any amendment, modification or variation thereof for the time being in force, and subject to all other applicable regulations, rules, notifications, circulars and guidelines prescribed by the Securities and Exchange Board of India ("SEBI"), as amended, and subject to the applicable regulations, rules, notifications, circulars and guidelines prescribed by the Reserve Bank of India ("RBI"), the Memorandum of Association and the Articles of Association of the Company, and subject to such approvals, consents, permissions and sanctions as may be required and subject to such conditions and/ or modifications as may be prescribed or imposed by the Appropriate Authority while granting such approvals, consents, permissions and sanctions, which may be agreed to by the Board of Directors of the Company (hereinafter referred to as the "Board" which term shall be deemed to include any Committee(s) constituted/ to be constituted by the Board to exercise its powers including the

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powers conferred by this Resolution), subject to the total borrowings of the Company not exceeding the borrowing limits approved by the Members from time to time under Section 180(1) (c) of the Act, the consent of the Members of the Company be and is hereby accorded to the Board and the Board be and is hereby authorized to create, offer, invite for subscription, issue and allot, from time to time, in one or more tranches and/ or series, whether secured or unsecured, cumulative or non-cumulative, listed or unlisted, redeemable non-convertible debentures and/or other debt securities, denominated in Indian rupees or any foreign currency ("NCDs"), aggregating to an amount not exceeding ₹500 crore (Rupees five hundred crore only) or its equivalent in one or more currencies, at par or at premium or at a discount, either at issue or at redemption, on a private placement basis or through a public issue, during the period of one year from the date of this Annual General Meeting or such other period as may be permitted under the Act and other applicable laws, as the Board in its absolute discretion deems fit and on such terms and conditions as may be decided by the Board.

RESOLVED FURTHER THAT for the purpose of giving effect to this Resolution, the Board be and is hereby authorized on behalf of the Company to determine the terms of issue including the class of investors to whom the NCDs are to be issued, time, the number of NCDs, tranches, issue price, tenor, interest rate, premium/ discount, listing (in India or overseas) and to do all such acts, deeds, matters and things and deal with all such matters and take all such steps as may be necessary and to sign and execute any deeds/ documents/ undertakings/ agreements/ papers/ writings, as may be required in this regard and to resolve and settle all questions and difficulties that may arise at any stage from time to time.

RESOLVED FURTHER THAT the Board be and is hereby authorized to delegate all or any of the powers conferred herein to any Committee of Directors or any Director(s) or executive(s)/ officer(s) of the Company to do all such acts, deeds, matters and things as also to execute such documents, writings etc. as may be necessary to give effect to this Resolution."

8. Further Issue of Securities - Special Resolution

"RESOLVED THAT pursuant to the provisions of Sections 42, 62, 71 and all other applicable provisions, if any, of the Companies Act, 2013 and the rules and regulations made thereunder (including any amendments, statutory modification(s) and/ or re-enactment thereof for the time being in force) ('Companies Act'), the relevant provisions of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 (including any amendment, modification, variation or re-enactment thereof) ('ICDR Regulations') and in accordance with the provisions of the Memorandum and Articles of Association of the Company, the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the provisions of the Foreign Exchange Management Act, 1999, including any amendments, statutory modification(s) and/ or re-enactment thereof ('FEMA') and the Foreign Exchange Management (Transfer or Issue of Securities by a Person Resident outside India) Regulations, 2017, as amended, the Foreign Exchange Management (Transfer or Issue of Any Foreign Security) Regulations, 2004, as amended, the Issue of Foreign Currency Convertible Bonds and Ordinary Shares (Through Depository Receipt Mechanism) Scheme, 1993, as amended, the Depository Receipts Scheme, 2014, as amended, the Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008, as amended, (the "Debt Listing Regulations") including any amendments, statutory modification(s) and/ or re-enactment thereof and all other applicable statutes, rules, regulations, guidelines, notifications, circulars and clarifications as may be applicable, as amended from time to time, issued by the Government of India ('GOI'), Ministry of Corporate

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Affairs ('MCA'), the Reserve Bank of India ('RBI'), BSE Limited and National Stock Exchange of India Limited ('Stock Exchanges'), the Securities and Exchange Board of India ('SEBI'), Foreign Investment Promotion Board ("FIPB"), Department of Industrial Policy & Promotion ("DIPP") and/ or any other regulatory/ statutory authorities, in India or abroad from time to time, to the extent applicable and subject to the approvals, permits, consents and sanctions of any regulatory/ statutory authorities and guidelines and clarifications issued thereon from time to time and subject to such conditions and modifications as may be prescribed by any of them while granting such approvals, permissions, consents and sanctions, which may be agreed to by the Board of Directors of the Company (hereinafter referred to as the 'Board' which term shall be deemed to include any Committee of the Board of Directors of the Company constituted by the Board to exercise its powers including powers conferred by this resolution), the consent of the members be and is hereby accorded to the Board to offer, issue and allot (including with provisions for reservations on firm and/ or competitive basis, for such part of issue and for such categories of persons as may be permitted) such number of equity shares of the Company of face value of Rs.10/- each ('Equity Shares'), Global Depository Receipts ("GDRs"), American Depository Receipts ("ADRs"), Foreign Currency Convertible Bonds ("FCCBs"), Preference Shares convertible into equity shares, Fully Convertible Debentures/Partly Convertible Debentures, Non- Convertible Debentures ("NCDs") along with warrants, with a right exercisable by the warrant holder to exchange the said warrants with Equity Shares and/or any other financial instruments convertible into Equity Shares (including warrants, or otherwise) and/or other securities convertible into Equity Shares (including warrants, or otherwise), fully convertible debentures, partly convertible debentures, non-convertible debentures with warrants and/ or convertible preference shares or any security convertible into Equity Shares (hereinafter referred to as 'Securities'), or any combination thereof, in one or more tranches, whether Rupee denominated or denominated in foreign currency, in the course of Indian and / or International offering(s) in one or more foreign markets and /or domestic market, for cash, at such price or prices, in terms of the applicable regulations and as permitted under the applicable laws, in such manner, in consultation with the Merchant Banker(s) and/or other Advisor(s) or otherwise, for an aggregate amount not exceeding ₹ 1000 crore (Rupees one thousand crore only) by way of one or more public and/or private offerings and/or preferential issue and/or by way of qualified institutions placement in accordance with the provisions of the ICDR Regulations, or any combination thereof, to such investors that may be permitted to invest in such issuance of Securities, including eligible qualified institutional buyers ('QIBs') (as defined in the ICDR Regulations), foreign/resident investors (whether institutions, incorporated bodies, mutual funds, individuals or otherwise), venture capital funds (foreign or Indian), alternate investment funds, foreign institutional investors, foreign portfolio investors, Indian and/or multilateral financial institutions, mutual funds, insurance companies, non-resident Indians, pension funds and/ or any other categories of investors, whether or not such investors are members of the Company, to all or any of them, jointly or severally through an offer/ placement document and/or other letter or circular ('Offering Circular') as may be deemed appropriate, in the sole discretion by the Board in such manner and on terms and conditions, including the terms of the issuance, security, fixing of record date, and at such price, whether at a premium or discount to market price as may be permitted under applicable law and/or as may be permitted by the relevant regulatory / statutory authority, in such manner and on such terms as may be deemed appropriate by the Board at its absolute discretion (the 'Issue') and without requiring any further approval or consent from the shareholders.

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RESOLVED FURTHER THAT in the event the proposed issuance of Securities is undertaken by way of a QIP in terms of the ICDR Regulations (hereinafter referred to as "Eligible Securities" within the meaning of the ICDR Regulations):

- a) the allotment of Eligible Securities (or any combination of Eligible Securities as may be decided by the Board) shall be completed within 365 days from the date of passing of this resolution or such other time as may be allowed under the ICDR Regulations from time to time.
- b) the relevant date for the purpose of pricing of the Equity Shares shall be the date of the meeting in which the Board decides to open the proposed issue of Equity Shares as Eligible Securities and in case Eligible Securities are eligible convertible securities, then either the date of the meeting in which the Board decides to open the proposed issue or the date on which holder of Eligible Securities become eligible to apply for Equity Shares, as may be determined by the Board or such date as may be permitted under ICDR Regulations, as amended.

RESOLVED FURTHER THAT any issue of Eligible Securities made by way of a QIP under ICDR Regulations shall be at such price which is not less than the price determined in accordance with the pricing formula provided under the ICDR Regulations ('QIP Floor Price') and shall be subject to appropriate adjustments as per the provisions of the ICDR Regulations, as may be applicable. Furthermore, the Board may, at its absolute discretion, also offer a discount of not exceeding 5% (five per cent) or such other percentage as may be permitted under applicable law to the QIP Floor Price.

RESOLVED FURTHER THAT in the event the Securities are proposed to be issued as FCCBs, the relevant date for the purpose of pricing the Securities shall be the date of the meeting in which the Board decides to open the issue of such Securities in accordance with the Issue of Foreign Currency Convertible Bonds and Ordinary Shares (through the Depository Receipt Mechanism) Scheme, 1993 or such other date as may be prescribed under applicable law.

RESOLVED FURTHER THAT pursuant to the above mentioned resolutions:

- a. the Securities proposed to be issued, offered and allotted shall be subject to the provisions of the Memorandum and Articles of Association of the Company, the Companies Act and other applicable laws;
- b. the Equity Shares that may be issued by the Company shall rank pari passu with the existing Equity Shares of the Company in all respects; and
- c. Equity Shares to be issued on conversion of Securities convertible into Equity Shares shall be appropriately adjusted for corporate actions such as bonus issue, rights issue, stock split, consolidation of stock, merger, demerger, transfer of undertaking, sale of division or any such capital or corporate re-organization or restructuring.

RESOLVD FURTHER THAT the Board be and is hereby authorized to enter into any arrangement with any agencies or bodies for the issue of GDRs and /or ADRs represented by underlying equity shares in the share capital of the Company with such features and attributes as are prevalent in international / domestic capital markets for instruments of this nature and to provide for the tradability and free transferability thereof in accordance with market practices as per the domestic and / or international practice and regulations and under the norms and practices prevalent in the domestic/international capital markets and subject to applicable laws and regulations and the Articles of Association of the Company.

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RESOLVED FURTHER THAT for the purpose of giving effect to any offer, issue or allotment of Securities or Equity Shares on conversion of Securities, the Board be and is hereby authorized on behalf of the Company to seek listing of any or all of such Securities or Equity Shares as the case may be, on the Stock Exchanges in India.

RESOLVED FURTHER THAT without prejudice to the generality of the above, the Board be and is hereby authorized in its absolute discretion, in such manner as it may deem fit, to dispose of such of the Securities that are not subscribed in accordance with applicable law.

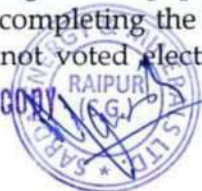
RESOLVED FURTHER THAT the Board be and is hereby authorized to appoint merchant bankers, lead manager(s), underwriters, depositories, custodians, registrars, bankers, lawyers, advisors, debenture trustees and all such agencies as are or may be required to be appointed, involved or concerned and to remunerate them by way of commission, brokerage, fees or the like and also to reimburse them out of pocket expenses incurred by them and also to enter into and execute all such arrangements, agreements, memoranda, documents, etc. with such agencies.

RESOLVED FURTHER THAT for the purpose of giving effect to the above, the Board be and is hereby authorized, on behalf of the Company, to take all actions and do all such acts, deeds, actions and sign such documents as may be required in furtherance of, or in relation to, or ancillary to, the Issue, including the finalization and approval of the draft as well as final offer document(s), determining the form and manner of the Issue, identification and class of the investors to whom the Securities are to be offered, utilization of the issue proceeds, authorizing any Director(s) or Officer(s) of the Company to sign offer documents, execute any necessary documents, agreements, forms, deeds, appointment of intermediaries, open and close the period of subscription of the Issue, determine the issue price, premium amount on issue/conversion of the Securities, if any, rate of interest and all other terms and conditions of the Securities, utilization of the Issue proceeds, signing of declarations, file any necessary forms with regulatory authorities and allot the Securities and to amend, vary or modify any of the above as the Board may consider necessary, desirable or expedient and to take such steps and to do all such acts, deeds, matters and things as they may deem fit and proper for the purposes of the Issue and resolve and settle all questions or difficulties that may arise in regard to such Issue without being required to seek any further consent or approval of the members or otherwise to the end and intent that the members shall be deemed to have given their approval thereto expressly by the authority of this resolution.

RESOLVED FURTHER THAT the Board be and is hereby authorized to delegate all or any of the powers herein conferred to any committee of directors or any director(s)/executive of the Company, in such manner as they may deem fit in their absolute discretion with the power to take such steps and to do all such acts, deeds, matters and things as they may deem fit and proper for the purposes of the Issue and settle any questions or difficulties that may arise in this regard to the Issue."

After this, the Chairman ordered for polling (through ballot papers) on the Agenda items and requested the scrutinizer and the volunteers for completing the ballot process. The members were requested to cast their vote, if they have not voted electronically, and put the ballot

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paper in the sealed box. After the ballot exercise was over, the scrutinizer took the custody of the ballot box.

After completion of ballot exercise, the Chairman informed that the results of voting (e-voting and ballot paper) would be declared within prescribed time and will be hosted on the website of the Company, website of National Security Depository Limited and will also be communicated to the Stock Exchanges for dissemination.

There being no other business, the meeting ended with a vote of thanks to the Chair.

The summary of combined report of scrutinizer on e-voting and poll conducted at the venue of the meeting is as under:

Item No.1 – Ordinary Resolution

To consider and adopt:

- a) the audited financial statements of the Company for the financial year ended 31st March, 2019, the reports of the Board of Directors and Auditors thereon; and
- b) the audited consolidated financial statements of the Company for the financial year ended 31st March, 2019.

(i) Voted in favour of the resolutions

Mode of Voting	No. of members Voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	26	15,249,079	
Voting by Ballot	34	8,012,308	
Total	60	23,261,387	100%

(ii) Voted against the resolutions

Mode of Voting	No. of members Voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	1	1	
Voting by Ballot	-	-	
Total	1	1	-

(iii) Invalid / Abstain votes

Total number of members whose votes were declares invalid/ Abstain	Total number of votes cast by them
-	-

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Item No. 2 - Ordinary Resolution

To declare dividend on equity shares for the financial year ended 31st March, 2019.

(i) Voted in favour of the resolutions

Mode of Voting	No. of members Voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	26	15,249,079	
Voting by Ballot	34	8,012,308	
Total	60	23,261,387	100%

(ii) Voted against the resolutions

Mode of Voting	No. of members Voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	1	1	
Voting by Ballot	-	-	
Total	1	1	-

(iii) Invalid / Abstain votes

Total number of members whose votes were declares invalid / Abstain	Total number of votes cast by them
-	-

Item No. 3 - Ordinary Resolution

To appoint a Director in place of Mrs. Uma Sarda (DIN: 00009783), who retires by rotation at this Annual General Meeting and being eligible had offered herself for re-appointment.

(i) Voted in favour of the resolutions

Mode of Voting	No. of members Voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	25	15,198,077	
Voting by Ballot	27	66,315	
Total	52	15,264,392	99.67%

(ii) Voted against the resolutions

Mode of Voting	No. of members Voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	2	51,003	
Voting by Ballot	-	-	
Total	2	51,003	0.33%

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**SARDA ENERGY & MINERALS LIMITED**

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URL: www.seml.co.in CIN: L27100MH1973PLC016617

(iii) Invalid / Abstain votes

Total number of members whose votes were declares invalid / Abstain	Total number of votes cast by them
7	7,945,993

Item No. 4 - Ordinary Resolution

Re-appointment of M/s. O.P. Singhania & Co., Chartered Accountants (Firm Registration No. 002172C) as Statutory Auditors of the Company to hold office from the conclusion of this 46th Annual General Meeting (AGM) till the conclusion of the 51st AGM of the Company to be held in the year 2024.

(i) Voted in favour of the resolutions

Mode of Voting	No. of members Voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	25	15,198,077	
Voting by Ballot	34	8,012,308	
Total	59	23,210,385	99.78%

(ii) Voted against the resolutions

Mode of Voting	No. of members Voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	2	51,003	
Voting by Ballot	-	-	
Total	2	51,003	0.22%

(iii) Invalid / Abstain votes

Total number of members whose votes were declares invalid / Abstain	Total number of votes cast by them
-	-

Item No. 5 - Ordinary Resolution

Ratification of payment of remuneration to M/s. S.N. & Co., Cost & Management Accountants, as cost auditors of the Company for F.Y. 2019-20.

(i) Voted in favour of the resolutions

Mode of Voting	No. of members Voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	26	15,249,079	
Voting by Ballot	32	8,011,463	
Total	58	23,260,542	100%

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(ii) Voted against the resolutions

Mode of Voting	No. of members Voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	1	1	
Voting by Ballot	-	-	
Total	1	1	-

(iii) Invalid / Abstain votes

Total number of members whose votes were declares invalid / Abstain	Total number of votes cast by them
2	845

Item No. 6 - Ordinary Resolution**Approval to re-classification of promoters****(i) Voted in favour of the resolutions**

Mode of Voting	No. of members Voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	26	15,249,079	
Voting by Ballot	27	66,315	
Total	53	15,315,394	100%

(ii) Voted against the resolutions

Mode of Voting	No. of members Voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	1	1	
Voting by Ballot	-	-	
Total	1	1	-

(iii) Invalid / Abstain votes

Total number of members whose votes were declares invalid / Abstain	Total number of votes cast by them
7	7,945,993

Item No. 7 - Special Resolution**Approval of offer or invitation to subscribe to Redeemable Non-Convertible Debentures on private placement****Certified true copy**

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(i) Voted in favour of the resolutions

Mode of Voting	No. of members Voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	25	15,248,958	
Voting by Ballot	34	8,012,308	
Total	59	23,261,266	100%

(ii) Voted against the resolutions

Mode of Voting	No. of members Voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	2	122	
Voting by Ballot	-	-	
Total	2	122	-

(iii) Invalid / Abstain votes

Total number of members whose votes were declares invalid / Abstain	Total number of votes cast by them
-	-

Item No. 8 - Special Resolution**Further Issue of Securities****(i) Voted in favour of the resolutions**

Mode of Voting	No. of members Voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	21	14,989,933	
Voting by Ballot	34	8,012,308	
Total	55	23,002,241	98.89%

(ii) Voted against the resolutions

Mode of Voting	No. of members Voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	5	259,137	
Voting by Ballot	-	-	
Total	5	259,137	1.11%

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(iii) Invalid / Abstain votes

Total number of members whose votes were declares invalid / Abstain	Total number of votes cast by them
1	10

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CHAIRMAN