

Ref: SIPL/2019-20/0048

27th August, 2019

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: 539346 (BSE)

NSE Symbol: SADBHIN (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.

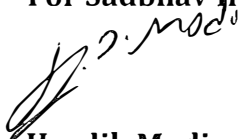
We are pleased to inform that Members of the Company have passed necessary resolutions as set out in the Postal Ballot Notice dated 18th July, 2019. The details of Voting Results of Postal Ballot (including voting by electronic means) are enclosed herewith in format prescribed under Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and also attached Scrutinizer's Report.

You are requested to take the same on record.

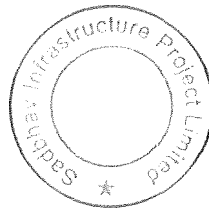
Thanking You,

Yours Faithfully,

For Sadbhav Infrastructure Project Limited



Hardik Modi
Company Secretary
Membership No. F9193
Encl: a. a



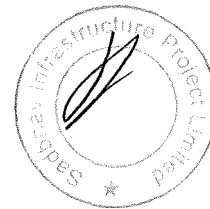
Sadbhav Infrastructure Project Limited

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

T : +91 79 26463384 F : +91 79 26400210 E : investor@sadbhavinfra.co.in Web: www.sadbhavinfra.co.in CIN: L45202GJ2007PLC049808

Details of Voting Results – Postal Ballot

Sr. No.	Particulars	Details
1	Date of Postal Ballot Notice	18 th July, 2019
2	Voting Period	Start Date and time: Monday, 29 th July, 2019 at 9.00 a.m. End Date and time: Tuesday, 27 th August, 2019 at 5.00 p.m.
3	Date of AGM/ EGM	Not Applicable (Resolutions passed through Postal Ballot on 27 th August, 2019)
4	Total number of shareholders on record date: (As on cut off date i.e. 19 th July, 2019)	8,030
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)



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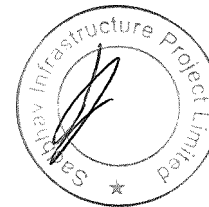
Sadbhav Infrastructure Project Limited

Resolution No. 1 : SALE OF EQUITY SHARE CAPITAL OF SUBSIDIARY COMPANIES								
Resolution Required : (Ordinary/ Special)			Special					
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
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
Promoter and Promoter Group	E-Voting		24,52,41,061	100.00	24,52,41,061	0	100.00	0.00
	Poll	24,52,41,061	0	0.00	0	0	0.00	0.00
	Postal Ballot (If applicable)		N.A	N.A	N.A	N.A	N.A	N.A
	Total	24,52,41,061	24,52,41,061	100.00	24,52,41,061	0	100.00	0.00
Public Institutions	E-Voting		2,96,69,500	49.39	2,95,81,850	87,650	99.70	0.30
	Poll	6,00,76,542	0	0.00	0	0	0.00	0.00
	Postal Ballot (If applicable)		N.A	N.A	N.A	N.A	N.A	N.A
	Total	6,00,76,542	2,96,69,500	49.39	2,95,81,850	87,650	99.70	0.30
Public Non Institutions	E-Voting		16,12,010	3.44	16,11,970	40	100.00	0.00
	Poll	4,69,07,613	2,91,21,860	62.08	2,91,21,860	0	100.00	0.00
	Postal Ballot (If applicable)		N.A	N.A	N.A	N.A	N.A	N.A
	Total	4,69,07,613	3,07,33,870	65.52	3,07,33,830	40	100.00	0.00
Total		35,22,25,216	30,56,44,431	86.78	30,55,56,741	87,690	99.97	0.03

Note:

1. Details of Invalid Votes:

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



**Ravi Kapoor
&
Associates**

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

Company Secretaries
Trade Mark Agent
Insolvency Resolution Professional

27th August, 2019

To,
The Chairman
Sadbhav Infrastructure Project Limited
Sadbhav House, ●pp-Law Garden Police Chowki,
Ellisbridge, Ahmedabad- 380006

Respected Sir,

Sub.: Scrutinizer Report

The Board of Directors of Sadbhav Infrastructure Project Limited, in it's meeting held on 18th July, 2019 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.

As required under section 110 of the Act, a notice along with explanatory statement under section 102 of the Act was sent to shareholders by e-mail / courier along with postal ballot forms (hereinafter referred to as "forms") and prepaid envelop returnable to the Scrutinizer, for passing of Special Resolution to sale of equity share capital of Subsidiary Companies pursuant to the provisions of Sections 180(1)(a) and all other applicable provisions, if any, of the Companies Act, 2013 read with the rules made thereunder (as amended from time to time), and pursuant to the provisions of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended from time to time) and any other applicable laws, regulations and guidelines, the provisions of the Memorandum and Articles of Association of the Company, and subject to such approvals, sanctions, consents and permissions:

The Company has also availed the 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 shareholders were sent through e-mail whose e-mail id were registered with Registrar and Transfer Agent.

The Shareholders were required to complete the postal ballot forms and return the same in prepaid envelop addressed to Scrutinizer on or before 27th August, 2019 or cast their votes online on the basis of password provided to them by CDSL.

As required under Rule 22(10) of the Rule, a register was maintained and particulars of names, address, folio nos. of shares along with assent and dissent was recorded herein on day to day basis.

Ravi Kapoor

Ravi Kapoor & Associates
Ahmedabad
CSP-2407
Company Secretaries

**Ravi Kapoor
&
Associates**

4th Floor,
"Shaival Plaza",
Gujarat College Road,
Ellisbridge, Ahmedabad-380 006.
☎ 26420336/7/9 (R) 26560212
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Company Secretaries
Trade Mark Agent
Insolvency Resolution Professional

We have received 1 (One) form physically. The said physical ballot form was found valid and the said shareholder holding 29121860 (Two Crores Ninety One Lac Twenty One Thousand Eight Hundred and Sixty) equity shares voted in favour of the resolution. No shareholder has voted against the resolution.

Whereas in e-voting, 76 (Seventy Six) shareholders holding 27,64,34,881 (Twenty Seven Crores Sixty Four Lacs Thirty Four Thousand Eight Hundred and Eighty One) equity shares have given their assent and 4 (Four) shareholders holding 87,690 (Eighty Seven Thousand Six Hundred and Ninety) equity shares have given their dissent. Summary of the ballot paper received and e-voting with their pattern of voting is as per Annexure-A.

As per Section 110(2) of the Companies Act, 2013, 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 at a General Meeting convened in that behalf.

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
- 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.

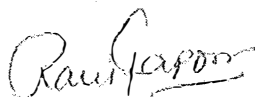
As the conditions prescribed under section 114 of the Companies Act, 2013 are complied with, the resolution is considered to have been approved by the shareholders.

You are requested to take note of the above and oblige. We are enclosing 1 ballot paper received by us for your records as well as report generated from the website of CDSL, with regards to electronic voting.

Thanking you

Yours truly,

For, Ravi Kapoor & Associates



(RAVI KAPOOR)
Company Secretary- Scrutinizer
FCS-2587
COP-2407



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Company Secretaries
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Annexure-A

Voting pattern for Physical Ballot forms						
Particulars	No. of Ballot Voted in favour	No. of shares in favour	% of shares in favour	No. of Ballots voted against	No. of shares against	% of shares against
RESOLUTION 1 (Special Resolution) Sale of Equity Share Capital of Subsidiary Companies	1	29121860	100	NIL	NIL	NIL
Voting pattern of Electronic Vote						
Particulars	No. of Voted in favour	No. of shares in favour	% of shares in favour	No. of voted against	No. of shares against	% of shares against
RESOLUTION 1 (Special Resolution) Sale of Equity Share Capital of Subsidiary Companies	76	276434881	99.97	4	87690	0.03
Combined Summary						
Particulars	No. of Voted in favour	No. of shares in favour	% of shares in favour	No. of voted against	No. of shares against	% of shares against
RESOLUTION 1 (Special Resolution) Sale of Equity Share Capital of Subsidiary Companies	77	305556741	99.97	4	87690	0.03

Ravi Kapoor


Counter signed by
 For Sadbhav Infrastructure Project Ltd.

[Signature]
 27/08/2019
 Company Secretary