

D. M. ZAVERI & Co.

Company Secretaries

Dharmesh Zaveri
B.Com., F.C.S.

Office No.145, 1st Floor, Kesar Residency, Charkop Sector 3, Kandivali (W), Mumbai - 400 067

Email: dmz@dmzaveri.com **Tel.:** 022-28679660 **Mobile:** 98203 20503 **Website:** www.dmzaveri.com

Combined Report of Scrutinizer for e-voting & voting through ballot process

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

To,
The Chairman
36th Annual General Meeting of Equity Shareholders of
Satra Properties (India) Limited,
held on Monday, 30th September, 2019 at
Dev Plaza, 2nd Floor, Opp. Andheri Fire Station,
S.V. Road, Andheri (West),
Mumbai – 400 058.

Dear Sir,

I, Dharmesh Zaveri, proprietor of D. M. Zaveri & Co., Company Secretaries, Mumbai, was appointed as Scrutinizer by the Board of Directors for the purpose of scrutinizing the remote e-voting process under the provision of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 including any amendment thereof and voting through ballot process at the venue of the Annual General Meeting (AGM) in a fair and transparent manner in respect of the below mentioned resolutions contained in the Notice of the 36th AGM of the Equity Shareholders of Satra Properties (India) Limited held on Monday, 30th September, 2019 at Dev Plaza, 2nd Floor, Opp. Andheri Fire Station S.V. Road, Andheri (West), Mumbai – 400 058.

The Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules framed thereunder relating to voting through electronic means (remote e-voting) and voting by use of physical ballots by the shareholders at the venue of AGM on the resolution contained in the Notice of the 36th AGM of the members of the Company. My responsibility as a scrutinizer for the remote e-voting process and for the physical ballot voting at the 36th AGM is restricted to make a



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Scrutinizer report of the Votes Cast "in favour" or "against" the resolutions as stated below, based on the report generated from the remote e-voting system provided by Central Depository Services (India) Limited ('CDSL'), the authorised agency engaged by the Company to provide remote e-voting facilities and the report generated electronically for voting by use of physical ballots at the venue of AGM.

At the 36th AGM of the Company held on 30th September, 2019 at 11.30 a.m, facility of voting through ballot process was given to the members present in the meeting.

I hereby submit consolidated scrutinizer's report pursuant to Rule 20(4)(xii) on the resolutions proposed in the Notice of the 36th AGM. I have issued separate Scrutinizer's Report dated 01st October, 2019 on the remote e-voting and on the ballot/Poll through physical ballot.

The Result of remote e-voting together with that of the ballot / Poll is as under;

Mode of voting	Total valid votes	Votes in favour of Resolution			Votes against the Resolution			Invalid Votes Nos
		No of ballot / e-voting entry	Nos	% to total valid votes	No of ballot / e-voting entry	Nos	% to total valid votes	
Item 1: Adoption of Audited Financial Statements (Standalone and Consolidated) for the financial year ended 31st March 2019 and the Reports of the Board of Directors' and Auditor's thereon. (Ordinary Resolution)								
E-voting	105889406	28	105889406	100.0000	0	0	0.0000	0
Poll/ballot voting	135841	14	135831	99.9926	1	10	0.0074	0
Total	106025247	42	106025237	100.0000	1	10	0.0000	0
Item 2: Re-appointment of Mrs. Rubina K. Kalyani (DIN: 08197171), who retires by rotation and being eligible, offers herself for re-appointment. (Ordinary Resolution)								
E-voting	105889406	27	105888566	99.9992	1	840	0.0008	0
Poll/ballot voting	135841	14	135831	99.9926	1	10	0.0074	0
Total	106025247	41	106024397	99.9992	2	850	0.0008	0



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Mode of voting	Total valid votes	Votes in favour of Resolution			Votes against the Resolution			Invalid Votes Nos
		No of ballot / e-voting entry	Nos	% to total valid votes	No of ballot / e-voting entry	Nos	% to total valid votes	
Item 3: Re-appointment of GMJ & Co., Chartered Accountants, (Firm Registration No. 103429W) as the Statutory Auditors of the Company and fix their remuneration. (Ordinary Resolution)								
E-voting	105889406	27	105888566	99.9992	1	840	0.0008	0
Poll/ballot voting	135841	14	135831	99.9926	1	10	0.0074	0
Total	106025247	41	106024397	99.9992	2	850	0.0008	0
Item 4: Sale/transfer/disposal of Investment held in wholly owned material subsidiary of the Company, namely, Carari Impex Private Limited (formerly known as Satra Infrastructure and Land Developers Private Limited). (Special Resolution)								
E-voting	105889406	27	105888566	99.9992	1	840	0.0008	0
Poll/ballot voting	135841	14	135831	99.9926	1	10	0.0074	0
Total	106025247	41	106024397	99.9992	2	850	0.0008	0
Item 5: Sale/transfer/disposal of Investment held in wholly owned material subsidiary of the Company, namely, Satra Property Developers Private Limited. (Special Resolution)								
E-voting	105889406	27	105888566	99.9992	1	840	0.0008	0
Poll/ballot voting	135841	14	135831	99.9926	1	10	0.0074	0
Total	106025247	41	106024397	99.9992	2	850	0.0008	0
Item 6: Sale/transfer/disposal of Investment held in wholly owned material subsidiary of the Company namely Satra International Realtors Limited (Foreign Subsidiary). (Special Resolution)								
E-voting	105889406	27	105888566	99.9992	1	840	0.0008	0
Poll/ballot voting	135841	14	135831	99.9926	1	10	0.0074	0
Total	106025247	41	106024397	99.9992	2	850	0.0008	0
Item 7: Re-appointment of Mr. Vishal Karia (DIN: 03473857), as an Independent Director for a second term of five consecutive years. (Special Resolution)								
E-voting	105889406	27	105888566	99.9992	1	840	0.0008	0
Poll/ballot voting	135841	14	135831	99.9926	1	10	0.0074	0
Total	106025247	41	106024397	99.9992	2	850	0.0008	0



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		No of ballot / e-voting entry	Nos	% to total valid votes	No of ballot / e-voting entry	Nos	% to total valid votes	
Item 8: Re-appointment of Mrs. Sheetal Ghatalia (DIN: 07136658), as an Independent Director for a second term of five consecutive years. (Ordinary Resolution)								
E-voting	105889406	27	105888566	99.9992	1	840	0.0008	0
Poll/ballot voting	135841	14	135831	99.9926	1	10	0.0074	0
Total	106025247	41	106024397	99.9992	2	850	0.0008	0
Item 9: Re-appointment of Mr. Kamlesh Limbachiya (DIN: 07256660), as an Independent Director for a second term of five consecutive years. (Special Resolution)								
E-voting	105889406	27	105888566	99.9992	1	840	0.0008	0
Poll/ballot voting	135841	14	135831	99.9926	1	10	0.0074	0
Total	106025247	41	106024397	99.9992	2	850	0.0008	0
Item 10: Ratification of remuneration payable to M/s Ketki D Visariya & Co., Cost Auditor for the Financial Year 2018-19.. (Ordinary Resolution)								
E-voting	105889406	27	105888566	99.9992	1	840	0.0008	0
Poll/ballot voting	135841	14	135831	99.9926	1	10	0.0074	0
Total	106025247	41	106024397	99.9992	2	850	0.0008	0
Item 11: Ratification of remuneration payable to M/s Ketki D Visariya & Co., Cost Auditor for the Financial Year 2019-20. (Ordinary Resolution)								
E-voting	105889406	27	105888566	99.9992	1	840	0.0008	0
Poll/ballot voting	135841	14	135831	99.9926	1	10	0.0074	0
Total	106025247	41	106024397	99.9992	2	850	0.0008	0



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All the resolutions voted through under remote e-voting and ballot/poll were passed with requisite majority.
The Register, all other papers and relevant record relating to remote e-voting shall remain in our safe custody until the Chairman considers, approves and signs the Minutes of the aforesaid 36th Annual General Meeting and thereafter the same will be handed over to the Company Secretary of the Company.

For D. M. Zaveri & Co
Practising Company Secretary



Dharmesh Zaveri
(Proprietor)

Membership No.: 5418
C.P. No.: 4363

Place: Mumbai
Date: 01st October, 2019.




Mr. Praful Nanji Satra
Chairman of the meeting