



Date: 10th August, 2018

To.
General Manager
The Bombay Stock Exchange Limited
Phiroze Jeejeebhoy Towers.
Dalal Street, Fort
Mumbai
Maharashtra 400001

Subject

Pursuant to Regulation 30 and 44(3) of SEBI (Listing Obligations and And Disclosures Requirements) Regulations, 2015 – Submission of Proceedings and Voting Results of the 77th Annual General Meeting.

Company Code: 540728

Dear Sir,

This is to inform you that the 77th Annual General Meeting of the Company was held today on Friday, 10th August, 2018 at Banquet Hall, The Grand Vinayak Hotel, S.P. Ring Road, Odhav Circle, Odhav, Ahmedabad-382415.

In this regard, please find enclosed the following:

- Brief proceedings of the AGM pursuant to Part A of Schedule III under Regulations 30 of the SEBI (Listing Obligations Disclosure Requirements) Regulation, 2015 - Annexure - 1
- Voting Results of the AGM pursuant to Regulation 44 of the SEBI (Listing Obligations Disclosure Requirements) Regulation, 2015 - Annexure - 2
- Consolidated Report of the Scrutinizer dated 10th August, 2018 on e-voting and on ballot paper at the AGM – Annexure - 3

The Scrutinizer has submitted Consolidated Report on 10th August, 2018. Based on the Scrutinizer's Report, the results were declared today, 10th August, 2018. In accordance with the said Report, the Members of the Company have approved all the Resolutions as set forth in Notice convening the 77th Annual General Meeting of the Company, with requisite majority.

Kindly take the same on your record.

Thanking you.

Yours faithfully For Sayaji Industries Ltd.

(Rajesh H Shah)

Company Secretary & Sr. Executive Vice President

Enclosure As above



Sayaji Industries Ltd.
Regd. Office & Works:
Chinubhai Nagar, P.O. Kathwada,
Ahmedabad-382 430, Gujarat, India
T: +91-79-22900881-85, 22901581-85
E: maize@sayajigroup.in
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BRIEF PROCEEDINGS OF THE 77TH ANNUAL GENERAL MEETINGS OF THE COMPANY HELD AT BANQUET HALL, THE GRAND VINAYAK HOTEL, S.P. RING ROAD, ODHAV CIRCLE, ODHAV, AHMEDABAD - 382415 ON 10TH AUGUST, 2018 AT 09.00 A.M.

The 77th Annual General Meeting (AGM) of the Company was held on Friday, 10th August, 2018 at 09.00 a.m. at Banquet Hall, The Grand Vinayak Hotel, S.P. Ring Road, Odhav Circle, Odhav, Ahmedabad-382415. Mr. Priyam B. Mehta, Chairman welcomed the Directors and the Members of the Company at the 77th AGM of the Company.

Requisite quorum being present, the Chairman called the meeting to order. All directors were present at the meeting except Mr. Janak D Desai, who couldn't attend the meeting due to his pre-occupation. The Chairman informed the Members with profound grief about the sad demise of Mr. Mahendra N Shah, Director of the Company on 27th July, 2018 and requested all to observe a minute's silence to mourn and offer tributes to the departed soul. He appreciated the contribution of late Mr. Mahendra N Shah, a very senior Chartered Accountant, in guiding the Company in all important legal aspects.

The Chairman then delivered his speech to the Members of the Company. The Company Secretary read out the Notice convening the Annual General Meeting and the Auditors Report for the year 2017-18. The Company Secretary provided the gist of the Secretarial Audit Report for the financial year 2017-18.

The Chairman then informed that the Company had provided the Members the facility to cast their vote electronically, on all resolutions set forth in the Notice convening the 77th Annual General Meeting of the Company. Members, who were present at the AGM and had not cast their votes through remote e-voting, were provided with an opportunity to cast their votes through Ballot Paper at the venue.

The Chairmen informed that the Board of Directors of the Company had appointed Mr. Niraj Trivedi, Practicing Company Secretary, as the Scrutinizer for the scrutiny of the votes cast through the remote e-voting platform and votes cast through ballot paper at the AGM.

The following items of business, as per the Notice convening the 77th AGM of the Company dated 16th May, 2018 were transacted at the meeting.

- 1 Adoption of the audited standalone and consolidated financial statements for the year ended 31st March, 2018 together with the Reports of the Board of Directors and the Auditors thereon.
- Declaration of dividend on equity shares of the Company.



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- 3 Appointment of Mr. Vishal P. Mehta (DIN 02690946) who retires by rotation and being eligible offer himself for reappointment as a director of the company.
- 4. Ratification of the remuneration to be paid to Cost Auditors.
- Granting consent to invite and accept the deposits from general public and shareholders.
- Reappointment of Mr. Priyam B Mehta as the Managing Director of the Company from 12th August, 2018 to 31st March, 2023 and approving his remuneration for the period of three years from 12th August, 2018 to 11th August, 2021.
- Approving the remuneration to be paid to Mr. Varun P Mehta for the remaining tenure of his appointment from 16th January, 2018 to 31st March, 2019.

The Members were allowed to raise their queries on the Agenda items as set out in the Notice convening this 77th AGM of the Company. Necessary clarifications were provided by the Chairman and the Chief Financial Officer of the Company. The members who had not cast their votes through remote e-voting, cast their votes through ballot paper the arrangement for which were made at the venue.

The Chairman, thereafter, thanked all the Members for their participation at the AGM and for their constructive suggestions and comments.

The scrutinizer report on e-voting and ballot paper was received and accordingly all the resolution as set out in the notice were declared as passed with requisite majority.

The details of the voting results conducted through remote e-voting and ballot paper on all the resolutions as set out in the Notice of AGM are enclosed.





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	SAYAJI INDUSTRIES LIMITED
Date of the AGM/EGM	10-08-2018
Total number of shareholders on record date	3932
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group:	9
Public:	43
No. of Shareholders attended the meeting through Video Conferencing	
Promoters and Promoter Group:	Not Applicable
Public:	Not Applicable

Resolution No.	1								
Resolution required: (Ordinary/ Special)	ORDINARY - To consider and adopt the audited standalone and consolidated financial statements as on March 31, 2018 and reports of the boar directors and auditors thereon								
Whether promoter/ promoter group are interested in the agenda/resolution?	No.		Pyr Pyrig			gun maga			
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (Z)	% of Votes Poiled on outstanding shares (3)=[(2)/(1)]* 100		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	
	E-Voting		2,350,760	99.2200	2,350,760		100.0000	0.0000	
	Poll	2,369,240-	840	0.0355	840	,	100.0000	0.0000	
	Postal Ballot (if								
Promoter and Promoter Group	applicable)		0	0.0000	0	(0.0000	0.0000	
	Total	VERTICAL VIEW	2,351,600	99.2555	2,351,600		100.0000	A CONTRACTOR OF THE PARTY OF TH	
	E-Voting			0.0000	0	3	0.0000	0.0000	
	Poll	1		0.0000	0		0.0000	0.0000	
	Postal Ballot (F	560							
Public-extitutions	applicatie]			0.0000			0.0000	0.0000	
	Total		0.00	0	U	1	0,000	0.0000	
	E-Voting		880	0.1154	880		100,0000	0.0000	
	Poli		6,888	0.8717	6,888		100.0000	0.0000	
	Postal Ballot (F	790,200							
Public- Non institutions	applicable)			0.0000	0	3	0.0000	0.0000	
- Marie Economical Carrier Speci-	Total		7,768	0.9831	7,768	E EMICHETINE 3	100.0000	The state of the s	
	Total	3,160,000	2,359,368	74,6635	2,359,368	HEIRE I	100.0000	0.0000	



Resolution No.	2		M. Harris Strawer						
Resolution required: (Ordinary/ Special)	ORDINARY - To de	ORDINARY - To declare dividend on equity shares of the company							
Whether promoter/ promoter group are interested in the agenda/resolution?	No			No. of Contract of	Prof. Salania	them: You!!	(nighthaus)		
	Mode of Voting	No. of shaves held (1)	No. of votes	% of Votes Polied on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – In favour (4)	No. of Votes – egainst (5)	favour on votes polied (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[[5]/(2)]*190	
Catego/y		115.05.747	2,350,750				190,0000	0.0000	
	E-Voting	-	840	3000000	840		100.0000	0.0000	
	Poli Postal Ballot (if	2,369,240		0.0000	0	C	0.0000		
Promoter and Promoter Group	applicable)		2,351,600	The second second second second	A 100	Control of the Contro	100.0000		
	Total		(2,334,000	0.0000		(0.0000		
	E-Voting	-	1	0.0000		(0.0000	0.0000	
	Postal Ballot (if applicable)	560)	0.0000			0.0000		
Public- Institutions	Total)	A STATE OF THE PARTY OF THE PAR		0.0000		
	E/Voting		889	0.1112	880		100.0000		
	Poll	The contraction	6,88	0.871	6,888	3	100.0000	0.000	
econ mercenomo	Postal Ballot (if applicable)		1	0.000			0.000		
Public- Non institutions	Total		7,76	8 0.983			100.000	1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1	
	Total	3,160,00	0 2,359,36	74,663	2,359,36	B	100,000	0.000	



Resolution No.	3							
Resolution required: (Ordinary/ Special)	ORDINARY - To ap	point Mr. Vishal P N	Mehta who retires t	y rotation and bein	g eligible offers hir	oself for reappoint	ment as a director	of the company
Whether promoter/ promoter group are interested in the agenda/resolution?	No			100				
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)	favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
aus gar y	E-Voting		2,350,760	99.2200	2,350,760	/0	190,0000	
	Poll	No. of the contract of the con	840	0.0355	840	- 0	100.0000	0.0000
	Postal Ballot (if applicable)			0.0000	0	C	0.0000	
Promoter and Promoter Group	Total	P. W. Thinson	2,351,600	99.2555	2,351,600	0	The second secon	
	E-Voting			0.0000	0	0	0.0000	
	Poll	7	(0.0000		(0.0000	0,0000
NAVA TO SUBSTITUTE OF SUBSTITU	Postal Ballot (if applicable)	560		0.0000	0		0.0000	A CONTRACTOR OF THE PARTY OF TH
Public-Institutions	Total	1.740.079.79				1	0.0000	0.0000
	177.014		880	0.1114	880	(100,0000	0.0000
	E-Vating Poli		6.888	9100000	5,888		100.0000	0.0000
N. TV. W. TRANSPORT	Postal Ballot (if applicable)	790,200	2	0.000			0.0000	
Public Non Institutions	Total		7,76	0.983	7,768		1.00.0000	A PROPERTY OF THE PARTY OF THE
en company of the result of the least of the	Total	3,160,000	A RESIDENCE OF THE PERSON NAMED IN COLUMN 2 IN COLUMN	THE RESERVE OF THE PERSON NAMED IN	2,359,368		100,000	0.0000



tesolution No.	4							
Resolution required: (Ordinary/ Special)	ORDINARY - To ratify remuneration to be paid to Cost Auditors							
Whether promoter/ promoter group are interested in the agenda/resolution?	No.		ALL PROPERTY.	Man Denis	Act House	nk an ar	Million Co	216144454
	Made of Voting	No. of shares held (1)	No. of votes	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	favour (4)	No, of Votes – against (5)	favour on votes polied (6)=[(4)/(2)]*100	% of Votes against on votes poiled [7]=[{5]/{2}]*100
Category	E-Voting		2,350,760	The second secon	2,350,760		100.0000	
	Poli	1	840		840		100.0000	0.0000
	Postal Ballot (if applicable)	2,369,240	1	0.0000	Ö		0.0000	- Company to be to
Promoter and Promoter Group	Total	Land Belleville	2,351,600	99.2555	2,351,600		0 100,0000	
	C-827-1	The second secon	Contract of the Contract of th	0.0000	0		0.0000	
	E-Voting Poll		1	0.0000	0		0.0000	0.0000
	Postal Bailot (if	560)	0.0000) (0.0000	
Public-Institutions	applicable)	NECONIUM DEFENDE		0			0.0000	The second secon
	Total		88	0.1114	880		0 100.0000	
	E-Voting	-	5.88	The second second	6,888	3	0 100.0000	0.0000
	Poll	790,200	0,00	3007.15	1			
	Postal Ballot (if			0.0000	1 2	χ.	0 0.0000	
Public-Non Institutions	applicable)	The state of the s	7,76	The second secon		3	0 100,000	
	Total Total	3,160,000	AND RESIDENCE OF THE PARTY OF T	The second secon	4	A CONTRACTOR OF THE PARTY OF TH	0 100.000	0.000



Resolution No.	5								
Resolution required: (Ordinary/ Special)	ORDINARY - To grant consent to invite and accept the deposits from general public and shareholders								
Whether promoter/ promoter group are interested in the agenda/resolution?	No			ministration of					
Category	Made of Vating	No. of shares held (1)	No. of votes	% of Votes Polied on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes - against (S)	% of Votes in favour on votes polled [6]=[(4)/(2)]*100	⇒ of Votes against on votes polled (7)=[(5)/(2)]*100	
Personal V	E-Vating		2,350,760	99.2200	2,350,760	C	100,0000	0.0000	
	Poll		840		840		100.0000	0.0000	
	Postal Ballot (If	2,369,240	10/14/1						
Promoter and Promoter Group	applicable)		0	0.0000	0	0	0.0000	0.0000	
2.700 I 3 Ton Gas 2 Company Co	Total		2,351,600	99.2555	2,351,600	0	100.0000	0.0000	
	E-Voting		0	0.0000	0	C	0.0000	0.0000	
	Poll	1	0	0.0000	0	0	0.0000	0.0000	
Public-Institutions	Postal Ballot (if applicable)	560	G	0.0000	0	0	0.0000		
	Total	Delemina di di	0	0	.0	C	0.0000	0.0000	
	E-Voting	1	880	0.1114	980	0	100.0000	1,1411,1523,531,6	
	Poli	700.200	6,888	0.8717	5,888	0	100.0000	0.0000	
Public- Non Institutions	Postal Ballot (if applicable)	790,200	0	0.0000	C	C.	0.000	0.0000	
	Total		7,768	0.9831	7,768		1,00,0000	0.0000	
	Total	3,160,000	2,359,368	74.6635	2,359,368	The state of the s	100,0000	0.0000	



Resolution No.	6											
Resolution required: (Ordinary/ Special)		SPECIAL - To reappoint Mr. Priyam B Mehta as the Managing Director of the Company from 12th August, 2018 to 31st March, 2023 and to approve his remuneration for the period of three years from 12th August, 2018 to 11th August, 2021										
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				
AND THE PROPERTY OF THE PROPER	E-Voting		2,350,760	99.2200	2,350,760	C	100,0000	0.0000				
	Poli	2,369,240	840	0.0355	840	0	100.0000	0.0000				
	Postal Ballot (if	2,559,240										
Promoter and Promoter Group	applicable)			0.0000	0	0	0.0000	0.0000				
	Total		2,351,600	99.2555	2,351,600	0	100.0000	0.0000				
	E-Voting			0.0000	0	0	0.0000	0.0000				
	Poll	560	0	0.0000	- 0	- 50	0.0000	0.0000				
	Postal Ballot (if	3100										
Public- institutions	applicable]			0.0000	.0		0.0000	0.0000				
	Total	12857 7553	C	0	0	0	0.0000	0.0000				
	E-Voting		880	0.1114	880	0	100.0000	0.0000				
	Poll	790,200	6,888	0.8717	6,888	C	100.0000	0.0000				
	Postal Ballot (if	7.50,200										
Public-Non Institutions	applicable)		0	0.0000	0	.0	0.0000	0.0000				
	Total		7,768	0.9831	7,768	0	100,0000	0.0000				
	Total	3,160,000	2.359,368	74:6635	2,359,368	0	100.0000	0.0000				



Resolution No.	7								
Resolution required: (Ordinary/ Special)	SPECIAL - To approve the remuneration payable to Mr. Varun P Menta for the remaining tenure of his appointment from 16th January, 2018 March, 2019								
Whether promoter/ promoter group are interested in the agenda/resolution?	No								
Category	Mode of Voting	No. of shares held (1)	No. of vates 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	
	E-Voting		2,350,760	Complete Charles and American Artist Charles and the Complete Comp	2,350,760		100.0000	0.0000	
	Poll	2,369,240	840	0.0355	840		100.0000	0.0000	
	Postal Ballot (if	2,369,240							
Promoter and Promoter Group	applicable)		0	0.0000	0	(0.0000	0.0000	
	Total		2,351,600	99.2555	2,351,600		100,0000	A STATE OF THE PARTY OF THE PAR	
	E-Voting		C	0.0000	0		0.0000	0.0000	
	Poll	560	C	0.0000	0		0.0000	0.0000	
Public-Institutions	Posta: Ballot (if applicable)	300	C	8.0000	D		0.0000	0.0000	
	Total		.0	0.0	0	4	0.0000	0.0000	
	E-Voting		880	0.1114	880		100.0000	0.0000	
	901	790,200	6,888	0.8717	6,888	1	100:0000	0.0000	
	Postal Ballot (if	Vari V00							
Public- Non institutions	applicable)		10	0.0000	0		0.0000	0.0000	
7-7-2-111	Total		7,768	0.9831	7,768		100.0000	0.0000	
	Total	3,160,000	2,359,368	74.6635	2,359,368	830 S	100,0000		



B.Com, FCS, ACIS (U.K.), DIP, ILB (Spl.), PGDCL Practicing Company Secretary

CONSOLIDATED SCRUTINIZER'S REPORT

(E-Voting & Poll)

[Pursuant to section 108 of the Companies Act, 2013 and Companies (Management and Administration) Rules, 2014 as amended]

To
The Chairman
Of 77th Annual General Meeting of the Members of
SAYAJI INDUSTRIES LIMITED held at
Banquet Hall, The Grand Vinayak Hotel,
S. P. Ring Road Odhav Gircle, Odhav, Ahmedabad 382410.
On Friday, the 10th August, 2018 at <u>09</u>:00 a.m.

Dear Sir,

- I, Niraj Trivedi, Practicing Company Secretary, have been appointed as a Scrutinizer by the Board
 of Directors of M/s. SAYAJI INDUSTRIES LIMITED (the Company) at their meeting held on 16th
 May, 2018, for the purpose of:
- (i). Scrutinizing the e-voting process (remote e-voting) under the provisions of Section 108 of the Companies Act, 2013 (The 2013 Act) read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended (Rules) and
- (ii). Poll through Polling Papers under the provisions of Section 109 of the Companies Act, 2013 read with Rule 21 of the said Rules, on the resolutions contained in the Notice to the 77th Annual General Meeting (AGM) of the Equity Shareholders of the Company held on the Friday, the 10th August, 2018 at 09:00 a.m.
- 2. The Management of the Company is responsible to ensure the Compliance with the requirements of the Companies Act, 2013 and Rules relating to voting i.e. by remote e-voting and voting by poll at the AGM for the resolutions contained in the Notice to the 77th AGM of the Equity Shareholders of the Company. My responsibility as a Scrutinizer for the process of voting through electronic means i.e. by remote e-voting and also through Poll at AGM is restricted to make a consolidated scrutinizer's report of votes cast "in favour" or "against" the resolutions stated above, based on the reports generated from the e-voting system provided by M/s. Karvy Computershare Private Limited, the agency authorized under the Rules and on voting by poll at the AGM.

218 – 219 – 220, Saffron Complex, Fatehgunj, Vadodara 202, (Gujarat), India. Ph.: (O) 091 – 265 - 2784388 (Mob.) 098250 28079 www.nirajtrivedi-cs.com E Mail: csneerajtrivedi@gmail.com

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Practicing Company Secretary

- 3. The Company had availed the remote e-voting facility provided by M/s. Karvy Computershare Private Limited for conducting the remote e-voting by the shareholders of the Company. The remote e-voting period commenced at Tuesday, 7th August, 2018 at 9.00 a.m. and ended on Thursday, 9th August, 2018 at 5.00 p.m. The Company had provided facilities of remote e-voting and Poll was also taken at the meeting by members to exercise their right to vote.
- I as a Scrutinizer for scrutinizing the entire voting process carried out by electronic means and by poll at the Annual General Meeting have issued two separate Scrutinizer's Reports both dated toth August, 2018.
- I submit herewith my Consolidated Scrutinizer's Report on the results of voting through electronic mode and voting by poll as under:-

Item No. of the Notice		vour of the lution		Against the olution	Invalid Votes
	Nos.	% of total number of valid votes cast (Favour and Against)	Nos.	I of total number of valid votes cast (Favour and Against)	Nos.
Item No. 1: Ordinary Business: Ordinary Resolution: To consider and adopt the audited standalone and consolidated financial statements as on March 31, 2018 and Reports of the board of directors and auditors thereon	23,59,368	100	0	Q	360
Item No. 2: Ordinary Business: Ordinary Resolution: To declare dividend on equity shares of the company.	23,59,368	100	0	Q.	360
Item No. 3: Ordinary Business: Ordinary Resolution: To appoint Mr. Vishal P Mehta who retires	23,59,368	100	0	0	360

218 – 219 – 220, Saffron Complex, Fatehgunj, Vadodara – 390 002, (Gujarat), India. Ph.: (O) 091 – 265 - 2784388 (Mob.) 098250 28079 www.nirajtrivedi-cs.

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Practicing Company Secretary

by rotation and being eligible offers himself for reappointment as a director of the company.					
Item No. 4: Special Business: Ordinary Resolution: To ratify remuneration to be paid to Cost Auditors	23,59,368	100	o	ō	360
Item No. 5: Special Business: Ordinary Resolution: To grant consent to invite and accept the deposits from general public and shareholders	23,59,368	100	0	0	360
Item No. 6: Special Business: Special Resolution: To reappoint Mr. Priyam B Mehta as the Managing Director of the Company from 12th August, 2018 to 31st March, 2023 and to approve his remuneration for the period of three years from 12th August, 2018 to 11th August, 2021	23,59,368	100	0	0	360
Item No. 7: Special Business: Special Resolution: To approve the remuneration payable to Mr. Varun P Mehta for the remaining tenure of his appointment from 16th January, 2018 to 31st March, 2019	23,59,368	100	0	O	360

The invalid votes are not considered for the purpose of calculating the percentage.

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E Mail: csneerajtrivedi@gmail.com

B.Com, FCS, ACTS (U.K.), DLP, LLB (Spl.), PGDCL

Practicing Company Secretary

The electronic data and all other relevant records relating to the e-voting is under my safe custody and will be handed over to the Company Secretary for preserving safely after the Chairman considers, approves and signs the minutes of the AGM.

Thanking You Yours (aithful)

NIRAT TRIVEDI

Practicing Company Secretary

FCS - 3844(CF No. 3123)

Place: Ahmedabad

Date: 10.08,2018

Countersigned by:

FOR SAYAJI INDUSTRIES LIMITED

al. 11. 8h +

(RAJESH H. SHAH)

Company Secretary & Sr. Executive Vice President

