

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

(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

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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.
2. 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.
5. Granting consent to invite and accept the deposits from general public and shareholders.
6. 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.
7. 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:	41
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 board of directors and auditors thereon							
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
Promoter and Promoter Group	E-Voting	2,369,240	2,350,760	99.2200	2,350,760	0	100.0000	0.0000
	Poll		840	0.0355	840	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		2,351,600	99.2555	2,351,600	0	100.0000	0.0000
Public- institutions	E-Voting	560	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		0	0	0	0	0.0000	0.0000
Public- Non institutions	E-Voting	790,200	880	0.1114	880	0	100.0000	0.0000
	Poll		6,888	0.8717	6,888	0	100.0000	0.0000
	Postal Ballot (if 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.	2							
Resolution required: (Ordinary/ Special)	ORDINARY - To declare dividend on equity shares of the company							
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
Promoter and Promoter Group	E-Voting	2,369,240	2,350,760	99.2200	2,350,760	0	100.0000	0.0000
	Poll		840	0.0355	840	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		2,351,600	99.2555	2,351,600	0	100.0000	0.0000
Public- Institutions	E-Voting	560	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		0	0	0	0	0.0000	0.0000
Public- Non institutions	E-Voting	790,200	880	0.1114	880	0	100.0000	0.0000
	Poll		6,888	0.8717	6,888	0	100.0000	0.0000
	Postal Ballot (if 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.	3							
Resolution required: (Ordinary/ Special)	ORDINARY - To appoint Mr. Vishal P Mehta who retires by rotation and being eligible offers himself for reappointment 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 (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
Promoter and Promoter Group	E-Voting	2,368,240	2,350,760	99.2200	2,350,760	0	100.0000	0.0000
	Poll		840	0.0355	840	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		2,351,600	99.2555	2,351,600	0	100.0000	0.0000
Public- Institutions	E-Voting	560	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		0	0	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting	790,200	880	0.1114	880	0	100.0000	0.0000
	Poll		6,888	0.8717	6,888	0	100.0000	0.0000
	Postal Ballot (if 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.	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							
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
Promoter and Promoter Group	E-Voting	2,369,240	2,350,760	99.2200	2,350,760	0	100.0000	0.0000
	Poll		840	0.0355	840	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		2,351,600	99.2555	2,351,600	0	100.0000	0.0000
Public- Institutions	E-Voting	560	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		0	0	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting	796,200	880	0.1114	880	0	100.0000	0.0000
	Poll		6,888	0.8717	6,888	0	100.0000	0.0000
	Postal Ballot (if 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.	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							
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
Promoter and Promoter Group	E-Voting	2,369,240	2,350,760	99.2200	2,350,760	0	100.0000	0.0000
	Poll		840	0.0355	840	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		2,351,600	99.2555	2,351,600	0	100.0000	0.0000
Public- Institutions	E-Voting	560	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		0	0	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting	790,200	880	0.1114	880	0	100.0000	0.0000
	Poll		6,888	0.8717	6,888	0	100.0000	0.0000
	Postal Ballot (if 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.	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
Promoter and Promoter Group	E-Voting	2,369,240	2,350,760	99.2200	2,350,760	0	100.0000	0.0000
	Poll		840	0.0355	840	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		2,351,600	99.2555	2,351,600	0	100.0000	0.0000
Public- Institutions	E-Voting	560	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		0	0	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting	790,200	880	0.1114	880	0	100.0000	0.0000
	Poll		6,888	0.8717	6,888	0	100.0000	0.0000
	Postal Ballot (if 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 Mehta for the remaining tenure of his appointment from 16th January, 2018 to 31st March, 2019							
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
Promoter and Promoter Group	E-Voting	2,369,240	2,350,760	99.2200	2,350,760	0	100.0000	0.0000
	Poll		840	0.0355	840	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		2,351,600	99.2555	2,351,600	0	100.0000	0.0000
Public- Institutions	E-Voting	560	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		0	0	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting	790,200	880	0.1114	880	0	100.0000	0.0000
	Poll		6,888	0.8717	6,888	0	100.0000	0.0000
	Postal Ballot (if 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



CS NIRAJ TRIVEDI

B.Com, FCS, ACIS (U.K.), D.I.P, LL.B (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 Circle, Odhav, Ahmedabad - 382410.

On Friday, the 10th August, 2018 at 09:00 a.m.

Dear Sir,

1. 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.



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CS NIRAJ TRIVEDI

B.Com, FCS, ACIS (U.K.), DLP, LLB (Spl.), PGDCI.

Practicing Company Secretary

- 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 10th 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	Votes in Favour of the Resolution		Votes Against the Resolution		Invalid Votes Nos.
	Nos.	% of total number of valid votes cast (Favour and Against)	Nos.	% of total number of valid votes cast (Favour and Against)	
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	0	360
Item No. 2: Ordinary Business: Ordinary Resolution: To declare dividend on equity shares of the company.	23,59,368	100	0	0	360
Item No. 3: Ordinary Business: Ordinary Resolution: To appoint Mr. Vishal P Mehta who retires	23,59,368	100	0	0	360



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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	0	0	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	0	360

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



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CS NIRAJ TRIVEDI

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

Practicing Company Secretary

6. 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 faithfully,

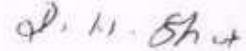

NIRAJ TRIVEDI
Practicing Company Secretary
FCS - 3844 (CP No. 3123)



Place: Ahmedabad

Date: 10.08.2018

Countersigned by:
FOR SAYAJI INDUSTRIES LIMITED



(RAJESH H. SHAH)

Company Secretary & Sr. Executive Vice President

