



ISO 9001 : 2008 Company

Satra Properties (India) Limited

Dev Plaza, 2nd floor, Opp. Andheri Fire Station, S.V.Road, Andheri (West), Mumbai - 400 058.
Tel: +91 - 22 - 2671 9999 • Fax: +91 - 22 - 2620 3999 • E-mail: info@satraproperties.in
Date: 29th September, 2015

To,
BSE Limited
Phiroze Jeejeebhoy Tower,
Dalal Street, Mumbai -400 001
Tel: 022- 22721233/4
Fax: 022 -2272 3121

Subject: Disclosure of Voting Results of the 32nd Annual General Meeting of the Company held on 28th September, 2015 as per the requirement of Clause 35A of the Equity Listing Agreement.

Dear Sirs,

As per the requirement of Clause 35A of the Equity Listing Agreement, given below are the details of the voting results at the Annual General Meeting (AGM) of the Company as per the format prescribed under the said clause.

Details of Voting Results:

| | |
|---|----------------------------------|
| Date of AGM | 28 th September, 2015 |
| Total number of shareholders on record date i.e. cut-off date of e-voting | 21 st September, 2015 |
| No. of Shareholders present in the meeting either in person or through proxy: | |
| -Promoters and Promoter Group: | 4 |
| -Public: | 21 |
| No. of Shareholders attended the meeting through Video Conferencing | ----- |
| -Promoters and Promoter Group: | |
| -Public: | |



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Agenda wise:

| Item No. | Details of Agenda | Resolution required: (Ordinary/Special) | Mode of voting: (Show of hands/ Poll/Postal Ballot/ E-Voting) | Remarks |
|----------|--|---|---|--|
| 1 | Adoption of Directors' Report, standalone and consolidated audited financial statements and auditors' Report thereon for the financial year ended on 31 st March, 2015. | Ordinary | E-Voting or Ballot through Poll | The resolution was passed with requisite majority. |
| 2 | Declaration of Dividend on Equity Shares for the financial year 2014-15. | Ordinary | E-Voting or Ballot through Poll | The resolution was passed with requisite majority. |
| 3 | Re-appointment of Mr. Praful N. Satra (DIN:00053900), who retired by rotation. | Ordinary | E-Voting or Ballot through Poll | The resolution was passed with requisite majority. |
| 4 | Ratification of Appointment of M/s. GMJ & Co; Chartered Accountants (Firm Registration No: 103429W) as Statutory Auditors of the Company for balance term i.e. until conclusion of 36 th AGM. | Ordinary | E-Voting or Ballot through Poll | The resolution was passed with requisite majority. |
| 5 | Re-appointment of Mr. Vidyadhar D. Khadilkar (DIN: 01548603) as an Independent Director of the Company for a term of five years. | Special | E-Voting or Ballot through Poll | The resolution was passed with requisite majority. |
| 6 | Appointment of Mr. Kamlesh B. Limbachiya (DIN: 07256660) as an Independent Director of the Company for a term of five years. | Ordinary | E-Voting or Ballot through Poll | The resolution was passed with requisite majority. |

In compliance with Clause 35A of the Listing Agreement, the summary of the results is enclosed along with copy of Scrutinizers' Report on E-Voting, Scrutinizer's Report on Poll and Combined Report of Scrutinizer for e-voting and Poll received from the Scrutinizer, Mr. Dharmesh Zaveri of D.M. Zaveri & Co., Company Secretaries.

Kindly take this on record as compliance under clause 31(d) of the Listing Agreement.

Yours truly,

For Satra Properties (India) Limited

Praful N. Satra
Chairman and Managing Director
Encl: As above



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Satra Properties (India) Limited

Regd. Office : Dev Plaza, 2nd Floor, Opp Andheri Fire Station, S.V.Road, Andheri (W), Mumbai - 400 058
 Tel: +91-22-2671 9999 Fax: +91-22-2620 9999 Email: info@satraproperties.in Website: www.satraproperties.in
 CIN: L65910MH1983PLC030083

Details of reporting as per Clause 35A of Listing Agreement based on results of Voting at the 32nd Annual General Meeting held on 28th September, 2015
 Clause 35A of Listing Agreement

Details of Agenda: Item No. 1:
Adoption of Directors' Report, standalone and consolidated audited financial statements and auditors' Report thereon for the financial year ended on 31st March 2015
Resolution required: Ordinary
Mode of Voting: Poll and E-voting

| Promoter/Public | 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 |
|--------------------------------|------------------------|-------------------------|--------------------|--|------------------------------|----------------------------|---|---|
| | | Physical Ballot | E-voting | | | | | |
| Promoter and Promoter Group | 129,535,462 | 6,500,000 | 123,035,462 | 100.0000 | 129,535,462 | - | 100.0000 | - |
| Public - Institutional holders | 6,636,911 | - | - | - | - | - | - | - |
| Public-Others | 42,185,627 | 1,750 | 11,192,743 | 26.5363 | 11,193,878 | 615 | 99.9945 | 0.0055 |
| Total | 178,358,000 | 6,501,750 | 134,228,205 | 78.9031 | 140,729,340 | 615 | 99.9996 | 0.0004 |

Details of Agenda: Item No. 2:
Declaration of dividend on Equity shares for the financial year 2014-15
Resolution required: Ordinary
Mode of Voting: Poll and E-voting

| Promoter/Public | 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 |
|--------------------------------|------------------------|-------------------------|--------------------|--|------------------------------|----------------------------|---|---|
| | | Physical Ballot | E-voting | | | | | |
| Promoter and Promoter Group | 129,535,462 | 6,500,000 | 123,035,462 | 100.0000 | 129,535,462 | - | 100.0000 | - |
| Public - Institutional holders | 6,636,911 | - | - | - | - | - | - | - |
| Public-Others | 42,185,627 | 1,750 | 11,192,743 | 26.5363 | 11,193,878 | 615 | 99.9945 | 0.0055 |
| Total | 178,358,000 | 6,501,750 | 134,228,205 | 78.9031 | 140,729,340 | 615 | 99.9996 | 0.0004 |



**PRAFUL
 NANJI
 SATRA**

Duly Authorized Representative
 Director
 SATRA
 10th Floor, Dev Plaza, S.V. Road, Andheri (W), Mumbai - 400 058
 Tel: +91-22-2671 9999 Fax: +91-22-2620 9999
 Email: info@satraproperties.in Website: www.satraproperties.in
 CIN: L65910MH1983PLC030083

Satra Properties (India) Limited

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 Tel: +91-22-2671 9999 Fax: +91-22-2620 9999 Email: info@satraproperties.in Website: www.satraproperties.in
 CIN: L65910MH1983PLC030083

Details of reporting as per Clause 35A of Listing Agreement based on results of Voting at the 32nd Annual General Meeting held on 28th September, 2015

Clause 35A of Listing Agreement

Details of Agenda: Item No. 3:

Re-appointment of Mr. Praful N. Satra (DIN: 00053900), who retires by rotation

Resolution required: Ordinary

Mode of Voting: Poll and E-voting

| Promoter/Public | 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 |
|--------------------------------|------------------------|-------------------------|--------------------|--|------------------------------|----------------------------|---|---|
| | | Physical Ballot | E-voting | | | | | |
| Promoter and Promoter Group | 129,535,462 | 6,500,000 | 123,035,462 | 100.0000 | 129,535,462 | - | 100.0000 | - |
| Public – Institutional holders | 6,636,911 | - | - | - | - | - | - | - |
| Public-Others | 42,185,627 | 1,750 | 11,192,743 | 26.5363 | 11,193,878 | 615 | 99.9945 | 0.0055 |
| Total | 178,358,000 | 6,501,750 | 134,228,205 | 78.9031 | 140,729,955 | 615 | 99.9996 | 0.0004 |

Details of Agenda: Item No. 4:

Ratification of Appointment of M/s GMJ & Co., Chartered Accountants (Firm Registration No.: 103429W) as Statutory Auditors of the Company for balance term i.e until conclusion of 36th AGM

Resolution required: Ordinary

Mode of Voting: Poll and E-voting

| Promoter/Public | 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 |
|--------------------------------|------------------------|-------------------------|--------------------|--|------------------------------|----------------------------|---|---|
| | | Physical Ballot | E-voting | | | | | |
| Promoter and Promoter Group | 129,535,462 | 6,500,000 | 123,035,462 | 100.0000 | 129,535,462 | - | 100.0000 | - |
| Public – Institutional holders | 6,636,911 | - | - | - | - | - | - | - |
| Public-Others | 42,185,627 | 1,750 | 11,192,743 | 26.5363 | 11,193,878 | 615 | 99.9945 | 0.0055 |
| Total | 178,358,000 | 6,501,750 | 134,228,205 | 78.9031 | 140,729,955 | 615 | 99.9996 | 0.0004 |

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 Tel: +91-22-2671 9999 Fax: +91-22-2620 9999 Email: info@satraproperties.in Website: www.satraproperties.in
 CIN: L65910MH1983PLC030083

Details of reporting as per Clause 35A of Listing Agreement based on results of Voting at the 32nd Annual General Meeting held on 28th September, 2015
 Clause 35A of Listing Agreement

Details of Agenda: Item No. 5:

Re-appointment of Mr. Vidyadhar D. Khadlikar (DIN: 01548603), as an Independent Director of the Company
 Resolution required: Special
 Mode of Voting: Poll and E-voting

| Promoter/Public | 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 |
|--------------------------------|------------------------|-------------------------|--------------------|--|------------------------------|----------------------------|---|---|
| | | Physical Ballot | E-voting | | | | | |
| Promoter and Promoter Group | 129,535,462 | 6,500,000 | 123,035,462 | 100.0000 | 129,535,462 | - | 100.0000 | - |
| Public - Institutional holders | 6,636,911 | - | - | - | - | - | - | - |
| Public-Others | 42,185,627 | 1,750 | 11,192,743 | 26.5363 | 11,193,878 | 615 | 99.9945 | 0.0055 |
| Total | 178,358,000 | 6,501,750 | 134,228,205 | 78.9031 | 140,729,340 | 615 | 99.9996 | 0.0004 |

Details of Agenda: Item No. 6:

Appointment of Mr. Kamlesh B. Limbachiya (DIN: 07256660), as an Independent Director of the Company
 Resolution required: Ordinary
 Mode of Voting: Poll and E-voting

| Promoter/Public | 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 |
|--------------------------------|------------------------|-------------------------|--------------------|--|------------------------------|----------------------------|---|---|
| | | Physical Ballot | E-voting | | | | | |
| Promoter and Promoter Group | 129,535,462 | 6,500,000 | 123,035,462 | 100.0000 | 129,535,462 | - | 100.0000 | - |
| Public - Institutional holders | 6,636,911 | - | - | - | - | - | - | - |
| Public-Others | 42,185,627 | 1,750 | 11,192,743 | 26.5363 | 11,193,878 | 615 | 99.9945 | 0.0055 |
| Total | 178,358,000 | 6,501,750 | 134,228,205 | 78.9031 | 140,729,340 | 615 | 99.9996 | 0.0004 |

The Resolutions under Item Nos. 1 to 6 as set out in the Annual General Meeting Notice dated 12th August, 2015 were passed by the shareholders of the Company by requisite majority.

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D. M. ZAVERI & Co.

Company Secretaries

CS 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

Combined Report of Scrutinizer for e-voting & Poll

[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,
Annual General Meeting of the Equity Shareholders of
Satra Properties (India) Limited,
held on 28th September, 2015 at,
Navinbhai Thakkar Hall, Ground Floor,
Shraddhanand Road, Vile Parle (East),
Mumbai - 400057.

Dear Sir,

I, Dharmesh Zaveri, proprietor of D. M. Zaveri & Co., Company Secretaries, was appointed as Scrutinizer by the Board of Directors of Satra Properties (India) Limited for the purpose of scrutinizing the remote e-voting process under the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules 2014 including any amendment thereof and voting by use of physical ballot forms received from the members at the venue of the 32nd Annual General Meeting (AGM) pursuant to Section 109 of the Companies Act, 2013 read with Rule 21 of the Companies (Management and Administration) Rules 2014 including any amendment thereof in a fair and transparent manner in respect of the below mentioned resolutions contained in the Notice of the 32nd AGM of the Equity Shareholders of Satra Properties (India) Limited held on Monday, 28th September, 2015 at Navinbhai Thakkar Hall, Ground Floor, Shraddhanand Road, Vile Parle (East), Mumbai - 400057.

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D. M. ZAVERI & Co.

Company Secretaries

CS 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

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 resolutions contained in the Notice of the 32nd 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 AGM is restricted to make a 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 32nd AGM of the Company held on 28th September, 2015 at 4.00pm, the Chairman of the Company has suo moto called for a Poll to facilitate the members present in the meeting who could not participate in the remote e-voting to record their votes through the poll process.

I hereby submit consolidated scrutinizer's report pursuant to Rule 20(4)(xii) on the resolutions proposed in the Notice of the aforesaid AGM. I have issued separate Scrutinizer's Report dated 29th September, 2015 at 4.00pm on the remote e-voting and on the Poll through physical ballot voting in Form MGT-13 attached herewith as Annexure 1 and 2.

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D. M. ZAVERI & Co.

Company Secretaries

CS Dharmesh Zaveri
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Email: dmz@dmzaveri.com Tel.: 022-28679660 Mobile: 98203 20503

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

| Mode of voting | Total valid votes | Votes in favour of Resolution | | | Votes against the Resolution | | | Invalid Votes |
|--|---------------------|-------------------------------|---------------------|------------------------|-------------------------------|------------|------------------------|---------------|
| | | 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 Directors' Report, standalone and consolidated audited financial statements and auditors' Report thereon for the financial year ended on 31st March 2015 (Ordinary Resolution) | | | | | | | | |
| Remote E-voting | 13,42,28,205 | 30 | 13,42,27,590 | 99.9995 | 2 | 615 | 0.0005 | NIL |
| Physical Ballot | 65,01,750 | 17 | 65,01,750 | 100.0000 | 0 | 0 | 0.0000 | NIL |
| Total | 14,07,29,955 | 47 | 14,07,29,340 | 99.9996 | 2 | 615 | 0.0004 | NIL |
| Item 2: Declaration of dividend on Equity shares for the financial year 2014-15. (Ordinary Resolution) | | | | | | | | |
| Remote E-voting | 13,42,28,205 | 30 | 13,42,27,590 | 99.9995 | 2 | 615 | 0.0005 | NIL |
| Poll | 65,01,750 | 17 | 65,01,750 | 100.0000 | 0 | 0 | 0.0000 | NIL |
| Total | 14,07,29,955 | 47 | 14,07,29,340 | 99.9996 | 2 | 615 | 0.0004 | NIL |
| Item 3: Re-appointment of Mr. Praful N. Satra, who retires by rotation. (Ordinary Resolution) | | | | | | | | |
| Remote E-voting | 13,42,28,205 | 30 | 13,42,27,590 | 99.9995 | 2 | 615 | 0.0005 | NIL |
| Poll | 65,01,750 | 17 | 65,01,750 | 100.0000 | 0 | 0 | 0.0000 | NIL |
| Total | 14,07,29,955 | 47 | 14,07,29,340 | 99.9996 | 2 | 615 | 0.0004 | NIL |
| Item 4: Ratification of Appointment of M/s GMJ & Co., Chartered Accountants as Statutory Auditors of the Company for balance term i.e until conclusion of 36th AGM. (Ordinary Resolution) | | | | | | | | |
| Remote E-voting | 13,42,28,205 | 30 | 13,42,27,590 | 99.9995 | 2 | 615 | 0.0005 | NIL |
| Poll | 65,01,750 | 17 | 65,01,750 | 100.0000 | 0 | 0 | 0.0000 | NIL |
| Total | 14,07,29,955 | 47 | 14,07,29,340 | 99.9996 | 2 | 615 | 0.0004 | NIL |
| Item 5: Re-appointment of Mr. Vidyadhar D. Khadiikar, as an Independent Director of the Company. (Special Resolution) | | | | | | | | |
| Remote E-voting | 13,42,28,205 | 30 | 13,42,27,590 | 99.9995 | 2 | 615 | 0.0005 | NIL |
| | 65,01,750 | 17 | 65,01,750 | 100.0000 | 0 | 0 | 0.0000 | NIL |
| Total | 14,07,29,955 | 47 | 14,07,29,340 | 99.9996 | 2 | 615 | 0.0004 | NIL |
| Item 6: Appointment of Mr. Kamlesh B. Limbachiya, as an Independent Director of the Company. (Ordinary Resolution) | | | | | | | | |
| Remote E-voting | 13,42,28,205 | 30 | 13,42,27,590 | 99.9995 | 2 | 615 | 0.0005 | NIL |
| Poll | 65,01,750 | 17 | 65,01,750 | 100.0000 | 0 | 0 | 0.0000 | NIL |
| Total | 14,07,29,955 | 47 | 14,07,29,340 | 99.9996 | 2 | 615 | 0.0004 | NIL |

Page 3 of 4

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D. M. ZAVERI & Co.

Company Secretaries

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

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

All the resolutions as mentioned above were passed under remote e-voting and poll with requisite majority on the date of AGM. 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 32nd Annual General Meeting and thereafter the same will be handed over to the Company Secretary of the Company.

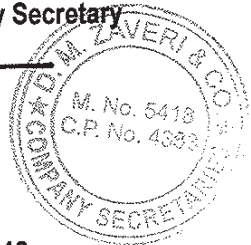
For D. M. Zaveri & Co
Practising Company Secretary



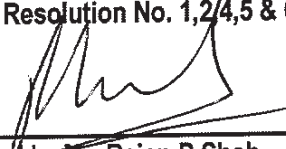
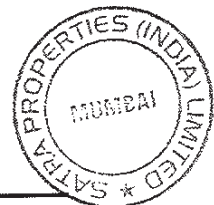
Dharmesh Zaveri
(Proprietor)

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

Place: Mumbai
Date: 29th September, 2015



Signed by Mr. Praful Satra
Chairman of the meeting
(For Resolution No. 1,2,4,5 & 6)



Signed by Mr. Rajan P Shah
Chairman
(For Resolution No. 3)



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99075443F879866073D7A,
 postalCode=400004,
 st=MAHARASHTRA,
 Date: 2015.09.29 20:48:10 +05'30'

D. M. ZAVERI & Co.

Company Secretaries

CS 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**Report of Scrutinizer**

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

To,
The Chairman,
Annual General Meeting of the Equity Shareholders of
Satra Properties (India) Limited,
held on 28th September, 2015 at,
Navinbhai Thakkar Hall, Ground Floor,
Shraddhanand Road, Vile Parle (East),
Mumbai - 400057.

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 32nd Annual General Meeting of the Equity Shareholders of Satra Properties (India) Limited held on Monday, 28th September, 2015 at Navinbhai Thakkar Hall, Ground Floor, Shraddhanand Road, Vile Parle (East), Mumbai – 400057 for the purpose of scrutinizing the remote e-voting process in a fair and transparent manner and ascertaining the requisite majority on Remote E-voting carried out as per the provisions of the Companies Act, 2013 read with Rule 20 of Companies (Management and Administration) Rules, 2014, as amended (Rules) on the below mentioned resolutions referred in my report.

**PRAFUL
NANJI
SATRA**

Digitally signed by PRAFUL NANJI SATRA
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serialNumber=0E19667D31208683,
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D. M. ZAVERI & Co.

Company Secretaries

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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

The result of the e-voting is as under:

a) Ordinary Resolution 1 -

Adoption of Directors' Report, standalone and consolidated audited financial statements and auditors' Report thereon for the financial year ended on 31st March 2015.

(i) Voted in favour of the resolution:

| Number of members Voted through remote e-voting system | Number of votes cast by them | % of Total Number of valid votes cast |
|--|------------------------------|---------------------------------------|
| 30 | 13,42,27,590 | 99.9995 |

(ii) Voted against the resolution:

| Number of members Voted through remote e-voting system | Number of votes cast by them | % of Total Number of valid votes cast |
|--|------------------------------|---------------------------------------|
| 2 | 615 | 0.0005 |

(iii) Invalid votes :

| Total number of members whose votes were declared invalid | Total number votes cast by them |
|---|---------------------------------|
| NIL | NIL |

PRAFUL
NANJI
SATRA

Digitally signed by PRAFUL NANJI SATRA
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FfAgIDABE80008ADCF79907544
57B79866073D7A, postalCode=400054,
ou=MAHARASHTRA
Date: 2015.09.29 20:50:25 +05'30'



D. M. ZAVERI & Co.

Company Secretaries

CS 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

c) Ordinary Resolution 3 -

Re-appointment of Mr. Praful N. Satra, who retires by rotation.

(i) Voted in favour of the resolution:

| Number of members Voted through remote e-voting system | Number of votes cast by them | % of Total Number of valid votes cast |
|--|------------------------------|---------------------------------------|
| 30 | 13,42,27,590 | 99.9995 |

(ii) Voted against the resolution:

| Number of members Voted through remote e-voting system | Number of votes cast by them | % of Total Number of valid votes cast |
|--|------------------------------|---------------------------------------|
| 2 | 615 | 0.0005 |

(iii) Invalid votes :

| Total number of members whose votes were declared invalid | Total number votes cast by them |
|---|---------------------------------|
| NIL | NIL |

**PRAFUL
NANJI
SATRA**

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D. M. ZAVERI & Co.

Company Secretaries

CS 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

d) Ordinary Resolution 4 -

Ratification of Appointment of M/s GMJ & Co., Chartered Accountants as Statutory Auditors of the Company for balance term i.e until conclusion of 36th AGM.

(i) Voted **in favour** of the resolution:

| Number of members Voted through remote e-voting system | Number of votes cast by them | % of Total Number of valid votes cast |
|--|------------------------------|---------------------------------------|
| 30 | 13,42,27,590 | 99.9995 |

(ii) Voted **against** the resolution:

| Number of members Voted through remote e-voting system | Number of votes cast by them | % of Total Number of valid votes cast |
|--|------------------------------|---------------------------------------|
| 2 | 615 | 0.0005 |

(iii) Invalid votes :

| Total number of members whose votes were declared invalid | Total number votes cast by them |
|---|---------------------------------|
| NIL | NIL |

PRAFUL
NANJI
SATRA

Digitally signed by PRAFUL NANJI SATRA
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st=MAHARASHTRA
Date: 2015.09.29 20:52:44 +05'30'



D. M. ZAVERI & Co.

Company Secretaries

CS 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

e) Special Resolution 5 -

Re-appointment of Mr. Vidyadhar D. Khadilkar, as an Independent Director of the Company.

(i) Voted in favour of the resolution:

| Number of members Voted through remote e-voting system | Number of votes cast by them | % of Total Number of valid votes cast |
|--|------------------------------|---------------------------------------|
| 30 | 13,42,27,590 | 99.9995 |

(ii) Voted against the resolution:

| Number of members Voted through remote e-voting system | Number of votes cast by them | % of Total Number of valid votes cast |
|--|------------------------------|---------------------------------------|
| 2 | 615 | 0.0005 |

(iii) Invalid votes :

| Total number of members whose votes were declared invalid | Total number votes cast by them |
|---|---------------------------------|
| NIL | NIL |

PRAFUL
NANJI
SATRA

Digitally signed by PRAFUL NANJI SATRA
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postalCode=400054,
st=MAHARASHTRA,
Date: 2015.09.29 20:53:34 +05'30'



D. M. ZAVERI & Co.

Company Secretaries

DS 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

5. 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 32nd Annual General Meeting and thereafter the same will be handed over to the Company Secretary of the Company.

Thanking you,

For D. M. Zaveri & Co.
Practising Company Secretary



Dharmesh Zaveri
(Proprietor)



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

Place: Mumbai
Date: 29th September, 2015.

PRAFUL
NANJI
SATRA

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postalCode=400054,
st=MAHARASHTRA
Date: 2015.09.29 20:55:16 +05'30'

D. M. ZAVERI & Co.**Company Secretaries**

CS 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

FORM No. MGT-13**Report of Scrutinizer**

*[Pursuant to Section 109 of the Companies Act, 2013 read with Rule 21(2)
of the Companies (Management and Administration) Rules, 2014]*

To,
The Chairman,
Annual General Meeting of the Equity Shareholders of
Satra Properties (India) Limited,
held on 28th September, 2015 at,
Navinbhai Thakkar Hall, Ground Floor,
Shraddhanand Road, Vile Parle (East),
Mumbai - 400057.

Dear Sir,

I, **Dharmesh Zaveri, proprietor of D. M. ZAVERI & CO, Company Secretaries**, appointed as Scrutinizer for the purpose of the poll taken on the below mentioned resolution(s), at the 32nd Annual General Meeting of the Equity Shareholders of Satra Properties (India) Limited, held on Monday, 28th September, 2015 at Navinbhai Thakkar Hall, Ground Floor, Shraddhanand Road, Vile Parle (East), Mumbai - 400057 submit my report as under:

1. After the time fixed for closing of the poll by the Chairman, ballot box kept for polling was locked in my presence with due identification marks placed by me.
2. The locked ballot box were subsequently opened in my presence and in presence of two witnesses and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Registrar and Transfer Agents of the Company and the authorizations / proxies lodged with the Company.
3. We found no invalid poll papers.

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SATRA

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DN: cn=PRAFUL NANJI SATRA,
serialNumber=0E196670312088839108
PRAFULNANJISATRA, postalCode=400054,
o=MANARAGPTI&A
Date: 2015.09.29 20:56:07 +05'30'



D. M. ZAVERI & Co.

Company Secretaries

CS 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

4. The result of the Poll is as under:

a) Ordinary Resolution 1 -

Adoption of Directors' Report, standalone and consolidated audited financial statements and auditors' Report thereon for the financial year ended on 31st March 2015.

(i) Voted in favour of the resolution:

| Number of members present and voted (in person or by Proxy) | Number of votes cast by them | % of Total Number of valid votes cast |
|---|------------------------------|---------------------------------------|
| 17 | 65,01,750 | 100.0000 |

(ii) Voted against the resolution:

| Number of members present and voted (in person or by Proxy) | Number of votes cast by them | % of Total Number of valid votes cast |
|---|------------------------------|---------------------------------------|
| NIL | NIL | NIL |

(iii) Invalid votes :

| Total number of members (in person or by proxy) whose votes were declared invalid | Total number votes cast by them |
|---|---------------------------------|
| NIL | NIL |

PRAFUL
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SATRA
Date: 2015.09.29 20:56:58 +05'30'



D. M. ZAVERI & Co.

Company Secretaries

DS 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

b) Ordinary Resolution 2 -

Declaration of dividend on Equity shares for the financial year 2014-15.

(i) Voted in favour of the resolution:

| Number of members present and voted (in person or by Proxy) | Number of votes cast by them | % of Total Number of valid votes cast |
|---|------------------------------|---------------------------------------|
| 17 | 65,01,750 | 100.0000 |

(ii) Voted against the resolution:

| Number of members present and voted (in person or by Proxy) | Number of votes cast by them | % of Total Number of valid votes cast |
|---|------------------------------|---------------------------------------|
| NIL | NIL | NIL |

(iii) Invalid votes :

| Total number of members (in person or by proxy) whose votes were declared invalid | Total number votes cast by them |
|---|---------------------------------|
| NIL | NIL |

PRAFUL
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postalCode=400054,
st=MAHARASHTRA
Date: 2015.09.29 20:57:47 +05'30'



D. M. ZAVERI & Co.

Company Secretaries

DZ 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

c) Ordinary Resolution 3 -

Re-appointment of Mr. Praful N. Satra, who retires by rotation.

(i) Voted in favour of the resolution:

| Number of members present and voted (in person or by Proxy) | Number of votes cast by them | % of Total Number of valid votes cast |
|---|------------------------------|---------------------------------------|
| 17 | 65,01,750 | 100.0000 |

(ii) Voted against the resolution:

| Number of members present and voted (in person or by Proxy) | Number of votes cast by them | % of Total Number of valid votes cast |
|---|------------------------------|---------------------------------------|
| NIL | NIL | NIL |

(iii) Invalid votes :

| Total number of members (in person or by proxy) whose votes were declared invalid | Total number votes cast by them |
|---|---------------------------------|
| NIL | NIL |

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st=MAHARASHTRA
Date: 2015.09.29 20:58:37 +05'30'



D. M. ZAVERI & Co.

Company Secretaries

CS 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

d) Ordinary Resolution 4 -

Ratification of Appointment of M/s GMJ & Co., Chartered Accountants as Statutory Auditors of the Company for balance term i.e until conclusion of 36th AGM.

(i) Voted in favour of the resolution:

| Number of members present and voted (in person or by Proxy) | Number of votes cast by them | % of Total Number of valid votes cast |
|---|------------------------------|---------------------------------------|
| 17 | 65,01,750 | 100.0000 |

(ii) Voted against the resolution:

| Number of members present and voted (in person or by Proxy) | Number of votes cast by them | % of Total Number of valid votes cast |
|---|------------------------------|---------------------------------------|
| NIL | NIL | NIL |

(iii) Invalid votes :

| Total number of members (in person or by proxy) whose votes were declared invalid | Total number votes cast by them |
|---|---------------------------------|
| NIL | NIL |

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postnCode=400054,
st=MAHARASHTRA
Date: 2015.09.29 20:59:30 +05'30'



D. M. ZAVERI & Co.

Company Secretaries

DS 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

e) Special Resolution 5 -

Re-appointment of Mr. Vidyadhar D. Khadilkar, as an Independent Director of the Company.

(i) Voted in favour of the resolution:

| Number of members present and voted (in person or by Proxy) | Number of votes cast by them | % of Total Number of valid votes cast |
|---|------------------------------|---------------------------------------|
| 17 | 65,01,750 | 100.0000 |

(ii) Voted against the resolution:

| Number of members present and voted (in person or by Proxy) | Number of votes cast by them | % of Total Number of valid votes cast |
|---|------------------------------|---------------------------------------|
| NIL | NIL | NIL |

(iii) Invalid votes :

| Total number of members (in person or by proxy) whose votes were declared invalid | Total number votes cast by them |
|---|---------------------------------|
| NIL | NIL |

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7986607877A, postalCode=400054,
c=INDIA
Date: 2015.09.29 21:00:25 +05'30'



D. M. ZAVERI & Co.

Company Secretaries

DS 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

f) Ordinary Resolution 6 -

Appointment of Mr. Kamlesh B. Limbachiya, as an Independent Director of the Company.

(i) Voted **in favour** of the resolution:

| Number of members present and voted (in person or by Proxy) | Number of votes cast by them | % of Total Number of valid votes cast |
|---|------------------------------|---------------------------------------|
| 17 | 65,01,750 | 100.0000 |

(ii) Voted **against** the resolution:

| Number of members present and voted (in person or by Proxy) | Number of votes cast by them | % of Total Number of valid votes cast |
|---|------------------------------|---------------------------------------|
| NIL | NIL | NIL |

(iii) Invalid votes :

| Total number of members (in person or by proxy) whose votes were declared invalid | Total number votes cast by them |
|---|---------------------------------|
| NIL | NIL |



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postalCode=400054,
st=MAHARASHTRA
Date: 2015.09.29 21:01:19 +05'30'

D. M. ZAVERI & Co.

Company Secretaries

CS 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

5. The Compact Disc (CD) containing a list of Equity shareholders who voted "FOR", "AGAINST" and those whose votes were declared invalid for each resolution is enclosed.
6. The Poll papers and all other relevant records were sealed and handed over to the Company Secretary authorised by the Board for safe keeping.

Thanking you,

For D. M. Zaveri & Co
Practising Company Secretary



Dharmesh Zaveri
(Proprietor)



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

Place: Mumbai
Date: 29th September, 2015

PRAFUL
NANJI
SATRA

Digitally signed by PRAFUL NANJI
SATRA
DN: cn=IN, ou=Personal, cn=PRAFUL
NANJI SATRA,
serialNumber=0E19667D3120868
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7799D7544578798E6073D7A,
postalCode=400054,
st=MAHARASHTRA
Date: 2015.09.29 21:02:15 +05'30'