



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: 8th March, 2018

To,
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai – 400 001
E-mail: corp.relations@bseindia.com

Sub.: Submission of Results of Postal Ballot (including e-voting)

Ref.: BSE CODE – 508996

Dear Sir/Madam,

Pursuant to Regulation 44(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed herewith the results of voting by Postal Ballot (including e-voting) along with the Scrutinizer's Report received from scrutinizer Mr. Dharmesh M. Zaveri, Practicing Company Secretary of D. M. Zaveri & Co. appointed by the Company in respect of the special resolution as set out in the Postal Ballot Notice dated 23rd January, 2018.

Kindly note that the special resolution mentioned in the aforesaid Notice has been passed with requisite majority.

Kindly take the same on record.

Thanking you.

Yours truly,

For Satra Properties (India) Limited

A handwritten signature in black ink, appearing to read 'Praful N. Satra', is written over a horizontal line.

Praful N. Satra
Chairman and Managing Director

Encl: as above



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

Declaration of Results of Postal Ballot

Pursuant to the provisions of Section 110 and other applicable provisions of the Companies Act, 2013, (hereinafter referred to as 'the Act'), if any, read together with the Companies (Management and Administration) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force as amended from time to time) and Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and other applicable laws and regulations, consent of the members of the Company was sought by way of postal ballot / e-voting for passing of Special Resolutions for Sale / transfer / disposal of Investment held in material subsidiary of the Company - Satra Buildcon Private Limited as more specifically set out in the Postal Ballot Notice dated 23rd January, 2018.

The Board of Directors of the Company had appointed Mr. Dharmesh M. Zaveri, Practicing Company Secretary of D. M. Zaveri & Co., Mumbai as a Scrutinizer for conducting the Postal Ballot and e-voting process in a fair and transparent manner.

The Scrutinizer has submitted his report on the results of the postal ballot to the Chairman of the Company. On the basis of report received from the Scrutinizer, the results of the postal ballot are hereby declared as under:

| Agenda: Sale / transfer / disposal of Investment held in material subsidiary of the Company - Satra Buildcon Private Limited- Special Resolution | | | | | | | | | |
|--|-------------------|-----------------------------------|------------------|------------------------|---------------------------------|------------|------------------------|-----------------------------|--------------|
| Mode of voting | Total valid votes | Votes in favour of the resolution | | | Votes against of 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 | No. of Ballot/evoting entry | Nos. |
| Evoting | 138557817 | 23 | 138557107 | 99.9995 | 2 | 710 | 0.0005 | 0 | 0 |
| Postal ballot | 658739 | 26 | 658729 | 99.9985 | 1 | 10 | 0.0015 | 2 | 56301 |
| Total | 139216556 | 49 | 139215836 | 99.9995 | 3 | 720 | 0.0005 | 2 | 56301 |

Based on the Report of the Scrutinizer, the above Resolution as set out in the Notice of the Postal Ballot dated 23rd January, 2018 has been duly passed by the Shareholders with requisite majority as a Special Resolution.

For Satra Properties (India) Limited

Praful N. Satra
Chairman

Date: 08-03-2018

| Satra Properties(India) Limited | | | | | | | | |
|---|---|---------------------------|----------------------------|--|---------------------------------|-------------------------------|--|--|
| Postal Ballot Voting Results | | | | | | | | |
| Disclosure as per Regulation 44 (3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 | | | | | | | | |
| Date of the AGM/EGM/Postal ballot Notice | Notice dated 23 rd January, 2018 (Voting start date 6 th February, 2018 at 09:00 AM Voting end date 7 th March, 2018 at 5:00 PM) | | | | | | | |
| Total Number of Shareholders on record date i.e. 25th January, 2018 | 4217 | | | | | | | |
| No. of shareholders present in the meeting either in person or through proxy: | Not Applicable | | | | | | | |
| Promoter and Promoter Group: | | | | | | | | |
| Public: | | | | | | | | |
| No. of shareholders attended the the meeting through Video Conferencing: | Not Applicable | | | | | | | |
| Promoter and Promoter Group: | | | | | | | | |
| Public: | | | | | | | | |
| Agenda-wise disclosure | | | | | | | | |
| Resolution required:Ordinary/Special | | | | Special Resolution - Sale/ Transfer / Disposal of Investment held in material subsidiary of the Company - Satra Buildcon Private Limited | | | | |
| 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 | 129,535,462 | 129,535,462 | 100.0000 | 129,535,462 | - | 100.0000 | - |
| | Poll/Postal ballot | | - | - | - | - | - | - |
| | Total | | 129,535,462 | 100.0000 | 129,535,462 | - | 100.0000 | - |
| Public – Institutional holders | E-Voting | 6,181,911 | - | - | - | - | - | - |
| | Poll/Postal ballot | | - | - | - | - | - | - |
| | Total | | - | - | - | - | - | - |
| Public-Non Institutional | E-Voting | 42,640,627 | 9,022,355 | 21.1591 | 9,021,645 | 710 | 99.9921 | 0.0079 |
| | Poll/Postal ballot | | 658,739 | 1.5449 | 658,729 | 10 | 99.9985 | 0.0015 |
| | Total | | 9,681,094 | 22.7039 | 9,680,374 | 720 | 99.9926 | 0.0074 |
| Total | E-voting | 178,358,000 | 138,557,817 | 77.6852 | 138,557,107 | 710 | 99.9995 | 0.0005 |
| | Poll/Postal ballot | | 658,739 | 0.3693 | 658,729 | 10 | 99.9985 | 0.0015 |
| | Total | | 139,216,556 | 78.0546 | 139,215,836 | 720 | 99.9995 | 0.0005 |
| Note: The Special Resolution under Item no.1 as set out in the Postal Ballot Notice dated 23 rd January, 2018 was passed by the shareholders of the Company by requisite majority. | | | | | | | | |

For Satra Properties (India) Ltd.

Chairman and Managing Director

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 Website: www.dmzaveri.com

SCRUTINIZER REPORT ON POSTAL BALLOT

[Pursuant to Section 110 of the Companies Act, 2013 read with rule 22 of the Companies (Management and Administration) Rules, 2014]

To,

The Chairman,

Satra Properties (India) Limited

Dev Plaza, 2nd Floor, Opp. Andheri Fire Station,

S. V. Road, Andheri (West),

Mumbai - 400058.

Sub: Report on passing of resolution through Postal Ballot Process

Dear Sir,

I, Dharmesh Zaveri, proprietor of D. M. ZAVERI & Co., Company Secretaries, Mumbai, was appointed as Scrutinizer in the Board Meeting held on Tuesday, 23rd January, 2018 for the purpose of scrutinizing the physical postal ballot papers received by post and e-voting done through platform provided by Central Depository Services (India) Limited ('CDSL') in a fair and transparent manner and ascertaining the requisite majority as per the provisions of Section 110 of the Companies Act 2013 read with Rule 22 of Companies (Management and Administration) Rules, 2014 (including any statutory modification or re-enactment thereof for time being in force as amended from time to time) by the Board of Directors of the Company on the resolution contained in the Postal Ballot Notice dated 23rd January, 2018 of the Company.

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 e-voting and voting done through postal ballot received on the resolution contained in the Notice dated 23rd January, 2018 of the Company. My responsibility as a scrutinizer for the e-voting and for the postal ballot voting is restricted to make a Scrutinizer report of the Votes Cast "in favour" or "against" the resolution as stated below, based on the report generated from the e-voting system provided by CDSL, the authorised agency engaged by the Company to provide e-voting facilities and the report generated electronically for voting done by postal ballots.



D. M. ZAVERI & Co.

Company Secretaries

SS 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

I submit my report as under;

- 1.1. The Company has completed the dispatch/ e-mailing of Notice of Postal Ballot along with the Postal Ballot Forms and self-addressed pre-paid business reply envelopes through courier on 05th February, 2018 to the members of the Company, whose names appeared on the register of Members/ List of beneficiaries and by emails to those members whose email ID are registered either with depositories or with the Company as on Thursday, 25th January, 2018.
- 1.2. As prescribed in the said Rules, the Company has also published an advertisement on 06th February, 2018 and it carried the required information as specified in the said rules.
- 1.3. As mentioned in the Postal ballot notice all postal ballot forms received upto the closure of working hours i.e. 5.00 p.m. on Wednesday, 7th March, 2018 being the last date and time fixed by the Company for receipt of the forms were considered and the e-voting module was disabled by CDSL for voting thereafter.
- 1.4. The particulars of all Postal ballot forms received from the members have been entered into register maintained for the same.
- 1.5. All postal ballot forms received upto close of working hours i.e. 5.00 P.M. on Wednesday, 7th March, 2018 were duly opened in my presence and the same were scrutinized and processed with the computer statement containing the shareholders name, Folio Number/ Client ID No. / DP ID, Postal Ballot No, No of Shares held, No of votes polled, assented, dissented and rejected if any, were generated. The shareholding and the signature of shareholders who have exercised their vote through postal ballot were verified with the records maintained by the Registrar & Share Transfer Agent namely Adroit Corporate Services Private Limited.
- 1.6. Envelopes containing postal ballot forms which were returned undelivered were also not opened.
- 1.7. I have found 2 (Two) ballot forms which were considered to be invalid due to signature mis-match and/or duplicate voting.



D. M. ZAVERI & Co.

Company Secretaries

SS 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

1.8. I have also received a complete record of votes cast by electronic mode from CDSL, the agency for providing and supervising electronic platform on Wednesday, 7th March, 2018 at 05.21 P.M. and which was closed by CDSL on Wednesday, 7th March, 2018 at 5.00 p.m.

1.9. The details containing *inter alia*, list of Equity shareholders, who voted "FOR"/ "AGAINST" of the resolution that was put to vote, were generated from the physical ballot forms received by post and from report generated from e-voting platform provided by Central Depository Services (India) Limited 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 | No of ballot / e-voting entry | Nos |
| Item No 1 : Sale / Transfer / Disposal of Investment held in material subsidiary of the Company – Satra Buildcon Private Limited (Special Resolution) | | | | | | | | | |
| E-voting | 138557817 | 23 | 138557107 | 99.9995 | 2 | 710 | 0.0005 | 0 | 0 |
| Postal Ballot | 658739 | 26 | 658729 | 99.9985 | 1 | 10 | 0.0015 | 2 | 56301 |
| Total | 139216556 | 49 | 139215836 | 99.9995 | 3 | 720 | 0.0005 | 2 | 56301 |

The special resolution passed by requisite majority is as under;

| Reference to provisions of SEBI (LODR), 2015 | Type and description of special resolution |
|---|--|
| Special Resolution pursuant to Regulation 24(5) and other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 | Sale/Transfer/Disposal of Investment held in material subsidiary of the Company – Satra Buildcon Private Limited |

1.10. The Register, all other papers and relevant record relating to postal ballot shall remain in our safe custody until the Chairperson considers, approves and signs the Minutes and thereafter the same will be handed over to the Company.



D. M. ZAVERI & Co.

Company Secretaries

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

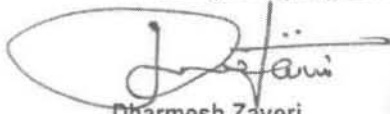
Office No.145, 1st Floor, Kesar Residency, Charkop Sector 3, Kandivali (W), Mumbai - 400 067

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

1.11. The above mentioned special resolution is deemed to be passed by requisite majority as on the last date of receipt of postal ballot/ closing of e-voting i.e. 7th March, 2018.

1.12. You may accordingly declare the results of voting by postal ballot.

For D. M. Zaveri & Co
Practising Company Secretary



Dharmesh Zaveri
(Proprietor)
Membership No.: 5418
C.P. No.: 4363
Place: Mumbai
Date: 08th March, 2018.



Chairman of the Company.