

SHARAD FIBRES & YARN PROCESSORS LIMITED

220, Unique Industrial Estate,
Off. Veer Savarkar Marg, Prabhadevi, Mumbai - 400 025.
E mail : accounts@sharadfibres.com Tel No. 43226969
CIN : L17110MH1987PLCO43970

6th November, 2015

BSE Limited
Phiroze Jeejeebhoy Towers
Dalal Street
Mumbai - 400 001

Script Code : 514402

Sub: Disclosure on voting results on the resolution passed through postal ballot procedure

Dear Sir/Madam,

The voting results on the resolution passed through postal ballot procedure was declared on 3rd November, 2015. The details of the resolutions passed are as follows:

| Sr. No | Resolutions | E-voting, Ballot voting in lieu of E-voting & Ballot voting at AGM results |
|--------|---|--|
| 1 | Approval for grant of loan(s)/ guarantee(s)/ security (ies) and make investment under Section 186 of the Companies Act, 2013. | Passed by majority |

Also find attached combined scrutinizer report of the voting results on the resolution passed through postal ballot procedure.

Further, please find enclosed herewith Annexure 'A' giving the details of the voting results on the resolutions passed.

Please take the same on your record and acknowledge the receipt.

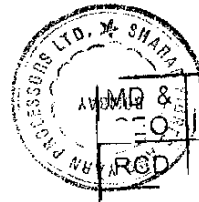
Thanking you,

Yours sincerely,

For Sharad Fibres and Yarn Processors Limited

Compliance Officer/ Authorized Signatory

Encl: as above



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ANNEXURE 'A'

VOTING RESULTS

| Resolution No.1 : Approval for grant of loan(s)/ guarantee(s)/ security (ies) and make investment under Section 186 of the Companies Act, 2013 | | | | | | | | |
|--|------------------------------|------------------------|-------------------------|---|----------------------------|--------------------------|--|--|
| Resolution Required: Special | | | | | | | | |
| Mode of Voting: E-voting | | | | | | | | |
| Sr. No. | 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 (6)=[(4)/(2)]*100 | % of votes against on votes polled (7)=[(5)/(2)]*100 |
| 1 | PROMOTER AND PROMOTER GROUP | 2694200 | - | - | - | - | - | - |
| 2 | PUBLIC INSTITUTIONAL HOLDERS | 1312200 | - | - | - | - | - | - |
| 3 | PUBLIC-OTHERS | - | - | - | - | - | - | - |
| Total (A) | | 4006400 | - | - | - | - | - | - |
| Mode of Voting: Postal Ballot Forms | | | | | | | | |
| 1 | PROMOTER AND PROMOTER GROUP | 2694200 | 2223279 | 82.52 | 2223279 | - | 100 | - |
| 2 | PUBLIC INSTITUTIONAL HOLDERS | 1312200 | 400 | 0.03 | 400 | - | 100 | - |
| 3 | PUBLIC-OTHERS | - | - | - | - | - | - | - |
| Total (B) | | 4006400 | 2223679 | 82.55 | 2223679 | - | 100 | - |
| Total (A+B) | | 4006400 | 2223679 | 82.55 | 2223679 | - | 100 | - |

H. P. Sanghvi & Company

Company Secretaries

401, K Building, Walchand Hirachand Road, Ballrad Estate, Fort, Mumbai- 400 001
Phone: 022-4002 1712 – 022-3294 6465; e-mail: hpsanghvi@gmail.com

The Chairman
Sharad Fibres and Yarn Processors Limited

Dear Sir,

Re: Consolidated Report on voting through pursuant to the provisions of Section 110 of the Companies Act, 2013 read with Companies (Management and Administration) Rules, 2014(As amended)

1. I, Haresh Sanghvi, a Practicing Company Secretary, have been appointed as Scrutinizer by the Board of Directors of **Sharad Fibres and Yarn Processors Limited**("the Company") for the purpose of scrutinizing:
 - (i) 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 (Rules);and
 - (ii) Voting through Postal Ballot forms under the provisions of Section 110 of the Companies Act 2013 read with Companies (Management and Administration) Rules, 2014,on the resolutions as circulated in the postal ballot notice dated 18th September, 2015
2. The Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and rules relating to e-voting and voting by Ballot papers on the resolutions as circulated in the postal ballot notice dated 18th September, 2015. My responsibility as a scrutinizer for the e-voting process and voting by Postal Ballot forms is restricted to ensure that the voting process by e-voting and voting by Postal Ballot forms are conducted in a *fair and transparent manner and presenting Consolidated Scrutinizer's report of the total votes cast "in favour" or "Against" to the Chairman on the resolutions, based on the reports generated from the e-voting system provided by Central Depository Services (India) Limited (CDSL), an agency appointed by the Company to provide e-voting facilities and the report generated on voting by Postal Ballot process.*
- 3 I have issued separate Scrutinizer's report dated 31st October 2015 for the remote e-voting and on the voting by Postal Ballot forms on the resolutions as circulated in the postal ballot notice.



4. I submit herewith my consolidated Scrutinizer's Report on the results of voting through remote e-voting and voting by Postal Ballot forms as under:

| Item No. | Vote in favour of the resolution | | Votes against the resolution | | Invalid / Abstained Votes |
|--|----------------------------------|---------------------------------------|------------------------------|---------------------------------------|---------------------------|
| | Nos. | % of total number of valid votes cast | Nos. | % of total number of valid votes cast | |
| Item No. 1 Approval for grant of loan(s)/ guarantee(s)/ security (ies) and make investment under Section 186 of the Companies Act, 2013. | 2223679 | 100 | - | - | 700 |

5. I hereby confirm that I am maintaining the registers received from the service providers both electronically and manually, in respect of the votes cast through e-voting and voting by Postal Ballot forms. I shall be arranging to handover this record to you or such other person as authorized by you.

H. P. SANGHVI & COMPANY
Practicing Company Secretaries



Hareesh Sanghvi
HARESH SANGHVI
Proprietor
CoP No. 3675/FCS 2259

Place: Mumbai
Date : 31st October, 2015.