

SHARAD FIBRES AND YARN PROCESSORS LIMITED

Reg Off:16, Floor-Grd, Plot-3/3A, Unique Industrial Estate, Swatantrya Veer Savarkar Marg,
Kismat Cinema, Prabhadevi, Mumbai - 400025
Tel: 022 - 66355800/66155800 Website: www.sharadfibres.com;
CIN: L17110MH1987PLC043970; Email Id: accounts@sharadfibres.com

Date: September 28, 2019

To,
Corporate Relationship Department
BSE Ltd.,
Phiroze Jeejeebhoy Towers,
Dalal Street, Fort,
Mumbai- 400 001.

Scrip Code: 514402

Sub: 32ndAnnual General Meeting (AGM)

Dear Sir(s),

We submit the following with respect to 32ndAnnual General Meeting of the Company was held on Saturday, September 28, 2019 at 11:00 a.m. at the Office No. 16, Unique Industrial Estate, Off. Veer Savarkar Marg, Prabhadevi, Mumbai - 400025.

Scrutinizers Report (Combined - on remote E-Voting and poll taken at the Annual General Meeting dated September 28, 2019) pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended. All the resolutions for approval at the 32ndAnnual General Meeting as set out in the Notice dated August 14, 2019 have been passed by the Members with requisite majority.

Kindly take the same in your record and acknowledge.

Yours faithfully,

For SHARAD FIBRES AND YARN PROCESSORS LIMITED



RAVI AMARCHAND DALMIA
MANAGING DIRECTOR
(DIN: 00634870)

Encl: as above.

FORM No. MGT-13

Combined Report of Scrutinizer for Remote e-voting & Poll Process
[Pursuant to Section 108/109 of the Companies Act, 2013 read with the Rule 20(4) (xii) of the
Companies (Management and Administration) Rules, 2014 as amended]

To,
The Chairperson,
SHARAD FIBRES AND YARN PROCESSORS LIMITED
16, Floor-Grd, Plot-3/3A, Unique Industrial Estate,
Swatantrya Veer Savarkar Marg,
Kismat Cinema, Prabhadevi,
Mumbai - 400 025

Subject: 32nd Annual General Meeting of the Shareholders of Sharad Fibres and Yarn Processors Limited held on Saturday, September 28, 2019 at 11:00a.m. at the Office No. 16, Unique Industrial Estate, Off. Veer Savarkar Marg, Prabhadevi, Mumbai - 400025.

Dear Sir,

We, M/s. GMJ & Associates, Company Secretaries, represented by Mr. Mahesh Soni, Partner have been duly appointed by the Board of Directors of Sharad Fibres and Yarn Processors 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 (as amended) and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 including any amendment thereof and voting through Poll at the venue of the Annual General Meeting (AGM) in a fair and transparent manner in respect of the Resolutions contained in the Notice of the 32nd Annual General Meeting of Equity Shareholders of Sharad Fibres and Yarn Processors Limited at their Meeting held on Saturday, September 28, 2019 at the Office No. 16, Unique Industrial Estate, Off. Veer Savarkar Marg, Prabhadevi, Mumbai - 400025.

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 Poll at the venue of AGM on the Resolutions contained in the Notice of the 32nd Annual General Meeting of the Members of the Company. Our responsibility as a Scrutinizer for the Remote e-voting process and for the Poll at the 32nd Annual General Meeting is restricted to make a Consolidated Scrutinizer's Report of the Votes Cast "in favour" or "against" the Resolutions as stated below on the report generated from the Remote e-voting system provided by Central Depository Services (India) Limited (CDSL), the authorised agency engaged by Company to provide Remote e-voting facility and the Report generated electronically for voting by Poll at the venue of AGM.

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After the time fixed for closing of Poll by the Chairperson, Ballot box kept for polling was locked in our presence with due identification marks placed by us. The locked Ballot box was subsequently opened by us in the presence of Ms. Nivedita Didwania and Ms. Falak Mody who are not in employment of the Company and who have signed below as Witness:



Ms. Nivedita Didwania



Ms. Falak Mody

Office Address: 3rd & 4th Floor, Vaastu Darshan, B Wing, Above Central Bank of India, Azad Road, Andheri East, Mumbai - 400 069.

Thereafter, the Poll papers were diligently scrutinized. The Poll papers were reconciled with the records maintained by the Registrar and Transfer Agents/the Company. Duplicate, incomplete and defective Poll papers were rejected by us.

The Consolidated Scrutinizer's Report on the resolutions proposed in the Notice of the Annual General Meeting with respect to Remote e-voting and Poll Process is as under:

ITEM NO. 1: ORDINARY RESOLUTION:

Adoption of Audited Financial Statements for the Financial Year ended March 31, 2019 including the Audited Balance Sheet as at March 31, 2019, the Statement of Profit & Loss & Cash Flow Statement for the year ended on that date together with the Reports of the Directors and Auditor's thereon.

Mode of voting	Total Valid Votes	Votes in Favor of Resolution			Votes against the Resolution			Invalid Votes
		No of ballot/e-voting entry	Nos.	% to total valid	No of ballot/e-voting entry	Nos.	% to total valid	
E-voting	1	1	100	100%	-	-	-	-
Poll/Ballot voting	22	22	27,00,500	100%	-	-	-	*100
Total	23	23	27,00,500		-	-		100

Note:

* Considered invalid due to duplication as votes cast through e-voting.

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ITEM NO. 2: ORDINARY RESOLUTION:

Appointment of a Director in place of Ms. Jyoti Nankani, who retires from office by rotation, and being eligible offers herself for re-appointment.

Mode of voting	Total Valid Votes	Votes in Favor of Resolution			Votes against the Resolution			Invalid Votes
		No of ballot/e-voting entry	Nos.	% to total valid	No of ballot/e-voting entry	Nos.	% to total valid	
E-voting	1	1	100	100%	-	-	-	-
Poll/Ballot voting	22	22	27,00,400	100%	-	-	-	*100
Total	23	23	27,00,500		-	-		100

Note:

* Considered invalid due to duplication as votes cast through e-voting.

ITEM NO. 3: ORDINARY RESOLUTION:

Approval for Related Party Transactions with A S Enviro Private Limited under Section 188 of the Companies Act, 2013.

Mode of voting	Total Valid Votes	Votes in Favor of Resolution			Votes against the Resolution			Invalid Votes
		No of ballot/e-voting entry	Nos.	% to total valid	No of ballot/e-voting entry	Nos.	% to total valid	
E-voting	1	1	100	100%	-	-	-	-
Poll/Ballot voting	15	15	63,590	100%	-	-	-	*100
Total	16	16	63,690		-	-		100

Note:

* Considered invalid due to duplication as votes cast through e-voting.

Mr. Aditya Dalmia, Aditya Dalmia HUF, Mr. Ravi Dalmia, Ravi Dalmia HUF, Mr. Shashi Dalmia, Shashi Dalmia HUF and Mrs. Pratibha Dalmia being interested in the resolution abstained from voting.



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All the resolutions voted through Remote E-voting and Poll Process were passed with **REQUISITE MAJORITY**. The Poll papers and all other relevant records were sealed and handed over to the Chairperson of the Company for safe keeping.

For GMJ & ASSOCIATES
Company Secretaries



[CS MAHESH SONI]
PARTNER
FCS: 3706; COP: 2324

RAVI DALMIA
CHAIRPERSON OF THE ANNUAL
GENERAL MEETING

PLACE: MUMBAI
DATE: SEPTEMBER 28, 2019.