



SABOO BROTHERS LIMITED

Regd. Office : 314, A-Block, Anand Plaza, University Road, UDAIPUR - 313001 (Raj.)
Phone No. : +91 294 2429513, E-mail : saboo.brothers@gmail.com
Website : www.saboobrothers.com CIN No. : L21100RJ1979PLC001851

1st October, 2018

To,
The Corporate Services Department,
Bombay Stock Exchange Limited
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai -400 001.

Subject: Voting Results of the 39th Annual General Meeting of Saboo Brothers Limited

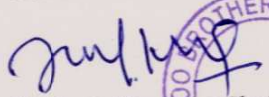
BSE Code: 506197

Dear Sir/Madam,

In accordance with the Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we enclosed herewith please find the voting results of 39th Annual General Meeting of the Company held on 29th September, 2018 in the prescribed format along with the report of the Scrutinizer on e-voting and voting through ballot paper at the AGM.

Please acknowledge and take on record the same.

For Saboo Brothers Limited


Kailash Chandra Jhala
Director
DIN:07804407
Encl: As above





RAMESH CHANDRA MISHRA & ASSOCIATES

Company Secretary in Practice & Corporate Legal Advisor

SCRUTINIZER'S REPORT ON E-VOTING

To,
The Chairman
39th Annual General Meeting of the
Equity Shareholders of Saboo Brothers Limited
Held on 29th September, 2018 at 314-A Block, Anand Plaza,
University Road, Udaipur-313001 RJ IN.

Sub: Electronic Voting Process under Section 108 of the Companies Act, 2013 ("the Act"), read with Rule 20 of the Companies (Management and Administration) Rules, 2014 ("the Rules") and Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 with the Stock Exchange and submission of Scrutinizer's Report.

I, Mr. Ramesh Chandra Mishra, a Company Secretary in Practice, have been appointed by the Board of Directors of Saboo Brothers Limited ("the Company") as a Scrutinizer for the purpose of scrutinizing the e-voting process, and ascertaining the requisite majority on the voting carried out as per the provisions of section 108 of the Companies Act, 2013, read with Companies (Management and Administration) Rules, 2015, on the resolutions contained in the notice (hereinafter referred to as "the resolutions") of the 39th Annual General Meeting (AGM) of the members of the Company held on Saturday, 29th September, 2018 at 314-A Block, Anand Plaza, University Road, Udaipur-313001 RJ IN.

The AGM Report containing the Notice dated 28th August, 2018 convening the 39th Annual General Meeting of the Company along with the statement setting out the material facts in respect of resolutions proposed to be passed under section 108 of the Companies Act, 2013 was sent to shareholders on time.

The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and the Company Rules, 2014, as amended from time to time. My responsibility as Scrutinizer is restricted to make a scrutinizer's report of votes cast "in favour" or "against" the resolutions and "invalid" votes based on report generated from the electronic platform provided by Central Depository Services (India) Limited, the authorized agency to provide e-voting facilities, engaged by the Company.

Further to the above, I submit my report as under:

1. The e-voting period remained open from Wednesday, 26th September, 2018 (9.00 a.m.) to, 28th September, 2018 (5.00 p.m.).

OFFICE : 129-B ANSA INDUSTRIAL ESTATE, SAKI VIHAR ROAD, SAKI NAKA, ANDHERI (E)
E-MAIL: sumitamgmt@gmail.com; fcsrcm@gmail.com; TEL: 022-42153479/91 9029000295





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2. The members of the Company as on cut-off date i.e. Saturday, 22nd September, 2018 were entitled to vote on the resolutions in the notice of the Annual General Meeting.
3. The votes cast were unblocked on 29th September, 2018 in the presence of two witnesses, Ms. Asmita Sarphale and Ms. Jayanti Pradhan, who are not in the employment of the Company.
4. The e-voting results with details of equity shareholders who have voted in favour of the Resolutions or against the Resolutions and those who have abstained from voting were downloaded from the website of Central Depository Services(India)Limited i.e. (<https://www.evotingindia.com/>)
5. Based on such e-voting records received, I hereby report as under:

Resolution No:

1

Nature of
Resolution

Ordinary Resolution

Subject Matter: Adopted of Audited Standalone Financial Statement for the year ended March 31, 2018, the Reports of the Board of Directors and Auditors thereon.

Details of Voting	No. of Shareholders Voted	Assent (For)		Dissent (Against)	
		No. of votes	Ratio	No. of votes	Ratio

E-voting



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Resolution No: 3

Nature of Resolution Ordinary Resolution

Subject Matter: Appointed appoint a director in place of Mr. Anurag Saboo (DIN: 01563954) who retires by rotation and being eligible offers himself for reappointment.

Details of Voting	No. of Shareholders Voted	Assent (For) No. of votes Ratio	Dissent (Against) No. of votes Ratio
E- voting	23	1798900 (100%)	NIL

Resolution No: 4

Nature of Resolution Ordinary Resolution

Subject Matter: Appointed of Mr. Naveen Vashisht (DIN: 08204990) as an Independent director of the company.

Details of Voting	No. of Shareholders Voted	Assent (For) No. of votes Ratio	Dissent (Against) No. of votes Ratio
E- voting	23	1798900 (100%)	NIL

Resolution No: 5

Nature of Resolution Ordinary Resolution

Subject Matter: Appointed of Mr. Amit Kumar Chatterjee (DIN: 02720388) as an Independent director of the company.

Details of Voting	No. of Shareholders Voted	Assent (For) No. of votes Ratio	Dissent (Against) No. of votes Ratio
E- voting	23	1798900 (100%)	NIL

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Resolution No: 6

Nature of Resolution Special Resolution

Subject Matter: Adopted new sets of Articles of Association.

Details of Voting	No. of Shareholders Voted	Assent (For) No. of votes Ratio	Dissent (Against) No. of votes Ratio
E- voting	23	1798900 (100%)	NIL

Resolution No: 7

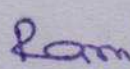
Nature of Resolution Special Resolution

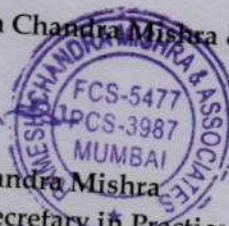
Subject Matter: Adopted New Set Of Object In Memorandum Of Association.

Details of Voting	No. of Shareholders Voted	Assent (For) No. of votes Ratio	Dissent (Against) No. of votes Ratio
E- voting	23	1798900 (100%)	NIL

Place: Mumbai
Date: 01.10.2018

For Ramesh Chandra Mishra & Associates


Ramesh Chandra Mishra
Company Secretary in Practice
Membership No.: FCS 5477





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Number of members present and voting (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	Number of votes cast by them
NIL	NIL

b) Resolution No.2: Re-appointed Auditors and fixed their remuneration.

(i) Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
27	1422875	100%

(ii) Voted in against the resolution:

Number of members present and voting (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	Number of votes cast by them
NIL	NIL

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- c) Resolution No. 3: Appointed appoint a director in place of Mr. Anurag Saboo (DIN: 01563954) who retires by rotation and being eligible offers himself for reappointment.



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(ii) Voted in against the resolution:

Number of members present and voting (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	Number of votes cast by them
NIL	NIL

e) Resolution No. 5: Appointed of Mr. Amit Kumar Chatterjee (DIN: 02720388) as an Independent director of the company.

(i) Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
27	1422875	100%

(ii) Voted in against the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
NIL	NIL	NIL

(iii) Invalid Votes:



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

f) Resolution No. 6: Adopted new sets of Articles of Association.

(i) Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
27	1422875	100%

(ii) Voted in against the resolution:

Number of members present and voting (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	Number of votes cast by them
NIL	NIL





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(g) Resolution No. 7: Adopted New Set Of Object In Memorandum Of Association.

(i) Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
27	1422875	100%

(ii) Voted in against the resolution:

Number of members present and voting (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	Number of votes cast by them
NIL	NIL

5. Soft copy of the List of equity shareholders who voted "FOR", "AGAINST" and those whose votes were declared invalid for each resolution has been emailed to the Company Secretary of the Company.

Place: Mumbai

Date: 01.10.2018



For Ramesh Chandra Mishra & Associates

Ramesh Chandra Mishra

Company Secretary in Practice

Membership No.:- FCS 5477

C.P. No.:- 3987



RAMESH CHANDRA MISHRA & ASSOCIATES

Company Secretary in Practice & Corporate Legal Advisor

Consolidated Report of Scrutinizer on Remote E-Voting and Voting Through Polling Paper

[Pursuant to section 108 and 109 of Companies Act 2013 and rule 20 and 21 of the Companies (Management and Administration) Rules 2014 and Rule 20 as substituted by the Companies (Management and administration) amendment rules, 2015)]

To,
The Chairman
39th Annual General Meeting of the
Equity Shareholders of Saboo Brothers Limited
Held on 29th September, 2018 at 314-A Block, Anand Plaza,
University Road, Udaipur-313001 RJ IN.

Dear Sir,

1. I, Mr. Ramesh Chandra Mishra, a Company Secretary in Practice, have been appointed by the Board of Directors of Saboo Brothers Limited ("the Company") as a Scrutinizer for the purpose of scrutinizing the e-voting process, and ascertaining the requisite majority on the voting carried out as per the provisions of section 108 of the Companies Act, 2013, read with Companies (Management and Administration) Rules, 2015, on the resolutions contained in the notice (hereinafter referred to as "the resolutions") of the 39th Annual General Meeting (AGM) of the members of the Company held on Saturday, 29th September, 2018 at 314-A Block, Anand Plaza, University Road, Udaipur-313001 RJ IN.
2. The Company has also provided the facility of voting through polling paper to the member present at the Annual General meeting and who has not cast their vote through the remote e-voting.
3. The Company has engaged the Central Depository Services Limited (CDSL) as the authorized agency to provide system for e-voting process.
4. The management of the Company is responsible to ensure the compliance with the requirement of the Companies Act 2013 and Rules relating to voting through electronic means on the resolution containing the notice of the Annual General Meeting of the Company. My responsibility as a Scrutinizer is restricted to make the Scrutinizer Report of the votes cast in "favour" or "against" the resolution stated in the notice, based on the reports generated from the e-voting system provided by Central Depository Services Limited and the polling papers received from the members at the AGM.

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