



Sharda Motor Industries Ltd.

SMIL: LISTING: 16-17/0701-01

7th January' 2017

BSE Limited

Department of Corporate Services
Pheroze Jeejeebhoy Towers
Dalal Street, Mumbai - 400 001
(SCRIP CODE – 535602)

National Stock Exchange of India Limited

Exchange Plaza, 5th Floor
Plot No. C/1, G Block
Bandra - Kurla Complex, Mumbai - 400 051
(Symbol - SHARDAMOTR) (Series - EQ)

Subject: Results of the Postal Ballot

This has reference to our letter dated 7th December, 2016 enclosing the Postal Ballot Notice along with explanatory statement seeking the consent of the members by way of ordinary resolution through postal ballot/e-voting on the resolution as set out in the said notice.

In connection with the above and pursuant to Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are pleased to inform you that the resolution as set out in the postal ballot notice has been passed by the members of the Company with requisite majority.

In this regard, please find enclosed a copy of the postal ballot results and scrutinizer's report.

Please take the same on record.

Thanking you,

Yours faithfully,

For Sharda Motor Industries Limited


Nitin Vishnoi
Company Secretary
Encl: a/a



Regd. Office : D-188, Okhla Industrial Area, Phase-I, New Delhi - 110 020 (INDIA)

Tel.: 91-11-47334100, Fax : 91-11-26811676

E-mail : smil@shardamotor.com, Website : www.shardamotor.com

CIN NO-L74899DL1986PLC023202



Sharda Motor Industries Ltd.

RESULTS OF POSTAL BALLOT

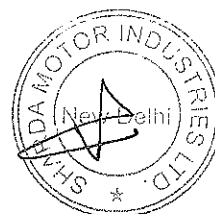
Date of declaration of results of Postal Ballot	7 th January, 2017
Total number of shareholders as on cut-off date (2 nd December, 2016)	3939
No. of shareholders present in the meeting either in person or through proxy - Promoters and Promoter Group - Public	Not Applicable
No. of shareholders attended the meeting through Video Conferencing - Promoters and Promoter Group - Public	Not Applicable

Details of Agenda:

Resolution Required	:	Ordinary
Mode of Voting	:	Poll and E-voting
Postal ballot/e-voting Period	:	8 th December, 2016 to 6 th January, 2017

Category	Mode of voting	No. of shares held (1)	No. of Valid 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
A. Promoters and Promoter Group	Ballot Forms	4456893	-	-	-	-	-	-
	E-voting		64037	1.44	64037	0	100.00	0.00
B. Public-Institutions	Ballot Forms	20496	-	-	-	-	-	-
	E-voting		14928	72.83	14928	0	100.00	0.00
C. Public-Non Institutions	Ballot Forms	1468937	88611	6.03	88343	268	99.70	0.30
	E-voting		254480	17.32	253719	761	99.70	0.30
Total		5946326	422056	7.10	421027	1029	99.76	0.24

The votes cast in favour of resolution are 99.76% of the total valid votes cast and consequently the ordinary resolution is passed with requisite majority.



Regd. Office : D-188, Okhla Industrial Area, Phase-I, New Delhi - 110 020 (INDIA)

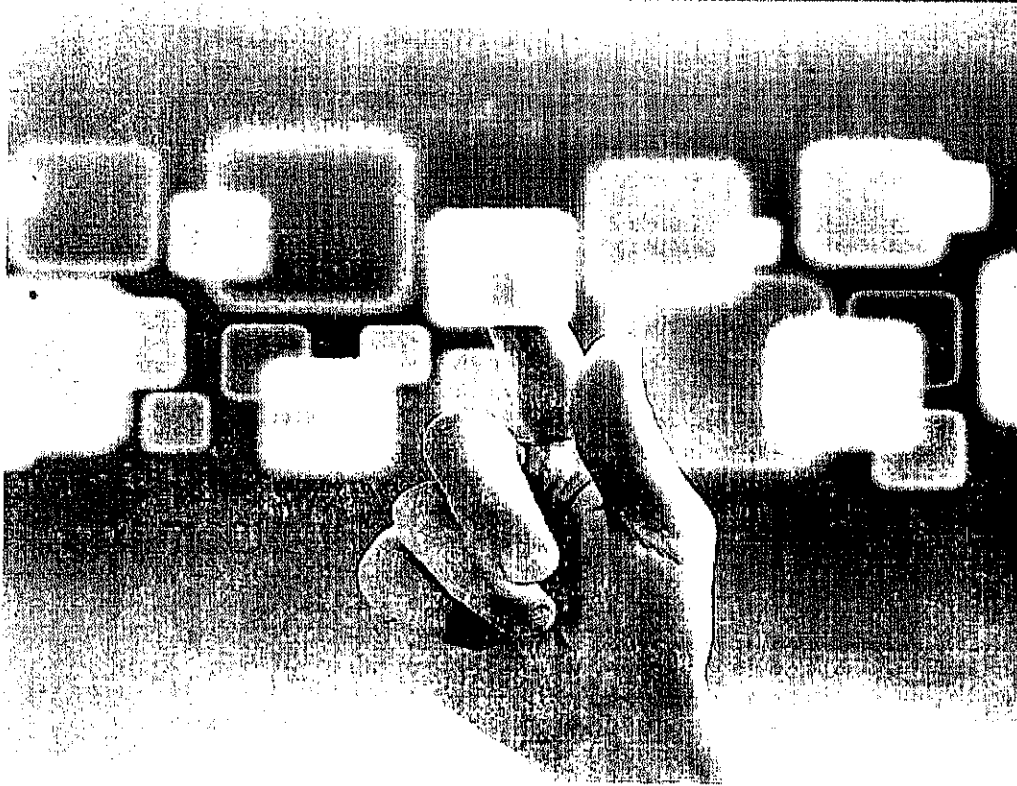
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2017

REPORT ON POSTAL BALLOT



PS *V. K. CHAUDHARY & CO;*
Company Secretaries

C- 140, Sector - 51,
Gurgaon-201301.

Ph. no: - +91-120-4131444,+919999233556

Email: -vkc.pcs@gmail.com & vkc.csp@gmail.com

Website: -www.vkcindia.com

VKC

SCRUTINIZER'S REPORT

To,
The Chairman,
SHARDA MOTOR INDUSTRIES LIMITED
D-188, Okhla Industrial Area, Phase-I
New Delhi -110020.

REPORT ON RESULT OF POSTAL BALLOT

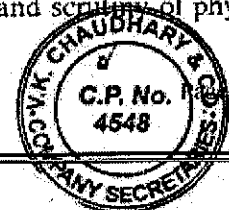
Dear Sir,

In terms of the provisions of Section 110 of the Companies Act, 2013 ("the Act") read with Rule 20 & 22 of the Companies (Management and Administration) Rules, 2014 as amended from time to time including any statutory modification or re-enactment thereof for the time being in force, I have been appointed as Scrutinizer by **SHARDA MOTOR INDUSTRIES LIMITED** ("the Company") through Board resolution dated 14th November, 2016, to conduct the Postal Ballot Process (including remote e-voting) in a fair and transparent manner, with respect to the resolution as mentioned in the Postal Ballot Notice dated 14th November, 2016.

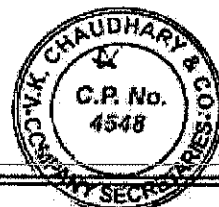
Resolution Number	Type of Resolution	For
1.	Ordinary Resolution	To approve the revision in remuneration of Shri Aashim Relan, a related party.

I submit my report as under:

- The Management of the Company is responsible to ensure the compliance with the requirements of :-
 - The Companies Act, 2013 and rules made thereunder and
 - Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, relating to postal ballot voting including voting by electronic means.
- My responsibility as a Scrutinizer is restricted to making a Scrutinizer's Report of the votes cast by the members for the resolution contained in the Notice, based on the reports generated from Central Depository Services (India) Limited, the authorized agency engaged by the Company to provide facility for remote e-voting and scrutiny of physical ballot received till the time fixed for closing of voting process.



3. On 7th December, 2016, the Company has completed dispatch of postal ballot notice(s), forms along with postage prepaid business reply envelopes to its Members whose name(s) appeared in the Register of Members/ List of beneficial owners received from NSDL/CDSL as on the "Cut-off date", Friday, 2nd December, 2016, Simultaneously, the soft copies of the postal ballot notice/forms were emailed to those shareholders who have registered their email addresses with the Company / Depository.
4. The shareholders of the Company had an option to vote either through the postal ballot forms or through remote e-voting facility. Shareholders opting for remote e-voting facility, casted their votes on the designated website www.evotingindia.com via **Central Depository Services (India) Limited (CDSL)**.
5. As stated in Sub-rule 3 of Rule 22 of Companies (Management and Administration) Rules, 2014, on Thursday, 8th December, 2016, an advertisement was published by the Company in Financial Express (English Newspaper) & Veer Arjun (Hindi Newspaper) informing about the completion of dispatch of postal ballot notices to its shareholders along with all requisite documents by registered post and e-mail, wherever applicable.
6. I monitored the process of electronic voting (i.e remote e-voting) through the scrutinizer's secured link provided by CDSL on the designated website.
7. The particulars of all postal ballot forms received from the Members in physical form(s) and electronic ballot report generated from Central Depository Services (India) Limited (CDSL) (the Authorized Agency for remote e-voting) have been entered in a separate register maintained for the postal ballot purpose.
8. The postal ballot forms were kept under my safe custody before commencing the scrutiny of such postal ballot forms. The electronic ballots were maintained by Central Depository Services (India) Limited (CDSL) in electronic registry.
9. The ballot boxes containing the physical postal ballot were opened in due course of the scrutiny thereof. We have also downloaded remote e-voting report from the CDSL website for the Members who have voted through remote e-voting.
10. The postal ballot forms were matched with the Register of Members of the Company as on 2nd December, 2016.
11. The remote e-voting period commenced on Thursday, 8th December, 2016 at (09:00 AM IST) and ended on Friday, 6th January, 2017 (5:00 P.M. IST). All postal ballot forms and remote e-votes received up to 5:00 P.M. IST on Friday, 6th January, 2017, the last date and time fixed by the Company for receipt of the postal ballot forms were considered and none of the envelopes containing postal ballot forms received after 05:00 P.M on Friday, 6th January, 2017 were considered for the purpose of this report.
12. There were 70 (Seventy) envelopes containing postal ballot form(s)/notice, which were returned undelivered & these envelopes were not opened and they are separately kept.
13. I did not find any defaced or mutilated ballot paper
14. There was no case found who opted for both the facilities.
15. The Postal Ballots and other related documents/registers and record will be handed over to the Company Secretary for the safe custody once the Chairman consider, approve and sign the Postal Ballot Minutes.
16. Detailed summary of the postal ballot is given below:



ORDINARY RESOLUTION

TO APPROVE THE REVISION IN REMUNERATION OF SHRI AASHIM RELAN, A RELATED PARTY

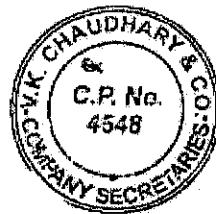
Particulars	Mode of Voting	No. of Share-Holders	No. of Equity Shares	Paid-up value of the Equity Shares (In Rs.)	% of Total Paid-up Equity Capital
a) Total votes received	Physical Postal Ballot Forms	56	88,649	8,86,490	7.0983 %
	Electronic Mode	34	3,33,445	33,34,450	
b) Less: Invalid votes	Physical Postal Ballot Forms	4	38	3,80	0.0006 %
	Electronic Mode	0	0	0	
c) Net Valid votes casted	Physical Postal Ballot Forms	52	88,611	8,86,110	7.0977 %
	Electronic Mode	34	3,33,445	33,34,450	
d) Votes with assent for the Resolution	Physical Postal Ballot Forms	32	88,343	8,83,430	7.0804 %
	Electronic Mode	33	3,32,684	33,26,840	
e) Votes with dissent for the Resolution	Physical Postal Ballot Forms	20	268	2,680	0.0173 %
	Electronic Mode	1	761	7,610	

17. I have on reckoning the voting rights of the shareholders on the basis of the paid up value of the shares registered in their names, found that total percentage of assent of total votes in respect of the resolution is as under:

Resolution no.	Total Valid Votes (A)	Votes with Assent (B)	Percentage (B/A*100)
1.	4,22,056	4,21,027	99.76%

Accordingly, the above-mentioned resolution has been passed by requisite majority.

18. You may accordingly declare the result of the voting by Postal Ballot.



[Signature]
VINEET K CHAUDHARY
Scrutinizer
Membership No: - F5327
C P No: - 4548

Date: 07/01/2017
Place: Noida

For Sharda Motor Industries Ltd.

Sharda Relan
Co-Chairman