

FORM NO. MGT-13
SCRUTINIZER'S REPORT

[Pursuant to Section 108 and 109 of the Companies Act, 2013 read with Rule 20 and 21 of the Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Amendment Rules, 2015]

To,
The Chairman,
34th Annual General Meeting of the
Sat Industries Limited
121, B-Wing, Mittal Tower,
Nariman Point,
Mumbai - 400021.

Dear Sir,

I, Dr. S. K. Jain, Practicing Company Secretary, at 11, Friend's Union Premises Co-operative Society Ltd, 2nd Floor, 227, P. D'Mello Road, Mumbai- 400001 was appointed as Scrutinizer by the Board of Directors of **Sat Industries Limited** ("the Company") for the purpose of scrutinizing e-voting process ("remote e-voting") and voting by use of ballot at the Meeting pursuant to Section 108 & 109 of the Companies Act, 2013 ("the Act") read with Rules 20 & 21 of the Companies (Management and Administration) Rules, 2014 as amended and pursuant to Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 in respect of the below mentioned Resolutions proposed at the 34th Annual General Meeting of the Equity Shareholders of the Company held on Saturday, 14th September, 2019 at 09:15 a.m. at Utsav Hall, Samrat Restaurant, Prem Court, J. Tata Road, Mumbai - 400020, submit my report as under:

1. Dispatch of Notice convening the Meeting.

The Company has informed that, on the basis of the Register of Members and the List of Beneficiary Owners made available by the depositories viz., Central Depository Services (India) Limited ("CDSL") as on 16th August, 2019, it has completed dispatch of the Notice of the AGM as under;



1

➤ By Electronic Means:

On 20th August, 2019 the Registrar and Share Transfer Agents ("RTA") sent 1122 e-mail to Shareholders who had registered their email- id's with Depositories/ the Company, out of which 186 emails were bounced back and 936 mails were delivered.

➤ By Courier:

On 20th August, 2019 the Notice was sent through courier to 306 Shareholders and on 21th August, 2019 further 186 copies were sent to those shareholders whose mails were bounced back.

2. **Cut-off Date**

The Voting rights were reckoned as on Saturday, September 07, 2019 being the cut-off date for the purpose of deciding the entitlements of Shareholders at the remote e-Voting and Voting at the Meeting.

3. **Remote e-Voting**

i. **Agency:**

The Company has appointed Central Depository (India) Services Limited (CDSL) as the Agency for providing the remote e-Voting platform.

ii. **Remote e-Voting:**

The remote e-Voting platform was open from 09:00 A.M. on Wednesday, September 11, 2019 upto 5:00 p.m. on Friday, September 13, 2019 and shareholders were required to cast their votes electronically conveying their assent or dissent in respect of the Ordinary and Special Resolutions, on the e-Voting platform provided by CDSL.

4. **Voting at AGM.**

After the time fixed for closing of the poll by the Chairman one ballot box kept for polling was locked in my presence with due identification mark placed by me.

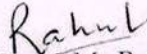


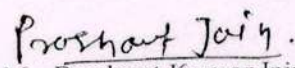
The locked ballot box was subsequently opened in my presence and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Company / Registrar and Transfer Agents of the Company and the authorizations/proxies lodged with the Company.

Members present in person / through Authorised Representatives.	48
Members present but did not participate in Poll and also did not had exercised their votes through E-Voting.	0
Members who cast vote through Poll	42

5. Counting Process:

- i. After the conclusion of the Annual General Meeting, the votes cast through remote e-voting were unblocked at on 13th September, 2019 at 5.05 p.m.
- ii. The ballot box was opened and polling papers were removed and examined in presence of two witnesses who were not in the employment of the Company.


Name: Mr. Rahul Jain


Name: Mr. Prashant Kumar Jain

- iii. Thereafter, the details of equity shareholders, who voted for or against was extracted from the polling papers and the list of equity shareholders who voted "For" or "Against" were downloaded from the E-Voting website of Central Depository Services (India) Limited (CDSL) (<https://www.evotingindia.com>).
- iv. The Management of the Company is responsible to ensure compliance with the requirements of the Act and Rules relating to remote e-voting and voting through Poll at the Meeting on the Resolutions contained in the Notice of the AGM.
- v. My responsibility as Scrutinizer for the remote e-voting and voting through Poll at the Meeting is restricted to making a Scrutinizer's Report of the votes cast in favor or against the Resolutions.
- vi. The combined result of remote E-voting and poll is as under:



VOTING RESULTS

[Pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015]

Company Name	SAT INDUSTRIES LIMITED
Date of the AGM	September 14, 2019
Total number of Shareholders on cut-off date:	1610
No. of shareholders present in the meeting either in person or through proxy or through Authorised Representatives:	48
Promoters and Promoter Group:	02
Public:	46



Resolution No. 1

To receive, consider and adopt:

- To receive, consider and adopt the Audited Financial Statement of the Company for the year ended March 31, 2019 together with the Reports of the Board of Directors and Auditors thereon.

Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes - in favour	No. of votes - against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	58335000	58335000	100.0000	58335000	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		58335000	100.0000	58335000	0	100.0000	0.0000
Public Institutions	E-Voting	500	0	0.0000	0	0	0	0
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		500	0.0000	0	0	0.0000	0.0000
Public-Non Institutions	E-Voting	49664500	17124462	34.4803	17124462	0	100.0000	0.0000
	Poll		6407	0.0129	6407	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		49664500	34.4932	17130869	0	100.0000	0.0000
Total	Total	108000000	75465869	69.8758	75465869	0	100.0000	0.0000



Resolution No. 1

To receive, consider and adopt:

- b. To receive, consider and adopt the Consolidated Audited Financial Statement of the Company for the year ended March 31, 2019 together with the Report of the Auditors thereon.

Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes - in favour	No. of votes - against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	58335000	58335000	100.0000	58335000	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		58335000	100.0000	58335000	0	100.0000	0.0000
Public-Institutions	E-Voting	500	0	0.0000	0	0	0	0
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		500	0.0000	0	0	0.0000	0.0000
Public-Non Institutions	E-Voting	49664500	17124462	34.4803	17124462	0	100.0000	0.0000
	Poll		6407	0.0129	6407	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		49664500	34.4932	17130869	0	100.0000	0.0000
Total	Total	108000000	75465869	69.8758	75465869	0	100.0000	0.0000



Resolution No. 2

To declare a Final Dividend on Equity Shares for the financial year 2018-19

Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes - in favour	No. of votes - against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	58335000	58335000	100.0000	0	58335000	0.0000	100.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	58335000	58335000	100.0000	0	58335000	0.0000	100.0000
Public-Institutions	E-Voting	500	0	0.0000	0	0	0	0
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	500	0	0.0000	0	0	0.0000	0.0000
Public-Non Institutions	E-Voting	49664500	17124462	34.4803	286	17124176	0.0017	99.9983
	Poll		6407	0.0129	1107	5300	17.2780	82.7220
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	49664500	17130869	34.4932	1393	17129476	0.0081	99.9919
Total	Total	108000000	75465869	69.8758	1393	75464476	0.0018	99.9982



Resolution No. 3

To appoint a director in place of Mr. Asad Daud (DIN: 02491539), who retires by rotation and, being eligible, offers himself for re-appointment

Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes - in favour	No. of votes - against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	58335000	58335000	100.0000	58335000	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	58335000	58335000	100.0000	58335000	0	100.0000	0.0000
Public-Institutions	E-Voting	500	0	0.0000	0	0	0	0
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	500	0	0.0000	0	0	0.0000	0.0000
Public-Non Institutions	E-Voting	49664500	17124462	34.4803	17124462	0	100.0000	0.0000
	Poll		6407	0.0129	6407	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	49664500	17130869	34.4932	17130869	0	100.0000	0.0000
Total	Total	108000000	75465869	69.8758	75465869	0	100.0000	0.0000



Resolution No. 4

Re-appointment of Mr. Ramesh Chandra Soni as an Independent Director (DIN: 00049497)

Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes - in favour	No. of votes - against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	58335000	58335000	100.0000	58335000	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	58335000	58335000	100.0000	58335000	0	100.0000	0.0000
			0	0.0000	0	0	0	0
Public-Institutions	E-Voting	500	0	0.0000	0	0	0	0
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	500	0	0.0000	0	0	0.0000	0.0000
			0	0.0000	0	0	0	0
Public-Non Institutions	E-Voting	49664500	17124462	34.4803	17124462	0	100.0000	0.0000
	Poll		6407	0.0129	6407	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	49664500	17130869	34.4932	17130869	0	100.0000	0.0000
			0	0.0000	0	0	0	0
Total	Total	108000000	75465869	69.8758	75465869	0	100.0000	0.0000

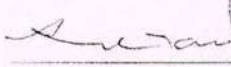


RESULT SUMMARY

SR. NO.	RESOLUTION	TYPE OF RESOLUTION	FAVOUR (%)	AGAINST (%)
1. (a)	To receive, consider and adopt the Audited Financial Statements of the Company for the year ended March 31, 2019 along with the Report of the Directors and Auditors thereon.	Ordinary Resolution	100.0000	0.0000
1. (b)	To receive, consider and adopt the Audited Consolidated Financial Statements of the Company for the financial year ended on March 31, 2019 together with the Report of the Auditors thereon.	Ordinary Resolution	100.0000	0.0000
2.	To declare Final Dividend on Equity Shares	Ordinary Resolution	0.0018	99.9982
3.	To appoint a director in place of Mr. AsadDaud (DIN: 02491539) who retires by rotation, and being eligible, offered himself for re-appointment.	Ordinary Resolution	100.0000	0.0000
4.	Re-appointment of Mr. Ramesh Chandra Soni as an Independent Director (DIN: 00049497).	Special Resolution	100.0000	0.0000

The poll papers and all other relevant records of voting were sealed and handed over to the Company Secretary/Director authorized by the Board for safe keeping.

Thanking You,
Yours Faithfully,


Dr. S.K. Jain
Practicing Company Secretary




Chairman



Place: Mumbai

Date: 14th September, 2019