S B & T INTERNATIONAL LIMITED

Date : 01/10/2016

To,
The Manager,
Listing Department
The National Stock Exchange
Exchange Plaza, 5th Floor, C-1, Block G,
BandraKurla Complex, Bandra (E)
Mumbai – 400 051.

Sub: Disclosure of voting results at the 29th Annual General Meeting (AGM) held on Friday, September 30,2016.

We hereby inform that the 29th Annual General Meeting (AGM) of the Company held on September 30, 2016 at the Wood Art Building, Plot No. 96, Road No. 16, MIDC, Andheri (East), Mumbai – 400093 all the items of business contained in the notice of the AGM were transacted and approved by the shareholders with requisite majority.

The details of voting result (i.e. the results of remote e-voting & poll) in the format prescribed under Regulation 44(3) of the SEBI (Listing Obligation and Disclosure Requirements) Regulation,2015 is being attached herewith for your record and request to find the same in order;

1. Scrutinizer report on e-voting
2. MGT-13, Scrutinizer report on polling at AGM
3. Scrutinizer report- Combined

For **S.B & T International Limited**

Shrance Sethi
Director

Regd Office :
Yusuf Building, 1st Floor, Room No. 15, Abdul Rehman Street, Mumbai - 400 003
CIN No. - L36911MH1986PLC041237 Website - www.sbtindia.com
Factory:
'SEEPZ' Gems & Jewellery Complex - I, Unit-G3, Andheri (E), Mumbai - 400 096. India Tel.: 022-43223838

S.B & T INTERNATIONAL LIMITED

Date of the AGM	30/09/2016
Total number of shareholders on record date	8260
No. of shareholders present in the meeting either in person or through proxy: Promoters and Promoter Group:	7 26
No. of Shareholders attended the meeting through Video Conferencing Promoters and Promoter Group: Public:	NIL
Resolution Required : (Ordinary)	1 - Adoption the Audited Financial Statement for the financial year ended 31st March, 2016 together with the Reports of the Board of Directors' and Auditors' thereon.
Whether promoter/ promoter group are interested in the agenda/resolution?	

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	1753802	1753802	100.0000	1753802	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		1753802	100.0000	1753802	0	100.0000	0.0000
Public Institutions	E-Voting	1095016	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public Non Institutions	E-Voting	14001182	37184	0.0027	26624	10560	0.7160	0.2839
	Poll		1507	0.0001	1507	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		38691	0.0028	28131	10560	100.7160	0.2839
Total		16850000	1792493	10.6379	1781933	10560	99.4109	0.5891

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No. of shareholders present in the meeting either in person or through proxy: Promoters and Promoter Group: Public:	 7 26
No. of Shareholders attended the meeting through Video Conferencing Promoters and Promoter Group: Public:	 NIL
Resolution Required : (Ordinary)	2 - To appoint a Director in place of Mr. Surendra Kumar Sethi (DIN. 00011625), who retires by rotation at this Annual General Meeting and being eligible has offered himself for re-appointment.
Whether promoter/ promoter group are interested in the agenda/resolution?	

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	1753802	1753802	100.0000	1753802	0	100.0000	0.0000
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	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		1753802	100.0000	1753802	0	100.0000	0.0000
Public Institutions	E-Voting	1095016	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
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No. of Shareholders attended the meeting through Video Conferencing Promoters and Promoter Group: Public:	 NIL
Resolution Required : (Ordinary)	3 - To ratify appointment of M/s. M.M. Dubey & Co., Chartered Accountant as a Statutory Auditors of the Company.
Whether promoter/ promoter group are interested in the agenda/resolution?	

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
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	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
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	Poll		0	0.0000	0	0	0.0000	0.0000
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	Total		0	0.0000	0	0	0.0000	0.0000
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Whether promoter/ promoter group are interested in the agenda/resolution?	

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Public Institutions	E-Voting	1095016	0	0.0000	0	0	0.0000	0.0000
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FORM No. MGT-13
Report of Scrutinizer(s)
[Pursuant to rule section 109 of the Companies Act, 2013 and rule 21(2) of the Companies (Management and Administration) Rules, 2014]

To,
The Chairman
S.B And T International Limited

29th Annual General Meeting of the Equity Shareholders of S.B And T International Limited held on 30th September, 2016 at 9.00 a.m. at Wood Art Building, Plot No.96, Road No. 16, MIDC, Andheri (E), Mumbai-400093.

Dear Sir,

I, Arun Dash, proprietor of M/s. Arun Dash & Associates, Company Secretaries have been appointed by the Board of Directors S.B And T International Limited ("the Company"), as Scrutinizer for the purpose of the poll taken on the below mentioned resolutions, at the 29th Annual General Meeting of the Equity Shareholders of S.B And T International Limited, held on 30th September, 2016 at the Wood Art Building, Plot No.96, Road No. 16, MIDC, Andheri (E), Mumbai-400093 under:

1. After the time fixed for closing of the poll by the Chairman, One ballot box kept for polling was locked in my/our presence with due identification marks placed by me.

2. 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.

3. The poll papers, which were incomplete and/or which were otherwise found defective have been treated as invalid and kept separately.

4. The result of the poll is as under:

Item No. 1

Ordinary resolution to consider and adopt the Audited Financial Statement (both stand alone and consolidated) for the year ended 31st March, 2016 together with the Reports of the Board of Directors' and Auditors' thereon.

(i) Voted in favour of the resolution

Number of members voted	Number of votes cast by them	% of total number of valid vote cast (Favour and Against)
22	1507	100

(ii) Voted against the resolution

Number of members voted	Number of votes cast by them	% of total number of valid vote cast (Favour and Against)
NIL	NIL	NIL

ARUN DASH COMPANY SECRETARY C.P. NO. 8309

(iii) Invalid votes

Total number of members whose votes were declared invalid	Total number of votes cast by them
NIL	NIL

Item No. 2

Ordinary resolution to appoint a Director in place of Mr. Surendra Kumar Sethi (DIN. 00011625), who retires by rotation at this Annual General Meeting and being eligible has offered himself for re-appointment.

(i) Voted in favour of the resolution

Number of members voted	Number of votes cast by them	% of total number of valid vote cast (Favour and Against)
22	1507	100

(ii) Voted against the resolution

Number of members voted	Number of votes cast by them	% of total number of valid vote cast (Favour and Against)
NIL	NIL	NIL

(iii) Invalid votes

Total number of members whose votes were declared invalid	Total number of votes cast by them
NIL	NIL

Item No. 3

Ordinary resolution to ratify appointment of M/s. M.M. Dubey & Co., Chartered Accountant as a Statutory Auditors of the Company.

(i) Voted in favour of the resolution

Number of members voted	Number of votes cast by them	% of total number of valid vote cast (Favour and Against)
22	1507	100

(ii) Voted against the resolution

Number of members voted	Number of votes cast by them	% of total number of valid vote cast (Favour and Against)
NIL	NIL	NIL

ARUN DASH COMPANY SECRETARY C.P.-NO. 8309

(iii) Invalid votes

Total number of members whose votes were declared invalid	Total number of votes cast by them
NIL	NIL

5. A Compact Disc (CD) containing a list of equity shareholders who voted "FOR", "AGAINST" and those whose votes were declared invalid for each resolution is enclosed.

6. The poll papers and all other relevant records were sealed and handed over to the Directors/Company Secretary for safe keeping.

Thanking you,

Yours Faithfully,
M/s. Arun Dash & Associates
Company Secretaries

Arun Dash
(Proprietor)
Membership No. 18701
C.P. No. 9309
Place: Mumbai
Date: 01/10/2016

ARUN DASH C.P. NO. 9309 COMPANY SECRETARY

ARUN DASH & ASSOCIATES
COMPANY SECRETARIES

ARUN DASH
B.Com, L.L.B, M.B.A (Finance), ACS

MOBILE: 9820625497

SCRUTINIZER'S REPORT
[Pursuant to section 108 of the Companies Act, 2013 and rule 20 (3) (xi) of the Companies (Management and Administration) Rules, 2014]

To,
The Chairman
29th Annual General Meeting of the members of S.B And T International Limited (the Company) held on the 30th day of September, 2016 at 9.00 a.m. at the Wood Art Building, Plot No.96, Road No. 16, MIDC, Andheri (E), Mumbai-400093.

Dear Sir,

1. I, Arun Dash, Proprietor of M/s. Arun Dash & Associates, Company Secretaries in practice, have been appointed by the Board of Directors of S.B And T International Limited, ("the Company") as Scrutinizer for the purpose of scrutinizing the e-voting process and ascertaining the requisite majority on e-voting carried out as per the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of Companies (Management and Administration) Rules, 2014 (Rules) on the resolutions contained in the notice to the 29th Annual General Meeting of the members of the Company, held on the 30th day of September, 2016 at the Wood Art Building, Plot No.96, Road No. 16, MIDC, Andheri (E), Mumbai-400093.

2. The Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and rules relating to voting through electronic means on the resolution contained in the notice to the 29th Annual General Meeting (AGM) of the members of the Company. My responsibility as a Scrutinizer for the e-voting process is restricted to make a Scrutinizer's Report of the votes cast "in favour" or "against" the resolutions stated above, based on the reports generated from the e-voting system provided by Central Depository Services (India) Limited, the authorized agency to provide e-voting facilities, engaged by the Company.

3. Further to the above, I submit my report as under

i. The e-voting period opened at 10:00 AM on 26th September, 2016 and closed at 5:00 PM on 29th September, 2016

ii. The members of the company as on the "cut off" date i.e. 23rd September, 2016 were entitled to vote on the resolutions (items no. 1 to 3) as set out in the notice convening the 29th Annual General Meeting of the Company

ARUN DASH COMPANY SECRETARY C.P. NO. 9309

402, Mastermind-I, Royal Palms, Aarey Colony, Goregaon (East), Mumbai-400065.
E-mail - csindelin@yahoo.com

ARUN DASH & ASSOCIATES
COMPANY SECRETARIES

MOBILE: 9820025497

ARUN DASH
B.Com, L.L.B, M.B.A (FINANCE), ACS

iii. The votes cast were unblocked on October 1, 2016 in the presence of 2 witnesses, Ms. Rachana Rane and Ms. Pooja Shah, who were not in employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence.

Name: Rachana Rane

Name: Pooja Shah

iv. Thereafter the details containing inter alia, list of Equity Share Holders, who have voted "for", " against" each of the Resolutions that were put to vote, were generated from the e-voting website of Central Depository Services (India) Limited i.e. (https://www.evotingindia.co.in/) and based on such reports generated, the result of the e-voting is as under:

Item No. 1

Ordinary resolution to consider and adopt the Audited Financial Statement for the financial year ended 31st March, 2016 together with Reports of the Board of Directors and Auditors thereon.

(i) Voted in favour of the resolution

Number of members voted	Number of votes cast by them	% of total number of valid vote cast (Favour and Against)
12	1780426	99.41%

(ii) Voted against the resolution

Number of members voted	Number of votes cast by them	% of total number of valid vote cast (Favour and Against)
6	10660	0.59%

(iii) Invalid votes

Total number of members whose votes were declared invalid	Total number of votes cast by them
Nil.	Nil.

ARUN DASH COMPANY SECRETARY C.P.-NO. 8308

402, Mastermind-I, Royal Palms, Aarey Colony, Goregaon (East), Mumbai-400065.
E-mail - cadadin@yahoo.com

ARUN DASH & ASSOCIATES
COMPANY SECRETARIES

ARUN DASH
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MOBILE: 9820625497

Item No. 2

Ordinary resolution to appoint a Director in place of Mr. Surendra Kumar Sethi (DIN. 00011625), who retires by rotation at this Annual General Meeting and being eligible has offered himself for re-appointment.

(i) Voted in favour of the resolution

Number of members voted	Number of votes cast by them	% of total number of valid vote cast (Favour and Against)
11	1696506	99.38

(ii) Voted against the resolution

Number of members voted	Number of votes cast by them	% of total number of valid vote cast (Favour and Against)
6	10560	0.62%

(iii) Invalid votes

Total number of members whose votes were declared invalid	Total number of votes cast by them
1	83920

Item No. 3

Ordinary resolution to ratify appointment of M/s. M.M. Dubey & Co., Chartered Accountant as a Statutory Auditors of the Company.

(i) Voted in favour of the resolution

Number of members voted	Number of votes cast by them	% of total number of valid vote cast (Favour and Against)
12	1780426	99.41%

ARUN DASH C.P. NO. 8309 COMPANY SECRETARY

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E-mail - csindelia@yahoo.com

ARUN DASH & ASSOCIATES
COMPANY SECRETARIES

ARUN DASH
B.Com, L.L.B, M.B.A (Finance), ACS

MOBILE: 9820625497

(ii) Voted against the resolution

Number of members voted	Number of votes cast by them	% of total number of valid vote cast (Favour and Against)
6	10560	0.59%

(iii) Invalid votes

Total number of members whose votes were declared invalid	Total number of votes cast by them
NIL	NIL

Thanking you,

Yours Faithfully,
M/s. Arun Dash & Associates
Company Secretaries

Arun Dash
(Proprietor)
Membership No. 18701
C.P. No. 9309
Place: Mumbai
Date: 01/10/2016

ARUN DASH C.P. NO. 9309 COMPANY SECRETARY

402, Mastermind-I, Royal Palms, Aarey Colony, Goregaon (East), Mumbai-400065.
E-mail - caindelin@yahoo.com

ARUN DASH & ASSOCIATES
COMPANY SECRETARIES

ARUN DASH
B.Com, L.L.B, M.B.A (Finance), ACS

MOBILE: 9820625497

Scrutinizer's Report – Combined

To,
The Chairman
29th Annual General Meeting of the members of S.B And T International Limited (the Company) held on the 30th day of September, 2016 at Wood Art Building, Plot No.96, Road No. 16, MIDC, Andheri (E), Mumbai-400093.

Dear Sir,

1. I, Arun Dash, Proprietor of M/s. Arun Dash & Associates, Company Secretaries in practice, have been appointed as a scrutinizer by

   (i) The Board of Directors of S.B And T International Limited (the Company) for the purpose of scrutinizing the e-voting process under the provision of section 108 of the Companies Act, 2013 (Act) read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (Rules) and

   (ii) the Chairman of the Annual General Meeting (AGM) on the poll under the provision of section 109 of the 2013 Act read with Rule 21 of Rules, on the resolutions contained in the notice to the 29th Annual General Meeting (AGM) of the members of the Company, held on the 30th day of September, 2016 at Wood Art Building, Plot No.96, Road No. 16, MIDC, Andheri (E), Mumbai-400093.

2. The Management of the Company is responsible to ensure the Compliance with the requirement of the Companies Act, 2013 and Rules relating to e-voting and poll on the resolutions contained in the Notice to the 29th Annual General Meeting of the members of the company. My responsibility as a Scrutinizer for the e-voting process and for poll at the AGM is restricted to make a Scrutinizer's report of the votes cast "in favour" or "against" the resolutions stated above, based on the report generated from the e-voting system provided by CDSL, the authorized agency engaged by the Company to provide e-voting facilities for e-voting.

3. I have issued separate Scrutinizer's Report dated 1st October, 2016, on the e-voting and on the resolutions contained in the notice to the AGM. As required by management, I submit herewith my combined report on the results of e-voting together with that of Poll as under: -

ARUN DASH C.P. NO. 8309 COMPANY SECRETARY

402, Mastermind-I, Royal Palms, Aarey Colony, Goregaon (East), Mumbai-400065.
E-mail - csindelin@yahoo.com

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ARUN DASH
B.Com, L.L.B, M.B.A (Finance), ACS

MOBILE: 9820625497

Item no. of Notice	Votes in favour of the resolution		Vote against the resolution		Invalid votes
	Numbers	% of total number of valid vote cast	Numbers	% of total number of valid vote cast	Numbers
Item no. 1 of the Notice (As an Ordinary resolution)	1781933	99.41	10560	0.589	NIL
Item no. 2 of the Notice (As an Ordinary resolution)	1696506	99.38	10560	0.589	83920
Item no. 3 of the Notice (As an Ordinary resolution)	1781933	99.41	10560	0.589	NIL

Thanking you,

Yours faithfully,
M/s. Arun Dash & Associates
Company Secretaries

Arun Dash
(Proprietor)
Membership No. 18701
C.P. No. 9309
Place: Mumbai
Date: 01/10/2016

ARUN DASH COMPANY SECRETARY C.P. NO. 9309

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