

31st March, 2018

Department of Corporate Services
BSE Limited
PhirozeJeejeebhoy Towers,
Dalal Street, Fort, Mumbai - 400001
(Scrip ID – SRSLTD, Scrip Code – 533569)

The Listing Department
National Stock Exchange of India Limited
Exchange Plaza,
BandraKurlaComplex,
Bandra (E), Mumbai-400051
(Symbol – SRSLTD, Series – EQ)

Dear Sir/Ma'm,

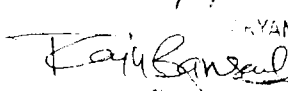
Sub: Postal Ballot Result under Regulation 44 (3) of the SEBI (LODR) Regulations,
2015

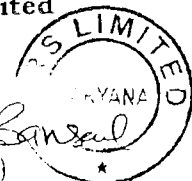
Please find enclosed herewith Results of Postal Ballot along with Scrutinizers' Report for the special resolutions passed.

Thanking You,

Yours Faithfully,

For **SRS Limited**


(Raju Bansal)
Whole-Time Director



SRS LIMITED

Corp. & Regd. Office: SRS Tower, 305 & 307, 3rd Floor, Near Metro Station Mewla Maharajpur, G.T. Road, Faridabad, NCR Delhi - 121003 T 0129-4323100 F 0129-4323195

Admin. Office: SRS Multiplex, Top Floor, City Centre, Sector-12, Faridabad, NCR Delhi - 121007 T 0129-4282801-08 F 0129-4282809-810

W www.srsparivar.com E info@srsparivar.com CIN L74999HR2000PLC040183

Jewells I Cinemas I Retail I Hospitality I Real Estate I Financial Services I Commodities I Health Care I E-Commerce I Education I Mining

31st March, 2018

RESULTS OF POSTAL BALLOT

Pursuant to Section 110 of the Companies Act, 2013, read with Rule 22 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, consent of the Members of the Company was sought by way of Special Resolutions as set out in the Postal Ballot Notice dated 21st February, 2018 by means of physical Ballot Forms and voting through electronic means (e-voting).

Postal Ballot Notice containing the Special Resolutions together with the statement annexed to the Notice was sent to all the Members of the Company and last date of receipt of Postal Ballot Form, either through physical submission or through e-voting was Friday, 30th March, 2018.

Ms. Savita Trehan, Practicing Company Secretary, being the Scrutinizer appointed by the Board of Directors, has submitted her report dated 31st March, 2018 to Sh. Raju Bansal, Whole-Time Director of the Company.

According to the report as submitted by the scrutinizer, the result of the said Postal Ballot is as under:

Date of declaration of the results of Postal Ballot	Saturday, 31 st March, 2018
Total number of shareholders on record date: (being the cut-off date for determining shareholders entitled to vote- 23 rd February, 2018)	36305
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

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Agenda-wise disclosure

SPECIAL BUSINESS

Item No.1 Selling/Disposing Off Cinemas & Retail Business

Resolution Required					Special Resolution			
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) = $\frac{(2)}{(1)} \times 100$	(4)	(5)	(6) = $\frac{(4)}{(5)} \times 100$	(7) = $\frac{(5)}{(2)} \times 100$
Promoter and Promoter Group	E-Voting	34573218	32778465	94.81	32778465	Nil	100	Nil
	Poll		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Postal Ballot		-	-	-	-	-	-
	Total		32778465	94.81	32778465	Nil	100	Nil
Public-Institutions	E-Voting	13314187	-	-	-	-	-	-
	Poll		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Postal Ballot		-	-	-	-	-	-
	Total		-	-	-	-	-	-
Public-Non Institutions	E-Voting	230694621	1470595	0.64	1404279	66316	95.49	4.51
	Poll		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Postal Ballot		0	0.00	0	0	0	Nil
	Total		1470595	0.64	1404279	66316	95.49	4.51
Total		278582026	34249060	12.29	34182744	66316	99.81	0.19

The Number of votes polled in favour of the Resolution is 34182744(99.81% of the total valid votes). Thus, the Resolution has been passed with requisite majority.

Item No.2 Sale of "SRS Value Bazaar" business to Spencer's Retail Limited

Resolution Required					Special Resolution			
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	No. of Votes-in favour	No. of Votes-against	% of Votes in favour on votes	% of Votes against on votes polled

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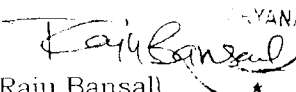
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		(1)	(2)	shares (3)= [(2)/(1)]*100	(4)	(5)	polled (6)=[(4)/(2)] *100	(7)=[(5)/(2)] *100
Promoter and Promoter Group	E-Voting	34573218	32778465	94.81	32778465	Nil	100	Nil
	Poll		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Postal Ballot		-	-	-	-	-	-
	Total		32778465	94.81	32778465	Nil	100	Nil
Public-Institutions	E-Voting	13314187	-	-	-	-	-	-
	Poll		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Postal Ballot		-	-	-	-	-	-
	Total		-	-	-	-	-	-
Public-Non Institutions	E-Voting	230694621	1460805	0.63	1421357	39448	97.30	2.70
	Poll		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Postal Ballot		0	0.00	0	0	0	Nil
	Total		1460805	0.63	1421357	39448	97.30	2.70
Total		278582026	34239270	12.29	34199822	39448	99.88	0.12

The Number of votes polled in favour of the Resolution is 34199822(99.88% of the total valid votes). Thus, the Resolution has been passed with requisite majority.

For **SRS Limited**


(Raju Bansal)
Whole-Time Director

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31st March, 2018

To
Sh. Raju Bansal
Whole-Time Director
SRS Limited
SRS Tower, 3rd Floor, Near Metro Station
Mewla Maharajpur, G.T. Road,
Faridabad, NCR Delhi-121003

Dear Sir,

Sub:Report of Scrutinizer-SRS Limited

I, Savita Trehan, Practicing Company Secretary having office at 56, Sector-29, Faridabad, was appointed as the Scrutinizer by the Board of Directors of your Company vide resolution dated 31st March, 2018 to conduct the Postal Ballot process in respect of the Special Resolutions as mentioned in the Notice for voting by Postal Ballot dated 21st February, 2018 pursuant to Section 110 of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014 for the below mentioned matters:

1. Selling/Disposing Off Cinemas & Retail Business;
2. Sale of "SRS Value Bazaar" business to Spencer's Retail Limited

Now, I submit my report as under:

- 1) The Company sent notices to the shareholders of the Company:
 - In physical mode along with the Postal Ballot Form and a self-addressed pre-paid Business Reply Envelope to the shareholders whose e-mail ids are not registered with the Company as on 23rd February, 2018 (Cut-Off Date); and
 - Via e-mail through M/s. Beetal Financial and Computer Services Private Limited (Registrar & Share Transfer Agent) to those shareholders existing on 23rd February, 2018 (Cut-Off Date) whose e-mail ids are registered with the Company/Depository Participant(s).
- 2) The dispatch of the Notice for Postal Ballot was completed on 28th February, 2018 and voting commenced from 1st March, 2018.
- 3) No Physical Postal Ballot Form has been received in the Company.
- 4) The votes received through e-voting were verified by me in the presence of Ms. Sweety and Ms. Rajani, Executives working with me.



Details of Postal Ballot Received

A. Physical Forms	Nos.
Number of Postal Ballot Forms received	0
Less: Number of Forms rejected/not considered	0
Number of valid physical votes (A)	0
B. E-Voting	
Number of Members who participated in e-voting	84
Number of valid e-voting Votes (B)	84
Total Valid Votes (A) + (B)	84

Analysis of Postal Ballot Result

1. The summary of the postal ballots received for Resolution No.1

Selling/Disposing Off Cinemas & Retail Business:

Particulars	Number of			Number of votes contained in			Percentage
	Physical Postal Ballots	e-Votes	Total	Physical Postal Ballots	e-Votes	Total	Total
Received	0	84	84	0	34249060	34249060	100
Assent	0	70	70	0	34182744	34182744	99.81
Dissent	0	14	14	0	66316	66316	0.19
Total	0	84	84	0	34249060	34249060	100.00

The number of Votes polled in favour of the Special Resolution is 3,41,82,744(99.81%of the total valid votes). Thus, the SpecialResolution has, therefore, been passed with requisite majority.

2. The summary of the postal ballots received for Resolution No.2

Sale of "SRS Value Bazaar" business to Spencer's Retail Limited:

Particulars	Number of			Number of votes contained in			Percentage
	Physical Postal Ballots	e-Votes	Total	Physical Postal Ballots	e-Votes	Total	Total
Received	0	83	83	0	34239270	34239270	100.00
Assent	0	73	73	0	34199822	34199822	99.88
Dissent	0	10	10	0	39448	39448	0.12
Total	0	83	83	0	34239270	34239270	100.00



The number of Votes polled in favour of the Special Resolution is 3,41,99,822 (99.88% of the total valid votes). Thus, the Special Resolution has, therefore, been passed with requisite majority.

I trust that you will find my report comprehensive and self-explanatory in all respects.

I shall hand over the other related papers/registers and records for safe custody to the Whole-Time Director, Sh. Raju Bansal of the Company once the minutes of Postal Ballot are approved and signed by your good self.

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

Thanking You

Yours faithfully,



(Savita Trehan)
Practicing Company Secretary
C.P. No.2569
FCS No.4374