



REF:SEL/BSX/2011-12/7534
March 07, 2011

To
Bombay Stock Exchange Ltd.
Department of Corporate Services
P.J. Tower
Dalal Street
Mumbai

Script Code: 532710, Symbol: SADBHAV

Dear Sir,

In Compliance to the provision of Listing Agreements, we are enclosing herewith following :

1. The Minutes for declaration of results of Postal Ballot held on 7th March, 2012 in respect of the special resolution passed for alteration of Main Object Clause of Company.
2. In compliance to clause 35A, details of voting results in specified format.

Please take above information on your records.

Thanking You,

Yours truly,

For SADBHAV ENGINEERING LIMITED


(VIJAY KALYANI)
COMPANY SECRETARY
Encl: a/a.

C.C.TO: National Stock Exchange of India Ltd.
Exchange Plaza, Bandra Kurla Complex
Bandra(E), Mumbai-400 051

Sadbhav Engineering Limited

Regd Office : "Sadbhav House"
Opp. Law Garden Police Chowki,
Ellisbridge, Ahmedbad- 380006.
T: +91 79 26463384 F: +91 79 26400210
Web : www.sadbhaveng.com



CERTIFIED TRUE COPY OF THE MINUTES FOR DECLARATION OF RESULTS OF POSTAL BALLOT HELD ON 07.03.2012

The Postal Ballot Notice dated 23rd January, 2012, issued pursuant to Section 192A of the Companies Act, 1956, for passing the Special Resolution pursuant to Section 17 to alter Main Object Clause of the Memorandum of Association of the company by postal ballot, was dispatched to the Members of the Company on 4th February, 2012.

The Board of Directors through a resolution passed at the Board Meeting held on 23rd January, 2012 had appointed Mr. Ravi Kapoor, Practicing Company Secretary as Scrutinizer to receive and scrutinize the completed ballot forms received from the Members and for conducting the Postal Ballot process in a fair and transparent manner. The Postal Ballot forms and the self-addressed business reply envelopes were also sent for use of Members. The company also availed the E-Voting facility offered by CDSL for conducting e-Voting by the members of the Company. The shareholders were requested to return the postal ballot forms duly completed along with the assent(for) or dissent (against), so as to reach the scrutinizer on or before 5th March, 2012.

After due scrutiny of all the postal ballot forms received up to close of working hours on 5th March, 2012 (being the last date fixed for return of the duly filed in Postal Ballot forms by the Members). Mr. Ravi Kapoor the scrutinizer appointed by the board has reported the following in his report.

Sr. No.	Particulars	Resolution No. 1		
		No. of postal ballot forms	No. of shares	% of total valid votes
1.	Total number of ballot forms received including e-voting	231	87208826	N.A.
2.	Less : Invalid postal Ballot forms (as per register)	6	4404953	N.A.
3.	Net Valid Postal Ballot forms (as per register)	225	82803873	100
4.	Postal Ballots voted in favour (Assent) of the resolution including e-voting	222	82803623	99.89
5.	Postal Ballots voted against (Dissent) the resolution including e-voting	3	250	0.11

Sadbhav Engineering Limited

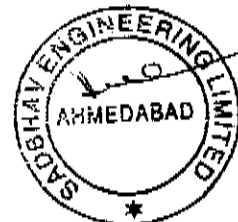
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Mr. Vishnubhai M. Patel, Chairman & Managing Director, after receiving the Scrutinizer's Report dated 7th March, 2012 announced the Special Resolution as specified in the Postal Ballot Notice dated 23rd January, 2012, were duly passed by the requisite majority and directed that the following resolution be recorded in the minutes book as the proceedings of general meeting of the members.

The Special resolution duly approved by the members are as under :

1. **Resolution to alter Main Object Clause of Memorandum of Association :**

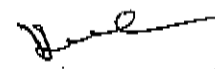
"RESOLVED THAT pursuant to Section 17 and 192A of the Companies Act, 1956, and other applicable provisions, if any, the Main Object Clause III (A) of the Memorandum of Association be and is hereby altered by adding following as Clause No.3 after the existing Clause No. 2 :

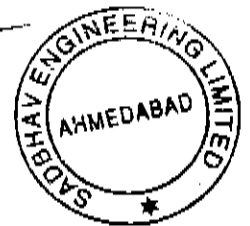
3. To carry on in India or elsewhere the business to generate, receive, produce, improve, buy, sell, resell, acquire, use, transmit, accumulate, employ, distribute, develop, handle, protect, supply and to act as agent, broker, representative, consultant, collaborators or otherwise deal in both conventional and non conventional energy generation sector and to deal in any source of energy as may be develop or invented in future.

Resolved Further that the Board of Directors of the Company be and is hereby authorized to do or cause to be done all such acts, deeds, matters and other things as may be required or considered necessary for giving effect to the aforesaid resolution and all matters connected herewith or incidental thereto

The above results were announced by the undersigned on Wednesday, the 7th March, 2012 at the Registered Office at 11.00 a.m.

Place : Ahmedabad
Date : 07.03.2012


Chairman





Clause 35A- Conclusion of General Meeting, details regarding voting results

Date of declaration of result of Postal Ballot : 07.03.2012

Total number of shareholders on record date : 7285

Details of the Agenda :

Resolution	Type of resolution (Ordinary/Special)	Mode of voting
Pursuant to the provisions of Section 17 and 192A of the Companies Act, 1956 for alteration in Main Object Clause of Memorandum of Association of Company.	Special Resolution	Postal ballot and E-voting

In case of Postal Ballot/ E-voting :

Promoter/Public	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstandi ng 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)]*1 00
Promoter and Promoter Group	71325880	71325880	100.00%	71325880	0	100%	N.A.
Public-Institutional holders	58566520	*15656855	26.73%	11251902	0	71.87%	N.A.
Public- Others	20391900	226091	1.11%	225841	250	99.89%	0.11%
Total	150284300	87208826		82803623	250		

* Votes casted for 4404953 shares were invalid.

For, SADBHAV ENGINEERING LIMITED

[Signature]
COMPANY SECRETARY

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