SANGHI CEMENT

Turning Dreams into Concrete Reality

Date: 5th March, 2018

To,
The General Manager
BSE Ltd.
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai – 400 001

To,
The Assistant Vice-President
The National Stock Exchange of India Ltd.
Exchange Plaza, 5th Floor,
Plot No. C/1, G. Block, Bandra Kurla Complex
Bandra (East), Mumbai – 400 051

Dear Sir,

Sub.: Matters relating to the Extra Ordinary General Meeting (EGM).

This is to inform you that the Extra Ordinary General Meeting (EGM) of the members of the Company was held on Saturday, 3rd March, 2018 at its works at Kutch District, Gujarat - 370 511.

In this regard, we are enclosing herewith the following:

1. The proceedings as required under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
2. The voting results as required under Regulation 44 (3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
3. Consolidated Report of Scrutinizer on Remote E Voting and poll process.

The above are also uploaded on the website of the Company (www.sanghicement.com).

Kindly take the same on your records.

Thanking you,

Yours faithfully,
For, Sanghi Industries Limited

SANGHI INDUSTRIES LIMITED

Anil Agrawal
Company Secretary

Encl: As above

SANGHI CEMENT

Turning Dreams into Concrete Reality

Summary of the proceedings of the Extra Ordinary General Meeting of the Company.

The Extra Ordinary General Meeting of the members of the Company was held on Saturday, 3rd March, 2018 at its works at Kutch District, Gujarat- 370 511 at 9.30 a.m. to seek the approval of members of the Company on resolutions set out in the notice convening Extra Ordinary General Meeting. Shri Ravi Sanghi, Chairman and Managing Director of the Company chaired the meeting. Thereafter he welcomed the shareholders of the company and the requisite quorum being present, he called the meeting to be in order.

With the permission of the members present at the meeting, the Notice convening the Extra Ordinary General Meeting of the Company, as circulated to the shareholders of the Company was taken as read and thereafter the Company Secretary continued with the proceedings of the meeting. The following resolutions as set out in the Notice convening the Extra Ordinary General Meeting were proposed and seconded by the Members.

Sr. No.	Details of the Agenda	Type of resolution
Special Business:		
1.	Approval for raising of funds through Private Placement of Unsecured/ Secured Redeemable Non-Convertible Debentures/ Bonds (NCDs) to eligible investors, in one or more series/ tranches for an amount not exceeding Rs. 1000 crores.	Special
2.	Approval for modifying/ varying the terms and conditions of the existing Non-Convertible Debentures in consultation with the existing Debenture holder, Debenture Trustee and such authorities as may be required in the best interest of the Company.	Special
3.	Approval for re-appointment of Shri Nirubha Balubha Gohil (holding DIN: 05149953), as Whole-time director of the Company with effect from 22nd December, 2017, for a period of three years.	Special

The Company Secretary further informed the members about the remote e-voting facility provided to the shareholders which commenced on 28th February, 2018 (10.00 a.m.) and ended on 2nd March, 2018 (5.00 p.m.). Members who were present at the EGM and had not cast their votes electronically were provided an opportunity to cast their votes at the end of the meeting through Poll. The members were thereafter briefed about the procedure for filling the Poll Papers. The members then cast their votes accordingly.

The Board of Directors has appointed Shri A. A. Narayana Murthy, Company Secretary, as the Scrutinizer for remote e-voting and poll process at the Extra Ordinary General Meeting.

SANGHI INDUSTRIES LIMITED

SANGHI CEMENT

Turning Dreams into ***Concrete Reality***

As all the business of the meeting was completed, the Chairman declared the meeting as concluded. The Chairman thanked all the members present at the meeting for taking active interest in the working of the Company.

The Scrutinizers' report has been received and accordingly it was concluded that all the resolutions as set out in the Notice were passed with requisite majority.

This is for your information and records.

For **Sanghi Industries Limited**

Anil Agrawal
Company Secretary

SANGHI INDUSTRIES LIMITED

Home Validate

Voting results	
Record date	24-02-2018
Total number of shareholders on record date	29471
No. of shareholders present in the meeting either in person or through proxy	
a) Promoters and Promoter group	2
b) Public	33
No. of shareholders attended the meeting through video conferencing	
a) Promoters and Promoter group	0
b) Public	0
No. of resolution passed in the meeting	3
Disclosure of notes on voting results	Add Notes

Prev

SAGHI INDUSTRIES LIMITED

Home | Validate

Resolution (1)

Resolution required: (Ordinary / Special)	Special
Whether promoter/promoter group are interested in the agenda/resolution?	No
Description of resolution considered	Approval for raising of funds through Private Placement of Unsecured/ Secured Redeemable Non-Convertible Debentures/ Bonds (NCDs) to eligible investors, in one or more series/ tranches for an amount not exceeding Rs. 1000 crores.

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	164945782	164945782	100.0000	164945782	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)							
	Total	164945782	164945782	100.0000	164945782	0	100.0000	0.0000
Public- Institutions	E-Voting	41168461	32380941	78.6547	32380941	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)							
	Total	41168461	32380941	78.6547	32380941	0	100.0000	0.0000
Public- Non Institutions	E-Voting	44885757	15734510	35.0546	15734505	5	100.0000	0.0000
	Poll		40396	0.0900	40396	0	100.0000	0.0000
	Postal Ballot (if applicable)							
	Total	44885757	15774906	35.1446	15774901	5	100.0000	0.0000
Total		251000000	213101629	84.9010	213101624	5	100.0000	0.0000

Whether resolution is Pass or Not.	Yes
Disclosure of notes on resolution	Add Notes

* this fields are optional

Details of Invalid Votes

Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

SANGHI INDUSTRIES LIMITED

Home | Validate

Resolution (2)

Resolution required: (Ordinary / Special)	Special
Whether promoter/promoter group are interested in the agenda/resolution?	No
Description of resolution considered	Approval for modifying/ varying the terms and conditions of the existing Non-Convertible Debentures in consultation with the existing Debenture holder, Debenture Trustee and such authorities as may be required in the best interest of the Company.

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	164945782	164945782	100.0000	164945782	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)							
	Total	164945782	164945782	100.0000	164945782	0	100.0000	0.0000
Public- Institutions	E-Voting	41168461	32380941	78.6547	32380941	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)							
	Total	41168461	32380941	78.6547	32380941	0	100.0000	0.0000
Public- Non Institutions	E-Voting	44885757	15734510	35.0546	15734505	5	100.0000	0.0000
	Poll		40396	0.0900	40396	0	100.0000	0.0000
	Postal Ballot (if applicable)							
	Total	44885757	15774906	35.1446	15774901	5	100.0000	0.0000
Total		251000000	213101629	84.9010	213101624	5	100.0000	0.0000
						Whether resolution is Pass or Not.	Yes	
						Disclosure of notes on resolution	Add Notes	

* this fields are optional

Details of Invalid Votes

Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

SANGHI INDUSTRIES LIMITED

Home | Validate

Resolution (3)

Resolution required: (Ordinary / Special)	Special
Whether promoter/promoter group are interested in the agenda/resolution?	No
Description of resolution considered	Approval for re-appointment of Shri Nirubha Balubha Gohil (holding DIN: 05149953), as Whole-time director of the Company with effect from 22nd December, 2017, for a period of three years.

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	164945782	164945782	100.0000	164945782	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)							
	Total	164945782	164945782	100.0000	164945782	0	100.0000	0.0000
Public- Institutions	E-Voting	41168461	23194255	56.3399	20092735	3101520	86.6281	13.3719
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)							
	Total	41168461	23194255	56.3399	20092735	3101520	86.6281	13.3719
Public- Non Institutions	E-Voting	44885757	15734510	35.0546	15734505	5	100.0000	0.0000
	Poll		40396	0.0900	40396	0	100.0000	0.0000
	Postal Ballot (if applicable)							
	Total	44885757	15774906	35.1446	15774901	5	100.0000	0.0000
Total		251000000	203914943	81.2410	200813418	3101525	98.4790	1.5210
						Whether resolution is Pass or Not.	Yes	
						Disclosure of notes on resolution	Add Notes	

* this fields are optional

Details of Invalid Votes

Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

SANGHI INDUSTRIES LIMITED

A.A. Narayana Murthy
Company Secretary

M.I.G. 108
Bathakamma Kunta Shivam Road
Amberpet, Opp. Papaji Dhaba
Hyderabad, Telangana – 500013
Email : aanmurthy@rediffmail.com
Cell : 09000063783

Form No. MGT-13
Report of Scrutinizer
[Pursuant to Section 108 and 109 of the Companies Act, 2013 and Rule 20 and 21(2) of the Companies (Management and Administration) Rules, 2014]

To,
The Chairman,
Extra Ordinary General Meeting of the Equity Shareholders of
Sanghi Industries Limited
(CIN: L18209TG1985PLC005581)
Held on 3rd March, 2018 at its works at
Village Motiber, Taluka Abdasa,
Kutch District, Gujarat – 370 511

Dear Sir,

Sub: Consolidated Scrutinizer's Report on Remote E-voting and poll.

I, A. A. Narayana Murthy, Practising Company Secretary have been appointed as the Scrutinizer by the Board of Directors of M/s. Sanghi Industries Limited, pursuant to Section 108 and 109 of the Companies Act, 2013 ("the Act") to scrutinize the remote e-voting process and voting through poll process at the Extra Ordinary General Meeting of Equity shareholders of M/s. Sanghi Industries Limited held on Saturday, 3rd March, 2018 at 9.30 a.m.

I submit the report as under:

The Notice convening Extra Ordinary General Meeting dated 3rd February, 2018 along with the statement setting out material facts under Section 102 of the Act was sent to the Shareholders.

The shareholders of the Company holding shares as on the "cut-off" date i.e. on 24th February, 2018 were entitled to vote on the resolutions as contained in the Notice of the Extra Ordinary General Meeting.

The voting period for remote e-voting commenced on Wednesday, 28th February, 2018 at 10.00 a.m. (IST) and concluded on Friday, 2nd March, 2018 at 5.00 p.m. (IST) and thereafter the CDSL e-voting platform was blocked.

The votes cast under remote e-voting facility were thereafter unblocked in the presence of two witnesses who were not in the employment of the company and after the conclusion of the voting at the Extra Ordinary General Meeting the votes cast there under were counted.



A.A. Narayana Murthy
Company Secretary

M.I.G. 108
Bathakamma Kunta Shivam Road
Amberpet, Opp. Papaji Dhaba
Hyderabad, Telangana – 500013
Email : aanmurthy@rediffmail.com
Cell : 09000063783

At the Extra Ordinary General Meeting 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 marks 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. I did not find any poll papers invalid.

Consolidated report on the remote E-voting and voting through Poll papers at the Extra Ordinary General Meeting is as under:

SPECIAL BUSINESS:

Resolution No. 1: (SPECIAL RESOLUTION)

Approval for raising of funds through Private Placement of Unsecured/ Secured Redeemable Non-Convertible Debentures / Bonds (NCDs) to eligible investors, in one or more series/ tranches for an amount not exceeding Rs. 1000 crores.

I. Voted in **favour** of the resolution:

Type of Voting	Number of members voted (In person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Remote E-voting	106	213061228	100
Poll / Ballot	33	40396	100
Total	**139**	**213101624**	**100**

II. Voted **against** the resolution:

Type of Voting	Number of members voted (In person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Remote E-voting	1	5	0
Poll / Ballot	---	---	---
Total	**1**	**5**	**0**

A. A. NARAYANA MURTHY * ACS - 4796 * COMPANY SECRETARY

A.A. Narayana Murthy
Company Secretary

M.I.G. 108
Bathakamma Kunta Shivam Road
Amberpet, Opp. Papaji Dhaba
Hyderabad, Telangana - 500013
Email : aanmurthy@rediffmail.com
Cell : 09000063783

III. **Invalid** votes:

Type of Voting	Number of members voted (In person or by proxy) whose votes were declared invalid	Number of votes cast by them
Remote E-voting	----	----
Poll / Ballot	----	----

Resolution No. 2: (SPECIAL RESOLUTION)

Approval for modifying/ varying the terms and conditions of the existing Non-Convertible Debentures in consultation with the existing Debenture holder, Debenture Trustee and such authorities as may be required in the best interest of the Company.

I. Voted in **favour** of the resolution:

Type of Voting	Number of members voted (In person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Remote E-voting	106	213061228	100
Poll / Ballot	33	40396	100
Total	**139**	**213101624**	**100**

II. Voted **against** the resolution:

Type of Voting	Number of members voted (In person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Remote E-voting	1	5	0
Poll / Ballot	----	----	----
Total	**1**	**5**	**0**

III. **Invalid** votes:

Type of Voting	Number of members voted (In person or by proxy) whose votes were declared invalid	Number of votes cast by them
Remote E-voting	----	----
Poll / Ballot	----	----

A. NARAYANA MURTHY ★ ACS - 4798 ★ COMPANY SECRETARY

A.A. Narayana Murthy
Company Secretary

M.I.G. 108
Bathakamma Kunta Shivam Road
Amberpet, Opp. Papaji Dhaba
Hyderabad, Telangana - 500013
Email : aanmurthy@rediffmail.com
Cell : 09000063783

Resolution No. 3: (SPECIAL RESOLUTION)

Approval for re-appointment of Shri Nirubha Balubha Gohil (holding DIN: 05149953), as Whole-time director of the Company with effect from 22nd December, 2017, for a period of three years.

I. Voted in **favour** of the resolution:

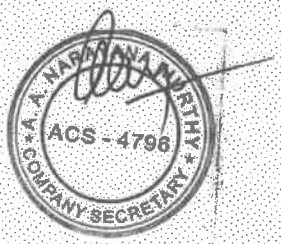
Type of Voting	Number of members voted (In person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Remote E-voting	100	200773022	98.48
Poll / Ballot	33	40396	100
Total	**133**	**200813418**	**98.48**

II. Voted **against** the resolution:

Type of Voting	Number of members voted (In person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Remote E-voting	5	3101525	1.52
Poll / Ballot	----	----	----
Total	**5**	**3101525**	**1.52**

III. **Invalid** votes:

Type of Voting	Number of members voted (In person or by proxy) whose votes were declared invalid	Number of votes cast by them
Remote E-voting	----	----
Poll / Ballot	----	----



A.A. Narayana Murthy
Company Secretary

M.I.G. 108
Bathakamma Kunta Shivam Road
Amberpet, Opp. Papaji Dhaba
Hyderabad, Telangana - 500013
Email : aanmurthy@rediffmail.com
Cell : 09000063783

All relevant records of electronic voting will remain in my safe custody until the Chairman considers, approves and signs the minutes of the Extra Ordinary General Meeting and the same shall be handed over thereafter to the Chairman / Company Secretary for safe keeping.

Thanking You,
Yours faithfully,

A.A.N. Murthy
ACS No. : 4796
COP No. : 15438
Scrutinizer
Company Secretary

A. A. NARAYANA MURTHY * ACS - 4796 * COMPANY SECRETARY

Counter Signed

Ravi Sanghi
Chairman & Managing Director

SANGHI INDUSTRIES LIMITED

Date : 3rd March, 2018
Place : Kutch