

SANCO

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29th September, 2017

Department of Corporate Services
National Stock Exchange of India
Exchange Plaza
Plot No. C/1, G Block
Bandra- Kurla Complex
Bandra(E)
Mumbai- 400 051

Company Code: SANCO

**Sub: Disclosure of Voting Results pursuant to Regulation 44(3) of the SEBI
(Listing obligations and Disclosure) Requirement, 2015.**

Dear Sir/Madam,

Pursuant to Regulation 44(3) of the SEBI (Listing obligations and Disclosure) Requirement, 2015 we would like to inform you that the 27th Annual General Meeting (AGM) of the Company was held on 28th September 2017 at 03.30 P.M at D-161, Surajmal Vihar, Delhi-110092. All the items of the business specified in the Notice were considered and approved by the Shareholders except the regularization of Mr. Anurag Gupta.

The details of the Voting results at the AGM are enclosed along with the Scrutinizer's report in the prescribed format.

This is for your information and record.

Thanking You,
Yours Faithfully
For Sanco Industries Limited



Sanjay Gupta
(Managing Director)

Sanco Industries Limited

Corp. office :- D-161 Suraj Mal Vihar,
(Near Karkardooma Court) New Delhi-110092 (INDIA)
Phone :- 011-47315500 (100 lines),
Fax :- 91-11-47315555
e-mail - sancos86@sancopipes.com
web site - www.sancopipes.com

Regd. office :- 9/51, Bazar Gali, Vishwas Nagar,
New Delhi-110032 (INDIA)

Works :- Village Satiwala, Tehsil
Paonta Sahib-173025 (H.P.) India
Ph. 09318970197

CIN: L74899DL1989PLC035549

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Department of Corporate Services
National Stock Exchange of India
Exchange Plaza
Plot No. C/1, G Block
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Bandra(E)
Mumbai- 400 051

Company Code: SANCO

Sub: Outcome of Annual General Meeting on 28th September, 2017

Dear Sir/Madam,

In accordance with Clause 33d of the NSE Listing Agreement, we wish to inform you that the 27th Annual General Meeting of the Shareholders of the Company was held on 28th September, 2017 at "D-161, Surajmal Vihar, Delhi-110092.

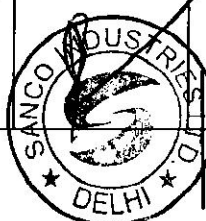
Sl. No.	Description	Particulars
1.	Date of Annual General Meeting	28-09-2017
2.	Date of Book Closure	22-09-2017
3.	Total no. of Shareholders on record date	1163
4.	No. of shareholders present in the meeting either in person or through proxy : 34	
5.	No. of shareholders attending the meeting through video conferencing:	
	Not Arranged	

Outcome of 27th Annual General Meeting of the Shareholders of the Company

Sl. No.	Details of Agenda	Resolution	Remarks	Mode of passing Resolution
1	To receive, consider and adopt the audited Balance Sheet of the Company as at 31 st March 2017, the Profit and Loss Account for the year ended on that date and the reports of the Board of Directors and Auditors	Ordinary	Passed	E-voting and through Poll

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CEP: 74899DL1989PLC035549

2	Re-appointment of Mr. Sanjay Gupta and Mr. Sidhant Gupta who retires from office by rotation, and being eligible, offers them for re-appointment.	Ordinary	Passed	E-voting and through Poll
3	To Ratify the appointment of M/s V.J.M. & Associates. Chartered Accountant, as Auditors and fixing their remuneration.	Ordinary	Passed	E-voting and through Poll
4	Regularization Mr. Anurag Gupta.	Special	Not Passed	E-voting and through Poll
5	Regularization Mr. Surender Kumar Gupta	Special	Passed	E-voting and through Poll
6	Regularization Ms. Sonu Kumari	Special	Passed	E-voting and through Poll
7	Related party transaction	Special	Passed	E-voting and through Poll

Kindly take the above information of record.

Thanking You,
Yours Faithfully

For Sanco Industries Limited


Sanjay Gupta
(Managing Director)



Report of Scrutinizer

(Consolidated Result of Voting)

(Pursuant to Regulations 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 and pursuant to section 108 of the Companies Act, 2013 and Companies (Management and Administration) Rules, 2014)

To,

**The Board of Directors
Sanco Industries Limited
9/51 Bazar Gali, Vishwas Nagar
Delhi-110032**

Sir,

I, Shazan Ali, Partner, SAS & Associates, Company Secretaries, was appointed as a Scrutinizer's of "Sanco Industries Limited" ("the Company") Pursuant to section 110 of the Companies Act, 2013 and Rules 22 of Companies (Management and Administration) Rules 2014 read with 20 of the Companies (Management and Administration) Rules as amended by Companies (Management and Administration) Amendment Rules 2015 to the extent applicable for the purpose of Scrutinizing the e-voting and Postal Ballot in a fair and transparent manner and ascertaining the requisite majority on e-Voting and Postal Ballot out as per the provision of Companies Act, 2013 on the below mentioned resolution (S).

I submit my report as under:

1. The E-Voting period remained open from 09.00 A.M. on 25th September, 2017 up to 05.00 P.M. on 27th September, 2017.
2. The Notice was sent to all the Members, whose names appeared in the Register of Members as on 1st September, 2017 who were entitled to vote on the proposed 7 (Seven) resolutions as mentioned in the Notice of the Annual General Meeting of **Sanco Industries Limited** (Item Number 1(one) to 7(Seven) of the Annual General Meeting of **Sanco Industries Limited**.
3. The votes were unblocked on 28th September, 2017 around 6:30 P.M. in the presence of two witnesses who are not in employment of Company.
4. Thereafter, the details containing, inter-alia, list of equity shareholder, who voted "For" and "Against", were downloaded from E voting website of Central Depository Services Limited, <https://www.evotingindia.com/homepage.jsp>
5. The result of the poll and E-voting is as under;



ORDINARY BUSINESS

ITEM NO. 1

ADOPTION OF ACCOUNTS

To receive, consider and adopt the audited Balance Sheet of the Company as at 31st March 2017, the Profit and Loss Account for the year ended on that date and the reports of the Board of Directors and Auditors thereon.

i. Voted **in favor** of the resolution

Mode of Voting	Number of members voted	Total Vote cast	Number of votes cast in Favour	% of total number of valid votes cast
Poll	22	40	40	0.0006%
E- Voting	20	6833338	6571942	99.9994%
Total	42	6833378	6571982	100%

ii. Voted **against** the resolution:

Mode of Voting	Number of members voted	Total Vote cast	Number of votes cast against	% of total number of valid votes cast
Poll	22	40	0	0.0006%
E- Voting	20	6833338	261396	99.9994%
Total	42	6833378	261396	100%

iii. **Invalid Votes**

Total number of members whose votes were declared invalid	Total number of votes cast by them
0	0

ITEM NO. 2

RE-APPOINTMENT OF DIRECTOR

To appoint Directors in place of Mr. Sanjay Gupta and Mr. Sidhant Gupta, who retires from office by rotation, and being eligible, offers themselves for re-appointment.



i. Voted **in favor** of the resolution

Mode of Voting	Number of members voted	Total Vote cast	Number of votes cast in Favour	% of total number of valid votes cast
Poll	22	40	40	0.0006%
E- Voting	20	6833338	6535515	99.9994%
Total	42	6833378	6535555	100%

ii. Voted **against** the resolution;

Mode of Voting	Number of members voted	Total Vote cast	Number of votes cast against	% of total number of valid votes cast
Poll	22	40	0	0.0006%
E- Voting	20	6833338	297823	99.9994%
Total	42	6833378	297823	100%

iii. **Invalid** Votes

Total number of members whose votes were declared invalid	Total number of votes cast by them
0	0

ITEM NO. 3

RE- APPOINTMENT OF AUDITOR

“**RESOLVED** that pursuant to the provisions of Section 139 and all other applicable provisions of the Companies Act, 2013 (the “Act”) read with Rule 3(7) of the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), the Company hereby ratifies the appointment M/s V.J.M & Associates, Chartered Accountants (Firm Registration No. 027535N), as the Statutory Auditors of the Company to hold office from the conclusion of this meeting until the conclusion of the next Annual General Meeting on such remuneration as may be determined by the Board of Directors.”

i. Voted **in favor** of the resolution

Mode of Voting	Number of members voted	Total Vote cast	Number of votes cast in Favour	% of total number of valid votes cast
Poll	22	40	40	0.0006%
E- Voting	20	6833338	6726311	99.9994%
Total	42	6833378	6726351	100%



ii. Voted **against** the resolution:

Mode of Voting	Number of members voted	Total Vote cast	Number of votes cast against	% of total number of valid votes cast
Poll	22	40	0	0.0006%
E- Voting	20	6833338	107027	99.9994%
Total	42	6833378	107027	100%

iii. **Invalid Votes**

Total number of members whose votes were declared invalid	Total number of votes cast by them
0	0

ITEM NO. 4

To consider and, if thought fit, to give your assent or dissent to the following resolution proposed to be passed as Special Resolution for appointment of Mr. Anurag Gupta (DIN-01307898) as a Whole Time Director:-

“RESOLVED THAT pursuant to the provisions of Sections 196, 197, 203 read with Schedule V and other applicable provisions if any, of the Companies Act, 2013, the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), and the Articles of Association of the Company consent of members of the company be and are hereby accorded to the appointment of Mr. Anurag Gupta as a Whole-Time Director of the Company by the Board of Directors, designated as Whole Time Director, for a period of 3 years w.e.f. 16 January 2017 to 15 January, 2020 upon the following terms and conditions:-

Total Salary the Total CTC of Mr. Anurag Gupta will be in the range of 6 Lacs Per Annum. The above CTC will be bifurcated as per the standard salary structure of the company. Over and above the above-mentioned CTC, he will also entitle the perquisites as per Company policies, as amended time to time.

RESOLVED FURTHER THAT in the event of loss or inadequacy of profit in any financial year of the Company during the term of office of Mr. Anurag Gupta as a Whole Time Director, the remuneration payable to him shall be paid to him as minimum remuneration provided that the total remuneration by way of salary, ex-gratia, perquisites and other allowances shall not exceed the limits prescribed from time to time of Schedule V of the Companies Act, 2013.”

i. Voted **in favor** of the resolution

Mode of Voting	Number of members voted	Total Vote cast	Number of votes cast in Favour	% of total number of valid votes cast
Poll	22	40	0	0.0006%
E- Voting	20	6833338	6571942	99.9994%
Total	42	6833378	6571942	100%



ii. Voted **against** the resolution:

Mode of Voting	Number of members voted	Total Vote cast	Number of votes cast against	% of total number of valid votes cast
Poll	22	40	40	0.0006%
E- Voting	20	6833338	261396	99.9994%
Total	42	6833378	261436	100%

iii. **Invalid Votes**

Total number of members whose votes were declared invalid	Total number of votes cast by them
0	0

However according to the notice received from National Stock Exchange of India (NSE) as on date 27th September, 2017 regarding disqualification of Director pursuant to Section 164 (2) of Companies Act, 2013 subject to which Mr. Anurag Gupta has been disqualified to be appointed as director.

ITEM NO.5

To consider and, if thought fit, to give your assent or dissent to the following resolution proposed to be passed as an Ordinary Resolution for Appointment of Mr. Surender Kumar Gupta (DIN-07613952) as an Independent Director:-

“RESOLVED THAT pursuant to the provisions of Sections 149, 152 and other applicable provisions, if any, of the Companies Act, 2013, and the rules made there under, including any amendment, modification, variation or re-enactment thereof read with Schedule IV to the Companies Act, 2013, for the time being in force, Mr. Surender Kumar Gupta, Director of the Company, in respect of whom the Company has received a notice in writing from a Member proposing his candidature for the office of-Independent Director, be and is hereby appointed as an Independent Director of the Company, to hold office as such for a period of 5(five) years, with effect from 29 September, 2016 to 28 September, 2021 AND THAT he shall not be liable to retire by rotation.”

i. Voted **in favor** of the resolution

Mode of Voting	Number of members voted	Total Vote cast	Number of votes cast in Favour	% of total number of valid votes cast
Poll	22	40	40	0.0006%
E- Voting	20	6833338	6503475	99.9994%
Total	42	6833378	6503515	100%



ii. Voted **against** the resolution:

Mode of Voting	Number of members voted	Total Vote cast	Number of votes cast against	% of total number of valid votes cast
Poll	22	40	0	0.0006%
E- Voting	20	6833338	329863	99.9994%
Total	42	6833378	329863	100%

iii. **Invalid Votes**

Total number of members whose votes were declared invalid	Total number of votes cast by them
0	0

ITEM NO.6

To consider and, if thought fit, to give your assent or dissent to the following resolution proposed to be passed as an Ordinary Resolution for Appointment of Ms. Sonu Kumari (DIN-07911978) as an Independent Director:-

“RESOLVED THAT pursuant to the provisions of Sections 149, 152 and other applicable provisions, if any, of the Companies Act, 2013, and the rules made there under, including any amendment, modification, variation or re-enactment thereof read with Schedule IV to the Companies Act, 2013, for the time being in force, Ms. Sonu Kumari, Director of the Company, in respect of whom the Company has received a notice in writing from a Member proposing his candidature for the office of Independent Director, be and is hereby appointed as an Independent Director of the Company, to hold office as such for a period of 5(five) years, with effect from 12 August, 2017 to 11 August, 2022 AND THAT he shall not be liable to retire by rotation.”

i. Voted **in favor** of the resolution

Mode of Voting	Number of members voted	Total Vote cast	Number of votes cast in Favour	% of total number of valid votes cast
Poll	22	40	40	0.0006%
E- Voting	20	6833338	6535515	99.9994%
Total	42	6833378	6535555	100%

ii. Voted **against** the resolution:

Mode of Voting	Number of members voted	Total Vote cast	Number of votes cast against	% of total number of valid votes cast
Poll	22	40	0	0.0006%
E- Voting	20	6833338	297823	99.9994%
Total	42	6833378	297823	100%



iii. **Invalid Votes**

Total number of members whose votes were declared invalid	Total number of votes cast by them
0	0

ITEM NO. 7

To consider and, if thought fit, to give your assent or dissent to the following resolution proposed to be passed as Special Resolution for Related Party Transactions:-

RESOLVED THAT pursuant to the provisions of Section 188 and all other applicable provisions if any, of the Companies Act, 2013 (the Act) read with the Companies (Meetings of Board and its Powers) Rules, 2014 and subject to such approvals, consents, sanctions and permissions as may be necessary, consent of the members of the company be accorded to the Board of Directors of the company to enter into contracts and/or agreements with related parties as defined under the Act with respect to sale, purchase or supply of goods or materials, leasing of property of any kind, availing or rendering of any services, appointment of agent for purchase or sale of goods, materials, services or property or appointment of such related party to any office or place of profit in the company, or its subsidiary or associate company or any other transactions of whatever nature with related parties up to the maximum Rs 25 Crs. per annum for the year 2017-18 and further years.”

“FURTHER RESOLVED THAT the Board of Directors of the company, be and is hereby authorised to determine the actual sums to be involved in the proposed transactions and the terms & conditions related thereto and all other matters arising out of or incidental to the proposed transactions and generally to do all acts deeds and things that may be necessary proper, desirable or expedient and to execute all documents, agreements and writings as may be necessary, proper, desirable or expedient to give effect to this resolution”.

i. Voted **in favor** of the resolution

Mode of Voting	Number of members voted	Total Vote cast	Number of votes cast in Favour	% of total number of valid votes cast
Poll	22	40	40	0.0006%
E- Voting	20	6833338	6535515	99.9994%
Total	42	6833378	6535555	100%

ii. Voted **against** the resolution:

Mode of Voting	Number of members voted	Total Vote cast	Number of votes cast against	% of total number of valid votes cast
Poll	22	40	0	0.0006%
E- Voting	20	6833338	297823	99.9994%
Total	42	6833378	297823	100%



iii. **Invalid Votes**

Total number of members whose votes were declared invalid	Total number of votes cast by them
0	0

Thanking you,
Yours faithfully
SAS & Associates


Shazan Ali
(Partner)
Company Secretary
M. No. 8748
CP No. 9354



Place- New Delhi
Date- 29th September, 2017