Sarla Performance Fibers Ltd.
304, Arcadia, 195, Nariman Point, Mumbai 400021
(O)+91 22 2283 4116/6632 4038
(O)+91 22 4032 2786-4032 2795
(F) +91 22 2285 1728
info@sarlafibers.com
CIN : L31909DN1993PLC000056

SARLA PERFORMANCE FIBERS

100% EOU
www.sarlafibers.com

1st October, 2016

SPFL/2016-17

To,
BSE Limited,
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai - 400001
Scrip Code: 526885

To,
National Stock Exchange of India Limited
Exchange Plaza, Plot No. C/1, G Block,
Bandra - Kurla Complex, Bandra (East),
Mumbai - 400051
Symbol: SARLAPOLY

Dear Sir/ Madam,

Sub:- Regulation 44 (3) of the SEBI (Listing Obligation and Disclosure Requirements) Regulation – 2015- Results of Voting of 23rd Annual General Meeting

Pursuant to Regulation 44 (3) of SEBI (Listing Obligation and Disclosure Requirements) Regulation – 2015, we are forwarding herewith the details regarding the Voting Results of the business transacted at the 23rd AGM of the Company held on 30th September, 2016 at 11:00 a,m, at Registered office of the Company at 59/1/4, Amli Piparia Industrial estate, Silvassa, U T of Dadra & Nagar Haveli, 396 230.

We are forwarding herewith consolidated report of the scrutinizer on e-voting and voting through ballot paper at the AGM.

Thanking you,

Yours Faithfully,

For Sarla Performance Fibers Ltd

Mahendra Sheth
CFO & Company Secretary

Encl.: As stated above

Regd. Off. & Works 1:
Survey No. 59 / 1 / 4.
Amli Piparia Industrial Estate,
Silvassa - 396 230, U.T. Dadra & Nagar Haveli
(O) +91 260 3290467
(F) +91 260 2631356
silvassa@sarlafibers.com

Works 2:
Survey No. 64/2/3/4,61/1,61/2,62/5,63/5,63/7,
Amli Piparia Industrial Estate,
Silvassa - 396 230, U.T. Dadra & Nagar Haveli
(O) +91 260 3290467
(F) +91 260 2631356
silvassa@sarlafibers.com

Vapi Works:
Shed No. A1 / 48,
100 Sheds Area,
GIDC, Vapi - 396 195 (Gujarat)
(O) +91 260 3290953
(F) +91 260 2453507
vapi@sarlafibers.com

Sarla Performance Fibers Ltd.
304, Arcadia, 195, Nariman Point, Mumbai 400021
(O)+91 22 2283 4116/6632 4038
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CIN : L31909DN1993PLC000056

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Date of the AGM	Friday, 30th September, 2016
Total number of shareholders on record date	As on Cut-off date 23rd September, 2016, 6853 Shareholders
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group:	10
Public:	24
No. of Shareholders attended the meeting through Video Conferencing	
Promoters and Promoter Group:	NIL
Public	NIL

Result of the Meeting

Sr No	Agenda	Resolution Required (Ordinary/ Special)	Mode of Voting	Remarks
1	To receive, consider and adopt the Standalone and Consolidated Audited financial statements of the Company for the financial year ended 31st March, 2016 including the Statement of Profit and Loss for the year ended on that date together with the Reports of the Board of Directors and the Auditors thereon.	Ordinary	E-Voting and Ballot paper at AGM	Passed with Requisite Majority
2	To declare dividend for the financial year ended 31st March, 2016.	Ordinary	E-Voting and Ballot paper at AGM	Passed with Requisite Majority
3	To appoint a Director in place of Ms. Neha K. Jhunjhunwala [DIN: 07144529], who retires by rotation as per the provisions of Section 152 of the Companies Act, 2013 and being eligible, offers herself, for re-appointment	Ordinary	E-Voting and Ballot paper at AGM	Passed with Requisite Majority
4	To ratify the Appointment of Auditors	Ordinary	E-Voting and Ballot paper at AGM	Passed with Requisite Majority
5	To ratify appointment and remuneration of Cost Auditor for financial year 2015-16	Ordinary	E-Voting and Ballot paper at AGM	Passed with Requisite Majority
6	To ratify appointment and remuneration of Cost Auditor for financial year 2016- 17	Ordinary	E-Voting and Ballot paper at AGM	Passed with Requisite Majority
7	Service of Documents as per Section 20 of the Companies Act, 2013	Ordinary	E-Voting and Ballot paper at AGM	Passed with Requisite Majority

Resolution - 1

Agenda: To receive, consider and adopt the Standalone and Consolidated Audited financial statements of the Company for the financial year ended 31st March, 2016 including the Statement of Profit and Loss for the year ended on that date together with the Reports of the Board of Directors and the Auditors thereon.								
Resolution required: (Ordinary/ Special)		Ordinary						
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)=[(2)/(1)]* 100	-4	-5	(6)=[(4)/(2)]* 100	(7)=[(5)/(2)] *100
Promoter and Promoter Group	E-Voting	46121907	43519907	94.36	43519907	0	100.00	0.00
	Poll	46121907	1955000	4.24	1955000	0	100.00	0.00
	Total	**46121907**	**45474907**	**98.60**	**45474907**	**0**	**100.00**	**0.00**
Public- Institutions	E-Voting	11955685	8482996	70.95	8482996	0	100.00	0.00
	Poll	11955685	0	0.00	**0**	**0**	0.00	0.00
	Total	**11955685**	**8482996**	**70.95**	**8482996**	**0**	**100.00**	**0.00**
Public- Non Institutions	E-Voting	25425408	16787	0.07	16787	0	100.00	0.00
	Poll	25425408	1537165	6.05	1537165	0	100.00	0.00
	Total	**25425408**	**1553952**	**6.11**	**1553952**	**0**	**100.00**	**0.00**
Total		**83503000**	**55511855**	**66.48**	**55511855**	**0**	**100.00**	**0.00**

Resolution - 2

Agenda: To declare dividend for the financial year ended 31st March, 2016.								
Resolution required: (Ordinary/ Special)		Ordinary						
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)=[(2)/(1)]* 100	-4	-5	(6)=[(4)/(2)]* 100	(7)=[(5)/(2)] *100
Promoter and Promoter Group	E-Voting	46121907	43519907	94.36	43519907	0	100.00	0.00
	Poll	46121907	1955000	4.24	1955000	0	100.00	0.00
	Total	**46121907**	**45474907**	**98.60**	**45474907**	**0**	**100.00**	**0.00**
Public- Institutions	E-Voting	11955685	8482996	70.95	8482996	0	100.00	0.00
	Poll	11955685	0	0.00	**0**	**0**	0.00	0.00
	Total	**11955685**	**8482996**	**70.95**	**8482996**	**0**	**100.00**	**0.00**
Public- Non Institutions	E-Voting	25425408	16787	0.07	15787	1000	94.04	5.96
	Poll	25425408	1537165	6.05	1537165	0	100.00	0.00
	Total	**25425408**	**1553952**	**6.11**	**1552952**	**1000**	**94.04**	**5.96**
Total		**83503000**	**55511855**	**66.48**	**55510855**	**1000**	**99.998**	**0.002**

Resolution - 3

Agenda: To appoint a Director in place of Ms. Neha K. Jhunjhunwala [DIN: 07144529], who retires by rotation as per the provisions of Section 152 of the Companies Act, 2013 and being eligible, offers herself, for re-appointment.								
Resolution required: (Ordinary/ Special)		Ordinary						
Whether promoter/ promoter group are interested in the agenda/resolution?					Yes, Mr. Madhusudan Jhunjhunwala, Mr. Krishnakumar Jhunjhunwala and Ms. Neha Jhunjhunwala			
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	46121907	43519907	94.36	43519907	0	100.00	0.00
	Poll	46121907	1955000	4.24	1955000	0	100.00	0.00
	Total	**46121907**	**45474907**	**98.60**	**45474907**	**0**	**100.00**	**0.00**
Public- Institutions	E-Voting	11955685	8482996	70.95	8482996	0	100.00	0.00
	Poll	11955685	0	0.00	0	0	0.00	0.00
	Total	**11955685**	**8482996**	**70.95**	**8482996**	**0**	**100.00**	**0.00**
Public- Non Institutions	E-Voting	25425408	16787	0.07	16487	300	98.21	1.79
	Poll	25425408	1537165	6.05	1537165	0	100.00	0.00
	Total	**25425408**	**1553952**	**6.11**	**1553652**	**300**	**98.21**	**1.79**
Total		**83503000**	**55511855**	**66.48**	**55511555**	**300**	**99.999**	**0.001**

Resolution - 4

Agenda: To ratify the Appointment of Statutory Auditors								
Resolution required: (Ordinary/ Special)		Ordinary						
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)=[(2)/(1)]* 100	-4	-5	(6)=[(4)/(2)]* 100	(7)=[(5)/(2)] *100
Promoter and Promoter Group	E-Voting	46121907	43519907	94.36	43519907	0	100.00	0.00
	Poll	46121907	1955000	4.24	1955000	0	100.00	0.00
	Total	**46121907**	**45474907**	**98.60**	**45474907**	**0**	**100.00**	**0.00**
Public- Institutions	E-Voting	11955685	8482996	70.95	8482996	0	100.00	0.00
	Poll	11955685	0	0.00	**0**	0	0.00	0.00
	Total	**11955685**	**8482996**	**70.95**	**8482996**	**0**	**100.00**	**0.00**
Public- Non Institutions	E-Voting	25425408	16787	0.07	16787	0	100.00	**0.00**
	Poll	25425408	1537165	6.05	1537165	0	100.00	**0.00**
	Total	**25425408**	**1553952**	**6.11**	**1553952**	**0**	**100.00**	**0.00**
Total		**83503000**	**55511855**	**66.48**	**55511855**	**0**	**100.00**	**0.00**

Resolution - 5

Agenda: To ratify appointment and remuneration of Cost Auditor for financial year 2015-16								
Resolution required: (Ordinary/ Special)		Ordinary						
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)=[(2)/(1)]* 100	-4	-5	(6)=[(4)/(2)]* 100	(7)=[(5)/(2)] *100
Promoter and Promoter Group	E-Voting	46121907	43519907	94.36	43519907	0	100.00	0.00
	Poll	46121907	1955000	4.24	1955000	0	100.00	0.00
	Total	**46121907**	**45474907**	**98.60**	**45474907**	**0**	**100.00**	**0.00**
Public- Institutions	E-Voting	11955685	8482996	70.95	8482996	0	100.00	0.00
	Poll	11955685	0	0.00	**0**	0	0.00	0.00
	Total	**11955685**	**8482996**	**70.95**	**8482996**	**0**	**100.00**	**0.00**
Public- Non Institutions	E-Voting	25425408	16787	0.07	16787	0	100.00	0.00
	Poll	25425408	1537165	6.05	1537165	0	100.00	0.00
	Total	**25425408**	**1553952**	**6.11**	**1553952**	**0**	**100.00**	**0.00**
Total		**83503000**	**55511855**	**66.48**	**55511855**	**0**	**100.00**	**0.00**

Resolution - 6

Agenda: To ratify appointment and remuneration of Cost Auditor for financial year 2016-17								
Resolution required: (Ordinary/ Special)		Ordinary						
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)=[(2)/(1)]* 100	-4	-5	(6)=[(4)/(2)]* 100	(7)=[(5)/(2)] *100
Promoter and Promoter Group	E-Voting	46121907	43519907	94.36	43519907	0	100.00	0.00
	Poll	46121907	1955000	4.24	1955000	0	100.00	0.00
	Total	**46121907**	**45474907**	**98.60**	**45474907**	**0**	**100.00**	**0.00**
Public- Institutions	E-Voting	11955685	8482996	70.95	8482996	0	100.00	0.00
	Poll	11955685	0	0.00	**0**	**0**	0.00	0.00
	Total	**11955685**	**8482996**	**70.95**	**8482996**	**0**	**100.00**	**0.00**
Public- Non Institutions	E-Voting	25425408	16187	0.06	16187	0	100.00	0.00
	Poll	25425408	1537165	6.05	1537165	0	100.00	0.00
	Total	**25425408**	**1553352**	**6.11**	**1553352**	**0**	**100.00**	**0.00**
Total		**83503000**	**55511255**	**66.48**	**55511255**	**0**	**100.00**	**0.00**

Resolution - 7

Agenda: Service of Documents as per Section 20 of the Companies Act, 2013								
Resolution required: (Ordinary/ Special)		Ordinary						
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)=[(2)/(1)]* 100	-4	-5	(6)=[(4)/(2)]* 100	(7)=[(5)/(2)] *100
Promoter and Promoter Group	E-Voting	46121907	43519907	94.36	43519907	0	100.00	0.00
	Poll	46121907	1955000	4.24	1955000	0	100.00	0.00
	Total	**46121907**	**45474907**	**98.60**	**45474907**	**0**	**100.00**	**0.00**
Public- Institutions	E-Voting	11955685	8482996	70.95	7823246	659750	92.22	7.78
	Poll	11955685	0	0.00	**0**	**0**	0.00	0.00
	Total	**11955685**	**8482996**	**70.95**	**7823246**	**659750**	**92.22**	**7.78**
Public- Non Institutions	E-Voting	25425408	16787	0.07	16487	300	98.21	1.79
	Poll	25425408	1537165	6.05	1537165	0	100.00	0.00
	Total	**25425408**	**1553952**	**6.11**	**1553652**	**300**	**98.21**	**1.79**
Total		**83503000**	**55511855**	**66.48**	**54851805**	**660050**	**98.811**	**1.189**

A. Y. Sathe & Co.
Company Secretaries

CS Ajit Sathe
B.COM., LL.B., FCS, AICWA

COMBINED SCRUTINIZER'S REPORT

To;
The Chairman of 23rd Annual General Meeting (AGM) of the members of **Sarla Performance Fibers Limited (CIN: L31909DN1993PLC000056)** (hereinafter referred to as "the Company") held on Friday, 30th day of September, 2016 at the registered office of the Company at Survey No. 59/1/4, Amli Piparia Industrial Estate Silvassa -396230, U.T. of Dadra & Nagar Haveli, India at 11.00 a.m. IST.

Dear Sir,

1. I, CS Ajit Sathe, Proprietor of M/s. A.Y. Sathe & Co., a Company Secretaries in Practice, Mumbai have been appointed as Scrutinizer by;

(a) the Board of Directors of **Sarla Performance Fibers Limited (CIN: L31909DN1993PLC000056)** for the purpose of Scrutinizing the e-voting process under the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and

(b) the Chairman of the Annual General Meeting (AGM) on poll under the provisions of Section 109 of the Companies Act, 2013 read with Rule 21 of the Companies (Management and Administration) Rules, 2014, on the resolutions contained in the notice of the 23rd Annual General Meeting (AGM) of the Company, held on Friday, 30th day of September, 2016 at the registered office of the Company situated at Survey No. 59/1/4, Amli Piparia Industrial Estate Silvassa - 396230, U.T. of Dadra & Nagar Haveli, India at 11:00 a.m. IST.

2. The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and the rules relating to e-voting and poll on the resolutions contained in the Notice of the Twenty Third Annual General Meeting (AGM) of the members of the Company. My responsibility as a scrutinizer of the e-voting process and for the 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 reports generated from the e-voting system provided by National Securities Depository Limited (NSDL), the authorised agency engaged by the Company to provide e-voting facility for e-voting and also the poll conducted through physical ballot forms at the AGM.

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

i. In accordance with the notice of 23rd AGM, dated 11th August, 2016 sent to the shareholders and the advertisement pursuant to Rule 20 (5) of the Companies (Management and Administration) Rules, 2014, the remote e-voting period remained open from 27th September, 2016 at 9:00 a.m. (IST) and ended on 29th September, 2016 at 05:00 p.m. (IST).

ii. The members of the Company as on the "cut-off" date i.e. 23rd September, 2016 were entitled to vote on the resolutions (item No. 1 to 7) as set out in the notice of 23rd AGM of the Company.

Office : C-202, 2nd Floor, Kohinoor Apartments, N. C. Kelkar Road, Near Kabutar Khana, Dadar (W), Mumbai - 400 028.
Residence : 14, Ashirwad, 3rd Floor, 116, St. Xavier Street, Parel, Mumbai - 400 012.
Tel. (O) : 6451 2969 /2431 5515 • **Email** : mail@csajitsathe.com • **Web** : www.csajitsathe.com

iii. The votes cast were unblocked at 11:45 p.m. on 30th September, 2016 in the presence of 2 witnesses, CS Dimpy Thakkar and Krupa Vayeda, who are not in the employment of the Company.

iv. Thereafter, the details containing inter alia, list of Equity Shareholders, who voted "for", "against" each of the resolutions that were put to vote, were generated from the e-voting website of National Securities Depository Limited ("NSDL") i.e. "**https://www.evoting.nsdl.com**".

4. I have issued separate Scrutinizer's Reports dated 1st October, 2016 on the e-voting and dated 1st October, 2016 on the poll conducted through physical Ballot Forms on the resolutions contained in the notice to the AGM. As requested by management, I submit herewith my combined report on the results of e-voting together with that of Poll as under:

Agenda Item No. of Notice	Particulars of Business	Votes in favour of the resolution		Votes against the resolution		Invalid votes not considered
		Nos	% age	Nos	% age	Nos
Item No. 1 of the Notice (As an Ordinary Resolution) To receive, consider and adopt the Standalone and Consolidated Audited financial statements of the Company for the financial year ended 31st March, 2016 including the Statement of Profit and Loss for the year ended on that date together with the Reports of the Board of Directors and the Auditors thereon.	E-Voting	52019690	-	NIL	-	NIL
	Poll at AGM	3492165	-	NIL	-	NIL
	Total	**55511855**	**100**	**NIL**	**NIL**	**NIL**
Item No. 2 of the Notice (As an Ordinary Resolution) To declare dividend for the financial year ended 31st March, 2016.	E-Voting	52018690	-	1000	100	NIL
	Poll at AGM	3492165	-	NIL	-	NIL
	Total	**55510855**	**99.999**	**1000**	**0.001**	**NIL**

Agenda Item No. of Notice	Particulars of Business	Votes in favour of the resolution		Votes against the resolution		Invalid votes not considered
		Nos	% age	Nos	% age	Nos
Item No. 3 of the Notice (As an Ordinary Resolution) To appoint a Director in place of Ms. Neha K. Jhunjhunwala [DIN: 07144529], who retires by rotation as per the provisions of Section 152 of the Companies Act, 2013 and being eligible, offers herself, for re-appointment.	E-Voting	52019390	-	300	-	*NIL*
	Poll at AGM	3492165	-	NIL	-	NIL
	Total	**55511555**	**100**	**300**	-	**NIL**
Item No. 4 of the Notice (As an Ordinary Resolution) To ratify the Appointment of Auditors	E-Voting	52019690	-	NIL	-	NIL
	Poll at AGM	3492165	-	NIL	-	NIL
	Total	**55511855**	**100**	**NIL**	-	**NIL**
Item No.5 of the Notice (As an Ordinary Resolution) To ratify appointment and remuneration of Cost Auditor for financial year 2015-16	E-Voting	52019690	-	NIL	-	NIL
	Poll at AGM	3492165	-	NIL	-	NIL
	Total	**55511855**	**100**	**NIL**	**NIL**	**NIL**
Item No. 6 of the Notice (As an Ordinary Resolution) To ratify appointment and remuneration of Cost Auditor for financial year 2016- 17	E-Voting	52019090	-	NIL	-	NIL
	Poll at AGM	3492165	-	NIL	-	NIL
	Total	**55511255**	**100**	**NIL**	**NIL**	**NIL**

A. Y. SATHE & CO. COMPANY SECRETARIES M.S. : 2899 C.O.P. : 738

Agenda Item No. of Notice	Particulars of Business	Votes in favour of the resolution		Votes against the resolution		Invalid votes not considered
		Nos	% age	Nos	% age	Nos
Item No. 7 of the Notice (As an Ordinary Resolution) Service of Documents as per Section 20 of the Companies Act, 2013	E-Voting	51359640	-	660050	-	NIL
	Poll at AGM	3492165	-	NIL	-	NIL
	Total	**54851805**	**98.81**	**660050**	**1.19**	**NIL**

In calculating percentage, invalid votes have not been taken into account.

All the Resolutions stand passed with the requisite majority.

5. I observed that:

i. 22 members had cast their votes by poll at the meeting.
ii. 39 members had cast their votes through e-voting.

Thanking you,

Yours faithfully

A. Y. SATHE & CO. COMPANY SECRETARIES FCS : 2899 COP : 738

CS Ajit Sathe
Company Secretary in Whole-time Practice & Scrutinizer
Membership No.: FCS-2899; CP No. 738

Place: Mumbai
Dated: 1st October, 2016