

SAM INDUSTRIES LTD.

CIN: L70102MP1994PLC041416



Works & Registered Office: Village Dakachiya, A. B. Road, Tehsil: Sanwer, District-Indore - 453 771 (M.P.) INDIA
Phone : 0091-731-4229308, 4229313, 4229374 Fax : 0091-731-4229300
Website : www.sam-industries.com, email : secretarial@sam-industries.com

30/09/2016

To,

The Manager,
Listing Operations
BSE Limited,
P J Towers, Dalal Street, Fort,
Mumbai -400001, India
T:+91-22-2272 8054

Sub: **Declaration of Remote e-voting & Polls Results of the 22nd Annual General Meeting of the Company held on 28th September, 2016 in compliance with Regulation of 44(3) of SEBI (LODAR), Regulations, 2015**

Dear Sir/Madam,

1. With reference to above subject, we are pleased to attach herewith the details of voting results (Remote e-voting & by Polls) in compliance with Regulation of 44(3) of SEBI (LODAR), Regulations, 2015 of 22nd Annual General Meeting of the Company held on 28th September, 2016 at the Registered Office of the Company at Village: Dakachiya, A. B. Road, Tehsil: Sanwer, District: Indore-453771 (M. P.).
2. Please note that the Results of the Voting of the aforesaid 22nd Annual General Meeting has been declared on the basis of Report submitted by the Scrutinizer for Remote e-voting and poll for the above mentioned purpose.
3. We are also attaching herewith the Scrutinizers Report dated 29th September 2016.
4. You are requested to please take the same on your record.

Thanking You

Yours faithfully

For Sam Industries Limited


Navin S. Patwa
Company Secretary

Encl: as above

SAM INDUSTRIES LIMITED

ANNEXURE

VOTING RESULTS**DETAILS OF VOTING RESULTS OF POLL & E VOTING PURSUANT TO REGULATION 44(3) OF SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015**

Date of 22nd Annual General Meeting	28th September, 2016
Total number of shareholders on record date (i.e. September 21, 2016 cut-off date for e-voting purpose):	942
No. of shareholders present in the meeting either in person or through proxy:	15
Promoters and promoter Group:	7
Public	8
No. of shareholders attended the meeting through Video Conferencing	
Promoters and promoter Group:	NIL
Public	NIL



SAM INDUSTRIES LIMITED

DETAILS OF VOTING RESULTS OF POLL & E VOTING PURSUANT TO REGULATION 44(3) OF SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015

Agenda-wise

In case of Poll/Postal ballot/E-voting

The mode of voting for all resolution was E-voting and Poll conducted at the meeting

Resolution 1: (Ordinary Resolution)	1. Adoption of Audited Balance Sheet and Statement of Profit & Loss Account for the year ended March 31, 2016 together with the Reports of the Board of Directors and the Auditors thereon.							
Whether promoter/ promoter group are interested in the agenda /resolution?	NO							
Promoter/Public	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- in 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	73,91,799	73,68,589	99.69%	73,68,589	Nil	100%	Nil
	Poll		Nil	Nil	Nil	Nil	Nil	Nil
	Total		73,68,589	99.69%	73,68,589	Nil	100%	Nil
Public- Institutional holders								
	E voting	59,000	Nil	Nil	Nil	Nil	Nil	Nil
	Poll		Nil	Nil	Nil	Nil	Nil	Nil
	Total		Nil	Nil	Nil	Nil	Nil	Nil
Public-Others								
	E voting	36,37,671	60	0.00%	60	Nil	100.00%	Nil
	Poll		20,87,229	57.38%	20,87,229	Nil	100.00%	Nil
	Total		20,87,289	57.38%	20,87,289	Nil	100.00%	Nil
Total		1,10,88,470	94,55,878	85.28%	94,55,878	Nil	100.00%	Nil



SAM INDUSTRIES LIMITED

DETAILS OF VOTING RESULTS OF POLL & E VOTING PURSUANT TO REGULATION 44(3) OF SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015

Resolution 2: (Ordinary Resolution)	2. Re-Appointment a Director in place of Mrs. Gitanjali A. Maheshwari (DIN: 00094596) who retires by rotation and being eligible offer herself for re-appointment							
Whether promoter/ promoter group are interested in the agenda/resolution?	Yes							
Promoter/Public	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- in 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	73,91,799	73,68,589	99.69%	73,68,589	Nil	100%	Nil
	Poll		Nil	Nil	Nil	Nil	Nil	Nil
	Total		73,68,589	99.69%	73,68,589	Nil	100%	Nil
Public- Institutional holders	E voting	59,000	Nil	Nil	Nil	Nil	Nil	Nil
	Poll		Nil	Nil	Nil	Nil	Nil	Nil
	Total		Nil	Nil	Nil	Nil	Nil	Nil
Public-Others	E voting	36,37,671	60	0.00%	60	Nil	100.00%	Nil
	Poll		20,87,229	57.38%	20,87,229	Nil	100.00%	Nil
	Total		20,87,289	57.38%	20,87,289	Nil	100.00%	Nil
Total		1,10,88,470	94,55,878	85.28%	94,55,878	Nil	100.00%	Nil



SAM INDUSTRIES LIMITED

DETAILS OF VOTING RESULTS OF POLL & E VOTING PURSUANT TO REGULATION 44(3) OF SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015

Resolution 3: (Ordinary Resolution)		Ratification for Re-Appointment of Auditors M/s M. Mehta & Co. and authorized Board of Directors for fixing their remuneration						
Whether promoter/ promoter group are interested in the agenda/resolution?		NO						
Promoter/Public	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- in against	% of votes in favour on votes polled	% of votes against on votes polled
		[1]	[2]	$3 = \frac{[2]}{[1]} * 100$	[4]	[5]	$6 = \frac{[4]}{[2]} * 100$	$7 = \frac{[5]}{[2]} * 100$
Promoter and Promoter Group								
	E voting	73,91,799	73,68,589	99.69%	73,68,589	Nil	100%	Nil
	Poll		Nil	Nil	Nil	Nil	Nil	Nil
	Total		73,68,589	99.69%	73,68,589	Nil	100%	Nil
Public- Institutional holders								
	E voting	59,000	Nil	Nil	Nil	Nil	Nil	Nil
	Poll		Nil	Nil	Nil	Nil	Nil	Nil
	Total		Nil	Nil	Nil	Nil	Nil	Nil
Public-Others								
	E voting	36,37,671	60	0.00%	60	Nil	100.00%	Nil
	Poll		20,87,229	57.38%	20,87,229	Nil	100.00%	Nil
	Total		20,87,289	57.38%	20,87,289	Nil	100.00%	Nil
Total		1,10,88,470	94,55,878	85.28%	94,55,878	Nil	100.00%	Nil



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SAM INDUSTRIES LIMITED

DETAILS OF VOTING RESULTS OF POLL & E VOTING PURSUANT TO REGULATION 44(3) OF SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015

Resolution 4: (Special Resolution)	Re-Appointment of Mr. Santosh Muchhal (DIN: 00645172) as an Independent Director							
Whether promoter/ promoter group are interested in the agenda/resolution?	NO							
Promoter/Public	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- in against	% of votes in favour on votes polled	% of votes against on votes polled
		[1]	[2]	$3 = \frac{[2]}{[1]} * 100$	[4]	[5]	$[6] = \frac{[4]}{[2]} * 100$	$[7] = \frac{[5]}{[2]} * 100$
Promoter and Promoter Group								
	E voting	73,91,799	73,68,589	99.69%	73,68,589	Nil	100%	Nil
	Poll		Nil	Nil	Nil	Nil	Nil	Nil
	Total		73,68,589	99.69%	73,68,589	Nil	100%	Nil
Public- Institutional holders								
	E voting	59,000	Nil	Nil	Nil	Nil	Nil	Nil
	Poll		Nil	Nil	Nil	Nil	Nil	Nil
	Total		Nil	Nil	Nil	Nil	Nil	Nil
Public-Others								
	E voting	36,37,671	60	0.00%	60	Nil	100.00%	Nil
	Poll		20,87,229	57.38%	20,87,229	Nil	100.00%	Nil
	Total		20,87,289	57.38%	20,87,289	Nil	100.00%	Nil
Total		1,10,88,470	94,55,878	85.28%	94,55,878	Nil	100.00%	Nil



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SAM INDUSTRIES LIMITED

DETAILS OF VOTING RESULTS OF POLL & E VOTING PURSUANT TO REGULATION 44(3) OF SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015

Resolution 5: (Special Resolution)		Re-Appointment of Mr. Yogendra Vyas (DIN: 06603344) as an Independent Director						
Whether promoter/ promoter group are interested in the agenda/resolution?		NO						
Promoter/Public	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- in 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	73,91,799	73,68,589	99.69%	73,68,589	Nil	100%	Nil
	Poll		Nil	Nil	Nil	Nil	Nil	Nil
	Total		73,68,589	100%	73,68,589	Nil	100%	Nil
Public- Institutional holders								
	E voting	59,000	Nil	Nil	Nil	Nil	Nil	Nil
	Poll		Nil	Nil	Nil	Nil	Nil	Nil
	Total		Nil	Nil	Nil	Nil	Nil	Nil
Public-Others								
	E voting	36,37,671	60	0.00%	60	Nil	100.00%	Nil
	Poll		20,87,229	57.38%	20,87,229	Nil	100.00%	Nil
	Total		20,87,289	57.38%	20,87,289	Nil	100.00%	Nil
Total		1,10,88,470	94,55,878	85.28%	94,55,878	Nil	100.00%	Nil



SAM INDUSTRIES LIMITED

DETAILS OF VOTING RESULTS OF POLL & E VOTING PURSUANT TO REGULATION 44(3) OF SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015

Resolution 6: (Special Resolution)		Re-Appointment of Mr. Ritesh Kumar Neema (DIN: 03086671) as an Independent Director						
Whether promoter/ promoter group are interested in the agenda/resolution?		NO						
Promoter/Public	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- in 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	73,91,799	73,68,589	99.69%	73,68,589	Nil	100%	Nil
	Poll		Nil	Nil	Nil	Nil	Nil	Nil
	Total		73,68,589	100%	73,68,589	Nil	100%	Nil
Public- Institutional holders								
	E voting	59,000	Nil	Nil	Nil	Nil	Nil	Nil
	Poll		Nil	Nil	Nil	Nil	Nil	Nil
	Total		Nil	Nil	Nil	Nil	Nil	Nil
Public-Others								
	E voting	36,37,671	60	0.00%	60	Nil	100.00%	Nil
	Poll		20,87,229	57.38%	20,87,229	Nil	100.00%	Nil
	Total		20,87,289	57.38%	20,87,289	Nil	100.00%	Nil
Total		1,10,88,470	94,55,878	85.28%	94,55,878	Nil	100.00%	Nil



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SAM INDUSTRIES LIMITED

DETAILS OF VOTING RESULTS OF POLL & E VOTING PURSUANT TO REGULATION 44(3) OF SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015

Resolution 7: (Special Resolution)	Approval to deliver document through a particular mode as may be sought by the member							
Whether promoter/ promoter group are interested in the agenda/resolution?	NO							
Promoter/Public	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- in against	% of votes in favour on votes polled	% of votes against on votes polled
		[1]	[2]	$3 = \frac{[2]}{[1]} * 100$	[4]	[5]	$[6] = \frac{[4]}{[2]} * 100$	$[7] = \frac{[5]}{[2]} * 100$
Promoter and Promoter Group								
	E voting	73,91,799	73,68,589	99.69%	73,68,589	Nil	100%	Nil
	Poll		Nil	Nil	Nil	Nil	Nil	Nil
	Total		73,68,589	99.69%	73,68,589	Nil	100%	Nil
Public- Institutional holders								
	E voting	59,000	Nil	Nil	Nil	Nil	Nil	Nil
	Poll		Nil	Nil	Nil	Nil	Nil	Nil
	Total		Nil	Nil	Nil	Nil	Nil	Nil
Public-Others								
	E voting	36,37,671	60	0.00%	60	Nil	100.00%	Nil
	Poll		20,87,229	57.38%	20,87,229	Nil	100.00%	Nil
	Total		20,87,289	57.38%	20,87,289	Nil	100.00%	Nil
Total		1,10,88,470	94,55,878	85.28%	94,55,878	Nil	100.00%	Nil





Consolidated Scrutinizer's Report

[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20 (4) (xii) of the Companies (Management and Administration) Rules, 2015 as amended]

To,

The Chairman,

SAM INDUSTRIES LIMITED

CIN: L70102MP1994PLC041416

VILLAGE DAKACHIYA, A. B. ROAD. TEHSIL

SANWER, DAKACHIYA INDORE MP 453771

Dear Sir,

Ref. 22ndAnnual General Meeting (AGM) of the Equity Shareholders of Sam Industries Limited held on the Wednesday, September 28, 2016 At 04:00 P.M. At Village Dakachiya., Tehsil Sanwer, A. B. Road, Indore (MP).

Subject: Passing of Resolution(s) through remote electronic voting and Poll at the venue of the AGM, pursuant to Section 108 & 109 of Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2015 as amended and Regulation 44(3) of the SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015.

1. I, **Manish Maheshwari, Practicing Company Secretary**, appointed by the Board of Directors of **SAM INDUSTRIES LIMITED** ("the Company") as a Scrutinizer for the purpose of conducting the E-voting process and Poll at venue of the AGM, pursuant to Section 108 & 109 of Companies Act, 2013 read with rule 20 of the Companies (Management and Administration) Rules, 2015 as amended and Regulation 44(3) of the SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015, on the below mentioned resolution(s), passed at the **22ndAnnual General Meeting of the Equity Shareholders of the Company held on the Wednesday, September 28, 2016 At 04:00 P.M. at Village Dakachiya., Tehsil Sanwer, A. B. Road Indore (MP).**
2. The Management of the Company is responsible to ensure the compliances with the requirements of the Companies Act, 2013 and Rules relating to voting through electronic means on the Resolutions contained in the Notice to the **22ndAnnual General Meeting (AGM) of the members of the Company.** Our responsibility as a Scrutinizer for the E-voting process and Poll restricted



to make a Scrutinizer's Report of the votes cast "in favour" or "against" the resolutions stated below, based on the reports generated from the E-voting system provided by Central Depository Service (India) Limited (CDSL), the authorized agency to provide the E-voting facilities, engaged by the Company.

3. Further to the above, We submit our report as under:
- i. The Company has availed E-voting facility offered by Central Depository Service (India) Limited (CDSL), for conducting E-voting by the shareholders of the Company.
 - ii. The Members of the Company as on the "Cut Off" date i.e. **21st September 2016** were entitled to vote on the resolutions (Items Number 1 to 7 as set out in Notice of 22nd AGM of the Company).
 - iii. The voting period for E-voting commenced on **25th September, 2016 (09.00 AM) and ends on 27th September, 2016 (05.00PM)** and the CDSL E-voting platform was blocked thereafter and the votes cast under E-voting facilities were then unblocked in the presence of two witnesses Ms. Shruti Agrawal and Ms. Priya Nagori, who were not in the employment of the Company. They have signed below in confirmation of votes being unblocked in their presence.
 - iv. The Chairman of the Company had suomotto called for a poll to facilitate the members present in the meeting who could not participate in the e-voting to record their votes through the poll process. The Company arranged the facility to vote for Poll at the venue of the AGM. The Poll voting was reconciled with the records maintained by the RTA of the Company and the authorizations/proxies lodged with the company. Thereafter, we as a Scrutinizer duly compiled the details of the e-voting carried out by the Members together with the Poll done at the venue of the AGM.

The results of the e-voting with that of the voting conduct at venue of the AGM by way of Poll are as under:

Details	E-voting	Voting by Poll at the AGM	Total Voting
Number of members who cast their votes	12	8	20
Total Number of Shares held by them	73,68,649	20,87,229	94,55,878
Valid Votes	As per details provided under each one of the Resolution(s) mentioned hereunder.		
Abstained/ Invalid Votes	NIL		



ITEM NO. 1 - ORDINARY RESOLUTION

Adoption of Audited Balance Sheet and Statement of Profit & Loss Account for the year ended March 31, 2016 together with the Reports of the Board of Directors and the Auditors thereon.

Manner of Voting	Votes in favour of the Resolution		Votes against the Resolution		Abstained /Invalid Votes
	Nos.	% age	Nos.	% age	Nos.
E- Voting	73,68,649	100.00	0.00	0.00	0.00
Voting by Poll at the Venue	20,87,229	100.00	0.00	0.00	0.00
TOTAL	94,55,878	100.00	0.00	0.00	0.00

ITEM NO. 2 - ORDINARY RESOLUTION

Re-Appointment a Director in place of Mrs. Gitanjali A. Maheshwari (DIN: 00094596) who retires by rotation and being eligible offer herself for re-appointment

Manner of Voting	Votes in favour of the Resolution		Votes against the Resolution		Abstained /Invalid Votes
	Nos.	% age	Nos.	% age	Nos.
E- Voting	73,68,649	100.00	0.00	0.00	0.00
Voting by Poll at the Venue	20,87,229	100.00	0.00	0.00	0.00
TOTAL	94,55,878	100.00	0.00	0.00	0.00

ITEM NO. 3 - ORDINARY RESOLUTION

Ratification for Re-Appointment of Auditors M/s M. Mehta & Co. and fixing their remuneration



Manner of Voting	Votes in favour of the Resolution		Votes against the Resolution		Abstained /Invalid Votes
	Nos.	% age	Nos.	% age	
E- Voting	73,68,649	100.00	0.00	0.00	0.00
Voting by Poll at the Venue	20,87,229	100.00	0.00	0.00	0.00
TOTAL	94,55,878	100.00	0.00	0.00	0.00

ITEM NO.4 - SPECIAL RESOLUTION

Re-Appointment of Mr. Santosh Muchhal (DIN: 00645172) as an Independent Director

Manner of Voting	Votes in favour of the Resolution		Votes against the Resolution		Abstained /Invalid Votes
	Nos.	% age	Nos.	% age	
E- Voting	73,68,649	100.00	0.00	0.00	0.00
Voting by Poll at the Venue	20,87,229	100.00	0.00	0.00	0.00
TOTAL	94,55,878	100.00	0.00	0.00	0.00

ITEM NO.5 - SPECIAL RESOLUTION

Re-Appointment of Mr. Yogendra Vyas (DIN: 06603344) as an Independent Director

Manner of Voting	Votes in favour of the Resolution		Votes against the Resolution		Abstained /Invalid Votes
	Nos.	% age	Nos.	% age	
E- Voting	73,68,649	100.00	0.00	0.00	0.00



Voting by Poll at the Venue	20,87,229	100.00	0.00	0.00	0.00
TOTAL	94,55,878	100.00	0.00	0.00	0.00

ITEM NO.6 - SPECIAL RESOLUTION

Re-Appointment of Mr. Ritesh Kumar Neema (DIN: 03086671) as an Independent Director

Manner of Voting	Votes in favour of the Resolution		Votes against the Resolution		Abstained /Invalid Votes
	Nos.	% age	Nos.	% age	Nos.
E- Voting	73,68,649	100.00	0.00	0.00	0.00
Voting by Poll at the Venue	20,87,229	100.00	0.00	0.00	0.00
TOTAL	94,55,878	100.00	0.00	0.00	0.00

ITEM NO.7 - SPECIAL RESOLUTION

Approval to deliver document through a particular mode as may be sought by the member

Manner of Voting	Votes in favour of the Resolution		Votes against the Resolution		Abstained /Invalid Votes
	Nos.	% age	Nos.	% age	Nos.
E- Voting	73,68,649	100.00	0.00	0.00	0.00
Voting by Poll at the Venue	20,87,229	100.00	0.00	0.00	0.00
TOTAL	94,55,878	100.00	0.00	0.00	0.00



4. We hereby confirm that we are maintaining the Registers received from the RTA and electronic voting data received from the Service Provider, in respect of the votes cast through e- voting. The electronic data and all other relevant records relating to e- voting is under my safe custody and will be handed over to the Company Secretary for preserving safely after the Chairman considers, approve and signs the minutes of the AGM.

Shruti

Ms. Shruti Agrawal

Priya

Ms. Priya Nagori

Thanking you,
Yours Faithfully,

Manish Maheshwari

Scrutinizer

Name: Manish Maheshwari
Practicing Company Secretary
FCS: 5174; CP: 3860



Place: Indore

Date: 29.09.2016