



SUNIL INDUSTRIES LIMITED

(AN ISO 9001 & 14001 CERTIFIED COMPANY)

Corporate Office

315, Rewa Chambers
New Marine Lines, Mumbai - 400 020
Tel. : (022) 2201 7389 / 2208 7860
Fax : (022) 2208 4594
E-mail : info@sunilgroup.com
www.sunilgroup.com
CIN No. L99999MH1976PLC019331

26th September, 2017

To,
Department of Corporate Service (DCS-CRD),
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street, Fort,
Mumbai - 400 001

Sub: Submission of Scrutinizers Report of Sunil Industries Limited

Ref: Scrip Code 521232

Dear Sir,

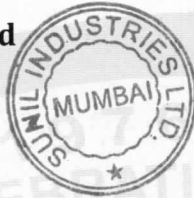
Pursuant to provisions of Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 and Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, please find attached herewith Scrutinizer's Report received from Mr. Hemant Shetye Partner of M/s HS Associates, Practicing Company Secretaries stating the results of the votes casted for the 41st Annual General Meeting of the Company held on 26th September, 2017 at 11.00 am

Kindly take the same on your record and acknowledge the receipt of the same.

Thanking You,

Yours faithfully,

For Sunil Industries Limited



Vinod Lath
Managing Director & Chairman
DIN: 00064774

Encl.: As above

SCRUTINIZER'S REPORT -COMBINED

Date: 26th September, 2017

**To,
The Chairman,
Sunil Industries Limited
D 8 MIDC Phase II Manpada Road,
Dombivli (East),
Thane,- 421021.**

Sub.: Consolidated Scrutinizer's Report on remote e-voting/physical ballot forms conducted pursuant to the provisions of section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by Companies (Management and Administration) Amendment Rules, 2015 and voting at the Annual General Meeting of Sunil Industries Limited held on Tuesday, the 26th day of September, 2017 at D 8 MIDC Phase II manpada Road, Dombivli (East), Thane,- 421021 at 11.00 am.

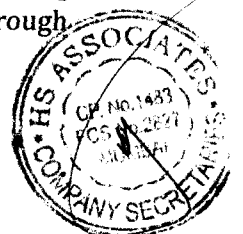
Dear Sir,

I Mr. Hemant Shetye Partner of HS Associates, Practicing Company Secretaries, had been appointed as the Scrutinizer by the Board of Directors of **Sunil Industries Limited** pursuant to section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014, to conduct the remote e-voting process and to scrutinize the physical ballot forms received from the shareholders in respect of the below mentioned resolutions passed at 41st Annual General Meeting of the Company held on Tuesday, the 26th day of September, 2017 at D 8 MIDC Phase II Manpada Road, Dombivli (East), Thane,- 421021 at 11.00 am

The voting rights were reckoned as on Tuesday, 19th September, 2017 being the Cut-off date for the purpose of deciding the entitlements of members at the remote e-voting at the meeting.

The Company had availed the e-voting facility offered by Central Depository Services (India) Limited (CDSL) for extending the facility of remote e-voting to the members of the Company from Saturday, the 23rd September, 2017 (9.00 a.m. IST) to Monday, the 25th September, 2017 (5.00 p.m. IST) at the said Annual General Meeting held on Tuesday, the 26th day of September, 2017

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 Annual General Meeting the votes cast there under were counted. Votes cast through



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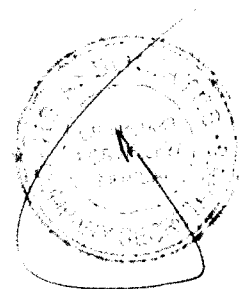
Physical ballot forms received up to Monday, the 25th September, 2017 till 5.00 p.m were considered.

The Company had also provided voting facility to the shareholders present at the Annual General Meeting who had not cast their vote earlier through remote e-voting facility or by physical ballot.

The management of the company is responsible to ensure the compliance with the requirements of the companies Act, 2013 and the rules relating to remote E-voting on the resolutions contained in the notice of the Annual General Meeting, my responsibility as a scrutinizer for the voting process is restricted to make a scrutinizer's report of the total votes cast, votes in favour and against including invalid votes (if any) on resolutions contained in the notice of AGM based on the report generated from the e-voting system provided by Central Depository Services (India) Limited (CDSL) and based on voting conducted at the annual general meeting.

I have scrutinized and reviewed the remote e-voting and votes tendered therein based on the data downloaded from the Central Depository Services (India) Limited (CDSL) e-voting system and the ballot forms received respectively.

Date of the AGM	26TH September, 2017
Total number of shareholders on record date	6597
No. of shareholders present in the meeting either in person or through proxy:	32
Promoters and Promoter Group:	17
Public:	15
No. of Shareholders attended the meeting through Video Conferencing Promoters and Promoter Group: Public:	Not Applicable



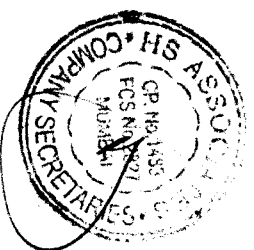
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Item No. 1: To receive, consider and adopt the Audited Balance Sheet as at 31st March 2017, Statement of Profit & Loss & Cash Flow Statement for the year ended on that date and the Reports of the Directors and the Auditors thereon

Resolution required: (Ordinary/Special)		Ordinary Resolution						
Whether promoter/promoter group are interested in the 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
Promoter and Promoter Group	E-Voting	2453000	2043300	83.30	2043300	Nil	100%	Nil
	Poll #		Nil	Nil	Nil	NA	NA	NA
	Postal Ballot		NA	NA	NA	NA	NA	NA
	Total		2043300	83.30	2043300	Nil	100%	Nil
Public-Institutions	E-Voting	19200	Nil	Nil	Nil	Nil	Nil	Nil
	Poll #		Nil	Nil	Nil	Nil	Nil	Nil
	Postal Ballot		NA	NA	NA	NA	NA	NA
	Total		Nil	Nil	Nil	Nil	Nil	Nil
Public-Non Institutions	E-Voting	1727800 **	57000	3.30	57000	Nil	100%	Nil
	Poll #		4100	0.24	4100	Nil	100%	Nil
	Postal Ballot		NA	NA	NA	NA	NA	NA
	Total		61100	3.54	61100	Nil	100%	Nil
	Total	4200000	2104400	50.10	2104400	Nil	100%	Nil

since there is no specific head for voting by Assent/Dissent mode through physical ballot form the same is disclosed under the head of Poll.
 ** includes 8300 partly paid up Shares.

Thus based on the Results, the **Ordinary Resolution** as contained in Item No. 1 is passed unanimously



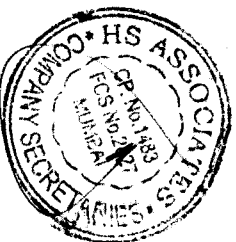
HS ASSOCIATES

Item No. 2: To appoint Mr. Ramesh Khanna, Whole Time Director (holding DIN 00130351) who retires by rotation being eligible offers himself for re-appointment as Director

Resolution required: (Ordinary/Special)		Ordinary Resolution						
Whether promoter/promoter group are interested in the 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	2453000	2043300	83.30	2043300	Nil	100%	Nil
	Poll #		Nil	Nil	Nil	Nil	NA	NA
	Postal Ballot		NA	NA	NA	NA	NA	NA
Public- Institutions	Total	19200	2043300	83.30	2043300	Nil	100%	Nil
	E-Voting		Nil	Nil	Nil	Nil	Nil	Nil
	Poll #		Nil	Nil	Nil	Nil	Nil	Nil
	Postal Ballot		NA	NA	NA	NA	NA	NA
	Total		Nil	Nil	Nil	Nil	Nil	Nil
Public- Non Institutions	E-Voting	1727800 **	57000	3.30	57000	Nil	100%	Nil
	Poll #		4100	0.24	4100	Nil	100%	Nil
	Postal Ballot		NA	NA	NA	NA	NA	NA
	Total		61100	3.54	61100	Nil	100%	Nil
Total		4200000	2104400	50.10	2104400	Nil	100%	Nil

since there is no specific head for voting by Assent/Dissent mode through physical ballot form the same is disclosed under the head of Poll.
** includes 8300 partly paid up Shares.

Thus based on the Results, the **Ordinary Resolution** as contained in Item No. 2 is passed unanimously.



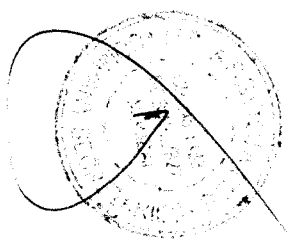
HS ASSOCIATES

Item No. 3: To appoint M/S P R Agarwal & Awasthi, Chartered Accountants (FRN 117940W) as Statutory Auditors of the Company for a period of Five Years and to fix their remuneration

Resolution required: (Ordinary/Special)		Ordinary Resolution						
Whether promoter/promoter group are interested in the 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	2453000	2043300	83.30	2043300	Nil	100%	Nil
	Poll #		Nil	Nil	Nil	Nil	NA	NA
	Postal Ballot		NA	NA	NA	NA	NA	NA
	Total		2043300	83.30	2043300	Nil	100%	Nil
Public-Institutions	E-Voting	19200	Nil	Nil	Nil	Nil	Nil	Nil
	Poll #		Nil	Nil	Nil	Nil	Nil	Nil
	Postal Ballot		NA	NA	NA	NA	NA	NA
	Total		Nil	Nil	Nil	Nil	Nil	Nil
Public-Non Institutions	E-Voting	1727800 **	57000	3.30	57000	Nil	100%	Nil
	Poll #		4100	0.24	4100	Nil	100%	Nil
	Postal Ballot		NA	NA	NA	NA	NA	NA
	Total		61100	3.54	61100	Nil	100%	Nil
	Total	4200000	2104400	50.10	2104400	Nil	100%	Nil

since there is no specific head for voting by Assent/Dissent mode through physical ballot form the same is disclosed under the head of Poll.
 ** includes 8300 partly paid up Shares.

Thus based on the Results, the **Ordinary Resolution** as contained in Item No. 3 is passed unanimously.



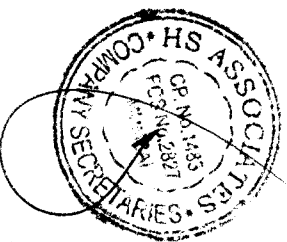
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Item No. 4: Ratification of remuneration paid to M/s Shanker Chaudhary, Cost Accountants as Cost Auditors of the Company by the Board of Directors of the Company, to conduct the audit of the cost records of the Company for the financial year 2017-18 for remuneration of Rs. 125000/- p.a plus taxes.

Resolution required: (Ordinary/Special)		Ordinary Resolution						
Whether promoter/promoter group are interested in the 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 of votes polled	% of Votes against on votes polled
Promoter and Promoter Group	E-Voting	2453000	2043300	83.30	2043300	Nil	100%	Nil
	Poll #		Nil	Nil	NA	NA	NA	NA
	Postal Ballot		NA	NA	NA	NA	NA	NA
	Total		2043300	83.30	2043300	Nil	100%	Nil
Public-Institutions	E-Voting	19200	Nil	Nil	Nil	Nil	Nil	Nil
	Poll #		Nil	Nil	NA	NA	NA	NA
	Postal Ballot		NA	NA	NA	NA	NA	NA
	Total		Nil	Nil	Nil	Nil	Nil	Nil
Public-Non Institutions	E-Voting	1727800 **	57000	3.30	57000	Nil	100%	Nil
	Poll #		4100	0.24	4100	Nil	100%	Nil
	Postal Ballot		NA	NA	NA	NA	NA	NA
	Total		61100	3.54	61100	Nil	100%	Nil
	Total	4200000	2104400	50.10	2104400	Nil	100%	Nil

since there is no specific head for voting by Assent/Dissent mode through physical ballot form the same is disclosed under the head of Poll.
 ** includes 8300 partly paid up Shares.

Thus based on the Results, the **Ordinary Resolution** as contained in Item No. 4 is passed unanimously.



HS ASSOCIATES

Item No. 5: Approval of Related Party Transactions upto the Maximum Limits as specified with the related parties.

Resolution required:(Ordinary/Special)		Ordinary Resolution						
Whether promoter/promoter group are interested in the resolution?		YES						
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding 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)]*100
Promoter and Promoter Group	E-Voting Poll #	2453000	Considered Invalid	Considered Invalid	Considered Invalid	Considered Invalid	NA	NA
	Postal Ballot Total		NA	NA	NA	NA	NA	NA
	E-Voting Poll #		NA	Nil	Nil	Nil	NA	NA
Public- Institutions	Postal Ballot Total	19200	Nil	Nil	Nil	Nil	Nil	Nil
	E-Voting Poll #		NA	NA	NA	NA	NA	NA
	Postal Ballot Total		Nil	Nil	Nil	Nil	NA	NA
Public- Non Institutions	E-Voting Poll #	1727800 **	57000	3.30	57000	Nil	100%	Nil
	Postal Ballot Total		4100	0.24	4100	Nil	100%	Nil
	Postal Ballot Total		NA	NA	NA	NA	NA	NA
Total		4200000	61100	1.45	61100	Nil	100%	Nil

since there is no specific head for voting by Assent/Dissent mode through physical ballot form the same is disclosed under the head of Poll.
 ** includes 8300 partly paid up Shares.

Promoters and Promoter Group being interested in Resolution No. 5 and having voted on the same, there votes are considered as invalid in totality.
 Thus based on the Results, the **Ordinary Resolution** as contained in Item No. 5 is passed unanimously.



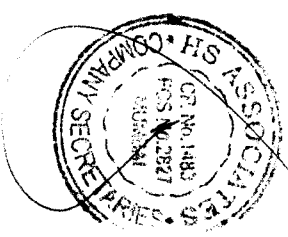
HS ASSOCIATES

Item No. 6: Ratification of Appointment of Mr. Rajesh Tibrewal (DIN 00130509) as Independent Director of the Company for a period of Five years from 22nd August, 2017 to 21st August 2022.

Resolution required: (Ordinary/Special)		Ordinary Resolution						
Whether promoter / promoter group are interested in the resolution?		NO						
Promoter and Promoter Group	E-Voting	2453000	2043300	83.30	2043300	Nil	100%	Nil
	Poll #		Nil	Nil	Nil	Nil	NA	NA
Public- Institutions	Postal Ballot	19200	NA	NA	NA	NA	NA	NA
	Total		2043300	83.30	2043300	Nil	100%	Nil
	E-Voting		Nil	Nil	Nil	Nil	Nil	Nil
Public- Non Institutions	Postal Ballot	1727800 **	NA	NA	NA	NA	NA	NA
	Total		Nil	Nil	Nil	Nil	Nil	Nil
	E-Voting		57000	3.30	57000	Nil	100%	Nil
	Poll #		4100	0.24	4100	Nil	100%	Nil
Total	Postal Ballot	4200000	61100	3.54	61100	Nil	100%	Nil
	Total		2104400	50.10	2104400	Nil	100%	Nil

since there is no specific head for voting by Assent/Dissent mode through physical ballot form the same is disclosed under the head of Poll.
 ** includes 8300 partly paid up Shares.

Thus based on the Results, the **Ordinary Resolution** as contained in Item No. 6 is passed unanimously.



Item No. 7: Approval of Service of Documents by Particular Mode of Delivery to the Shareholders

Resolution required: (Ordinary/Special)		Ordinary Resolution						
Whether promoter/promoter group are interested in the resolution?		NO						
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes- in favour	No. of Votes- against	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting Poll #	2453000	2043300	83.30	2043300	Nil	100%	Nil
	Postal Ballot		Nil	Nil	Nil	Nil	NA	NA
	Total		NA	NA	NA	NA	NA	NA
Public-Institutions	E-Voting Poll #	19200	2043300	83.30	2043300	Nil	100%	Nil
	Postal Ballot		Nil	Nil	Nil	Nil	Nil	Nil
	Total		Nil	Nil	Nil	Nil	NA	NA
Public-Institutions	E-Voting Poll #	1727800 **	57000	3.30	57000	Nil	100%	Nil
	Postal Ballot		4100	0.24	4100	Nil	100%	Nil
	Total		NA	NA	NA	NA	NA	NA
Total		4200000	2104400	50.10	2104400	Nil	100%	Nil

since there is no specific head for voting by Assent/Dissent mode through physical ballot form the same is disclosed under the head of Poll.
 ** includes 8300 partly paid up Shares.

Thus based on the Results, the **Ordinary Resolution** as contained in Item No. 7 is passed unanimously.

For HS Associates


 Hemant Shetye,
 Partner,
 FCS 2827
 CP 1483

Date: 26th September, 2017
Place: Mumbai

Date: 26th September, 2017
Place: Mumbai