

SHARP

ISO:9001 & ISO:14001
Certified Company

SHARP INDIA LIMITED

Registered Office & Factory
Gat no. 686/4, Koregaon Bhima, Tal. Shirur,
Dist.: Pune : Pin 412 216
Phones : (02137) 252417 (4 LINES)
(02137) 666520 (9 LINES)
Fax : (02137) 252453
Website : www.sharpindialimited.com

CIN : L36759MH1985PLC036759

SEC / BSE / 2016-2017/ 197

30.09.2016

Corporate Relationship Dept,
Bombay Stock Exchange Limited
25th Floor, P J Towers, Dalal Street,
Mumbai 400001

Company Scrip Code : 523449

Dear Sir,

Sub: Voting Results and Scrutinizer's Report of the 31st Annual General Meeting held on 28th September 2016:

Pursuant to Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015, we are enclosing herewith the Voting Results of the 31st Annual General Meeting of the Company held on 28th September 2016 along with the Scrutinizers Report on E-Voting and Ballot Voting;

Kindly acknowledge the same and take the same on your records.

Thanking you,
Yours faithfully,
For Sharp India Limited



Mayuresh Vaze
Company Secretary
Encl : a/a.



Format for Voting Results	
Date of AGM/EGM	28 th September 2016
Total number of Shareholders on record date	13921
No. of shareholders present in the meeting either in person or through proxy:	38
Promoter and Promoter Group:	1
Public:	37
No. of Shareholders attended the meeting through Video Conferencing	NOT APPLICABLE
Promoter and Promoter Group:	
Public:	

Agenda-wise disclosure

Resolution required: (Ordinary Resolution)		Adoption of the Financial Statements , Director's Report and Auditor's Report for the Financial year ended on 31st March 2016						
Whether promoter/ promoter group are Interested in the agenda/resolution?		No						
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	19,458,000	19,458,000	100.00	19,458,000	-	100.00	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total	19,458,000	19,458,000	100.00	19,458,000	-	100.00	-



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
Public Institution	E- Voting	2,900	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total	2,900	-	-	-	-	-	-
Public - Non Institutions	E- Voting	6,483,100	3,300	0.05	3,300	-	100.00	-
	Poll		5,291	0.08	5,291	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total	6,483,100	8,591	0.13	8,591	-	100.00	-
TOTAL		25,944,000	19,466,591	75.03	19,466,591	-	100.00	-

Resolution required: (Ordinary Resolution)		Re-appointment of Mr.Kazunori Aikawa as a Director, who retires by rotation and being eligible offers himself for re-appointment						
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



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
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E- Voting		-	-	-	-	-	-
	Poll	19,458,000	19,458,000	100.00	19,458,000	-	100.00	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total	19,458,000	19,458,000	100.00	19,458,000	-	100.00	-
Public Institution	E- Voting			-	-	-	-	-
	Poll	2,900	-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total	2,900	-	-	-	-	-	-
Public - Non Institutions	E- Voting		3,300	0.05	3,300	-	100.00	-
	Poll	6,483,100	5,291	0.08	5,091	200	96.21	3.78
	Postal Ballot (if applicable)			-			-	-
	Total	6,483,100	8,591	0.13	8,391	200	97.67	3.78
TOTAL		25,944,000	19,466,591	75.03	19,466,391	200	100.00	0.00



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
Resolution required: (Ordinary Resolution)								
To Ratify the Appointment of M/s. S R B C & Co, LLP, Chartered Accountants, as the Statutory Auditors of the Company for the financial year 2016-2017								
Whether promoter/ promoter group are interested in the agenda/resolution?								
No								
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	19,458,000	-	-	-	-	-	-
	Poll		19,458,000	100.00	19,458,000	-	100.00	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		19,458,000	100.00	19,458,000	-	100.00	-
Public Institution	E- Voting	2,900	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		2,900	-	-	-	-	-



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
Public - Non Institutions	E- Voting		3,300	0.05	3,300	-	100.00	-
	Poll	6,483,100	5,291	0.08	5,291	-	100.00	-
	Postal Ballot (if applicable)			-			-	-
	Total	6,483,100	8,591	0.13	8,591	-	100.00	-
TOTAL		25,944,000	19,466,591	75.03	19,466,591	-	100.00	-

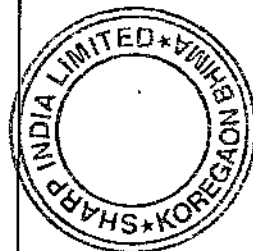
Resolution required: (Special Resolution) Re-appointment of Mr. Tomio Isogai as the Managing Director of the Company (For the period 09.12.2015 up to 14.09.2016)

Whether promoter/ promoter group are interested in the agenda/resolution?		No						
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	19,458,000	19,458,000	100.00	19,458,000	-	100.00	-
	Postal Ballot (if applicable)		-	-	-	-	-	-

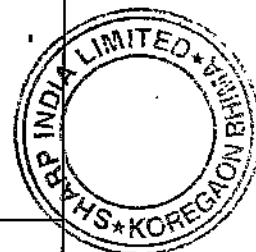


Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
	Total	19,458,000	19,458,000	100.00	19,458,000	-	100.00	-
Public Institution	E- Voting	2,900	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total	2,900	-	-	-	-	-	-
Public - Non Institutions	E- Voting	6,483,100	3,300	0.05	3,300	-	100.00	-
	Poll		5,291	0.08	5,291	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total	6,483,100	8,591	0.13	8,591	-	100.00	-
TOTAL		25,944,000	19,466,591	75.03	19,466,591	-	100.00	-

Resolution required: (Ordinary Resolution)	To Consider the Erosion in the Networth of the Company as per Section 23 of the Sick Industrial Companies (Special Provisions) Act, 1985
Whether promoter/ promoter group are interested in the agenda/resolution?	No



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	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
	E- Voting		-	-	-	-	-	-
	Poll	19,458,000	19,458,000	100.00	19,458,000	-	100.00	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
Public Institution	Total	19,458,000	19,458,000	100.00	19,458,000	-	100.00	-
	E- Voting			-	-	-	-	-
	Poll	2,900	-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
Public - Non Institutions	Total	2,900	-	-	-	-	-	-
	E- Voting		3,300	0.05	3,300	-	100.00	-
	Poll	6,483,100	5,291	0.08	815	4,476	15.40	84.59
	Postal Ballot (if applicable)			-			-	-



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
	Total	6,483,100	8,591	0.13	4,115	4,476	47.90	52.10
TOTAL		25,944,000	19,466,591	75.03	19,462,115	4,476	99.98	0.02

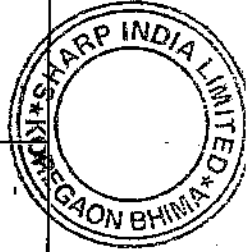
Resolution required: (Ordinary Resolution)								
To Approve the Material Related Party Transactions								
Whether promoter/ promoter group are interested in the agenda/resolution?								
YES								
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding 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	19,458,000	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total	19,458,000	-	-	-	-	-	-
Public Institution	E- Voting	2,900	-	-	-	-	-	-
	Poll		-	-	-	-	-	-



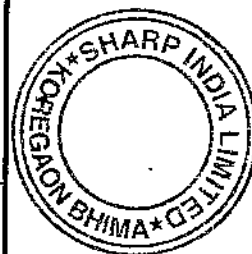
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes in favour (4)	No. of Votes against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total	2,900	-	-	-	-	-	-
Public - Non Institutions	E- Voting		3,300	0.05	3,200	100	96.97	3.03
	Poll	6,483,100	5,291	0.08	5,291	-	-	-
	Postal Ballot (if applicable)			-			-	-
	Total	6,483,100	8,591	0.13	8,491	100	98.84	1.16
TOTAL		25,944,000	8,591	0.03	8,491	100	98.84	1.16

Resolution required: (Ordinary Resolution) To Ratify the Remuneration payable to the Cost Auditor - M/s. C.S.Adawadkar & Co. Cost Accountants, for the financial year ending on 31st March 2017.

Whether promoter/ promoter group are interested in the agenda/resolution?		No						
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			-	-	-	-	-



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
	Poll	19,458,000	19,458,000	100.00	19,458,000	-	100.00	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total	19,458,000	19,458,000	100.00	19,458,000	-	100.00	-
	E- Voting			-	-	-	-	-
Public Institution	Poll	2,900	-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total	2,900	-	-	-	-	-	-
	E- Voting		3,300	0.05	3,300	-	100.00	-
Public - Non Institutions	Poll	6,483,100	5,291	0.08	5,191	100	98.10	1.90
	Postal Ballot (if applicable)			-			-	-
	Total	6,483,100	8,591	0.13	8,491	100	98.84	1.16
		25,944,000	19,466,591	75.03	19,466,491	100	100.00	0.00
TOTAL								



To
The Chairperson of 31st Annual General Meeting,
Sharp India Limited,
Gat No. 686/4,
Koregaon Bhima, Tal. Shirur,
Pune-412216

Sub: Results of E-voting and voting by Poll.

Dear Madam,

I undersigned, Sridhar G. Mudaliar, Partner, SVD & Associates, Company Secretaries, have been appointed as Scrutinizer of Sharp India Limited ("the Company") for scrutinizing the e-voting process (during September 25, 2016 to September 27, 2016) and voting by poll (at 31st Annual General Meeting (AGM) held on September 28, 2016) conducted as per the provisions of the Companies Act, 2013.

The Compliance with the provisions of the Companies Act, 2013 and the rules made thereunder and SEBI (Listing Obligations and Disclosure Requirement) Regulations, 2015 relating to voting through electronic means (by remote e-voting) and voting by poll by the shareholders on the resolutions proposed in the Notice of the 31st Annual General Meeting of the Company is the responsibility of the Management. My responsibility as a Scrutinizer is to ensure that the voting process through remote e-voting and by poll at AGM are conducted in a fair and transparent manner and render consolidated scrutinizer's report of the total votes cast in favour or against if any, to the Chairperson on the resolutions, based on the reports generated from the electronic voting system provided by Central Depository Services (India) Limited ("CDSL") and the report of poll at the meeting.:

I hereby enclose below reports relating to the voting on the resolutions proposed at the 31st Annual General Meeting of the Company held on September 28, 2016:

- a) Report on E-voting;
- b) Report on Poll and

c) Combined report of e-voting and Poll

I hereby declare that Resolution No. 1, 3 and 4 have been passed unanimously and Resolution No. 2, 5, 6 and 7 have been passed by requisite majority as per the aforesaid Notice of the Annual General Meeting of the Company.

Thanking you.

Yours faithfully,

For **SVD & Associates**

A handwritten signature in blue ink, appearing to read 'Sridhar', is written over a circular purple stamp. The stamp contains the text 'SVD & Associates' around the top and 'Pune' around the bottom, with a small star on each side.

Sridhar G. Mudaliar

Partner

FCS No. 6156

C. P. No. 2664

Place: Pune

Date: September 29, 2016

Sridhar G. Mudaliar

M.Com. LL.B., F.C.S

Company Secretary

22-A, Hanuman Nagar,

Off: Senapati Bapat Road,

Model Colony, Pune 411 016

Tel: 25655319

Scrutinizer's Report

[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20(3)(xi) of the Companies (Management and Administration) Rules, 2014]

To,

The Chairperson of the meeting,

31st Annual General Meeting of the Equity shareholders of Sharp India Limited held on Wednesday, September 28, 2016 at 11:00 AM (I.S.T.) at Registered Office of the Company situated at Gat No. 686/4, Koregaon Bhima, Taluka Shirur, Pune - 412216.


Dear Madam,


I, Sridhar G. Mudaliar, Partner, SVD & Associates, Company Secretaries, have been appointed as scrutinizer of Sharp India Limited ("the Company") for the purpose of scrutinizing the e-voting process in a fair and transparent manner & ascertaining the requisite majority on e-voting carried out as per the provisions of Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 on below mentioned resolutions, at the 31st Annual General Meeting of the Equity shareholders of Sharp India Limited held on Wednesday, September 28, 2016 at 11:00 AM (I.S.T.) at the Registered Office of the Company situated at Gat No 686/4, Tal Sirur, Koregaon Bhima, Pune – 412216. I submit my report as under:

1. The e-voting period remained open from September 25, 2016 (9.00 a.m.) to September 27, 2016 (5.00 p.m.).
2. The shareholders holding shares as on the "cut off" date i.e. September 21, 2016 were entitled to vote on the proposed resolutions (item no. 1 to 7 as set out in the Notice of the 31st Annual General Meeting (AGM) of Sharp India Limited.)



3. The votes were unblocked on September 28, 2016 at around 11:40 AM in the presence of two witnesses, Ms. Amruta Jana (Ganj Peth, Pune 411042) and Mrs. Disha Kulkarni (Kothrud, Pune 411038) who are not in the employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence.
4. Thereafter, the details containing, inter-alia, list of equity shareholders, who voted "for" and "Against", were downloaded from the e-voting website of Central Depository Services (India) Limited ("CDSL").


Name: Amruta Jana
787, Ganj Peth
Pune 411042


Name: Disha Kulkarni
Kothrud, Pune - 411038



5. The result of the e-voting is as under:

- a) **Ordinary Resolution No. 1** – Adoption of Financial Statements, Directors' and Auditors' Report for the year ended 31st March, 2016.

(i) Voted **in favour** of the resolution:

Number of members voted through electronic voting system	Number of votes cast in favour of resolution	% of total number of valid votes cast
4	3300	100

(ii) Voted **against** the resolution:

Number of members voted through electronic voting system	Number of votes cast against the resolution	% of total number of valid votes cast
NIL	NIL	NIL

(iii) **Not voted/Invalid** votes:

Total number of members who have not voted/whose votes were declared invalid	Total number of votes cast by them
NIL	NIL

- b) **Ordinary Resolution No. 2** – Re-appointment of Mr. Kazunori Ajikawa as a Director, who retires by rotation and being eligible, offers himself for re-appointment.

(i) Voted **in favour** of the resolution:

Number of members voted through electronic voting system	Number of votes cast in favour of resolution	% of total number of valid votes cast
4	3300	100

(ii) Voted **against** the resolution:

Number of members voted through electronic voting system	Number of votes cast against the resolution	% of total number of valid votes cast
NIL	NIL	NIL



(iii) **Not voted/Invalid votes:**

Total number of members who have not voted/whose votes were declared invalid	Total number of votes cast by them
NIL	NIL

- c) **Ordinary Resolution No. 3** – To Ratify the Appointment of M/s. S R B C & Co. LLP, Chartered Accountants, as the Statutory Auditors of the Company.

(i) **Voted in favour** of the resolution:

Number of members voted through electronic voting system	Number of votes cast in favour of resolution	% of total number of valid votes cast
4	3300	100

(ii) **Voted against** the resolution:

Number of members voted through electronic voting system	Number of votes cast against the resolution	% of total number of valid votes cast
NIL	NIL	NIL

(iii) **Not voted/Invalid votes:**

Total number of members who have not voted/whose votes were declared invalid	Total number of votes cast by them
NIL	NIL

- d) **Special Resolution No. 4** – Re-appointment of Mr. Tomio Isogai as the Managing Director of the Company.

(i) **Voted in favour** of the resolution:

Number of members voted through electronic voting system	Number of votes cast in favour of resolution	% of total number of valid votes cast
4	3300	100



(ii) Voted **against** the resolution:

Number of members voted through electronic voting system	Number of votes cast against the resolution	% of total number of valid votes cast
NIL	NIL	NIL

(iii) **Not voted/Invalid** votes:

Total number of members who have not voted/whose votes were declared invalid	Total number of votes cast by them
NIL	NIL

e) **Ordinary Resolution No. 5** – To Consider the Erosion of the Net worth of the Company as per Section 23 of the Sick Industrial Companies (Special Provisions) Act, 1985.

(i) Voted **in favour** of the resolution:

Number of members voted through electronic voting system	Number of votes cast in favour of resolution	% of total number of valid votes cast
4	3300	100

(ii) Voted **against** the resolution:

Number of members voted through electronic voting system	Number of votes cast against the resolution	% of total number of valid votes cast
NIL	NIL	NIL

(iii) **Not voted/Invalid** votes:

Total number of members who have not voted/whose votes were declared invalid	Total number of votes cast by them
NIL	NIL



f) Ordinary Resolution No.6 – To Approve the Material Related Party Transactions.

(i) Voted **in favour** of the resolution:

Number of members voted through electronic voting system	Number of votes cast in favour of resolution	% of total number of valid votes cast
3	3200	97

(ii) Voted **against** the resolution:

Number of members voted through electronic voting system	Number of votes cast against the resolution	% of total number of valid votes cast
1	100	3

(iii) **Not voted/Invalid** votes:

Total number of members who have not voted/whose votes were declared invalid	Total number of votes cast by them
NIL	NIL

g) Ordinary Resolution No.7 – To Ratify the Remuneration payable to the Cost Auditor- M/s. C. S. Adawadkar & Co., Cost Accountant for the financial year ending on 31st March 2017.

(i) Voted **in favour** of the resolution:

Number of members voted through electronic voting system	Number of votes cast in favour of resolution	% of total number of valid votes cast
4	3300	100

(ii) Voted **against** the resolution:

Number of members voted through electronic voting system	Number of votes cast against the resolution	% of total number of valid votes cast
NIL	NIL	NIL



(iii) **Not voted/Invalid** votes:

Total number of members who have not voted/whose votes were declared invalid	Total number of votes cast by them
NIL	NIL

The register, all other papers and relevant records relating to electronic voting shall remain in my safe custody until the Chairperson considers, approves, signs the Minutes of the aforesaid Annual General Meeting and the same will be handed over to the Company Secretary for safe keeping.

Thanking you,
Yours faithfully,



Sridhar G. Mudaliar

Practicing Company Secretary

FCS No. 6156

C. P. No. 2664

Place: Pune

Date: September 29, 2016



Sridhar G. Mudaliar

M.Com. LL.B., F.C.S

Company Secretary

22-A, Hanuman Nagar,

Off: Senapati Bapat Road,

Model Colony, Pune 411 016

Tel: 25655319

Scrutinizer's Report

[Pursuant to Section 109 of the Companies Act, 2013 and Rule 21(2) of the Companies (Management and Administration) Rules, 2014]

To,

The Chairperson of the meeting,

31st Annual General Meeting of the Equity shareholders of Sharp India Limited held on Wednesday, September 28, 2016 at 11:00 AM (I.S.T.) at Registered Office of the Company situated at Gat No. 686/4, Koregaon Bhima, Taluka Shirur, Pune - 412216.

Dear Madam,

I, Sridhar G. Mudaliar, SVD & Associates, Company Secretaries have been appointed as scrutinizer of Sharp India Limited ("the Company") for the purpose of the poll taken on below mentioned resolutions, at the 31st Annual General Meeting of the Equity shareholders of Sharp India Limited held on Wednesday, September 28, 2016 at 11:00 AM (I.S.T.) at the Registered Office of the Company situated at Gat No 686/4, Tal Sirur, Koregaon Bhima, Pune – 412216. I submit my report as under:

1. After the time fixed for closing of the poll by the Chairperson, a ballot box kept for polling was locked in my presence with due identification marks placed.
2. 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/ Registrar and Transfer Agents of the Company and the authorizations/ proxies lodged with the Company.
3. The poll papers, which were incomplete and/ or which were otherwise found defective have been treated as invalid.



4. The result of the Poll is as under:

- a) **Ordinary Resolution No. 1** – Adoption of Financial Statements, Directors' and Auditors' Report for the year ended 31st March, 2016.

(i) Voted **in favour** of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
35	19463291	100

(ii) Voted **against** the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
NIL	NIL	NIL

(iii) **Not voted/Invalid** votes:

Total number of members who have not voted/whose votes were declared invalid	Total number of votes cast by them
3	800

- b) **Ordinary Resolution No. 2** – Re-appointment of Mr. Kazunori Ajikawa as a Director, who retires by rotation and being eligible, offers himself for re-appointment.

(i) Voted **in favour** of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
34	19463091	99.998

(ii) Voted **against** the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
1	200	0.002



(iii) **Not voted/Invalid votes:**

Total number of members who have not voted/whose votes were declared invalid	Total number of votes cast by them
3	800

- c) **Ordinary Resolution No. 3** – To Ratify the Appointment of M/s. S R B C & Co. LLP, Chartered Accountants, as the Statutory Auditors of the Company.

(i) **Voted in favour** of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
35	19463291	100

(ii) **Voted against** the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
NIL	NIL	NIL

(iii) **Not voted/Invalid votes:**

Total number of members who have not voted/whose votes were declared invalid	Total number of votes cast by them
3	800

- d) **Special Resolution No. 4** – Re-appointment of Mr. Tomio Isogai as the Managing Director of the Company.

(i) **Voted in favour** of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
35	19463291	100



(ii) Voted **against** the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
NIL	NIL	NIL

(iii) **Not voted/Invalid** votes:

Total number of members who have not voted/whose votes were declared invalid	Total number of votes cast by them
3	800

e) **Ordinary Resolution No. 5** – To Consider the Erosion of the Net worth of the Company as per Section 23 of the Sick Industrial Companies (Special Provisions) Act, 1985.

(i) Voted **in favour** of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
8	19458815	99.977

(ii) Voted **against** the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
27	4476	0.023

(iii) **Not voted/Invalid** votes:

Total number of members who have not voted/whose votes were declared invalid	Total number of votes cast by them
3	800



f) Ordinary Resolution No. 6 – To Approve the Material Related Party Transactions.

(i) Voted **in favour** of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
34	5291	100

(ii) Voted **against** the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	0

(iii) **Not voted/Invalid** votes:

Total number of members who have not voted/whose votes were declared invalid	Total number of votes cast by them
4*	19458800

*Includes one shareholder being interested votes considered as invalid.

g) Ordinary Resolution No.7 – To Ratify the Remuneration payable to the Cost Auditor- M/s. C. S. Adawadkar & Co., Cost Accountant for the financial year ending on 31st March 2017.

(i) Voted **in favour** of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
34	19463191	99.999

(ii) Voted **against** the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
1	100	0.001

(iii) **Not voted/Invalid votes:**

Total number of members who have not voted/whose votes were declared invalid	Total number of votes cast by them
3	800

5. A list of equity shareholders who voted “ FOR”, “AGAINST” and those whose votes were declared invalid for each resolution is enclosed.
6. The poll papers and other relevant records were sealed and handed over to the Company Secretary for safe keeping.

Thanking you,

Yours faithfully,

Sridhar G. Mudaliar

Practicing Company Secretary

FCS No. 6156

C. P. No. 2664

Place: Pune

Date: September 29, 2016



Sridhar G. Mudaliar
M.Com, LL.B, F.C.S.

Company Secretary

22-A, Hanuman Nagar,
Off: Senapati Bapat Road,
Model Colony, Pune- 411016
Tel: 25655319

31ST ANNUAL GENERAL MEETING SHARP INDIA LIMITED
(CIN: L36759MH1985PLC036759) HELD ON SEPTEMBER 28, 2016

COMBINED REPORT

Sr. No	Resolutions	E - voting		Voting by poll		Total		Result
		No. of Votes	Against	No. of Votes	Against	No. of Votes	Against	
1	Ordinary Resolution: Adoption of Financial Statements, Directors' and Auditors' Report for the year ended 31st March, 2016	3300	0	19463291	0	19466591	0	Resolution passed unanimously
2	Ordinary Resolution: Re-appointment of Mr. Kazunori Aikawa as a Director, who retires by rotation and being eligible offers himself for re-appointment	3300	0	19463091	200	19466391	200	Resolution passed with requisite majority
3	Ordinary Resolution: To Ratify the Appointment of M/s. S R B C & Co. LLP, Chartered Accountants, as the Statutory Auditors of the Company	3300	0	19463291	0	19466591	0	Resolution passed unanimously
4	Special Resolution: Re-appointment of Mr. Tomio Isogai as the Managing Director of the Company	3300	0	19463291	0	19466591	0	Resolution passed unanimously
5	Ordinary Resolution: To Consider the Erosion of the Net worth of the Company as per Section 23 of the Sick Industrial Companies (Special Provisions) Act, 1985	3300	0	19458815	4476	19462115	4476	Resolution passed with requisite majority
6	Ordinary Resolution: To Approve the Material Related Party Transactions	3200	100	5291	0	8491	100	Resolution passed with requisite majority
7	Ordinary Resolution: To Ratify the Remuneration payable to the Cost Auditor- M/s.C.S.Adawadkar & Co., Cost Accountant for the financial year ending on 31st March 2017	3300	0	19463191	100	19466491	100	Resolution passed with requisite majority

Date: September 29, 2016
Place: Pune

