

# **Sainik Finance & Industries Limited**

CIN : L26912DL1991PLC045449 Website : [www.sainikfinance.com](http://www.sainikfinance.com)

Regd.Office : 129 Transport Centre, Rohtak Road, Punjabi Bagh, New Delhi-110035. Tel.: 011-28315036 Fax :011-28315044

E-mail : [Info@sainik.org](mailto:Info@sainik.org), [legal.secretarial@sainikmining.com](mailto:legal.secretarial@sainikmining.com)

Ref.No. ....

Dated 29<sup>th</sup> Sep. 2017

To,  
Department of corporate Services  
**BSE Limited**  
Floor 25, P.J. Towers,  
Dalal Street,  
Mumbai- 400 001

**Sub: Details of Voting Results and Scrutinizers Report under Regulation 44(3) of SEBI (LODR) Regulations, 2015**

**Ref: Sainik Finance & Industries Limited**

Dear Sir / Madam,

This is to inform you that pursuant to the above captioned subject kindly find the enclosed voting results of Annual General Meeting held on Thursday, 28<sup>th</sup> September, 2017 for your kind perusal.

Also we enclose the Scrutinizer's Report on e-voting and polling process.

Kindly take the note of the same and acknowledge us the receipt.

Thanking you,

Yours faithfully,

For Sainik Finance & Industries Limited

Jagdish Chandra  
CFO



## 25<sup>th</sup> Annual General Meeting (AGM) of Sainik Finance & Industries Limited Voting results

<b>Date of AGM</b>	28 <sup>th</sup> September, 2017
<b>Total No. of Shareholders on Record Date:</b> (being the cut-off date of determining shareholders entitled to e-voting – Friday, 22 <sup>nd</sup> September, 2017)	3507
<b>No. of Shareholders present in meeting either in person or through proxy</b>  Promoter and Promoter Group: Public:	5 109
<b>No. of Shareholders attended the meeting through Video Conferencing</b>  Promoter and Promoter Group: Public:	NIL NIL
<b>Mode of Voting</b>	E-voting / poll

### Agenda wise

#### Ordinary Business:

#### Item No. 1 Ordinary Resolution

Adoption of the Annual Financial Statement of the Company for the financial year ended 31<sup>st</sup> March, 2017, including the audited Balance Sheet as at 31<sup>st</sup> March, 2017, the Statement of Profit and Loss and Cash Flow Statement for the financial year ended on that date and the reports of the Board of the Directors and 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	6205924	4932825	79.49	4932825	0	100	0	
	Poll	6205924	1052866	16.96	1052866	0	100	0	
	Total	6205924	5985691	96.45	5985691	0	100	0	
Public – Institutional holders	E-voting	0	0	0	0	0	0	0	
	Poll	0	0	0	0	0	0	0	
	Total	0	0	0	0	0	0	0	
Public- Non-Institutional	E-voting	4674076	410422	8.78	410422	0	100	0	
	Poll	4674076	2337731	50.01	2337731	0	100	0	
	Total	4674076	2748153	58.79	2748153	0	100	0	
Total		10880000	8733844	80.27	8733844	0	100	0	



### Item No. 2 Ordinary Resolution

Appointment of a Director in place of Mr. Kuldeep Singh Solanki, who retires by rotation and, being eligible, offers himself for re-appointment

Resolution required: (Ordinary/ Special)	Ordinary							
Whether promoter/ promoter group are interested in the agenda/resolution?	Yes							
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	6205924	4683959	75.48	4683959	0	100	0
	Poll	6205924	1052866	16.96	1052866	0	100	0
	Total	6205924	5736825	92.44	5736825	0	100	0
Public – Institutional holders	E-voting	0	0	0	0	0	0	0
	Poll	0	0	0	0	0	0	0
	Total	0	0	0	0	0	0	0
Public- Non-Institutional	E-voting	4674076	410422	8.78	410422	0	100	0
	Poll	4674076	2337731	50.01	2337731	0	100	0
	Total	4674076	2748153	58.79	2748153	0	100	0
Total		10880000	8484978	77.99	8484978	0	100	0

### Item No. 3 Ordinary Resolution

Appointment of Statutory Auditors and fixation of their remuneration

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 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	6205924	4838659	77.97	4838659	0	100	0
	Poll	6205924	1052866	16.96	1052866	0	100	0
	Total	6205924	5891525	94.93	5891525	0	100	0
Public – Institutional holders	E-voting	0	0	0	0	0	0	0
	Poll	0	0	0	0	0	0	0
	Total	0	0	0	0	0	0	0
Public- Non-Institutional	E-voting	4674076	410422	8.78	410422	0	100	0
	Poll	4674076	2337731	50.01	2337731	0	100	0
	Total	4674076	2748153	58.79	2748153	0	100	0
Total		10880000	8639678	79.41	8639678	0	100	0


  
 HANOVER & INDUSTRIES LTD.

Item No. 4 Special Resolution

Re-appointment of Sh. Samai Singh as an Independent Director of the Company for second term of 5 years

Resolution required: (Ordinary/ Special)	Special							
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	6205924	4556019	73.41	4556019	0	100	0
	Poll	6205924	1052866	16.96	1052866	0	100	0
	Total	6205924	5608885	90.37	5608885	0	100	0
Public – Institutional holders	E-voting	0	0	0	0	0	0	0
	Poll	0	0	0	0	0	0	0
	Total	0	0	0	0	0	0	0
Public- Non-Institutional	E-voting	4674076	410422	8.78	410422	0	100	0
	Poll	4674076	2337731	50.01	2337731	0	100	0
	Total	4674076	2748153	58.79	2748153	0	100	0
Total		10880000	8357038	76.81	8357038	0	100	0

Item No. 5 Special Resolution

Approval for charging fees from the member / shareholders to make delivery of the documents/ papers etc. through requested mode of delivery to the members / shareholders

Resolution required: (Ordinary/ Special)	Special							
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	6205924	3702589	59.67	3702589	0	100	0
	Poll	6205924	1052866	16.96	1052866	0	100	0
	Total	6205924	4755455	76.63	4755455	0	100	0
Public – Institutional holders	E-voting	0	0	0	0	0	0	0
	Poll	0	0	0	0	0	0	0
	Total	0	0	0	0	0	0	0
Public- Non-Institutional	E-voting	4674076	410422	8.78	410422	0	100	0
	Poll	4674076	2337731	50.01	2337731	0	100	0
	Total	4674076	2748153	58.79	2748153	0	100	0
Total		10880000	7503608	68.97	7503608	0	100	0

All the resolutions with respect to the agenda items were passed by requisite majority. The resolutions as approved by the Members of the Company, in terms of notice dated 10<sup>th</sup> August 2017, will form part of the minutes of Annual General Meeting.

The image shows a handwritten signature in black ink over a circular stamp. The stamp contains the text "FINANCE & INDUSTRIES LTD" around the perimeter and "SAMI SINGH" in the center. The signature appears to be "Sami Singh".

**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

The Chairman,  
Sainik Finance & Industries Limited

**25<sup>th</sup> Annual General Meeting of the Members of Sainik Finance & Industries Limited held on Thursday, 28<sup>th</sup> September 2017 at 9.30 A.M. at Farm House of M/s Kapil Constructions Private Limited, Anandgram (Near Rajokari), Church Road Extension, Mata Amritanandmaji Math, Abdul Gaffar Khan Marg, New Delhi -110 070**

Dear Sir,

I, Rajesh Gulati, Practicing Chartered Accountant, appointed by the Board of Directors of M/s Sainik Finance & Industries Limited (the Company) to act as the scrutinizer in terms of section 108 of the Companies Act, 2013 and Rule 20(3) of the Companies (Management and Administration) Rules, 2014, for the purpose of scrutinizing the electronic voting process in respect of resolutions proposed at the 25<sup>th</sup> Annual General Meeting of the Company, do hereby submit my report as follows:

1. The e-voting service was provided by National Securities Depository Limited (NSDL)
2. Voting rights were reckoned on the paid-up value of shares registered in the names of the members as on 22<sup>nd</sup> September, 2017
3. The period of e-voting started on Saturday, 23<sup>rd</sup> September, 2017 (9.00 a.m. IST) and ended on Wednesday, 27<sup>th</sup> September, 2017 (5.00 p.m. IST).
4. The votes cast were unblocked on Thursday, 28<sup>th</sup> September, 2017 in the presence of 2 witnesses, Mr. Rituraj Bhatnagar and Mr. Sanjit Kumar Patel, both of whom are not in the employment of the Company.
5. Based on the reports generated from NSDL's e-voting website [www.evoting.nsdl.com](http://www.evoting.nsdl.com) the results of the e-voting are as under:

**Ordinary Business:****Item No. 1 Ordinary Resolution**

Adoption of the Annual Financial Statement of the Company for the financial year ended 31st March, 2017, including the audited Balance Sheet as at 31<sup>st</sup> March, 2017, the Statement of Profit and Loss and Cash Flow Statement for the financial year ended on that date and the reports of the Board of the Directors and Auditors thereon.

	No. of members who voted	No. of shares for which votes cast	No. of valid vote cast	% of votes to total no. of valid votes cast
Voted in favour of the resolution	39	5343247	5343247	100%
Voted against the resolution	NIL	NIL	NIL	NIL
Invalid votes	NIL	NIL	NIL	NIL

**Item No. 2 Ordinary Resolution**

Appointment of a Director in place of Mr. Kuldeep Singh Solanki, who retires by rotation and, being eligible, offers himself for re-appointment

	No. of members who voted	No. of shares for which votes cast	No. of valid vote cast	% of votes to total no. of valid votes cast



Voted in favour of the resolution	38	5094381	5094381	100%
Voted against the resolution	NIL	NIL	NIL	NIL
Invalid votes	NIL	NIL	NIL	NIL

**Item No. 3 Ordinary Resolution**

Appointment of Statutory Auditors and fixation of their remuneration

	No. of members who voted	No. of shares for which votes cast	No. of valid vote cast	% of votes to total no. of valid votes cast
Voted in favour of the resolution	36	5249081	5249081	100%
Voted against the resolution	NIL	NIL	NIL	NIL
Invalid votes	NIL	NIL	NIL	NIL

**Item No. 4 Special Resolution**

Re-appointment of Sh. Samai Singh as an Independent Director of the Company for second term for 5 years

	No. of members who voted	No. of shares for which votes cast	No. of valid vote cast	% of votes to total no. of valid votes cast
Voted in favour of the resolution	34	4966441	4966441	100%
Voted against the resolution	NIL	NIL	NIL	NIL
Invalid votes	NIL	NIL	NIL	NIL

**Item No. 5 Special Resolution**

Approval for charging fees from the member / shareholders to make delivery of the documents/ papers etc. through requested mode of delivery to the members / shareholders

	No. of members who voted	No. of shares for which votes cast	No. of valid vote cast	% of votes to total no. of valid votes cast
Voted in favour of the resolution	30	4113011	4113011	100%
Voted against the resolution	NIL	NIL	NIL	NIL
Invalid votes	NIL	NIL	NIL	NIL

Yours faithfully,

Place: Delhi

Date: 28<sup>th</sup> September, 2017



Rajesh Gulati  
(Scrutinizer)

We, the undersigned, have witnessed that the votes were unblocked from NSDL's e-voting website [www.evoting.nsd.com](http://www.evoting.nsd.com) in our presence on Thursday, September 28, 2017.

Witness:

Ritura Bhatnagar

Sanjit Kumar Patel

**FORM No. MGT-13**

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

The Chairman,  
Sainik Finance and Industries Limited

**25<sup>th</sup> Annual General Meeting of the Members of Sainik Finance & Industries Limited held on Thursday, 28<sup>th</sup> September 2017 at 9.30 A.M. at Farm House of M/s Kapil Constructions Private Limited, Anandgram (Near Rajokari), Church Road Extension, Mata Amritanandmayi Math, Abdul Gaffar Khan Marg, New Delhi -110070**

Dear Sir,

I, Rajesh Gulati, Practicing Chartered Accountant, appointed for the purpose of the poll taken on the blow mentioned resolution(s) at the 25<sup>th</sup> Annual General Meeting of the Members of Sainik Finance & Industries Limited held on Thursday, 28<sup>th</sup> September 2017 at 9.30 A.M. at Farm House of M/s Kapil Constructions Private Limited, Anandgram (Near Rajokari), Church Road Extension, Mata Amritanandmayi Math, Abdul Gaffar Khan Marg, New Delhi -110 070, submit my report as under:

1. After the time fixed for closing of the poll by the Chairman, two (2) -ballot boxes kept for polling were locked in my presence with due identification marks placed by me.
2. The locked ballot boxes were subsequently opened in my presence and in presence of two witnesses and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the 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 and kept separately.
4. The result of the Poll is as under:

**Ordinary Business:****Item No. 1 Ordinary Resolution**

Adoption of the Annual Financial Statement of the Company for the financial year ended 31st March, 2017, including the audited Balance Sheet as at 31<sup>st</sup> March, 2017, the Statement of Profit and Loss and Cash Flow Statement for the financial year ended on that date and the reports of the Board of the Directors and Auditors thereon.

	No. of members who voted	No. of shares for which votes cast	No. of valid vote cast	% of votes to total no. of valid votes cast
Voted in favour of the resolution	113	3390597	3390597	100
Voted against the resolution	NIL	NIL	NIL	NIL
Invalid votes	NIL	NIL	NIL	NIL

**Item No. 2 Ordinary Resolution**

Appointment of a Director in place of Mr. Kuldeep Singh Solanki, who retires by rotation and, being eligible, offers himself for re-appointment

	No. of members who voted	No. of shares for which votes cast	No. of valid vote cast	% of votes to total no. of valid votes cast
Voted in favour of the resolution	113	3390597	3390597	100



Voted against the resolution	NIL	NIL	NIL	NIL
Invalid votes	NIL	NIL	NIL	NIL

**Item No. 3 Ordinary Resolution**

Appointment of Statutory Auditors and fixation of their remuneration

	No. of members who voted	No. of shares for which votes cast	No. of valid vote cast	% of votes to total no. of valid votes cast
Voted in favour of the resolution	113	3390597	3390597	100
Voted against the resolution	NIL	NIL	NIL	NIL
Invalid votes	NIL	NIL	NIL	NIL

**Item No. 4 Special Resolution**

Re-appointment of Sh. Samai Singh as an Independent Director of the Company for second term for 5 years

	No. of members who voted	No. of shares for which votes cast	No. of valid vote cast	% of votes to total no. of valid votes cast
Voted in favour of the resolution	113	3390597	3390597	100
Voted against the resolution	NIL	NIL	NIL	NIL
Invalid votes	NIL	NIL	NIL	NIL


**Item No. 5 Special Resolution**

Approval for charging fees from the member / shareholders to make delivery of the documents/ papers etc. through requested mode of delivery to the members / shareholders

	No. of members who voted	No. of shares for which votes cast	No. of valid vote cast	% of votes to total no. of valid votes cast
Voted in favour of the resolution	113	3390597	3390597	100
Voted against the resolution	NIL	NIL	NIL	NIL
Invalid votes	NIL	NIL	NIL	NIL

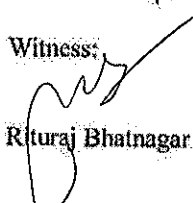
The poll papers and all other relevant records were sealed and handed over to the Director(s) authorized by the Board for safe keeping.

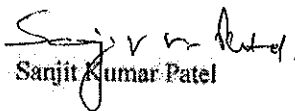
Thanking you,  
Yours faithfully,

  
(Rajesh Gulati)  
M. No. 89046  
Place: New Delhi  
Dated: 28<sup>th</sup> September, 2017



Witness:

  
Rituraj Bhatnagar

  
Sanjit Kumar Patel