

Ref No: nm/2017

Date: 25th May, 2017

Mr. Girish Joshi,GM Department of Corporate Services BSE Limited Corporate Relations Department Phiroze Jeejeebhoy Towers, Dalal Street,Mumbai - 400 001. BSE Scrip Code: 520151	Mr. Avinash Kharkar – AVP Listing Compliance National Stock Exchange of India Ltd. Exchange Plaza, Bandra Kurla Complex, Bandra (E),Mumbai – 400 051 NSE Symbol: SHREYAS
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Dear Sir,

Sub : Declaration of Voting Results of Postal Ballot

We wish to inform you that pursuant to Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company had issued Notice of Postal Ballot dated 12th April, 2017 alongwith the Postal Ballot form of the Company for seeking approval of the Members for Business Transactions With M/s Shreyas Relay Systems Limited Being A Material Related Party Which Are In The Normal Course Of Business And At Arm's Length.

Pursuant to Regulation 44(3), we enclose herewith the results of the voting for the said Postal Ballot. Kindly display the same on your notice board for the information of your Members and the Shareholders of the Company.

Thanking you,

Yours faithfully,
For **Shreyas Shipping and Logistics Limited**



Namrata Malushte
Company Secretary



Encl: As above

D. M. ZAVERI & Co.

Company Secretaries

CS Dharmesh Zaveri
B.Com., F.C.S.

Office No.145, 1st Floor, Kesar Residency, Charkop Sector 3, Kandivali (W), Mumbai - 400 067
Email: dmz@dmzaveri.com Tel.: 022-28679660 Mobile: 98203 20503 Website: www.dmzaveri.com

SCRUTINIZER REPORT ON POSTAL BALLOT

[Pursuant to Section 110 of the Companies Act, 2013 read with rule 22 of the Companies (Management and Administration) Rules, 2014]

To,
The Chairman,

Shreyas Shipping And Logistics Limited

4th Floor, Himalayas, Geetmala Complex,
Near Shah Industrial Estate, Govandi
(East), Mumbai – 400 088

Sub: Report on passing of resolutions through Postal Ballot Process

Dear Sir,

I, Dharmesh Zaveri, proprietor of D. M. ZAVERI & Co., Company Secretaries, Mumbai, was appointed as Scrutinizer in the Board Meeting held on Tuesday, 12th April, 2017 for the purpose of scrutinizing the physical postal ballot papers received by post and e-voting done through platform provided by National Securities Depository Limited in a fair and transparent manner and ascertaining the requisite majority as per the provisions of Section 110 of the Companies Act 2013 read with Rule 22 of Companies (Management and Administration) Rules, 2014 (including any statutory modification or re-enactment thereof for time being in force as amended from time to time) by the Board of Directors of the Company on the resolutions contained in the Notice dated 12th April, 2017 of the Company.

The Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules framed thereunder relating to e-voting and voting done through postal ballot received on the resolutions contained in the Notice dated 12th April, 2017 of the Company. My responsibility as a scrutinizer for the e-voting and for the postal ballot voting is restricted to make a Scrutinizer report of the Votes Cast "in favour" or "against" the resolutions as stated below, based on the report generated from the e-voting system provided by National Securities Depository Limited the



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authorised agency engaged by the Company to provide e-voting facilities and the report generated electronically for voting done by postal ballots. I submit my report as under;

- 1.1. The Company has completed the dispatch of Notice of Postal Ballot along with the Postal Ballot Forms and self-addressed pre-paid business reply envelopes through courier on 21st April, 2017 to the members of the Company, whose names appeared on the register of Members/ List of beneficiaries as on 14th April, 2017
- 1.2. As prescribed in the said Rules, the Company has also published an advertisement on 25th April, 2017 and it carried the required information as specified in the said rules.
- 1.3. As mentioned in the Postal ballot notice all postal ballot forms received upto the closure of working hours i.e. 5.00 p.m. on Tuesday, 23rd May, 2017 being the last date and time fixed by the Company for receipt of the forms were considered and the e-voting module was disabled by National Securities Depository Limited for voting thereafter.
- 1.4. The particulars of all Postal ballot forms received from the members have been entered into register maintained for the same.
- 1.5. All postal ballot forms received upto close of working hours i.e. 5.00 P.M. on 23rd May, 2017 were duly opened in my presence and the same were scrutinized and processed with the computer statement containing the shareholders name, Folio Number/ Client ID No. / DP ID, Postal Ballot No, No of Shares held, No of votes polled, assented, dissented and rejected if any, were generated. The shareholding and the signature of shareholders who have exercised their vote through postal ballot were verified with the records maintained by the Registrar & Share Transfer Agent namely Link Intime India Private Limited
- 1.6. Envelopes containing postal ballot forms which were returned undelivered were also not opened.
- 1.7. I have found 3 ballot forms which were considered invalid due to either signature mismatch or no signature.



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1.8. I have also received a complete record of votes cast by electronic mode from National Securities Depository Limited, the agency for providing and supervising electronic platform on Tuesday, 23rd May, 2017 at 05.15 p.m. and which was closed by National Securities Depository Limited on Tuesday, 23rd May, 2017 at 5.00 p.m.

1.9. The details containing *inter alia*, list of Equity shareholders, who voted "FOR"/ "AGAINST" each of the resolutions that put to vote, were generated from the physical ballot forms received by post and from report generated from e-voting platform, provided by National Securities Depository Limited is as under:

Mode of voting	Total valid votes	Votes in favour of Resolution			Votes against the Resolution			Invalid Votes	
		No of ballot / e-voting entry	Nos	% to total valid votes	No of ballot / e-voting entry	Nos	% to total valid votes	No of ballot / e-voting entry	Nos
Item No 1: Approval of Related Party transactions with Shreyas Relay Systems Limited (Ordinary Resolution)									
E-voting	232251	58	229546	98.83531	9	2705	1.1647	-	-
Postal Ballot	10282	53	9976	97.0239	3	306	2.9761	3	1300
Total	242533	111	239522	98.7585	12	3011	1.2415	3	1300



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The ordinary resolution passed by requisite majority are as under;

Reference to provisions of Companies Act, 2013	Type and description of ordinary/ special resolutions
Ordinary Resolution: Pursuant to Section 188 and other applicable provisions of Companies Act, 2013	Approval of Related Party transactions with Shreyas Relay Systems Limited

1.10. The Register, all other papers and relevant record relating to postal ballot shall remain in our safe custody until the Chairperson considers, approves and signs the Minutes and thereafter the same will be handed over to the Company.

1.11. The above mentioned resolutions are deemed to be passed by requisite majority as on the last date of receipt of postal ballot/ closing of e-voting i.e. 23rd May, 2017.

1.12. You may accordingly declare the results of voting by postal ballot.

For D. M. Zaveri & Co.
Practising Company Secretary



Dharmesh Zaveri
(Proprietor)
M. No.: 5418
CP. No.: 4363
Place: Mumbai
Date: 24th May, 2017



Accepted by Chairman/ Director of
Shreyas Shipping And Logistics
Limited