

Sarla Performance Fibers Ltd.

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(O)+91 22 2283 4116/6632 4038
(O)+91 22 4032 2786-4032 2795
(F) +91 22 2285 1728
info@sarlafibers.com
CIN : L31909DN1993PLC000056



100% EOU
www.sarlafibers.com

29th September, 2017

SPFL/2016-17

To,
BSE Limited,
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai - 400001
Scrip Code: 526885

To,
National Stock Exchange of India Limited
Exchange Plaza, Plot No. C/1, G Block,
Bandra - Kurla Complex, Bandra (East),
Mumbai - 400051
Symbol: SARLAPOLY

Dear Sir/ Madam,

Sub:- Regulation 44 (3) of the SEBI (Listing Obligation and Disclosure Requirements) Regulation – 2015-
Results of Voting of 23rd Annual General Meeting

Pursuant to Regulation 44 (3) of SEBI (Listing Obligation and Disclosure Requirements) Regulation – 2015, we are forwarding herewith the details regarding the Voting Results of the business transacted at the 24th AGM of the Company held on 29th September, 2017 at 11:00 a.m, at Registered office of the Company at 59/1/4, Amli Piparia Industrial estate, Silvassa, U T of Dadra & Nagar Haveli, 396 230.

We are forwarding herewith consolidated report of the scrutinizer on e-voting and voting through ballot paper at the AGM.

Thanking you,

Yours Faithfully,

For Sarla Performance Fibers Ltd

Mahendra Sheth
CFO & Company Secretary



Encl.: As stated above

Regd. Off. & Works 1:
Survey No. 59/1/4.
Amli Piparia Industrial Estate,
Silvassa - 396 230, U.T. Dadra & Nagar Haveli
(O) +91 260 3290467
(F) +91 260 2631356
silvassa@sarlafibers.com

Works 2:
Survey No. 64/2/3/4,61/1,61/2,62/5,63/5,63/7,
Amli Piparia Industrial Estate,
Silvassa - 396 230, U.T. Dadra & Nagar Haveli
(O) +91 260 3290467
(F) +91 260 2631356
silvassa@sarlafibers.com

Vapi Works:
Shed No. A1/48,
100 Sheds Area,
GIDC, Vapi - 396 195 (Gujarat)
(O) +91 260 3290953
(F) +91 260 2453507
vapi@sarlafibers.com

Date of the AGM	Friday, 29 th September, 2017
Total number of shareholders on record date	As on Cut-off date 22 nd September, 2016, 10915 Shareholders
No. of shareholders present in the meeting either in person or through proxy: Promoters and Promoter Group: Public:	9 26
No. of Shareholders attended the meeting through Video Conferencing Promoters and Promoter Group: Public	NIL NIL

Result of the Meeting				
Sr No	Agenda	Resolution Required (Ordinary/ Special)	Mode of Voting	Remarks
1	To receive, consider and adopt the Standalone and Consolidated Audited financial statements of the Company for the financial year ended 31st March, 2017 including the Statement of Profit and Loss for the year ended on that date together with the Reports of the Board of Directors and the Auditors thereon.	Ordinary	E-Voting and Ballot paper at AGM	Passed with Requisite Majority
2	To declare dividend for the financial year ended 31st March, 2017.	Ordinary	E-Voting and Ballot paper at AGM	Passed with Requisite Majority
3	To appoint a Director in place of Ms. Neha K. Jhunjhunwala [DIN: 07144529], who retires by rotation as per the provisions of Section 152 of the Companies Act, 2013 and being eligible, offers herself, for re-appointment	Ordinary	E-Voting and Ballot paper at AGM	Passed with Requisite Majority
4	Appointment of Auditors	Ordinary	E-Voting and Ballot paper at AGM	Passed with Requisite Majority
5	To ratify appointment and remuneration of Cost Auditor for financial year 2017-18	Ordinary	E-Voting and Ballot paper at AGM	Passed with Requisite Majority



Resolution - 1

Agenda: To receive, consider and adopt the Standalone and Consolidated Audited financial statements of the Company for the financial year ended 31st March, 2017 including the Statement of Profit and Loss for the year ended on that date together with the Reports of the Board of Directors and the 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	34536653	34536653	100.00	34536653	0	100.00	0.00
	Poll	0	0	0.00	0	0	0.00	0.00
	Total	34536653	34536653	100.00	34536653	0	100.00	0.00
Public- Institutions	E-Voting	7771650	7771650	100.00	7771650	0	100.00	0.00
	Poll	0	0	0.00	0	0	0.00	0.00
	Total	7771650	7771650	100.00	7771650	0	100.00	0.00
Public- Non Institutions	E-Voting	38175	38175	100.00	38175	0	100.00	0.00
	Poll	2527947	2527947	100.00	2527947	0	100.00	0.00
	Total	2566122	2566122	200.00	2566122	0	100.00	0.00
Total		44874425	44874425	100.00	44874425	0	100.00	0.00



Resolution - 2

Agenda: To declare dividend for the financial year ended 31st March, 2017

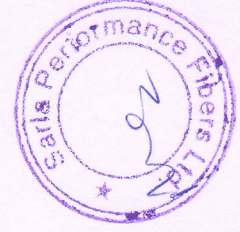
Resolution required: (Ordinary/ Special)		Ordinary						
Category	Mode of Voting	Whether promoter/ promoter group are interested in the agenda/resolution?					No	
		No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – against	% of Votes 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	34536653	34536653	100.00	34536653	0	100.00	0.00
	Poll	0	0	0.00	0	0	0.00	0.00
	Total	34536653	34536653	100.00	34536653	0	100.00	0.00
Public- Institutions	E-Voting	7771650	7771650	100.00	7771650	0	100.00	0.00
	Poll	0	0	0.00	0	0	0.00	0.00
	Total	7771650	7771650	100.00	7771650	0	100.00	0.00
Public- Non Institutions	E-Voting	38175	38175	100.00	38175	0	100.00	0.00
	Poll	2527947	2527947	100.00	2527947	0	100.00	0.00
	Total	2566122	2566122	200.00	2566122	0	100.00	0.00
Total		44874425	44874425	100.00	44874425	0	100.000	0.000



Resolution - 3

Agenda: To appoint a Director in place of Ms. Neha K. Jhunjhunwala [DIN: 07144529], who retires by rotation as per the provisions of Section 152 of the Companies Act, 2013 and being eligible, offers herself, for re-appointment.

Resolution - 3									
Agenda: To appoint a Director in place of Ms. Neha K. Jhunjhunwala [DIN: 07144529], who retires by rotation as per the provisions of Section 152 of the Companies Act, 2013 and being eligible, offers herself, for re-appointment.									
Resolution required: (Ordinary/ Special)		Ordinary							
Whether promoter/ promoter group are interested in the agenda/resolution?									
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	34536653	34536653	100.00	34536653	0	100.00	0.00	0.00
	Poll	0	0	0.00	0	0	0.00	0.00	0.00
	Total	34536653	34536653	100.00	34536653	0	100.00	0.00	0.00
Public- Institutions	E-Voting	7771650	7771650	100.00	7771650	0	100.00	0.00	0.00
	Poll	0	0	0.00	0	0	0.00	0.00	0.00
	Total	7771650	7771650	100.00	7771650	0	100.00	0.00	0.00
Public- Non Institutions	E-Voting	38175	38175	100.00	36765	1410	96.31	3.69	3.69
	Poll	2527947	2527947	100.00	2527947	0	100.00	0.00	0.00
	Total	2566122	2566122	200.00	2564712	1410	96.31	3.69	3.69
Total		44874425	44874425	100.00	44873015	1410	99.997	0.003	0.003



Resolution - 4

Agenda: Appointment of Statutory Auditors

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)]*	-4	-5	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
	E-Voting	34536653	34536653	100.00	34536653	0	100.00	0.00
Promoter and Promoter Group	Poll	0	0	0.00	0	0	0.00	0.00
	Total	34536653	34536653	100.00	34536653	0	100.00	0.00
	E-Voting	7771650	7771650	100.00	7771650	0	100.00	0.00
Public- Institutions	Poll	0	0	0.00	0	0	0.00	0.00
	Total	7771650	7771650	100.00	7771650	0	100.00	0.00
Public- Non Institutions	E-Voting	38175	38175	100.00	37475	700	98.17	1.83
	Poll	2527947	2527947	100.00	2527947	0	100.00	0.00
	Total	2566122	2566122	200.00	2565422	700	98.17	1.83
Total		44874425	44874425	100.00	44873725	700	98.17	1.83



Resolution - 5

Agenda: To ratify appointment and remuneration of Cost Auditor for financial year 2017-18

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	34536653	34536653	100.00	34536653	0	100.00	0.00
	Poll	0	0	0.00	0	0	0.00	0.00
	Total	34536653	34536653	100.00	34536653	0	100.00	0.00
Public- Institutions	E-Voting	7771650	7771650	100.00	7771650	0	100.00	0.00
	Poll	0	0	0.00	0	0	0.00	0.00
	Total	7771650	7771650	100.00	7771650	0	100.00	0.00
Public- Non Institutions	E-Voting	38175	38175	100.00	37475	700	98.17	1.83
	Poll	2527947	2527947	100.00	2527947	0	0.00	0.00
	Total	2566122	2566122	200.00	2565422	700	98.17	1.83
Total		44874425	44874425	100.00	44873725	700	98.17	1.83





COMBINED SCRUTINIZER'S REPORT

To;

The Chairman of 24th Annual General Meeting (AGM) of the members of **Sarla Performance Fibers Limited (CIN: L31909DN1993PLC000056)** (hereinafter referred to as "the Company") held on Friday, 29th day of September, 2017 at the registered office of the Company at Survey No. 59/1/4, Amli Piparia Industrial Estate Silvassa -396230, U.T. of Dadra & Nagar Haveli, India at 11.00 a.m. IST.

Dear Sir,

1. I, CS Ajit Sathe, Proprietor of M/s. A.Y. Sathe & Co., a Company Secretaries in Practice, Mumbai have been appointed as Scrutinizer by;

(a) the Board of Directors of **Sarla Performance Fibers Limited (CIN: L31909DN1993PLC000056)** for the purpose of Scrutinizing the e-voting process under the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and

(b) the Chairman of the Annual General Meeting (AGM) on poll under the provisions of Section 109 of the Companies Act, 2013 read with Rule 21 of the Companies (Management and Administration) Rules, 2014, on the resolutions contained in the notice of the 24th Annual General Meeting (AGM) of the Company, held on Friday, 29th day of September, 2017 at the registered office of the Company situated at Survey No. 59/1/4, Amli Piparia Industrial Estate Silvassa -396230, U.T. of Dadra & Nagar Haveli, India at 11:00 a.m. IST.

2. The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and the rules relating to e-voting and poll on the resolutions contained in the Notice of the Twenty Third Annual General Meeting (AGM) of the members of the Company. My responsibility as a scrutinizer of the e-voting process and for the Poll at the AGM is restricted to make a Scrutinizer's report of the votes cast "in favour" or "against" the resolutions stated above, based on the reports generated from the e-voting system provided by National Securities Depository Limited (NSDL), the authorised agency engaged by the Company to provide e-voting facility for e-voting and also the poll conducted through physical ballot forms at the AGM.

3. Further to the above, I submit my report as under: -

- i. In accordance with the notice of 24th AGM dated 27th May, 2017 sent to the shareholders and the advertisement pursuant to Rule 20 (5) of the Companies (Management and Administration) Rules, 2014, the e-voting period remained open from Tuesday, 26th September, 2017 at 9:00 a.m. (IST) and ended on Thursday, 28th September, 2017 at 5:00 p.m. (IST).
- ii. The members of the Company as on the "cut-off" date i.e. 22nd September, 2017 were entitled to vote on the resolutions (item No. 1 to 5) as set out in the notice of 24th AGM of the Company.





iii. The votes cast were unblocked at 11:45 A.M. on 29th September, 2017 in the presence of 2 witnesses, CS Nikita Sheth and CS Amruta Pandit who are not in the employment of the Company. They have signed below as witness in confirmation of the votes being unblocked in their presence.

iv. Thereafter, the details containing, inter alia, list of Equity Shareholders, who voted "for", or "against" each of the resolutions that were put to vote, were generated from the e-voting website of National Securities Depository Limited ("NSDL") i.e., "<https://www.evoting.nsdl.com>" and based on such reports generated, the result of the e-voting is as under:

4. I have issued separate Scrutinizer's Reports dated 29th September, 2017 on the e-voting and on the poll conducted through physical Ballot Forms on the resolutions contained in the notice to the AGM. As requested by management, I submit herewith my combined report on the results of e-voting together with that of Poll as under:

Agenda Item No. of Notice		Remote E-Voting		Voting by Poll at AGM		Total Voting	
		No's	%	No's	%	No's	%
Item No. 1 of the Notice (As an Ordinary Resolution) To receive, consider and adopt the Standalone and Consolidated Audited financial statements of the Company for the financial year ended 31 st March, 2017 including the Statement of Profit and Loss for the year ended on that date together with the Reports of the Board of Directors and the Auditors thereon.	Votes in favour of the resolution	42346478	100	2527947	100	44874425	100
	Votes against the resolution	NIL	NIL	NIL	NIL	NIL	NIL
	Total	42346478	100	2527947	100	44874425	100





Agenda Item No. of Notice		Remote E-Voting		Voting by Poll at AGM		Total Voting	
		No's	%	No's	%	No's	%
Item No. 2 of the Notice (As an Ordinary Resolution)	Votes in favour of the resolution	42346478	100	2527947	100	44874425	100
To declare dividend for the financial year ended 31 st March, 2017.	Votes against the resolution	NIL	NIL	NIL	NIL	NIL	NIL
	Total	42346478	100	2527947	100	44874425	100
Item No. 3 of the Notice (As an Ordinary Resolution)	Votes in favour of the resolution	42345068	99.99	2527947	100	44873015	99.99
To appoint a Director in place of Ms. Neha K. Jhunjhunwala [DIN: 07144529], who retires by rotation as per the provisions of Section 152 of the Companies Act, 2013 and being eligible, offers herself, for re-appointment.	Votes against the resolution	1410	0.01	NIL	NIL	1410	0.01
	Total	42346478	100	2527947	100	44874425	100
Item No. 4 of the Notice (As an Ordinary Resolution)	Votes in favour of the resolution	42345778	99.99	2527947	100	44873725	100
To appoint Auditors.	Votes against the resolution	700	0.01	NIL	NIL	700	-
	Total	42346478	100	2527947	100	44874425	100





Agenda Item No. of Notice		Remote E-Voting		Voting by Poll at AGM		Total Voting	
		No's	%	No's	%	No's	%
Item No. 5 of the Notice (As an Ordinary Resolution) To ratify appointment and remuneration of Cost Auditor for financial year 2017-18.	Votes in favour of the resolution	42345778	99.99	2527947	100	44873725	100
	Votes against the resolution	700	0.01	NIL	NIL	700	-
	Total	42346478	100	2527947	100	44874425	100

Note:

- For Item No. 3 of the Notice, Ms. Neha Jhunjhunwala, Promoter & Director of the Company abstained from voting, being interested.

In calculating percentage, invalid votes have not been taken into account.

All the Resolutions stand passed with the requisite majority.

5. I observed that:

- 26 members had cast their votes by poll at the meeting.
- 41 members had cast their votes through e-voting.

Thanking you,

Yours faithfully



CS Ajit Sathe

Company Secretary in Whole-time Practice & Scrutinizer
Membership No.: FCS-2899; CP No. 738

Place: Mumbai

Dated: 29th September, 2017



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 Chairman of 24th Annual General Meeting (AGM) of the members of **Sarla Performance Fibers Limited** [CIN - L31909DN1993PLC000056] held on Friday, 29th September, 2017 at the registered office of Company at Survey No. 59/1/4, Amlti Piparia Industrial Estate, Silvassa - 396230, U.T. of Dadra & Nagar Haveli at 11.00 a.m. IST.

Dear Sir,

1. I, CS Ajit Sathe, Proprietor of A.Y. Sathe & Co., Company Secretaries in Practice, Mumbai, have been appointed by the Board of Directors of **Sarla Performance Fibers Limited** (CIN: L31909DN1993PLC000056) ("the Company") vide their resolution dated 27th May, 2017 as a Scrutinizer for the purpose of scrutinizing the e-voting process in a fair & transparent manner and ascertaining the requisite majority on e-voting carried out as per the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (Rules) on the resolution No. (1) to (5) contained in the notice of the 24th Annual General Meeting (AGM) of the members of the Company, held on the 29th day of September, 2017 at the registered office of the Company situated at Survey No. 59/1/4, Amlti Piparia Industrial Estate, Silvassa - 396230, U.T. of Dadra & Nagar Haveli at 11.00 am.
2. The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules relating to voting through electronic means of the resolutions contained in the Notice to the 24th Annual General Meeting (AGM) of the members of the Company. My responsibility as a Scrutinizer for the e-voting purpose is restricted to make a Scrutinizer's report of the votes cast "in favour" or "against" the resolutions stated above, based on the reports generated from the e-voting system provided by National Securities Depository Limited (NSDL), the authorized agency to provide e-voting facilities, engaged by the Company.
3. Further to the above, I submit my report as under: -
 - i. In accordance with the notice of 24th AGM dated 27th May, 2017 sent to the shareholders and the advertisement pursuant to Rule 20 (5) of the Companies (Management and Administration) Rules, 2014, the e-voting period remained open from Tuesday, 26th September, 2017 at 9:00 a.m. (IST) and ended on Thursday, 28th September, 2017 at 5:00 p.m. (IST).
 - ii. The members of the Company as on the "cut-off" date i.e. 22nd September, 2017 were entitled to vote on the resolutions (item No.1 to 5) as set out in the notice of 24th AGM of the Company.
 - iii. The votes cast were unblocked at 11.45 AM on 29th September, 2017 in the presence of 2 witnesses, CS Nikita Sheth and CS Amruta Pandit who are not in the employment of the Company. They have signed below as witness in confirmation of the votes being unblocked in their presence.



Page 1 of 4

Office : C-202, 2nd Floor, Kohinoor Apartments, N. C. Kelkar Road, Near Kabutar Khana, Dadar (W), Mumbai - 400 028.

Residence : 14, Ashirwad, 3rd Floor, 116, St. Xavier Street, Parel, Mumbai - 400 012.

Tel. (O) : 6451 2969 / 74982 61067 Tel. (D) : 6615 0090 • Email : mail@csajitsathe.com • Web : www.csajitsathe.com



iv. Thereafter, the details containing, *inter alia*, list of Equity Share holders, who voted "for", or "against" each of the resolutions that were put to vote, were generated from the e-voting website of National Securities Depository Limited ("NSDL") i.e., "<https://www.evoting.nsdl.com>" and based on such reports generated, the result of the e-voting is as under:

Item No. 1: Ordinary Resolution to receive, consider and adopt the Standalone and Consolidated Audited financial statements of the Company for the financial year ended 31st March, 2017, including the Statement of Profit and Loss for the year ended on that date together with the Reports of the Board of Directors and the Auditors thereon.

(i) Voted in favour of the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast (favour and against)
41	42346478	100

(ii) Voted against the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast (favour and against)
NIL	NIL	NIL

(iii) Invalid Votes:

Total number of members whose votes were declared invalid	Not voted
NIL	NIL

Item No. 2: Ordinary resolution to declare dividend for the financial year ended 31st March, 2017.

(i) Voted in favour of the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast (favour and against)
41	42346478	100

(ii) Voted against the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast (favour and against)
NIL	NIL	NIL

(iii) Invalid Votes:

Total number of members whose votes were declared invalid	Not voted
NIL	NIL





Item No. 3: Ordinary resolution to appoint a Director in place of Ms. Neha K. Jhunjhunwala [DIN: 07144529], who retires by rotation as per the provisions of Section 152 of the Companies Act, 2013 and being eligible, offers herself, for re-appointment.

(i) Voted in favour of the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast (favour and against)
38	42345068	99.99

(ii) Voted against the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast (favour and against)
3	1410	00.01

(iii) Invalid Votes:

Total number of members whose votes were declared invalid	Not voted
NIL	NIL

Item No. 4: Ordinary Resolution to appoint CNK & Associates LLP, Chartered Accountants, Mumbai (ICAI Firm Registration No.101961W) as Statutory Auditors of the Company.

(i) Voted in favour of the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast (favour and against)
40	42345778	99.99

(ii) Voted against the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast (favour and against)
1	700	00.01

(iii) Invalid Votes:

Total number of members whose votes were declared invalid	Not voted
NIL	NIL





Item No. 5: Ordinary Resolution to ratify appointment and remuneration of B.F. Modi & Associates, Cost Accountants, Vapi (Membership Number: 6955) as a Cost Auditor for financial year 2017-18.

(i) Voted in favour of the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast (favour and against)
40	42345778	99.99

(ii) Voted against the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast (favour and against)
1	700	00.01

(iii) Invalid Votes:

Total number of members whose votes were declared invalid	Not voted
NIL	NIL

Thanking you,

Yours faithfully



CS Ajit Sathe
Company Secretary in Practice & Scrutinizer
Membership No.: FCS 2899, CP No.738

Place: Mumbai

Date: 29th September, 2017

We, the undersigned, witness that the votes were unblocked from the e-voting website of National Securities Depository Limited (NSDL) (<https://www.evoting.nsdl.com>) in our presence at 11.45 AM on 29th September, 2017 at the office of the Scrutinizer.

CS Nikita Sheth
Membership No.: A26447
Add: 220 / 222, Jahangir Baug, Veer
Savarkar Marg, Flat No. 22, Vaibhav,
Near Hinduja Hospital, Mahim - 400016

CS Amruta Pandit
Membership No.: A34212
Add: B-14, Suprabhat Apartments, Gyan
Mandir Road, Dadar (West), Mumbai -
400028

Date: 29th September, 2017
Place: Mumbai



Form No. MGT-13

Report of Scrutinizer(s)

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

To,

Chairman of the 24th Annual General Meeting (AGM) of the Members of **Sarla Performance Fibers Limited (CIN: L31909DN1993PLC000056)** held on Friday, 29th day of September, 2017 at the registered office of the Company at Survey No. 59/1/4, Amli Piparia Industrial Estate Silvassa -396230, U.T. of Dadra & Nagar Haveli, India at 11:00 a.m. IST.

Dear Sir,

I, CS Ajit Sathe, Proprietor of M/s. A.Y. Sathe & Co., a Company Secretaries in Practice, Mumbai, appointed as a Scrutinizer for the purpose of the poll taken on the below mentioned resolution(s), at the 24th Annual General Meeting (AGM) of the Equity Shareholders of **Sarla Performance Fibers Limited**, held on 29th day of September, 2017 at the registered office of the Company at Survey No. 59/1/4, Amli Piparia Industrial Estate, Silvassa - 396230, U.T. of Dadra & Nagar Haveli, India at 11:00 a.m. IST submit my report as under:

1. After the time fixed for closing of the poll by the Chairman, 1 (One) ballot box kept for polling were locked in my presence with due identification marks placed by me.
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 Registrar and Transfer Agents of the Company and the authorizations / proxies lodged with the Company.
3. I did not find any invalid poll paper.
4. The result of the Poll is as under:

Page 1 of 4





Item No. 1: Ordinary Resolution to receive, consider and adopt the Standalone and Consolidated Audited financial statements of the Company for the financial year ended 31st March, 2017 including the Statement of Profit and Loss for the year ended on that date together with the Reports of the Board of Directors and the Auditors thereon.

(i) Voted in favour of the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast (favour and against)
26	2527947	100

(ii) Voted against the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast (favour and against)
NIL	NIL	NIL

(iii) Invalid votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Number of votes Cast by them
NIL	NIL

Item No. 2: Ordinary resolution to declare dividend for the financial year ended 31st March, 2017.

(i) Voted in favour of the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast (favour and against)
26	2527947	100

(ii) Voted against the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast (favour and against)
NIL	NIL	NIL

(iii) Invalid votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Number of votes Cast by them
NIL	NIL





Item No. 3: Ordinary resolution to appoint a Director in place of Ms. Neha K. Jhunjhunwala [DIN: 07144529], who retires by rotation as per the provisions of Section 152 of the Companies Act, 2013 and being eligible, offers herself, for re-appointment.

(i) Voted in favour of the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast (favour and against)
26	2527947	100

(ii) Voted against the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast (favour and against)
NIL	NIL	NIL

(iii) Invalid votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Number of votes Cast by them
NIL	NIL

Item No.4: Ordinary Resolution to appoint CNK & Associates LLP, Chartered Accountants, Mumbai (ICAI Firm Registration No.101961W) as Statutory Auditors of the Company.

(i) Voted in favour of the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast (favour and against)
26	2527947	100

(ii) Voted against the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast (favour and against)
NIL	NIL	NIL

(iii) Invalid votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Number of votes Cast by them
NIL	NIL





Item No. 5: Ordinary Resolution to ratify appointment and remuneration of B.F. Modi & Associates, Cost Accountants, Vapi (Membership Number: 6955) as a Cost Auditor for financial year 2017-18.

(i) Voted in favour of the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast (favour and against)
26	2527947	100

(ii) Voted against the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast (favour and against)
NIL	NIL	NIL

(iii) Invalid votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Number of votes Cast by them
NIL	NIL

5. A Compact Disc (CD) containing 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 all other relevant records were sealed and handed over to the Company Secretary authorized by the Board for safe keeping.

Thanking you,

Yours faithfully



CS Ajit Sathe
Company Secretary in Practice & Scrutinizer
Membership No.: FCS 2899, CP No.738

Place: Mumbai

Dated: 29th September, 2017