

22nd July, 2017

To

The Department of Corporate services

**Bombay Stock Exchange Limited** 

P.J Towers, Dalal Street Mumbai-400001

Scrip Code: - 540425

To

National Stock Exchange of India Limited

5th Floor, Exchange Plaza

Bandra (E)

Mumbai-400051

Scrip Symbol-SHANKARA

Dear Sir,

<u>Subject: - Pursuant to Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015</u>

In accordance with the Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed the voting results and Scrutinizer's Report on the resolutions passed at the Annual General Meeting held on July 21, 2017 for your information and records.

Other details regarding the attendance at the Annual General Meeting are provided in Annexure-

BANGALORE

Thanking You

For Shankara Building Products Limited

Ereena Vikram

Company Secretary and Compliance Officer

Encl: As above

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	i si		SHANKARA BUILDING PRODUCTS LIMITED	OILDING PKO	DUCISLIMI	IED			***
Date of the AGM/EGM			21-07-2017						
Total number of shareholders on record date	lers on record	date	13363						
No. of shareholders presen	nt in the meeti	No. of shareholders present in the meeting either in person or through proxy:	1						in
Promoters and Promoter Group:	ter Group:		ω <sub>.</sub>						
Public:	- 2		66						
No. of Shareholders attended	ded the meetin	No. of Shareholders attended the meeting through Video Conferencing							
Promoters and Promoter Group:	ter Group:		Not Applicable	le					
Public:			Not Applicable	le					
Resolution No.	1	79				×	2		
Resolution required:									
(Ordinary/ Special)	ORDINARY - A	ORDINARY - Adoption of Financial Statements and Reports of the Board of Directors and the Auditors thereon	and Reports o	f the Board o	f Directors a	nd the Au	ditors there	on	
Whether promoter/									
promoter group are									
agenda/resolution?	No								
, X.			R.	% of Votes Polled on			% of Votes in favour	Votes against	
>				outstanding		No. of	on votes	on votes	
								polled	
	Mode of		No. of votes	10		against	1)/(2)		
Category	Voting	No. of shares held (1)	polled (2)	TUU TUU	Tavour (4)	(5)	-		votes invalid
	E-Voting		12619998	98.2732	12619998	0		0.0000	0
	Poll		60550	0.4715	60550	0	100.0000	0.0000	0
	Postal Ballot	12841748							
Promoter and Promoter	(if								
Group	applicable)		0	0.0000	00	0	0.0000	0.0000	0
<.	Total		12680548	98.7447	12680548	0	100	0	0
		4							





							10	R		
4	0	100	0	126805	98.7447	12680548	10	187	Total	
	0.0000	0.0000	0	00	0.0000	0		A SNIBING P	applicable)	Group
								4	(if	Promoter and Promoter
						51 F.2 SS:	12841748		Postal Ballot	27 W
0	0.0000	100.0000	0	60550	0.4715	60550			Poll	
0	0.0000	100.0000	0	12619998	98.2732	12619998			E-Voting	
Votes Invalid	2)]*100  \	]*100	(5)	favour (4)	* 100	polled (2)	)	No. of shares held (1)	Voting	Category
	(7)=[(5)/(	(6)=[(4)/(2)	against	)/(1)] Votes – in	(3)=[(2)/(1)]	No. of votes			Mode of	0
	polled	polled	Votes -	No. of	shares					
	on votes	on votes	No. of		outstanding					
	Votes against	% of Votes in favour			% of Votes Polled on					V
									No	agenda/resolution?
										interested in the 1
			T							promoter group are
										Whether promoter/
							br	ORDINARY - Declaration of Dividend	ORDINARY - [	(Ordinary/ Special)
										Resolution required:
									2	Resolution No.
								7		
39167	0.0000	100.0000	4	16380328	71.6885	16380332	22849326		Total	
10	0.0006	99.9994	4	684359	14.6593	684363			Total	
10	0.0000	100.0000	0	89	0.0019	89		٠	applicable)	Public- Non Institutions
									(if	
	0.000						4668435		Postal Ballot	
0	0.0000	100.0000	0		4.0780	190380			Poll	
0	0.0008	99.9991	4	493890	10.5794	493894			E-Voting	
39157	0	100	0	3015421	56.4776	3015421			Total	
0	0.0000	0.0000	0	00	0.0000	0			applicable)	Public- Institutions
						1			(if	
	П						5339143		Postal Ballot	
0						. 0			Poll	
39157	0.0000	100.0000	0	3015421	56.4776	3015421	*		E-Voting	

0.0000	The same of the sa		THE PROPERTY OF THE PERSON OF	The state of the s	100000	100	Total	
	0.0000	0	00	0.0000	0	LDINGO	(if applicable)	Promoter and Promoter Group
					10	12841748	Postal Ballot	
0.0000	100.0000	0	60550	0.4715	60550		Poll	
0.0000	100.0000	0	12619998	98.2732	12619998		E-Voting	
2)]*100	]*100	(5)	favour (4)	* 100	polled (2)	No. of shares held (1)	Voting	Category
(7)=[(5)/(	1)/(2)	against	)/(1)] Votes – in	(3)=[(2)/(1)]	No. of votes		Mode of	
polled		Votes -	No. of	shares	14			
on votes	S	No. of		outstanding				
against	(R			Polled on				
Votes	% of Votes			% of Votes				
				1110			No	agenda/resolution?^
								interested in the
					À			promoter group are
								Whether promoter/
	tation	ring by ro	as a Director, retiring by rotation		ar (DIN: 0124	ORDINARY - Re-appointment of Mr. C.Ravi Kumar (DIN: 01247347)	ORDINARY - Re	(Ordinary/ Special)
								Resolution required:
							3	Resolution No.
0.0000	100.0000	2	71.8593 16419357	71.8593	16419359	22849326	Total	
0.0003	99.9997	2	684231	14.6565	684233		Total	
0.0000	100.0000	0	89	0.0019	89		applicable)	Public- Non Institutions
							(if	
						4668435	Postal Ballot	
0.0010	99.9989	2	190378	4.0780	190380		Poll	
0.0000	100.0000	0	493764	10.5766	493764	200	E-Voting .	
	100	0	3054578	57.211	3054578		Total	
0.0000	0.0000	0	00	0.0000	0		applicable)	Public- Institutions
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12841748	60550	0.4/13				
	60550					
<b>Q</b> Z	12619998		0.4715	0.4715 60550		60550
D Z	1		98.2732	98.2732 12619998		12619998 0 100.0000
Z	polled (2)	* 100	0	0 favour (4)	favour (4) (5)	favour (4) (5)
	No. of votes	(3)=[(2	(2)/(1)]	)/(1)] Votes – in	against	
	4	outs	nding	nding	nding No. of	nding No. of
		% of V Polled	% of Votes Polled on	otes on	otes on	otes on
on of M/s H	ORDINARY - To consider the ratification of M/s Haribhakti & Co.,	0., 0	Chartere	Chartered Accountar	Chartered Accountant as statu	Chartered Accountant as statutory auditor of the Company
42043320	COPCT+0T	1	T.8598	10000	1041946/	1041946/ 22
2000000	684363	1 1	4.6593	SECTION AND DESCRIPTION AND DE	684341	684341 22
	89		0.0019	0.0019 89		89
4668435						
	190380		4.0780	4.0780 190380		190380
	493894		10.5794	10.5794 493872		493872
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5339143			0.000		00	c
_	3054578	u	0.0000	7.2110 30545	7.2110 3054578	7.2110 3054578 0
4 5	5339143	305457 49389 19038 68436 1641948	3054578 5 0 0 3054578 1 190380 1 684363 1 16419489 7	3054578 57.2110 30545 0 0.00000 0.00000 0.0000 0.0000 0.0000 0.0000 0.0000 0.0000 0.0000 0.0000 0.0	3054578       57.2110       3054578         0       0.0000       00         0       0.0000       00         3054578       57.211       3054578         493894       10.5794       493872         190380       4.0780       190380         190380       4.0780       190380         684363       14.6593       684341         16419489       71.8598       16419467	3054578       57.2110       3054578       0       10         0       0.00000       00       0       0         0       0.00000       00       0       0         3054578       57.211       3054578       0       0         493894       10.5794       493872       22       9         190380       4.0780       190380       0       10         89       0.0019       89       0       10         684363       14.6593       684341       22       9         16419489       71.8598       16419467       22       9

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	Group	Promoter and Promoter	<u>9</u>			Category			2	agenda/resolution?	interested in the	Whether promoter/ promoter group are	(Ordinary/ Special)	Resolution required:	Resolution No.			<b>Public- Non Institutions</b>					Public- Institutions			
Total	applicable)	(if	Postal Ballot	Poll	E-Voting	Voting	Mode of			No			ORDINARY - A		5	Total	Total	applicable)	(if	Poll Ballot	E-Voting	Total	applicable)	Postal Ballot	Poll	E-Voting
(A)	SOLUTION DE	777	12841748			No. of shares held (1)							ORDINARY - Approval for revision in remuneration of Mr. Sukumar Srinivas, Managing Director		D.	22849326			+000+3	166075				5339143		
160550	0		25	60550	100000	polled (2)	No. of votes				ya Hari		ition of Mr. Su			16419489	684363	89		190380	493894	3054578	0	-	0	3054578
1.2502	0.0000			0.4715	0.7787	* 100	shares $(3)=[(2)/(1)]$	outstanding	% of Votes Polled on				kumar Sriniva					0.0019		4.0780	10				0.0000	57.2110
160550				60550	100000	favour (4)	No. of )/(1)] Votes – in						s, Managing			16419440	684314	89		190380	493845	3054578	00		00	3054578
0	0			0	0	(5)	Votes – against						Director			49	49	0		0	49	0	0		0	0
100	0.0000			100.0000	100.0000	]*100	polled (6)=[(4)/(2)	on votes	% of Votes in favour							99,9997	99.9928	100.0000		000000			0.0		0.0000	100.0000
. 0	0.0000		25	0.0000	0.0000	2)]*100	polled (7)=[(5)/(	on votes	Votes against		- 10 (I)					0.0003	0.0072	0.0000		0.0000			0.0000		0.0000	0.0000
12519998				0	12519998	Votes Invalid										10	10	10		0		0	0		0	. 0

0.0000	0.0000							
		0	00	0.0000	0	A 8	applicable)	Group
						12841/48	(if	Promoter and Promoter
0.0000	100.0000	0	60550	0.4715	60550		Poll Ballot	10 m 12
0.0000	100.0000	0	12619998	98.2732	12619998		E-Voting	
(/)=[(5)/( 2)]*100	(b)=[(4)/(2) ]*100	(5)	favour (4)	* 100	polled (2)	No. of shares held (1)		Category
polled							Mode of	
on votes	Se	No. of		nding				
Votes against	% of Votes in favour			Polled on				N
				OV DEVI			No	agenda/resolution?
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					2			promoter group are
								Whether promoter/
		Director	Vhole-Time	avi Kumar, V	on of Mr. C. F	ORDINARY - Approval for revision in remuneration of Mr. C. Ravi Kumar, Whole-Time Director	ORDINARY - Ap	(Ordinary/ Special)
								Resolution required:
							6	Resolution No.
CTOO.O	1866.66	7.0	2022432	T000./T	TOPCCOC	12010020		
			TTOTOG	17 0661	3800/01	77849376	Total	
		70	684311	14.6593	684363		Total	
0.0000	100.0000	0	89	0.0019	89		applicable)	Public- Non Institutions
						4668435	(if	
0.0000	100.0000	0	190380	4.0780	190380		Poll	
0.0105	99.9894	52	493842	10.5794	493894	122	E-Voting	
	100	0	3054578	57.211	3054578		Total	
0.0000	0.0000	0	00	0.0000	0		applicable)	Public- Institutions
					1		(if	
				0.00	1	5339143	Postal Ballot	
$\Box$			$\neg$		0		Poll	
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.2732		
.2732	0.4715 60550	
	8.2732 12619998	
	/(1)] Votes – in favour (4)	[(2)/(1)] Votes - in against $ (5)$
outstanding shares No.	nding No. of	standing No. of Votes –
% of Votes Polled on	f Votes ed on	f Votes ed on
ORDINARY - Approval for revision in remuneration of Mr. RSV. Siva Prasad, W		/a Prasad, Whole-Time Director
71.8598 16	71.8598 16419430	.8598
14.6593	1.6593 684304	.6593
0.0019	0.0019 89	
4.0780	4.0780 190380	190380
10.5794	10.5794 493835	493835
57.211	57.211 3054578	
0.0000	0.0000 00	
0.000		0.000



	2000	99 9994 0 0006	92	71.8598 16419387	71.8598	16419479	22849326	IDIGI	
	0.0134	99.9866	92	684261	14.6591	684353		Total	
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							4668435	Postal Ballot (if	
	0.0000	0 100.0000 0.0000	0	190380	4.0780	190380		POIL	
1	0.0186	99.9813	92	493792	10.5792	493884		E-voting	
	0	100	0	3054578	57.211	3054578		TOTAL	
	0.0000 0.0000	0.0000	0	00	0.0000	0		applicable)	Public- Institutions
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)	0.0000 0.0000	0.0000	0	00	0.0000	0	53301//3	Postal Ballot	
)	0.0000	0 100.0000 0.0000	0	57.2110 3054578	57.2110	3054578	(4	E-Voting	







## FORM No. MGT-13 Report of Scrutinizer

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

To,

Chairman / Authorised Persons
Shankara Building Products Limited
G-2,Farah Winsford, No.133
Infantry Road
Bangalore 560001.

Dear Sir,

I, S Kannan, Practicing Company Secretary, appointed as Scrutinizer for the purpose of the poll taken on the resolutions indicated in the Notice sent to the shareholders of the Company through e-voting and postal ballot and by poll at the 22nd Annual General Meeting (AGM) of the Company held on Friday, 21st J uly 2017 at Hotel Radisson Blu Atria, No. 1, Palace Road, Bengaluru – 560001 at 11.00 A.M, submit my report as under:

- 1. The remote e-voting commenced from Tuesday, 18th July 2017 at 9.00 AM and concluded at 5.00 PM on Thursday 21st, July, 2017. The Company had sent the annual reports to 12,044 shareholders through e-mail out of which, 82 shareholders have casted their votes thro remote e-voting system.
- 2. Physical copy of the Annual Report was sent by Speed Post/Registered Post to 3,073 shareholders to whom opportunity to participate in the poll through postal ballot was provided. Out of 3,073 Shareholders, 4 shareholders have casted their votes through postal ballot.
- 3. Polling at the AGM was conducted electronically through "Instapoll" services provided by Karvy Computershare Private Limited, the service provider appointed by the Company for the purpose.
- 4. Amongst the 69 shareholders present at the AGM, 29 Shareholders have casted their votes through Instapoll.
- 5. After the completion of the poll at the AGM venue through Instapoll, the votes casted through Postal Ballot were counted and thereafter electronic voting was unblocked for counting in the presence of two witnesses who are not in the employment of the Company.
- 6. The poll papers were diligently scrutinized and were reconciled with the records maintained by the Company/ Registrar and Transfer Agents of the Company and the authorizations / proxies lodged with the Company.

## CS S KANNAN AND ASSOCIATES

Consultant Company Secretary, FCS 6261, PCS No. 13016 Firm No.S2017KR473100.

13, Ground Floor, 1st Main, Venkateswara Lay Out, Attiguppe, Vijayanagara, Bengaluru 560040 Email: cs.skannan@gmail.com, Mobile: 9845058441, www.kannancs.in





- 7. The Poll papers, which were incomplete and/ or which were otherwise found defective have been treated as invalid and kept separately.
- 8. The results of the Poll are as under:

RES.		E-VOTI	NG	Post	al Ballot	Insta-Poll	at AGM	Tota	1	
NO.	Resolution	For	Against	For	Against	For	Against	For	Against	Result
1	Adoption of Financial Statements and Reports of the Board of Directors and the Auditors thereon.	16129309	4	89	0	250930	0	16380328	4	Passed with requisite majority
2	Declaration of Dividend	16168340	0	89	0	250928	2	16419357	2	Passed with requisite majority
3	Re-appointment of Mr. C Ravikumar, Director	16168448	22	89	0	250930	0	16419467	22	Passed with requisite majority
4	Ratification of appointment of M/s. Haribhakti & Co., Chartered Accountants as statutory auditor of the Company	16168421	49	89	0	250930	0	16419440	49	Passed with requisite majority
5	Approval for revision in remuneration of Mr. Sukumar Srinivas, Managing Director	3648420	52	89	0	250930	0	3899439	52	Passed with requisite majority
6	Approval for revision in remuneration of Mr. C Ravikumart, Whole-time Director	16168411	59	89	0	250930	0	16419430	59	Passed with requisite majority
7	Approval for revision in remuneration of RSV Siva Prasad, Whole-time	16168368	92	89	0	250930	0	16419387	92	Passed with requisit majority

For your information, details of the polling done through remote e-voting, postal ballot and polling done by members present at the AGM are given in Annexure A.

## CS S KANNAN AND ASSOCIATES

Consultant Company Secretary, FCS 6261, PCS No. 13016 Firm No.S2017KR473100.

13, Ground Floor, 1st Main, Venkateswara Lay Out, Attiguppe, Vijayanagara, Bengaluru - 5608 Email: cs.skannan@gmail.com, Mobile: 9845058441, www.kannancs.in





On reckoning the voting of the shareholders of the Company, I report that all the resolutions as set out in the Notice dated 19th June 2017 shall stand passed with the requisite majority. The Company is hereby instructed to put up the results on its web site and also that of your Registrar and Share Transfer Agent and inform the Stock Exchanges.

I confirm that I am maintaining the registers received from your Registrar and Share Transfer Agent electronically, in respect of the votes cast through remote e-voting by the shareholders of the Company. I have retained the Original postal ballots received from the shareholders numbering 4 and the same would be handed over to your authorized representative after the results were made public and the minutes of the meeting is signed by the Chairman.

AND ASS

PCS 13016 FCS 6261

S2017KR

Place: Bangalore

Date: 22nd July 2017

For S Kannan & Associates

S Kannan Company Secretary

PCS No.13016 / FCS 6261

Encl: Annexure A.

ANNEXURE - A

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	RSV. Siva Prasad, Whole-Time Director	Approval for revision in remuneration of Mr.		TOTAL	C. Ravi Kumar, Whole-Time Director	_	in the second se	TOTAL	Sukumar Shilivas, ivianaging Director			TOTAL	auditor of the Company		To consider the ratification of M/s Haribhakti	TOTAL	O124/34/), as a Director, Learning of Control	Re-appointment of Mr. C.Ravi Kulilai (DIN.		TOTAL		2 Declaration of Dividend		TOTAL	Auditors thereon	Reports of the Board of Directors and the	Adoption of Financial Statements and		Resolution as proposed in the Notice	
110000	Instanoll	_	Electronic		Instapoll	Physical	Electronic		Instapoll	Physical	Electronic		Instapoll	Physical	Electronic		Instapoll	Physical	Electronic		Instapoll	Physical	Electronic		Instapoll	Physical	Electronic	voting	Mode of	
114	78	4	82	114	28	4	82	114	28	4	82	114	28	4	82	114	28	4	82	114	28	4	82	114	28	4	82	Received	Ballot	
16	2509		16203422	16454451	250930		16203422	16454451	250930	99	16203422	16454451	250930	99	16203422	16454451	250930	99	16203422	16454451	250930	99	16203422	16454451	250930	99	16203422		<b>Total Votes</b>	SHAN
1	30 28	99 3	2 79	111	30 28	99 3	2 80	1		9 3	2 79	1 111	0 28	9 3	2 80	1 113	0 28		2 82	1 111	0 27	9 3	2 81	110	28	3	2 79	Ballots	Favour-	KARA BUI
16	8 250930	89	9 16168368	1 16419430	3 250930	89	16168411	JC/6000		89	3648420	16419440	250930	89	16168421	1			16168448	10.00	_	89	16168340	16380328	250930	89	16129309	Votes	Favour-	SHANKARA BUILDING PRODUCTS LIVIT
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