#### SOUTH INDIA PROJECTS LIMITED

CIN L72100WB1981PLC034342

Corp. Off.: #164, Survey No: 48, 4th Floor, Kavuri Hills, Madhapur, Hyderabad, Telangana - 500081, India. Ph.: 040-43366058, E-mail: southindiaprojectslimited@gmail.com, Website: www.southindiaprojectslimited.in

October 03, 2017

To,
The BSE Limited,
Corporate Relationship Department.
P.J. Towers, 1st Floor,
Dalal Street,
Mumbai: 400 001.

Sub.: Regulation 44(3) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Scrip code: 538891

Dear Sir,

Pursuant to the provisions of section 108 of the Companies Act, 2013 read with the Rule 20 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 (3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 the Company had provided the facility for remote e-voting to the shareholders of the Company as on September 22, 2017 (being the cut-off date for the purpose of remote e-voting) to cast their votes on the items of business as stated in the 36th Annual General Meeting. The remote e-voting had commenced on September 26, 2017 at 9.00 a.m. and ended on September 28, 2017 at 5.00 p.m.

Mr. Deep Shukla, Practicing Company Secretary was appointed as the Scrutinizer to scrutinize the remote e-voting process. The Scrutinizer's Report dated September 29, 2017 is attached herewith as **Annexure-I**.

In terms of the provisions of Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, enclosing herewith the details of the Voting Results for the business transacted at the 36<sup>th</sup> Annual General Meeting of the Company held on Friday, September 29, 2017 in **Annexure-II**.

Please take the same in your records.

Thanking You

Yours Sincerely,

FOR SOUTH INDIA PROJECTS LIMITED

JAGAN MOHAN REDDY/THUMMA

DIRECTOR DIN: 06554945

# DEEP SHUKLA & ASSOCIATES

B-4, The Parle Colony Co-op. Hsg. Society Ltd., Sahakar Road, Next to Gokul Arcade, Vile Parle (East), Mumbai - 400057. Tele: 022 - 26834250 / 2683 2266

Mob.: 95948 63281

E-mail: deepsoffice@gmail.com / deepsoffice@yahoo.ccm

#### SCRUTINIZER'S REPORT

[Pursuant to Section 108 of the Companies Act, 2013 read with Companies (Management and Administration) Amendment Rules, 2015]

To, The Chairman, 36th Annual General Meeting of the Equity Shareholders of South India Projects Ltd held on Friday, September 29, 2017, at 11.00 AM (IST) at 5 & 6, Fancy Lane, Kolkata - 700001, West Bengal, India.

Respected Sir,

Sub.: Scrutinizer's Report on Remote e-Voting conducted for 36th Annual General Meeting held on Friday, September 29, 2017, at 11.00 AM (IST) in pursuant to the provisions of Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Amendment Rules, 2015.

I, Deep Shukla, being the Proprietor of M/s. Deep Shukla & Associates, Practicing Company Secretaries, Mumbai, was appointed as Scrutinizer by the Board of Directors of South India Projects Ltd, pursuant to provisions of Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Amendment Rules, 2015, to conduct electronic voting process in respect of the below mentioned resolutions, bearing items Nos. 01 to 10, to be passed at 36th Annual General Meeting of the Company which was held on Friday, September 29, 2017.

The Company has availed the e-Voting facility offered by Central Depository Services (India) Limited (CDSL) for conducting e-Voting by the Shareholders of the Company.

The voting rights of members are in proportion to their shares of the paid up equity share capital of the Company as on Friday, September 22, 2017, being the cutoff date.

No members of the Company demanded poll at the 36th Annual General Meeting of the Company.

The period for e-Voting commenced on from 9.00 AM (IST) on Tuesday, September 26, 2017 to ended on 5.00 PM (IST) on Thursday, September 28, 2017.

Thereafter, votes were casted under e-Voting facility and same were unblocked on September 29, 2017, in the presence of two witnesses, who were not in the employment of the Company and who have signed below as witness:

Name: Shivani Tiwari

Name: Vikas Jain

I have scrutinized and reviewed the voting through electronic means based on data downloaded from the Central Depository Services (India) Limited (CDSL) [website: www.evotingindia.com] e-Voting system.

Based on above, I do and hereby submit my Report as under:



#### ORDINARY BUSINESS

Item No. 01

Type of Resolution: Ordinary

To receive, consider and adopt the Audited Financial Statements (Standalone & Consolidated) of the Company for the financial year ended March 31, 2017 together with the Reports of the Board of Directors and Auditor's thereon.

#### i. Votes in favour of the resolution

Mode of Voting	Number of Members voted	Number of votes cast	Percentage of total number of valid votes cast
Remote e-Voting	20	1816909	100.00
Total Voting	20	1816909	100.00

#### ii. Votes against the resolution

Mode of Voting	Number of Members voted	Number of votes cast	Percentage of total number of valid votes cast
Remote e-Voting	-		0.00
Total Voting			0.00

Total number of Members	Total number of	
whose votes were declared	votes cast	
invalid	HUKLA&	
	6 0.00	
	FCS No: 6552 P. 0.00	
	whose votes were declared invalid	

#### Type of Resolution: Ordinary

To take note on Interim Dividend declared by the Company

### i. Votes in favour of the resolution

Mode of Voting	Number of Members voted	Number of votes cast	Percentage of total number of valid votes cast
Remote e-Voting	20	1816909	100.00
Total Voting	20	1816909	100.00

### ii. Votes against the resolution

Mode of Voting	Number of Members voted	Number of votes cast	Percentage of total number of valid votes cast
Remote e-Voting	-		0.00
Total Voting			0.00

Mode of Voting	Total number of Members whose votes were declared invalid	Total number of votes cast
Remote e-Voting		0.00
Total		0.00

### Type of Resolution: Ordinary

To appoint a Director in place of Mr. Joseph Sudheer Reddy Thumma [DIN: 07033919], who retires by rotation, and being eligible, offers himself for re-appointment.

#### i. Votes in favour of the resolution

Mode of Voting	Number of Members voted	Number of votes cast	Percentage of total number of valid votes cast
Remote e-Voting	20	1816909	100.00
Total Voting	20	1816909	100.00

#### ii. Votes against the resolution

Mode of Voting	Number of Members voted	Number of votes cast	Percentage of total number of valid votes cast
Remote e-Voting	_		0.00
Total Voting			0.00

Mode of Voting	Total number of Members whose votes were declared invalid	Total number of votes cast
Remote e-Voting		0.00
Total		25 SHOWEA & 0.00

#### SPECIAL BUSINESS

Item No. 04

Type of Resolution: Ordinary

Appointment of M/s. D. Kothary & Co., Chartered Accountants, [Firm Regd. No. 105335W], as Statutory Auditors of the Company to fill in the casual vacancy.

### i. Votes in favour of the resolution

Mode of Voting	Number of Members voted	Number of votes cast	Percentage of total number of valid votes cast
Remote e-Voting	20	1816909	100.00
Total Voting	20	1816909	100.00

### ii. Votes against the resolution

Mode of Voting	Number of Members voted	Number of votes cast	Percentage of total number of valid votes cast
Remote e-Voting	-		0.00
Total Voting			0.00

Mode of Voting	Total number of Members whose votes were declared invalid	Total number of votes cast
Remote e-Voting		SHUKLA & 0.00
Total		0.00

### Type of Resolution: Ordinary

Appointment of M/s. D. Kothary & Co., Chartered Accountants, [Firm Regd. No. 105335W], as Statutory Auditors of the Company and to fix their remuneration.

### iv. Votes in favour of the resolution

Mode of Voting	Number of Members voted	Number of votes cast	Percentage of total number of valid votes cast
Remote e-Voting	20	1816909	100.00
Total Voting	20	1816909	100.00

### v. Votes against the resolution

Mode of Voting	Number of Members voted	Number of votes cast	Percentage of total number of valid votes cast
Remote e-Voting	-		0.00
Total Voting			0.00

Mode of Voting	Total number of Members whose votes were declared invalid	Total number of votes cast
Remote e-Voting		0.00
Total		0.00

### Type of Resolution: Ordinary

Appointment of Mr. Jagan Mohan Reddy Thumma (DIN: 06554945) as the Managing Director of the Company.

### vii. Votes in favour of the resolution

Mode of Voting	Number of Members voted	Number of votes cast	Percentage of total number of valid votes cast
Remote e-Voting	20	1816909	100.00
Total Voting	20	1816909	100.00

### viii. Votes against the resolution

Mode of Voting	Number of Members voted	Number of votes cast	Percentage of total number of valid votes cast
Remote e-Voting	-		0.00
Total Voting			0.00

Mode of Voting	Total number of Members whose votes were declared invalid	Total number of votes cast
Remote e-Voting		0.00
Total		0.00

Type of Resolution: Special

Approval under Section 180(1)(c) of the Companies Act, 2013.

## x. Votes in favour of the resolution

Mode of Voting	Number of Members voted	Number of votes cast	Percentage of total number of valid votes cast
Remote e-Voting	20	1816909	100.00
Total Voting	20	1816909	100.00

### xi. Votes against the resolution

Mode of Voting	Number of Members voted	Number of votes cast	Percentage of total number of valid votes cast
Remote e-Voting		_	0.00
Total Voting			0.00

Mode of Voting	Total number of Members whose votes were declared invalid	Total number of votes cast
Remote e-Voting		0.00
Total		OSHUKLA & AC 0.00

Type of Resolution: Special

Approval under Section 180(1)(a) of the Companies Act, 2013.

### xiii. Votes in favour of the resolution

Mode of Voting	Number of Members voted	Number of votes cast	Percentage of total number of valid votes cast
Remote e-Voting	20	1816909	100.00
Total Voting	20	1816909	100.00

## xiv. Votes against the resolution

Mode of Voting	Number of Members voted	Number of votes cast	Percentage of total number of valid votes cast
Remote e-Voting	-		0.00
Total Voting			0.00

#### xv. Invalid Votes

Mode of Voting	Total number of Members whose votes were declared invalid	Total number of votes cast	
Remote e-Voting			0.00
Total		ESHURLA &	0.00

Type of Resolution: Special

Approval under Section 186 of the Companies Act, 2013.

### xvi. Votes in favour of the resolution

Mode of Voting	Number of Members voted	Number of votes cast	Percentage of total number of valid votes cast
Remote e-Voting	20	1816909	100.00
Total Voting	20	1816909	100.00

### xvii. Votes against the resolution

Mode of Voting	Number of Members voted	Number of votes cast	Percentage of total number of valid votes cast
Remote e-Voting			0.00
Total Voting		AND	0.00

Mode of Voting	Total number of Members whose votes were declared invalid	Total number of votes cast
Remote e-Voting	-	SHUKLA & 0.00
Total		0.00

## Type of Resolution: Ordinary

Increase in authorised capital of the Company.

### xix. Votes in favour of the resolution

Mode of Voting	Number of Members voted	Number of votes cast	Percentage of total number of valid votes cast
Remote e-Voting	20	1816909	100.00
Total Voting	20	1816909	100.00

## xx. Votes against the resolution

Mode of Voting	Number of Members voted	Number of votes cast	Percentage of total number of valid votes cast
Remote e-Voting			0.00
Total Voting			0.00

### xxi. Invalid Votes

Mode of Voting	Total number of Members whose votes were declared invalid	Total number of votes cast	
Remote e-Voting		0.0	00
Total		0.0	00

The Registers, all other papers and relevant records relating to electronic voting shall remain in our safe custody until the Chairman of the Meeting considers, approves and signs the Minutes of the said 36th Annual General Meeting and the same will be handed over to the Board of Directors for safe keeping.

Thanking you,

Yours faithfully,

For M/s. Deep Shukla & Associates

Deep Shukla

Practicing Company Secretaries

FCS: 5652; CP: 5364

Date: 29/09/2017 Place: Mumbai

#### **ANNEXURE-II**

#### DETAILS OF VOTING RESULTS

Date of 36th Annual General Meeting	29/09/2017
Total Number of Shareholders as on Cut-off date	749
Number of Shareholders present in the meeting either in person or through proxy:  - Promoter and Promoter Group  - Public	1 7
Number of Shareholders attended the meeting through Video Conferencing: - Promoter and Promoter Group - Public	0



#### **AGENDA WISE DETAILS**

Item No. 1:

To receive, consider and adopt the Audited Financial Statement of the Company for the year ended March 31, 2017 together with the Reports of the Board of Directors and Auditor's thereon;

Resolution				Ordinary						
Whether Pr interested i	omoter/Pro n the Agen	moter Grou da/Resoluti	ip are on	No						
Category	Mode of Voting	No. of shares held	No. of votes polled	% of votes polled on outstandi ng shares	No. of votes in favour	% of votes in favour of votes polled	No. of votes against	% of votes against of votes polled		
		(1)	(2)	(3) =  [(2)/(1)]*10  0	(4)	(5)= [(4)/(2)] *100	(6)	(7) = [(6)/(2)]*100		
Promoter	E-voting	32,29,346	12,29,346	38.07	1229346	100				
and	Poll	-				100		-		
Promoter group	Total	32,29,346	1229346	38.07	1229346	100	•	-		
Public –	E-voting	-		_	_					
Institutiona	Poll						-			
l holder	Total		_	_			_			
Public –	E-voting	18,04,042	5,87,563	32.57	587563	100	-	-		
Others	Poll				-	100	-	•		
	Total	18,04,042	5,87,563	32.57	587563	100	-			
Total		50,33,388	18,16,909	36.10	18,16,909	100				



ItemNo.2: To take note on Interim Dividend declared by the Company;

Resolution				Ordinary No						
Whether Pr interested i										
Category	Mode of Voting	No. of shares held	No. of votes polled	% of votes polled on outstandi ng shares	No. of votes in favour	% of votes in favour of votes polled	No. of votes against	% of votes against of votes polled		
		(1)	(2)	(3) = [(2)/(1)]*10 0	(4)	(5)= [(4)/(2)] *100	(6)	(7) = [(6)/(2)]*100		
Promoter	E-voting	32,29,346	12,29,346	38.07	1229346	100		-		
and	Poll	-	-	=	_					
Promoter group	Total	32,29,346	1229346	38.07	1229346	100	-	-		
Public –	E-voting	-	_		-		-			
Institutiona	Poll				-	-		-		
l holder	Total	-	- Walley	-	-					
Public –	E-voting	18,04,042	5,87,563	32.57	587563	100		_		
Others	Poll		-		-	-		_		
	Total	18,04,042	5,87,563	32.57	587563	100	-			
Total		50,33,388	18,16,909	36.10	18,16,909	100				



Item No.3: To appoint a Director in place of Mr. Joseph Sudheer Reddy Thumma [DIN: 07033919], who retires by rotation, and being eligible, offers himself for re-appointment;

Resolution			Ordinary						
Whether Printerested in	omoter/Pror n the Agend	No							
Category	Mode of Voting	No. of shares held	No. of votes polled	% of votes polled on outstan ding shares	No. of votes in favour	% of votes in favour of votes polled	No. of votes against	% of votes against of votes polled	
		(1)	(2)	$(3) = [(2)/(1)]^*$ $100$	(4)	(5)= $[(4)/(2)]$ *100	(6)	(7) = [(6)/(2)]*100	
Promoter	E-voting	32,29,346	12,29,346	38.07	1229346	100			
and	Poll		-		-			v.(1)	
Promoter group	Total	32,29,346	1229346	38.07	1229346	100	-	-	
Public –	E-voting	-		_	-	_	_	-	
Institutiona	Poll	-			-	-		-	
l holder	Total		-	-			-		
Public -	E-voting	18,04,042	5,87,563	32.57	587563	100	_		
Others	Poll		-	-			_		
	Total	18,04,042	5,87,563	32.57	587563	100	-		
Total		50,33,388	18,16,909	36.10	18,16,909	100	-		



Item No.4:
Appointment of Statutory Auditor to fill casual vacancy;

Resolution	required		Ordinary					
Whether Prointerested in		No						
Category	Mode of Voting	No. of shares held	No. of votes polled	% of votes polled on outstan ding shares	No. of votes in favour	% of votes in favour of votes polled	No. of votes against	% of votes against of votes polled
		(1)	(2)	$(3) = [(2)/(1)]^*$ $100$	(4)	(5)= $[(4)/(2)]$ *100	(6)	(7) = [(6)/(2)]*100
Promoter	E-voting	32,29,346	12,29,346	38.07	1229346	100		
and	Poll	-		-	_	-	_	_
Promoter group	Total	32,29,346	1229346	38.07	1229346	100		-
Public –	E-voting			-		2		-
Institutiona	Poll		-	-	_	7 (1)		-
l holder	Total		-	-		-	-	-
Public –	E-voting	18,04,042	5,87,563	32.57	587563	100		-
Others	Poll			-	-	-	-	-
	Total	18,04,042	5,87,563	32.57	587563	100		-
Total		50,33,388	18,16,909	36.10	18,16,909	100	-	-



Item No.5: Appointment of Statutory Auditor;

Resolution				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 outstan ding shares	No. of votes in favour	% of votes in favour of votes polled	No. of votes against	% of votes against of votes polled		
		(1)	(2)	$(3) = [(2)/(1)]^*$ $100$	(4)	(5)= $[(4)/(2)]$ *100	(6)	(7) = [(6)/(2)]*100		
Promoter	E-voting	32,29,346	12,29,346	38.07	1229346	100				
and	Poll	-	-			100	-	-		
Promoter group	Total	32,29,346	1229346	38.07	1229346	100	-	-		
Public –	E-voting	-	_							
Institutiona	Poll				-	-	•	-		
l holder	Total	-			-	-	-	<u> </u>		
Public –	E-voting	18,04,042	5,87,563	32.57	587563	100	-	-		
Others	Poll		_	-	307303	100	-			
	Total	18,04,042	5,87,563	32.57	587563	100	•			
Гotal		50,33,388	18,16,909	36.10	18,16,909	100	-	-		



Item No.6: To consider appointment of Mr. Jagan Mohan Reddy Thumma (DIN: 06554945) as the Managing Director of the Company;

Resolution required Whether Promoter/Promoter Group are interested in the Agenda/Resolution				Ordinary No						
		(1)	(2)	$(3) = [(2)/(1)]^*$ $100$	(4)	(5)= $[(4)/(2)]$ *100	(6)	(7) = [(6)/(2)]*100		
Promoter	E-voting	32,29,346	12,29,346	38.07	1229346	100				
and	Poll		Annes e .	_	-			-		
Promoter group	Total	32,29,346	1229346	38.07	1229346	100	-			
Public –	E-voting			_	_					
Institutiona	Poll			TRIME PERSON	_		-	-		
l holder	Total	-					-	-		
Public –	E-voting	18,04,042	5,87,563	32.57	587563	100	-	•		
Others	Poll	V - 1 - 1	-	-	-	100				
	Total	18,04,042	5,87,563	32.57	587563	100				
Γotal		50,33,388	18,16,909	36.10	18,16,909	100	-	-		



Item No.7: To consider approval under Section 180(1)(c) of the Companies Act, 2013;

Resolution required Whether Promoter/Promoter Group are interested in the Agenda/Resolution				Special No						
		(1)	(2)	$(3) = [(2)/(1)]^*$ $100$	(4)	(5)= [(4)/(2)] *100	(6)	(7) = [(6)/(2)]*100		
Promoter	E-voting	32,29,346	12,29,346	38.07	1229346	100				
and	Poll	- Company		A 100 2	_					
Promoter group	Total	32,29,346	1229346	38.07	1229346	100	-	-		
Public –	E-voting		_		_	_				
Institutiona	Poll					-		_		
l holder	Total	* p = 1 = 1		-	4-6-12		-	_		
Public –	E-voting	18,04,042	5,87,563	32.57	587563	100				
Others	Poll				-	-	-			
	Total	18,04,042	5,87,563	32.57	587563	100	-			
Total		50,33,388	18,16,909	36.10	18,16,909	100	•	-		



Item No.8: To Consider approval under Section 180 (1)(a) of the Companies Act, 2013;

Resolution required				Special							
interested i	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 outstan ding shares	No. of votes in favour	% of votes in favour of votes polled	No. of votes against	% of votes against of votes polled			
		(1)	(2)	$(3) = [(2)/(1)]^*$ $100$	(4)	(5)= $[(4)/(2)]$ *100	(6)	(7) = [(6)/(2)]*100			
Promoter	E-voting	32,29,346	12,29,346	38.07	1229346	100					
and	Poll			-	-	100	-	-			
Promoter group	Total	32,29,346	1229346	38.07	1229346	100		-			
Public –	E-voting										
Institutiona	Poll	-				*	-	-			
l holder	Total		_		-	-	-	-			
Public –	E-voting	18,04,042	5,87,563	32.57	587563	100	-	-			
Others	Poll	-	-	02.07	367303	100	-	He			
	Total	18,04,042	5,87,563	32.57	587563	100	-	-			
Гotal		50,33,388	18,16,909	36.10	18,16,909	100	-				



Item No.9: To consider approval of members under Section 186 of the Companies Act, 2013;

Whether P	Resolution required Whether Promoter/Promoter Group are				Special						
interested i	in the Agend	moter Grou <sub>l</sub> da/Resolutio	o are n	No							
Category	Mode of Voting	No. of shares held	No. of votes polled	% of votes polled on outstan ding shares	No. of votes in favour	% of votes in favour of votes polled	No. of votes against	% of votes against of votes polled			
		(1)	(2)	$(3) = [(2)/(1)]^*$ 100	(4)	(5)= $[(4)/(2)]$ *100	(6)	(7) = [(6)/(2)]*100			
Promoter	E-voting	32,29,346	12,29,346	38.07	1229346	100					
and	Poll	_			1227010	100	-	-			
Promoter group	Total	32,29,346	1229346	38.07	1229346	100	-	- -			
Public –	E-voting										
Institutiona	Poll				-	-	-	-			
l holder	Total				-		-	-			
Public –	E-voting	18,04,042	5,87,563	32.57	587563	100	-	-			
Others	Poll	-	- 1	32.37	307303	100	- 1	_			
	Total	18,04,042	5,87,563	32.57	587563	100	-	-			
Total		50,33,388	18,16,909	36.10	18,16,909	100	-	-			



Item No.10: To consider increase in authorised capital of the Company;

Whother P	Resolution required Whether Promoter/Promoter Group are				Ordinary						
interested in the Agenda/Resolution				No							
Category	Mode of Voting	No. of shares held	No. of votes polled	% of votes polled on outstan ding shares	No. of votes in favour	% of votes in favour of votes polled	No. of votes against	% of votes against of votes polled			
		(1)	(2)	$(3) = [(2)/(1)]^*$ $100$	(4)	(5)= $[(4)/(2)]$ *100	(6)	(7) = [(6)/(2)]*100			
Promoter	E-voting	32,29,346	12,29,346	38.07	1229346	100					
and	Poll			-	- 122/010	100		•			
Promoter group	Total	32,29,346	1229346	38.07	1229346	100	-	-			
Public –	E-voting										
Institutiona	Poll				_	-	-	-			
holder	Total	-			-	-	-	-			
Public – Others	E-voting	18,04,042	5,87,563	32.57	587563	100	-	-			
	Poll		-	-	507505	100	-	-			
	Total	18,04,042	5,87,563	32.57	587563	100	-	-			
Total		50,33,388	18,16,909	36.10	18,16,909	100	-	-			

