

SHREE BHAWANI PAPER MILLS LIMITED

AN ISO 9001 : 2008, ISO 14001 : 2004, OHSAS 18001 : 2007 CERTIFIED COMPANY

REGD. OFF. : 33, DAYANAND MARG, ALLAHABAD - 211 002, INDIA

Phones : 91-532-2548401, 2548404, 2548406 Fax : 91-532-2548425, e-mail : sbpmills1@gmail.com

CIN : L21015UP1979PLC004783 info@shbhawani.com

RO/ 231

30th September, 2016

Bombay Stock Exchange Limited
Corporate Relationship Department
New Trading Ring, Rotunda Building
1st Floor, P.J. Towers
Dalal Street, Fort
Mumbai-400 001

Sub: Results of Voting at the 37th Annual General Meeting held on 29th September, 2016

Dear Sir,

We wish to inform you that the 37th Annual General Meeting of the Company was held on 29th September, 2016 at Registered office of the Company at 33, Dayanand Marg, Allahabad 211002 and the entire business as mentioned in the Notice were transacted and approved with the requisite majority.

In this regard, we enclose herewith the following:

- 1) Voting results as required under Regulation 44 of the SEBI (Listing Obligation and Disclosure Requirement) Regulations, 2015 as Annexure-1
- 2) Scrutinizer's Report on e-Voting and poll conducted pursuant to Section 108 of the Companies Act, 2013 and Rule 20 & 21 of the Companies (Management and Administration) Rules, 2014 as Annexure-2.

Kindly, take the same in your record.

Thanking you,

Yours faithfully,
For SHREE BHAWANI PAPER MILLS LTD.


BHABITA JAIN
COMPANY SECRETARY

Encl: aa

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37TH ANNUAL GENERAL MEETING HELD ON 29TH SEPTEMBER, 2016

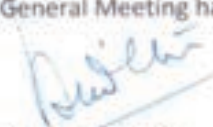
Declaration of Results of e-voting and Poll

As per the provisions of the Companies Act, 2013 as also the Listing Agreement, the Company had provided the facility of e-voting to the Shareholders to enable them to cast their vote electronically on the Resolutions proposed in the Notice of the 37th Annual General Meeting (AGM). The e-voting was open from 26th September, 2016 (9.00 am) to 28th September, 2016 (5.00 pm). As required under Section 108 of the Companies Act, 2013 and Rule 30 of the Companies (Management and Administration) Rules, 2014, as amended from time to time, voting was conducted by means of poll and e-voting, at the 37th Annual General Meeting.

The Consolidated Results as per the Scrutinizer's Report dated 29th September, 2016 is as follows:

Item No.	Description	% Votes in favour	% Votes in against
1	Adoption of the Audited financial statements, Balance Sheet and Profit & Loss Account for the year ended March 31, 2016 and the reports of the Board of Directors and Auditors thereon	100.00	0.00
2	Re-appointment of Shri Alankar Tandon (DIN: 00110512), liable to retires by rotation	100.00	0.00
3	Appointment of Auditors and fixing of their remuneration	100.00	0.00
4	Reappointment of Shri Girish Tandon as Managing Director of the Company	100.00	0.00
5	Ratification of remuneration of the Cost Auditors for the financial year ending March 31, 2017	100.00	0.00

Based on the Consolidated Report of the Scrutinizer(s), all Resolutions as set out in the Notice of 37th Annual General Meeting have been duly approved by the Shareholders with requisite majority.


BADRI VISHAL TANDON
CHAIRMAN OF THE MEETING
DIN: 00108408
Dated: 30th September, 2016



MILLS : INDUSTRIAL AREA ONE, POST BOX NO. 22, SULTANPUR ROAD, RAE BARELI - 229010. INDIA

Phones : 91-535-2702155-56. Fax : 91-535-2702159 e-mail : sbpmi@sify.com

info@shbhawani.com

CONSOLIDATED SCRUTINIZER'S REPORT FOR E-VOTING & PHYSICAL BALLOT

[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20 & 21 of the Companies (Management and Administration) Rules, 2014, as amended from time to time]

To

The Chairman
Shree Bhawani Paper Mills Limited
33, Dayanand Marg,
Allahabad- 211002

37th Annual General Meeting (AGM) of the Equity Shareholders of M/s Shree Bhawani Paper Mills Limited held on 29th September, 2016 at 11.30 am at Registered office of the Company at 33, Dayanand Marg, Allahabad 211002

Sub: Scrutinizer's Report on e-Voting and poll conducted pursuant to Section 108 of the Companies Act, 2013 and Rule 20 & 21 of the Companies (Management and Administration) Rules, 2014, as amended from time to time

Dear Sir,

I, Anil Kumar, Practicing Company Secretary (FCS-5693/ CP-5592) and proprietor of M/s. Anil Kumar & Associates, Company Secretaries, Allahabad was appointed as the scrutinizer vide Board Resolution dated 13th August, 2016 as required under Section 108 of the Companies Act, 2013 and Rule 20 & 21 of the Companies (Management and Administration) Rules, 2014, as amended from time to time for the purpose of scrutinizing remote e-voting and voting by use of ballot at the AGM in respect of proposed Resolutions at 37th Annual General Meeting of the Members of "Shree Bhawani Paper Mills Limited" (the Company) held on the Thursday, 29th day of September, 2016 referred to in this Report.

The Company has engaged the services of National Security Deposits Limited (NSDL) as Authorized Agency to provide secured system for E-voting process.

The e-voting period remained open from 9.00 a.m IST on the 26th day of September, 2016 upto 5.00 p.m IST on the 28th day of September, 2016. NSDL had provided a system for recording the votes of the Shareholders electronically on all the items of the business(both Ordinary and Special business) sought to be transacted at 37th Annual General Meeting of the Company held on 29th September, 2016.



The Shareholders holding shares as on the "Cut Off" date, i.e. 23rd September, 2016 were entitled to vote on the proposed 5 (Five) Resolutions as mentioned in the Notice dated 13th August, 2016 of the Annual General Meeting of the Shree Bhawani Paper Mills Limited.

The votes were unblocked on Thursday, the 29th day of September, 2016 after conclusion of Annual General Meeting in the presence of two witnesses, namely,

Ms. Nevedita Rai, residing at 26A/2, Darbhanga Colony, Pannan Lal Road, Allahabad-211002.

and

Ms. Archana Das, residing at 47/55, Rani Mandi, Chowk, Allahabad-211003, who are not in employment of the Company.

Nevedita Rai
Signature
(Name) Nevedita Rai

Archana Das
Signature
(Name) Archana Das

Thereafter the details containing, inter-alia, list of equity shareholders, who voted "For" and "Against", were downloaded from the e-voting website of National Securities Depository Limited (<https://www.evoting.nsdl.com>)

The result of the **Remote e-voting** as under:

ORDINARY BUSINESS

a) Resolution No. 1

Adoption of the audited financial statement including Balance Sheet and Profit & Loss Account for the year ended March 31, 2016 and the reports of the Board of Directors and Auditors thereon.

Total No. of Votes cast	Total No. of votes cast in favour	Total No. of votes cast in against
2349992	2349992 100%	- 0%

b) Resolution No. 2

Appointment of Director in place of Shri Alankar Tandon (DIN: 00110512), Director, who retires by rotation and being eligible, offers himself for re-appointment.



Total No. of Votes cast	Total No. of votes cast in favour	Total No. of votes cast in against
2349992	2349992 100%	- 0%

c) Resolution No. 3

Appointment of Auditors and fixing of their remuneration.

Total No. of Votes cast	Total No. of votes cast in favour	Total No. of votes cast in against
2349992	2349992 100%	- 0%

SPECIAL BUSINESS

d) Resolution No. 4

Type of Resolution: Special Resolution

Reappointment of Shri Girish Tandon (DIN No. 00109528) as Managing Director of the Company

Total No. of Votes cast	Total No. of votes cast in favour	Total No. of votes cast in against
2349992	2349992 100%	- 0%

e) Resolution No.5

Type of Resolution: Ordinary Resolution

Ratification of remuneration of the Cost Auditors for the financial year ending March 31, 2017 as recommended by Audit Committee and approved by the Board.

Total No. of Votes cast	Total No. of votes cast in favour	Total No. of votes cast in against
2349992	2349992 100%	- 0%



The Company has also distributed the physical ballot forms at the venue of the Annual General Meeting to enable the shareholders to cast the votes physically in case the same has not been casted by them through remote e-voting.

The result of the voting through **ballot forms** are as under:

ORDINARY BUSINESS

a) Resolution No. 1

Adoption of the audited financial statement including Balance Sheet and Profit & Loss Account for the year ended March 31, 2016 and the reports of the Board of Directors and Auditors thereon.

Total No. of Votes cast	Total No. of votes cast in favour	Total No. of votes cast in against
9339144	9339144 100%	- 0%

b) Resolution No. 2

Appointment of Director in place of Shri Alankar Tandon (DIN: 00110512), Director, who retires by rotation and being eligible, offers himself for re-appointment.

Total No. of Votes cast	Total No. of votes cast in favour	Total No. of votes cast in against
9339144	9339144 100%	- 0%

c) Resolution No. 3

Appointment of Auditors and fixing of their remuneration.

Total No. of Votes cast	Total No. of votes cast in favour	Total No. of votes cast in against
9339144	9339144 100%	- 0%



SPECIAL BUSINESS

d) Resolution No. 4

Type of Resolution: Special Resolution

Reappointment of Shri Girish Tandon (DIN No. 00109528) as Managing Director of the Company

Total No. of Votes cast	Total No. of votes cast in favour	Total No. of votes cast in against
9339144	9339144 100%	- 0%

e) Resolution No. 5

Type of Resolution: Ordinary Resolution

Ratification of remuneration of the Cost Auditors for the financial year ending March 31, 2017 as recommended by Audit Committee and approved by the Board.

Total No. of Votes cast	Total No. of votes cast in favour	Total No. of votes cast in against
9339144	9339144 100%	- 0%

Thus the combined result of the remote e-voting and votes casted through physical ballot papers distributed at venue are as under:

ORDINARY BUSINESS

a) Resolution No. 1

Adoption of the audited financial statement including Balance Sheet and Profit & Loss Account for the year ended March 31, 2016 and the reports of the Board of Directors and Auditors thereon.

Total No. of Votes cast	Total No. of votes cast in favour	Total No. of votes cast in against	Result
11689136	11689136 100%	- 0%	



b) Resolution No. 2

Appointment of Director in place of Shri Alankar Tandon (DIN: 00110512), Director, who retires by rotation and being eligible, offers himself for re-appointment.

Total No. of Votes cast	Total No. of votes cast in favour	Total No. of votes cast in against	Result
11689136	11689136 100%	- 0%	

c) Resolution No. 3

Appointment of Auditors and fixing of their remuneration.

Total No. of Votes cast	Total No. of votes cast in favour	Total No. of votes cast in against	Result
11689136	11689136 100%	- 0%	

SPECIAL BUSINESS

d) Resolution No. 5

Type of Resolution: Special Resolution

Reappointment of Shri Girish Tandon (DIN No. 00109528) as Managing Director of the Company

Total No. of Votes cast	Total No. of votes cast in favour	Total No. of votes cast in against	Result
11689136	11689136 100%	- 0%	

e) Resolution No. 6

Type of Resolution: Ordinary Resolution

Ratification of remuneration of the Cost Auditors for the financial year ending March 31, 2017 as recommended by Audit Committee and approved by the Board.



Total No. of Votes cast	Total No. of votes cast in favour	Total No. of votes cast in against	Result
11689136	11689136 100%	- 0%	

All the Resolutions proposed hereinabove have been passed with requisite majority.

The physical ballot forms, remote e-voting and other related papers/ registers and records shall remain in our safe custody until the chairman considers, approves and signs the minutes in this regard

Thanking You,

Yours faithfully,
For Anil Kumar & Associates

Anil Kumar

Anil Kumar
(Proprietor)
(Practicing Company Secretary)
M.No.: 5693, C.P. No. - 5592



Badri Vimal Tandon
BADRI VIMAL TANDON
CHAIRMAN OF THE MEETING

Place: Allahabad
Date: 30/09/2016

Voting Results

In compliance of Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, the Voting Results of business transacted at the 37th Annual General Meeting of the Company SHREE BHAWANI PAPER MILLS LIMITED held on Thursday, 29th September, 2016 are furnished below:

- Date of the AGM/EGM : 29th September, 2016
- Total number of shareholders on record date : 3122
- No. of Shareholders present in the meeting either in person or through proxy:

Promoters and Promoter Group	25
Public	8

- No. of Shareholders attended the meeting through Video Conferencing:

Promoters and Promoter Group	NIL
Public	

- Agenda – wise disclosure (to Be disclosed separately for each Agenda Item)

1. Adoption of the audited financial statement, including Balance Sheet and Profit & Loss Account for the year ended March 31, 2016 and the reports of the Board of Directors and Auditors thereon.

Resolution required (Ordinary/ Special)

Ordinary Resolution

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
		(3)	(2)	$(3)-[(2)/(1)]*100$	(4)	(5)	$(6)-[(4)/(2)]*100$	$(7)-[(5)/(2)]*100$
Promoter And Promoter Group	E-Voting	24181381	2349992	--	2349992	--	100%	0
	Poll		9269132	--	9269132	--	100%	0
	Postal Ballot (if applicable)		--	--	--	--	--	--
	Total		11619124	48.05	11619124	--	100%	0
Public-Institutions	E-Voting	1400	--	--	--	--	--	--
	Poll		--	--	--	--	--	--
	Postal Ballot (if applicable)		--	--	--	--	--	--
	Total		--	--	--	--	--	--
Non-Institutions	E-Voting	10612724	--	--	--	--	--	--
	Poll		70012	--	70012	--	100%	0
	Postal Ballot (if applicable)		--	--	--	--	--	--
	Total		70012	0.66	70012	--	100%	0
Total		34795505	11689136	33.59	11689136	--	100%	0



2. Appointment of Director in place of Shri Alankar Tandon (DIN: 00110512) who retires by rotation and being eligible offers himself for re-appointment.

Resolution required (Ordinary/ Special)

Ordinary Resolution

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)	$(3) \div [(2)/(1)] * 100$	(4)	(5)	$(6) = [(4)/(2)] * 100$	$(7) = [(5)/(2)] * 100$
Promoter And Promoter Group	E-Voting	24181381	2349992	--	2349992	--	100%	0
	Poll		9269132	--	9269132	--	100%	0
	Postal Ballot (if applicable)		--	--	--	--	--	--
	Total		11619124	48.05	11619124	--	100%	0
Public-Institutions	E-Voting	1400	--	--	--	--	--	--
	Poll		--	--	--	--	--	--
	Postal Ballot (if applicable)		--	--	--	--	--	--
	Total		--	--	--	--	--	--
Non-Institutions	E-Voting	10612724	--	--	--	--	--	--
	Poll		70012	--	70012	--	100%	0
	Postal Ballot (if applicable)		--	--	--	--	--	--
	Total		70012	0.66	70012	--	100%	0
Total		34795505	11689136	33.59	11689136	--	100%	0

3. Appointment of Auditors and fixing of their remuneration.

Resolution required (Ordinary/ Special)

Ordinary Resolution

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)	$(3) \div [(2)/(1)] * 100$	(4)	(5)	$(6) = [(4)/(2)] * 100$	$(7) = [(5)/(2)] * 100$
Promoter And Promoter Group	E-Voting	24181381	2349992	--	2349992	--	100%	0
	Poll		9269132	--	9269132	--	100%	0
	Postal Ballot (if applicable)		--	--	--	--	--	--
	Total		11619124	48.05	11619124	--	100%	0
Public-Institutions	E-Voting	1400	--	--	--	--	--	--
	Poll		--	--	--	--	--	--
	Postal Ballot (if applicable)		--	--	--	--	--	--
	Total		--	--	--	--	--	--
Non-Institutions	E-Voting	10612724	--	--	--	--	--	--
	Poll		70012	--	70012	--	100%	0
	Postal Ballot (if applicable)		--	--	--	--	--	--
	Total		70012	0.66	70012	--	100%	0
Total		34795505	11689136	33.59	11689136	--	100%	0



4. Reappointment of Shri Girish Tandon (DIN No. 00109528) as Managing Director of the Company

Resolution required (Ordinary/ Special)

Special Resolution

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	24181381	2349992	--	2349992	--	100%	0
	Poll		9269132	--	9269132	--	100%	0
	Postal Ballot (if applicable)		--	--	--	--	--	--
	Total		11619124	48.05	11619124	--	100%	0
Public-institutions	E-Voting	1400	--	--	--	--	--	--
	Poll		--	--	--	--	--	--
	Postal Ballot (if applicable)		--	--	--	--	--	--
	Total		1400	--	--	--	--	--
Non-institutions	E-Voting	10612724	--	--	--	--	--	--
	Poll		70012	--	70012	--	100%	0
	Postal Ballot (if applicable)		--	--	--	--	--	--
	Total		70012	0.66	70012	--	100%	0
Total		34795505	11689136	33.59	11689136	--	100%	0

5. Ratification of remuneration of the Cost Auditors for the financial year ending March 31, 2017 as recommended by Audit Committee and approved by the Board.

Resolution required (Ordinary/ Special)

Ordinary Resolution

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	24181381	2349992	--	2349992	--	100%	0
	Poll		9269132	--	9269132	--	100%	0
	Postal Ballot (if applicable)		--	--	--	--	--	--
	Total		11619124	48.05	11619124	--	100%	0
Public-institutions	E-Voting	1400	--	--	--	--	--	--
	Poll		--	--	--	--	--	--
	Postal Ballot (if applicable)		--	--	--	--	--	--
	Total		1400	--	--	--	--	--
Non-institutions	E-Voting	10612724	--	--	--	--	--	--
	Poll		70012	--	70012	--	100%	0
	Postal Ballot (if applicable)		--	--	--	--	--	--
	Total		70012	0.66	70012	--	100%	0
Total		34795505	11689136	33.59	11689136	--	100%	0

