3rd Floor, Vanijya Bhawan, Devendra Nagar Square, Jail Road, RAIPUR - 492001

Tel: +91 771 2214200 Fax: +91 771 2214250 PAN: AAACR6149L www.seml.co.in ISO 9001:2008 Certified







CIN: L27100MH1973PLC016617

BSE Ltd The Department of Corporate Services Phiroze Jeejeebhoy Towers Dalal Street – Mumbai 400 001

Security Code No.: 504614

27th March, 2015

National Stock Exchange of India Ltd. Exchange Plaza, Bandra Kurla Complex Bandra (E), Mumbai – 400051 Fax. No: 022-26598237/38, 022-26598347/48

Symbol: SARDAEN Series : EQ

Dear Sir,

Sub: Disclosure of Postal Ballot Result

In continuation to our earlier intimation vide letter dt. 23.02.2015, please be informed that the shareholders of the Company have approved, the following Special Resolutions as proposed by the Company vide Postal Ballot Notice dt. 13.02.2015, with requisite majority. The Scrutinizer's Report on postal ballot/e-voting is attached herewith.

- Special Resolution u/s 180(1)(c) of the Companies Act, 2013 authorising Board to borrow, together with the money already borrowed, upto a sum not exceeding a sum equal to paid up equity capital plus free reserves plus Rs. 2000 crores at any point of time.
- Special Resolution u/s 180(1)(a) of the Companies Act, 2013 authorizing Board to create security on immovable/movable properties assets of the Company, upto an aggregate limit of paid up equity shares capital plus free reserves plus Rs. 2000 crores in favour of its lenders.
- Special Resolution u/s 14 and other applicable provisions, if any, of the Companies Act, 2013 & rules made thereunder, for adoption of new set of Articles of Association of the Company in conformity with the Companies Act, 2013

Further, pursuant to clause 35A of the Listing Agreement, the details of the combined voting result (i.e. postal ballot and e-voting) are enclosed in the format prescribed.

You are requested to acknowledge receipt and disseminate the same for the information of the investors.

Thanking you,

Yours faithfully,

Company Secretary

For Sarda Energy & Minerals Ltd.

Encl.: 'As above

3rd Floor, Vanijya Bhawan, Devendra Nagar Square, Jail Road, RAIPUR - 492001 Tel:+917712214200 Fax:+917712214250 PAN:AAACR6149L

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The details of the voting results of the Special Resolutions passed through Postal Ballot process (including e-voting) are reproduced hereunder:

1.	Date of Declaration of Postal Ballot Results	27.03.2015		
2.	Total Number of Shareholders as on Cut-off date for ascertaining voting rights of Members i.e.	13749		
3.	No. of Shareholders present in the meeting either in person or through proxy: Promoters & Promoter Group: Public:	through Postal Ballo		£ 000 € 000000
4.	No. of Shareholders attended the meeting through video conferencing: Promoters & Promoter Group: Public:	Not Applicable. through Postal Ballo		
5.	Details of the Agenda:	Resolution required: (Ordinary/Special)	Mode of Voting	Result
(1)	Special Resolution u/s 180(1)(c) of the Companies Act, 2013 authorising Board to borrow, together with the money already borrowed, upto a sum not exceeding a sum equal to paid up equity capital plus free reserves plus Rs. 2000 crores at any point of time.	Special	Postal Ballot/ E-Voting	Passed ,
(2)	Special Resolution u/s 180(1)(a) of the Companies Act, 2013 authorizing Board to create security on immovable/movable properties assets of the Company, upto an aggregate limit of paid up equity shares capital plus free reserves plus Rs. 2000 crores in favour of its lenders.	Special	Postal Ballot/ E-Voting	Passed
(3)	Special Resolution u/s 14 and other applicable provisions, if any, of the Companies Act, 2013 & rules made thereunder, for adoption of new set of Articles of Association of the Company in conformity with the Companies Act, 2013		Postal Ballot/ E-Voting	Passed

SARDA ENERGY & MINERALS LIMITED

Regd. Off: 73-A, Cental Avenue, Nagpur (M.H.) 440018

Website: www.seml.co.in

Email - info@seml.co.in,

Ph: 0712-2722407,

Fax: 0712-2722107

CIN: L27100MH1973PLC16617

Details of Postal Ballot / E-voting pursuant to Postal Ballot Notice Dt. 13.02.2015

Resolution No. 1:

Special Resolution u/s 180(1)(c) of the Companies Act, 2013 for approval of the members authorising Board to borrow, together with the money already borrowed, upto a sum not exceeding a sum equal to paid up equity capital plus free reserves plus Rs. 2000 crores at any point of time.

Promoter/Public	No. of Shares held (1)	No. of votes polled (2)	% of Votes polled on outstanding shares (3) =[(2)/(1)]*100	No. of Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6) =[(4)/(2)]*100	% of Votes against on votes polled (7) =[(5)/(2)]*100
Promoter & Promoter Group	25648358	22806717	88.92	22806717	0	100.00	0.00
Public - Institutional	2530059	1231944	48.69	1231944	0	100	0
Public - Others	7773936	39832	0.51	36528	3304	/91.71	8.29
Total	35952353	24078493	66.97	24075189	3304	99.99	0.01

Resolution No. 2:

Special Resolution u/s 180(1)(a) of the Companies Act, 2013 for approval of the members authorizing the Board to create security on its immovable/movable properties, assets of the Company, upto an aggregate limit of paid up equity shares capital plus free reserves plus Rs. 2000 crores in favour of its lenders.

Promoter/Public	No. of Shares held (1)	No. of votes polled (2)	% of Votes polled on outstanding shares (3) =[(2)/(1)]*100	No. of Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6) =[(4)/(2)]*100	% of Votes against on votes polled (7) =[(5)/(2)]*100
Promoter & Promoter Group	25648358	22806717	88.92	22806717	0	100.00	
Public - Institutional	2530059	1231944	48.69	1231944	0	100.00	0.00
Public - Others	7773936	38166	0.49	34332	3834	89.95	10.05
Total	35952353	24076827	66.97	24072993	3834	99.98	0.02

Resolution No. 3:

Special Resolution u/s 14 and other applicable provisions, if any, of the Companies Act, 2013 & rules made thereunder, for approval of the members for adoption of new set of Articles of Association of the Company containing regulations in conformity with the Companies Act, 2013

Promoter/Public	No. of Shares held (1)	No. of votes polled (2)	% of Votes polled on outstanding shares (3) =[{2}/(1)]*100	No. of Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6) =[(4)/(2)]*100	% of Votes against on votes polled (7) =[(5)/(2)]*100
Promoter & Promoter Group	25648358	22806717	88.92	22806717	0	100.00	0.00
Public -	2530059	1231944	48.69	1231944	0	100.00	0.00
Public - Others	7773936	38566	0.50	35546	3020	92.17	7.83
Total	35952353	24077227	66.97	24074207	3020	99.99	0.01

Thanking you,

Yours faithfully,

Date : 27.03.2015



26th March, 2015

SCRUTINIZER'S REPORT

To.

The Chairman & Managing Director, M/s Sarda Energy & Minerals Limited, Nagpur (M.S.)

Subject:

Scrutinizer's Report on Postal Ballot / E-Voting conducted pursuant to the provisions of Section 110 of the Companies Act, 2013 ("The Act") read with Rule 22 of the Companies (Management & Administration) Rules, 2014

Dear Sir.

I, Deepmala Mall, Practicing Company Secretary and Partner of M/s S.G. Kankani & Associates, Company Secretaries, appointed to act as Scrutinizer by the Board of Directors of M/s Sarda Energy & Minerals Ltd. (the Company) for the purpose of the Postal Ballot carried out as per the provisions of Section 110 of the Companies Act, 2013 ("The Act") read with Rule 22 of the Companies (Management & Administration) Rules, 2014 hereby submit report on the Postal Ballot.

The Company has availed the e-voting facility offered by National Securities Depository Limited (NSDL) for conducting e-voting by the shareholders of the Company. The Company has also provided voting by physical postal ballot papers to the members who do not have access to e-voting facility.

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

- The dispatch of Notice of Postal Ballot dated February 13th, 2015 was completed on February 20th, 2015.
- The shareholders holding shares as on the "Cut Off" date i.e. 13th day of February, 2015 were entitled to vote on the proposed 3 (Three) Special Resolutions as mentioned in the Notice pursuant to Section 110 of the Act (Item Number 1, 2 & 3 of the above Notice).





- The e-voting period remained open from 9.00 a.m. on Tuesday, 24th February, 2015 and up to 5.30 p.m. on Wednesday, March 25th, 2015.
- The last date for receipt of Postal Ballot Forms was Wednesday, March 25th, 2015 (5.30 P.M. IST)
- The votes were then unblocked on March 26th, 2015 in the presence of two witnesses, namely, Ms. Swati Agrawal and Shri Gejendra Singh Sengar who are not in the employment of the Company.

They have signed below in the confirmation of the votes being unblocked in their presence:-

(SWATI AGRAWAL)

GAJENDRA SINGH SENGAR)

- 156 Postal Ballot forms were received and 53 shareholders casted their votes on the e-voting platform.
- The Postal Ballot forms were duly opened in my presence and scrutinized. The shareholding was matched / confirmed with Register of Members of the Company / list of beneficiaries as on February 13th, 2015.
- There was no duplicate voting i.e. the shareholders who casted their votes through Postal Ballot have not casted through E-Voting and vice-versa.
- 9. The register has been maintained electronically to record assent or dissent received, mentioning the particulars of name, address, folio number or client ID of the shareholders, number of shares held by them, nominal value of such shares. The Company is not having any shares with differential voting rights.
- 10. After the end of the voting period, I collected all the postal ballots received. Further, the records for e-voting have been generated from NSDL's e-voting website www.evoting.nsdl.com. As a scrutinizer, the report of the Postal Ballot was duly complied and accordingly the result of Postal Ballot which includes e-Voting is as under.





SPECIAL BUSINESS.

Item No. 1 - Special Resolution

Permitting Board of Directors to borrow upto an amount not exceeding the paid up capital plus free reserves plus Rs. 2000 Crores.

1. Votes in Favour of the Resolution

No. of members who voted through electronic voting system and Postal Ballot form	Number of Votes cast by them	Percentage of total number of Valid Votes
181	24075189	99.99%

2. Votes against the Resolution

No. of members who voted through electronic voting system and Postal Ballot form	Number of Votes cast by them	Percentage of total number of Valid Votes
20	3304	0.01%

3. Invalid votes

Total number of members whose votes were declared invalid	Total number of votes cast by them
6	650





Item No. 2 - Special Resolution

Permitting Board of Directors to create charge over assets of the Company for borrowing not exceeding the paid up capital plus free reserves plus Rs. 2000 Crores.

1. Votes in Favour of the Resolution

No. of members who voted through electronic voting system and Postal Ballot form	Number of Votes cast by them	Percentage of total number of Valid Votes
165	24072993	99.98%

2. Votes against the Resolution

No. of members who voted through electronic voting system and Postal Ballot form	Number of Votes cast by them	Percentage of total number of Valid Votes
24	3834	0.02%

3. Invalid votes

Total number of votes cast by them
2366





Item No. 3 - Special Resolution

Adopting new set of Articles of Association

1. Votes in Favour of the Resolution

No. of members who voted through electronic voting system and Postal Ballot form	Number of Votes cast by them	Percentage of total number of Valid Votes
173	24074207	99.99%

2. Votes against the Resolution

No. of members who voted through electronic voting system and Postal Ballot form	Number of Votes cast by them	Percentage of total number of Valid Votes
15	3020	0.01%

3. Invalid votes

Total number of members whose votes were declared invalid	Total number of votes cast by them
21	2566





The register, all other papers and relevant records relating to electronic filing and physical mode shall remain in our safe custody until the Chairman considers, approves and signs the Minutes and the same shall be handed over to the Dy. Managing Director / Company Secretary of the Company for safe keeping.

Thanking You,

Yours Faithfully,

FOR, S.G. KANKANI & ASSOCIATES, COMPANY SECRETARIES

(CS DEEPMALA MALL)

PARTNER

ACS No.-28146

CP No.-10054

Place, Raipur (C.G.)

Date: 26th March, 2015

