

**STERLING POWERGENSYS LIMITED**

(Formerly known as STERLING STRIPS LIMITED) C.I.N.: L29213MH1984PLCO34343
2-10, Meghal Service Indl Estate, Devidayal Road, Mulund (W), Mumbai - 400 080.

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Date : 29.09.2017

To,
The Manager
Listing Department
The BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street, Fort,
Mumbai – 400 001.

Stock Code – 513575

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

Sub : Disclosure of Voting Results of 32nd AGM of Sterling Powergensys Limited held on Thursday, 28th September, 2017.

Dear Sir,

We submit herewith the following with respect to 32nd Annual General Meeting of the Company held on Thursday, 28th September, 2017 at A 8/4, M.I.D.C. Murbad, Dist: Thane - 421 401.

1. Voting Results pursuant to Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
2. Scrutinizers Report (Combined - on remote E-voting and poll taken at the Annual General Meeting dated 28th September, 2017) pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended. All the resolutions for approval at the 32nd Annual General Meeting as set out in the Notice dated 12th August, 2017 have been passed by the Members with requisite majority.

Kindly take the above on record.

Thanking you,
Yours faithfully,

FOR STERLING POWERGENSYS LIMITED


DINESH KUMAR AGARWAL
COMPLIANCE OFFICER



Encl: As above.

Registered Office: A 8/4, M.I.D.C. area Murbad, Dist: Thane - 421 401. Maharashtra.

Details of Voting Results

Date of the AGM/EGM	28th September, 2017
Total number of shareholders on record Date i.e. 21st September, 2017	5062
No. of Shareholders present in the meeting either in person or through proxy:	40 shareholders were present
Promoters and Promoter Group:	8
Public:	32
No. of Shareholders attended the meeting through Video Conferencing:	Not Applicable
Promoters and Promoter Group:	
Public:	

Resolution 1: Adoption of the Audited Financial Statements of the Company for the Financial Year ended 31st March, 2017 and Directors' and Auditors' Report 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 (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	Invalid Votes (6)
Promoter and Promoter Group	E-Voting	3196150	15400	0.48	15400	0	100.00	0.00	0
	Poll		667656	20.89	667656	0	100.00	0.00	0
	Postal Ballot		0	0.00	0	0	0.00	0.00	0
	Sub-Total		683056	21.37	683056	0	100.00	0.00	0
Public Institutions	E-Voting	7900	0	0.00	0	0	0.00	0.00	0
	Poll		0	0.00	0	0	0.00	0.00	0
	Postal Ballot		0	0.00	0	0	0.00	0.00	0
	Sub-Total		0	0.00	0	0	0.00	0.00	0
Public-Non Institutions	E-Voting	1891950	121004	6.40	121004	0	100.00	0.00	0
	Poll/Ballot voting		96730	5.11	96730	0	100.00	0.00	0
	Postal Ballot		0	0.00	0	0	0.00	0.00	0
	Sub-Total		217734	11.51	217734	0	100.00	0.00	0
	Total		5096000	17.68	900790	0	100.00	0.00	0

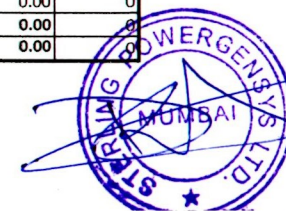


Resolution 2: Re-appointment of Mr. S Venkata Subramanian (DIN: 00107561), who retires by rotation.									
Resolution required: (Ordinary/ Special)	Ordinary Resolution								
Whether promoter/ promoter group are interested in the agenda / resolution?	Yes								
Category	Mode of Voting	No. of Shares Held (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	Invalid Votes (6)
Promoter and Promoter Group	E-Voting	3196150	15400	0.48	15400	0	100.00	0.00	0
	Poll		198806	6.22	198806	0	100.00	0.00	*468850
	Postal Ballot		0	0.00	0	0	0.00	0.00	0
	Sub-Total		214206	6.70	214206	0	100.00	0.00	*468850
Public Institutions	E-Voting	7900	0	0.00	0	0	0.00	0.00	0
	Poll		0	0.00	0	0	0.00	0.00	0
	Postal Ballot		0	0.00	0	0	0.00	0.00	0
	Sub-Total		0	0.00	0	0	0.00	0.00	0
Public-Non Institutions	E-Voting	1891950	121004	6.40	121004	0	100.00	0.00	0
	Poll/Ballot voting		96730	5.11	96730	0	100.00	0.00	0
	Postal Ballot		0	0.00	0	0	0.00	0.00	0
	Sub-Total		217734	11.51	217734	0	100.00	0.00	0
Total		5096000	431940	8.48	431940	0	100.00	0.00	*468850

*Mr. S Venkat Subramanian (4,59,850 shares) and V Rajalakshmi (9,000) their votes were considered Invalid as they are interested in the resolution

Resolution 3: Appointment of M/s. Doshi Maru & Associates, Chartered Accountants as Statutory Auditors of the Company and fixing 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 (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	Invalid Votes (6)
Promoter and Promoter Group	E-Voting	3196150	15400	0.48	15400	0	100.00	0.00	0
	Poll		667656	20.89	667656	0	100.00	0.00	0
	Postal Ballot		0	0.00	0	0	0.00	0.00	0
	Sub-Total		683056	21.37	683056	0	100.00	0.00	0
Public Institutions	E-Voting	7900	0	0.00	0	0	0.00	0.00	0
	Poll		0	0.00	0	0	0.00	0.00	0
	Postal Ballot		0	0.00	0	0	0.00	0.00	0
	Sub-Total		0	0.00	0	0	0.00	0.00	0
Public-Non Institutions	E-Voting	1891950	121004	6.40	121004	0	100.00	0.00	0
	Poll/Ballot voting		96730	5.11	96730	0	100.00	0.00	0
	Postal Ballot		0	0.00	0	0	0.00	0.00	0
	Sub-Total		217734	11.51	217734	0	100.00	0.00	0
Total		5096000	900790	17.68	900790	0	100.00	0.00	0





ShivamSharma & Associates
Company Secretaries
B.Com, ACS

FORM NO. MGT-13

Combined Report of Scrutinizer for e-voting & voting through ballot process

[Pursuant to Section 108/109 of the Companies Act, 2013 read with the Rule 20(4) (xii) of the Companies (Management and Administration) Rules, 2014 as amended]

To,
The Chairman,
Sterling Powergensys Limited,
A 8/4, MIDC, Murbad,
Dist: Thane - 421 401.

Subject: 32nd Annual General Meeting of the Shareholders of Sterling Powergensys Limited held on Thursday, 28th September, 2017 at 4:00 p.m. at A 8/4, M.I.D.C. area Murbad, Thane - 421 401.

Dear Sir,

I, CS Shivam Sharma, Company Secretary in Practice (ACS:35727, CP No.16558) was duly appointed by the Board of Directors for the purpose of scrutinizing the Remote 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 as amended and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 including any amendment thereof and voting through Poll at the venue of the Annual General Meeting (AGM) in a fair and transparent manner in respect of the Resolutions contained in the Notice of the 32nd AGM of Equity Shareholders of Sterling Powergensys Limited at their Meeting held on Thursday, 28th September, 2017 at 4:00 p.m. at A 8/4, M.I.D.C. area Murbad, Thane - 421 401.

The Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules framed thereunder relating to voting through electronic means (Remote e-voting) and voting by Poll at the venue of AGM on the resolutions contained in the Notice of the 32nd AGM of the members of the Company. My responsibility as a scrutinizer for the remote e-voting process and for the Poll at the 32nd AGM is restricted to make a Scrutinizer's Report of the Votes Cast "in favour" or "against" the resolutions as stated below on the report generated from the remote e-voting system provided by Central Depositories Services (India) Limited (CDSL), the authorised agency engaged by Company to provide Remote e-voting facilities and the report generated electronically for voting by Poll at the venue of AGM.

After the time fixed for closing of Poll by the Chairman, Ballot Box kept for voting was locked in my presence with due identification marks placed by me.



Address:- 304, Pavapuri Building, Opp. G.H. School/Dena Bank, Cross M.G. Road, Borivali (E), Mumbai
Mo.No.:- 9769892542 Email ID: Csshivam02@gmail.com



Shivam Sharma & Associates

Company Secretaries

B.Com, ACS

The locked Ballot Box was subsequently opened by me in the presence of two witnesses, who are not in employment of the company; thereafter the poll papers were diligently scrutinized. The Poll papers were reconciled with the records maintained by the Registrar and Transfer Agents/the Company and the authorizations/proxies lodged with the Company. Incomplete, invalid and/or defective Poll papers were rejected by us.

The Consolidated Scrutinizer's Report on the resolutions proposed in the Notice of the AGM with respect to Remote e-voting and Poll Process is as under;

ITEM NO. 1: ORDINARY RESOLUTION:

Adoption of the Financial Statements for the year ended 31st March, 2017 and Director's and Auditor's Report thereon.

Mode of Voting	Total Valid Votes	Votes in Favour of Resolution			Votes against the Resolution			Invalid Votes
		No of ballot/e-voting entry	Nos.	% to total valid	No of ballot/e-voting entry	Nos.	% to total valid	Nos.
E-voting	1,36,404	8	1,36,404	100	0	0	0	0
Poll/Ballot voting	7,63,280	40	7,63,280	100	0	0	0	0
Total	8,99,684	48	8,99,684	100	0	0	0	0

ITEM NO. 2: ORDINARY RESOLUTION:

Re-appointment of Mr. S. Venkata Subramanian (DIN: 00107561), who retires by rotation.

Mode of Voting	Total Valid Votes	Votes in Favour of Resolution			Votes against the Resolution			Invalid Votes
		No of ballot/e-voting entry	Nos.	% to total valid	No of ballot / e-voting entry	Nos.	% to total valid	Nos.
E-voting	1,36,404	8	1,36,404	100	0	0	0	0
Poll/Ballot voting	2,94,430	38	2,94,430	100	0	0	0	4,68,850*
Total	4,30,834	46	4,30,834	100	0	0	0	4,68,850





Shivam Sharma & Associates
Company Secretaries
B.Com, ACS

*Mr. S Venkat Subramanian and V Rajalakshmi, being interested their votes were considered invalid.

ITEM NO. 3: ORDINARY RESOLUTION:


Appointment of M/s. Doshi Maru & Associates, Chartered Accountants as Auditors of the Company and fixing their remuneration.

Mode of Voting	Total Valid Votes	Votes in Favour of Resolution			Votes against the Resolution			Invalid Votes
		No of ballot/ e-voting entry	Nos.	% to total valid	No of ballot/ e-voting entry	Nos.	% to total valid	Nos.
E-voting	1,36,404	8	1,36,404	100	0	0	0	0
Poll/Ballot voting	7,63,280	40	7,63,280	100	0	0	0	0
Total	8,99,684	48	8,99,684	100	0	0	0	0

All the resolutions voted through Remote e-voting and Poll were passed with requisite majority.

The Poll papers and all other relevant records were sealed and handed over to the Company Secretary authorised by the Board for safe keeping.

For Shivam Sharma & Associates


Shivam Sharma
Proprietor
ACS No. : 35727
COP No. : 16558



Place: Mumbai
Date: 29th September, 2017.