INDIA STEEL
WORKS LTD
Inner Vision. Global Action.

COSEC/BSE/18-19
20th September, 2019

**The Manager,**
**Corporate Relationship Department,**
**The Stock Exchange, Mumbai**
P.J. Towers, Dalal Street,
Mumbai- 400 023

**Scrip Code: 513361**

Dear Sirs,

**Subject: Outcome and disclosure of voting results of the 32nd Annual General Meeting held on 18th September 2019.**

Pursuant to regulation 30 and Regulation 44(3) of SEBI (LODR) Regulations, 2015 we hereby intimate the following details with regard to the voting results for the resolutions passed by the members at the 32nd Annual General Meeting (AGM) of the Company.

| | |
|---|---|
| **Date of AGM:** | **18th September, 2019** |
| **Total Number of shareholders on record date** | **16,429** |

No. of shareholders attended the meeting either in person or in proxy

| Shareholders | present in person | Present through proxy/ representative | Total |
|---|---|---|---|
| Promoters and promoters group | 8 | 9 | 17 |
| Public | 13 | 3 | 16 |
| **Total** | **21** | **12** | **33** |

No. of shareholders attended the meeting through video conferencing: Not applicable

INDIA STEEL WORKS LIMITED
MUMBAI

**REGD. OFFICE & STEEL PLANT**
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All the resolutions stands passed under remote evoting and voting at the AGM through polling paper with the requisite majority. Agenda wise details of voting results as approved by shareholders through remote Evoting and poll in the meeting are attached along with this letter as Annexure I.

We are also enclosing the report of the scrutinizer on remote Evoting and will also be updated on website of the Company.

This is for your information and record.

Thanking you.

Yours Faithfully,

**For INDIA STEEL WORKS LIMITED**

INDIA STEEL WORKS LIMITED
MUMBAI

**Dipti Vartak**
**Company Secretary**
**Encl: As above**

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Annexure 1 to the Exchange intimation 19th September, 2019

| Resolution required: Ordinary | | | | | Adoption of Audited Annual Financial Statements | | | |
|---|---|---|---|---|---|---|---|---|
| **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 of 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** | 199473706 | 193957881 | 97.23 | 193957881 | - | 100 | - |
| | **Poll** | | - | - | - | - | - | - |
| | **Postal ballot** | | - | - | - | - | - | - |
| | **Total** | **199473706** | **193957881** | **97.23** | **193957881** | **-** | **100** | **-** |
| **Public institutions** | **E-voting** | 23148650 | - | - | - | - | - | - |
| | **Poll** | | - | - | - | - | - | - |
| | **Postal ballot** | | - | - | - | - | - | - |
| | **Total** | **23148650** | **-** | **-** | **-** | **-** | **-** | **-** |
| **Public Non-institutions** | **E-voting** | 175458569 | 885757 | 0.50 | 885457 | 300 | 99.97 | 0.03 |
| | **Poll** | | 1187 | 0.00 | 1187 | - | 100 | - |
| | **Postal ballot** | | - | - | - | - | - | - |
| | **Total** | **175458569** | **886944** | **0.50** | **886641** | **300** | **99.97** | **0.03** |
| **Total** | | **398080925** | **194844825** | **49.94** | **194844525** | **300** | **100** | **0.00** |


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| Resolution required: Ordinary | | | | | Declaration of Dividend on Preference shares | | | |
|---|---|---|---|---|---|---|---|---|
| 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 of 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** | 199473706 | 193957881 | 97.23 | 193957881 | - | 100 | - |
| | **Poll** | | - | - | - | - | - | - |
| | **Postal ballot** | | - | - | - | - | - | - |
| | **Total** | **199473706** | **193957881** | **97.23** | **193957881** | **-** | **100** | **-** |
| **Public institutions** | **E-voting** | 23148650 | - | - | - | - | - | - |
| | **Poll** | | - | - | - | - | - | - |
| | **Postal ballot** | | - | - | - | - | - | - |
| | **Total** | **23148650** | **-** | **-** | **-** | **-** | **-** | **-** |
| **Public Non-institutions** | **E-voting** | 175458569 | 885757 | 0.50 | 846924 | 38833 | 95.61 | 4.38 |
| | **Poll** | | 1187 | 0.00 | 1187 | - | 100 | - |
| | **Postal ballot** | | - | - | - | - | - | - |
| | **Total** | **175458569** | **886944** | **0.50** | **848111** | **38833** | **95.62** | **4.37** |
| **Total** | | **398080925** | **194844825** | **48.94** | **194805992** | **38833** | **99.98** | **0.02** |

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| Resolution required: Ordinary | | | | | Re-Appointment of Mr. Varun Gupta (DIN 02938137), as a Director of the Company, liable to retire by rotation | | | |
|---|---|---|---|---|---|---|---|---|
| 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 of 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** | 199473706 | 193753081 | 97.13 | 193753081 | - | 100 | - |
| | **Poll** | | - | - | - | - | - | - |
| | **Postal ballot** | | - | - | - | - | - | - |
| | **Total** | **199473706** | **193753081** | **97.13** | **193753081** | - | **100** | - |
| **Public institutions** | **E-voting** | 23148650 | - | - | - | - | - | - |
| | **Poll** | | - | - | - | - | - | - |
| | **Postal ballot** | | - | - | - | - | - | - |
| | **Total** | **23148650** | - | - | - | - | - | - |
| **Public Non-institutions** | **E-voting** | 175458569 | 885557 | 0.50 | 850174 | 35383 | 96.00 | 4.00 |
| | **Poll** | | 1187 | - | 1187 | - | 100 | - |
| | **Postal ballot** | | - | - | - | - | - | - |
| | **Total** | **175458569** | **886744** | **0.50** | **851361** | **35383** | **96.00** | **4.00** |
| **Total** | | **398080925** | **194639825** | **48.89** | **194604442** | **35383** | **99.98** | **0.02** |

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| Resolution required: Ordinary | | | | | Appointment of M/s. Laxmikanth Kabra & Co. as Auditors of the Company & fixing remuneration | | | |
|---|---|---|---|---|---|---|---|---|
| **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 of 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** | 199473706 | 193957881 | 97.23 | 193957881 | - | 100 | - |
| | **Poll** | | - | - | - | - | - | - |
| | **Postal ballot** | | - | - | - | - | - | - |
| | **Total** | **199473706** | **193957881** | **97.23** | **193957881** | **-** | **100** | **-** |
| **Public institutions** | **E-voting** | 23148650 | - | - | - | - | - | - |
| | **Poll** | | - | - | - | - | - | - |
| | **Postal ballot** | | - | - | - | - | - | - |
| | **Total** | **23148650** | **-** | **-** | **-** | **-** | **-** | **-** |
| **Public Non-institutions** | **E-voting** | 175458569 | 885557 | 0.50 | 850174 | 35383 | 96.00 | 4.00 |
| | **Poll** | | 1187 | 0.00 | 1187 | - | 100 | - |
| | **Postal ballot** | | | | | | | |
| | **Total** | **175458569** | **886744** | **0.50** | **851361** | **35383** | **96.00** | **4.00** |
| **Total** | | **398080925** | **194844625** | **48.94** | **194809242** | **35383** | **99.99** | **0.01** |

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| Resolution required: Special | | | | | Re-appointment of Mr. Sudhir Gupta (DIN:00010853) as Managing Director of the Company | | | |
|---|---|---|---|---|---|---|---|---|
| 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 of 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 | 199473706 | 188575156 | 94.53 | 188575156 | - | 100 | - |
| | Poll | | - | - | - | - | - | - |
| | Postal ballot | | - | - | - | - | - | - |
| | **Total** | **199473706** | **188575156** | **94.53** | **188575156** | **-** | **100** | **-** |
| Public institutions | E-voting | 23148650 | - | - | - | - | - | - |
| | Poll | | - | - | - | - | - | - |
| | Postal ballot | | - | - | - | - | - | - |
| | **Total** | **23148650** | **-** | **-** | **-** | **-** | **-** | **-** |
| Public Non-institutions | E-voting | 175458569 | 885557 | 0.50 | 850174 | 35383 | 96.00 | 4.00 |
| | Poll | | 1187 | 0.00 | 1187 | - | 100 | - |
| | Postal ballot | | - | - | - | - | - | - |
| | **Total** | **175458569** | **886744** | **0.50** | **851361** | **35383** | **96.00** | **4.00** |
| **Total** | | **398080925** | **189461900** | **47.59** | **189426517** | **35383** | **99.98** | **0.02** |

INDIA STEEL WORKS LIMITED MUMBAI

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| Resolution required: Ordinary | | | | | Re-Appointment of Mr. Deepak Kumar Gaur (DIN 07636636), as a Whole Time Director of the Company | | | |
|---|---|---|---|---|---|---|---|---|
| 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 of 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 | 199473706 | 193957881 | 97.23 | 193957881 | - | 100 | - |
| | Poll | | - | - | - | - | - | - |
| | Postal ballot | | - | - | - | - | - | - |
| | Total | **199473706** | **193957881** | **97.23** | **193957881** | **-** | **100** | **-** |
| **Public institutions** | E-voting | 23148650 | - | - | - | - | - | - |
| | Poll | | - | - | - | - | - | - |
| | Postal ballot | | - | - | - | - | - | - |
| | Total | **23148650** | **-** | **-** | **-** | **-** | **-** | **-** |
| **Public Non-institutions** | E-voting | 175458569 | 885557 | 0.50 | 850174 | 35383 | 96.00 | 4.00 |
| | Poll | | 1187 | 0.00 | 1187 | 0.00 | 100 | - |
| | Postal ballot | | - | - | - | - | - | - |
| | Total | **175458569** | **886744** | **0.50** | **851361** | **35383** | **96.00** | **4.00** |
| **Total** | | **398080925** | **194844625** | **48.94** | **194809242** | **35383** | **99.98** | **0.02** |

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| Resolution required: Ordinary | | | | | Appointment of Mr. Vishesh Naresh Patani (Membership number:30328) as the Cost Auditor | | | |
|---|---|---|---|---|---|---|---|---|
| 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 of 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 | 199473706 | 193957881 | 97.23 | 193957881 | - | 100 | - |
| | Poll | | - | - | - | - | - | - |
| | Postal ballot | | - | - | - | - | - | - |
| | **Total** | **199473706** | **193957881** | **97.23** | **193957881** | **-** | **100** | **-** |
| Public institutions | E-voting | 23148650 | - | - | - | - | - | - |
| | Poll | | - | - | - | - | - | - |
| | Postal ballot | | - | - | - | - | - | - |
| | **Total** | **23148650** | **-** | **-** | **-** | **-** | **-** | **-** |
| Public Non-institutions | E-voting | 175458569 | 885557 | 0.50 | 882757 | 2800 | 99.68 | 0.31 |
| | Poll | | 1187 | 0.00 | 1187 | - | 100 | - |
| | Postal ballot | | - | - | - | - | - | - |
| | **Total** | **175458569** | **886744** | **0.50** | **883944** | **2800** | **99.68** | **0.31** |
| **Total** | | **398080925** | **194844325** | **48.94** | **194841825** | **2800** | **99.99** | **0.01** |

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| **Resolution required: Special** | | | | | **Approval of arrangements / transactions with related parties** | | | |
|---|---|---|---|---|---|---|---|---|
| **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 of 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** | 199473706 | - | - | - | - | - | - |
| | **Poll** | | - | - | - | - | - | - |
| | **Postal ballot** | | - | - | - | - | - | - |
| | **Total** | **199473706** | - | - | - | - | - | - |
| **Public institutions** | **E-voting** | 23148650 | - | - | - | - | - | - |
| | **Poll** | | - | - | - | - | - | - |
| | **Postal ballot** | | - | - | - | - | - | - |
| | **Total** | **23148650** | - | - | - | - | - | - |
| **Public Non-institutions** | **E-voting** | 175458569 | 879557 | 0.50 | 846674 | 32883 | 96.26 | 3.74 |
| | **Poll** | | 1187 | 0.00 | 1187 | - | 100 | 0 |
| | **Postal ballot** | | | | | | | |
| | **Total** | **175458569** | **880744** | **0.50** | **847861** | **32883** | **96.26** | **3.74** |
| **Total** | | **398080925** | **880744** | **0.22** | **847861** | **32883** | **96.26** | **3.74** |

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| Resolution required: Ordinary | | | | | Appointment of branch Auditors | | | |
|---|---|---|---|---|---|---|---|---|
| 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 of 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 | 199473706 | 193957881 | 97.23 | 193957881 | - | 100 | - |
| | Poll | | - | - | - | - | - | - |
| | Postal ballot | | - | - | - | - | - | - |
| | **Total** | **199473706** | **193957881** | **97.23** | **193957881** | **-** | **100** | **-** |
| Public institutions | E-voting | 23148650 | - | - | - | - | - | - |
| | Poll | | - | - | - | - | - | - |
| | Postal ballot | | - | - | - | - | - | - |
| | **Total** | **23148650** | - | - | - | - | - | - |
| Public Non-institutions | E-voting | 175458569 | 885557 | 0.50 | 882757 | 2800 | 99.68 | 0.32 |
| | Poll | | 1187 | 0.00 | 1187 | - | 100 | 0.00 |
| | Postal ballot | | - | - | - | - | - | - |
| | **Total** | **175458569** | **886744** | **0.50** | **883944** | **2800** | **99.68** | **0.31** |
| **Total** | | **398080925** | **194844325** | **48.94** | **19484182** | **2800** | **99.99** | **0.01** |

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| Resolution required: Special | | | | | Appointment of Mr. T. R. Bajalia as Chairman of the Company | | | |
|---|---|---|---|---|---|---|---|---|
| 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 of 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 | 199473706 | 193957881 | 97.23 | 193957881 | - | 100 | - |
| | Poll | | - | - | - | - | - | - |
| | Postal ballot | | - | - | - | - | - | - |
| | **Total** | **199473706** | **193957881** | **97.23** | **193957881** | **-** | **100** | **-** |
| Public institutions | E-voting | 23148650 | - | - | - | - | - | - |
| | Poll | | - | - | - | - | - | - |
| | Postal ballot | | - | - | - | - | - | - |
| | **Total** | **23148650** | - | - | - | - | - | - |
| Public Non-institutions | E-voting | 175458569 | 885557 | 0.50 | 850174 | 35383 | 96.00 | 4.00 |
| | Poll | | 1187 | 0.00 | 1187 | - | 100 | - |
| | Postal ballot | | - | - | - | - | - | - |
| | **Total** | **175458569** | **886744** | **0.50** | **851361** | **35383** | **96.00** | **4.00** |
| **Total** | | **398080925** | **194844625** | **48.94** | **19480924** | **35383** | **99.97** | **0.03** |

INDIA STEEL WORKS LIMITED MUMBAI

**REGD. OFFICE & STEEL PLANT**
Zenith Compound Khopoli,
Raigad - 410 203, Maharashtra, India
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**FORM NO. MGT-13**
**Consolidated Report of Scrutinizer**
*[Pursuant to Section 108 read with 109 of the Companies Act, 2013 and Rule 20 read with 21 of the Companies (Management & Administration) Rules, 2014, as amended]*

To,
**Mr. T.R. Bajalia**
*The Chairman of*
*Thirty Second Annual General Meeting of Equity Shareholders of*
**India Steel Works Limited**
Held on Wednesday 18th September, 2019 at 11.30 a.m. at
India Steel Works Complex, Zenith Compound,
Khopoli, Raigad-410203

**Dear Sir,**

I, Khyati Kaushik Shah of M/s. Khyati Shah & Company, Company Secretaries, was appointed as the Scrutinizer by the Board of Directors of India Steel Works Limited ('the Company') pursuant to provisions of Section 108 of the Companies Act, 2013 ('the Act') read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended, to conduct the remote e-voting process and to scrutinize the voting process at the Thirty Second Annual General Meeting held on Wednesday 18th September, 2019 at 11.30 a.m. at India Steel Works Complex Zenith Compound, Khopoli, Raigad-410203, and to submit consolidated report on result of the remote e-voting and voting through poll i.e. polling papers at the said Annual General Meeting. We hereby submit our report as under:

*The Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules made thereunder relating to voting through remote e-voting and through poll by using polling papers on the resolutions contained in the notice for the Thirty Second Annual General Meeting of the members of the Company. Our responsibility as a Scrutinizer is to ensure that the voting process both through electronics means and by use of polling papers at the meeting are conducted in fair and transparent manner and submit consolidated Scrutinizer's report of the total votes cast "In Favour" or "Against", if any, to the Chairman on the resolutions, based on the reports generated from the remote e-voting system provided by National Securities Depository Limited (NSDL) and the report generated for voting by use of polling papers at the meeting.*

The Notice dated 14th August, 2019 convening the Thirty Second Annual General Meeting of the Company to be held on Wednesday 18th September, 2019 at 11.30 a.m. at India Steel Works Complex, Zenith Compound, Khopoli, Raigad-410203 along with Statement setting out material facts under Section 102 of the Act were sent to the members of the Company.

The Company had availed the e-voting facility offered by National Securities Depository Limited (NSDL), the authorized agency to provide remote e-voting facility, engaged by the Company for conducting remote e-voting by the shareholders of the Company. The Company had also provided voting through poll i.e. polling papers for members present at the Annual General Meeting and who had not cast their vote earlier through remote e-voting facility.

The shareholders of the Company holding shares as on the "cut-off" date of 11th September, 2019, were entitled to vote on resolutions proposed as set out in the Notice of the Thirty Second Annual General Meeting of the members of the Company.

Khyati Shah
FOR KHYATI SHAH & CO. FCS 8686 CP 3374 COMPANY SECRETARIES

The voting period for remote e-voting commenced on Sunday, 15th September, 2019 at 09.00 a.m. (IST) and ended on Tuesday, 17th September, 2019 at 5.00 p.m. (IST) and the NSDL remote e-voting platform was blocked thereafter.

After the time fixed for taking the poll by the Chairman, facility of casting vote through polling papers was provided by the Company. One (1) ballot box kept for polling was locked in my presence with due identification marks placed on the same.

On conclusion of the voting at the Annual General Meeting through polling papers, the votes cast under remote e-voting facility and through polling papers at the meeting were unblocked in the presence of two witnesses, both are not in employment of the Company.

The poll which were casted incomplete and/or which were otherwise found defective have been treated as invalid.

We have scrutinized and reviewed the votes tendered through remote e-voting based on the data downloaded from the NSDL remote e-voting system and voting done through the polling papers at the meeting respectively for the purpose of this report and the summary of voting were reconciled with the records maintained by the Company/ Registrar and Share Transfer Agent of the Company and the authorizations/ Proxies lodged with the Company. The Signature of Members, No. of Shares held by respective members, members entitled to vote through remote e-voting and polling papers were scrutinized and confirmed by the Registrar and Transfer Agent of the Company.

The result of the voting i.e. remote e-voting and voting through poll is as per annexure attached herewith.

The list of equity shareholders who voted 'for' or 'against' and those whose votes were declared 'invalid' for each resolution is enclosed.
The relevant records were sealed and handed over to the Representative of the Company for keeping under safe custody.

**Recommendation:**
All then resolutions having secured requisite majority of votes, may be considered to have been passed. The Chairman may accordingly declare the result of voting.

Thanking you,

Yours faithfully,

**For Khyati Shah & Company**
**Company Secretaries**

Khyati Shah

**Khyati Shah**
**Proprietor**
**FCS: 8686 COP: 9574**

FOR KHYATI SHAH & CO. COMPANY SECRETARIES FCS 8686 CP 9574

**19th September, 2019**
**Mumbai**

## Annexure to the Consolidated Scrutinizer's Report

**Annual General Meeting: Wednesday, 18th September, 2019 at 11.30 a.m. at India Steel Works Complex Zenith Compound, Khopoli, Raigad-410203**

**Result of Voting (through remote e-voting and through polling papers) at the Thirty Second Annual General Meeting**

| Sr No | Reso No/ Item No. | Heading of Resolution | Type of Resolution | Type of Voting | Valid Votes | | | | | | Invalid Votes/ Abstain | |
|---|---|---|---|---|---|---|---|---|---|---|---|---|
| | | | | | Voting in Favour (Assent) | | | Voting Against (Dissent) | | | | |
| | | | | | No of Members Voting | No. of Votes Casted | % of valid votes | No. of Members Voting | No. of Votes Casted | % of valid votes | Number of Members | No. of Votes Casted |
| 1 | 1 | Adoption of Audited Annual Financial Statements of the Company for the financial year ended March 31, 2019 together with Reports of the Board of Directors and the Auditors thereon | Ordinary | Remote E-Voting | 33 | 194843338 | 99.9992% | 1 | 300 | 0.0002% | | |
| | | | | Voting at Annual General Meeting through poll | 6 | 1187 | 0.0006% | 0 | 0 | 0.00 | | |
| | | | | **Total** | **39** | **194844525** | **99.9998%** | 1 | **300** | **0.0002%** | | |
| 2 | 2 | Declaration of Final Dividend @ 0.01% on total paid up Preference share capital of the company for the financial year ended March 31, 2019. | Ordinary | Remote E-Voting | 30 | 194804805 | 99.9795% | 4 | 38833 | 0.0199% | | |
| | | | | Voting at Annual General Meeting through poll | 6 | 1187 | 0.0006% | 0 | 0 | 0.00 | | |
| | | | | **Total** | **36** | **194805992** | **99.9801%** | **4** | **38833** | **0.0199%** | | |
| 3 | 3 | Re-appointment of Mr. Varun S. Gupta Director of the Company who retires by rotation | Ordinary | Remote E-Voting | 28 | 194603255 | 99.9812% | 3 | 35383 | 0.0182% | 2 | 204800 |
| | | | | Voting at Annual General Meeting through poll | 6 | 1187 | 0.0006% | 0 | 0 | 0.00 | | |
| | | | | **Total** | **34** | **194604442** | **99.9818%** | **3** | **35383** | **0.0182%** | | |
| 4 | 4 | Re-appointment of M/s.Laxmikanth Kabra & Co., Chartered Accountants,Auditors of the Company and fixing remuneration | Ordinary | Remote E-Voting | 30 | 194808055 | 99.9812% | 3 | 35383 | 0.0182% | | |
| | | | | Voting at Annual General Meeting through poll | 6 | 1187 | 0.0006% | 0 | 0 | 0.00 | | |
| | | | | **Total** | **36** | **194809242** | **99.9818%** | 3 | **35383** | **0.0182%** | | |
| 5 | 5 | Approval to the re-appointment of Mr. Sudhir H. Gupta as Managing Director of the company | Special | Remote E-Voting | 28 | 189425330 | 99.9807% | 3 | 35383 | 0.0187% | 2 | 5382725 |
| | | | | Voting at Annual General Meeting through poll | 6 | 1187 | 0.0006% | 0 | 0 | 0.00 | | |
| | | | | **Total** | **34** | **189426517** | **99.9813%** | 3 | **35383** | **0.0187%** | | |

FOR KHYATI SHAH & CO.
FCS 8868
CP 5574
COMPANY SECRETARIES

| Sr No | Reso No/ Item No. | Heading of Resolution | Type of Resolution | Type of Voting | Valid Votes | | | | | | Invalid Votes/ Abstain | |
|---|---|---|---|---|---|---|---|---|---|---|---|---|
| | | | | | Voting in Favour (Assent) | | | Voting Against (Dissent) | | | | |
| | | | | | No of Members Voting | No. of Votes Casted | % of valid votes | No. of Members Voting | No. of Votes Casted | % of valid votes | Number of Members | No. of Votes Casted |
| 6 | 6 | Approval to the re-appointment of Mr. Deepak Kumar Gaur as Whole-time Director of the company | Special | Remote E-Voting | 30 | 194808055 | 99.9812% | 3 | 35383 | 0.0182% | | |
| | | | | Voting at Annual General Meeting | 6 | 1187 | 0.0006% | 0 | 0 | 0.00 | | |
| | | | | **Total** | **36** | **194809242** | **99.9818%** | 3 | **35383** | **0.0182%** | | |
| 7 | 7 | Ratification of remuneration payable to Cost Auditor | Ordinary | Remote E-Voting | 31 | 194840638 | 99.9980% | 2 | 2800 | 0.0014% | | |
| | | | | Voting at Annual General Meeting through poll | 6 | 1187 | 0.0006% | 0 | 0 | 0.00 | | |
| | | | | **Total** | **37** | **194841825** | **99.9986%** | 3 | **2800** | **0.0014%** | | |
| 8 | 8 | Approval of arrangements/transactions with related parties | Special | Remote E-Voting | 9 | 846674 | 96.1317% | 2 | 32883 | 3.7335% | 21 | 193957881 |
| | | | | Voting at Annual General Meeting through poll | 6 | 1187 | 0.1348% | 0 | 0 | 0.00 | | |
| | | | | **Total** | **15** | **847861** | **96.2665%** | 3 | **32883** | **3.7335%** | | |
| 9 | 9 | Approval to the appointment of Branch Auditors | Ordinary | Remote E-Voting | 31 | 194840638 | 99.9980% | 2 | 2800 | 0.0014% | | |
| | | | | Voting at Annual General Meeting through poll | 6 | 1187 | 0.0006% | 0 | 0 | 0.00 | | |
| | | | | **Total** | **37** | **194841825** | **99.9986%** | 3 | **2800** | **0.0014%** | | |
| 10 | 10 | Appointment of Mr. T.R. Bajalia as Chairman of the Company | Special | Remote E-Voting | 30 | 194808055 | 99.9812% | 3 | 35383 | 0.0182% | | |
| | | | | Voting at Annual General Meeting through poll | 6 | 1187 | 0.0006% | 0 | 0 | 0.00 | | |
| | | | | **Total** | **36** | **194809242** | **99.9818%** | 3 | **35383** | **0.0182%** | | |

FOR KHYATI SHAH & CO.
FCS 8686
CP 3574
COMPANY SECRETARIES