

**SUNFLAG IRON & STEEL CO. LTD.**

REGD. OFFICE :

33/1, MOUNT ROAD, SADAR, NAGPUR - 440 001. MH, (INDIA)

PH.: 0712-2524661, 2523901, 2520356, 2520358 FAX : 0712-2520360

E-Mail : admin@sunflagsteel.com

Website : www.sunflagsteel.com

CIN: L27100MH1984PLC034003

**Through Online Filing**

SECY/2024/SE/Voting Results/202-203

Saturday, the 28<sup>th</sup> September, 2024

To,  
Deputy General Manager,  
Department of Corporate Services,  
**BSE Limited**  
Phiroze Jeejeebhoy Towers,  
Dalal Street, **MUMBAI - 400 001**

**Ref: BSE Script Code: 500404**

To,  
The Manager, Listing Department,  
**National Stock Exchange of India Limited**  
"Exchange Plaza", C - 1, Block G,  
Bandra - Kurla Complex, Bandra (East),  
**MUMBAI - 400 051**

**Ref: NSE Script Code: SUNFLAG****Sub: Disclosure of Voting Results of the 38<sup>th</sup> Annual General Meeting held on Friday, the 27<sup>th</sup> September, 2024 through Video Conference (VC) / Other Audio-Visual Means (OAVM)**

Pursuant to Regulation 44(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 please find enclosed herewith the voting results of 38<sup>th</sup> Annual General Meeting (AGM) of the Company held on Friday, the 27<sup>th</sup> September, 2024 in the format as prescribed.

We are also enclosing herewith the consolidated Scrutinizer's Report on the remote e-voting and e-voting at the AGM.

You are requested to take the above submissions on record.

Sincerely,

For Sunflag Iron and Steel Company Limited

**CS Ashutosh Mishra**  
Head Company Secretary & Compliance Officer  
Membership no.: ACS – 23011

e-mail: [avm@sunflagsteel.com](mailto:avm@sunflagsteel.com)

Phone No: +91 712 2524661

33/1, Mount Road, Sadar, Nagpur – 440001.



Visit us at [www.sunflagsteel.com](http://www.sunflagsteel.com)

**BHANDARA OFFICE :**  
BHANDARA ROAD,  
WARTHI - 441 905  
TEL.: 07184-285551 TO 285555  
GRAM : FLAGDYER  
E-mail : admin@sunflagsteel.com

**DELHI OFFICE :**  
D-47, DEFENCE COLONY,  
2ND FLOOR, NEW DELHI - 110 024  
TEL.: 011-49576030/6040/6050  
E-mail : delhi@sunflagsteel.com

**MUMBAI OFFICE :**  
307, HAMILTON - B  
HIRANANDANI BUSINESS PARK  
GHODBUNDER ROAD,  
THANE - 400 607  
TEL. : 022-25862294/5/6  
E-mail : mktg\_wz@sunflagsteel.com



**PUNE OFFICE :**  
65-69, FIFTH FLOOR,  
'SAI KRIPA BHAVAN',  
PUNE MUMBAI HIGHWAY,  
OPP. KSB PUMPS, S. No. 5743,  
KHARALWADI, PIMPRI,  
PUNE - 411 018.  
TEL.: 020 - 27424685  
E-mail : mktg\_pz@sunflagsteel.com

**FARIDABAD OFFICE :**  
PLOT No. 12, SECTOR '6'  
MATHURA ROAD,  
FARIDABAD - 121 006  
TEL.: 0129 - 2311116, 2311112,  
2311117  
E-mail : mktg\_sz@sunflagsteel.com

**CHENNAI OFFICE :**  
705, 7th FLOOR, CHALLAMALL,  
11/11A, SIR THIAGARAYA ROAD,  
T NAGAR, CHENNAI - 600 017  
TEL.: 044-24342262, 24342263  
E-mail : mktg\_sz@sunflagsteel.com

**SUNFLAG IRON & STEEL CO. LTD.**

REGD. OFFICE :

33/1, MOUNT ROAD, SADAR, NAGPUR - 440 001. MH, (INDIA)

PH.: 0712-2524661, 2532901, 2520356, 2520358 FAX : 0712-2520360

E-Mail : admin@sunflagsteel.com

Website : www.sunflagsteel.com

CIN: L27100MH1984PLC034003

**DECLARATION OF THE CONSOLIDATED VOTING RESULTS COMPRISING THE REMOTE E-VOTING AS WELL AS E-VOTING AT THE THIRTY-EIGHTH (38<sup>TH</sup>) ANNUAL GENERAL MEETING OF THE MEMBERS OF SUNFLAG IRON AND STEEL COMPANY LIMITED HELD ON 27<sup>TH</sup> SEPTEMBER, 2024.**

On the basis of the Scrutinizer's Report submitted by M/s. Mukesh Parakh & Associates, Company Secretaries, Nagpur [Unique Identification Number S2015MH344000], ('the Scrutinizer'), appointed by the Board of Directors, at their 198<sup>th</sup> Meeting held on Monday, the 12<sup>th</sup> August, 2024, for conducting remote e-voting as well as e-voting at the 38<sup>th</sup> Annual General Meeting (AGM) of the Members of the Company in a fair and transparent manner in terms of the provisions of Section 108 and other applicable provisions, if any, of the Companies Act, 2013 read with Rule 20 and other applicable provisions, if any, of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended), I do hereby declare the results of the e-voting on all the Ordinary Resolution/s by the Members of the Company in respect of the 38<sup>th</sup> Annual General Meeting held on **Friday, the 27<sup>th</sup> day of September, 2024** through Video Conference (VC) / Other Audio-Visual Means (OAVM) as follows:

Description of the Meeting	<b>38<sup>th</sup> Annual General Meeting of the Members of the Company</b>
Day, Date and Time of the Meeting	<b>Friday, the 27<sup>th</sup> day of September, 2024 at 12:00 P.M. (IST) through Video Conference (VC) / Other Audio-Visual Means (OAVM)</b>
Cut-off (Record) Date	<b>Friday, the 20<sup>th</sup> day of September, 2024</b>
Total Number of Members as on Cut-off (Record) Date	<b>Sixty-eight Thousand Six Hundred Two (68,602)</b>
Total Number of Members present in the meeting either in person or through proxy:	<b>Not Applicable</b>
Promoter & Promoter Group Members	
Members (Public)	
Total Number of Members present in the Meeting through VC / OAVM	<b>Fifty-nine (59)</b>
Promoter & Promoter Group Members	<b>Five (5)</b>
Members (Public)	<b>Fifty-four (54)</b>

Visit us at [www.sunflagsteel.com](http://www.sunflagsteel.com)

**BHANDARA OFFICE :**  
BHANDARA ROAD,  
WARTHI - 441 905  
TEL.: 07184-285551 TO 285555  
GRAM : FLAGDYER  
E-mail : admin@sunflagsteel.com

**DELHI OFFICE :**  
D-47, DEFENCE COLONY,  
2ND FLOOR, NEW DELHI - 110 024  
TEL.: 011-49576030/6040/6050  
E-mail : delhioffice@sunflagsteel.com

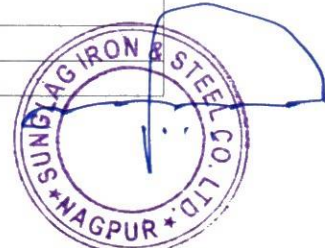
**MUMBAI OFFICE :**  
307, HAMILTON - B  
HIRANANDANI BUSINESS PARK  
GHODBUNDER ROAD,  
THANE - 400 607  
TEL. : 022-25862294/5/6  
E-mail : mktg\_wz@sunflagsteel.com



**PUNE OFFICE :**  
65-68, FIFTH FLOOR,  
'SAI KRIPA BHAVAN',  
PUNE MUMBAI HIGHWAY,  
OPP: KSB PUMPS, S.No. 5743,  
KHARALWADI, PIMPRI,  
PUNE - 411 018.  
TEL.: 020 - 27424685  
E-mail : mktg\_pz@sunflagsteel.com

**FARIDABAD OFFICE :**  
PLOT No. 12, SCTOR '6'  
MATHURA ROAD,  
FARIDABAD - 121 006  
TEL.: 0129 - 2311116, 2311112,  
2311117  
E-mail : mktg\_nz@sunflagsteel.com

**CHENNAI OFFICE :**  
705, 7th FLOOR, CHALLAMALL,  
11/11A, SIR THIAGARAYA ROAD,  
T NAGAR, CHENNAI - 600 017  
TEL.: 044-24342262, 24342263  
E-mail : mktg\_sz@sunflagsteel.com



## VOTING RESULTS OF ITEM NO. 1 to 3

Sr. No.	Particulars of Resolution
1	Adoption of Audited Financial Statements (Standalone and Consolidated) of the Company for the Financial Year 2023-24 ended 31 <sup>st</sup> March, 2024 including, the Balance Sheet as at 31 <sup>st</sup> March, 2024, Statement of Profit and Loss and Cash Flow for the Financial year 2023-24, together with the Board's Report and Report of the Statutory 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  (1)	No. of votes polled  (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)] * 100	No. of Votes		% of Votes polled in	
					in favour (4)	against (5)	favour (6)=[(4)/(2)] *100	against (7)=[(5)/(2)] *100
Promoter and Promoter Group	E-Voting	92194826	92194826	100.0000	92194826	0	100.0000	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	<b>Total</b>		<b>92194826</b>	<b>100.00</b>	<b>92194826</b>	<b>0</b>	<b>100.0000</b>	<b>0</b>
Public-Institution s	E-Voting	1807888	1289780	71.3418	1289780	0	100.0000	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	<b>Total</b>		<b>1289780</b>	<b>71.3418</b>	<b>1289780</b>	<b>0</b>	<b>100.0000</b>	<b>0</b>
Public- Non-Institution/s	E-Voting	86216734	41104104	47.6753	22110803	18993301	53.7922	46.2078
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	<b>Total</b>		<b>41104104</b>	<b>47.6753</b>	<b>22110803</b>	<b>18993301</b>	<b>53.7922</b>	<b>46.2078</b>
<b>Total</b>		<b>180219448</b>	<b>134588710</b>	<b>74.6805</b>	<b>115595409</b>	<b>18993301</b>	<b>85.8879</b>	<b>14.1121</b>

I, as the Authorised Representative of Chairman of the meeting, do hereby declare that the aforesaid resolution placed before the 38<sup>th</sup> Annual General Meeting of the Members of the Company was passed as an Ordinary Resolution.

Sr. No.	Particulars of Resolution
2	To appoint a director in place of Mr. Ramchandra Vasant Dalvi (DIN - 00012065), 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?			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		% of Votes polled in	
					in favour (4)	against (5)	favour (6)=[(4)/(2)] *100	against (7)=[(5)/(2)] *100
Promoter and Promoter Group	E-Voting	92194826	92194826	100.0000	92194826	0	100.0000	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	<b>Total</b>		<b>92194826</b>	<b>100.0000</b>	<b>92194826</b>	<b>0</b>	<b>100.0000</b>	<b>0</b>
Public-Institution s	E-Voting	1807888	1310656	72.4965	1310656	0	100.0000	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	<b>Total</b>		<b>1310656</b>	<b>72.4965</b>	<b>1310656</b>	<b>0</b>	<b>100.0000</b>	<b>0</b>
Public- Non-Institution/s	E-Voting	86216734	41103448	47.6746	41073472	29976	99.9271	0.0729
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	<b>Total</b>		<b>41103448</b>	<b>47.6746</b>	<b>41073472</b>	<b>29976</b>	<b>99.9271</b>	<b>0.0729</b>
<b>Total</b>		<b>180219448</b>	<b>134608930</b>	<b>74.6917</b>	<b>134578954</b>	<b>29976</b>	<b>99.9777</b>	<b>0.0222</b>



I, as the Authorised Representative of Chairman of the meeting, do hereby declare that the aforesaid resolution placed before the 38<sup>th</sup> Annual General Meeting of the Members of the Company was passed as an Ordinary Resolution.

Sr. No.	Particulars of Resolution
3	To ratify the remuneration of Cost Auditors of the Company for the Financial Year 2024-25.

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		% of Votes polled in	
					in favour (4)	against (5)	favour (6)=[(4)/(2)] * 100	against (7)=[(5)/(2)] * 100
Promoter and Promoter Group	E-Voting	92194826	92194826	100.0000	92194826	0	100.0000	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	<b>Total</b>		<b>92194826</b>	<b>100.0000</b>	<b>92194826</b>	<b>0</b>	<b>100.0000</b>	<b>0</b>
Public-Institution s	E-Voting	1807888	1310656	72.4965	1310656	0	100.0000	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	<b>Total</b>		<b>1310656</b>	<b>72.4965</b>	<b>1310656</b>	<b>0</b>	<b>100.0000</b>	<b>0</b>
Public- Non-Institution/s	E-Voting	86216734	41103448	47.6746	41073609	29839	99.9274	0.0726
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	<b>Total</b>		<b>41103448</b>	<b>47.6746</b>	<b>41073609</b>	<b>29839</b>	<b>99.9274</b>	<b>0.0726</b>
<b>Total</b>		<b>180219448</b>	<b>134608930</b>	<b>74.6917</b>	<b>134579091</b>	<b>29839</b>	<b>99.9778</b>	<b>0.0222</b>

I, as the Authorised Representative of Chairman of the meeting, do hereby declare that the aforesaid resolution placed before the 38<sup>th</sup> Annual General Meeting of the Members of the Company was passed as an Ordinary Resolution.



*(Handwritten signature)*

CS Ashutosh Mishra  
 Company Secretary & Compliance Officer  
 Membership no.: ACS-23011  
 33/1, Mount Road, Sadar,  
 Nagpur - 440001

Place : Nagpur  
 Date : 28<sup>th</sup> September, 2024



Friday, the 27 September 2024

**To The Chairman of Thirty-Eighth [38] Annual General Meeting [AGM] ["38 AGM"] of the Shareholders [Members] of Sunflag Iron and Steel Company Limited ["the Company"] held on Friday, the 27 day of September 2024 at 12:00 Noon [12:00 Hours IST] at the Registered Office of the Company at 33/1, Mount Road, Sadar, Nagpur – 440001, Maharashtra, India, [Deemed Venue of the Meeting], through Video-Conferencing ["VC"] or Other Audio-Visual Means ["OAVM"]**

**Sub:** Scrutiniser's Consolidated Report on Voting by electronic Means, [Remote e-Voting as well as e-Voting during the Meeting [38 AGM]], pursuant to the provisions of Section 108 and other applicable provisions, if any, of the Companies Act, 2013 ["the Act"] read with Rule 20 and other applicable provisions, if any, of the Companies (Management and Administration) Rules, 2014 [as amended], ["the Rules"], Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 [as amended], ["SEBI [LODR] Listing Regulations"], MCA General Circular No. 20/2020 Dated 5 May 2020 read with MCA General Circular Nos. 14/2020 Dated 8 April 2020, 17/2020 Dated 13 April 2020, 02/2021 Dated 13 January 2021, 02/2022 Dated 5 May 2022, 10/2022 Dated 28 December 2022 and also, MCA General Circular No. 09/2023 Dated 25 September 2023 and SEBI Circular Nos. SEBI/HO/CFD/CMD1/CIR/P/2020/79 Dated 12 May 2020 read with SEBI/HO/CFD/CMD2/CIR/P/2021/11 Dated 15 January 2021, SEBI/HO/CFD/CMD2/CIR/P/2022/62 Dated 13 May 2022, SEBI/HO/CFD/PoD-2/P/CIR/2023/4 Dated 5 January 2023 and also, and SEBI Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2023/167 Dated 7 October 2023 ["MCA and SEBI Circular/s"], in respect of the Thirty-Eighth Annual General Meeting ["38 AGM"] of Sunflag Iron and Steel Company Limited ["the Company"] held on Friday, the 27 day of September 2024 at 12:00 Noon [12:00 Hours IST] at the Registered Office of the Company at 33/1, Mount Road, Sadar, Nagpur – 440001, Maharashtra, India, [Deemed Venue of the Meeting], through Video-Conferencing ["VC"] or Other Audio-Visual Means ["OAVM"]

Dear Sirs,

We, Messers Mukesh Parakh & Associates, Company Secretaries, Nagpur, [Unique Identification Number S2015MH344000], have been appointed by the Board of Directors of Sunflag Iron and Steel Company Limited vide its Resolution No. 08[ii] passed at their 198 Meeting held on Monday, the 12 August 2024, as a Scrutiniser for the Thirty-Eighth Annual General Meeting [38 AGM] of the Equity Shareholders [Members] of the Company, to be held on Friday, the 27 day of September 2024 at 12:00 Noon [12:00 Hours IST] at the Registered Office of the Company at 33/1, Mount Road, Sadar, Nagpur – 440001, Maharashtra, India, [Deemed Venue of the Meeting], for the purpose of scrutinising the Voting by electronic Means, [Remote e-Voting as well as e-Voting during the Meeting [38 AGM]], in a fair and transparent manner and ascertaining the requisite majority on Voting by electronic Means, [Remote e-Voting as well as e-Voting during the Meeting


  


[38 AGM]], carried out pursuant to the provisions of Section 108 and other applicable provisions, if any, of the Companies Act, 2013 [**“the Act”**], read with Rule 20 and other applicable provisions, if any, of the Companies (Management and Administration) Rules, 2014 [as amended], [**“the Rules”**], Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 [as amended], [**“SEBI [LODR] Listing Regulations”**], MCA General Circular Nos. 14/2020 Dated 8 April 2020, 17/2020 Dated 13 April 2020, 02/2021 Dated 13 January 2021, 02/2022 Dated 5 May 2022, 10/2022 Dated 28 December 2022 and also, MCA General Circular No. 09/2023 Dated 25 September 2023 and SEBI Circular Nos. SEBI/HO/CFD/CMD1/CIR/P/2020/79 Dated 12 May 2020 read with SEBI/HO/CFD/CMD2/CIR/P/2021/11 Dated 15 January 2021, SEBI/HO/CFD/CMD2/CIR/P/2022/62 Dated 13 May 2022, SEBI/HO/CFD/PoD-2/P/CIR/2023/4 Dated 5 January 2023 and also, and SEBI Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2023/167 Dated 7 October 2023 [**“MCA and SEBI Circulars”**], on all the Ordinary Resolution/s placed before the 38 AGM of the Company, and specifically referred to in this Report.

The Board of Directors of the Company have, vide its Resolution passed at their 198 Meeting held on Monday, the 12 day of August 2024 decided to provide the Equity Shareholders [Members] of the Company, whose names appear as on Friday, the 20 September 2024 [**“Cut-off [Record] Date”**], a facility to exercise their right to Vote, on all the Ordinary Resolution/s as set out in the Notice of Monday, the 12 day of August 2024 [**“Thirty-Eighth [38] AGM Notice”**], calling for the Thirty-Eighth [38] Annual General Meeting to be held on Friday, the 27 day of September 2024 at 12:00 Noon [12:00 Hours IST] at the Registered Office of the Company at 33/1, Mount Road, Sadar, Nagpur – 440001, Maharashtra, India, [Deemed Venue of the Meeting], through Video-Conferencing [VC] or Other Audio-Visual Means [OAVM], by electronic Means, [Remote e-Voting as well as e-Voting during the Meeting [38 AGM]], through e-Voting System or Platform of National Securities Depository Limited [**“NSDL”**] for the Equity Shareholders [Members] of the Company.

The Company Management is responsible to ensure the compliance with the requirements of the Act read with the Rules, MCA and SEBI Circular/s relating to Voting by electronic Means, [Remote e-Voting as well as e-Voting during the Meeting [38 AGM]], on all the Ordinary Resolution/s contained in the Thirty-Eighth [38] AGM Notice of the Company.

Our responsibility as a Scrutiniser for the Voting by electronic Means, [Remote e-Voting as well as e-Voting during the Meeting [38 AGM]], process is restricted to make a Scrutiniser’s Consolidated Report of the Votes cast **“in favour” “against” and “invalid, abstain or by interested parties”** for all the Ordinary Resolution/s, based on the Report/s generated from the e-Voting System or Platform provided by the National Securities Depository Limited [**“NSDL”**], the authorised agency to provide the Remote e-Voting as well as e-Voting during the Meeting [38 AGM] facilities, engaged by the Company.

**Mukesh Parakh and Associates**  
**Company Secretaries**

The Number of Shareholders [Members] of the Company as per BENPOS of Friday, the 30 August 2024 is 68200 [Sixty-Eight Thousand Two Hundred], to whom the Company was required to send the Thirty-Eighth [38] AGM Notice of the Company along with the Explanatory Statement setting out the material facts pursuant to provisions of Section 102 of the Act and other relevant document/s, in respect of all the Ordinary Resolution/s contained in the Thirty-Eighth [38] AGM Notice of the Company.

However, considering the relaxation/s granted by the Ministry of Corporate Affairs [“MCA”] and Securities and Exchange Board of India [“SEBI”], vide MCA and SEBI Circular/s [under reference], warranted due to the spread of the COVID-19 Pandemic, the Thirty-Eighth [38] AGM Notice of the Company along with the Explanatory Statement setting out the material facts pursuant to the provisions of Section 102 of the Act and other relevant document/s, in respect of all the Ordinary Resolution/s contained in the Thirty-Eighth [38] AGM Notice of the Company, was sent only through electronic Means [e-Mail] on Tuesday, the 3 September 2024 to 46079 [after eliminating 4960 invalid ID’s or bounced back e-Mail/s] Equity Shareholders [Members] of the Company, whose names were appearing in the Register of Members or List of Beneficial Owners and who had provided e-Mail ID for receipt of such document/s through electronic Means.

The Company has also provided an opportunity to all those Shareholders [Members] of the Company, [Including 17161 Shareholders [Members] of the Company as per BENPOS of Friday, the 30 August 2024], whose names were appearing in the Register of Members or List of Beneficial Owners of the Company, but who had either not provided e-Mail ID’s or provided incorrect e-Mail ID’s, for receipt of such document/s through electronic Means, to seek a soft copy [e-Annual Report] by electronic Means [e-Mail] through submission of a specific request containing temporary e-Mail ID and Mobile Number for receipt of such document/s of the Company.

The Company has also published a Notice of Tuesday, the 3 September 2024 on Friday, the 6 September 2024 in “The Indian Express” in English Language & “Loksatta” in Marathi [Vernacular] Language, mentioning about the Thirty-Eighth [38] AGM and also specifying therein the matters prescribed in the Act, Rules, SEBI [LODR] Listing Regulations, MCA and SEBI Circular/s, including and with regard to the Thirty-Eighth [38] Annual General Meeting of the Company.

The said Notice, amongst others, includes the Statement that:-

- the 38 AGM of the Company will be convened through VC or OAVM in compliance with applicable provisions of the Act read with the Rules made there under, SEBI [LODR] Listing Regulations, MCA and SEBI Circular/s in this regards;

  
 3

**Mukesh Parakh and Associates**  
**Company Secretaries**

- the 38 AGM of the Company will be held on Friday, the 27 September 2024 at 12:00 Noon [12:00 Hours IST] at the Registered Office of the Company at 33/1, Mount Road, Sadar, Nagpur – 440001, Maharashtra, India, [Deemed Venue of the Meeting], through VC or OAVM and Voting by electronic Means, [Remote e-Voting as well as e-Voting during the Meeting [38 AGM]];
- the 38 AGM Notice of the Company will be posted and available on the Website of the Company, NSDL and also, the Website of the Designated Stock Exchange/s, namely BSE Limited [BSE] and National Stock Exchange of India Limited [NSE];
- the manner in which the Shareholders [Members] of the Company who are holding Equity Shares in Physical form or who have not registered their e-Mail Addresses [ID] with the Company, can cast their Vote through Remote e-Voting or through the e-Voting System during the Meeting [36 AGM];
- the manner in which the Shareholders [Members] of the Company who have not registered their e-Mail Addresses [ID] with the Company can get the same registered with the Company, RTA and Depository Participants;
- the business at the 38 AGM of the Company may be transacted - Voting by electronic Means, [Remote e-Voting as well as e-Voting during the Meeting [38 AGM]];
- the process and manner for Voting through electronic Means, [Remote e-Voting as well as e-Voting during the Meeting [38 AGM]], and mentioned that the Remote e-Voting period remained open from 09:00 AM [09:00 Hours IST] on Monday, the 23 September 2024 to 05:00 PM [17:00 Hours IST] on Thursday, the 26 September 2024 during which period the Shareholders [Members] of the Company as of Cut-off [Record] Date i. e. Friday, the 20 September 2024 may cast their Votes through electronic Means [Remote e-Voting System];
- the NSDL has provided the e-Voting System or Facilities during the Meeting [38 AGM] to all those Shareholders [Members] of the Company as of Cut-off [Record] Date i. e. Friday, the 20 September 2024, and who have not exercised their Vote through Remote e-Voting during the specified period; and
- the NSDL has also provided the LOGIN ID and Password or facility for generating Password to enable casting of the Vote by electronic means [Remote e-Voting as well as e-Voting during the Meeting [38 AGM]].

  
 4





**Mukesh Parakh and Associates**  
**Company Secretaries**

The 68602 [Sixty-Eight Thousand Six Hundred and Two], [After Clubbing Two [2] Registered Folio Nos. 0000011 & 0144880 of Promoter namely Sunflag Limited, UK into One [1] Registered Folio], Equity Shareholder/s [Member/s] of the Company holding Equity Shares as on Friday the 20 September 2024 [**“Cut-off [Record] Date”**] were entitled to Vote [Remote e-Voting as well as e-Voting during the Meeting [38 AGM]], on all the proposed Ordinary Resolution/s, as set out at Agenda Item Nos. One [1] to Three [3] of the Thirty-Eighth [38] AGM Notice of the Company.

The period for Remote e-Voting commenced at 09:00 AM [09:00 Hours IST] on Monday, the 23 September 2024 and ended at 05:00 PM [17:00 Hours IST] on Thursday, the 26 September 2024. The NSDL Remote e-Voting Platform facility was blocked thereafter.

At the 38 AGM of the Company, the NSDL has also provided the e-Voting System or Facilities during the Meeting [38 AGM], to all those Shareholders [Members] of the Company, as of Cut-off [Record] Date, i. e. Friday, the 20 September 2024, and who have not exercised their Vote through Remote e-Voting during the specified period of Remote e-Voting.

Subsequently, the Voting by electronic Means, [Remote e-Voting as well as e-Voting during the Meeting [38 AGM]], were unblocked at 01:44 PM [13:44 Hours IST] on Friday, the 27 September 2024, respectively, in the presence of Two [2] Witnesses namely Ms. Varsha Bharat Variya and Ms. Sakshi Prakash Kewalramani, who were not in the employment of the Company. They have signed below in confirmation of the Voting being Unblocked in their presence:-

 <b>Ms. Varsha Bharat Variya</b> R/o. Flat No. 601, Maitri Willows, Opp. Empress Mall, NAGPUR – 440018, MH, IN	 <b>Ms. Sakshi Prakash Kewalramani</b> R/o. Plot No. 4, Hemu Colony Chowk, Jaripatka, NAGPUR – 440014, MH, IN
---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------	----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------

Thereafter, the details containing *inter-alia* List of 68602 [Sixty-Eight Thousand Six Hundred and Two], Equity Shareholders [Members] of the Company, with their respective Shareholding as on Cut-off [Record] Date, i. e. Friday, the 20 September 2024, who voted **“In favour”** **“against”** and **“invalid, abstain or by interested parties”** for each of the Ordinary Resolution/s that were put to Vote, were generated from the e-voting website of the NSDL <https://www.evoting.nsdl.com> and based on such Report/s generated, scrutinised and reviewed by us, the Consolidated Summary Results of the Voting by electronic Means, [Remote e-Voting as well as e-Voting during the Meeting [38 AGM]], is annexed herewith as an Annex and forms an integral part of this Report.

  
 5

**Mukesh Parakh and Associates**  
**Company Secretaries**

The e-Voting Register, all other relevant papers, documents and records relating to Voting by electronic Means, [Remote e-Voting as well as e-Voting during the Meeting [38 AGM]], shall remain in our safe custody until the Chairman considers, approves and sign the Minutes of the Thirty-Eighth [38] AGM of the Company and the same are handed over to the Authorised Director or Company Secretary for safe keeping by the Company.

You may declare, the Consolidated Result of Voting by electronic Means, [Remote e-Voting as well as e-Voting during the Meeting [38 AGM]], in respect of 38 AGM of the Company, accordingly.

**Signed and Issued on Friday, the 27 day of September 2024 at Nagpur**

**For Messers Mukesh Parakh & Associates, Company Secretaries [Scrutiniser]  
Unique Identification Number S2015MH344000**



**CS Mukesh Dulichandji Parakh**

**ICSI Membership No. FCS – 4343      Certificate of Practice No. 13693  
Unique Document Identification Number [UDIN] – F004343F001344341 Dated 27-09-2024**

---

**Based on the Scrutiniser's Consolidated Report including an Annex to the Scrutiniser's Consolidated Report of Even Date, the Resolution Nos. One [1] to Three [3] are passed with Requisite Majority.**

**For Sunflag Iron and Steel Company Limited**

**CS Ashutosh Mishra  
Head Company Secretary & Compliance Officer  
ICSI Membership No. ACS – 23011**



**Signed and Issued on Saturday, the 28 day of September 2024 at Nagpur.**

---

**ANNEX TO THE SCRUTINISER'S CONSOLIDATED REPORT**

**FOR VOTING BY ELECTRONIC MEANS [REMOTE e-VOTING AS WELL AS e-VOTING DURING THE MEETING [38 AGM]]**

- |                                                                     |                                                                                                                                        |
|---------------------------------------------------------------------|----------------------------------------------------------------------------------------------------------------------------------------|
| NAME OF THE COMPANY                                                 | - SUNFLAG IRON AND STEEL COMPANY LIMITED                                                                                               |
| CORPORATE IDENTIFICATION NUMBER (CIN)                               | - L 27100 MH 1984 PLC 034003                                                                                                           |
| REGISTERED OFFICE                                                   | - 33/1, MOUNT ROAD, SADAR, NAGPUR – 440001, MH, IN                                                                                     |
| THIRTY – EIGHTH [38] ANNUAL GENERAL MEETING                         | - FRIDAY, THE 27 SEPTEMBER 2024 AT 12:00 NOON [12:00 HOURS IST] THROUGH VIDEO-CONFERENCING [“VC”] OR OTHER AUDIO-VISUAL MEANS [“OAVM”] |
| CUT-OFF (RECORD) DATE                                               | - FRIDAY, THE 20 SEPTEMBER 2024                                                                                                        |
| REMOTE e-VOTING PERIOD                                              | - FROM 09:00 AM [09:00 HOURS IST] ON MONDAY, THE 23 SEPTEMBER 2024 TO 05:00 PM [17:00 HOURS IST] ON THURSDAY, THE 26 SEPTEMBER 2024    |
| e-VOTING DURING THE THIRTY – EIGHTH ANNUAL GENERAL MEETING [38 AGM] | - FRIDAY, THE 27 SEPTEMBER 2024 AT 12:00 NOON [12:00 HOURS IST]                                                                        |



**Resolution No. 1:- Ordinary Resolution – To receive, consider and adopt the Audited Financial Statements [Standalone & Consolidated] of the Company for the Financial Year 2023-2024 ended 31 March 2024, including, the Balance Sheet as at 31 March 2024, Statement of Profit and Loss and Cash Flow for the Financial Year 2023-2024 ended 31 March 2024, together with the Board's Report and Report of the Statutory Auditors thereon**

Type of Shareholding	Mode of Voting	Total No. of Members	Total No. of Shares Held	Total No. of Votes Polled	% of Votes Polled on Outstanding Shares	In Favour (Assent) of the Resolution			Against (Dissent) the Resolution			Invalid OR Abstain OR By Interested Parties Voting		
						No. of Members	No. of Votes	%	No. of Members	No. of Votes	%	No. of Members	No. of Votes	%
(1)	(2)		(3)	(4)	(5)	(6)	(7)	(8)	(9)	(10)	(11)	(12)	(13)	(14)
Promoters & Promoters Group	e-Voting	5	92194826 (51.16%)	92194826	100.00	5	92194826	100.00	0	0	0.00	0	0	0.00
	Physical Poll			0	0.00	0	0	0.00	0	0	0.00	0	0	0.00
	Postal Ballot			0	0.00	0	0	0.00	0	0	0.00	0	0	0.00
	<b>Sub-Total</b>	<b>5</b>	<b>92194826</b>	<b>92194826</b>	<b>100.00</b>	<b>5</b>	<b>92194826</b>	<b>100.00</b>	<b>0</b>	<b>0</b>	<b>0.00</b>	<b>0</b>	<b>0</b>	<b>0.00</b>
Public - Institutional	e-Voting	51	1807888 (1.00%)	1289780	71.34	19	1289780	100.00	0	0	0.00	0	0	0.00
	Physical Poll			0	0.00	0	0	0.00	0	0	0.00	0	0	0.00
	Postal Ballot			0	0.00	0	0	0.00	0	0	0.00	0	0	0.00
	<b>Sub-Total</b>	<b>51</b>	<b>1807888</b>	<b>1289780</b>	<b>71.34</b>	<b>19</b>	<b>1289780</b>	<b>100.00</b>	<b>0</b>	<b>0</b>	<b>0.00</b>	<b>0</b>	<b>0</b>	<b>0.00</b>
Public – Others (Non-Institutional)	e-Voting	68546	86216734 (47.84%)	41104104	47.68	185	22110803	53.79	21	18993301	46.21	0	0	0.00
	Physical Poll			0	0.00	0	0	0.00	0	0	0.00	0	0	0.00
	Postal Ballot			0	0.00	0	0	0.00	0	0	0.00	0	0	0.00
	<b>Sub-Total</b>	<b>68546</b>	<b>86216734</b>	<b>41104104</b>	<b>47.68</b>	<b>185</b>	<b>22110803</b>	<b>53.79</b>	<b>21</b>	<b>18993301</b>	<b>46.21</b>	<b>0</b>	<b>0</b>	<b>0.00</b>
Grand-Total	e-Voting	68602	180219448 (100.00%)	134588710	74.68	209	115595409	85.89	21	18993301	14.11	0	0	0.00
	Physical Poll			0	0.00	0	0	0.00	0	0	0.00	0	0	0.00
	Postal Ballot			0	0.00	0	0	0.00	0	0	0.00	0	0	0.00
	<b>Grand Total</b>	<b>68602</b>	<b>180219448</b>	<b>134588710</b>	<b>74.68</b>	<b>209</b>	<b>115595409</b>	<b>85.89</b>	<b>21</b>	<b>18993301</b>	<b>14.11</b>	<b>0</b>	<b>0</b>	<b>0.00</b>

*Mukesh Parakh*



**Resolution No. 2:- Ordinary Resolution – To appoint a Director in place of Mr. Ramchandra Vasant Dalvi, [DIN – 00012065], who retires by rotation and, being eligible, offers himself for re-appointment**

Type of Shareholding	Mode of Voting	Total No. of Members	Total No. of Shares Held	Total No. of Votes Polled	% of Votes Polled on Outstanding Shares	In Favour (Assent) of the Resolution			Against (Dissent) the Resolution			Invalid OR Abstain OR By Interested Parties Voting		
						No. of Members	No. of Votes	%	No. of Members	No. of Votes	%	No. of Members	No. of Votes	%
(1)	(2)	(3)	(4)	(5)	(5)	(6)	(7)	(8)	(9)	(10)	(11)	(12)	(13)	(14)
Promoters & Promoters Group	e-Voting	5	92194826 (51.16%)	92194826	100.00	5	92194826	100.00	0	0	0.00	0	0	0.00
	Physical Poll			0	0.00	0	0	0.00	0	0	0.00	0	0	0.00
	Postal Ballot			0	0.00	0	0	0.00	0	0	0.00	0	0	0.00
	<b>Sub-Total</b>	<b>5</b>	<b>92194826</b>	<b>92194826</b>	<b>100.00</b>	<b>5</b>	<b>92194826</b>	<b>100.00</b>	<b>0</b>	<b>0</b>	<b>0.00</b>	<b>0</b>	<b>0</b>	<b>0.00</b>
Public - Institutional	e-Voting	51	1807888 (1.00%)	1310656	72.50	20	1310656	100.00	0	0	0.00	0	0	0.00
	Physical Poll			0	0.00	0	0	0.00	0	0	0.00	0	0	0.00
	Postal Ballot			0	0.00	0	0	0.00	0	0	0.00	0	0	0.00
	<b>Sub-Total</b>	<b>51</b>	<b>1807888</b>	<b>1310656</b>	<b>72.50</b>	<b>20</b>	<b>1310656</b>	<b>100.00</b>	<b>0</b>	<b>0</b>	<b>0.00</b>	<b>0</b>	<b>0</b>	<b>0.00</b>
Public – Others (Non-Institutional)	e-Voting	68546	86216734 (47.84%)	41103448	47.67	182	41073472	99.93	24	29976	0.07	0	0	0.00
	Physical Poll			0	0.00	0	0	0.00	0	0	0.00	0	0	0.00
	Postal Ballot			0	0.00	0	0	0.00	0	0	0.00	0	0	0.00
	<b>Sub-Total</b>	<b>68546</b>	<b>86216734</b>	<b>41103448</b>	<b>47.67</b>	<b>182</b>	<b>41073472</b>	<b>99.93</b>	<b>24</b>	<b>29976</b>	<b>0.07</b>	<b>0</b>	<b>0</b>	<b>0.00</b>
Grand-Total	e-Voting	68602	180219448 (100.00%)	134608930	74.69	207	134578954	99.98	24	29976	0.02	0	0	0.00
	Physical Poll			0	0.00	0	0	0.00	0	0	0.00	0	0	0.00
	Postal Ballot			0	0.00	0	0	0.00	0	0	0.00	0	0	0.00
	<b>Grand Total</b>	<b>68602</b>	<b>180219448</b>	<b>134608930</b>	<b>74.69</b>	<b>207</b>	<b>134578954</b>	<b>99.98</b>	<b>24</b>	<b>29976</b>	<b>0.02</b>	<b>0</b>	<b>0</b>	<b>0.00</b>

*Mukesh Parakh*



**Resolution No. 3:- Ordinary Resolution – Ratification of Remuneration of Cost Auditors of the Company**

Type of Shareholding	Mode of Voting	Total No. of Members	Total No. of Shares Held	Total No. of Votes Polled	% of Votes Polled on Outstanding Shares	In Favour (Assent) of the Resolution			Against (Dissent) the Resolution			Invalid OR Abstain OR By Interested Parties Voting		
						No. of Members	No. of Votes	%	No. of Members	No. of Votes	%	No. of Members	No. of Votes	%
(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)	(9)	(10)	(11)	(12)	(13)	(14)	
Promoters & Promoters Group	e-Voting	5	92194826 (51.16%)	92194826	100.00	5	92194826	100.00	0	0	0.00	0	0	0.00
	Physical Poll			0	0.00	0	0	0.00	0	0	0.00	0	0	0.00
	Postal Ballot			0	0.00	0	0	0.00	0	0	0.00	0	0	0.00
	<b>Sub-Total</b>	<b>5</b>	<b>92194826</b>	<b>92194826</b>	<b>100.00</b>	<b>5</b>	<b>92194826</b>	<b>100.00</b>	<b>0</b>	<b>0</b>	<b>0.00</b>	<b>0</b>	<b>0</b>	<b>0.00</b>
Public - Institutional	e-Voting	51	1807888 (1.00%)	1310656	72.50	20	1310656	100.00	0	0	0.00	0	0	0.00
	Physical Poll			0	0.00	0	0	0.00	0	0	0.00	0	0	0.00
	Postal Ballot			0	0.00	0	0	0.00	0	0	0.00	0	0	0.00
	<b>Sub-Total</b>	<b>51</b>	<b>1807888</b>	<b>1310656</b>	<b>72.50</b>	<b>20</b>	<b>1310656</b>	<b>100.00</b>	<b>0</b>	<b>0</b>	<b>0.00</b>	<b>0</b>	<b>0</b>	<b>0.00</b>
Public – Others (Non-Institutional)	e-Voting	68546	86216734 (47.84%)	41103448	47.67	185	41073609	99.93	21	29839	0.07	0	0	0.00
	Physical Poll			0	0.00	0	0	0.00	0	0	0.00	0	0	0.00
	Postal Ballot			0	0.00	0	0	0.00	0	0	0.00	0	0	0.00
	<b>Sub-Total</b>	<b>68546</b>	<b>86216734</b>	<b>41103448</b>	<b>47.67</b>	<b>185</b>	<b>41073609</b>	<b>99.93</b>	<b>21</b>	<b>29839</b>	<b>0.07</b>	<b>0</b>	<b>0</b>	<b>0.00</b>
Grand-Total	e-Voting	68602	180219448 (100.00%)	134608930	74.69	210	134579091	99.98	21	29839	0.02	0	0	0.00
	Physical Poll			0	0.00	0	0	0.00	0	0	0.00	0	0	0.00
	Postal Ballot			0	0.00	0	0	0.00	0	0	0.00	0	0	0.00
	<b>Grand Total</b>	<b>68602</b>	<b>180219448</b>	<b>134608930</b>	<b>74.69</b>	<b>210</b>	<b>134579091</b>	<b>99.98</b>	<b>21</b>	<b>29839</b>	<b>0.02</b>	<b>0</b>	<b>0</b>	<b>0.00</b>

Signed and Issued on Friday, the 27 day of September 2024 at Nagpur

*Mukesh Parakh*



**Note:-**

1. **In respect of Resolution Nos. One [1] to Three [3]:-**

The Number of Promoter & Promoter Group Shareholders [Members] of the Company, has been considered as Five [5], after Clubbing Two [2] Registered Folio Nos. 11 & 144880 of Sunflag Limited, UK, as One [1] Shareholder [Member], holding 65,253,582 Equity Shares, of the Company.

**Signed and Issued on Friday, the 27 day of September 2024 at Nagpur**

**Scrutinizer**

**For Messers Mukesh Parakh & Associates**  
**Company Secretaries**



*Mukesh Parakh*

**CS Mukesh Dulichandji Parakh**  
**ICSI Membership No. FCS - 4343**  
**Certificate of Practice No. 13693**  
**(UDIN) – F004343F001344341 OF**  
**Friday, the 27 Day of September 2024**

**Company**

**For Sunflag Iron and Steel Company Limited**

*Ashutosh Mishra*

**CS Ashutosh Mishra**  
**Head Company Secretary**  
**And Compliance Officer**  
**ICSI Membership No. ACS – 23011**  
**Saturday, the 28 September 2024**

