



TSIL/SE/2018-19/41

December 14, 2018

The Secretary, Listing Department
BSE Limited
Phiroze Jeejeebhoy Towers
Dalal Street
Mumbai 400 001

The Manager – Listing Department
National Stock Exchange of India Ltd
"Exchange Plaza", 5th Floor, Plot No. C/1,
G Block, Bandra-Kurla Complex, Bandra (East),
Mumbai 400 051

Scrip Code: 513010

Symbol: TATASPONGE

Dear Sir/Madam,

Sub: Proceedings and details of Voting Results of the Extraordinary General Meeting of Tata Sponge Iron Limited ("the Company")

Pursuant to Regulation 30 read with Schedule III to the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed the details regarding the proceedings of the Extraordinary General Meeting ("EGM") of the Company held on Friday, December 14, 2018 at 10.30 a.m. at Lake View Officers' Recreation Centre, TSIL Township Joda, Dist- Keonjhar, Odisha- 758034.

Further, pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are submitting herewith the details regarding the voting results of the business transacted at the EGM in the prescribed format.

Also pursuant to section 108 of the Companies Act, 2013 and the rules framed thereunder, a consolidated report of the Scrutinizer is enclosed herewith.

The voting results along with the Scrutinizer's Report is also made available on the website of the Company i.e. www.tatasponge.com and on the website of National Securities Depository Limited i.e. www.evoting.nsdl.com.

This is for your information and records.

Yours faithfully,

For Tata Sponge Iron Limited

Sanjay Kasture
Chief Risk & Compliance Officer
and Company Secretary

Encl. as stated above

Tata Sponge Iron Limited

PO Joda Dist Keonjhar Odisha 758 034 India
Tel +91 6767 278178 Fax 278159 Email info@tatasponge.com
CIN No. L27102OR1982PLC001091



A) DETAILS OF THE PROCEEDINGS OF THE MEETING

Sr. No.	Particulars	Details
1	Date of the EGM	Extraordinary General Meeting- Friday, December 14, 2018
2	Total Number of shareholders as on Cut-off date i.e. December 07, 2018	44,362
3	No. of Shareholders present in the meeting in person: Promoters and promoter Group: Public:	 1 32
4	No. of shareholders attended the meeting through Video Conferencing: Promoters and Promoter Group: Public:	 Not Applicable

B) RESULTS

Sr. No.	Agenda	Resolution required (Ordinary/Special)	Mode of Voting	Remarks
1.	Increase in Borrowing Limits	Special	E-voting and Ballot Form at the EGM	The resolution was passed with requisite majority
2.	Creation of Charges	Special	E-voting and Ballot Form at the EGM	The resolution was passed with requisite majority
3.	Increase in the Authorised Share Capital of the Company and consequent amendment of capital clause in the Memorandum and Articles of Association of the Company	Special	E-voting and Ballot Form at the EGM	The resolution was passed with requisite majority
4.	Issue, offer and allotment of 11.30% Non-Convertible Redeemable Preference Shares on private placement basis to Tata Steel Limited	Special	E-voting and Ballot Form at the EGM	The resolution was passed with requisite majority



TATA SPONGE IRON LIMITED										
Resolution (1)										
Resolution required: (Ordinary / Special)							SPECIAL			
Whether promoter/ promoter group are interested in the agenda/resolution?							NO			
Increase in the borrowing limits										
	Promoter/Public	Mode of Voting	Total 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	Invalid Votes
			[1]	[2]	[3]=[2]/(1)*100	[4]	[5]	[6]=[4]/(2)*100	[7]=[5]/(2)*100	[8]
1	Promoter and Promoter Group	E-Voting	8393554	8393554	100.00	8393554	0	100.00	0.00	0
		Poll		0	0.00	0	0	0.00	0.00	0
		Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00	0
		Total		8393554	100.00	8393554	0	100.00	0.00	0
2	Public - Institutional holders	E-Voting	1090062	609281	55.89	236795	372486	38.86	61.14	0
		Poll		0	0.00	0	0	0.00	0.00	0
		Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00	0
		Total		609281	55.89	236795	372486	38.86	61.14	0
3	Public-Others	E-Voting	5916384	49564	0.84	49264	300	99.39	0.61	0
		Poll		1448	0.02	1448	0	100.00	0.00	0
		Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00	0
		Total		51012	0.86	50712	300	99.41	0.59	0
Total	Total	E-Voting	15400000	9052399	58.78	8679613	372786	95.88	4.12	0
		Poll		1448	0.01	1348	0	100.00	0.00	100
		Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00	0
		Total		9053847	58.79	8680961	372786	95.88	4.12	100



TATA SPONGE IRON LIMITED										
Resolution (2)										
Resolution required: (Ordinary / Special)							SPECIAL			
Whether promoter/ promoter group are interested in the agenda/resolution?							NO			
Creation of Charges										
	Promoter/Public	Mode of Voting	Total 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	Invalid Votes
			[1]	[2]	$[3]=\frac{[2]}{[1]}*100$	[4]	[5]	$[6]=\frac{[4]}{[2]}*100$	$[7]=\frac{[5]}{[2]}*100$	[8]
1	Promoter and Promoter Group	E-Voting	8393554	8393554	100.00	8393554	0	100.00	0.00	0
		Poll		0	0.00	0	0	0.00	0.00	0
		Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00	0
		Total		8393554	100.00	8393554	0	100.00	0.00	0
2	Public - Institutional holders	E-Voting	1090062	609281	55.89	236795	372486	38.86	61.14	0
		Poll		0	0.00	0	0	0.00	0.00	0
		Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00	0
		Total		609281	55.89	236795	372486	38.86	61.14	0
3	Public-Others	E-Voting	5916384	49418	0.84	49173	245	99.50	0.50	0
		Poll		1448	0.02	1448	0	100.00	0.00	0
		Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00	0
		Total		50866	0.86	50621	245	99.52	0.48	0
Total	Total	E-Voting	15400000	9052253	58.78	8679522	372731	95.88	4.12	0
		Poll		1448	0.01	1348	0	100.00	0.00	100
		Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00	0
		Total		9053701	58.79	8680870	372731	95.88	4.12	100



TATA SPONGE IRON LIMITED										
Resolution (3)										
Resolution required: (Ordinary / Special)						SPECIAL				
Whether promoter/ promoter group are interested in the agenda/resolution?						NO				
Increase in the Authorised Share Capital of the Company and consequent amendment of capital clause in the Memorandum and Articles of Association of the Company										
	Promoter/Public	Mode of Voting	Total 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	Invalid Votes
			[1]	[2]	[3]=[2]/[1]*100	[4]	[5]	[6]=[4]/[2]*100	[7]=[5]/[2]*100	[8]
1	Promoter and Promoter Group	E-Voting	8393554	8393554	100.00	8393554	0	100.00	0.00	0
		Poll		0	0.00	0	0	0.00	0.00	0
		Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00	0
		Total		8393554	100.00	8393554	0	100.00	0.00	0
2	Public - Institutional holders	E-Voting	1090062	609281	55.89	609281	0	100.00	0.00	0
		Poll		0	0.00	0	0	0.00	0.00	0
		Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00	0
		Total		609281	55.89	609281	0	100.00	0.00	0
3	Public-Others	E-Voting	5916384	49568	0.84	49343	225	99.55	0.45	0
		Poll		1448	0.02	1448	0	100.00	0.00	0
		Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00	0
		Total		51016	0.86	50791	225	99.56	0.44	0
Total	Total	E-Voting	15400000	9052403	58.78	9052178	225	99.99	0.01	0
		Poll		1448	0.01	1348	0	100.00	0.00	100
		Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00	0
		Total		9053851	58.79	9053526	225	99.99	0.01	100



TATA SPONGE IRON LIMITED

Resolution (4)

Resolution required: (Ordinary / Special)

SPECIAL

Whether promoter/ promoter group are interested in the agenda/resolution?

YES

Issue, offer and allotment of 11.30% Non-Convertible Redeemable Preference Shares on private placement basis to Tata Steel Limited

	Promoter/Public	Mode of Voting	Total 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	Invalid Votes
			[1]	[2]	[3]=[(2)/(1)]*100	[4]	[5]	[6]=[(4)/(2)]*100	[7]=[(5)/(2)]*100	[8]
1	Promoter and Promoter Group	E-Voting	8393554	8393554	100.00	8393554	0	100.00	0.00	0
		Poll		0	0.00	0	0	0.00	0.00	0
		Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00	0
		Total		8393554	100.00	8393554	0	100.00	0.00	0
2	Public - Institutional holders	E-Voting	1090062	609281	55.89	609281	0	100.00	0.00	0
		Poll		0	0.00	0	0	0.00	0.00	0
		Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00	0
		Total		609281	55.89	609281	0	100.00	0.00	0
3	Public-Others	E-Voting	5916384	49568	0.84	49358	210	99.58	0.42	0
		Poll		1448	0.02	1448	0	100.00	0.00	0
		Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00	0
		Total		51016	0.86	50806	210	99.59	0.41	0
Total	Total	E-Voting	15400000	9052403	58.78	9052193	210	99.99	0.01	0
		Poll		1448	0.01	1348	0	100.00	0.00	100
		Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00	0
		Total		9053851	58.79	9053541	210	99.99	0.01	100





SCRUTINIZER'S REPORT

[Pursuant to section 108 of the Companies Act, 2013 and Rule 20 of Companies (Management and Administration) Rules, 2014 (as amended)]

To
The Board of Directors
TATA SPONGE IRON LIMITED
(CIN): L27102OR1982PLC001091
P.O JODA, DIST : KEONJHAR
ODISHA-758034

Dear Sir,

Subject: Consolidated Report of Scrutinizer for Extraordinary General Meeting of the shareholders of Tata Sponge Iron Limited held on Friday, December 14, 2018 at 10:30 a.m. (IST) at Lake View Officers' Recreation Centre, TSIL Township, Joda, Dist – Keonjhar, Odisha – 758 034

Pursuant to the resolution passed by the Board of Directors of Tata Sponge Iron Limited, I Navin Kothari, Proprietor of N.K. & ASSOCIATES, Practicing Company Secretaries have been appointed as a Scrutinizer to receive, process and scrutinize the remote e-voting process and physical ballot forms received from the Shareholders at the Extraordinary General Meeting ("EGM") as mentioned under Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended).

In terms of Regulation 44 of the SEBI (Listing Obligations and disclosure Requirements) Regulations, 2015 and pursuant to section 108 of the Companies Act 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, in connection with the resolution proposed in the EGM held on Friday, December 14, 2018, the Company had provided remote e-voting and facility of voting by ballot to the shareholders of the Company who could not vote through remote e-voting facility. The voting was done in a fair and transparent manner and thereafter ascertaining the requisite majority, carried out as per the provision of the Companies Act, 2013, on the resolutions approved at the Extraordinary General Meeting.

1. I submit my report as under:



- a. As per the information provided to me, the company has completed the dispatch of Notice, along with the Attendance Slip and Proxy Form to the Members on November 19, 2018 whose name appeared in the Register of Members/list of Beneficial Owners as on November 02, 2018.
 - b. The remote e-voting period remained open from 9.00 A.M. on Tuesday, December 11, 2018 upto 5.00 P.M. on Thursday, December 13, 2018.
 - c. The Shareholders holding shares as on the "cut off" date, i.e. December 07, 2018 were entitled to vote on the proposed resolutions as mentioned in the Notice of the Extraordinary General Meeting of the Company.
 - d. After the announcement for conduct of voting through Ballot Paper by the Chairman, the ballot box was kept for the purpose of voting by shareholders who attended the EGM and could not vote using remote e-voting facility provided earlier.
 - e. The votes through e-voting were unblocked on Friday, December 14, 2018 at 11.50 a.m. in the presence of two witnesses, namely, Mr. Dipankar Biswas, and Mr. Arnab Das, who are not in employment of the Company.
 - f. I have downloaded a complete record of votes cast by electronic mode from **National Securities Depository Limited** (NSDL) the agency for providing and supervising electronic platform after it was closed by NSDL.
2. The result of the voting is as under:



SPECIAL BUSINESSa) **Resolution 1
(SPECIAL RESOLUTION)****Increase in Borrowing Limits**

	<u>Remote e-voting</u>		<u>Voting at EGM</u>		<u>Consolidated voting result</u>		
	Number of Members voted	Number of shares for votes cast	Number of Members who voted (in person or by proxy)	Number of shares for votes cast	Total number of members voted	Total number of shares for votes cast	Percentage of votes to total number of votes cast
Voted in favour of the Resolution	66	8679613	21	1348	87	8680961	95.8815
Voted against the Resolution	16	372786	0	0	16	372786	4.1174
Invalid votes	0	0	1	100	1	100	0.0011
Total	82	9052399	22	1448	104	9053847	100.00



b) Resolution 2

(SPECIAL RESOLUTION)

Creation of Charges

	<u>Remote e-voting</u>		<u>Voting at EGM</u>		<u>Consolidated voting result</u>		
	Number of Members voted	Number of shares for votes cast	Number of Members who voted (in person or by proxy)	Number of shares for votes cast	Total number of members voted	Total number of shares for votes cast	Percentage of votes to total number of votes cast
Voted in favour of the Resolution	65	8679522	21	1348	86	8680870	95.8820
Voted against the Resolution	16	372731	0	0	16	372731	4.1169
Invalid votes	0	0	1	100	1	100	0.0011
Total	81	9052253	22	1448	103	9053701	100.00



c) Resolution 3

(SPECIAL RESOLUTION)

Increase in the Authorised Share Capital of the Company and consequent amendment of capital clause in the Memorandum and Articles of Association of the Company

	<u>Remote e-voting</u>		<u>Voting at EGM</u>		<u>Consolidated voting result</u>		
	Number of Members voted	Number of shares for votes cast	Number of Members who voted (in person or by proxy)	Number of shares for votes cast	Total number of members voted	Total number of shares for votes cast	Percentage of votes to total number of votes cast
Voted in favour of the Resolution	80	9052178	21	1348	101	9053526	99.9964
Voted against the Resolution	3	225	0	0	3	225	0.0025
Invalid votes	0	0	1	100	1	100	0.0011
Total	83	9052403	22	1448	105	9053851	100.00



d) **Resolution 4**
(SPECIAL RESOLUTION)

Issue, offer and allotment of 11.30% Non-Convertible Redeemable Preference Shares on private placement basis to Tata Steel Limited

	<u>Remote e-voting</u>		<u>Voting at EGM</u>		<u>Consolidated voting result</u>		
	Number of Members voted	Number of shares for votes cast	Number of Members who voted (in person or by proxy)	Number of shares for votes cast	Total number of members voted	Total number of shares for votes cast	Percentage of votes to total number of votes cast
Voted in favour of the Resolution	81	9052193	21	1348	102	9053541	99.9966
Voted against the Resolution	2	210	0	0	2	210	0.0023
Invalid votes	0	0	1	100	1	100	0.0011
Total	83	9052403	22	1448	105	9053851	100.00

3. RESULT:

As the number of votes cast in favour of all the resolutions are more than vote cast against the resolutions, I report that all the resolutions as per the Notice dated November 16, 2018 have been passed by the shareholders of the company by requisite majority.



4. The Registers, all other papers and relevant records relating to electronic voting shall remain in my safe custody until the Chairman considers, approves and signs the minutes of the aforesaid Extraordinary General Meeting and thereafter the same would be handed over to the Company Secretary of the Company.

I thank you for the opportunity given to act as a Scrutinizer.

Thanking You,

Yours faithfully,

For N. K. & ASSOCIATES
Company Secretaries

Navin Kothari



(NAVIN KOTHARI)
Proprietor

FCS NO. 5935
C. P. NO. 3725

Place : Joda, Odisha
Dated: 14.12.2018.

We the undersigned have witnessed that the votes cast through remote e-voting and voting at the EGM venue were unblocked from NSDL's e-voting website www.evoting.nsdl.com in our presence on Friday, December 14, 2018 at 11.50 a.m.

Dipankar Biswas.

Name: Mr. Dipankar Biswas
Address: Mandakini Guest House
Joda, Odisha

Arnab Das

Name: Mr. Arnab Das
Address: Janmotri Guest House
Joda, Odisha

Place : Joda, Odisha
Dated: December 14, 2018

