

एन एम डी सी



NMDC

एन एम डी सी लिमिटेड NMDC Limited

(भारत सरकार का उद्यम) (A GOVT. OF INDIA ENTERPRISE)

पंजीकृत कार्यालय : 'खनिज भवन', 10-3-311/ए, कैसल हिल्स, मासाब टैंक, हैदराबाद - 500 028.

Regd. Office : 'Khanij Bhavan' 10-3-311/A, Castle Hills, Masab Tank, Hyderabad - 500 028.

नैगम पहचान संख्या / Corporate Identity Number : L13100AP1958 GOI 001674

No. 18(1)/2019- Sectt

5th December 2019

1) The BSE Limited Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai- 400001	2) National Stock Exchange of India Ltd., Exchange Plaza, C-1, Block G, Bandra Kurla Complex, Bandra (E), Mumbai – 400 051
3) The Calcutta Stock Exchange Limited, 7, Lyons Range, Kolkata – 700001	

Dear Sir/Madam,

Sub: Results of Postal Ballot and submission of voting results

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

In furtherance to our letter dated 1st November 2019 forwarding a copy of the Postal Ballot Notice and Postal Ballot Form, please find enclosed the details of voting results of the Postal Ballot and e-voting in the prescribed format pursuant to Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 along with the report of the Scrutinizer.

Shri D Hanumanta Raju, Partner of M/s D Hanumanta Raju & Co., Company Secretaries, appointed as Scrutinizer for conducting the postal ballot process submitted his report to the Chairman of the Company on 5th December 2019.

As per the Scrutinizer's report, Special Resolutions for the following as set out in the Postal Ballot Notice dated 11th October 2019, have been passed by the Members of the Company with requisite majority:

1. Amendment to 'Articles of Association' with regard to Borrowing Powers
2. Authorization to offer, issue and allot secured or unsecured Non Convertible Debentures (NCD's) or bonds on private placements aggregating Rs.5000 crores
3. Approval for creation of charge, mortgage or hypothecation on the assets of the Company in connection with borrowings

The results of the Postal Ballot along with the report of the Scrutinizer are placed on the website of the Company and on website of NSDL.

You are requested to please take a note of the same.

Thanking you



Yours faithfully,
For NMDC Limited

A S Pardha Saradhi
Company Secretary

Encl: A/a

Details of Voting Results

Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Date of the AGM/EGM-declaration of Voting Result of Postal Ballot	5 th December 2019
Total number of shareholders on record date cut off date (25 th October 2019)	2,44,194
No. of shareholders who casted their votes	
Promoters and Promoter Group:	1
Public:	2,127

Resolution (1)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Amendment to 'Articles of Association' with regard to Borrowing Powers				
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 on 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	2213035712	0	0	0	0	0	0
	Poll		2213035712	100.0000	2213035712	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		2213035712	2213035712	100.0000	2213035712	0	100.0000
Public-Institutions	E-Voting	713469037	602065731	84.3857	602065731	0	100.0000	0.0000
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		713469037	602065731	84.3857	602065731	0	100.0000
Public- Non Institutions	E-Voting	135344910	9239190	6.8264	9189568	49622	99.4629	0.5371
	Poll		243759	0.1801	233936	9823	95.9702	4.0298
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		135344910	9482949	7.0065	9423504	59445	99.3731
Total	Total	3061849659	2824584392	92.2509	2824524947	59445	99.9979	0.0021



Resolution (2)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Authorization to offer, issue and allot secured or unsecured Non Convertible Debentures (NCD's) or bonds on private placements aggregating Rs.5000 crores				
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 on 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	2213035712						
	Poll		2213035712	100.0000	2213035712	0	100.0000	0.0000
	Postal Ballot (if applicable)							
	Total		2213035712	2213035712	100.0000	2213035712	0	100.0000
Public-Institutions	E-Voting	713469037	602065731	84.3857	602065731	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total		713469037	602065731	84.3857	602065731	0	100.0000
Public- Non Institutions	E-Voting	135344910	9238830	6.8261	9190556	48274	99.4775	0.5225
	Poll		243759	0.1801	235026	8733	96.4174	3.5826
	Postal Ballot (if applicable)							
	Total		135344910	9482589	7.0062	9425582	57007	99.3988
Total	Total	3061849659	2824584032	92.2509	2824527025	57007	99.9980	0.0020



Resolution (3)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Approval for creation of charge, mortgage or hypothecation on the assets of the Company in connection with borrowings				
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 on 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	2213035712						
	Poll		2213035712	100.0000	2213035712	0	100.0000	0.0000
	Postal Ballot (if applicable)							
	Total		2213035712	2213035712	100.0000	2213035712	0	100.0000
Public-Institutions	E-Voting	713469037	602065731	84.3857	602065731	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total		713469037	602065731	84.3857	602065731	0	100.0000
Public- Non Institutions	E-Voting	135344910	9238286	6.8257	9170108	68178	99.2620	0.7380
	Poll		243759	0.1801	229451	14308	94.1303	5.8697
	Postal Ballot (if applicable)							
	Total		135344910	9482045	7.0058	9399559	82486	99.1301
Total	Total	3061849659	2824583488	92.2509	2824501002	82486	99.9971	0.0029



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Phone : (0) 91-40-23340985, 23347946, 23341213
e-mail : dhr300@gmail.com, dhr300@yahoo.com
website : www.dhanumantarajuandco.com



DATLA HANUMANTHA RAJU

B.COM., LL.B., PGDT, M.B.A., FCS
PARTNER

D. HANUMANTA RAJU & CO.
COMPANY SECRETARIES

SCRUTINIZER(S) COMBINED REPORT

[Pursuant to Section 108 and 110 of the Companies Act, 2013 and Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014]

To,
Shri Baijendra Kumar Nair,
Chairman Cum Managing Director
NMDC LIMITED,
Khanij Bhavan, 10-3-311/A,
Castle Hills, Masab Tank,
Hyderabad, Telangana.

Respected Sir,

I, Datla Hanumantha Raju, Partner of D.Hanumanta Raju & Co, Company Secretaries, having our office at B-13, F-1, P.S.Nagar, Vijayanagar Colony, Hyderabad – 500 057, have been appointed as Scrutinizer of NMDC Limited. (“the Company”) having its Registered Office at Khanij Bhavan, 10-3-311/A, Castle Hills, Masab Tank, Hyderabad, Telangana - 500028 for the purpose of scrutinizing the e- voting process and Postal Ballot process in a fair and transparent manner carried out as per the provisions of Companies Act, 2013 and Rule 20 and 22 of the (Management and Administration) Rules, 2014 on below mentioned resolutions. I submit my report as under:

1. The e-voting period remained opened from Monday, 04th November, 2019 (10.00 A.M. IST) to Tuesday, 3rd December, 2019 (05.00 P.M. IST)
2. The shareholders holding shares as on the “cut off” date i.e., 25th October, 2019 were entitled to vote through e-voting and through postal ballot on the resolutions as set out in the Notice of Postal Ballot issued by the Company on 11th October, 2019 pursuant to Section 110 of the Companies Act, 2013.
3. The Votes for e-voting process were unblocked on 03.12.2019 at 05.04 P.M. in the presence of two witnesses, Mrs. Shaik Razia and Mr. Mohammed Hafiz Mansoor who are not in the employment of the company.

Thereafter, the details containing, inter-alia list of equity shareholders, who voted “for” and “against” were downloaded from the e-voting website of National Securities Depository Limited (NSDL) i.e. <https://www.evoting.nsdl.com>

4. Further, upto 03.12.2019, the last date for the receipt of Postal Ballot, 810 shareholders voted through postal ballot process.



5. The result of e-voting as well as Postal Ballot is as under:

1. Special Resolution for Amendment to 'Articles of Association' with regards to Borrowing Powers

i. Voted in favour of resolution:

Number of members voted	Number of votes cast	% of total number of valid votes cast
1900	2824524947	99.9979

ii. Voted against the resolution

Number of members voted	Number of votes cast	% of total number of valid votes cast
145	59445	0.0021

iii. Invalid votes (Including votes abstained):

Number of members whose votes were declared invalid	Number of votes cast/abstain by them
82	46623

2. Special Resolution for Authorization to offer, issue and allot secured or unsecured Non Convertible Debentures (NCD's) or bonds on private placements aggregating Rs. 5000 crores.

i. Voted in favour of resolution:

Number of members voted	Number of votes cast	% of total number of valid votes cast
1905	2824527025	99.9980

ii. Voted against the resolution

Number of members voted	Number of votes cast	% of total number of valid votes cast
139	57007	0.0020



iii. Invalid votes (Including votes abstained):

Number of members whose votes were declared invalid	Number of votes cast/abstain by them
83	46983

3. Special Resolution for Approval for creation of charge, mortgage or hypothecation on the assets of the Company in connection with borrowings.

i. Voted in favour of resolution:

Number of members voted	Number of votes cast	% of total number of valid votes cast
1856	2824501002	99.9971

ii. Voted against the resolution

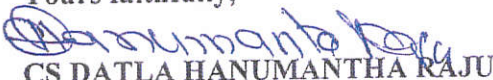
Number of members voted	Number of votes cast	% of total number of valid votes cast
187	82486	0.0029

iii. Invalid votes (Including votes abstained):

Number of members whose votes were declared invalid	Number of votes cast/abstain by them
84	47527

6. The register, all other papers and relevant records relating to e-voting and postal ballot have been handed over for safe custody to Mr A.S.Pardha Saradhi, Company Secretary who will hand over the same to you for declaration of results as you have been authorised by the Board to supervise the process. You may declare the results accordingly.

Thanking You,
Yours faithfully,


CS DATLA HANUMANTHA RAJU
FCS: 4044, C.P. No: 1709
PARTNER
D. HANUMANTA RAJU & CO.
COMPANY SECRETARIES
UDIN: F004044A000359784



Place: Hyderabad
Date: 05.12.2019

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Vijayanagar Colony, Hyderabad - 500 057.
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CS DATLA HANUMANTHA RAJU

B.COM., LL.B., PGDT, M.B.A., FCS
PARTNER

D. HANUMANTA RAJU & CO.
COMPANY SECRETARIES

FORM NO. MGT-13

Report of Scrutinizer(s) on Postal Ballot

*[Pursuant to Section 109 of the Companies Act, 2013 and Rule 21(2) of
The Companies (Management and Administration) Rules, 2014]*

To
Shri Baijendra Kumar Nair,
Chairman Cum Managing Director,
NMDC LIMITED,
Khanij Bhavan, 10-3-311/A,
Castle Hills, Masab Tank,
Hyderabad, Telangana

Respected Sir,

The Board of Directors of the Company vide their meeting held on 11.10.2019 has appointed me as a Scrutinizer for conducting the postal ballot voting process.

I submit my report as under:

1. The Company completed the dispatch of postal ballot forms on 01.11.2019 along with postage prepaid business reply envelope to its Members whose name(s) appeared on the Register of Members as on 25.10.2019.
2. The particulars of all postal ballot forms received from the Members have been entered in a register separately maintained for the purpose.
3. The postal ballot forms were kept under my safe custody before commencing the scrutiny of such postal ballot forms.
4. The postal ballot forms were duly opened in my presence and scrutinized and the details of shareholders were matched with the Register of Members of the Company as on 25.10.2019.
5. All postal ballot forms received up to 5.00 P.M on 03.12.2019, the last date and time fixed by the Company for receipt of the forms, were considered for my scrutiny.
6. There are 7 numbers of envelopes containing postal ballot forms received after the last date fixed for receipt of ballot forms i.e; 03.12.2019 till the date of signing of the report.
7. A Summary of the postal ballot forms received is given below:



1. Special Resolution for Amendment to 'Articles of Association' with regards to Borrowing Powers

i. Voted in favour of the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast (Favor and Against)
702	2213269648	99.9995

ii. Voted against the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast (Favor and Against)
31	9823	.0005

iii. Invalid Votes (Including abstained votes):

Total number of members whose votes were declared invalid	Total number of votes cast/abstain by them
77	45971

2. Special Resolution for Authorization to offer, issue and allot secured or unsecured Non Convertible Debentures (NCD's) or bonds on private placements aggregating Rs. 5000 crores.

i. Voted in favour of the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast (Favor and Against)
701	2213270738	99.9996

ii. Voted against the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast (Favor and Against)
32	8733	0.0004



iii. Invalid Votes (Including abstained votes):

Total number of members whose votes were declared invalid	Total number of votes cast/abstain by them
77	45971

3. **Special Resolution for Approval for creation of charge, mortgage or hypothecation on the assets of the Company in connection with borrowings.**

i. Voted in favour of the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast (Favor and Against)
688	2213265163	99.9994

ii. Voted against the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast (Favor and Against)
45	14308	0.0006


iii. Invalid Votes (Including abstained votes):

Total number of members whose votes were declared invalid	Total number of votes cast/abstain by them
77	45971

8. I have handed over the postal ballot forms and other related papers/registers and records for safe custody to Mr. A. S. Pardha Saradhi, Company Secretary who will be handing over the same to you, as you have been authorised by the Board to supervise the postal ballot process.

9. You may accordingly declare the result of the voting by Postal Ballot.

Thanking You,
Yours faithfully,


CS DATLA HANUMANTA RAJU
FCS: 4044, C.P. No: 1709
PARTNER
D. HANUMANTA RAJU & CO.
COMPANY SECRETARIES
UDIN: F004044A000359784



Place: Hyderabad
Date: 05.12.2019

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CS DATLA HANUMANTHA RAJU

B.COM., LL.B., PGDT, M.B.A., FCS
PARTNER

D. HANUMANTA RAJU & CO.
COMPANY SECRETARIES

SCRUTINIZER'S REPORT ON E-VOTING
[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20 (3) (xi) of the
Companies (Management and Administration) Rules, 2014]

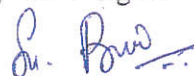
To
Shri Baijendra Kumar Nair,
Chairman Cum Managing Director
NMDC LIMITED,
Khanij Bhavan, 10-3-3111/A, Castle Hills, Masab Tank,
Hyderabad, Telangana.

Respected Sir,


1. I, Datla Hanumantha Raju, Partner, D.Hanumanta Raju & Co., Practicing Company Secretaries, has been appointed by the Board of Directors of NMDC Ltd. (the Company) as a scrutinizer for the purpose of scrutinizing the e-voting process and ascertaining the requisite majority on e-voting carried out as per the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (Rules) on the resolutions contained in the Notice of Postal Ballot of the Company issued on 11th October, 2019, pursuant to Section 110 of the Companies Act, 2013
2. The Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules relating to voting through electronic means on the resolutions contained in the notice of Postal Ballot of the Company issued on 11th October, 2019. My responsibility as a scrutinizer for the e-voting process is restricted to make a Scrutinizer's report of the votes cast "in favour" or "against" the resolution stated in the notice of Postal Ballot, based on the reports generated from e-voting system provided by National Securities Depository Limited (NSDL), the authorized agency to provide e-voting facilities, engaged by the Company.
3. Further to the above, I submit my report as under:-
 - i. The e-voting period remained open from Monday, 04th November, 2019 (10.00 A.M. IST) to Tuesday, 03rd December, 2019 (05.00 P.M. IST)
 - ii. The members of the Company as on the "cut-off" date i.e. 25th October, 2019 were entitled to vote on the resolutions as set out in the notice of the Postal Ballot of the Company.



- iii. The votes cast were unblocked on 03.12.2019 at 5.04 P.M in the presence of 2 witnesses, Mrs. Shaik Razia and Mr. Mohammed Hafiz Mansoor who are not in the employment of the company. They have signed below in confirmation of votes being unblocked in their presence.



Mrs. Shaik Razia



Mr. Mohammed Hafiz Mansoor

- iv. Thereafter, the details containing inter alia, list of Equity Share Holders, who voted “for”, “against” to the resolution that was put to vote, were generated from the e-voting website of National Securities Depository Limited (NSDL) i.e. <https://www.evoting.nsdl.com> and based on such reports generated, the result of the e-voting is as under :

1. Special Resolution for Amendment to ‘Articles of Association’ with regards to Borrowing Powers.

- (i) Voted **in favour** of the resolution :

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
1198	611255299	99.99

- (ii) Voted **against** the resolution :

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
114	49622	0.01

- (iii) **Invalid** votes (including votes abstained).

Total number of members whose votes were declared invalid	Total number of votes cast/abstained by them
5	652

2. Special Resolution for Authorization to offer, issue and allot secured or unsecured Non Convertible Debentures (NCD’s) or bonds on private placements aggregating Rs. 5000 crores.

- (i) Voted **in favour** of the resolution :

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
1204	611256287	99.99



(ii) Voted **against** the resolution :

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
107	48274	0.01

(iii) **Invalid** votes (including votes abstained)

Total number of members whose votes were declared invalid	Total number of votes cast/abstained by them
6	1012

3. **Special Resolution for Approval for creation of charge, mortgage or hypothecation on the assets of the Company in connection with borrowings.**

(i) Voted **in favour** of the resolution :

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
1168	611235839	99.99

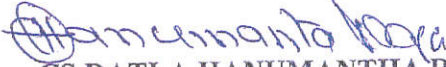
(ii) Voted **against** the resolution :

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
142	68178	0.01

(iii) **Invalid** votes (including votes abstained)

Total number of members whose votes were declared invalid	Total number of votes cast/abstained by them
7	1556

Thanking You,
Yours faithfully,


CS DATLA HANUMANTHA RAJU
FCS: 4044, C.P. No: 1709
PARTNER
D. HANUMANTA RAJU & CO.
COMPANY SECRETARIES
UDIN: F004044A000359784



Place: Hyderabad
Date: 05.12.2019