Oil Country Tubular Ltd.

9, Kanchanjunga, King Koti Road, Hyderabad - 500 001 Telangana, India. (+91 40 2478 5555, 8+91 40 2475 9299 CIN: L26932TG1985PLC005329, GSTIN: 36AAACO2290H1ZJ



OCTL/SEC/11397/2019 September 26, 2019

Bombay Stock Exchange Ltd BSE's Corporate Relationship Dept 1ST Floor, New Trading Ring Routunga Building, P J Towers Dalal Street MUMBAI - 400 001

National Stock Exchange of India Ltd Exchange Plaza 5TH Floor, Plot No: C/1 G-Block, Bandra Karla Complex Bandra East MUMBAI - 400 051

Dear Sirs,

33rd Annual General Meeting (AGM) and voting results. Sub: BSE Scrip Code: 500313; NSE Scrip Code: OILCOUNTUB.

In continuation to our letter dated 26th August, 2019, please note that the 33rd Annual General Meeting of the Company was held on 26th September, 2019 and the business mentioned in the Notice dated 20.08.2019 were transacted.

In this regard, please find enclosed the following:

- 1) Summary of proceedings as required under Regulation 30, Part-A of Schedule-III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as Annexure-I.
- 2) Voting results as required under Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 shall be submitted within 3 working days.
- 3) Report of Scrutinizer dated 26th September, 2019, pursuant to Section 108 of the Companies Act, 2013 and Rule 20(4) (xii) of the Companies (Management and Administration) Rules, 2014 shall be submitted within 3 working days.
- 4) Annual Report for the financial year 2018-19 as required under Regulation 34 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 duly approved and adopted by the shareholders as per the provisions of the Companies Act, 2013.

This is for your information and records.

Yours faithfully, For Oil Country Tubular Limited and and an

Privahka Garg

Company Secretary

Encl:



| Name of the Company | OIL COUNTRY TUBULAR LIMITED 26-09-2019 |
|---|--|
| ord date | 27554 |
| No. of shareholders present in the meeting either in pers on or | |
| Promoters and Promoter Group: | 20 |
| Public: | 41 |
| No. of Shareholders attended the meeting through Video | |
| Promoters and Promoter Group: | 0 |
| Public: | 0 |

| Resolution required: (Ordinary/ Special) | ORDINARY - Adoption of Audited Profi | ion of Audited Prof | it and Los s Accou | ORDINARY - Adoption of Audited Profit and Los s Account for the year ended 31s t March, 2019 and Balance Sheet as at date together with Director's | 11s t March, 2019 a | nd Balance Sheet a | s at date together v | /ith Director's |
|---|--------------------------------------|---------------------------|----------------------------|--|---------------------------------|-------------------------------|---|--|
| | ייים איים איים איים | 45 | | | | | | |
| Whether promoter/ promoter group are | No | | | | | | | |
| interested in the agenda/resolution in category | Mode of Voting | No. of shares held (1) | No. of votes polled (2) | % of Votes Polled on No. of Votes – in outstanding shares favour (4) (3)=[(2)/(1)]* 100 | No. of Votes – in favour (4) | No. of Votes – against (5) | % of votes in favour on votes polled (6)=[(4)/(2)]*100 | % of Votes against on votes polled (7)=[(5)/(2)]*100 |
| Promoter and Oromoter Groun | E-Voting | 21,799,431 | 21,799,431 | 100.000 | 21,799,431 | 1 | 100,000 | - |
| | Pall | | | _ | • | - | | |
| | Postal Ballot | | | | | | | • |
| | (If applicable) | | | | - | | | |
| Public-Institutions | E-Voting | 56,430 | , | | b . | - | | |
| | Poll | | | | - | | * | ' |
| | Postal Ballot | | | | | | | , |
| | (if applicable) | | | | | - 33 | 0000 | |
| D. blic Noo lostitutions | E-Voting | 22,433,669 | 1,242,631 | 5,5391 | 1,242, | 597 | DOO'OOT | |
| | Poll | | 383 | 0.0017 | 383 | | 100.0000 | 0.0000 |
| | Postal Ballot | | | | | | | |
| : | (if applicable) | | | | | | 000000 | 0.001 |
| | Total | 44,289,530 | 23,042,445 | 52:0268 | 23,042,182 | 263 | | 77000 |
| | | | | | | | | |

| Resolution required: (Ordinary/ Special) | ORDINARY - Ratific | ation of Appointm | ent of M /s. G Nag | ORDINARY - Ratification of Appointment of M /s. G Nagendras undaram & Co., Chartered Accountants (Firm Reg. No:05355S) as Statutory Auditors | , Chartered Accoun | tants (Firm Reg. N | o:05355S) as Statut | ory Auditors |
|--|--------------------|---------------------------|--------------------|--|---------------------------------|---------------------------------|--|--|
| Whether promoter/ promoter group are | No | | | | | | | |
| Interested in the agenda/resolution? | Mode of Voting | No, of shares held (1) | No of votes | % of Votes Polled on No. of Yotes—in outstanding shares. (3)=[(2)/(1)]* 1.00 | No, of Votes – in favour (4) | No. lof Votes :- against (5) | % of Votes n favour.on votes polled (6)=[(4)/(2)]*100 | % of Votes against on votes polled (7)=[(5)/(2)]*100 |
| Promoter and Promoter Group | E-Voting | 21,799,431 | 21,799,431 | 100.000 | 21,799,431 | | 100.000 | |
| | Poil | | | 1. | , | 1 | - | |
| | Postal Ballot | | | | | - | | 1 |
| | (if applicable) | | | | | - | | |
| Public- Institutions | E-Voting | 56,430 | * | • | 1 | • | • | |
| | Poll | | | - | - | 1 | | |
| | Postal Ballot | | | | | | ' | 1 |
| | (if applicable) | | | ' | , | | 0000 | |
| Dublic, Nos tectitutions | E-Voting | 22,433,669 | 1,242,631 | 5.5391 | 1,242,368 | 263 | 100.000 | 1 000 |
| | Poli | | 383 | 0.0017 | 383 | | 100.000 | 0.0000 |
| | Postal Ballot | | | | | | | • |
| | (if applicable) | | | - | | | | 0 0011 |
| | Total | 44,289,530 | 23,042,445 | 52.0268 | 23,042,182 | 202 | 25,750 | 110000 |
| | | | | | | | | |



| Whether promoter/ promoter group are interested in the agenda/resolution? | October, com. | : | | October, 2019. | | | | |
|---|--|----------------------------------|----------------------------------|--|------------------------------------|-------------------------------|--|--|
| | No | : | | | | | | |
| | <u>aa</u> | No. of shares held (1) | | % of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100 | | No. of Votes— against (5) | | % of Votes against on votes polled (7)=[(5)/(2)]*100 |
| Promoter and Promoter Group | E-Voting Poll Postal Ballot (if apolicable) | 21,799,431 | 21,799,431 | 100,0000 | 21,799,431 | | 1 . | |
| Public- Institutions | E-Voting Poli Postal Ballot (if applicable) | 56,430 | | - | | | 1 1 0000 | |
| Public- Non Institutions | E-Voting Poll Postal Ballot | 22,433,669 | 1,242,631 | 5,5391 | 1,242,368 | 507 | 100.000 | 0.0000 |
| Resolution required: (Ordinary/ Special) | (if applicable) Total SPECIAL - Appoint | 44,289,530 ment of M r.K V Ra | 23,042,445 avindra Reddy (DIN | (if applicable) 44,289,530 23,042,445 52.0268 23,042,182 263 99.9989 Total 44,289,530 23,042,445 52.0268 10,000,000,000 10,000,000,000 10,000,000,000,000 10,000,000,000,000 10,000,000,000,000,000 10,000,000,000,000,000,000 10,000,000,000,000,000,000,000,000,000, | 23,042,182 ndent Director of th | 263 he company for a to | 99.9989 enure of Five (5) Yea | 12 . |
| Whether promoter/ promoter group are | No | | | | | | | |
| interested in the agentual resolution. Category | Mode of Voting | No. of held (1 | No. of votes polled (2) | % of Votes P outstanding (3)=[[2]/(1)] | No. of Votes – in favour (4) | No, of Votes – against (5) | % of Votes in favour on votes poiled (6)=[(4)/(2)]*100 | % of votes against on votes polled (7)=[(5)/(2)]*100 |
| Promoter and Promoter Group | E-Voting Poll Postal Ballot (if applicable) | 21,799,431 | 71,799,431 | , , | | | | |
| Public- Institutions | E-Voting Poll Postal Ballot (if applicable) | 56,430 | | | | - 630 | 100,000 | |
| Public- Non Institutions | E-Voting Poll Postal Ballot (if applicable) | 22,433,669 | | | | | | 0.0000 |
| | Total | 44,289,530 | 23,042,445 | 52.0268 | 23,042,182 | 263 | 585756 | |
| | | | | | | | , | |

| Resolution required: (Ordinary/ Special) | SPECIAL - Appointment of M s.Lak period of Five cons ecutive Years. | nent of M s.Lakshr ecutive Years | ni Kiranmayi Anna | SPECIAL - Appointment of M s. Lakshmi Kiranmayi Annambotta (DIN:08S36470) as Non-Executive independent Woman Director of the company for a period of Five consecutive Years. |) as Non-Executive | Independent Wo | man Director of the c | ompany tor a |
|--|--|-------------------------------------|----------------------------|--|---------------------------------|--|-----------------------------|---------------------|
| Whether promoter/ promoter group are | No | | | | | | | |
| interested in the agenda/resolution? | | | | | | Control of the State of the Sta | 100 M | of Af Wetae againet |
| Caregory | Mode of Voting | No. of shares held (1) | No. of votes polled (2) | % of Votes Polled on No. of Votes – in No. of Votes – outstanding shares favour (4) against (5) | No, of Votes – in favour (4) | No. or votes – against (5) | n votes | on votes polled |
| | et enem | | | (3)=[(2)/(1)]* 100 | | | polled (6)=[(4)/(2)]*100 | 007 (/2) (/2) |
| Dramater and Promoter Group | E-Voting | 21,799,431 | 21,799,431 | 100.000 | 21,799,431 | | 100.0000 | |
| | Potl | | • | | • | | | |
| | Postal Ballot | | | | | | 1 | i |
| | (If applicable) | 3 | ' | | - | | | |
| Public- Institutions | E-Voting | 56,430 | ' | | | | | |
| | Poil | | 1 | • | | 1 | | |
| | Postal Ballot | | | | | | • | , |
| | (if applicable) | | | | | | 0000 001 | |
| Oution Non Institutions | E-Voting | 22,433,669 | 1,242,631 | 5.5391 | 1,244, | 203 | | 0000 |
| | Poli | | . 383 | 0.0017 | 383 | | 700,000 | 0.000 |
| | Postal Ballot | | | | | | | . , |
| | (if applicable) | | | | | , 5 | 000000 | D 0011 |
| | Total | 44,289,530 | 23,042,445 | 52.0268 | 25,042,182 | 707 | | |



To,
The Chairman
Oil Country Tubular Limited
9,Kanchanjunga, King Koti Road
Hyderabad-500001

Dear Sir,

Sub: Consolidated Scrutinizer Report on remote e-voting conducted pursuant to the provisions of Section 108 of the Companies Act,2013 read with Rules 20 of the Companies (Management & Administration) rules 2014 as amended by Companies (Management & Administration) Amendment Rules,2015 and voting through ballot at the 33rd Annual General Meeting('AGM') of Oil Country Tubular Limited held on Thursday, the 26th September, 2019 at 10.00 AM at Taj Mahal Hotel, 2nd Floor, Akshaya Hall, 4-1-999, Abids Road, Hyderabad - 500 001.

I, Manjula Aleti, Practicing Company Secretary had been appointed as the Scrutinizer by the Board of Directors of Oil Country Tubular Limited pursuant to Section 108 of the Companies Act,2013 ("the Act") read with Rule 20 of the Companies (Management & Administration) Rules 2014 as amended by Companies (Management & Administration) Amendment Rules,2015 to conduct remote e-voting as well as voting process at the AGM venue in respect of the Resolutions stated herein below and proposed at the 33rd Annual General Meeting (AGM) of Equity Shareholders of Oil Country Tubular Limited held on Thursday, 26th September, 2019 at 10.00 AM.

The notice dated 20th August, 2019 along with the statement setting out material facts under section 102 of the Act as confirmed by the Company were sent to the shareholders in respect of the Resolutions proposed at the AGM of the company.

The Company has availed e-voting facility offered by Central Depository Services Limited (CDSL) for conducting remote e-voting by the shareholders of the company.

The facility for voting through ballot was also made available at the venue of the AGM and ballot box was provided and some members have cast their votes through ballot at the AGM.

The Shareholders of the company holding shares as on the "cut-off" date i.e. 13th September 2019, were entitled to vote on the Resolutions as contained in the Notice of the AGM.

The voting period for remote e-voting commenced on 23rd September, 2019 at 9.00 A.M and ended on 25th September, 2019 at 5.00 P.M and the CDSL e-voting platform was blocked in due time.

The votes cast under remote e-voting facility was thereafter unblocked in the presence of two witnesses who were not in the employement of the company. I have scrutinized and reviewed the remote e-voting and votes tendered therein based on the data downloaded from the CDSL e-voting system. The Management of the company is responsible to ensure compliance with the requirements of the Act and rules relating to the remote e-voting and the casting through ballot voting system at the meeting on Resolutions contained in the Notice of the AGM.

My responsibility as scrutinizer for the remote e-voting and the voting conducted through Poll at the meeting is restricted to making a Scrutinizer's Report of the votes cast in favour or against the Resolutions.

Based on the Results made available to me, 45 Members have cast their votes through Remote e-Voting platform and 16 Members have cast their votes through Poll, I submit herewith Annexure I as prescribed by SEBI for a Consolidated result.

Thanking you,

Yours Faithfully,

CS MANJULA ALEX **Company Secretary in Practice** M.No: 10380; COP: 13279

Date: 27.09.2019 Place: Hyderabad

> 1. Witness: Leve komord LECLAKUMARI, HINO! 38-44/C, DB. Colony, Jagadgirigutta, Hyd - 37

2. Witness: 🜘

Priyanka.

H.NO: 4-11, Bharakathgudem, Murgal Mandal,
Suryapet - 521411.

ORDINARY BUSINESS:

Resolution No.1(Ordinary Resolution)

Adoption of Audited Profit and Loss Account for the year ended 31st March,2019 and Balance Sheet as at the date together with Director's Report and Auditor's Report thereon.

(i) Voted in favour of the Resolution:

| Number of members voted in e-voting | Number of votes cast by e-voting | members/proxies voted through POLL | cast by POLL | Total Number of members voted through e-voting and by POLL | Total Number of votes cast by e- voting & by POLL | % of total number of valid votes cast |
|---|---|--|-----------------|--|--|--|
| 41 | 23041799 | 16 | 383 | 57 | 23042182 | 100 |

(ii) Voted against the Resolution:

| Number of members voted in e-voting | cast by e-voting | Number of members voted through POLL | Number of votes cast by POLL | voted through e- | Total Number of votes cast by e-voting & by POLL | % of total number of valid votes cast |
|-------------------------------------|---------------------|---|------------------------------------|---------------------|--|--|
| 4 | 263 | _0 | 0 | 4 | 263 | NIL |

(iii) Invalid Votes:

| Number of members voted in e-voting | Number of votes cast by e-voting | Number of members voted through POLL | Number of votes cast by POLL | members voted through e- | Total Number of votes cast by e-voting & by POLL | % of tota number o valid vote cast | f |
|-------------------------------------|---|--------------------------------------|------------------------------------|--------------------------------|--|---|---|
| | : | | NIL | | | | ٦ |

RESULT:

As the number of votes cast in favour of the Resolution was more than the number of votes cast against, I report that the Ordinary Resolution with regard to Resolution No. 1 as put in the Notice of AGM is passed in favour of the Resolution with requisite majority.

Resolution No.02: (Ordinary Resolution)

Ratification of appointment of M/s. G NagendraSundaram & Co. Chartered Accountants (Firm Reg. No: 05355S) as Statutory Auditors.

(i) Voted in <u>favour</u> of the Resolution:

| Number of members voted through electronic voting | Number of votes cast by e-voting | Number of members voted through POLL | Mumbar | voted through e- | votes cast by e-voting & by POLL | % of total number of valid votes cast |
|---|---|---|--------|---------------------|--|---|
| 41 | 23041799 | 16 | 383 | 57 | 23042182 | 100 |

(ii) Voted against the Resolution:

| (11) V | oted <u>agains</u> | tue Kezoin | LIUII. | | | |
|---|---|---|---------------------------------------|---|--|---|
| Number of members voted through electronic voting | Number of votes cast by e-voting | Number of members voted through POLL | Number of votes cast by POLL | Total Number of members voted through e- voting and by POLL | Total Number of votes cast by e-voting & by POLL | % of total number of valid votes cast |
| 4 | 263 | 0 | 0 | 4 | 263 | NIL |

(iii) Invalid Votes:

| Number of members | Number of votes | Number of members | Number of votes | Total Number of members voted | Total Number of votes cast | % of total number of valid |
|--|--------------------|--------------------------|-----------------|--|----------------------------------|----------------------------------|
| voted through electronic voting | cast by e-voting | voted through POLL | cast by POLL | through e- voting and by POLL | by e-voting & by POLL | votes cast |
| VOCIIIS | L | | NIL | | | * |

RESULT:

As the number of votes cast in favour of the Resolution was more than the number of votes cast against, I report that the Ordinary Resolution with regard to Resolution No. 2 as put in the Notice of AGM is passed in favour of the Resolution with requisite majority.



SPECIAL BUSINESS:

Resolution No.3: (Special Resolution)

Reappointment of Mr. Sridhar Kamineni (DIN: 00078815) as Managing Director of the company for a period of Five Years with effect from 01st October, 2019.

(i) Voted in favour of the Resolution:

| Number of members voted through electronic voting | Number of votes cast by e-voting | Number of members voted through POLL | Number of votes cast by POLL | by POLL | Total Number of votes cast by e-voting & by POLL | % of total number of valid votes cast |
|---|----------------------------------|---|---------------------------------------|---------|--|---|
| 41 | 23041799 | 16 | 383 | 57 | 23042182 | 100 |

(ii) Voted against the Resolution:

| Number of members voted through electronic voting | Number of votes cast by e-voting | Number of members voted through POLL | Number of votes cast by POLL | Total Number of members voted through e- voting and by POLL | Total Number of votes cast by e-voting & by POLL | % of total number of valid votes cast |
|---|----------------------------------|---|---------------------------------------|---|--|---|
| 4 | 263 | 0 | 0 | 4 | 263 | NIL |

(iii) Invalid Votes:

| Number of members voted through electronic voting | Number of votes cast by e-voting | Number of members voted through POLL | Number of votes cast by POLL | Total Number of members voted through e- voting and by POLL | Total Number of votes cast by e-voting & by POLL | % of total number of valid votes cast |
|---|---|---|---------------------------------------|---|--|---|
| | | | NIL | | | |

RESULT:

As the number of votes cast in favour of the Resolution was more than the number of votes cast against, I report that the Special Resolution with regard to Resolution No. 03 as put in the Notice of AGM is passed in favour of the Resolution with requisite majority.

Resolution No.4: (Special Resolution)

Appointment of Mr. K.V. Ravindra Reddy (DIN: 00083986) as Independent Director of the company for a tenure of Five(5) Years.

(i) Voted in favour of the Resolution:

| Number of members voted through electronic | Number of votes cast by e-voting | Number of members voted through POLL | Number of votes cast by POLL | | Total Number of votes cast by e-voting & by POLL | % of total number of valid votes cast |
|--|---|---|---------------------------------------|---------------|--|---|
| voting 41 | 23041799 | 16 | 383 | by POLL 57 | 23042182 | 100 |

(ii) Voted against the Resolution:

| Number of members voted through electronic voting | Number of votes cast by e-voting | Number of members voted through POLL | Number of votes cast by POLL | Total Number of members voted through e- voting and by POLL | Total Number of votes cast by e-voting & by POLL | % of total number of valid votes cast |
|---|---|---|---------------------------------------|---|--|---|
| 4 | 263 | 0 | 0 | 4 | 263 | NIL |

(iii) Invalid Votes:

| Number of members voted through electronic voting | Number of votes cast by e-voting | Number of members voted through POLL | Number of votes cast by POLL | Total Number of members voted through e- voting and by POLL | Total Number of votes cast by e-voting & by POLL | % of total number of valid votes cast |
|---|---|---|---------------------------------------|---|--|---|
| | | | NIL | | | |

RESULT:

As the number of votes cast in favour of the Resolution was more than the number of votes cast against, I report that the Special Resolution with regard to Resolution No. 04 as put in the Notice of AGM is passed in favour of the Resolution with requisite majority.



Item No.5: (Special Resolution)

Appointment of Ms. Lakshmi Kiranmayi Annambotla (DIN: 08536470) as Non Executive Independent Woman Director of the company for a period of Five consecutive years.

(i) Voted in favour of the Resolution:

| Number of members voted through electronic voting | Number of votes cast by e-voting | Number of members voted through POLL | Number of votes cast by POLL | members voted through e- | Total Number of votes cast by e-voting the by POLL | % of total number of valid votes cast |
|---|---|---|---------------------------------------|--------------------------------|--|---|
| 41 | 23041799 | 16 | 383 | 57 | 23042182 | 100 |

(ii) Voted against the Resolution:

| Number of members | Number | Number of | Number | Total Number of members | Total Number of | % of total |
|--|---------------------------------|-------------------------------------|-----------------------------|-------------------------------|--|---------------------------|
| voted through electronic voting | of votes cast by e-voting | members voted through POLL | of votes cast by POLL | voted through e- | votes cast by e-voting & by POLL | of valid votes cast |
| 4 | 263 | 0 | 0 | 4 | 263 | NIL |

(iii) Invalid Votes:

| members voted through electronic electronic members of votes members of voted cast by e-voting through political electronic members of votes cast by through political electronic members of votes members of votes cast by through political electronic members of votes members of votes cast by through political electronic members of votes members of votes cast by through political electronic members of votes cast by through electronic members of votes cast by th | Number of members voted through e-voting and by POLL | Total Number of votes cast by e-voting & by POLL | % of total number of valid votes cast |
|--|--|--|---|
|--|--|--|---|

RESULT:

As the number of votes cast in favour of the Resolution was more than the number of votes cast against, I report that the Special Resolution with regard to Resolution No. 5 as put in the Notice of AGM is passed in favour of the Resolution with requisite majority.