



# usha martin®

**Usha Martin Limited**

2A, Shakespeare Sarani, Kolkata - 700 071, India  
Phone : (00 91 33) 71006300, Fax : (00 91 33) 71006400  
CIN:L31400WB1986PLC091621  
Email:contact@ushamartin.co.in  
Website:www.ushamartin.com

UML/SECT/

July 29, 2022

The Secretary  
BSE Limited  
Phiroze Jeejeebhoy Towers,  
Dalal Street  
Mumbai - 400 001  
[Scrip Code:517146]

The Manager  
National Stock Exchange of  
India Ltd  
Exchange Plaza, 5th Floor,  
Plot No.C/1, G Block,  
Bandra Kurla Complex, Bandra  
Mumbai - 400 051  
[Scrip Code: USHAMART]

Societe de la Bourse de  
Luxembourg  
35A Boulevard Joseph II  
L-1840, Luxembourg  
[Scrip Code:  
US9173002042]


Dear Sir/Madam,

**Sub : Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 - Details of the voting results of the 36<sup>th</sup> Annual General Meeting (AGM) of the Company held on 29<sup>th</sup> July, 2022**

Pursuant to the provisions of Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are submitting herewith the details regarding the voting results of the business transacted at the AGM in the prescribed format. We are also enclosing the consolidated report of the Scrutinizer on remote e-voting and e-voting at the AGM. Pursuant to Companies Act, 2013 and Rules made thereunder along with Secretarial Standard - 2 on General Meetings (SS-2), the voting results and consolidated report of the scrutinizer is being made available on the Company's website www.ushamartin.com and on the website of National Securities Depository Ltd. (NSDL) for information of all concerned. Further, the results are also placed on the notice board of the Company at its Registered and Corporate Office.

Thanking you,

Yours faithfully,  
For Usha Martin Limited

  
Shampa Ghosh Ray  
Company Secretary  
Enclosed: as mentioned above

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## General information about company

Scrip code	517146
NSE Symbol	USHAMART
MSEI Symbol	NOTLISTED
ISIN	INE228A01035
Name of the company	USHA MARTIN LIMITED
Type of meeting	AGM
Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot)	29-07-2022
Start time of the meeting	11:30 AM
End time of the meeting	2:00 PM

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### Scrutinizer Details

Name of the Scrutinizer	ATUL KUMAR LABH
Firms Name	A K LABH & CO.
Qualification	CS
Membership Number	4848
Date of Board Meeting in which appointed	30-04-2022
Date of Issuance of Report to the company	29-07-2022

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Voting results	
Record date	21-07-2022
Total number of shareholders on record date	66829
<b>No. of shareholders present in the meeting either in person or through proxy</b>	
a) Promoters and Promoter group	0
b) Public	0
<b>No. of shareholders attended the meeting through video conferencing</b>	
a) Promoters and Promoter group	18
b) Public	108
<b>No. of resolution passed in the meeting</b>	<b>7</b>
Disclosure of notes on voting results	<a href="#">Add Notes</a>

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*Note: The reported total number of paid – up equity shares of the Company as on 30th June 2022 stands inflated by 230 equity shares. This was caused due to an erroneous additional electronic transfer of 230 equity shares (notional) to Investor Education & Protection Fund (IEPF) under the Ministry of Corporate Affairs (MCA) by way of corporate action executed on 29th September, 2020 by Central Depository Services Ltd (CDSL) and Register & Transfer Agent (RTA) of the Company. The Company has been continuously engaging with IEPF Authority under MCA, CDSL and RTA for necessary rectification of error / reversal of entry. Necessary documents in this matter have been submitted to IEPF Authorities but due to covid-19 there is a delay in corresponding rectification / reversal entry.*



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Resolution (1)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Adoption of Financial Statements of the Company (both standalone and consolidated basis) for the year ended 31st March, 2022 together with Directors' and Auditors' Reports thereon.				
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	147188177	83251891	56.5615	83251891	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	<b>Total</b>		83251891	56.5615	83251891	0	100.0000	0.0000
Public- Institutions	E-Voting	26165953	24340968	93.0253	24340968	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	<b>Total</b>		24340968	93.0253	24340968	0	100.0000	0.0000
Public- Non Institutions	E-Voting	131387880	66968628	50.9702	66968213	415	99.9994	0.0006
	Poll							
	Postal Ballot (if applicable)							
	<b>Total</b>		66968628	50.9702	66968213	415	99.9994	0.0006
<b>Total</b>		304742010	174561487	57.2817	174561072	415	99.9998	0.0002
<b>Whether resolution is Pass or Not.</b>							Yes	
Disclosure of notes on resolution							<a href="#">Add Notes</a>	

\* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	149406
Public - Non Insitutions	135000



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Resolution (2)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Declaration of dividend of Rs.2 per Equity Share of Re. 1 each (200%) for the Financial Year ended 31st March 2022.				
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	147188177	83251891	56.5615	83251891	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	<b>Total</b>		83251891	56.5615	83251891	0	100.0000	0.0000
Public- Institutions	E-Voting	26165953	24585757	93.9609	24585757	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	<b>Total</b>		24585757	93.9609	24585757	0	100.0000	0.0000
Public- Non Institutions	E-Voting	131387880	66968178	50.9698	66967662	516	99.9992	0.0008
	Poll							
	Postal Ballot (if applicable)							
	<b>Total</b>		66968178	50.9698	66967662	516	99.9992	0.0008
<b>Total</b>		304742010	174805826	57.3619	174805310	516	99.9997	0.0003
<b>Whether resolution is Pass or Not.</b>							Yes	
Disclosure of notes on resolution							<a href="#">Add Notes</a>	

\* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	149406
Public - Non Insitutions	135000



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Resolution (3)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Appointment of a Director in place of Mr. Devadip Bhowmik (DIN: 08656505), who retires by rotation and being eligible, offers himself for re-appointment				
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	147188177	83251891	56.5615	83251891	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	<b>Total</b>		147188177	83251891	56.5615	83251891	0	100.0000
Public- Institutions	E-Voting	26165953	24585757	93.9609	24585757	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	<b>Total</b>		26165953	24585757	93.9609	24585757	0	100.0000
Public- Non Institutions	E-Voting	131387880	66968128	50.9698	66967418	710	99.9989	0.0011
	Poll							
	Postal Ballot (if applicable)							
	<b>Total</b>		131387880	66968128	50.9698	66967418	710	99.9989
<b>Total</b>		304742010	174805776	57.3619	174805066	710	99.9996	0.0004
<b>Whether resolution is Pass or Not.</b>							Yes	
Disclosure of notes on resolution							<a href="#">Add Notes</a>	

\* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	149406
Public - Non Insitutions	135000



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Resolution (4)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				Revision of remuneration payable to Mr Rajeev Jhawar, Managing Director (DIN:00086164) effective from 1st May 2022 till the end of his present tenure.				
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	147188177	83251891	56.5615	83251891	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	<b>Total</b>		147188177	83251891	56.5615	83251891	0	100.0000
Public- Institutions	E-Voting	26165953	24585757	93.9609	20602537	3983220	83.7987	16.2013
	Poll							
	Postal Ballot (if applicable)							
	<b>Total</b>		26165953	24585757	93.9609	20602537	3983220	83.7987
Public- Non Institutions	E-Voting	131387880	66968128	50.9698	66966386	1742	99.9974	0.0026
	Poll							
	Postal Ballot (if applicable)							
	<b>Total</b>		131387880	66968128	50.9698	66966386	1742	99.9974
<b>Total</b>		304742010	174805776	57.3619	170820814	3984962	97.7203	2.2797
<b>Whether resolution is Pass or Not.</b>							Yes	
Disclosure of notes on resolution							<a href="#">Add Notes</a>	

\* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	149406
Public - Non Insitutions	135000





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Resolution (5)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Revision of remuneration payable to Mr. Devadip Bhowmik, Whole Time Director (DIN: 08656505) effective from 1st May 2022 to till the end of his present tenure.				
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	147188177	83251891	56.5615	83251891	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	<b>Total</b>		147188177	83251891	56.5615	83251891	0	100.0000
Public- Institutions	E-Voting	26165953	24585757	93.9609	24539846	45911	99.8133	0.1867
	Poll							
	Postal Ballot (if applicable)							
	<b>Total</b>		26165953	24585757	93.9609	24539846	45911	99.8133
Public- Non Institutions	E-Voting	131387880	66968128	50.9698	66966076	2052	99.9969	0.0031
	Poll							
	Postal Ballot (if applicable)							
	<b>Total</b>		131387880	66968128	50.9698	66966076	2052	99.9969
<b>Total</b>		304742010	174805776	57.3619	174757813	47963	99.9726	0.0274
<b>Whether resolution is Pass or Not.</b>							Yes	
Disclosure of notes on resolution							<a href="#">Add Notes</a>	

\* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	149406
Public - Non Insitutions	135000



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Resolution (6)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Payment of remuneration to Non-Executive Independent Directors during the Financial Year 2022-23.				
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	147188177	83251891	56.5615	83251891	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	<b>Total</b>		83251891	56.5615	83251891	0	100.0000	0.0000
Public- Institutions	E-Voting	26165953	24585757	93.9609	24585757	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	<b>Total</b>		24585757	93.9609	24585757	0	100.0000	0.0000
Public- Non Institutions	E-Voting	131387880	66967628	50.9694	66516349	451279	99.3261	0.6739
	Poll							
	Postal Ballot (if applicable)							
	<b>Total</b>		66967628	50.9694	66516349	451279	99.3261	0.6739
<b>Total</b>		304742010	174805276	57.3617	174353997	451279	99.7418	0.2582
<b>Whether resolution is Pass or Not.</b>							Yes	
Disclosure of notes on resolution							<a href="#">Add Notes</a>	

\* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Institutions	149406
Public - Non Institutions	135000



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Resolution (7)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Ratification of remuneration payable to the Cost Auditors for Financial Year ending 31st March, 2023.				
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	147188177	83251891	56.5615	83251891	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	<b>Total</b>		83251891	56.5615	83251891	0	100.0000	0.0000
Public- Institutions	E-Voting	26165953	24585757	93.9609	24585757	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	<b>Total</b>		24585757	93.9609	24585757	0	100.0000	0.0000
Public- Non Institutions	E-Voting	131387880	66967628	50.9694	66967006	622	99.9991	0.0009
	Poll							
	Postal Ballot (if applicable)							
	<b>Total</b>		66967628	50.9694	66967006	622	99.9991	0.0009
<b>Total</b>		304742010	174805276	57.3617	174804654	622	99.9996	0.0004
<b>Whether resolution is Pass or Not.</b>							Yes	
Disclosure of notes on resolution							<a href="#">Add Notes</a>	

\* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	149406
Public - Non Insitutions	135000



**A. K. LABH**

FCS, ACMA (ICAI), MBA, M.Com., ACSI (Lond)  
DIM, DHRD, PGHDSM, DIRPM  
*Practising Company Secretary*



**A. K. LABH & Co.**

*Company Secretaries*

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Mobile : 98300-55689

e-mail : aklabh@aklabh.com / aklabhcs@gmail.com

Website : [www.aklabh.com](http://www.aklabh.com)

## **CONSOLIDATED SCRUTINIZER'S REPORT**

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

**The Chairman  
of the 36<sup>th</sup> Annual General Meeting of  
Usha Martin Limited  
2A, Shakespeare Sarani  
Kolkata - 700 071**

*Dear Sir,*

I, Atul Kumar Labh, Practising Company Secretary (FCS – 4848 / CP - 3238) and proprietor of M/s. A. K. Labh & Co., Company Secretaries, Kolkata was appointed as the scrutinizer in connection with the 36<sup>th</sup> Annual General Meeting (“AGM”) of the members of “*Usha Martin Limited*” (“Company”) held on Friday, the 29<sup>th</sup> day of July, 2022 at 11:30 A.M. IST through Video Conferencing (“VC”) / Other Audio Visual Means (“OAVM”) in terms of MCA Circular Nos. 14/2020 dated 8<sup>th</sup> April, 2020, 17/2020 dated 13<sup>th</sup> April, 2020, 20/2020 dated 5<sup>th</sup> May, 2020, 02/2021 dated 13<sup>th</sup> January, 2021, 19/2021 dated 8<sup>th</sup> December, 2021, 21/2021 dated 14<sup>th</sup> December, 2021 and 02/2022 dated 5<sup>th</sup> May, 2022 (collectively referred as “MCA Circulars”) for the purpose of scrutinizing the electronic voting (“e-voting”) process through remote e-voting and e-voting at the AGM in a fair and transparent manner and ascertaining the requisite majority for the said voting as per the provisions of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended, on the resolutions referred to in this report.

The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013, MCA Circulars and the Rules relating to remote e-voting and e-voting at the AGM on the resolutions contained in the Notice of the AGM dated the 30<sup>th</sup> day of April, 2022. My responsibility as a scrutinizer for remote e-voting and e-voting at the AGM is restricted to make a Scrutinizer's Report of the votes cast “in favour” or “against” the resolutions, based on the reports generated from the e-voting system of National Securities Depository Limited (“NSDL”), the agency engaged by the Company to provide the facilities for both remote e-voting and e-voting at the AGM.



# A. K. LABH

FCS, ACMA (ICAI), MBA, M.Com., ACSI (Lond)  
DIM, DHRD, PGHDSM, DIRPM  
*Practising Company Secretary*



# A. K. LABH & Co.

*Company Secretaries*

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Mobile : 98300-55689

e-mail : aklabh@aklabh.com / aklabhcs@gmail.com

Website : www.aklabh.com

I submit my report as under:

1. The remote e-voting period remained open from 09:00 A.M. IST on Tuesday, the 26<sup>th</sup> day of July, 2022 up to 5:00 P.M. IST on Thursday, the 28<sup>th</sup> day of July, 2022.
2. The shareholders holding shares as on the “cut off” date, i.e. the 21<sup>st</sup> day of July, 2022 were entitled to vote on the proposed 7 (Seven) resolutions as mentioned in the Notice of the AGM dated the 30<sup>th</sup> day of April, 2022.
3. The Company had also provided e-voting facility at the AGM to enable the shareholders attending the AGM through VC / OAVM to cast the votes in case the same had not been cast by them through remote e-voting.
4. The votes were unblocked on Friday, the 29<sup>th</sup> day of July, 2022 around 02:15 P.M. IST after the completion of the AGM in the presence of two witnesses, namely, Mr. Narayan Chandra Saha, residing at 108, Sarat Chatterjee Road, Howrah – 711102 and Mrs. Anushree Dasgupta, residing at 28/N, Dwijen Mukherjee Road, Behala, Kolkata – 700060, who are not in employment of the Company.
5. The e-voting data/results downloaded from the e-voting system of NSDL were scrutinized and reviewed, the votes were counted, and the results were prepared.
6. The combined result of the remote e-voting and e-voting at the AGM [EVEN : 120204] are as under:



**<A> ORDINARY BUSINESS:****a) Resolution 1 : Ordinary Resolution**

*Adoption of Financial Statements of the Company (both standalone and consolidated basis) for the year ended 31st March, 2022 together with Directors' and Auditors' Reports thereon*

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

<i>Mode of voting</i>	<i>Number of Members voted</i>	<i>Number of votes cast by them</i>	<i>% of total number of valid votes cast</i>
Remote e-voting	486	174310086	
E-voting at AGM	7	250986	
<b>Total</b>	<b>493</b>	<b>174561072</b>	<b>99.9998%</b>

*(ii) Voted against the Resolution:*

<i>Mode of voting</i>	<i>Number of Members voted</i>	<i>Number of votes cast by them</i>	<i>% of total number of valid votes cast</i>
Remote e-voting	2	15	
E-voting at AGM	1	400	
<b>Total</b>	<b>3</b>	<b>415</b>	<b>0.0002%</b>

*(iii) Invalid Votes:*

<i>Total number of members whose votes were declared invalid</i>	<i>Total number of votes cast by them</i>
5	284406



# A. K. LABH

FCS, ACMA (ICAI), MBA, M.Com., ACSI (Lond)  
DIM, DHRD, PGHDSM, DIRPM  
Practising Company Secretary



# A. K. LABH & Co.

Company Secretaries

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e-mail : aklabh@aklabh.com / aklabhcs@gmail.com

Website : [www.aklabh.com](http://www.aklabh.com)

## b) Resolution 2 : Ordinary Resolution

**Declaration of dividend of Rs. 2 per Equity Share of Re. 1 each (200%) for the Financial Year ended 31st March, 2022**

(i) Voted in favour of the Resolution:

Mode of voting	Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	486	174554324	
E-voting at AGM	7	250986	
<b>Total</b>	<b>493</b>	<b>174805310</b>	<b>99.9997%</b>

(ii) Voted against the Resolution:

Mode of voting	Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	3	116	
E-voting at AGM	1	400	
<b>Total</b>	<b>4</b>	<b>516</b>	<b>0.0003%</b>

(iii) Invalid Votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
5	284406



# A. K. LABH

FCS, ACMA (ICAI), MBA, M.Com., ACSI (Lond)  
DIM, DHRD, PGHDSM, DIRPM  
*Practising Company Secretary*



# A. K. LABH & Co.

*Company Secretaries*

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e-mail : aklabh@aklabh.com / aklabhcs@gmail.com  
Website : [www.aklabh.com](http://www.aklabh.com)

## c) Resolution 3 : Ordinary Resolution

*Appointment of a Director in place of Mr. Devadip Bhowmik (DIN: 08656505), who retires by rotation and being eligible, offers himself for re-appointment*

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

<i>Mode of voting</i>	<i>Number of Members voted</i>	<i>Number of votes cast by them</i>	<i>% of total number of valid votes cast</i>
Remote e-voting	484	174554269	
E-voting at AGM	6	250797	
<b>Total</b>	<b>490</b>	<b>174805066</b>	<b>99.9996%</b>

(ii) *Voted against the Resolution:*

<i>Mode of voting</i>	<i>Number of Members voted</i>	<i>Number of votes cast by them</i>	<i>% of total number of valid votes cast</i>
Remote e-voting	4	121	
E-voting at AGM	2	589	
<b>Total</b>	<b>6</b>	<b>710</b>	<b>0.0004%</b>

(iii) *Invalid Votes:*

<i>Total number of members whose votes were declared invalid</i>	<i>Total number of votes cast by them</i>
5	284406





# A. K. LABH

FCS, ACMA (ICAI), MBA, M.Com., ACSI (Lond)  
DIM, DHRD, PGHDSM, DIRPM  
Practising Company Secretary



# A. K. LABH & Co.

Company Secretaries

40, Weston Street, 3rd Floor, Kolkata - 700 013

☎ (033) 2221-9381, Fax : (033) 2221-9381

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e-mail : aklabh@aklabh.com / aklabhcs@gmail.com

Website : [www.aklabh.com](http://www.aklabh.com)

## <B> SPECIAL BUSINESS:

### d) Resolution 4 : Special Resolution

*Revision of remuneration payable to Mr. Rajeev Jhawar, Managing Director (DIN:00086164) effective from 1st May, 2022 till the end of his present tenure*

#### (i) *Voted in favour of the Resolution:*

<i>Mode of voting</i>	<i>Number of Members voted</i>	<i>Number of votes cast by them</i>	<i>% of total number of valid votes cast</i>
Remote e-voting	451	170570017	
E-voting at AGM	6	250797	
<b>Total</b>	<b>457</b>	<b>170820814</b>	<b>97.7203%</b>

#### (ii) *Voted against the Resolution:*

<i>Mode of voting</i>	<i>Number of Members voted</i>	<i>Number of votes cast by them</i>	<i>% of total number of valid votes cast</i>
Remote e-voting	37	3984373	
E-voting at AGM	2	589	
<b>Total</b>	<b>39</b>	<b>3984962</b>	<b>2.2797%</b>

#### (iii) *Invalid Votes:*

<i>Total number of members whose votes were declared invalid</i>	<i>Total number of votes cast by them</i>
5	284406



**e) Resolution 5 : Special Resolution**

**Revision of remuneration payable to Mr. Devadip Bhowmik, Whole Time Director (DIN: 08656505) effective from 1st May, 2022 till the end of his present tenure**

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

<i>Mode of voting</i>	<i>Number of Members voted</i>	<i>Number of votes cast by them</i>	<i>% of total number of valid votes cast</i>
Remote e-voting	474	174507016	
E-voting at AGM	6	250797	
<b>Total</b>	<b>480</b>	<b>174757813</b>	<b>99.9726%</b>

(ii) *Voted against the Resolution:*

<i>Mode of voting</i>	<i>Number of Members voted</i>	<i>Number of votes cast by them</i>	<i>% of total number of valid votes cast</i>
Remote e-voting	14	47374	
E-voting at AGM	2	589	
<b>Total</b>	<b>16</b>	<b>47963</b>	<b>0.0274%</b>

(iii) *Invalid Votes:*

<i>Total number of members whose votes were declared invalid</i>	<i>Total number of votes cast by them</i>
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## f) Resolution 6 : Ordinary Resolution

*Payment of remuneration to Non-Executive Independent Directors during the Financial Year 2022-23*

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

<i>Mode of voting</i>	<i>Number of Members voted</i>	<i>Number of votes cast by them</i>	<i>% of total number of valid votes cast</i>
Remote e-voting	476	174103011	
E-voting at AGM	7	250986	
<b>Total</b>	<b>483</b>	<b>174353997</b>	<b>99.7418%</b>

(ii) *Voted against the Resolution:*

<i>Mode of voting</i>	<i>Number of Members voted</i>	<i>Number of votes cast by them</i>	<i>% of total number of valid votes cast</i>
Remote e-voting	11	450879	
E-voting at AGM	1	400	
<b>Total</b>	<b>12</b>	<b>451279</b>	<b>0.2582%</b>

(iii) *Invalid Votes:*

<i>Total number of members whose votes were declared invalid</i>	<i>Total number of votes cast by them</i>
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## g) Resolution 7 : Ordinary Resolution

*Ratification of remuneration payable to the Cost Auditors for Financial Year ending 31st March, 2023*

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

<i>Mode of voting</i>	<i>Number of Members voted</i>	<i>Number of votes cast by them</i>	<i>% of total number of valid votes cast</i>
Remote e-voting	481	174553668	
E-voting at AGM	7	250986	
<b>Total</b>	<b>488</b>	<b>174804654</b>	<b>99.9996%</b>

*(ii) Voted against the Resolution:*

<i>Mode of voting</i>	<i>Number of Members voted</i>	<i>Number of votes cast by them</i>	<i>% of total number of valid votes cast</i>
Remote e-voting	6	222	
E-voting at AGM	1	400	
<b>Total</b>	<b>7</b>	<b>622</b>	<b>0.0004%</b>

*(iii) Invalid Votes:*

<i>Total number of members whose votes were declared invalid</i>	<i>Total number of votes cast by them</i>
5	284406



# A. K. LABH

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7. All the resolutions proposed hereinabove have been passed with requisite majority.
8. The electronic data and e-voting registers shall remain in my safe custody until the Chairman of the meeting considers, approves and signs the minutes in this regard and thereafter it will be handed over to the Company Secretary as authorised by the Board of Directors for safe keeping.

Thanking You,

Yours truly  
For A. K. LABH & Co.  
*Company Secretaries*



(CS A. K. LABH)  
*Practising Company Secretary*  
FCS : 4848 / CP No. : 3238  
UIN : S1999WB026800  
PRCN : 1038/2020  
UDIN : F004848D000711061

Place : Kolkata  
Dated : 29.07.2022



# A. K. LABH

FCS, ACMA (ICAI), MBA, M.Com., ACSI (Lond)  
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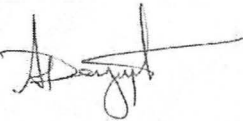
e-mail : aklabh@aklabh.com / aklabhcs@gmail.com

Website : www.aklabh.com

Witness:

1. 

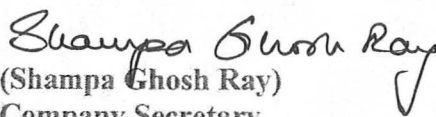
(Narayan Chandra Saha)  
108, Sarat Chatterjee Road  
Howrah - 711102

2. 

(Anushree Dasgupta)  
28/N, Dwijen Mukherjee Road, Behala  
Kolkata - 700060



Received the Report of the Scrutinizer  
For Usha Martin Limited

  
(Shampa Ghosh Ray)  
Company Secretary  
ACS 16737

