

GML/DEL/2020-21 April 09, 2021

Bombay Stock Exchange Limited Floor 25, P. J. Towers, Dalal Street, Mumbai - 400 001. INDIA.

Scrip Code: 532726

National Stock Exchange of India Limited "EXCHANGE PLAZA", Bandra – Kurla Complex, Bandra (East), Mumbai- 400 051. INDIA. **Symbol: GALLANTT**

Dear Sir/Madam,

SUB: DISCLOSURE OF VOTING RESULTS OF EQUITY SHAREHOLDERS, UNSECURED CREDITORS AND SECURED CREDITORS MEETINGS OF GALLANTT METAL LIMITED CONVENED AS PER DIRECTIONS OF THE HON'BLE NATIONAL COMPANY LAW TRIBUNAL, PRINCIPAL BENCH, NEW DELHI, IN TERMS OF REGULATION 44 OF SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015 ALONG WITH SCRUTINIZER'S REPORT

Please find enclosed herewith, the voting results of the following NCLT Convened Meetings of the Company, held on Thursday, April 08, 2021, along with the copy of the Consolidated Scrutinizer's Report:

Meetings Type	Timing
(i) NCLT convened Meeting of Equity Shareholders (Annexure-A)	2.00 p.m.
(i) NCLT convened Meeting of Secured Creditors (Annexure-B)	9.00 a.m.
(iii) NCLT convened Meeting of Unsecured Creditors (Annexure-C)	11.00 a.m.

The combined Scrutinizer Report dated 09.04.2021 pursuant to Section 108 and 109 of the Companies Act, 2013 read with Rule 20 of Companies (Management and Administration) Rules, 2014 on Remote evoting and e-voting at the said Meetings are also enclosed herewith.

The above-mentioned Voting Results along with the Scrutinizer's Report are also being uploaded on the Company's website- "www.gallantt.com"

We hereby request you to please take on record our above submission.

Thanking you,

Yours faithfully,

GALLANTT METAL LIMITED GALLANTT METALLIMITED .

Arnab Banerji Secretary (COMPANY SECRETARY)

M. No. A59335 Encl: As above

GALLANTT METAL LIMITED



ANNEXURE - A

DETAILS OF VOTING RESULTS AS PER REGULATION 44(3) OF THE SEBI (LODR) REGULATIONS, 2015:

SL. No.	DESCRIPTION	PARTICULARS
1.	Date of the NCLT Convened Members Meeting	08.04.2021
2.	Total No. of Shareholders as on Record Date – 01.04.2021	7794
3.	No. of Shareholders present in the meeting either in person or through proxy	As the Meetings were held through VC/ OAVM, physical presence of members/ proxy was not applicable
	 Promoters and Promoters Group Public 	-
4.	No. of Shareholders attended the meeting through Video Conferencing	30
	Promoters and Promoters Group	4
	Public	26

The Meeting of the Company was not held physically. Meeting was held only through Video Conference / Other Audio Visual Means (VC / OAVM) as per the directions of the National Company Law Tribunal, Principal Bench, New Delhi and SEBI and MCA Circulars. The total number of members who attended the meeting through video conference are 30 out of which 4 members are from Promoters and Promoter Group and the rest 26 are public.

Agenda-wise disclosure

Whether promoter/promoter group are interested in the agenda / resolution- No (only to the extent of shareholding in the Company).

The mode of voting for all resolution was remote e-voting and e-voting at the Meeting.

The mode of voting for all resolution was remote e-voting and e-voting at the Meeting.								
Resolution	on 1							
Resolution required: (Ordinary/Special)	Special							
Whether promoter/promoter group are interested in the agenda / resolution	No (only to the extent of shareholding in the Company).							
Description of the resolution considered	Approval of the Scheme of Amalgamation and Slump Sale providing for Slump Sale of 18 MW Power Plant of Gallantt Ispat Limited to Gallantt Metal Limited and thereafter Amalgamation of Gallantt Ispat Limited, AAR Commercial Company Limited, Hipoline Commerce Private Limited, Lexi Exports Private Limited and Richie Credit and Finance Private Limited with Gallantt Metal Limited (Transferee Company) and their respective shareholders and creditors under Sections 230-232 of the Companies Act, 2013.							

GALLANTT METAL LIMITED

Office: Ward-10 BC, Plot No. 123, Ground Floor, Gandhidham, Kutch, Gujrat-370 201, Tel.: 02836-395626 / 395636 Fax: 02836-235787

Works: Near Toll Gate Village - Samakhyali, Taluka-Bhachau, Kutch - Gujrat, Tel.: 91 98 795 60878, Fac A 15 A 1635 LIMITED Registered Office: "GALLANTT HOUSE", 1-7, Jangpura Extension, New Delhi -110 014

Telefax: 011-45048767, E-mail: gml@gallantt.com, Website: www.gallantt.com

Corporate Office: 1, Crooked Lane, Second Floor, Room Nos. 222 & 223, Kolkata - 700069 Tel: 033-46004@mpany Secretary

Corporate Identification No.: L27109DL2005PLC350524



Category	Mode of	No. of	No. of	% of votes	No. of	No. of	% of votes	% of votes
	Voting	Shares	votes	polled on	Votes -	Votes -	in favour	Against
		held	polled	outstanding	Favour	against	on votes	on votes
		X		shares			polled	polled
		[1]	[2]	[3] =[(2)/(1)] *100	[4]	[5]	[6] =[(4)/ (2)]*100	[7] =[(5)/ (2)]*100
Promoter and Promoter Group	E-voting	N.	54441955	99.5889	54441955	-	100.0000	
•	Poll	54666689	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	54666689	54441955	99.5889	54441955	-	100.0000	•
Public – Institutions	E-voting		-	-	F	-	-	-
ii .	Poll	0	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	0		-	-		. =:	-0
Public Non-Institution (including clearing member)	E-voting	26655635	18189170	68.2376	18189132	38	99.9998	0.0002
	Poll		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
-	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	26655635	18189170	68.2376	18189132	38	99.9998	0.0002
TOTAL		81322324	72631125	89.3127	72631087	38	99.9998	0.0001

This is to inform you that on the basis of voting as above, resolution has been passed with specified and requisite majority.

Further, details of vote cast by Public Shareholders in terms of Securities and Exchange Board of India Circular No. CIR/CFD/CMD/16/2015 dated 10th March, 2017 and various applicable regulations are as under:

Vote cast by Public Shareholders in favour of Resolution	18189132	
Vote cast by Public Shareholders against the Resolution	38	

Hence, this is to further state that the resolutions stated in the Notice dated March 08, 2021 have been duly passed with requisite majority as stated in Securities and Exchange Board of India Circular No. CIR/CFD/CMD/16/2015 dated 10th March, 2017 and various applicable regulations.

Thanking you,

Yours faithfully,

GALLANTT METAL LIMITED

GALLANTT METAL LIMITED

Arnab Banerji

(COMPANY SECRETARY)

GALLANTT METAL LIMITED

ice: Ward-10 BC, Plot No. 123, Ground Floor, Gandhidham, Kutch, Gujrat-370 201, Tel.: 02836-395626 / 395636 Fax: 02836-235787 Works: Near Toll Gate Village - Samakhyali, Taluka-Bhachau, Kutch - Gujrat, Tel.: 91 98 795 60878, Fax: +91 2837 283690

Registered Office: "GALLANTT HOUSE", 1-7, Jangpura Extension, New Delhi -110 014

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Corporate Office: 1, Crooked Lane, Second Floor, Room Nos. 222 & 223, Kolkata - 700069 Tel: 033-46004831 Corporate Identification No.: L27109DL2005PLC350524



ANNEXURE - B

SPECIAL BUSINESSES

Item No. 1 as a Special Resolution (Requisite Majority):

APPROVAL OF SCHEME OF AMALGAMATION AND SLUMP SALE PROVIDING FOR SLUMP SALE OF 18 MW POWER PLANT OF GALLANTT ISPAT LIMITED TO GALLANTT METAL LIMITED AND THEREAFTER AMALGAMATION OF GALLANTT ISPAT LIMITED, AAR COMMERCIAL COMPANY LIMITED, HIPOLINE COMMERCE PRIVATE LIMITED, LEXI EXPORTS PRIVATE LIMITED AND RICHIE CREDIT & FINANCE PRIVATE LIMITED (TRANSFEROR COMPANIES) WITH GALLANTT METAL LIMITED (TRANSFEREE COMPANY) AND THEIR RESPECTIVE SHAREHOLDERS AND CREDITORS UNDER SECTIONS 230-232 OF THE COMPANIES ACT, 2013.

Particular	rs	Reme	ote e-voting	Voting a	at the Meeting		Total	
		Numbe r of Secure d Credito rs	Number of Votes Cast (One Rupees of Debt One Vote basis)	Numbe r of Secure d Credito rs	Number of Votes Cast (One Rupees of Debt One Vote basis)	Numbe r of Secure d Credito	Number of Votes Cast (One Rupees of Debt One Vote basis)	Percenta ge (%)
Votes	in	1	582837788	0	0	1	582837788	100.00
favour	of					1	002007700	00
Resolution	1							
Voted aga the Resolu		0	0	0	0	0	0	0.00
TOTAL	10-10-10-10-10-10-10-10-10-10-10-10-10-1	1	582837788	0	0	1	582837788	100.00

Based on the aforesaid result, we report that the **Special Resolution** (requisite majority) as set out in **Item No. 1** of the Notice of the Tribunal Convened Meeting of the Secured Creditors dated 8th April, 2021 has been **passed with requisite majority**.

Thanking you,

Yours faithfully,

GALLANTT METAL LIMITED GALLANTT METAL LIMITED

Company Secretary

Arnab Banerji

(COMPANY SECRETARY)

M. No. A59335

GALLANTT METAL LIMITED

Office: Ward-10 BC, Plot No. 123, Ground Floor, Gandhidham, Kutch, Gujrat-370 201, Tel.: 02836-395626 / 395636 Fax: 02836-235787
Works: Near Toll Gate Village - Samakhyali, Taluka-Bhachau, Kutch - Gujrat, Tel.: 91 98 795 60878, Fax: +91 2837 283690

Registered Office: "GALLANTT HOUSE", 1-7, Jangpura Extension, New Delhi -110 014 Telefax: 011-45048767, E-mail: gml@gallantt.com, Website: www.gallantt.com

Corporate Office: 1, Crooked Lane, Second Floor, Room Nos. 222 & 223, Kolkata - 700069 Tel: 033-46004831

Corporate Identification No.: L27109DL2005PLC350524





SPECIAL BUSINESSES

Item No. 1 as a Special Resolution (Requisite Majority):

APPROVAL OF SCHEME OF AMALGAMATION AND SLUMP SALE PROVIDING FOR SLUMP SALE OF 18 MW POWER PLANT OF GALLANTT ISPAT LIMITED TO GALLANTT METAL LIMITED AND THEREAFTER AMALGAMATION OF GALLANTT ISPAT LIMITED, AAR COMMERCIAL COMPANY LIMITED, HIPOLINE COMMERCE PRIVATE LIMITED, LEXI EXPORTS PRIVATE LIMITED AND RICHIE CREDIT & FINANCE PRIVATE LIMITED (TRANSFEROR COMPANIES) WITH GALLANTT METAL LIMITED (TRANSFEREE COMPANY) AND THEIR RESPECTIVE SHAREHOLDERS AND CREDITORS UNDER SECTIONS 230-232 OF THE COMPANIES ACT, 2013.

Particulars	Reme	ote e-voting	Voting a	Voting at the Meeting		Total	
	Numbe r of Unsecu red Credito rs	Number of Votes Cast (One Rupees of Debt One Vote basis)	Numbe r of Unsecu red Credito rs	Number of Votes Cast (One Rupees of Debt One Vote basis)	Numbe r of Unsecu red Credito rs	Number of Votes Cast (One Rupees of Debt One Vote basis)	Percenta ge (%)
Votes in favour of	27	627663724	0	0	27	627663724	100.00
Resolution							00
Voted against the Resolution	0	0	0	0	0	0	0.0000
TOTAL	27	627663724	0	0	27	627663724	100.00

Based on the aforesaid result, we report that the **Special Resolution** (requisite majority) as set out in **Item No. 1** of the Notice of the Tribunal Convened Meeting of the Unsecured Creditors dated 8th April, 2021 has been **passed with requisite majority**.

Thanking you,

Yours faithfully,

GALLANTT METAL LIMITED

GALLANTT METAL LIMITED

Company Secretary

Arnab Banerji

(COMPANY SECRETARY)

M. No. A59335

GALLANTT METAL LIMITED

Tanmay Kumar Saha

Company Secretary

1, Sardar Para, Ground Floor, Badamtala, Brahmapur, Kolkata – 700 096 Tel: 98318 86005 | E-mail: fcstanmay@gmail.com

Combined Scrutinizer's Report on Remote E-voting & E-Voting at the Meeting of the Equity Shareholders of GALLANTT METAL LIMITED convened pursuant to an order dated 26th February, 2021 passed by the Hon'ble National Company Law Tribunal, Principal Bench, New Delhi and held on Thursday, April 08, 2021 at 2.00 p.m. (IST) ("Tribunal Convened Meeting"/"Meeting") through video conferencing ("VC") / other audio visual means ("OAVM")

To,
The Chairman
Tribunal Convened Meeting of the Equity Shareholders
Gallantt Metal Limited
"GALLANTT HOUSE",
I-7, Jangpura Extension,
New Delhi – 110014.

Dear Sir,

- 1. As per the direction contained in the order dated 26th February, 2021 passed by the Hon'ble National Company Law Tribunal, Principal Bench, New Delhi, I am appointed as Scrutinizer, to carry out the scrutiny of the Remote E-Voting as well as Electronic Voting (Remote) at the Meeting of the Equity Shareholders of GALLANTT METAL LIMITED held on Thursday, April 08, 2021 at 2.00 p.m. (IST) ("Tribunal Convened Meeting"/"Meeting") (convened pursuant to an order dated 26th February, 2021 passed by the Hon'ble National Company Law Tribunal, Principal Bench, New Delhi) through video conferencing ("VC") / other audio visual means ("OAVM") in a fair and transparent manner.
- 2. Pursuant to the provisions of section 108 of the Companies Act, 2013, read with the relevant Rules thereof and read with the provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, I have conducted the scrutiny of the aforesaid Remote E-Voting as well as Electronic Voting (Remote) at the Meeting of the Equity Shareholders of GALLANTT METAL LIMITED held on Thursday, April 08, 2021 at 2.00 p.m. (IST) ("Tribunal Convened Meeting"/"Meeting") through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM"), in respect of the following resolution no. 1:

"Approval of the Scheme of Amalgamation and Slump Sale providing for Slump Sale of 18 MW Power Plant of Gallantt Ispat Limited to Gallantt Metal Limited and thereafter Amalgamation of Gallantt Ispat Limited, AAR Commercial Company Limited, Hipoline Commerce Private Limited, Lexi Exports Private Limited and Richie Credit and Finance Private Limited with Gallantt Metal Limited (Transferee Company) and their respective shareholders and creditors under Sections 230-232 of the Companies Act, 2013 (hereinafter referred to as the "Scheme")."

3. Further in compliance with the Order of Hon'ble Tribunal and MCA Circulars, the Notice of this Meeting, together with the documents accompanying the same, have been sent through electronic mode to those equity shareholders whose e-mail addresses are registered with the Company/Depository Participant(s) (DPs) and through courier to those shareholders whose email addresses were not available on March 08, 2021 (both through electronic mode and

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courier). The Notice calling the "Tribunal Convened Meeting"/"Meeting" had been uploaded on the website of the Company at https://www.gallantt.com. The Notice can also be accessed from the website of the Stock Exchanges i.e, BSE Limited ("BSE") at www.bseindia.com and www.nseindia.com, respectively and also on the website of NSDL at www.evoting.nsdl.com.

The Company has also given newspaper advertisement published in "Financial Express" (English, Delhi Edition) and "Jansatta" (Hindi, Delhi Edition) both dated 7th March 2021 informing the shareholders regarding the above-mentioned Hon'ble NCLT convened Meeting and other incidental matters.

Since this "Tribunal Convened Meeting"/"Meeting" was held pursuant to the Order of Hon'ble Tribunal and the MCA Circulars through VC or OAVM, physical attendance of Members had been dispensed with, Accordingly, in terms of the above-mentioned MCA and SEBI Circulars, the facility for appointment of proxies by the Members were also dispensed with.

Members attended the meeting through VC or OAVM had been counted for the purpose of reckoning the quorum as per the order of the Honorable Tribunal and under Section 103 of the Companies Act, 2013.

The Notice dated 6th March, 2021 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 Tribunal Convened Meeting of the Equity Shareholders.

4. Management's Responsibility

The Management of the Company is responsible to ensure compliance with the requirements of (i) directions contained in the order dated 26th February, 2021 passed by the Hon'ble National Company Law Tribunal, Principal Bench, New Delhi. (ii) the Act and the Rules made thereunder; (iii) the MCA Circulars; and (iv) the SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015, ("LODR") relating to e-voting on the resolutions contained in the Notice calling the Tribunal Convened Meeting of the Equity Shareholders. The Management of the Company is responsible for ensuring a secured framework and robustness of the electronic voting systems.

It was informed to me by the Company that the Special Resolution (requisite majority) sought for the approval of the Scheme shall be considered as passed by the shareholders of the Company if: (a) the number of votes cast in its favour are not less than three times the number of votes cast, if any, against the said Resolution, and (b) the votes cast by public shareholders in favour of the Resolution are more than the number of votes cast by public shareholders against it in terms of Securities and Exchange Board of India Circular No. CIR/CFD/CMD/16/2015 dated 10th March, 2017.

5. Scrutinizer's Responsibility

My responsibility as Scrutinizer for e-voting process i.e, remote e-voting and Electronic Voting (Remote) is restricted to making a Consolidated Scrutinizer's Report of the votes cast "in favour" or "against" the resolutions contained in the Notice, based on the reports generated from the e-voting system provided by M/s. National Securities Depository Limited ("NSDL", herein after) authorized under the Rules and engaged by the Company to provide e-voting facility and attended papers/documents furnished to me electronically by the company and/or NSDL for my verification.

6. Cut-off date

The Equity Shareholders of the Company as on the "cut-off" date, as set out in the Notice, i.e. Thursday, 1st April, 2021, were entitled to vote on the resolutions (Item No. 1 as set out in the Notice calling the Tribunal Convened Meeting of the Equity Shareholders) and their voting rights

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were in the proportion to their share in the paid-up equity share capital of the Company as on the cut-off date.

7. Remote e-voting process:-

- I. The remote e-voting period remained open from Monday, 5th April 2021 (9:00 A.M. IST) to Wednesday, 7th April 2021 (5:00 P.M. IST)
- II. The votes cast were unblocked on Thursday, 8th April, 2021 after the conclusion of the Tribunal Convened Meeting of the Equity Shareholders and was witnessed by two witnesses, Mr. Akram Ali Ansari and Mr. Sujoy Sarkar, who are not in the employment of the Company. They have signed below in confirmation of the same.

Mr. Akram Ali Ansari

Mr. Sujoy Sarkar

III. Thereafter, the details containing, *inter alia*, the list of Equity Shareholders who voted "in favour" or "against" on each of the resolutions that was put to vote, were generated from the e-voting website of NSDL, i.e, www.evoting.nsdl.com. Based on the report generated by NSDL and relied upon by me, data regarding the remote e-voting was scrutinized on test check basis.

8. E-voting process at the Tribunal Convened Meeting:-

- I. After the time fixed for closing of the e-voting by the Chairman, the electronic system recording the e-voting (e-votes) was locked by NSDL.
- II. The e-voting system was scrutinized on test check basis the e-votes were reconciled with the records maintained by the Company/NSDL on test check basis.
- III. The e-votes cast were unblocked on Thursday, 8th April 2021 after the conclusion of the Tribunal Convened Meeting of the Equity Shareholders.
- 9. I Submit herewith the Consolidated Scrutinizer's Report on the results of the remote e-voting and electronic voting system (EVEN: 115798) at the Tribunal Convened Meeting of the Equity Shareholders done through E-Voting system by the members attended through VC / OAVM, based on the reports generated by NSDL, scrutinized on test check basis and relied upon by me as under: -

SPECIAL BUSINESSES

<u>Item No. 1</u> as a Special Resolution (Requisite Majority):

APPROVAL OF SCHEME OF AMALGAMATION AND SLUMP SALE PROVIDING FOR SLUMP SALE OF 18 MW POWER PLANT OF GALLANTT ISPAT LIMITED TO GALLANTT METAL LIMITED AND THEREAFTER AMALGAMATION OF GALLANTT ISPAT LIMITED, AAR COMMERCIAL COMPANY LIMITED, HIPOLINE COMMERCE PRIVATE LIMITED, LEXI EXPORTS PRIVATE LIMITED AND RICHIE CREDIT & FINANCE PRIVATE LIMITED (TRANSFEROR COMPANIES) WITH GALLANTT METAL LIMITED (TRANSFEREE COMPANY) AND THEIR RESPECTIVE SHAREHOLDERS AND CREDITORS UNDER SECTIONS 230-232 OF THE COMPANIES ACT, 2013.

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Particular	s	Remo	te e-voting	Voting a	t the Meeting			
		Numbe r of Voters (Folios)	Number of Votes Cast (One Share One Vote basis)	Numbe r of Voters (Folios)	Number of Votes Cast (One Share One Vote basis)	Numbe r of Voters (Folios)	Number of Votes Cast (One Share One Vote basis)	Percentag e (%)*
Votes	in	59	72631087	0	0	59	72631087	99.9999
favour	of							
Resolution								
Voted aga the Resolu	1177	6	38	0	0	6	38	0.0001
TOTAL		65	72631125	0	0	65	72631125	100.00

^{*}Percentage is based on total votes cast by the Shareholders.

Based on the aforesaid result, we report that the Special Resolution (requisite majority) as set out in Item No. 1 of the Notice of the Tribunal Convened Meeting of the Equity Shareholders dated 8th April, 2021 has been passed with requisite majority.

I hereby confirm that I was maintaining the registers received from the service provider both electronically and manually, in respect of the votes cast through e-voting and Electronic Voting by the shareholders of the company at the Tribunal Convened Meeting of the Equity Shareholders. These documents and all other relevant records were sealed and handed over to the Company Secretary / Director authorized by the Board for safe keeping.

Thanking you,

Yours faithfully,

Tourney June Cha

Tanmay Kumar Saha Practicing Company Secretary Membership No. F8847

UDIN: F008847C000032354

Place: Kolkata Date: 09.04.2021 I accept

Somnath Gangopadhyay CHAIRMAN OF THE MEETING GALLANTT METAL LIMITED

Gargedyy

Date: 09.04.2021

Tanmay Kumar Saha

Company Secretary

1, Sardar Para, Ground Floor, Badamtala, Brahmapur, Kolkata – 700 096 Tel: 98318 86005 | E-mail: fcstanmay@gmail.com

Combined Scrutinizer's Report on Remote E-voting & E-Voting at the Meeting by the Public Shareholders of GALLANTT METAL LIMITED convened pursuant to an order dated 26th February, 2021 passed by the Hon'ble National Company Law Tribunal, Principal Bench, New Delhi and held on Thursday, April 08, 2021 at 2.00 p.m. (IST) ("Tribunal Convened Meeting"/"Meeting") through video conferencing ("VC") / other audio visual means ("OAVM")

[Pursuant to Securities and Exchange Board of India Circular No. CIR/CFD/CMD/16/2015 dated 10th March, 2017]

To,
The Chairman
Tribunal Convened Meeting of the Equity Shareholders
Gallantt Metal Limited
"GALLANTT HOUSE",
I-7, Jangpura Extension,
New Delhi – 110014.

Dear Sir.

SUB: Report of Scrutinizer on e-voting by Public shareholders as per Securities and Exchange Board of India Circular No. CIR/CFD/CMD/16/2015 dated 10th March, 2017 (SEBI Circular), in the Tribunal Convened Meeting.

- 1. As per the direction contained in the order dated 26th February, 2021 passed by the Hon'ble National Company Law Tribunal, Principal Bench, New Delhi, I am appointed as Scrutinizer, to carry out the scrutiny of the Remote E-Voting as well as Electronic Voting (Remote) at the Meeting of the Equity Shareholders of GALLANTT METAL LIMITED held on Thursday, April 08, 2021 at 2.00 p.m. (IST) ("Tribunal Convened Meeting"/"Meeting") (convened pursuant to an order dated 26th February, 2021 passed by the Hon'ble National Company Law Tribunal, Principal Bench, New Delhi) through video conferencing ("VC") / other audio visual means ("OAVM") in a fair and transparent manner.
- 2. Pursuant to the provisions of section 108 of the Companies Act, 2013, read with the relevant Rules thereof and read with the provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, I have conducted the scrutiny of the aforesaid Remote E-Voting and as well as Electronic Voting (Remote) at the Meeting of the Equity Shareholders of GALLANTT METAL LIMITED held on Thursday, April 08, 2021 at 2.00 p.m. (IST) ("Tribunal Convened Meeting"/"Meeting") through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM"), in respect of the following resolution no. 1:

"Approval of the Scheme of Amalgamation and Slump Sale providing for Slump Sale of 18 MW Power Plant of Gallantt Ispat Limited to Gallantt Metal Limited and thereafter Amalgamation of Gallantt Ispat Limited, AAR Commercial Company Limited, Hipoline Commerce Private Limited, Lexi Exports Private Limited and





Richie Credit and Finance Private Limited with Gallantt Metal Limited (Transferee Company) and their respective shareholders and creditors under Sections 230-232 of the Companies Act, 2013 (hereinafter referred to as the "Scheme")."

3. Further in compliance with the Order of Hon'ble Tribunal and MCA Circulars, the Notice of this Meeting, together with the documents accompanying the same, have been sent through electronic mode to those equity shareholders whose e-mail addresses are registered with the Company/Depository Participant(s) (DPs) and through courier to those shareholders whose email addresses were not available on March 08, 2021. The Notice calling the "Tribunal Convened Meeting"/"Meeting" had been uploaded on the website of the Company at https://www.gallantt.com. The Notice can also be accessed from the website of the Stock Exchanges i.e, BSE Limited ("BSE") at www.bseindia.com, respectively and also on the website of NSDL at www.nseindia.com, respectively and also on the website of NSDL at www.evoting.nsdl.com.

The Company has also given newspaper advertisement published in "Financial Express" (English, Delhi Edition) and "Jansatta" (Hindi, Delhi Edition) both dated 7th March 2021 informing the shareholders regarding the above-mentioned Hon'ble NCLT convened Meeting and other incidental matters.

Since this "Tribunal Convened Meeting"/"Meeting" was held pursuant to the Order of Hon'ble Tribunal and the MCA Circulars through VC or OAVM, physical attendance of Members had been dispensed with, Accordingly, in terms of the above-mentioned MCA and SEBI Circulars, the facility for appointment of proxies by the Members were also dispensed with.

Members attended the meeting through VC or OAVM had been counted for the purpose of reckoning the quorum as per the order of the Honorable Tribunal and under Section 103 of the Companies Act, 2013.

The Notice dated 6th March, 2021 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 Tribunal Convened Meeting of the Equity Shareholders.

4. Management's Responsibility

The Management of the Company is responsible to ensure compliance with the requirements of (i) directions contained in the order dated 26th February, 2021 passed by the Hon'ble National Company Law Tribunal, Principal Bench, New Delhi. (ii) the Act and the Rules made thereunder; (iii) the MCA Circulars; and (iv) the SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015, ("LODR") relating to e-voting on the resolutions contained in the Notice calling the Tribunal Convened Meeting of the Equity Shareholders. The Management of the Company is responsible for ensuring a secured framework and robustness of the electronic voting systems.

It was informed to me by the Company that the Special Resolution sought for the approval of the Scheme shall be considered as passed by the shareholders of the Company if: (a) the number of votes cast in its favour are not less than three times the number of votes cast, if any, against the said Resolution, and (b) the votes cast by public shareholders in favour of the Resolution are more than the number of votes cast by public shareholders against it in terms of Securities and Exchange Board of India Circular No. CIR/CFD/CMD/16/2015 dated 10th March, 2017.

5. Scrutinizer's Responsibility



My responsibility as Scrutinizer for e-voting process i.e, remote e-voting and Electronic Voting (Remote) is restricted to making a Consolidated Scrutinizer's Report of the votes cast "in favour" or "against" the resolutions contained in the Notice, based on the reports generated from the e-voting system provided by M/s. National Securities Depository Limited ("NSDL", herein after) authorized under the Rules and engaged by the Company to provide e-voting facility and attended papers/documents furnished to me electronically by the company and/or NSDL for my verification.

6. Cut-off date

The Equity Shareholders of the Company as on the "cut-off" date, as set out in the Notice, i.e, Thursday, 1st April, 2021, were entitled to vote on the resolutions (Item No. 1 as set out in the Notice calling the Tribunal Convened Meeting of the Equity Shareholders) and their voting rights were in the proportion to their share in the paid-up equity share capital of the Company as on the cut-off date.

7. Remote e-voting process:-

- I. The remote e-voting period remained open from Monday, 5th April 2021 (9:00 A.M. IST) to Wednesday, 7th April 2021 (5:00 P.M. IST)
- II. The votes cast were unblocked on Thursday, 8th April, 2021 after the conclusion of the Tribunal Convened Meeting of the Equity Shareholders and was witnessed by two witnesses, Mr. Akram Ali Ansari and Mr. Sujoy Sarkar, who are not in the employment of the Company. They have signed below in confirmation of the same.

Mr. Akram Ali Ansari Mr. Sujoy Sarkar

III. Thereafter, the details containing, *inter alia*, the list of Equity Shareholders who voted "in favour" or "against" on each of the resolutions that was put to vote, were generated from the e-voting website of NSDL, i.e, www.evoting.nsdl.com. Based on the report generated by NSDL and relied upon by me, data regarding the remote e-voting was scrutinized on test check basis.

8. E-voting process at the Tribunal Convened Meeting:-

- I. After the time fixed for closing of the e-voting by the Chairman, the electronic system recording the e-voting (e-votes) was locked by NSDL.
- II. The e-voting system was scrutinized on test check basis the e-votes were reconciled with the records maintained by the Company/NSDL on test check basis.
- III. The e-votes cast were unblocked on Thursday, 8th April 2021 after the conclusion of the Tribunal Convened Meeting of the Equity Shareholders.
- 9. While I have issued a separate consolidated Report of Scrutinizer on Tribunal Convened Meeting conducted through Remote E-voting and E-voting during the Meeting (EVEN: 115798) pursuant to the provisions of Sections 108 of the Companies Act, 2013 ('the Act') read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014 and MCA circulars in respect of passing of the resolution contained in the Notice dated March 08, 2021 of even date, for the



purpose of determination of the voting by public shareholders in terms of Securities and Exchange Board of India Circular No. CIR/CFD/CMD/16/2015 dated 10th March, 2017, I hereby report as under the results of Public shareholders voting are as under:

SPECIAL BUSINESSES

Item No. 1

APPROVAL OF SCHEME OF AMALGAMATION AND SLUMP SALE PROVIDING FOR SLUMP SALE OF 18 MW POWER PLANT OF GALLANTT ISPAT LIMITED TO GALLANTT METAL LIMITED AND THEREAFTER AMALGAMATION OF GALLANTT ISPAT LIMITED, AAR COMMERCIAL COMPANY LIMITED, HIPOLINE COMMERCE PRIVATE LIMITED, LEXI EXPORTS PRIVATE LIMITED AND RICHIE CREDIT & FINANCE PRIVATE LIMITED (TRANSFEROR COMPANIES) WITH GALLANTT METAL LIMITED (TRANSFEREE COMPANY) AND THEIR RESPECTIVE SHAREHOLDERS AND CREDITORS UNDER SECTIONS 230-232 OF THE COMPANIES ACT, 2013.

Particulars	No. of Public Shareholders	No. of Votes	
Total e-voting received	46	18189170	

Particulars	Rem	ote e-voting	Voting	at the Meeting		Total	
	Numbe r of Public Shareh olders Voters (Folios)	Number of Votes Cast by Public Shareholders (One Share One Vote basis)	Numbe r of Public Shareh olders Voters (Folios)	Number of Votes Cast by Public Shareholders (One Share One Vote basis)	Numbe r of Public Shareh olders Voters (Folios)	Number of Votes Cast by Public Shareholders (One Share One Vote basis)	Percentag e (%)*
Votes in favour of Resolution by Public Shareholders	40	18189132	0	0	40	18189132	99.9999
Voted against the Resolution by Public Shareholders	6	38	0	0	6	38	00.0001
TOTAL	46	18189170	0	0	46	18189170	100.000

^{*}Percentage is based on total vote cast by Public Shareholders.

Based on the above results, the Resolution in Item No. 1 mentioned herein above proposed to Public Shareholders of Gallantt Metal Limited stands passed with requisite majority on April 08, 2021.

Based on the aforesaid result, we report that the **Resolution** as set out in **Item No. 1** of the Notice of the Tribunal Convened Meeting of the Equity Shareholders (Public Shareholders) dated 8th April, 2021 has been **passed with requisite majority**.



E.

I hereby confirm that I was maintaining the registers received from the service provider both electronically and manually, in respect of the votes cast through e-voting and Electronic Voting by the shareholders of the company at the Tribunal Convened Meeting of the Equity Shareholders. These documents and all other relevant records were sealed and handed over to the Company Secretary / Director authorized by the Board for safe keeping.

Thanking you,

Yours faithfully,

Tanmay Kumar Saha Practicing Company Secretary Membership No. F8847

UDIN: F008847C000032354

Place: Kolkata Date: 09.04.2021 I accept

Somnath Gangopadhyay CHAIRMAN OF THE MEETING GALLANTT METAL LIMITED

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Date: 09.04.2021



Tanmay Kumar Saha

Company Secretary

1, Sardar Para, Ground Floor, Badamtala, Brahmapur, Kolkata – 700 096 Tel: 98318 86005 | E-mail: fcstanmay@gmail.com

Combined Scrutinizer's Report on Remote E-voting & E-Voting at the Meeting of the Secured Creditors of GALLANTT METAL LIMITED convened pursuant to an order dated 26th February, 2021 passed by the Hon'ble National Company Law Tribunal, Principal Bench, New Delhi and held on Thursday, April 08, 2021 at 9.00 a.m. (IST) ("Tribunal Convened Meeting"/"Meeting") through video conferencing ("VC") / other audio visual means ("OAVM")

To,
The Chairman
Tribunal Convened Meeting of the Secured Creditors
Gallantt Metal Limited
"GALLANTT HOUSE",
I-7, Jangpura Extension,
New Delhi – 110014.

Dear Sir,

- 1. As per the direction contained in the order dated 26th February, 2021 passed by the Hon'ble National Company Law Tribunal, Principal Bench, New Delhi, I am appointed as Scrutinizer, to carry out the scrutiny of the Remote E-Voting as well as Electronic Voting (Remote) at theMeeting of the Secured Creditors of GALLANTT METAL LIMITED held on Thursday, April 08, 2021 at 9.00a.m. (IST) ("Tribunal Convened Meeting"/"Meeting") (convened pursuant to an order dated 26th February, 2021 passed by the Hon'ble National Company Law Tribunal, Principal Bench, New Delhi) through video conferencing ("VC") / other audio visual means ("OAVM") in a fair and transparent manner.
- 2. Pursuant to the provisions of section 108 of the Companies Act, 2013, read with the relevant Rules thereof and read with the provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, I have conducted the scrutiny of the aforesaid Remote E-Voting as well as Electronic Voting (Remote) at the Meeting of the Secured Creditors of GALLANTT METAL LIMITED held on Thursday, April 08, 2021 at 9.00a.m. (IST) ("Tribunal Convened Meeting"/"Meeting") through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM"), in respect of the following resolution no. 1:

"Approval of the Scheme of Amalgamation and Slump Sale providing for Slump Sale of 18 MW Power Plant of Gallantt Ispat Limited to Gallantt Metal Limited and thereafter Amalgamation of Gallantt Ispat Limited, AAR Commercial Company Limited, Hipoline Commerce Private Limited, Lexi Exports Private Limited and Richie Credit and Finance Private Limited with Gallantt Metal Limited (Transferee Company) and their respective shareholders and creditors under Sections 230-232 of the Companies Act, 2013 (hereinafter referred to as the "Scheme")."

3. Further in compliance with the Order of Hon'ble Tribunal and MCA Circulars, the Notice of this Meeting, together with the documents accompanying the same, have been sent through electronic mode to the Secured Creditors whose e-mail addresses are registered



with the Companyon March 08, 2021. The Notice calling the "Tribunal Convened Meeting"/"Meeting" had been uploaded on the website of the Company at https://www.gallantt.com. The Notice can also be accessed from the website of the Stock Exchanges i.e, BSE Limited ("BSE") at www.bseindia.com and www.nseindia.com, respectively and also on the website of NSDL at www.evoting.nsdl.com.

The Company has also given newspaper advertisement published in "Financial Express" (English, Delhi Edition) and "Jansatta" (Hindi, Delhi Edition) both dated 7th March 2021 informing the Secured Creditors regarding the above-mentioned Hon'ble NCLT convened Meeting and other incidental matters.

Since this "Tribunal Convened Meeting"/"Meeting"was held pursuant to the Order of Hon'ble Tribunal and the MCA Circulars through VC or OAVM, physical attendance of Secured Creditors had been dispensed with, Accordingly, in terms of the abovementioned MCA and SEBI Circulars, the facility for appointment of proxies by the Secured Creditors were also dispensed with.

Secured Creditors attended the meeting through VC or OAVM had been counted for the purpose of reckoning the quorum as per the order of the Honorable Tribunal and under Section 103 of the Companies Act, 2013.

The Notice dated 6th March, 2021 along with the statement setting out material facts under Section 102 of the Act as confirmed by the Company were sent to the Secured Creditors in respect of the resolutions proposed at the Tribunal Convened Meeting of the Secured Creditors.

4. Management's Responsibility

The Management of the Company is responsible to ensure compliance with the requirements of (i) directions contained in the order dated 26th February, 2021 passed by the Hon'ble National Company Law Tribunal, Principal Bench, New Delhi. (ii) the Act and the Rules made thereunder; (iii) the MCA Circulars; and (iv) the SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015, ("LODR") relating to e-voting on the resolutions contained in the Notice calling the Tribunal Convened Meeting of the Secured Creditors. The Management of the Company is responsible for ensuring a secured framework and robustness of the electronic voting systems.

It was informed to me by the Company that the Special Resolution (requisite majority) sought for the approval of the Scheme shall be considered as passed by the Secured Creditors of the Company if: (a) the number of votes cast in its favour are not less than three times the number of votes cast, if any, against the said Resolution.

5. Scrutinizer's Responsibility

My responsibility as Scrutinizer for e-voting process i.e, remote e-voting and Electronic Voting (Remote) is restricted to making a Consolidated Scrutinizer's Report of the votes cast "in favour" or "against" the resolutions contained in the Notice, based on the reports generated from the e-voting system provided by M/s. National Securities Depository Limited ("NSDL", herein after) authorized under the Rules and engaged by the Company to provide e-voting facility and attended papers/documents furnished to me electronically by the company and/or NSDL for my verification.

6. Cut-off date

The Secured Creditors of the Company as on the "cut-off" date, as set out in the Notice, i.e, Monday, 30th November, 2021, were entitled to vote on the resolutions (Item No. 1 as set out in the Notice calling the Tribunal Convened Meeting of the Secured Creditors)

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and their voting rights were in the proportion to their value of creditors as on the cut-off date.

7. Remote e-voting process:-

- I. The remote e-voting period remained open from Monday, 5th April 2021 (9:00 A.M. IST) to Wednesday, 7th April 2021 (5:00 P.M. IST)
- II. The votes cast were unblocked on Thursday, 8th April, 2021 after the conclusion of the Tribunal Convened Meeting of the Secured Creditors and was witnessed by two witnesses, Mr. Akram Ali Ansari and Mr. Sujoy Sarkar, who are not in the employment of the Company. They have signed below in confirmation of the same.



III. Thereafter, the details containing, *inter alia*, the list of Secured Creditors who voted "in favour" or "against" on each of the resolutions that was put to vote, were generated from the e-voting website of NSDL, i.e, www.evoting.nsdl.com. Based on the report generated by NSDL and relied upon by me, data regarding the remote e-voting was scrutinized on test check basis.

8. E-voting process at the Tribunal Convened Meeting:-

- I. After the time fixed for closing of the e-voting by the Chairman, the electronic system recording the e-voting (e-votes) was locked by NSDL.
- II. The e-voting system was scrutinized on test check basis the e-votes were reconciled with the records maintained by the Company/NSDL on test check basis.
- III. The e-votes cast were unblocked on Thursday, 8th April 2021 after the conclusion of the Tribunal Convened Meeting of the Secured Creditors.
- 9. I Submit herewith the Consolidated Scrutinizer's Report on the results of the remote evoting and electronic voting system (EVEN: 115821) at the Tribunal Convened Meeting of the Secured Creditorsdone through E-Voting system by the Secured Creditors attended through VC / OAVM, based on the reports generated by NSDL, scrutinized on test check basis and relied upon by me as under: -

SPECIAL BUSINESSES

Item No. 1 as a Special Resolution (Requisite Majority):

APPROVAL OF SCHEME OF AMALGAMATION AND SLUMP SALE PROVIDING FOR SLUMP SALE OF 18 MW POWER PLANT OF GALLANTT ISPAT LIMITED TO GALLANTT METAL LIMITED AND THEREAFTER AMALGAMATION OF GALLANTT ISPAT LIMITED, AAR COMMERCIAL COMPANY LIMITED, HIPOLINE COMMERCE PRIVATE LIMITED, LEXI EXPORTS PRIVATE LIMITED AND RICHIE CREDIT & FINANCE PRIVATE LIMITED (TRANSFEROR COMPANIES) WITH GALLANTT METAL LIMITED (TRANSFEREE COMPANY) AND THEIR RESPECTIVE SHAREHOLDERS AND CREDITORS UNDER SECTIONS 230-232 OF THE COMPANIES ACT, 2013.



Particulars	Reme	ote e-voting	Voting a	at the Meeting		Total	
	Numbe r of Secure d Credito rs	Number of Votes Cast (One Rupees of Debt One Vote basis)	Numbe r of Secure d Credito	Number of Votes Cast (One Rupees of Debt One Vote basis)	Numbe r of Secure d Credito rs	Number of Votes Cast (One Rupees of Debt One Vote basis)	Percenta ge (%)
Votes in	1	582837788	0	0	1	582837788	100.00
favour of							
Resolution							
Voted against	0	0	0	0	0	0	0.00
the Resolution							
TOTAL	1	582837788	0	0	1	582837788	100.00

Based on the aforesaid result, we report that the **Special Resolution** (requisite majority) as set out in **Item No. 1** of the Notice of the Tribunal Convened Meeting of the Secured Creditors dated 8th April, 2021 has been **passed with requisite majority**.

I hereby confirm that I was maintaining the registers received from the service provider both electronically and manually, in respect of the votes cast through e-voting and Electronic Voting by the Secured Creditors of the company at the Tribunal Convened Meeting of the Secured Creditors. These documents and all other relevant records were sealed and handed over to the Company Secretary / Director authorized by the Board for safe keeping.

Thanking you,

Yours faithfully,

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Tanmay Kumar Saha Practicing Company Secretary

Membership No. F8847 UDIN: F008847C000039231

Place: Kolkata Date: 09.04.2021 I accept

Somnath Gangopadhyay CHAIRMAN OF THE MEETING GALLANTT METAL LIMITED

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Date: 09.04.2021

Tanmay Kumar Saha

Company Secretary

1, Sardar Para, Ground Floor, Badamtala, Brahmapur, Kolkata – 700 096 Tel : 98318 86005 | E-mail : fcstanmay@gmail.com

Combined Scrutinizer's Report on Remote E-voting & E-Voting at the Meeting of the Unsecured Creditors of GALLANTT METAL LIMITED convened pursuant to an order dated 26th February, 2021 passed by the Hon'ble National Company Law Tribunal, Principal Bench, New Delhi and held on Thursday, April 08, 2021 at 11.00a.m. (IST) ("Tribunal Convened Meeting"/"Meeting") through video conferencing ("VC") / other audio visual means ("OAVM")

To,
The Chairman
Tribunal Convened Meeting of the Unsecured Creditors
Gallantt Metal Limited
"GALLANTT HOUSE",
I-7, Jangpura Extension,
New Delhi – 110014.

Dear Sir,

- 1. As per the direction contained in the order dated 26th February, 2021 passed by the Hon'ble National Company Law Tribunal, Principal Bench, New Delhi, I am appointed as Scrutinizer, to carry out the scrutiny of the Remote E-Voting as well as Electronic Voting (Remote) at theMeeting of the Unsecured Creditors of GALLANTT METAL LIMITED held on Thursday, April 08, 2021 at 11.00a.m. (IST) ("Tribunal Convened Meeting"/"Meeting") (convened pursuant to an order dated 26th February, 2021 passed by the Hon'ble National Company Law Tribunal, Principal Bench, New Delhi) through video conferencing ("VC") / other audio visual means ("OAVM") in a fair and transparent manner.
- 2. Pursuant to the provisions of section 108 of the Companies Act, 2013, read with the relevant Rules thereof and read with the provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, I have conducted the scrutiny of the aforesaid Remote E-Voting as well as Electronic Voting (Remote) at the Meeting of the Unsecured Creditors of GALLANTT METAL LIMITED held on Thursday, April 08, 2021 at 11.00a.m. (IST) ("Tribunal Convened Meeting"/"Meeting") through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM"), in respect of the following resolution no. 1:

"Approval of the Scheme of Amalgamation and Slump Sale providing for Slump Sale of 18 MW Power Plant of Gallantt Ispat Limited to Gallantt Metal Limited and thereafter Amalgamation of Gallantt Ispat Limited, AAR Commercial Company Limited, Hipoline Commerce Private Limited, Lexi Exports Private Limited and Richie Credit and Finance Private Limited with Gallantt Metal Limited (Transferee Company) and their respective shareholders and creditors under Sections 230-232 of the Companies Act, 2013 (hereinafter referred to as the "Scheme")."

3. Further in compliance with the Order of Hon'ble Tribunal and MCA Circulars, the Notice of this Meeting, together with the documents accompanying the same, have been sent through electronic mode to the Unsecured Creditors whose e-mail addresses are



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registered with the Companyon March 08, 2021. The Notice calling the "Tribunal Convened Meeting"/"Meeting" had been uploaded on the website of the Company at https://www.gallantt.com. The Notice can also be accessed from the website of the Stock Exchanges i.e, BSE Limited ("BSE") at www.bseindia.com and www.nseindia.com, respectively and also on the website of NSDL at www.evoting.nsdl.com.

The Company has also given newspaper advertisement published in "Financial Express" (English, Delhi Edition) and "Jansatta" (Hindi, Delhi Edition) both dated 7th March 2021 informing the Unsecured Creditors regarding the above-mentioned Hon'ble NCLT convened Meeting and other incidental matters.

Since this "Tribunal Convened Meeting"/"Meeting"was held pursuant to the Order of Hon'ble Tribunal and the MCA Circulars through VC or OAVM, physical attendance of Unsecured Creditors had been dispensed with, Accordingly, in terms of the abovementioned MCA and SEBI Circulars, the facility for appointment of proxies by the Unsecured Creditors were also dispensed with.

Unsecured Creditors attended the meeting through VC or OAVM had been counted for the purpose of reckoning the quorum as per the order of the Honorable Tribunal and under Section 103 of the Companies Act, 2013.

The Notice dated 6th March, 2021 along with the statement setting out material facts under Section 102 of the Act as confirmed by the Company were sent to the Unsecured Creditors in respect of the resolutions proposed at the Tribunal Convened Meeting of the Unsecured Creditors.

4. Management's Responsibility

The Management of the Company is responsible to ensure compliance with the requirements of (i) directions contained in the order dated 26th February, 2021 passed by the Hon'ble National Company Law Tribunal, Principal Bench, New Delhi. (ii) the Act and the Rules made thereunder; (iii) the MCA Circulars; and (iv) the SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015, ("LODR") relating to e-voting on the resolutions contained in the Notice calling the Tribunal Convened Meeting of the Unsecured Creditors. The Management of the Company is responsible for ensuring aUnsecured framework and robustness of the electronic voting systems.

It was informed to me by the Company that the Special Resolution (requisite majority) sought for the approval of the Scheme shall be considered as passed by the Unsecured Creditors of the Company if: (a) the number of votes cast in its favour are not less than three times the number of votes cast, if any, against the said Resolution.

5. Scrutinizer's Responsibility

My responsibility as Scrutinizer for e-voting process i.e, remote e-voting and Electronic Voting (Remote) is restricted to making a Consolidated Scrutinizer's Report of the votes cast "in favour" or "against" the resolutions contained in the Notice, based on the reports generated from the e-voting system provided by M/s. National Securities Depository Limited ("NSDL", herein after) authorized under the Rules and engaged by the Company to provide e-voting facility and attended papers/documents furnished to me electronically by the company and/or NSDL for my verification.

6. Cut-off date

The Unsecured Creditors of the Company as on the "cut-off" date, as set out in the Notice, i.e, Monday, 30th November, 2021, were entitled to vote on the resolutions (Item No. 1 as set out in the Notice calling the Tribunal Convened Meeting of the Unsecured

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Creditors) and their voting rights were in the proportion to their value of creditors as on the cut-off date.

7. Remote e-voting process:-

- I. The remote e-voting period remained open from Monday, 5th April 2021 (9:00 A.M. IST) to Wednesday, 7th April 2021 (5:00 P.M. IST)
- II. The votes cast were unblocked on Thursday, 8th April, 2021 after the conclusion of the Tribunal Convened Meeting of the Unsecured Creditors and was witnessed by two witnesses, Mr. Akram Ali Ansari and Mr. Sujoy Sarkar, who are not in the employment of the Company. They have signed below in confirmation of the same.



III. Thereafter, the details containing, *inter alia*, the list of Unsecured Creditors who voted "in favour" or "against" on each of the resolutions that was put to vote, were generated from the e-voting website of NSDL, i.e, www.evoting.nsdl.com. Based on the report generated by NSDL and relied upon by me, data regarding the remote e-voting was scrutinized on test check basis.

8. E-voting process at the Tribunal Convened Meeting:-

- I. After the time fixed for closing of the e-voting by the Chairman, the electronic system recording the e-voting (e-votes) was locked by NSDL.
- II. The e-voting system was scrutinized on test check basis the e-votes were reconciled with the records maintained by the Company/NSDL on test check basis.
- III. The e-votes cast were unblocked on Thursday, 8th April 2021 after the conclusion of the Tribunal Convened Meeting of the Unsecured Creditors.
- 9. I Submit herewith the Consolidated Scrutinizer's Report on the results of the remote evoting and electronic voting system (EVEN: 115822) at the Tribunal Convened Meeting of the Unsecured Creditorsdone through E-Voting system by the Unsecured Creditors attended through VC / OAVM, based on the reports generated by NSDL, scrutinized on test check basis and relied upon by me as under: -

SPECIAL BUSINESSES

Item No. 1 as a Special Resolution (Requisite Majority):

APPROVAL OF SCHEME OF AMALGAMATION AND SLUMP SALE PROVIDING FOR SLUMP SALE OF 18 MW POWER PLANT OF GALLANTT ISPAT LIMITED TO GALLANTT METAL LIMITED AND THEREAFTER AMALGAMATION OF GALLANTT ISPAT LIMITED, AAR COMMERCIAL COMPANY LIMITED, HIPOLINE COMMERCE PRIVATE LIMITED, LEXI EXPORTS PRIVATE LIMITED AND RICHIE CREDIT & FINANCE PRIVATE LIMITED (TRANSFEROR COMPANIES) WITH GALLANTT METAL LIMITED (TRANSFEREE COMPANY) AND THEIR RESPECTIVE SHAREHOLDERS AND CREDITORS UNDER SECTIONS 230-232 OF THE COMPANIES ACT, 2013.



Particulars	Reme	ote e-voting	Voting a	at the Meeting		Total	
	Numbe r of Unsecu red Credito	Number of Votes Cast (One Rupees of Debt One Vote basis)	Numbe r of Unsecu red Credito rs	Number of Votes Cast (One Rupees of Debt One Vote basis)	Numbe r of Unsecu red Credito rs	Number of Votes Cast (One Rupees of Debt One Vote basis)	Percenta ge (%)
Votes in	27	627663724	0	0	27	627663724	100.00
favour of						02.000.2.	100.00
Resolution							
Voted against the Resolution	0	0	0	0	0	0	0.00
TOTAL	27	627663724	0	0	27	627663724	100.00

Based on the aforesaid result, we report that the **Special Resolution** (requisite majority) as set out in **Item No. 1** of the Notice of the Tribunal Convened Meeting of the Unsecured Creditors dated 8th April, 2021 has been **passed with requisite majority**.

I hereby confirm that I was maintaining the registers received from the service provider both electronically and manually, in respect of the votes cast through e-voting and Electronic Voting by the Unsecured Creditors of the company at the Tribunal Convened Meeting of the Unsecured Creditors. These documents and all other relevant records were sealed and handed over to the Company Secretary / Director authorized by the Board for safe keeping.

Thanking you,

Yours faithfully,

Tanmay Kumar Saha Practicing Company Secretary

Membership No. F8847 UDIN: F008847C000039438

Place: Kolkata Date: 09.04.2021 I accept

Somnath Gangopadhyay CHAIRMAN OF THE MEETING GALLANTT METAL LIMITED

Date: 09.04.2021