



BENGAL STEEL INDUSTRIES LTD.

"TRINITY PLAZA" 3RD FLOOR,
84/1A, TOPSIA ROAD (SOUTH), KOLKATA - 700 046, INDIA
PHONE : (033) 4055 6800 / 2285 1079 & 81
FAX : (033) 4055 6835, E-MAIL : bengalsteel@bengalsteel.co.in
CIN : L70109WB1947PLC015087

Date: 18th August, 2022

To
The Manager
BSE Limited
Phiroze Jeejeebhoy Towers
Dalal Street,
Mumbai - 400 001

Scrip Code: 512404

Dear Sir/Madam,

**SUB: INTIMATION OF RESULTS OF POSTAL BALLOT/E-VOTING FOR VOLUNTARY
DELISTING OF EQUITY SHARES OF THE COMPANY FROM BSE LIMITED ("BSE")**

Further to our letter dated 18th July, 2022 and in accordance with the Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 & Regulation 11(4) of SEBI (Delisting of Equity Shares) Regulations, 2021, please find enclosed the Voting results and Scrutinizer's Report for the special resolutions relating to the following:

1. *Approval for Voluntary Delisting of the Equity Shares of the Company from BSE Limited*

The aforesaid resolutions have been passed by Members with requisite majority, through postal ballot and by remote e-voting process.

Kindly take the same on your record. Please also note this is also being made available on the website of the Company.

Thanking you.

Yours faithfully
For Bengal Steel Industries Limited

**[Neha Mehra]
Company Secretary & Compliance Officer**



ENCL: AS ABOVE

VOTING RESULTS IN TERMS OF REGULATION 44(3) OF THE SEBI (LISTING OBLIGATIONS AND DISCLOSURES REQUIREMENTS) REGULATIONS, 2015 & REGULATION 11(4) OF SEBI (DELISTING OF EQUITY SHARES) REGULATIONS, 2021

Name of Company	BENGAL STEEL INDUSTRIES LIMITED
Record Date	15 TH JULY, 2022
No. of Shareholders as on Record Date	693
No. of Shareholders present in meeting either in person or through proxy	
Promoters and Promoter Group	NA
Public	NA
No. of Shareholders who attended the meeting through video conferencing	
Promoters and Promoter Group	NA
Public	NA
No. of Resolution passed in the Meeting	One (1)



AGENDA WISE DISCLOSURE

Resolution No.1		Special Resolution		Approval for Voluntary Delisting of the Equity Shares of the Company from BSE Limited						
Category	Mode of voting	No. of shares held	No. of Shares 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		
	Whether promoter/ promoter group are interested in the agenda/resolution?	[1]	[2]	$[3]=([2]/[1])*100$	[4]	[5]	$[6]=([4]/[2])*100$	$[7]=([5]/[2])*100$		
Promoter and Promoter Group	E-Voting	36,74,998	30,90,948	84.11	30,90,948	--	100.00	--		
	Poll	--	--	--	--	--	--	--		
	Postal Ballot		4,84,050	13.17	4,84,050	--	100.00	--		
	Total		35,74,998	97.28	35,74,998	--	100.00	--		
Public Institutions	E-Voting	800	--	--	--	--	--	--		
	Poll	--	--	--	--	--	--	--		
	Postal Ballot		--	--	--	--	--	--		
	Total		--	--	--	--	--	--		
Public-Non Institutions	E-Voting	12,24,202	1,19,100	9.73	1,18,700	400	99.66	0.34		
	Poll		--	--	--	--	--	--		
	Postal Ballot		--	--	--	--	--	--		
	Total		1,19,100	9.73	1,18,700	400	99.66	0.34		
Total		49,00,000	36,94,098	75.39	36,93,698	400	99.99	0.01		



Place: Kolkata

Dated: 18th August, 2022



SCRUTINIZER REPORT

For Bengal Steel Industries Limited

(Pursuant to Sections 108 & 110 of the Companies Act, 2013 read with Rule 20 & 22(9) of the Companies (Management and Administration) Rules, 2014 as Amended)

To,
The Board of Directors
Bengal Steel Industries Limited
Trinity Plaza, 3rd Floor
84/1A, Topsia Road (South),
Kolkata-700046

Dear Sir(s),

Re: Report of Scrutinizer

Sub: Scrutinizer's Report on Resolution passed through Postal Ballot and E-Voting

I, **Rinku Gupta**, (FCS: 9237 CP 9248) was appointed by M/s **Bengal Steel Industries Limited**, (CIN: L70109WB1947PLC015087) to act as the scrutinizer in terms of Sections 108 and 110 of the Companies Act, 2013 read with Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014 for the purpose of scrutinizing the voting process, in respect of the resolution mentioned in the Notice dated 5th July 2022 through Postal Ballot and E-Voting.

The management of the Company is responsible to ensure compliance with the requirements of the relevant provisions of the Companies Act, 2013 and the Rules made there under, the Listing Agreement with BSE Limited, relating to postal ballots including voting by electronic means. My responsibility as a scrutinizer is restricted to making a Scrutinizer's Report of the votes cast by the members for the resolution obtained in the notice dated 5th July, 2022, based on the report generated from the e-voting system provided by National Securities Depository Limited (NSDL), to provide e-voting facilities and scrutiny of the physical ballot received till the time fixed for closing of the voting process, i.e. till 5.00 PM on 17th August, 2022.

Report on Scrutiny

The e-voting commenced from 19th July, 2022 at 9.00 AM and ended on 17th August, 2022 at 5.00 PM.

The voting services were provided by National Securities Depository Limited (NSDL)

Particulars of all Postal Ballot forms received from the members have been entered in a register separately maintained for the purpose.

I have downloaded the data of e-voting from NSDL's e-voting website <https://www.evoting.nsdl.com> after the E-voting module was disabled by NSDL on 17th August, 2022.

The Postal Ballot forms were kept under my safe custody in sealed and tamper proof ballot boxes before commencing the scrutiny of such postal ballot forms.

The votes cast were unblocked on 17th August, 2022 at 6.00 PM in the presence of two witnesses, Ms Sweta Durgar and Mr. Kundan Duby. both of whom are not in the employment of the Company.

The e-voting data was scrutinised by me for verification of votes cast in favour and against the resolution.

All postal ballot forms received upto 17th August, 2022 upto 5.00 PM, the last date and time fixed by the Company for receipt of the forms, were considered for my scrutiny.

On scrutiny, I report that out of 693 shareholder folios, 19 have exercised their votes through e-voting and postal ballot voting. The result of e-voting as well as physical ballot form is as under:

SPECIAL BUSINESS

Item No. 1 – (Special Resolution)

For De-listing under the provisions of the Companies Act, 2013 and Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021 of the equity shares of the Company from BSE Limited.

	E-Voting		Ballot Form		Total		Percentage of votes to total no of valid votes cast
	No of members who voted	No of shares for which votes cast	No of members who voted	No of shares for which votes cast	No of members who voted	No of shares for which votes cast	
Voted in favour of resolution	14	3209648	1	484050	15	3693698	99.99
Voted against resolution	4	400	-	-	4	400	.01
Invalid votes	NIL	NIL	NIL	NIL	NIL	NIL	NIL

Percentage of total votes cast in favour: [99.99%]

Percentage of total votes cast against: [.01%]

Further details of voting by public shareholders in terms of Regulation 11(4) of Securities and Exchange Board of India (Delisting of Equity Shares) Regulation, 2021 is given below:-

Particulars	Nos. of Valid Postal Ballot Forms & E-Voting Folios	No. of Votes
Assented to the Resolution	6	118700
Dissented to the Resolution	4	400

Percentage of votes cast by public shareholders in favour: [99.66]%
Percentage of votes cast by public shareholders against: [0.34]%

Based on the scrutiny of votes cast through Postal Ballot and E-Voting, I report that as:-

- a) The number of votes cast in favour of the Resolution is three times more than number of votes cast against the Resolution; and
- b) The number of votes cast by the public shareholders in favour of the Resolution is two times more than number of votes cast against the Resolution

the Special Resolution(s) u/s 108 and 110 of the Companies Act, 2013 read with Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014 and Regulation 11(4) of Securities and Exchange Board of India (Delisting of Equity Shares) Regulation, 2021, as set out in the Notice of Postal Ballot dated 5th July, 2022, has been passed as Special Resolution on the date of the announcement of the results.

I further report that as per the Postal Ballot Notice dated 5th July, 2022 and the Board Resolution dated 5th July, 2022, any director of the Company may declare and confirm the above results of the voting by Postal Ballot and E-Voting in respect of the Resolution. The results of Postal Ballot together with this report would be displayed on the Company's website www.bengalsteel.co.in and on the website of NSDL and shall also be communicated by the Company to BSE Limited.

I further report that the provisions of Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014 have been duly complied by the Company and as per the said Rules, the records maintained by the Company including the data as obtained from NSDL – the system provider for the e-voting facility recording the content or otherwise received from the shareholders, ballot papers and other related papers are in my safe custody which shall be handed over to the Director of the Company.

Notes:

- i. Invalid Postal Ballot was not taken into account for counting of votes.
- ii. Votes cast in favour or against has been considered on the basis of number of shares held as on the date reckoned for the purpose of postal ballot or the number of shares mentioned in the postal ballot whichever is less.
- iii. There is no case where the shareholder holding shares has voted both through postal ballot as well as through e-voting. The votes cast through e-voting have been considered valid pursuant to Rule 22 read with Rule 20 of the Companies (Management and Administration) Rules, 2014.
- iv. Further Summary of e-voting / postal ballot result is annexed separately to this report.



**For, Rinku Gupta & Associates
Company Secretaries**

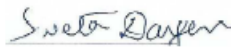

RINKU GUPTA
Company Secretary in Practice,
C. P. No. 5748

**Place: Kolkata
Dated: 18th August, 2022**

**Rinku Gupta
Proprietor
M. No. F9237
Udin: F009237D000809443**

We the undersigned have witnessed that the votes in respect to e-voting of shareholders of M/s Bengal Steel Industries Limited were unblocked from NSDL's e-voting website in our presence on 17th August, 2022.

WITNESS 1:



WITNESS 2:





ANNEXURE
SUMMARY OF E-VOTING/POSTAL BALLOT RESULT

Pursuant to the provisions of Sections 108 and 110 and all other applicable provisions, if any, of the Companies Act, 2013 read with Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014 (the "Rules") the approval of the shareholders was sought by way of E-Voting/Postal Ballot for the following Special Resolution:

"RESOLVED THAT pursuant to (i) the initial public announcement dated 29th June, 2022 issued in accordance with the Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021 ("**Delisting Regulations**") by M/s Hindusthan Udyog Limited, member of the Promoter group of the Company (as defined under the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended ("**Promoter Group**"), (referred to as "**Acquirer**"), inter alia to (a) acquire all fully paid-up equity shares of the Company, having a face value of Rs. 10/- each, ("**Equity Shares**") that are held by public shareholders of the Company (as defined under the Delisting Regulations and to be referred to as ("**Public Shareholders**"); and (b) consequently voluntarily delist the Equity Shares from BSE Limited ("**BSE**") where the Company is presently listed by making a delisting offer in accordance with the Delisting Regulations ("**Delisting Proposal**"), and (ii) the approval of the board of directors of the Company ("**Board**") granted in its meeting held on 05th July, 2022; and in accordance with the provisions of the Companies Act, 2013 ("**Companies Act**") and the rules framed thereunder, the Delisting Regulations, the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("**Listing Regulations**") the Securities Contract (Regulation) Act, 1956 (including the rules issued thereunder), the listing agreement entered with the BSE, Stock exchange where the Equity Shares are listed, including any statutory modification(s) or re-enactment(s) thereof for the time being in force and as may be enacted hereinafter, and all other applicable laws, rules, regulations and guidelines, if any, and subject to such approvals, permissions and consents, as may be required and necessary for the Company, the Acquirer, under applicable laws and subject to the terms of such approvals, permissions and consents, as may be necessary, and subject to such conditions and modifications as may be prescribed or imposed by any authority or third party, while granting such approvals, permissions and consent, approval of the members of the Company be and is hereby accorded to voluntarily delist the Equity Shares from BSE pursuant to the proposed acquisition by the Acquirer, as detailed in the initial public announcement dated 29th June, 2022, of Equity Shares that are held by the Public Shareholders in accordance with the terms of the Delisting Regulations and other applicable provisions of applicable laws, and the Company shall accordingly take all necessary actions and make all the necessary disclosures and filings to facilitate the proposed voluntary delisting of the Equity Shares.

RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, any of the directors of the Company or Ms. Neha Mehra, Company Secretary, be and are hereby jointly/severally authorized on behalf of the Company to do, either by themselves or through delegation to any person, as they may in their absolute discretion deem fit, all such acts, deeds, matters, and things as they may at their discretion deem necessary or expedient for such purpose, and seek relevant third party consents, as may be required, and make all necessary filings/ applications including but not limited to filing/ applications to any statutory/ regulatory/government authority including BSE for seeking its approval for the Delisting Proposal in accordance with the provisions of Delisting Regulations, if required, and to execute all such deeds, documents or writings as are necessary or expedient, to settle any questions, difficulties or doubts that may arise in this behalf or delegate the aforesaid authority to any person or to engage any advisor, lawyers, consultant, agent or intermediary, as they may in their absolute discretion deem fit.

RESOLVED FURTHER THAT all actions taken or required to be taken by the Board in connection with any matter referred to above or contemplated in the foregoing resolutions are hereby approved, ratified, and confirmed in all respects.

RESOLVED FURTHER THAT any of the directors or key managerial personnel of the Company be and are hereby severally authorized to issue a certified true copy of the aforesaid resolution wherever necessary.”

The Company has availed the e-voting facility offered by NSDL for conducting e-voting for the shareholders of the Company. The Company has also provided voting by physical postal ballot form alongwith a self-addressed postage pre-paid envelope to all the shareholders of the Company. Further, the shareholders holding shares as on the “cut-off” date of 15th July, 2022 were entitled to vote on the proposed resolution as set out in the postal ballot notice dated 5th July, 2022.

Accordingly, the e-voting period remained opened from 19th July, 2022 at 9.00 AM and ended on 17th August, 2022 at 5.00 PM and e-voting module was disabled by the NSDL thereafter. Votes cast through physical postal ballot form received upto 5.00 PM of 17th August, 2022 were considered.

Result of the voting conducted through e-voting / postal ballot on the Special Resolution is as under:

Details of Agenda: Approval for Voluntary Delisting of Equity Shares of the Company from BSE Limited

Resolution Required: Special

Mode of Voting: Postal Ballot / E-voting

Summary of result of E-Voting / Postal Ballot Voting

Sl. No.	Category	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	$6 = 4/2*100$	$7 = 5/2*100$
1.	Promoter & Promoter Group	36,74,998	3574998	97.27	3574998	-	100	-
2.	Public Institutional Holder	800	-	-	-	-	-	-
3.	Public – Other	12,24202	119100	9.73	118700	400	99.66	0.34
	Total	49,00,000	3694098	75.39	3693698	400	99.99	0.01

For, Rinku Gupta & Associates
Company Secretaries


RINKU GUPTA
Company Secretary In Practice,
C. P. No. 9248

Place: Kolkata
Dated: 18th August, 2022

Rinku Gupta
Proprietor
M. No. F9237

