



APL/SECT/DLH/SE: 2019-20

28<sup>th</sup> January 2020



Electronic Filing

National Stock Exchange of India Limited  
"Exchange Plaza" Bandra-Kurla Complex,  
Bandra (E),  
Mumbai-400051

Department of Corporate Services/Listing  
BSE Limited  
Phiroze Jeejeebhoy Tower,  
Dalal Street, Fort,  
Mumbai-400001

NSE Symbol : APLAPOLLO

Scrip Code : 533758

Dear Sir/Madam,

**Re: Results of postal ballot and report of Scrutiniser**

Pursuant to Regulation 44(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (LODR) and based on the report of the Scrutiniser – Mr. Deepak Kumar Lath, Lath Deepak & Associates, Practicing Company Secretary dated January 28, 2020, we wish to inform that the members of the Company have accorded their approval with requisite majority through postal ballot mechanism for the Resolutions mentioned in Notice of Postal Ballot dated 26<sup>th</sup> December, 2019 of the Company. The said postal ballot was conducted in accordance with Section 110 of Companies Act, 2013 and the Rules made thereunder.

In this regard, please find enclosed herewith the following:

1. Voting results of business transacted by postal ballot, as required under Regulation 44 of LODR.
2. Report of Scrutiniser pursuant to Section 108 of Companies Act, 2013

Both the results and the scrutiniser's report are also available on Company's website: [www.aplapollo.com](http://www.aplapollo.com)

We request you to kindly take the above information on your record.

Thanking you

Yours faithfully  
**For APL Apollo Tubes Limited**

  
Deepak CS  
Company Secretary



APL Apollo Tubes Limited (CIN-L74899DL1986PLC023443)

Corp. Office : 36, Koushambi, Near Anand Vihar Terminal, Delhi -NCR -201010, India Tel: +91-120-4041400 Fax : +91-120-4041444

Corp. Office : Tapasya Corp. Heights 4th Floor, Sector-126, Noida, Uttar Pradesh-201303 India

Regd. Office : 37, Hargovind Enclave, Vikas Marg, Delhi - 110092, India Tel: +91-11-22373437 Fax : +91-11-22373537

Unit-I : A-19, Industrial Area, Sikandrabad, Distt. Bulandshahar, U.P.-203205, India Unit-II : 332-338, Alur Village, Perandapalli, Hosur, Tamilnadu-635109, India

Unit-III : Plot No. M-1, Additional M.I.D.C. Area, Kudavali, Murbad, Maharashtra, Thane-421401, India Unit-IV : Village Bendri Near Urla Indl. Area Raipur, Chhattisgarh-493661, India

Unit-V : Survey No.443,444,538,539, Wadiyaram(Village), Chegunta (Mandal), Medak (Dist.)-502255, Telangana, India.

E-mail : [info@aplapollo.com](mailto:info@aplapollo.com) Website : [www.aplapollo.com](http://www.aplapollo.com)

Date of declaration of voting results of Postal Ballot	28/01/2020		
Total number of shareholders on record date	24,441		
No. of shareholders present in the meeting either in person or through proxy:			
Promoters and Promoter Group:	Not Applicable		
Public:	Not Applicable		
No. of Shareholders attended the meeting through Video Conferencing			
Promoters and Promoter Group:	Not Applicable		
Public:	Not Applicable		

**Agenda-wise disclosure (to be disclosed separately for each agenda item)**

Resolution No. 1	(Special)	Approval of APL Apollo Tubes Limited Stock Appreciation Rights Scheme – 2019						
Whether promoter/ promoter group are interested in the agenda/resolution?	No							
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	9515187	8925187	93.80	8925187	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		9515187	8925187	93.80	8925187	0	100.00
Public - Institutions	E-Voting	3686487	2576791	69.90	1520661	1056130	59.01	40.99
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		3686487	2576791	69.90	1520661	1056130	59.01
Public - Non Institutions	E-Voting	11665591	1973882	16.92	1545290	428592	78.29	21.71
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		11665591	1973882	16.92	1545290	428592	78.29
<b>Total</b>		<b>24867265</b>	<b>13475860</b>	<b>54.19</b>	<b>11991138</b>	<b>1484722</b>	<b>88.98</b>	<b>11.02</b>

Resolution No. 2	(Special)	Approval of grant of SAR units and extending the benefits of APL Apollo Tubes Limited Stock Appreciation Rights Scheme – 2019 to the employees of Subsidiary Company (ies)						
Whether promoter/ promoter group are interested in the agenda/resolution?	No							
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	9515187	8925187	93.80	8925187	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		9515187	8925187	93.80	8925187	0	100.00
Public - Institutions	E-Voting	3686487	2576791	69.90	1520661	1056130	59.01	40.99
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		3686487	2576791	69.90	1520661	1056130	59.01
Public - Non Institutions	E-Voting	11665591	1973882	16.92	1545290	428592	78.29	21.71
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		11665591	1973882	16.92	1545290	428592	78.29
<b>Total</b>		<b>24867265</b>	<b>13475860</b>	<b>54.19</b>	<b>11991138</b>	<b>1484722</b>	<b>88.98</b>	<b>11.02</b>

Resolution No. 3	(Special)	Repricing of options granted under APL Apollo Employees Stock Option Scheme – 2015						
Whether promoter/ promoter group are interested in the agenda/resolution?	No							
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	9515187	8925187	93.80	8925187	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		9515187	8925187	93.80	8925187	0	100.00
Public - Institutions	E-Voting	3686487	2576791	69.90	1208861	1367930	46.91	53.09
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		3686487	2576791	69.90	1208861	1367930	46.91
Public - Non Institutions	E-Voting	11665591	1973882	16.92	643089	1330793	32.58	67.42
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		11665591	1973882	16.92	643089	1330793	32.58
<b>Total</b>		<b>24867265</b>	<b>13475860</b>	<b>54.19</b>	<b>10777137</b>	<b>2698723</b>	<b>79.97</b>	<b>20.03</b>



*Jw*  
28/1/2020

**APL Apollo Tubes Limited** (CIN-L74899DL 1986PLC023443)

Corp. Office : 36, Kaushambi, Near Anand Vihar Terminal, Delhi -NCR -201010, India Tel: +91-120-4041400 Fax : +91-120-4041444

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Unit-III : Plot No. M-1, Additional M.I.D.C. Area, Kudavali, Murbad, Maharashtra, Thane-421401, India Unit-IV : Village Bendri Near Urla Inld. Area Raipur, Chhattisgarh-493661, India

Unit-V : Survey No.443,444,538,539, Wadiyaram(Village), Chegunta (Mandal), Medak (Dist.)-502255, Telangana, India.

E-mail : info@aplapollo.com Website : www.aplapollo.com

Resolution No. 4	(Ordinary)	Re-designation of Shri Ashok Gupta from existing 'Managing Director' to 'Non-Executive Director', designated as Vice- Chairman'						
Whether promoter/ promoter group are interested in the agenda/resolution?		Yes						
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	9515187	8925187	93.80	8925187	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		8925187	93.80	8925187	0	100.00	0.00
Public - Institutions	E-Voting	3686487	2576791	69.90	2576791	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		2576791	69.90	2576791	0	100.00	0.00
Public - Non Institutions	E-Voting	11665591	1973882	16.92	1973882	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		1973882	16.92	1973882	0	100.00	0.00
<b>Total</b>		<b>24867265</b>	<b>13475860</b>	<b>54.19</b>	<b>13475860</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>

Resolution No. 5	(Special)	Re-designation of Shri Sanjay Gupta from existing 'Chairman and Whole-time Director' to 'Chairman and Managing Director'						
Whether promoter/ promoter group are interested in the agenda/resolution?		Yes						
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	9515187	8925187	93.80	8925187	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		8925187	93.80	8925187	0	100.00	0.00
Public - Institutions	E-Voting	3686487	2576791	69.90	2576791	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		2576791	69.90	2576791	0	100.00	0.00
Public - Non Institutions	E-Voting	11665591	1973882	16.92	1958010	15872	99.20	0.80
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		1973882	16.92	1958010	15872	99.20	0.80
<b>Total</b>		<b>24867265</b>	<b>13475860</b>	<b>54.19</b>	<b>13459988</b>	<b>15872</b>	<b>99.88</b>	<b>0.12</b>

Date: 28th January, 2020  
Place: Delhi

For APL Apollo Tubes Limited



(Deepak C S)  
Company Secretary  
as authorised by the Chairman

**Scrutinizer's Consolidated Report**

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

To,  
The Chairman  
APL APOLLO TUBES LIMITED  
(CIN:L74899DL1986PLC023443)  
37, Hargobind Enclave, Vikas Marg,  
Delhi-110092

In terms of Section 110 of the Companies Act, 2013 read with Rule 22 of Companies (Management and Administration) Rules, 2014 including any statutory modification(s) or re-enactment(s) thereof for the time being in force, the Board of Directors of APL Apollo Tubes Limited (the Company), appointed me as the Scrutinizer for conducting the Postal Ballot process (including voting through electronic means) for passing of Resolutions contained in Notice of Postal Ballot dated 26<sup>th</sup> December, 2019.

Accordingly, I submit my report as under:

- i. Postal Ballot Forms were scrutinized and the shareholding was confirmed with the Register of Members as on 20<sup>th</sup> December 2019.
- ii. All Postal Ballot Forms received either in physical or by casting of vote electronically through CDSL portal upto 5.00 P.M. on 27<sup>th</sup> January, 2020 the last date & time fixed by the Company for receipt of the Forms, were considered for my scrutiny.
- iii. E-voting was unblocked in presence of two witnesses, namely Mr. Priyesh Singh and Mrs. Surbhi Arora, who are not in the employment of the Company. Thereafter, the report for member's e-voting was downloaded.
- iv. After considering all valid Postal Ballot Forms and electronic voting, I summarise the votes cast "For" and "Against" the resolution as under:-

**Item no. 1 (Special Resolution)**

Approval of APL Apollo Tubes Limited Stock Appreciation Rights Scheme – 2019

Mode of voting	No. of members Voted	Votes cast Assent (Nos.) (a)	Votes cast Dissent (Nos.) (b)	Invalid Votes	Total (a+b)	Result
Remote	79	1,19,91,138	14,84,722	NIL	1,34,75,860	Special Resolution



<b>e- voting</b>						was passed by requisite majority
<b>Ballot Paper</b>	-	-	-	-	-	
<b>Total</b>	79	1,19,91,138	14,84,722	NIL	1,34,75,860	
<b>% of votes</b>		88.98	11.02	NIL	100	

**Item no. 2 (Special Resolution)**

Approval of grant of SAR units and extending the benefits of APL Apollo Tubes Limited Stock Appreciation Rights Scheme – 2019 to the employees of Subsidiary Company (ies)

Mode of voting	No. of members Voted	Votes cast Assent (Nos.) (a)	Votes cast Dissent (Nos.) (b)	Invalid Votes	Total (a+b)	Result
Remote e- voting	79	1,19,91,138	14,84,722	NIL	1,34,75,860	Special Resolution was passed by requisite majority
Ballot Paper	-	-	-	-	-	
<b>Total</b>	79	1,19,91,138	14,84,722	NIL	1,34,75,860	
<b>% of votes</b>		88.98	11.02	NIL	100	

**Item no. 3 (Special Resolution)**

Repricing of options granted under APL Apollo Employees Stock Option Scheme – 2015

Mode of voting	No. of members Voted	Votes cast Assent (Nos.) (a)	Votes cast Dissent (Nos.) (b)	Invalid Votes	Total (a+b)	Result
Remote e- voting	79	1,07,77,137	26,98,723	NIL	1,34,75,860	Special Resolution was passed by requisite majority
Ballot Paper	-	-	-	-	-	
<b>Total</b>	79	1,07,77,137	26,98,723	NIL	1,34,75,860	
<b>% of votes</b>		79.97	20.03	NIL	100	

**Item no. 4 (Ordinary Resolution)**

Re-designation of Shri Ashok Gupta from existing 'Managing Director' to 'Non-Executive Director', designated as Vice- Chairman'



**LATH DEEPAK & ASSOCIATES**  
Company Secretaries

Office: AA-175, FIRST FLOOR  
SHALIMAR BAGH, DELHI-110088  
Mobile: 9811275820,9654352020  
Email: [fcsdeepaklath@gmail.com](mailto:fcsdeepaklath@gmail.com)

Mode of voting	No. of members Voted	Votes cast Assent (Nos.) (a)	Votes cast Dissent (Nos.) (b)	Invalid Votes	Total (a+b)	Result
Remote e- voting	79	1,34,75,860	NIL	NIL	1,34,75,860	Ordinary Resolution was passed by requisite majority
Ballot Paper	-	-	-	-	-	
<b>Total</b>	79	1,34,75,860	NIL	NIL	1,34,75,860	
<b>% of votes</b>		100	NIL	NIL	100	

**Item no. 5 (Special Resolution)**

Re-designation of Shri Sanjay Gupta from existing 'Chairman and Whole-time Director' to 'Chairman and Managing Director'

Mode of voting	No. of members Voted	Votes cast Assent (Nos.) (a)	Votes cast Dissent (Nos.) (b)	Invalid Votes	Total (a+b)	Result
Remote e- voting	79	1,34,59,988	15,872	NIL	1,34,75,860	Special Resolution was passed by requisite majority
Ballot Paper	-	-	-	-	-	
<b>Total</b>	79	1,34,59,988	15,872	NIL	1,34,75,860	
<b>% of votes</b>		99.88	0.12	NIL	100	

Notes:

1. There was no duplicate voting through postal ballot and e-voting.
2. There were no invalid postal ballot forms

Yours faithfully,

For Lath Deepak & Associates  
Company Secretaries

*Deepak Lath*

(DEEPAK KUMAR LATH)  
FCS No.5309,C.P No.3644  
UDIN: F005309B000103341



Countersigned



*Deepak C S*  
28.1.2020  
Deepak C S)  
Company Secretary  
as authorized by Chairman

Date: 28/01/2020  
Place: Delhi