

PSL/CS/BSE/REG-44/19-20 30th September, 2019

The BSE Limited Corporate Relationship Department 1st Floor, P.J. Towers, Dalal Street, Fort, <u>Mumbai-</u>400 001

COMPANY CODE NO: 4166 (Scrip Code : 513511)

Dear Sir,

Sub : Disclosure of Voting Results of 46th AGM of the Company held on Saturday, the 28th day of September, 2019.

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In compliance of the provisions of Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed herewith the details of the Voting Results of the votes casted through remote e-voting system and through ballot paper at the 46th Annual General Meeting of the Company held on 28th September, 2019 alongwith the Report of the Scrutinizer dated 28th September, 2019, as required under Section 108 of the Companies Act, 2013 read with Companies (Management and Administration) Rules, 2014 as amended.

Based on the consolidated Report of the Scrutinizer, all Resolutions as set out in the Notice of 46th Annual General Meeting were duly approved by the requisite majority of shareholders through e-voting and voting by poll.

Kindly take note of the same on your records and acknowledge.

Thanking you,

Yours faithfully For PANCHMAHAL STEEL LIMITED

Deepak Nagar GM (Legal) & Company Secretary

Encl as above



Corporate Office : Landmark, 7th Floor, Race Course Circle, Vadodara - 390 007 Gujarat, India. Phone: + 91 265 2317777 Fax : + 91 265 2317705 Reg. Office & Works : GIDC Industrial Estate, Kalol - 389 330 Dist : Panchmahals, Gujarat, India. CIN: L27104GJ1972PLC002153 Phone: +91 2676 230777 Fax: +91 2676 230889

Company Name	Regula	17) 1930 In (c)++ 110115	Regulation 44(3) of SEBI (Listing Obligations and Disclosure Reguirements) Regulations. 2015	d Disclosure Require	ements) Regulation	s. 2015		
		PANCHMAHAL STEEL LIMITED	EL LIMITED					
Date of the AGM		28.09.2019						
Total number of shareholders on record date (21.09.2019)	date (21.09.2019)	3401						
No. of shareholders present in the meeting either in person or through prove.	ng either in person or							
Promoters and Promoter Group:		6						
Public:		19						
No. of Shareholders attended the meeting through Video Conferencing	ig through Video							
Promoters and Promoter Group:		0						
Public:		0						
Resolution required: (Ordinary/ Special)	ORDINARY - To receive, consider a	ceive, consider and a	adopt the Audited S	tandalone Financial	Statements for the	year ended 31st I	ORDINARY - To receive, consider and adopt the Audited Standalone Financial Statements for the year ended 31st March, 2019 and the Reports of the	eports of the
Whether promoter/ promoter group are interested in the agenda/resolution?	No							
Category	Mode of Voting	No. of shares held (1)	held No. of votes polled (2)	% of Votes Polled on outstanding shares	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]+100
				(3)=[(2)/(1)]* 100		121		חסד ווזעורוו-נא
	E-Voting		13231945	95.50	13231945	0	100.00	0.00
Promoter and Promoter Group	Poll	13855065					•	
	Postal Ballot Total		13231945	- 95,50	13231945	' '	- 00.001	- 00 0
	E-Voting							0000
Public-Institutions	Poll	1081530						
	Postal Ballot	CZCTONT	•			•		
	Total							
	E-Voting		1	* 0.00	1	0	100.00	0.00
Public- Non Institutions	Poll	4141735	69148	1.67	8005	61143	11.58	88.42
	Total		69149	1.67	8006	- 61143	11 58	- 00
	Total	19078329	13301094	69.72	13239951	61143		0.46



Interestingtion Vestingtion	Resolution required: (Ordinary/ Special)	ORDINARY - To appoint a Director appointment.		lace of Mr. Ashok R	. Malhotra (DIN:001	120198), who reitres	by rotation and t	in place of Mr. Ashok R. Malhotra (DIN:00120198), who reitres by rotation and being eligible offered himself for re	nimself for re-
Mode of Voting No. of Votes Field No. votes polical F-Voting F-Voting 131 3hors 95.60 13231945 0 101/01/11/11/11/11/11/11/11/11/11/11/11/	Whether promoter/ promoter group are	Yes		×					
Evoting 13231945 13231945 95.50 13231945 0 100.00 Potelliallot 13855065 13331945 95.50 13231945 0 100.00 Potelliallot 13855065 13331945 95.50 13231945 0 100.00 Potelliallot 13855065 13331945 95.50 13231945 0 100.00 Potelliallot 1081529 69148 1.67 69148 1.67 69148 1.00.00 Potelliallot 1081529 69149 1.67 69148 1.67 69148 1.00.00 Potelliallot 1397329 1.67 69149 1.67 69149 1.00.00 Potelliallot 1907329 1.57 69149 1.67 69149 1.00.00 Potelliallot 1907329 1.57 69149 1.67 69149 0 100.00 Potelliallot 1907307 1.57 69149 0 100.00 0 100.00 Potelliallot 1907307	Category	Mode of Voting			% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
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Evoluting Formation Formatio Formatio Formation Formation Formation Formation Formation Forma		Postal Ballot Total		13231945	- 95.50		0		00.0
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$ \begin{array}{ c c c c c c c c c c c c c c c c c c c$	Public- Non Institutions	Poll Postal Ballot	4141735	- 69148					
Total190783291330109469.72133010940100.00Non-contrant fm second set in the set in the secon		Total		69149	1.67	69149			
ORDINARY - Appointment of M/s CNK & Associates, LLP, Chartered Accountants (Firm Registration No. 101961W) as Statutory Auditors of the Company fault be conclusion of this AGN, arising out of the easual vacancy caused by the resignation of M/s Aul Parith & Co., Chartered Accountant and (b) to appointing them as Statutory Auditors of the Company for a term of upto 5 (five) years and fixing their remuneration. August 11, 2013 till the conclusion of this AGN, arising out of the casual vacancy caused by the resignation of M/s Aul Parith & Co., Chartered Accountant and (b) to appointing them as Statutory Auditors of the Company for a term of upto 5 (five) years and fixing their remuneration. No Mode No of shares held No. of votes polled No vote		Total	19078329	13301094	69.72		0		and the second lines
No No<	Resolution required: (Ordinary/ Special)	ORDINARY - Appo August 11, 2019 ti and (b) to appoint	intment of M/s CNK Ill the conclusion of t ing them as Statutor	& Associates, LLP, C this AGM, arising out ry Auditors of the Co	chartered Accountar t of the casual vacar ompany for a term o	nts (Firm Registratio ncy caused by the re f upto 5 (five) years	n No. 101961W) a signation of M/s / and fixing their re	is Statutory Auditors o Atul Parikh & Co., Chan emuneration.	of the Company from rtered Accountants
Mode of Voting No. of shares held No. of shares held No. of votes polled % of votes spalled % of vote	Whether promoter/ promoter group are interested in the agenda/resolution?	z							
$ \begin{array}{l l l l l l l l l l l l l l l l l l l $	Category		-	No. of votes polled (2)		No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
$ \begin{array}{c ccccccccccccccccccccccccccccccccccc$		E-Voting Poll	-	13231945	95.50		0		0.00
$ \begin{array}{ c c c c c c c c c c c c c c c c c c c$	Promoter and Promoter Group	Postal Ballot Total	13855065	13231945	- 95.50		. 0		- 0.00
Postal Ballot - <	Public- Institutions	E-Voting Poll	1081529	•	1 1				
E-Voting E-Voting 1 0.00 1 0 100.00 Poll Poll 4141735 69148 1.67 69148 0 100.00 Postal Ballot Total 61163 -		Postal Ballot Total							•
Poll 4141735 69148 1.67 69148 0 100.00 Postal Ballot -		E-Voting		1	0.00	1	0		
Postal Ballot - <	Bublic- Non Institutions	Poll	4141735	69148	1.67				
19078329 13301094 69.72 13301094 0 100.00		Postal Ballot				- 00103			
		Total	19078379	13301094	64.72	133		A DESCRIPTION OF THE PARTY OF T	

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Whether promoter/ promoter group and		-		contraction of the Company to hold office for a term of upto 5		ור הוו ברוהו הו וווב ו	Double of fundamon	Tor a term of upto 5
interested in the agenda/resolution?		-	rebruary 2019 to 3rd February, 2024.	ruary, 2024.				
Category	Mode of Voting	No. of shares held (1)	d No. of votes polled (2)	% of Votes Polled on outstanding shares	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
	E-Voting		13231945		13231945			
Promoter and Promoter Group	Poll	13855065					100.00	0.00
	Total Total						,	
	E-Voting		13231945	95.50	13231945	0	100.00	0.00
Public-Institutions	Poll	-						
	Postal Ballot	1081529						
	Total						•	
	E-Voting		1	0.00				
Public- Non Institutions	Poll	3671010	69148		69148		00'00T	0.00
	Postal Ballot	CC/T4T4		·	-		100.00	0.00
	Total		69149	1.67	69149		100.00	
	Total	19078329	13301094	69 77	12201061		D0.001	0.00
						5	INN'NOT	00.0
Resolution required: (Ordinary/ Special)		bintment of Mr. Ama on of 46th AGM and	il D. Dhru as an Indep unto the conclusion	endent Director of	the Company to hol	d office for a seco	SPECIAL - Re-appointment of Mr. Amal D. Dhru as an Independent Director of the Company to hold office for a second term of 5 (five) years commencing from the conclusion of 46th AGM and unto the conclusion of 14th AGM and unto the conclusion of the conclusion of 46th AGM and unto the conclusion of the conclusion of 46th AGM and unto the conclusion of th	rs commencing
Whether promoter/ promoter group are interested in the agenda/resolution?			the calendar year 2024.		company in the cal	endar year 2024.		
Category	Mode of Voting	No of charac hald	No of uctor and all al	21 - E 1				
		(1)	eld No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
	E-Voting		13231945	95.50	13231945	0	100.00	00.0
Promoter and Promoter Group	Postal Ballot	13855065						-
	E-Voting		13231945	95.50	13231945	0	100.00	0.00
Public-Institutions	Poll Postal Ballot Total	1081529	••••	• • •				
	E-Voting		' -	- 00.0	• •		*	
Public- Non Institutions	Poll		69148	1.67	L 20140		100.00	0.00
	Postal Ballot	4141/35			- 100140	0	100.00	0.00
	Total		69149	1.67	69149	' C	100.001	
	lotal	19078329	13301094	69.72	13301004	o	D0.001	0.00
				41122	HENTNEET	0	100.00	0.00





CONSOLIDATED SCRUTINIZER'S REPORT

(E-Voting & Poll)

[Pursuant to Sections 108 & 109 of the Companies Act, 2013 and Companies (Management and Administration) Rules, 2014 as amended]

To,

The Chairman,

of 46th Annual General Meeting of the Equity Shareholders of

M/S. PANCHMAHAL STEEL LIMITED held at

GIDC Industrial Estate,

Kalol - 389 330,

Dist. Panchmahal (Gujarat).

On Saturday, the 28th September, 2019, at 10:00 a.m.

Dear Sir,

- I, Niraj Trivedi, Practicing Company Secretary, having C. P. No. 3123, have been appointed as a Scrutinizer by the Board of Directors of M/s. Panchmahal Steel Limited ("the Company") at their meeting held on 10th August, 2019, for the purpose of: -
 - (i). Scrutinizing the E-Voting process (Remote E-Voting) under the provisions of Section 108 of the Companies Act, 2013 ("the 2013 Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended ("Rule") and Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015; and



- (ii). Poll through Polling Papers under the provisions of Section 109 of the 2013 Act read with Rule 21 of the Rule, on the resolutions contained in the Notice to the 46th Annual General Meeting (AGM) of the Equity Shareholders of the Company held on Saturday, the 28th September, 2019, at 10:00 a.m.
- 2. The Management of the Company is responsible to ensure the compliance with the requirements of the 2013 Act and Rule relating to voting i.e. by Remote E-Voting and voting by Poll at the AGM for the resolutions contained in the Notice to the 46th AGM of the Equity Shareholders of the Company. My responsibility as a Scrutinizer for the process of voting through electronic means i.e. through Remote E-Voting and also through Poll at AGM is restricted to make a Consolidated Scrutinizer's Report of votes cast "in favour" or "against" the resolutions stated in the notice, based on the reports generated from the e-voting system provided by **Central Depository Services (India) Limited (CDSL),** the agency authorized under the Rule and on voting by Poll at the AGM.
- 3. The Company had availed the Remote E-Voting facility provided by Central Depository Services (India) Limited (CDSL), for conducting the Remote E-Voting by the shareholders of the Company. The Remote E-Voting period commenced at 9:00 a.m. on Wednesday, 25th September, 2019 and ended on 5:00 p.m. on Friday, 27th September, 2019. The Company had provided facilities of Remote E-Voting and Poll was also taken at the meeting by members to exercise their right to vote.
- I, as a Scrutinizer for scrutinizing the entire voting process carried out by electronic means and by poll at the Annual General Meeting have issued two separate Scrutinizer's Reports both dated, 28th September, 2019.
- **5.** I submit herewith my Consolidated Scrutinizer's Report on the results of voting through electronic mode and voting through poll as under:-

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Practicing Company Secretary

cast (Favour and Against) Item No. 1:- Ordinary Business:			avour of the lution % of Total		Against the solution % of Total	Invalid / abstained Votes
Ordinary Business:1323995199.546To receive, consider and adopt the Audited1323995199.546StandaloneFinancialStatementsoftheCompanyforthefinancialyearended	Item No. of the Notice	Nos.	Valid Votes cast (Favour and	Nos.	Number of Valid Votes cast (Favour and Against)	Nos.
To receive, consider and 13239951 99.54 6 adopt the Audited Standalone Financial Statements of the Company for the financial year ended	tem No. 1:-					
adopt the Audited Standalone Financial Statements of the Company for the financial year ended	Ordinary Business:					
with the Reports of Board of Directors' and the Auditors' thereon.	adopt the Audited Standalone Financial Statements of the Company for the Sinancial year ended S1 st March, 2019 together with the Reports of Board of Directors' and	13239951	99.54	61143	0.46	0

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Practicing Company Secretary

<u>Item No. 2</u> :-					
Ordinary Business:					
To appoint a Director in place of Mr. Ashok Malhotra (DIN: 00120198), who retires by rotation and being eligible, offers himself for re- appointment.	13301094	100	0	0	0

Practicing Company Secretary

<u>Item No. 3</u> :-					
Special Business:					
Ordinary Resolution:					
(a) To approve	13301094	100	0	0	0
appointment of					
M/s. CNK & Associates					
LLP, Chartered					
Accountants as Statutory					
Auditors of the Company					
from August 11, 2019 till					
the conclusion of this					
Annual General Meeting					
arising out of the casual					
vacancy caused by the					
resignation of					
M/s. Atul Parikh & Co.,					
Chartered Accountants;					
and (b) appointing them					
as Statutory Auditors of					
the Company for a term of					
upto 5 (five) years and					
fixing their remuneration.					TDA
0					STOP No.
					Pany Sector

Practicing Company Secretary

<u>Item No. 4</u> :-					2
Special Business:					
Ordinary Resolution:					
To appoint Mr. Samir M.	13301094	100	0	0	0
Parikh (DIN: 01646819) as					
an Independent Director					
of the Company to hold					
office for a term of upto					
5 (five) consecutive years					
with effect from					
4 th February, 2019 to					
3 rd February, 2024.					NJ TRIDA
					E Charles

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Practicing Company Secretary

<u>Item No. 5</u> :-					
Special Business:					
Special Resolution:					
To re-appoint Mr. Amal	13301094	100	0	0	0
D. Dhru (DIN: 00165145)					
as an Independent					
Director to hold office for			51		
a second term of 5 (five)					
consecutive years					
commencing from the					
conclusion of 46 th AGM					
and upto the conclusion of					
the 51 st AGM of the					
Company in the calendar					1 This
year 2024.				1	

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Practicing Company Secretary

<u>Item No. 6</u> :-					
Special Business:					
Special Resolution:					
To re-appoint Mr. Milan	13301094	100	0	0	0
P. Shah as an Independent				0	
Director to hold office for					
a second term of 5 (five)					2
consecutive years from the					
conclusion of 46 th AGM					
and upto the conclusion of					
the 51 st AGM of the					
Company in the calendar					
year 2024.					LJ TRIL
					Const E
					Vadera 2

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CS NIRAJ TRIVEDI Practicing Company Secretary

<u>Item No. 7</u> :-					
Special Business:					
Ordinary Resolution:					
To ratify remuneration of M/s. Kiran J. Mehta & Co., Cost Accountants, for conducting the audit of cost records of the Company for the financial year ending March 31, 2020.	13239951	99.54	61143	0.46	0

The invalid votes are not considered for the purpose of calculating the percentage.

Note:-

Voting rights are frozen for the shares:-

- (i) Transferred to Unclaimed Suspense Account pursuant to Regulation 39(4) of the SEBI
 (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with Schedule
 VI thereto; and
- (ii) Transferred to Investor Education and Protection Fund (IEPF) Authority pursuant to Rule
 6(6) of the IEPF (Accounting, Audit, Transfer and Refund) Rules, 2016, as amended.

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6. The electronic data and all other relevant records relating to the E-Voting is under my safe custody and will be handed over to the Company Secretary for preserving safely after the Chairman considers, approves and signs the minutes of the AGM.

Thanking You.

Yours faithfully.

DATE: 28TH SEPTEMBER, 2019 PLACE: VADODARA

NIRAJ TRIVEDI PRACTICING COMPANY SECRETARY FCS: 3844 (C. P. No.: 3123)

COUNTERSIGNED BY:-

PANCHMAHAL STEEL LIMITED



DEEPĂK NAGAR

GM (LEGAL) & COMPANY SECRETARY

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