

To,
BSE Ltd.
(Scrip Code-500365)
Listing Department,
P. J. Towers, Dalal Street,
Mumbai - 400 001

July 26, 2019

Sub: Voting Results of the 37th Annual General Meeting pursuant to Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 alongwith the Scrutinizer's Report.

Dear Sirs/ Madam,

Pursuant to Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Regulations) read with SEBI Circular No. CIR/CFD/CMD/8/2015 dated November 04, 2015 and other relevant provisions, if any, of the Regulations, we are enclosing herewith the details of the Voting (including E-voting) Results declared on July 26, 2019 alongwith the Scrutinizer's Report dated July 26, 2019 on e-voting and voting through ballot paper at the 37th Annual General Meeting in respect of the resolutions stated in the Notice dated June 18, 2019.

Please note that for the purpose of disclosure, invalid votes have not been considered.

This is for your reference and record. Kindly acknowledge the receipt of the same.

Yours Faithfully,
For RMG Alloy Steel Limited



Rashmi Mamtura
Company Secretary
F-8658



Encl: As above



General information about company

Scrip code	500365
NSE Symbol	NA
MSEI Symbol	NA
ISIN	INE731F01037
Name of the company	RMG Alloy Steel Limited
Type of meeting	AGM
Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot)	26-07-2019
Start time of the meeting	9:00 AM
End time of the meeting	10:25 AM

Scrutinizer Details

Name of the Scrutinizer	Mihen Halani
Firms Name	M/s Mihen Halani & Associates
Qualification	CS
Membership Number	9926
Date of Board Meeting in which appointed	15-05-2019
Date of Issuance of Report to the company	26-07-2019

Voting results

Record date	19-07-2019
Total number of shareholders on record date	80054
No. of shareholders present in the meeting either in person or through proxy	
a) Promoters and Promoter group	1
b) Public	31
No. of shareholders attended the meeting through video conferencing	
a) Promoters and Promoter group	0
b) Public	0
No. of resolution passed in the meeting	9
Disclosure of notes on voting results	

Resolution(1)

Resolution required: (Ordinary / Special)	Ordinary							
Whether promoter/promoter group are interested in the agenda/resolution?	No							
Description of resolution considered	Approval of Audited Financial Statements for the financial year ended March 31, 2019 and reports of the Board and Auditors thereon.							
Category	Mode of	No. of	No. of	% of Votes polled	No. of	No. of	% of votes in	% of Votes
			votes	on outstanding	votes – in	votes –	favour on votes	against on votes



	voting	shares held	polled	shares	favour	against	polled	polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	207462034	0	0	0	0	0	0
	Poll		207462034	100	207462034	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		207462034	207462034	100	207462034	0	100
Public- Institutions	E-Voting	40651	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		40651	0	0	0	0	0
Public- Non Institutions	E-Voting	208606479	304	0.0001	304	0	100	0
	Poll		2516006	1.2061	2516006	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		208606479	2516310	1.2062	2516310	0	100
Total		416109164	209978344	50.4623	209978344	0	100	0
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Details of Invalid Votes

Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

Resolution(2)

Resolution required: (Ordinary / Special)			Ordinary					
Whether promoter/promoter group are interested in the agenda/resolution?			No					
Description of resolution considered			Re-appointment of Mr. Prakash Tatia (DIN: 06559106) who is retiring by rotation.					
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	207462034	0	0	0	0	0	0
	Poll		207462034	100	207462034	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		207462034	207462034	100	207462034	0	100



Public- Institutions	E-Voting	40651	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		40651	0	0	0	0	0
Public- Non Institutions	E-Voting	208606479	304	0.0001	224	80	73.6842	26.3158
	Poll		2516006	1.2061	2492914	23092	99.0822	0.9178
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		208606479	2516310	1.2062	2493138	23172	99.0791
Total		416109164	209978344	50.4623	209955172	23172	99.989	0.011
Whether resolution is Pass or Not.								Yes
Disclosure of notes on resolution								

Details of Invalid Votes

Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

Resolution(3)

Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Ratification of appointment of Pathak H.D. & Associates, Statutory Auditors.				
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	207462034	0	0	0	0	0	0
	Poll		207462034	100	207462034	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		207462034	207462034	100	207462034	0	100
Public- Institutions	E-Voting	40651	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		40651	0	0	0	0	0
Public- Non	E-Voting	208606479	304	0.0001	224	80	73.6842	26.3158
	Poll		2516006	1.2061	2492914	23092	99.0822	0.9178
	Total		208606479	2516310	1.2062	2493138	23172	99.0791



Institutions	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	208606479	2516310	1,2062	2493138	23172	99.0791	0.9209
	Total	416109164	209978344	50.4623	209955172	23172	99.989	0.011
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

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

Resolution(4)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Ratification of remuneration payable to the Cost Auditor.				
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	207462034	0	0	0	0	0	0
	Poll		207462034	100	207462034	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		207462034	207462034	100	207462034	0	100
Public- Institutions	E-Voting	40651	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		40651	0	0	0	0	0
Public - Non Institutions	E-Voting	208606479	304	0.0001	224	80	73.6842	26.3158
	Poll		2516006	1.2061	2516006	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		208606479	2516310	1.2062	2516230	80	99.9968
	Total	416109164	209978344	50.4623	209978264	80	100	0
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								



Details of Invalid Votes

Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

Resolution(5)

Resolution required: (Ordinary / Special)		Special						
Whether promoter/promoter group are interested in the agenda/resolution?		No						
Description of resolution considered		Re- Appointment of Mr. Atul Desai (DIN: 00019443) as Independent Director for second term.						
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	207462034	0	0	0	0	0	0
	Poll		207462034	100	207462034	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		207462034	207462034	100	207462034	0	100
Public- Institutions	E-Voting	40651	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		40651	0	0	0	0	0
Public- Non Institutions	E-Voting	208606479	304	0.0001	224	80	73.6842	26.3158
	Poll		2516006	1.2061	2516006	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		208606479	2516310	1.2062	2516230	80	99.9968
Total		416109164	209978344	50.4623	209978264	80	100	0
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Details of Invalid Votes

Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	



Resolution(6)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Approval of remuneration to Mr. Anuj Burakia (Whole Time Director) by way of 835,000 ESOPs.				
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	207462034	0	0	0	0	0	0
	Poll		207462034	100	207462034	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		207462034	207462034	100	207462034	0	100
Public-Institutions	E-Voting	40651	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		40651	0	0	0	0	0
Public- Non Institutions	E-Voting	208606479	304	0.0001	224	80	73.6842	26.3158
	Poll		2316006	1.1102	2316006	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		208606479	2316310	1.1104	2316230	80	99.9965
Total		416109164	209778344	50.4143	209778264	80	100	0
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

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

Resolution(7)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Change of name of the Company from 'RMG Alloy Steel Ltd' to 'Welspun Specialty Solutions Ltd'.				



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	207462034	0	0	0	0	0	0
	Poll		207462034	100	207462034	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		207462034	207462034	100	207462034	0	100
Public- Institutions	E-Voting	40651	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		40651	0	0	0	0	0
Public- Non Institutions	E-Voting	208606479	304	0.0001	224	80	73.6842	26.3158
	Poll		2516006	1.2061	2516006	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		208606479	2516310	1.2062	2516230	80	99.9968
Total		416109164	209978344	50.4623	209978264	80	100	0
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Details of Invalid Votes

Category	No. of Votes
Promoter and Promoter Group	
Public Institutions	
Public - Non Institutions	

Resolution(8)

Resolution required: (Ordinary / Special)		Special						
Whether promoter/promoter group are interested in the agenda/resolution?		No						
Description of resolution considered		Approval of modification in terms of 35,792,000 6.5% Redeemable Preference Shares of Rs. 10/- each by change in tenor from present "15 months from the date of allotment" to "18 months from the date of allotment".						
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	E-Voting	207462034	0	0	0	0	0	0
	Poll		207462034	100	207462034	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0



Group	applicable)							
	Total	207462034	207462034	100	207462034	0	100	0
Public - Institutions	E-Voting	40651	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		40651	0	0	0	0	0
Public - Non Institutions	E-Voting	208606479	304	0.0001	274	30	90.1316	9.8684
	Poll		2516006	1.2061	2492914	23092	99.0822	0.9178
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		208606479	2516310	1.2062	2493188	23122	99.0811
Total		416109164	209978344	50.4623	209955222	23122	99.989	0.011
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

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

Resolution(9)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				Approval of material related party transactions with Welspun Steel Ltd.				
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	207462034	0	0	0	0	0	0
	Poll		0	0	0	0	0	
	Postal Ballot (if applicable)		0	0	0	0	0	
	Total		207462034	0	0	0	0	0
Public - Institutions	E-Voting	40651	0	0	0	0	0	0
	Poll		0	0	0	0	0	
	Postal Ballot (if applicable)		0	0	0	0	0	
	Total		40651	0	0	0	0	0



Public- Non Institutions	E-Voting		304	0.0001	224	80	73.6842	26.3158
	Poll		2515349	1.2058	2492257	23092	99.082	0.918
	Postal Ballot (if applicable)	208606479	0	0	0	0	0	0
	Total	208606479	2515653	1.2059	2492481	23172	99.0789	0.9211
Total		416109164	2515653	0.6046	2492481	23172	99.0789	0.9211
Whether resolution is Pass or Not.								Yes
Disclosure of notes on resolution								

Details of Invalid Votes

Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	



MIHEN HALANI & ASSOCIATES

Practicing Company Secretaries

A-501/L, Jaswanti Allied Business Centre, Kachpada, Ramchandralane Extn. Road, Malad (West),
Mumbai – 400 064, Tel No.: 022 6236 0279 Email: mihenhalani@gmail.com

FORM No. MGT-13

Report of Scrutinizer(s)

[Pursuant to Section 109 of the Companies Act, 2013 and Rule 21(2) of the Companies
(Management and Administration) Rules, 2014]

To,
The Chairman

Thirty Seventh Annual General Meeting of Shareholders of RMG ALLOY STEEL LIMITED
held on Friday, 26th July, 2019 at 9.00 A.M. at Plot No.1, GIDC Industrial Estate, Valia
Road, Jhagadia, Dist. Bharuch, Gujarat - 393 110.

Dear Sir,

We, M/s. Mihen Halani & Associates, appointed as Scrutinizer for the purpose of the poll taken on the below mentioned resolutions at the 37th Annual General Meeting of Shareholders of RMG ALLOY STEEL LIMITED held on Friday, July 26, 2019, at 9.00 a.m. at Plot No.1, GIDC Industrial estate, Valia Road, Jhagadia, Dist. Bharuch, Gujarat - 393 110, submit our report as under:

- a) After the time fixed for closing of the poll by the Chairman, ballot box kept for polling was marked by identification mark placed on them.
- b) The sealed ballot box was subsequently opened in our presence and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Company / Registrar and Transfer Agents of the Company (M/s. Bigshare Services Pvt. Ltd.) and the authorizations / proxies lodged with the Company. The voters were also scrutinized for eliminating duplicate voting i.e. on e-voting as well as on poll.
- c) The poll papers, which were incomplete and/or which were otherwise found defective or the member had already done the voting through E voting platform have been treated as invalid and record for the same was maintained.
- d) The result of the Poll is attached to the report.



For Mihen Halani & Associates
(Practicing Company Secretaries)

Date: 26th July, 2019
Place: Mumbai


Mihen Halani
(Proprietor)
FCS No: 9926
CP No: 12015



RESULT OF POLL

1. Resolution Item No. 1 : Ordinary Resolution

To consider and adopt the Audited Financial Statements for the financial year ended 31st March, 2019 and the reports of the Board of Directors' and Auditor's thereon.

i. Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
32	209978040	100%

ii. Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	0

iii. Invalid votes :

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
0	0

2. Resolution Item No. 2 : Ordinary Resolution

To appoint a director in place of Mr. Prakash Tatia (DIN: 06559106) who retires by rotation, and being eligible, offers himself for re-appointment.

i. Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
31	209954948	99.99%

ii. Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
1	23092	0.01%

iii. Invalid votes :

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
0	0



3. Resolution Item No. 3 : Ordinary Resolution

Ratification of appointment of Pathak H.D. & Associates, Statutory Auditors.

i. Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
31	209954948	99.99%

ii. Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
1	23092	0.01%

iii. Invalid votes :

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
0	0

4. Resolution Item No. 4 : Ordinary Resolution

Ratification of remuneration payable to the Cost Auditor.

i. Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
32	209978040	100%

ii. Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	0

iii. Invalid votes :

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
0	0



5. Resolution Item No. 5 : Special Resolution

Re- Appointment of Mr. Atul Desai (DIN: 00019443) as Independent Director for second term.

i. Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
32	209978040	100%

ii. Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	0

iii. Invalid votes :

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
0	0

6. Resolution Item No. 6 : Special Resolution

Approval of remuneration to Mr. Anuj Burakia (Whole Time Director) by way of 835,000 ESOPs.

i. Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
31	209778040	100%

ii. Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	0

iii. Invalid votes :

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
0	0



7. Resolution Item No. 7 : Special Resolution

Change of name of the Company from RMG Alloy Steel Ltd to Welspun Specialty Solutions Ltd or such other name as may be approved by Central registration Cell of the Ministry of Corporate Affairs.

i. Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
32	209978040	100%

ii. Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	0

iii. Invalid votes :

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
0	0

8. Resolution Item No. 8 : Special Resolution

Approval of modification in terms of 35,792,000 6.5% Redeemable Preference Shares of Rs. 10/- each by change in tenor from present "15 months from the date of allotment" to "18 months from the date of allotment".

i. Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
31	209954948	99.99%

ii. Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
1	23092	0.01%

iii. Invalid votes :

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
0	0



9. Resolution Item No. 9 : Special Resolution

Approval of material related party transactions with Welspun Steel Ltd.

i. Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
29	2492257	99.08%

ii. Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
1	23092	0.92%

iii. Invalid votes :

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
0	0

Note: If any promoter shareholders / directors / key-managerial personnel / related party / other shareholders are interested and have casted their votes in said resolutions, the same has not been counted in the above results.

For Mihen Halani & Associates
(Practicing Company Secretaries)

Date: 26th July, 2019

Place: Mumbai

Mihen Halani
(Proprietor)
FCS No: 9926
CP No: 12015



MIHEN HALANI & ASSOCIATES

Practicing Company Secretaries

A-501/L, Jaswanti Allied Business Centre, Kachpada, Ramchandralane Extn. Rd.
Malad (West), Mumbai – 400 064, Tel No.: 022 6236 0279 Email: mihenhalani@gmail.com

SCRUTINIZER'S REPORT

To,
The Chairman,

Thirty Seventh Annual General Meeting of Shareholders of RMG ALLOY STEEL LIMITED held on Friday, 26th July, 2019 at 9.00 A.M. at Plot No.1, GIDC Industrial estate, Valia Road, Jhagadia, Dist. Bharuch, Gujarat - 393 110.

Dear Sir,

Re: Scrutinizer's Report on voting through electronic means in terms of Section 108 of the Companies Act, 2013 read with Rule 20(3)(xi) of the Companies (Management & Administration) Rules, 2014.

We, M/s. Mihen Halani & Associates, Practicing Company Secretaries appointed by the Board of Directors of RMG ALLOY STEEL LIMITED as Scrutinizer to conduct the voting by way of electronic means in accordance with Section 108 of the Companies Act, 2013 ('Act') read with Rule 20(3)(xi) of the Companies (Management and Administration) Rules, 2014.

1. The management of the company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and rules relating to voting through electronic means on the resolutions contained in the Notice of 37th Annual General Meeting of the Company. Our responsibility as the scrutinizer for the e-voting process is restricted to make a scrutinizer report of the vote cast in favour / against the resolutions stated above, based on the reports generated from the e-voting system provided by the Central Depository Services (India) Limited (CDSL), the authorised agency to provide e-voting facilities, engaged by the Company for the purpose.



2. The members of the company as on cut-off date i.e., July 19, 2019 were entitled to vote on the resolutions (as set out in the notice of 37th Annual General Meeting of the company).
3. The e-voting period commenced on Monday, July 22, 2019 at 9:00 a.m. and ended on Thursday, July 25, 2019 at 5:00 p.m.
4. Accordingly, the electronic votes cast were taken into account and at the end of this voting period, on July 25, 2019, the CDSL portal was blocked for voting.
5. The votes cast were unblocked on Friday, July 26, 2019 in the presence of two witnesses, Ms. Divya Padhiyar and Ms. Reecha Bafna who are not in the employment of the company. They have signed below in confirmation of the votes being unblocked in their presence.

Name : Ms. Divya Padhiyar

Name: Ms. Reecha Bafna

Signature:



Signature:



6. The register has been maintained electronically to record the assent or dissent, received, mentioning the particulars of name, address, folio number or client ID of the shareholders, number of shares held by them and nominal value of such shares. There were no shares with differential voting rights in the Company; hence there is no requirement of maintaining of the list of shares with differential voting rights.
7. The details containing, *inter alia*, list of Equity share holders, who voted "For" or "Against" each of the resolutions put to vote, were generated from the e-voting website of CDSL i.e. <https://www.evotingindia.com/> and based on such reports generated, the result of the e-voting is as under;



Sr. No.	Resolution No. as given in the Notice of 37 th Annual General Meeting		Particulars of Votes Cast			Result Declared
			Members Voting			
			No. of members voted	No. of votes Cast by them	% of total no. of votes cast	
ORDINARY BUSINESS						
1.	To consider and adopt the Audited Financial Statements for the financial year ended 31st March, 2019 and the reports of the Board of Directors' and Auditor's thereon.	Votes Cast in favour	12	304	100%	Subject to Final results of vote conducted through Poll.
		Votes Cast against	0	0	0	
		Votes Cast invalid	0	0	0	
		Total	12	304	100%	
2.	To appoint a director in place of Mr. Prakash Tatia (DIN: 06559106) who retires by rotation, and being eligible, offers himself for re-appointment.	Votes Cast in favour	10	224	73.68%	Subject to Final results of vote conducted through Poll.
		Votes Cast against	2	80	26.32%	
		Votes Cast invalid	0	0	0	
		Total	12	304	100%	



3.	Ratification of appointment of Pathak H.D. & Associates, Statutory Auditors.	Votes Cast in favour	10	224	73.68%	Subject to Final results of vote conducted through Poll.
		Votes Cast against	2	80	26.32%	
		Votes Cast Invalid	0	0	0	
		Total	12	304	100%	
SPECIAL BUSINESS						
4.	Ratification of remuneration payable to the Cost Auditor.	Votes Cast in favour	10	224	73.68%	Subject to Final results of vote conducted through Poll.
		Votes Cast against	2	80	26.32%	
		Votes Cast Invalid	0	0	0	
		Total	12	304	100%	
5.	Re- Appointment of Mr. Atul Desai (DIN: 00019443) as Independent Director for second term.	Votes Cast in favour	10	224	73.68%	Subject to Final results of vote conducted through Poll.
		Votes Cast against	2	80	26.32%	
		Votes	0	0	0	



		Cast Invalid				
		Total	12	304	100%	
6.	Approval of remuneration to Mr. Anuj Burakia (Whole Time Director) by way of 835,000 ESOPs.	Votes Cast in favour	10	224	73.68%	Subject to Final results of vote conducted through Poll.
		Votes Cast against	2	80	26.32%	
		Votes Cast Invalid	0	0	0	
		Total	12	304	100%	
7.	Change of name of the Company from RMG Alloy Steel Ltd to Welspun Specialty Solutions Ltd or such other name as may be approved by Central registration Cell of the Ministry of Corporate Affairs.	Votes Cast in favour	10	224	73.68%	Subject to Final results of vote conducted through Poll.
		Votes Cast against	2	80	26.32%	
		Votes Cast Invalid	0	0	0	
		Total	12	304	100%	
8.	Approval of modification in terms of 35,792,000 6.5% Redeemable Preference	Votes Cast in favour	11	274	90.13%	Subject to Final results of



	Shares of Rs. 10/- each by change in tenor from present "15 months from the date of allotment" to "18 months from the date of allotment".	Votes Cast against	1	30	9.87%	vote conducted through Poll.
		Votes Cast Invalid	0	0	0	
		Total	12	304	100%	
9.	Approval of material related party transactions with Welspun Steel Ltd.	Votes Cast in favour	10	224	73.68%	Subject to Final results of vote conducted through Poll.
		Votes Cast against	2	80	26.32%	
		Votes Cast Invalid	0	0	0	
		Total	12	304	100%	

Note: If any promoter shareholders / directors / key-managerial personnel / related party / other shareholders are interested and have casted their vote in any Resolution(s), the same has not been counted in the above results.

Date: 26th July, 2019
Place: Mumbai

For Mihen Halani & Associates
(Practicing Company Secretaries)

Mihen Halani
(Proprietor)
FCS No: 9926
CP No: 12015

