Usha Martin Limitea
2A, Shakespeare Sarani, Kolkata (formerly Calcutta) - 700 071, India

Phone: (00 91 33) 71006300/599, Fax: (00 91 33) 2282 9029, 71006400/500

CIN: L31400WB1986PLC091621 Website: www.usharnartin.com

UML/SECT/

30th March, 2019

The Secretary
National Stock Exchange of India Ltd
Exchange Plaza, 5th Floor,
Plot No. C/1, G Block,
Bandra Kurla Complex, Bandra (E)
Mumbai – 400 051
[Scrip Code: USHAMART]

Societe de la Bourse de Luxembourg 35A Bouleverd Joseph II L-1840, Luxembourg [Scrip Code: US9173002042] The Secretary
The BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street
Mumbai – 400 001
[Scrip Code: 517146]

The Vice President
National Securities Depository Ltd
Trade World, 4th Floor
Kamala Mills Compound
Senapati Bapat Marg, Lower Parel
Mumbai – 400 013

Dear Sirs,

Sub: Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 – Details of the voting results of the Extra-Ordinary General Meeting (EOGM) of the Company held on 30th March, 2019.

Pursuant to the provisions of Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are submitting herewith the details regarding the voting results of the business transacted at the EOGM in the prescribed format.

We are also enclosing the consolidated report of the Scrutinizer on e-voting and voting through ballot paper at the EOGM. The above are also being uploaded on the Company's website.

Thanking you,

Yours faithfully, For **Usha Martin Limited**

Shampa Ghosh Ray Company Secretary

General information about company	
Scrip code	517146
NSE Symbol	USHAMART
MSEI Symbol	NOTLISTED
NSI	INE228A01035
Name of the company	USHA MARTIN LIMITED
Type of meeting	EGM
Date of the meeting / Date of declaration of results (in case of Postal Ballot)	30-03-2019
Start time of the meeting	11:00 AM
End time of the meeting	12:15 PM



Scrutinizer Details	
Name of the Scrutinizer	Mr. Atul Kumar Labh
Firms Name	M/s A K Labh & Co.
Qualification	CS
Membership Number	4848
Date of Board Meeting in which appointed	25-02-2019
Date of Issuance of Report to the company	30-03-2019



Voting results	
Record date	23-03-2019
Total number of shareholders on record date	45240
No. of shareholders present in the meeting either in person or through proxy	
a) Promoters and Promoter group	1
b) Public	444
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	3
Disclosure of notes on voting results	

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Special Special No					Resolution(1)	(1)			
on considered on considered on considered f	Sesolution requ	uired: (Ordin	ary / Special)		Special				
on considered logical Shares held bolled bo	Whether promi	oter/promotes	r group are in		No				
Ory Mode of voting voting No. of votes shares held votes and votes shares No. of votes shares held votes shares No. of votes shares held votes shares No. of votes shares favour shares No. of votes shares No. of votes shares favour shares No. of votes shares Apolled (4) (4) (5) (6) (7) (7) (7) (7) (7) (8) (9) (1) (2) (3)=[(2)/(1)]*100 (4)	Description of	resolution cc	nsidered		Continuation of Mr. as Non-Executive D	Basant Kum irector of the	ar Jhawar (Dl : Company be	N: 00086237) being yond 31st March 20	;83 years of age 19.
E-Voting	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
er Poll ser 151996900 Postal 130844942 86.084 67607696 6 fer Postal applicable) 0 <td>-</td> <td></td> <td>(1)</td> <td>(2)</td> <td>(3)=[(2)/(1)]*100</td> <td>(4)</td> <td>(5)</td> <td>(6)=[(4)/(2)]*100</td> <td>(7)=[(5)/(2)]*100</td>	-		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
er Poll 0 <td></td> <td>E-Voting</td> <td></td> <td>130844942</td> <td>86.084</td> <td>96920929</td> <td>63237246</td> <td>51.6701</td> <td>48.3299</td>		E-Voting		130844942	86.084	96920929	63237246	51.6701	48.3299
ter Ballot (if applicable) Total 151996900 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0	<u> </u>	Poll	,	0	0	0	0	0	0
Total 151996900 130844942 86.084 67607696 6 E-Voting Postal 40167017 29357968 73.0897 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0	ter	Postal Ballot (if applicable)	151996900	0	0	0	0		0
E-Voting 29357968 73.0897 0 0 0 0 0 0 0 0 0	<u> </u>	Total	151996900	130844942	86.084	96920929	63237246	51.6701	48.3299
Poll 40167017 0 0 0 0 0 0 lons Ballot (if applicable) 0		E-Voting		29357968	73.0897	0	29357968	0	100
Ions Postal applicable) 40167017 0	<u>.l </u>	Poll		0	0	0	0	0	0
Total 40167017 29357968 73.0897 0 E-Voting 112577863 46688331 41.472 35698	ions	Postal Ballot (if applicable)	40167017	0	0	0	0	0	0
E-Voting 46688331 41.472 35698 112577863		Total	40167017	29357968	73.0897	0	29357968	0	100
112577863	Public- Non	E-Voting		46688331	41.472	35698	46652633	0.0765	99.9235
Poll 3697 0.0033 1992		Poll	112577863	3697	0.0033	1992	1705	53.8815	46.1185

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_	0	99.9193	67.3045		
	0	0.0807	32.6955	No	
	0	46654338 0.0807	67645386 139249552 32.6955	Whether resolution is Pass or Not. No	Disclosure of notes on resolution
_	0	37690	67645386	r resolution is	sure of notes
	0	41.4753	67.8919	1	Disclo
-	0	112577863 46692028 41.4753	206894938		
		112577863	Total 304741780 206894938 67.8919		
	Postal Ballot (if applicable)	Total	Total		

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



				Resolution(2)	2)			
Resolution re	Resolution required: (Ordinary / Special)	ary / Special)		Special				
Whether promoter/pror the agenda/resolution?	Whether promoter/promoter group are inf the agenda/resolution?		erested in	oZ.				
Description o	Description of resolution considered	nsidered		Continuation of Mr. Brij Kishore Jhawar (DIN: 00086200) being 81 years of age as Non-Executive Director of the Company beyond 31st March 2019.	Brij Kishore J ctor of the Cor	hawar (DII) npany bey	V: 00086200) being and 31st March 201	81 years of age as 9.
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
	E-Voting		63237246	41.6043	63237246	0	100	0
Promoter	Poll		0	0	0	0	0	0
and Promoter Group	Postal Ballot (if applicable)	151996900	0_		0	0	0	0
	Total	151996900	63237246	41.6043	63237246	0	100	0
	E-Voting		29357968	73.0897	29144800	213168	99.2739	0.7261
	Poll		0	0	0	0	0	0
Public- Institutions	Postal Ballot (if applicable)	40167017	0	0	0	0	0	0
	Total	40167017	29357968	73.0897	29144800	213168	99.2739	0.7261
Public- Non	E-Voting		46688334	41.472	46685886	2448	99.9948	0.0052
Institutions		112577863 	3697	0.0033	3697	0	100	0
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		0.0052	0.1548		
0		99.9948	99.8452	Yes	
0			215616	ss or Not.	resolution
0		46689583 2448	139071629 215616 99.8452	Whether resolution is Pass or Not. Yes	Disclosure of notes on resolution
0		41.4753	45.7066	Whether re	Disclosur
0		46692031 41.4753	139287245		
		112577863 46	Total 304741780 139287245 45.7066		
Postal Ballot (if	applicable)	Total	Total		



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



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				Resolution(3)	1(3)			
Resolution required: (Ordinary / Special	quired: (Ordiz	nary / Special)		Ordinary				
Whether promoter/proithe agenda/resolution?	noter/promote solution?	Whether promoter/promoter group are interested in the agenda/resolution?		o _Z				
Description o	Description of resolution considered	onsidered		Appointment of Mr. (Wire & Wire Rope 31st January 2020 at	Pravin Kumai Business) of t nd payment of	r Jain (DIN: 1 he Company remuneratio	Appointment of Mr. Pravin Kumar Jain (DIN: 02583519) as Jt. Managing Director (Wire & Wire Rope Business) of the Company for a term from 5th February 2019 to 31st January 2020 and payment of remuneration to him for the said period.	naging Director February 2019 to period.
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
	E-Voting		133753320	87.9974	63237246	70516074	47.279	52.721
Dromoter	Poli		0	0	0	0	0	0
and Promoter Group	Postal Ballot (if	151996900	0	0	0	0	0	0
	Total	151996900	133753320	87.9974	63237246	70516074	47.279	52.721
	E-Voting		29357968	73.0897	29144800	213168	99.2739	0.7261
	Poll		0	0	0	0	0	0
Public- Institutions	Postal Ballot (if applicable)	40167017	0	0	0		0	0
_	Total	40167017	29357968	73.0897	29144800	213168	99.2739	0.7261
Public-	E-Voting		46688334	41.472	46687899	435	99.9991	60000
Non	Poll	112577863	3697	0.0033	3697	0	100	0
-		1						

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	0	6,000	33.7124		
	0	99.9991	66.2876	Yes	
	0	435	70729677	Pass or Not.	n resolution
	0	46691596 435	139073642 70729677 66.2876	Whether resolution is Pass or Not. Yes	Disclosure of notes on resolution
_	0	41.4753	68.8463	l	Disclos
-	0	112577863 46692031 41.4753	209803319 68.8463		
-	<u> </u>	112577863	Total 304741780 209		
	Postal Ballot (if applicable)	Total	Total		
	Institutions				



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





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FCS, ACMA (ICAI), MBA, M.Com., ACSI (Lond) DIM, DHRD, PGHDSM, DIRPM Practicing Company Secretary



A. K. LABH & Co.

Company Secretaries

40, Weston Street, 3rd Floor, Kolkata - 700 013 © (033) 2221-9381, Fax : (033) 2221-9381

Mobile: 98300-55689

e-mail: aklabh@aklabh.com / aklabhcs@gmail.com

Website: www.aklabh.com

CONSOLIDATED SCRUTINIZER'S REPORT

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

The Chairman of the Extra Ordinary General Meeting of Usha Martin Limited 2A, Shakespeare Sarani Kolkata - 700071

Dear Sir,

I, Atul Kumar Labh, Practicing Company Secretary (FCS – 4848 / CP - 3238) and proprietor of M/s. A. K. Labh & Co., Company Secretaries, Kolkata was appointed as the scrutinizer in connection with the Extra Ordinary General Meeting of the members of "Usha Martin Limited" ("Company") held on Saturday, 30th March, 2019 at "Vidya Mandir", 1, Moira Street, Kolkata-700017 at 11:00 A.M. for the purpose of scrutinizing the remote e-voting and voting through physical ballot process in a fair and transparent manner and ascertaining the requisite majority for the said voting as per the provisions of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended, on the resolutions referred to in this report.

The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules relating to remote e-voting and voting through physical ballot process on the resolutions contained in the Notice of the Extra Ordinary General Meeting dated 25th February, 2019. My responsibility as a scrutinizer for remote e-voting and voting through physical ballots is restricted to make Scrutinizer's Report of the votes cast "in favour" or "against" the resolutions, based on the reports generated from the e-voting system of National Securities Depository Limited ("NSDL") and of voting through physical ballots as provided by MCS Share Transfer Agent Limited, the agencies engaged by the Company to provide remote e-voting / physical ballot facilities.





FCS, ACMA (ICAI), MBA, M.Com., ACSI (Lond) DIM, DHRD, PGHDSM, DIRPM Practicing Company Secretary



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Company Secretaries

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Mobile: 98300-55689

e-mall ; aklabh@aklabh.com / aklabhcs@gmail.com

Website: www.aklabh.com

I submit my report as under:

- 1. The remote e-voting period remained open from 9.00 A.M. IST on Wednesday, the 27th March, 2019 up to 5.00 P.M. IST on Friday, the 29th March, 2019.
- 2. The Shareholders holding shares as on the "cut off" date, i.e. 23rd March, 2019 were entitled to vote on the proposed 3 (Three) resolutions as mentioned in the Notice dated 25th February, 2019 of the Extra Ordinary General Meeting of the Company.
- 3. The Company has also distributed the physical ballot forms at the venue of the Extra Ordinary General Meeting to enable the shareholders to cast the votes physically in case the same has not been casted by them through remote e-voting.
- 4. The locked ballot boxes were subsequently opened in my presence and poll/ballot papers were diligently scrutinized. The poll/ballot papers were reconciled with the records maintained by the Registrar and Share Transfer Agents of the Company and the authorizations/ proxies lodged with the Company.
- 5. The votes were unblocked on Saturday, the 30th March, 2019 around 12:30 P.M. after the completion of the Extra Ordinary General Meeting in the presence of two witnesses, namely, Ms. Rachana Agarwal, residing at 162/2, Benaras Road, Salkia, Howrah 711106 and Mrs. Anushree Dasgupta, residing at 28/N, Dwijen Mukherjee Road, Behala, Kolkata 700060 who are not in employment of the Company.
- 6. The ballots which were incomplete and/or which were otherwise found defective have been treated as invalid.
- 7. The combined result of the remote e-voting [EVEN: 110499] and votes casted through physical ballot papers distributed at the EGM venue are as under:





FCS, ACMA (ICAI), MBA, M.Com., ACSI (Lond) DIM, DHRD, PGHDSM, DIRPM Practicing Company Secretary



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Company Secretaries

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Mobile: 98300-55689

e-mail: aklabh@aklabh.com / aklabhcs@gmail.com

Website: www.aklabh.com

SPECIAL BUSINESS:

a) Resolution 1: Special Resolution

Continuation of Mr. Basant Kumar Jhawar (DIN: 00086237) as Non-Executive Director of the Company

(i) Voted in favour of the Resolution:

Mode of voting	Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	40	67643394	
Voting by ballot	29	1992	
Total	69	67645386	32.6955%

(ii) Voted against the Resolution:

% of total number of valid votes cast	Number of votes cast by them	Number of Members voted	Mode of voting
	139247847	106	Remote e-voting
	1705	4	Voting by ballot
67.3045%	139249552	110	Total

Total number of members whose votes were declared invalid	Total number of votes cast by them
17	1694355





FCS, ACMA (ICAI), MBA, M.Com., ACSI (Lond) DIM, DHRD, PGHDSM, DIRPM Practicing Company Secretary



A. K. LABH & Co.

Company Secretaries

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Mobile: 98300-55689

e-mail: aklabh@aklabh.com / aklabhcs@gmail.com

Website: www.aklabh.com

b) Resolution 2: Special Resolution

Continuation of Mr. Brij Kishore Jhawar (DIN: 00086200) as Non-Executive Director of the company

(i) Voted in favour of the Resolution:

le of voting	Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
ote e-voting	132	139067932	
ng by ballot	33	3697	
Total	165	139071629	99.8452%

(ii) Voted against the Resolution:

Mode of voting	Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	7	215616	
Voting by ballot	0	0	
Total	7	215616	0.1548%

Total number of members whose votes were declared invalid	Total number of votes cast by them
1.7	1694355





FCS, ACMA (ICAI), MBA, M.Com., ACSI (Lond) DIM, DHRD, PGHDSM, DIRPM Practicing Company Secretary



A. K. LABH & Co.

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40, Weston Street, 3rd Floor, Kolkata - 700 013 @ (033) 2221-9381, Fax : (033) 2221-9381

Mobile: 98300-55689

e-mail: aklabh@aklabh.com / aklabhcs@gmail.com

Website: www.aklabh.com

c) Resolution 3: Ordinary Resolution

Appointment of Mr. Pravin Kumar Jain (DIN: 02583519) as Joint Managing Director [Wire & Wire Rope Business] of the Company

(i) Voted in favour of the Resolution:

% of total number of valid votes cast	Number of votes cast by them	Number of Members voted	Mode of voting
	139069945	136	Remote e-voting
	3697	33	Voting by ballot
66.2876%	139073642	169	Total

(ii) Voted against the Resolution:

% of total number of valid votes cast	Number of votes cast by them	Number of Members voted	Mode of voting
	70729677	17	Remote e-voting
	0	0	Voting by ballot
33.7124%	70729677	17	Total

Total number of members whose votes were declared invalid	Total number of votes cast by them
17	1694355





FCS, ACMA (ICAI), MBA, M.Com., ACSI (Lond) DIM, DHRD, PGHDSM, DIRPM Practicing Company Secretary



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Mobile : 98300-55689

e-mail: aklabh@aklabh.com / aklabhcs@gmail.com

Website: www.aklabh.com

- 8. All the resolutions proposed hereinabove, except Resolution No. 1, have been passed with requisite majority.
- 9. The physical ballot forms, remote e-voting register and other related papers / registers and records shall remain in my safe custody until the Chairman of the meeting considers, approves and signs the minutes in this regard and thereafter it will be handed over to Company Secretary as authorized by the Board of Directors for safe keeping.

Thanking You,

Yours truly

For A. K. LABH & Co.

Company Secretaries

(CS A. K. LABH)

Practicing Company Secretary

FCS - 4848 / CP No. - 3238

Kolkata *

Place: Kolkata

Dated: 30:03:2019



FCS, ACMA (ICAI), MBA, M.Com., ACSI (Lond) DIM, DHRD, PGHDSM, DIRPM Practicing Company Secretary



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Company Secretaries

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Mobile: 98300-55689

e-mall : aklabh@aklabh.com / aklabhcs@gmail.com

Website: www.aklabh.com

Witness:

1. Rachana Agarmal

(Rachana Agarwal) 162/2, Benaras Road, Salkia Howrah 711106

In Amybrand Dose

(Anushree Dasgupta)
28/N, Dwijen Mukherjee Road, Behala
Kolkata 700060



<u>Received the Report of the Scrutinizer</u> For Usha Martin Limited

(Shampa Ghosh Ray) Company Secretary ACS 16737





UML/SECT/ 30th March, 2019

The Secretary
National Stock Exchange of India Ltd
Exchange Plaza, 5th Floor,
Plot No. C/1, G Block,
Bandra Kurla Complex, Bandra (E)
Mumbai – 400 051
[Scrip Code: USHAMART]

Societe de la Bourse de Luxembourg 35A Bouleverd Joseph II L-1840, Luxembourg [Scrip Code: US9173002042] The Secretary
The BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street
Mumbai – 400 001
[Scrip Code: 517146]

The Vice President
National Securities Depository Ltd
Trade World, 4th Floor
Kamala Mills Compound
Senapati Bapat Marg, Lower Parel
Mumbai – 400 013

Dear Sirs,

Sub: Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 – Details of the voting results of the Extra-Ordinary General Meeting (EOGM) of the Company held on 30th March, 2019.

Pursuant to the provisions of Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are submitting herewith the details regarding the voting results of the business transacted at the EOGM in the prescribed format.

We are also enclosing the consolidated report of the Scrutinizer on e-voting and voting through ballot paper at the EOGM. The above are also being uploaded on the Company's website.

Thanking you,

Yours faithfully, For **Usha Martin Limited**

Shampa Ghosh Ray Company Secretary

General information about company						
Scrip code	517146					
NSE Symbol	USHAMART					
MSEI Symbol	NOTLISTED					
ISIN	INE228A01035					
Name of the company	USHA MARTIN LIMITED					
Type of meeting	EGM					
Date of the meeting / Date of declaration of results (in case of Postal Ballot)	30-03-2019					
Start time of the meeting	11:00 AM					
End time of the meeting	12:15 PM					

Scrutinizer Details							
Name of the Scrutinizer	Mr. Atul Kumar Labh						
Firms Name	M/s A K Labh & Co.						
Qualification	CS						
Membership Number	4848						
Date of Board Meeting in which appointed	25-02-2019						
Date of Issuance of Report to the company	30-03-2019						

Voting results						
Record date	23-03-2019					
Total number of shareholders on record date	45240					
No. of shareholders present in the meeting either in person or through proxy	·					
a) Promoters and Promoter group	1					
b) Public	444					
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	3					
Disclosure of notes on voting results						

	Resolution(1)								
Resolution required: (Ordinary / Special)			Special						
Whether promoter/promoter group are interested in the agenda/resolution?			No						
Description of resolution considered					,	OIN: 00086237) bein beyond 31st March 2	0 , 0		
Category Mode of voting 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	
	E-Voting	151996900	130844942	86.084	67607696	63237246	51.6701	48.3299	
Promoter	Poll		0	0	0	0	0	0	
and Promoter Group	Postal Ballot (if applicable)		0	0	0	0	0	0	
	Total	151996900	130844942	86.084	67607696	63237246	51.6701	48.3299	
	E-Voting		29357968	73.0897	0	29357968	0	100	
	Poll		0	0	0	0	0	0	
Public- Institutions	Postal Ballot (if applicable)	40167017	0	0	0	0	0	0	
	Total	40167017	29357968	73.0897	0	29357968	0	100	
Public- Non	E-Voting	112577972	46688331	41.472	35698	46652633	0.0765	99.9235	
Institutions	Poll	112577863	3697	0.0033	1992	1705	53.8815	46.1185	

Postal Ballot (if applicable)		0	0	0	0	0	0
Total	112577863	46692028	41.4753	37690	46654338	0.0807	99.9193
Total	304741780	206894938	67.8919	67645386	139249552	32.6955	67.3045
	No						

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

Resolution(2)									
Resolution required: (Ordinary / Special)				Special	Special				
Whether promoter/promoter group are interested in the agenda/resolution?			No						
Description of resolution considered						IN: 00086200) being yond 31st March 20			
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	
	E-Voting	151996900	63237246	41.6043	63237246	0	100	0	
Promoter	Poll		0	0	0	0	0	0	
and Promoter Group	Postal Ballot (if applicable)		0	0	0	0	0	0	
	Total	151996900	63237246	41.6043	63237246	0	100	0	
	E-Voting		29357968	73.0897	29144800	213168	99.2739	0.7261	
	Poll	1	0	0	0	0	0	0	
Public- Institutions	Postal Ballot (if applicable)	40167017	0	0	0	0	0	0	
	Total	40167017	29357968	73.0897	29144800	213168	99.2739	0.7261	
Public- Non	E-Voting	112577972	46688334	41.472	46685886	2448	99.9948	0.0052	
Institutions	Poll	112577863	3697	0.0033	3697	0	100	0	

Postal Ballot (if applicable)		0	0	0	0	0	0
Total	112577863	46692031	41.4753	46689583	2448	99.9948	0.0052
Total		139287245	45.7066	139071629	215616	99.8452	0.1548
		ss or Not.	Yes				
		resolution					

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

				Resolutio	on(3)				
Resolution r	equired: (Ord	inary / Specia	ul)	Ordinary	Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No					
Description of resolution considered			(Wire & Wire Rope	Business) of	the Compan	02583519) as Jt. May for a term from 5th on to him for the said	February 2019 to		
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		
	E-Voting	151996900	133753320	87.9974	63237246	70516074	47.279	52.721	
Promoter	Poll		0	0	0	0	0	0	
and Promoter Group	Postal Ballot (if applicable)		0	0	0	0	0	0	
	Total	151996900	133753320	87.9974	63237246	70516074	47.279	52.721	
	E-Voting		29357968	73.0897	29144800	213168	99.2739	0.7261	
	Poll		0	0	0	0	0	0	
Public- Institutions	Postal Ballot (if applicable)	40167017	0	0	0	0	0	0	
	Total	40167017	29357968	73.0897	29144800	213168	99.2739	0.7261	
Public-	E-Voting	112577062	46688334	41.472	46687899	435	99.9991	0.0009	
Non	Poll	112577863	3697	0.0033	3697	0	100	0	

Institutions	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	112577863	46692031	41.4753	46691596	435	99.9991	0.0009
	Total	304741780	209803319	68.8463	139073642	70729677	66.2876	33.7124
	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				

CONSOLIDATED SCRUTINIZER'S REPORT

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

The Chairman of the Extra Ordinary General Meeting of Usha Martin Limited 2A, Shakespeare Sarani Kolkata - 700071

Dear Sir.

I, Atul Kumar Labh, Practicing Company Secretary (FCS – 4848 / CP - 3238) and proprietor of M/s. A. K. Labh & Co., Company Secretaries, Kolkata was appointed as the scrutinizer in connection with the Extra Ordinary General Meeting of the members of "*Usha Martin Limited*" ("*Company*") held on Saturday, 30th March, 2019 at "Vidya Mandir", 1, Moira Street, Kolkata-700017 at 11:00 A.M. for the purpose of scrutinizing the remote e-voting and voting through physical ballot process in a fair and transparent manner and ascertaining the requisite majority for the said voting as per the provisions of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended, on the resolutions referred to in this report.

The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules relating to remote e-voting and voting through physical ballot process on the resolutions contained in the Notice of the Extra Ordinary General Meeting dated 25th February, 2019. My responsibility as a scrutinizer for remote e-voting and voting through physical ballots is restricted to make Scrutinizer's Report of the votes cast "in favour" or "against" the resolutions, based on the reports generated from the e-voting system of National Securities Depository Limited ("NSDL") and of voting through physical ballots as provided by MCS Share Transfer Agent Limited, the agencies engaged by the Company to provide remote e-voting / physical ballot facilities.

I submit my report as under:

- 1. The remote e-voting period remained open from 9.00 A.M. IST on Wednesday, the 27th March, 2019 up to 5.00 P.M. IST on Friday, the 29th March, 2019.
- 2. The Shareholders holding shares as on the "cut off" date, i.e. 23rd March, 2019 were entitled to vote on the proposed 3 (Three) resolutions as mentioned in the Notice dated 25th February, 2019 of the Extra Ordinary General Meeting of the Company.
- 3. The Company has also distributed the physical ballot forms at the venue of the Extra Ordinary General Meeting to enable the shareholders to cast the votes physically in case the same has not been casted by them through remote e-voting.
- 4. The locked ballot boxes were subsequently opened in my presence and poll/ballot papers were diligently scrutinized. The poll/ballot papers were reconciled with the records maintained by the Registrar and Share Transfer Agents of the Company and the authorizations/ proxies lodged with the Company.
- 5. The votes were unblocked on Saturday, the 30th March, 2019 around 12:30 P.M. after the completion of the Extra Ordinary General Meeting in the presence of two witnesses, namely, Ms. Rachana Agarwal, residing at 162/2, Benaras Road, Salkia, Howrah 711106 and Mrs. Anushree Dasgupta, residing at 28/N, Dwijen Mukherjee Road, Behala, Kolkata 700060 who are not in employment of the Company.
- 6. The ballots which were incomplete and/or which were otherwise found defective have been treated as invalid.
- 7. The combined result of the remote e-voting [EVEN: 110499] and votes casted through physical ballot papers distributed at the EGM venue are as under:

SPECIAL BUSINESS:

a) Resolution 1 : Special Resolution

Continuation of Mr. Basant Kumar Jhawar (DIN: 00086237) as Non-Executive Director of the Company

(i) Voted **in favour** of the Resolution:

Mode of voting	Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	40	67643394	
Voting by ballot	29	1992	
Total	69	67645386	32.6955%

(ii) Voted **against** the Resolution:

Mode of voting	Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	106	139247847	
Voting by ballot	4	1705	
Total	110	139249552	67.3045%

Total number of members whose votes were declared invalid	Total number of votes cast by them	
17	1694355	

b) Resolution 2 : Special Resolution

Continuation of Mr. Brij Kishore Jhawar (DIN: 00086200) as Non-Executive Director of the company

(i) Voted **in favour** of the Resolution:

Mode of voting	Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	132	139067932	
Voting by ballot	33	3697	
Total	165	139071629	99.8452%

(ii) Voted **against** the Resolution:

Mode of voting	Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	7	215616	
Voting by ballot	0	0	
Total	7	215616	0.1548%

Total number of members whose votes were declared invalid	Total number of votes cast by them	
17	1694355	

c) Resolution 3: Ordinary Resolution

Appointment of Mr. Pravin Kumar Jain (DIN: 02583519) as Joint Managing Director [Wire & Wire Rope Business] of the Company

(i) Voted **in favour** of the Resolution:

Mode of voting	Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	136	139069945	
Voting by ballot	33	3697	
Total	169	139073642	66.2876%

(ii) Voted **against** the Resolution:

Mode of voting	Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	17	70729677	
Voting by ballot	0	0	
Total	17	70729677	33.7124%

Total number of members whose votes were declared invalid	Total number of votes cast by them	
17	1694355	

- 8. All the resolutions proposed hereinabove, *except Resolution No. 1*, have been passed with requisite majority.
- 9. The physical ballot forms, remote e-voting register and other related papers / registers and records shall remain in my safe custody until the Chairman of the meeting considers, approves and signs the minutes in this regard and thereafter it will be handed over to Company Secretary as authorized by the Board of Directors for safe keeping.

Thanking You,

Yours truly For A. K. LABH & Co. Company Secretaries

(CS A. K. LABH)

Practicing Company Secretary
FCS – 4848 / CP No. - 3238

Place: Kolkata

Dated:

Witness:

1.

(Rachana Agarwal) 162/2, Benaras Road, Salkia Howrah 711106

2.

(Anushree Dasgupta) 28/N, Dwijen Mukherjee Road, Behala Kolkata 700060

<u>Received the Report of the Scrutinizer</u> For Usha Martin Limited

(Shampa Ghosh Ray) Company Secretary ACS 16737