



Usha Martin Limited

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.ushamartin.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]

The Secretary
The BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street
Mumbai – 400 001
[Scrip Code: 517146]

Societe de la Bourse de Luxembourg
35A Boulevard Joseph II
L-1840, Luxembourg
[Scrip Code: US9173002042]

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

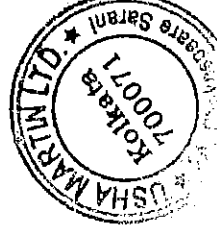


Scrutinizer Details

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		Continuation of Mr. Basant Kumar Jhavar (DIN: 00086237) being 83 years of age as Non-Executive Director of the Company beyond 31st March 2019.							
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		130844942	86.084	67607696	63237246	51.6701	48.3299	
	Poll	151996900	0	0	0	0	0	0	
	Postal Ballot (if applicable)		0	0	0	0	0	0	
Public- Institutions	Total	151996900	130844942	86.084	67607696	63237246	51.6701	48.3299	
	E-Voting		29357968	73.0897	0	29357968	0	100	
	Poll	40167017	0	0	0	0	0	0	
Public- Non Institutions	Postal Ballot (if applicable)		0	0	0	0	0	0	
	Total	40167017	29357968	73.0897	0	29357968	0	100	
	E-Voting	112577863	46688331	41.472	35698	46652633	0.0765	99.9235	
Poll		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
Whether resolution is Pass or Not. No							
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)		Special							
Whether promoter/promoter group are interested in the agenda/resolution?		No							
Description of resolution considered		Continuation of Mr. Brij Kishore Jhavar (DIN: 00086200) being 81 years of age as Non-Executive Director of the Company beyond 31st March 2019.							
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		63237246	41.6043	63237246	0	100	0	
	Poll	151996900	0	0	0	0	0	0	
	Postal Ballot (if applicable)		0	0	0	0	0	0	
	Total	151996900	63237246	41.6043	63237246	0	100	0	
Public- Institutions	E-Voting		29357968	73.0897	29144800	213168	99.2739	0.7261	
	Poll	40167017	0	0	0	0	0	0	
	Postal Ballot (if applicable)		0	0	0	0	0	0	
	Total	40167017	29357968	73.0897	29144800	213168	99.2739	0.7261	
Public- Non Institutions	E-Voting	112577863	46688334	41.472	46685886	2448	99.9948	0.0052	
	Poll		3697	0.0033	3697	0	100	0	

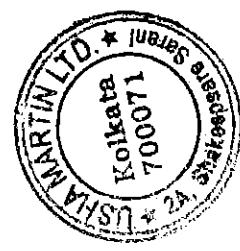
Postal Ballot (if applicable)	0	0	0	0	0	0	0
Total	112577863	46692031	41.4753	46689583	2448	99.9948	0.0052
Total	304741780	139287245	45.7066	139071629	215616	99.8452	0.1548
Whether resolution is Pass or Not. Yes							
Disclosure of notes on resolution							



Details of Invalid Votes

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



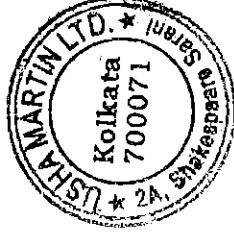


Resolution(3)									
Resolution required: (Ordinary / Special)		Ordinary							
Whether promoter/promoter group are interested in the agenda/resolution?		No							
Description of resolution considered		Appointment of Mr. Pravin Kumar Jain (DIN: 02583519) as Jt. Managing Director (Wire & Wire Rope Business) of the Company for a term from 5th February 2019 to 31st January 2020 and payment of remuneration to him for the said period.							
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		133753320	87.9974	63237246	70516074	47.279	52.721	
	Poll	151996900	0	0	0	0	0	0	
	Postal Ballot (if applicable)		0	0	0	0	0	0	
Public-Institutions	Total	151996900	133753320	87.9974	63237246	70516074	47.279	52.721	
	E-Voting		29357968	73.0897	29144800	213168	99.2739	0.7261	
	Poll	40167017	0	0	0	0	0	0	
Public-Non	Postal Ballot (if applicable)		0	0	0	0	0	0	
	Total	40167017	29357968	73.0897	29144800	213168	99.2739	0.7261	
	E-Voting	112577863	46688334	41.472	46687899	435	99.9991	0.0009	
	Poll		3697	0.0033	3697	0	100	0	

Institutions	Postal Ballot (if applicable)								
	0	0	0	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.									
Disclosure of notes on resolution									



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





A. K. LABH

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

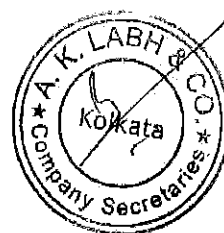
[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies
(Management and Administration) Rules, 2014]

**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.



A. K. LABH

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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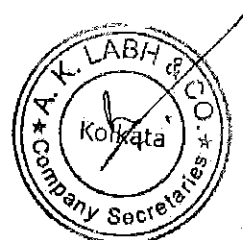
Mobile : 98300-55689

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

Website : www.aklabh.com

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:



A. K. LABH

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DIM, DHRD, PGHDSM, DIRPM
Practicing Company Secretary



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SPECIAL BUSINESS:

a) Resolution 1 : Special Resolution

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

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

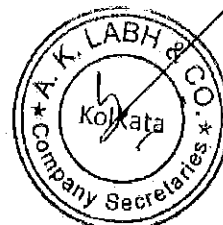
<i>Mode of voting</i>	<i>Number of Members voted</i>	<i>Number of votes cast by them</i>	<i>% of total number of valid votes cast</i>
Remote e-voting	40	67643394	
Voting by ballot	29	1992	
Total	69	67645386	32.6955%

(ii) *Voted against the Resolution:*

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

(iii) *Invalid Votes:*

<i>Total number of members whose votes were declared invalid</i>	<i>Total number of votes cast by them</i>
17	1694355



A. K. LABH

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



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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:*

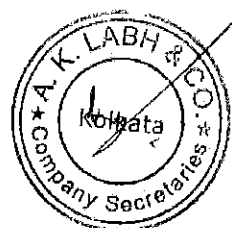
<i>Mode of voting</i>	<i>Number of Members voted</i>	<i>Number of votes cast by them</i>	<i>% of total number of valid votes cast</i>
Remote e-voting	132	139067932	
Voting by ballot	33	3697	
Total	165	139071629	99.8452%

(ii) *Voted against the Resolution:*

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

(iii) *Invalid Votes:*

<i>Total number of members whose votes were declared invalid</i>	<i>Total number of votes cast by them</i>
17	1694355



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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:*

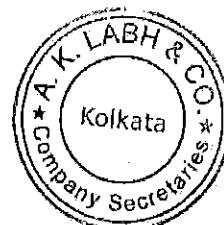
<i>Mode of voting</i>	<i>Number of Members voted</i>	<i>Number of votes cast by them</i>	<i>% of total number of valid votes cast</i>
Remote e-voting	136	139069945	
Voting by ballot	33	3697	
Total	169	139073642	66.2876%

(ii) *Voted against the Resolution:*

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

(iii) *Invalid Votes:*

<i>Total number of members whose votes were declared invalid</i>	<i>Total number of votes cast by them</i>
17	1694355



A. K. LABH

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DIM, DHRD, PGHDSM, DIRPM
Practicing Company Secretary



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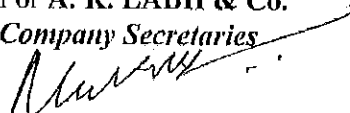
e-mail : aklabh@aklabh.com / aklabhcs@gmail.com

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



Place: Kolkata
Dated: 30.03.2019



A. K. LABH

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



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Website : www.aklabh.com

Witness:

1. *Rachana Agarwal*

(Rachana Agarwal)

162/2, Benaras Road, Salkia

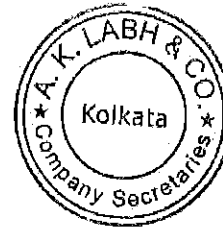
Howrah 711106

2. *Anushree Dasgupta*

(Anushree Dasgupta)

28/N, Dwijen Mukherjee Road, Behala

Kolkata 700060



Received the Report of the Scrutinizer

For Usha Martin Limited

Shampa Ghosh Ray
(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]

The Secretary
The BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street
Mumbai – 400 001
[Scrip Code: 517146]

Societe de la Bourse de Luxembourg
35A Boulevard Joseph II
L-1840, Luxembourg
[Scrip Code: US9173002042]

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				Continuation of Mr. Basant Kumar Jhwar (DIN: 00086237) being 83 years of age as Non-Executive Director of the Company beyond 31st March 2019.				
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	151996900	130844942	86.084	67607696	63237246	51.6701	48.3299
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	151996900	130844942	86.084	67607696	63237246	51.6701	48.3299
Public-Institutions	E-Voting	40167017	29357968	73.0897	0	29357968	0	100
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	40167017	29357968	73.0897	0	29357968	0	100
Public- Non Institutions	E-Voting	112577863	46688331	41.472	35698	46652633	0.0765	99.9235
	Poll		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
Whether resolution is Pass or Not.							No	
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)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Continuation of Mr. Brij Kishore Jhawar (DIN: 00086200) being 81 years of age as Non-Executive Director of the Company beyond 31st March 2019.				
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	151996900	63237246	41.6043	63237246	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	151996900	63237246	41.6043	63237246	0	100	0
Public-Institutions	E-Voting	40167017	29357968	73.0897	29144800	213168	99.2739	0.7261
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	40167017	29357968	73.0897	29144800	213168	99.2739	0.7261
Public- Non Institutions	E-Voting	112577863	46688334	41.472	46685886	2448	99.9948	0.0052
	Poll		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	304741780	139287245	45.7066	139071629	215616	99.8452	0.1548
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				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.				
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	151996900	133753320	87.9974	63237246	70516074	47.279	52.721
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	151996900	133753320	87.9974	63237246	70516074	47.279	52.721
Public-Institutions	E-Voting	40167017	29357968	73.0897	29144800	213168	99.2739	0.7261
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	40167017	29357968	73.0897	29144800	213168	99.2739	0.7261
Public-Non	E-Voting	112577863	46688334	41.472	46687899	435	99.9991	0.0009
	Poll		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:

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

(ii) Voted against the Resolution:

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

(iii) Invalid Votes:

<i>Total number of members whose votes were declared invalid</i>	<i>Total number of votes cast by them</i>
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:

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

(ii) Voted against the Resolution:

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

(iii) Invalid Votes:

<i>Total number of members whose votes were declared invalid</i>	<i>Total number of votes cast by them</i>
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:

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

(ii) Voted against the Resolution:

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

(iii) Invalid Votes:

<i>Total number of members whose votes were declared invalid</i>	<i>Total number of votes cast by them</i>
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

Received the Report of the Scrutinizer
For Usha Martin Limited

(Shampa Ghosh Ray)
Company Secretary
ACS 16737