

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

August 31, 2019

**Sub: Voting Results of the Extra Ordinary General Meeting held on August 30, 2019 pursuant to Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 along with 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 August 30, 2019 along with the Scrutinizer's Report dated August 30, 2019 on e-voting and voting through ballot paper at the Extra Ordinary General Meeting in respect of the resolutions stated in the Notice dated August 2, 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 **Welspun Specialty Solutions Ltd**  
(Erstwhile RMG Alloy Steel Ltd)

  
**Rashmi Mamtura**  
Company Secretary  
F-8658



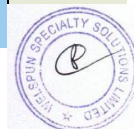
Encl: As above

General information about company	
Scrip code	500365
NSE Symbol	
MSEI Symbol	
ISIN	INE731F01037
Name of the company	Welspun Specialty Solutions Limited
Type of meeting	EGM
Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot)	30-08-2019
Start time of the meeting	9:30 AM
End time of the meeting	3:00 PM

Scrutinizer Details	
Name of the Scrutinizer	Mihen Halani
Firms Name	Mihen Halani & Associates
Qualification	CS
Membership Number	12015
Date of Board Meeting in which appointed	02-08-2019
Date of Issuance of Report to the company	30-08-2019

Voting results	
Record date	23-08-2019
Total number of shareholders on record date	79692
No. of shareholders present in the meeting either in person or through proxy	
a) Promoters and Promoter group	1
b) Public	34
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	2
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				Reclassification of Authorized Share Capital.				
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	549	0.0003	254	295	46.2659	53.7341
	Poll		899417	0.4312	899417	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		208606479	899966	0.4314	899671	295	99.9672
Total		416109164	208362000	50.0739	208361705	295	99.9999	0.0001
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)			Special					
Whether promoter/promoter group are interested in the agenda/resolution?			No					
Description of resolution considered			Proposal for issue and allotment of upto 724,61,326 equity shares of Rs.6/- each fully paid up and upto 402,66,666 warrants carrying option to subscribe (in the ratio of one equity share for one warrant) to 402,66,666 equity shares of Rs.6/- each fully paid up of the Company at a price of Rs.15/- per equity Share, on preferential basis.					
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	549	0.0003	254	295	46.2659	53.7341
	Poll		899417	0.4312	899417	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		208606479	899966	0.4314	899671	295	99.9672
Total		416109164	208362000	50.0739	208361705	295	99.9999	0.0001
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	



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**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](mailto:mihenhalani@gmail.com)

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**SCRUTINIZER'S REPORT**

**August 30, 2019**

To,  
The Chairman,

Extra-Ordinary General Meeting of the Members of Welspun Specialty Solutions Limited (formerly known as RMG Alloy Steel Limited) ("the Company") held on Friday, August 30, 2019 at 9.30 A.M. at the registered office of the company situated at Plot No.1, G.I.D.C Industrial Estate, Valia Road, Jhagadia, Dist. Bharuch, in the state of Gujarat - 392 001.

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/Committee of Directors of the Company 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 Extra-Ordinary 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. Friday, August 23, 2019 were entitled to vote on the resolutions (as set out in the notice of Extra-Ordinary General Meeting of the company).
3. The e-voting period commenced on Tuesday, August 27, 2019 (09.00 a.m.) and ended on Thursday, August 29, 2019 (05.00 p.m.)

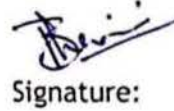


4. Accordingly, the electronic votes cast were taken into account and at the end of this voting period, on August 29, 2019, the CDSL portal was blocked for voting.
5. The votes cast were unblocked on Friday, August 30, 2019 in the presence of two witnesses, Ms. Divya Padhiyar and Ms. Bhavini Patel who 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. Bhavini Patel

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 the Extra-Ordinary 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	
<b>SPECIAL BUSINESS</b>						
1.	Reclassification of Authorized Share Capital	Votes Cast in favour	10	254	46.27	Subject to Final results of vote conducted through Poll.
		Votes Cast against	1	295	53.73	
		Votes Cast invalid	0	0	0	
		<b>Total</b>	<b>11</b>	<b>549</b>	<b>100%</b>	



2.	Proposal for issue and allotment of upto 724,61,326 equity shares of Rs.6/- each fully paid up and upto 402,66,666 warrants carrying option to subscribe (in the ratio of one equity share for one warrant) to 402,66,666 equity shares of Rs.6/- each fully paid up of the Company at a price of Rs.15/- per equity Share, on preferential basis.	Votes Cast in favour	10	254	46.27	Subject to Final results of vote conducted through Poll.
		Votes Cast against	1	295	53.73	
		Votes Cast invalid	0	0	0	
		<b>Total</b>	<b>11</b>	<b>549</b>	<b>100%</b>	

*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.*

Date: August 30, 2019  
Place: Mumbai

For Mihen Halani & Associate  
(Practicing Company Secretaries)

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. Road, Malad (West),  
Mumbai – 400 064, Tel No.: 022 6236 0279 Email: [mihenhalani@gmail.com](mailto: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

Extra Ordinary General Meeting of the Members of Welspun Specialty Solutions Limited  
(formerly known as RMG ALLOY STEEL LIMITED) ("the Company") held on Friday, August  
30, 2019 at 9.30 A.M. at the Registered Office of the Company situated 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 Extra Ordinary General Meeting of Shareholders of the Company held on Friday, August 30, 2019 at 9.30 A.M. at the Registered Office of the Company situated 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 poll by the Chairman, a ballot box was kept for polling and was locked in our presence with due identification marks placed by us.
- 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 (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.

Date: August 30, 2019

Place: Mumbai

For Mihen Halani & Associates  
(Practicing Company Secretaries)

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





## RESULT OF POLL

### 1. Resolution Item No. 1 : Special Resolution

Reclassification of Authorized Share Capital.

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
35	208361451	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 : Special Resolution

Proposal for issue and allotment of upto 724,61,326 equity shares of Rs.6/- each fully paid up and upto 402,66,666 warrants carrying option to subscribe (in the ratio of one equity share for one warrant) to 402,66,666 equity shares of Rs.6/- each fully paid up of the Company at a price of Rs.15/- per equity Share, on preferential basis.

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
35	208361451	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



**REPORT ON VOTING THROUGH POLL AND ELECTRONIC MEANS**

**VOTING RESULTS FOR RESOLUTION NO. 1**

**(i) Details of Percentage of Voting:**

Details of Valid votes	No. of Ballots and E-Votes	No. of Equity Shares of the Nominal Value of Rs. 6 each (No. of Votes)	Percentage (%)
Assent	45	208361705	100
Dissent	1	295	0.00
<b>TOTAL</b>	<b>46</b>	<b>208362000</b>	<b>100%</b>

**Result Declared:** The resolution passed as a Special Resolution.

**VOTING RESULTS FOR RESOLUTION NO. 2**

**(i) Details of Percentage of Voting:**

Details of Valid votes	No. of Ballots and E-Votes	No. of Equity Shares of the Nominal Value of Rs. 6 each (No. of Votes)	Percentage (%)
Assent	45	208361705	100
Dissent	1	295	0.00
<b>TOTAL</b>	<b>46</b>	<b>208362000</b>	<b>100%</b>

**Result Declared:** The resolution passed as a Special Resolution.

*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.*

For Mihen Halani & Associate  
(Practicing Company Secretaries)

Date: August 30, 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. Road, Malad (West),  
Mumbai – 400 064, Tel No.: 022 6236 0279 Email: [mihenhalani@gmail.com](mailto: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

Extra Ordinary General Meeting of the Members of Welspun Specialty Solutions Limited  
(formerly known as RMG ALLOY STEEL LIMITED) ("the Company") held on Friday, August  
30, 2019 at 9.30 A.M. at the Registered Office of the Company situated at Plot No.1,  
GIDC Industrial estate, Valia Road, Jhagadia, Dist. Bharuch, Gujarat - 393 110

Dear Sir,

Ref: Scrutinizer's Report on Voting through Poll and Electronic means

We, M/s. Mihen Halani & Associates, Practicing Company Secretaries appointed by the Board  
of Directors of the Company as Scrutinizer to conduct the voting by way of poll and  
electronic means, hereby submit our report as under;

- The consolidated result of Poll and E-Voting is attached to the report.

Date: August 30, 2019  
Place: Mumbai

For Mihen Halani & Associates  
(Practicing Company Secretaries)

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

