

**Corporate Office :**

The First, A&B Wing, 9<sup>th</sup> Floor,  
Behind Keshav Baug Party Plot,  
Vastrapur, Ahmedabad - 380 015,  
Gujarat, India  
Phone : +91 79 2960 1200/ 1/ 2  
Fax : +91 79 2960 1210  
eMail : info@ratnamani.com



RMTL/SEC/PB-IND DIR/REG.44(3)/2022-23

March 21, 2023

<b>BSE Ltd.</b> Corporate Relationship Department 1 <sup>st</sup> Floor, New Trading Ring, Rotunda Building, P. J. Tower, Dalal Street, Fort, Mumbai – 400 001 Company Code : 520111	<b>National Stock Exchange of India Ltd.</b> “Exchange Plaza”, 5th Floor, Bandra – Kurla Complex, Bandra (E), Mumbai - 400 051 Company Code : RATNAMANI
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**Sub: Voting Results as per Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 along with the Scrutinizer’s Report of Postal Ballot for the appointment of Independent Directors through remote e-voting.**

Dear Sir/Madam,

Pursuant to the provisions of Section 110 of the Companies Act, 2013 read with the Rule 22 of the Companies (Management and Administration) Rules, 2014 and Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we wish to inform you that the Company had sought approval of the Members for appointment of Independent Directors of the Company by passing of special resolutions through Postal Ballot through remote e-voting process provided by the Company.

The Company had appointed Shri M. C. Gupta, of M/s. M. C. Gupta & Co., Company Secretaries, Ahmedabad (C.P. No.1028 & FCS 2047) as Scrutinizer to scrutinize the e-voting process. The Scrutinizer’s Report received from him is attached herewith and the same is being uploaded on the Company’s website at [www.ratnamani.com](http://www.ratnamani.com) and on the website of the National Securities Depository Limited (NSDL) at [www.evoting.nsdl.com](http://www.evoting.nsdl.com).

You are requested to kindly take the same on record.

Thanking you,

Yours faithfully,

**For, RATNAMANI METALS & TUBES LIMITED**

**ANIL MALOO**  
**COMPANY SECRETARY & COMPLIANCE OFFICER**

Encl.: As above

**ratnamani.com**

info@ratnamani.com  
CIN : L70109GJ1983PLC006460

**Registered Office**

17, Rajmugat Society, Naranpura Cross Roads,  
Ahmedabad - 380 013, Gujarat, India  
Phone: +91 79 2741 5504/2747 8700 | Fax: +91 79 2960 1210 | eMail: info@ratnamani.com

## DETAILS OF VOTING RESULTS

### Voting Results of Postal Ballot through remote e-Voting (Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015)

Sr. No.	Particulars	Details
1.	Type of Meeting	Postal Ballot through Remote E-Voting process
2.	Last date of receipt of postal ballot form	March 18, 2023 by 5.00 PM
3.	Total number of Shareholders as on Cut-off date i.e. February 10, 2023	24,390
4.	Number of Shareholders present in the meeting either in person or through proxy : (a) Promoters and Promoters Group: (b) Public:	Not Applicable (Resolutions passed through Postal Ballot process)
5.	Number of Shareholders attended the meeting through video conferencing: (a) Promoters and Promoters Group: (b) Public:	Not Applicable (Resolutions passed through Postal Ballot process)
6.	Number of resolutions passed in the meeting	Three (3) Special Resolutions were passed through Postal Ballot process and the details of voting results is enclosed

### Details of Agenda:

The mode of voting of resolutions was through remote e-voting process:

Agenda No.	Details of Agenda	Resolution required (Ordinary / Special)	Mode of Voting	Remarks
1.	Appointment of Shri Sushil Solanki (DIN: 09630096) as an Independent Director.	Special Resolution	Remote E-voting	Passed with requisite majority
2.	Appointment of Shri Dhinal Ashvinbhai Shah (DIN: 00022042) as an Independent Director.	Special Resolution	Remote E-voting	Passed with requisite majority
3.	Appointment of Shri Rajesh Gajendrabhai Desai (DIN: 09834047) as an Independent Director.	Special Resolution	Remote E-voting	Passed with requisite majority

**Agenda wise disclosure:**

**Resolution No.1:**

**Appointment of Shri Sushil Solanki (DIN: 09630096) as an Independent Director:**

Resolution Required					Special Resolution				
Whether promoter / promoter group are interested in the agenda / resolution?					No				
Category	Mode of Voting	No. of shares held	No. of votes polled	% votes polled on outstanding shares	No. of votes - in favour	No. of votes - in Against	% of votes - in favour	% of votes - in Against	No. of votes Invalid
		(1)	(2)	(3)= [(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100	(8)
Promoter and Promoter Group	Remote E-voting	42126087	42126087	100.0000	42126087	0	100.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	<b>Total</b>	<b>42126087</b>	<b>42126087</b>	<b>100.0000</b>	<b>42126087</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>	<b>0</b>
Public Institutions	Remote E-voting	20268191	19979532	98.5758	19979532	0	100.0000	0.0000	0
	Poll		0	0	0	0	0.0000	0.0000	0
	Postal Ballot		0	0	0	0	0.0000	0.0000	0
	<b>Total</b>	<b>20268191</b>	<b>19979532</b>	<b>98.5758</b>	<b>19979532</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>	<b>0</b>
Public Non-Institutions	Remote E-voting	7697722	3100402	40.2769	3100352	50	99.9984	0.0016	0
	Poll		0	0	0	0	0.0000	0.0000	0
	Postal Ballot		0	0	0	0	0.0000	0.0000	0
	<b>Total</b>	<b>7697722</b>	<b>3100402</b>	<b>40.2769</b>	<b>3100352</b>	<b>50</b>	<b>99.9984</b>	<b>0.0016</b>	<b>0</b>
<b>Total</b>	<b>-</b>	<b>70092000</b>	<b>65206021</b>	<b>93.0292</b>	<b>65205971</b>	<b>50</b>	<b>99.9999</b>	<b>0.0001</b>	<b>0</b>

**Result: We report that the number of votes cast in favour of the aforesaid Resolution is not less than three times the number of votes casts against the resolution by the Members. Hence, the special resolution may be considered as passed with requisite majority.**

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**Resolution No.2:**

**Appointment of Shri Dhinal Ashvinbhai Shah (DIN: 00022042) as an Independent Director:**

Resolution Required					Special Resolution				
Whether promoter / promoter group are interested in the agenda / resolution?					No				
Category	Mode of Voting	No. of shares held	No. of votes polled	% votes polled on outstanding shares	No. of votes - in favour	No. of votes - in Against	% of votes - in favour	% of votes - in Against	No. of votes Invalid
		(1)	(2)	(3)= [(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100	(8)
Promoter and Promoter Group	Remote E-voting	42126087	42126087	100.0000	42126087	0	100.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	<b>Total</b>	<b>42126087</b>	<b>42126087</b>	<b>100.0000</b>	<b>42126087</b>	<b>0</b>	<b>100.0000</b>	0.0000	<b>0</b>
Public Institutions	Remote E-voting	20268191	19979532	98.5758	19979532	0	100.0000	0.0000	0
	Poll		0	0	0	0	0.0000	0.0000	0
	Postal Ballot		0	0	0	0	0.0000	0.0000	0
	<b>Total</b>	<b>20268191</b>	<b>19979532</b>	<b>98.5758</b>	<b>19979532</b>	<b>0</b>	<b>100.0000</b>	0.0000	<b>0</b>
Public Non-Institutions	Remote E-voting	7697722	3100155	40.2737	3099955	200	99.9935	0.0064	0
	Poll		0	0	0	0	0.0000	0.0000	0
	Postal Ballot		0	0	0	0	0.0000	0.0000	0
	<b>Total</b>	<b>7697722</b>	<b>3100155</b>	<b>40.2737</b>	<b>3099955</b>	<b>200</b>	<b>99.9935</b>	<b>0.0065</b>	<b>0</b>
<b>Total</b>	<b>-</b>	<b>70092000</b>	<b>65205774</b>	<b>93.0288</b>	<b>65205574</b>	<b>200</b>	<b>99.9997</b>	<b>0.0003</b>	<b>0</b>

**Result:** We report that the number of votes cast in favour of the aforesaid Resolution is not less than three times the number of votes casts against the resolution by the Members. Hence, the special resolution may be considered as passed with requisite majority.

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**Resolution No.3:**

**Appointment of Shri Rajesh Gajendrabhai Desai (DIN: 09834047) as an Independent Director:**

Resolution Required					Special Resolution				
Whether promoter / promoter group are interested in the agenda / resolution?					No				
Category	Mode of Voting	No. of shares held	No. of votes polled	% votes polled on outstanding shares	No. of votes - in favour	No. of votes - in Against	% of votes - in favour	% of votes - in Against	No. of votes Invalid
		(1)	(2)	(3)= [(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)] *100	(7)=[(5)/(2)] *100	(8)
Promoter and Promoter Group	Remote E-voting	42126087	42126087	100.0000	42126087	0	100.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	<b>Total</b>	<b>42126087</b>	<b>42126087</b>	<b>100.0000</b>	<b>42126087</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>	<b>0</b>
Public Institutions	Remote E-voting	20268191	19979532	98.5758	19979532	0	100.0000	0.0000	0
	Poll		0	0	0	0	0.0000	0.0000	0
	Postal Ballot		0	0	0	0	0.0000	0.0000	0
	<b>Total</b>	<b>20268191</b>	<b>19979532</b>	<b>98.5758</b>	<b>19979532</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>	<b>0</b>
Public Non-Institutions	Remote E-voting	7697722	3100154	40.2737	3099954	200	99.9935	0.0064	0
	Poll		0	0	0	0	0.0000	0.0000	0
	Postal Ballot		0	0	0	0	0.0000	0.0000	0
	<b>Total</b>	<b>7697722</b>	<b>3100154</b>	<b>40.2737</b>	<b>3099954</b>	<b>200</b>	<b>99.9935</b>	<b>0.0065</b>	<b>0</b>
<b>Total</b>	<b>-</b>	<b>70092000</b>	<b>65205773</b>	<b>93.0288</b>	<b>65205573</b>	<b>200</b>	<b>99.9997</b>	<b>0.0003</b>	<b>0</b>

**Result: We report that the number of votes cast in favour of the aforesaid Resolution is not less than three times the number of votes casts against the resolution by the Members. Hence, the special resolution may be considered as passed with requisite majority.**

[ratnamani.com](http://ratnamani.com)

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**Report of Scrutinizer (Postal Ballot with E-voting facility)**

**[Pursuant to Section 108 and 110 of the Companies Act, 2013 read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014]**

To,  
The Chairman,  
Ratnamani Metals and Tubes Limited,  
17, Rajmugat Society,  
Naranpura Char Rasta,  
Ankur Road,  
Naranpura, Ahmedabad – 380 013.

Dear Sir,

**Re: Passing of Special Resolutions through postal ballot including e-voting:**

1. I, M. C. Gupta, Proprietor of M/s. M.C. Gupta & Co., Company Secretaries, appointed as Scrutinizer by the Board of Directors of Ratnamani Metals and Tubes Limited ("the Company") with respect to the Special Resolutions proposed to be passed through Postal Ballot process with E-Voting facility and for ascertaining the requisite majority on the Postal Ballot with E-voting facility carried out in accordance with the provisions of Section 108 and 110 of the Companies Act, 2013 and read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014, as contained in the Notice of the Postal ballot dated 13<sup>th</sup> February, 2023 circulated by the company in accordance with the applicable provisions.
2. The management of the Company is responsible to ensure the compliance with the requirements of provisions of the Companies Act, 2013 and Rules relating to voting through electronic means and Postal ballot on the resolutions set out in the postal ballot Notice. Our responsibility as Scrutinizer for the voting process is restricted to ensure that the process of Postal ballot with E-voting facility is conducted in a fair and transparent manner and make Scrutinizer's Report of the votes cast "in favour" or "against" the resolution stated below, based upon the scrutiny of postal ballots (through E-voting) received from the members and on the reports generated from the E-voting system provided by National Security Depositories Limited (NSDL), the authorised agency to provide e-voting facilities, appointed by the company.
3. The Company, through its Service Provider, had completed on 14<sup>th</sup> February, 2023, the dispatch of the Postal Ballot Notice dated 13<sup>th</sup> February, 2023 to 23,154 members, whose email IDs were available. Further, the company has informed that it has given opportunity to all its members to register their E-mail IDs with the Company/ RTA/DP so as to participate in the Postal ballot through E-voting.
4. It has been intimated that the company has published the public Notice under Rule 22(3) of the Companies (Management & administration) Rules, 2014 by way of Advertisements published on 16<sup>th</sup> February, 2023 in Financial Express (In English and Gujarati Languages).





5. In accordance with the Postal Ballot Notice dated 13th February, 2023 sent to the shareholders, the postal ballot through e-voting was started on Friday, February 17, 2023 at 10:00 a.m. and ended on Saturday, March 18, 2023 at 5:00 p.m. (Voting Period).
6. The Members of the Company as on cut-off date i.e. February 10, 2023, were entitled to vote on the resolutions stated in the Notice of the Postal ballot.
7. During the period from 17th February, 2023 to 18th March, 2023 (i.e., total duration of 30 days) 297 equity shareholders participated for the exercise of their voting rights through E-voting platform of NSDL.
8. The result of the Postal Ballot and E-voting is as under:

**Resolution 1 – Special Resolution for Appointment of Shri Sushil Solanki (DIN:09630096) as an Independent Director:**

(i) Voted in favour of the resolution:

Mode of voting	Number of Members voted	Number of Votes Cast by Members	% of total number of valid votes cast
Through voting by Postal ballot	NIL	NIL	NIL
Through e-voting	293	6,52,05,971	99.9999
Total	293	6,52,05,971	99.9999

(ii) Voted against the resolution:

Mode of voting	Number of Members voted	Number of Votes Cast by Members	% of total number of valid votes cast
Through voting by postal ballot	NIL	NIL	NIL
Through e-voting	4	50	0.0001
Total	4	50	0.0001

(iii) Invalid votes:

Mode of voting	Number of Members voted	Number of Votes Cast by Members
Through voting by postal ballot	NIL	NIL
Through e-voting	NIL	NIL
Total	NIL	NIL



**Resolution 2 – Special Resolution for Appointment of Shri Dhinal Ashvinbhai Shah (DIN:00022042) as an Independent Director:**

(i) Voted in favour of the resolution:

Mode of voting	Number of Members voted (in person or by proxy)	Number of Votes Cast by Members	% of total number of valid votes cast
Through voting by postal ballot	NIL	NIL	NIL
Through e-voting	291	6,52,05,574	99.9997
Total	291	6,52,05,574	99.9997

(ii) Voted against the resolution:

Mode of voting	Number of Members voted	Number of Votes Cast by Members	% of total number of valid votes cast
Through voting by postal ballot	NIL	NIL	NIL
Through e-voting	5	200	0.0003
Total	5	200	0.0003

(iii) Invalid votes:

Mode of voting	Number of Members voted (in person or by proxy)	Number of Votes Cast by Members
Through voting by postal ballot	NIL	NIL
Through e-voting	NIL	NIL
Total	NIL	NIL





**Resolution 3 – Special Resolution for Appointment of Shri Rajesh Gajendrabhai Desai (DIN:09834047) as an Independent Director:**

(i) Voted in favour of the resolution:

Mode of voting	Number of Members voted	Number of Votes Cast by Members	% of total number of valid votes cast
Through voting by postal ballot	NIL	NIL	NIL
Through e-voting	290	6,52,05,573	99.9997
Total	290	6,52,05,573	99.9997

(ii) Voted against the resolution:

Mode of voting	Number of Members voted	Number of Votes Cast by Members	% of total number of valid votes cast
Through voting by postal ballot	NIL	NIL	NIL
Through e-voting	5	200	0.0003
Total	5	200	0.0003

(iii) Invalid votes:

Mode of voting	Number of Members voted (in person or by proxy)	Number of Votes Cast by Members
Through voting by postal ballot	NIL	NIL
Through remote e-voting	NIL	NIL
Total	NIL	NIL

- There was no postal Form required to be received physically in view of MCA & SEBI circulars referred to in the Postal Ballot Notice.
- The votes cast on E-voting were subsequently unblocked by the undersigned on 18<sup>th</sup> March, 2023 after the voting period was over in the presence of 2 witnesses and electronic votes were diligently scrutinized by the undersigned.
- The e-voting results/list downloaded from the website of NSDL and other related documents shall be handed over to the Company Secretary of the Company, authorised by the Board to conduct the postal ballot process after the minutes of the Postal Ballot have been signed by the Chairman.



mc

*M. C. Gupta & Co.*  
*Company Secretaries*

**CS Mahesh C. Gupta**  
B.Com (Hons.), LL.M., MBA, ACMA, FCS

You may accordingly declare the result of the voting by Postal Ballot.

Thanking you,

Yours faithfully,  
**For M. C. Gupta & Co.,**  
**Company Secretaries**  
UCN: S1986GJ003400

*Mahesh Gupta*

**Mahesh C. Gupta**  
*Proprietor*  
Membership No.: 2047 (CP: 1028)  
UDIN: F002047D003291498



**Place:** Ahmedabad  
**Date:** 18<sup>th</sup> March, 2023

We, the undersigned witness that the E-voting results/list was unblocked and downloaded from the NSDL website (<https://www.evoting.nsdl.com/>) in our presence at 5.15 p.m. on Saturday, March 18, 2023 at the office of Mr. M. C. Gupta, the Scrutinizer.

*[Signature]*

Witness 1:  
**Mr. Sparsh Gupta**  
502, "Parikrama",  
B/h. Medilink Hospital,  
Shyamal Cross Roads,  
Satellite, Ahmedabad – 380 015.

*Bhavika*

Witness 2:  
**Ms. Bhavika Tolani**  
B-60, Someshwar Complex,  
Shyamal Cross Roads, Satellite,  
Ahmedabad 380 015.

**COUNTERSIGNED BY:**  
For Ratnamani Metals and Tubes Limited

*[Signature]*

**Prakash M. Sanghvi**  
Chairman and Managing Director  
DIN: 00006354

