

संदर्भ/Ref. : NBC/S/4.5 & 4.5(A)/2022/1288 दिनांक/Dated: 08.06.2022

To, प्रबंधक/The Manager बीएसई लिमिटेड/BSE Limited, फीरोज जीजीभोय टावर्स/ Phiroj Jeejeebhoy Towers, दलाल स्ट्रीट/Dalal Street, मुम्बई/MUMBAI- 400 001

स्क्रिप कोड/Scrip Code: 532234

To, प्रबंधक/The Manager अनुसूचन विभाग/Listing Department नेशनल स्टॉक एक्सचेंज ऑफ इंडिया लि., National Stock Exchange of India Ltd., एक्सचेंज प्लाजा, बांद्रा कुर्ली कम्प्लेक्स, Exchange Plaza, Bandra-Kurla Complex, बांद्रा ईस्ट/Bandra East,

मुम्बई/MUMBAI-400 051 प्रतीक/Symbol: NATIONALUM

### Sub: Result of Postal Ballot dated 28.04.2022.

श्रीमान/Dear Sir,

1.0 This has reference to our letter dated 05.05.2022, submitting the Postal Ballot Notice dated 28.04.2022 for appointment of following Directors by way of ordinary resolution/special resolution through the Postal Ballot process and also letter dated 06.05.2022, submitting the newspaper clippings of the notice published on 06.05.2022 about completion of the dispatch of the Postal Ballot Notice.

SI. No.	Description of the Resolutions	Resolution required	
1.	Appointment of Shri Sadashiv Samantaray [DIN: 08130130] as Director (Commercial) of the Company	Ordinary	
2.	Appointment of Shri Sanjay Ramanlal Patel [DIN: 09545270] as an Independent Director of the Company	Special	

- 2.0 The voting period for remote e-voting commened on Monday, the 09<sup>th</sup> May, 2022 at 09:00 am (IST) and ended on Tuesday, the 07<sup>th</sup> June, 2022 at 05:00 pm (IST) both days inclusive.
- 3.0 In this regard, please note that Ms. Savita Jyoti (M. No.: F3738, C.P. No.: 1796) of M/s. Savita Jyoti Associates, Practicing Company Secretaries, Hyderabad, who was appointed as the Scrutinizer for the aforesaid Postal Ballot process has submitted her Report on 08.06.2022. In accordance with the said Report, the members of the Company have approved the above resolutions with requisite majority, as embodied in the Postal Ballot Notice dated 28.04.2022.

नेशनल एल्यूपिनियम कम्पनी लिपिटेड (भारत सरकार का उद्यम) निगम कार्यालय

National Aluminium Company Limited (A Government of India Enterprise)
REGD. & CORPORATE OFFICE

नालको भवन, नयापल्ली, भुवनेश्वर -751 013 भारत Nalco Bhawan. Nayapalli. Bhubaneswar-751013.India



4.0 The details of voting in favour and against for each of the resolutions are as under:

SI. No.	Description of the Resolutions	Resolution required	Votes in favour	Votes against
1.	Appointment of Shri Sadashiv Samantaray [DIN: 08130130] as Director (Commercial) of the Company	Ordinary	98.26	1.74
2.	Appointment of Shri Sanjay Ramanlal Patel [DIN: 09545270] as an Independent Director of the Company	Special	85.75	14.25

- **5.0** The results of the Postal Ballot were accordingly announced today i.e. 08.06.2022.
- **6.0** In connection with above, we enclose herewith the following:
  - (a) Compliance Report under Regulation 44 (3) of the SEBI (LODR) Regulations, 2015 (Annexure-'A').
  - (b) Scrutinizer's Report (Annexure-'B').
  - (c) Certified True Copy of the Resolutions as approved by the members (Annexure-'C').

This is for your information and record.

धन्यवाद/Thanking you.

भवदीय/Yours faithfully, कृते नेशनल एल्यूमिनियम कंपनी लिमिटेड/ For National Aluminiym Co. Ltd.

(एन.के. महान्ति)

(N. K. Mohanty)

समूह महाप्रबंधक एबं कंपनी सचिव और अनुपालन अधिकारी GGM & Company Secretary and Compliance Officer

**Encl.: As above** 

नालको भवन, नयापल्ली, भूवनेश्वर -751 013 भारत Nalco Bhawan. Nayapalli

	Compliance u	nder Regulati	ion 44(3) of t	he SEBI (LODR)	Regulations, 2	015				
Company Name		NATIONAL ALUMINIUM COMPANY LIMITED								
Date of the AGM/EGM		Postal Ballot/Remote e-voting Period: Monday, May 09, 2022 at 09:00 a.m. India Standard Time ('IST') and ended on Tuesday, June 07, 2022 at 05:00 p.m. (IST) both days inclusive.								
Total number of shareholders on record date		590814								
No. of shareholders present in the meeting e	either in person: or									
Promoters and Promoter Group:		Not Applicable								
Public:										
No. of Shareholders attended the meeting the	nrough Video:									
Promoters and Promoter Group:		Not Applicable								
Public:								_		
Resolution required: (Ordinary/ Special)	1) ORDINARY - A	1) ORDINARY - Appointment of Shri Sadashiv Samantaray [DIN: 08130130] as Director (Commercial) of the Company.								
Whether promoter/ promoter group are interested in the agenda/resolution?	No	No								
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100		
	E-Voting		941793011	100.00	941793011	0	100.00	0.00		
Day and the second of Control	Poll	041702011	0	0.00	0	0	0.00	0.00		
Promoter and Promoter Group	Postal Ballot (if applicable)	941793011	0	0.00	0	0	0.00	0.00		
	E-Voting	ľ	445011674	89.84	420663011	24348663	94.53	5.47		
Dublic Institutions	Poll	495343821	0	0.00	0	0	0.00	0.00		
Public- Institutions	Postal Ballot (if	493343021	0		0	0				
	applicable)			0.00			0.00			
	E-Voting		12202830	3.05		34584	99.72			
Public- Non Institutions	Poll	399494955	0	0.00	0	0	0.00	0.00		
	Postal Ballot (if applicable)		0	, 0.00	0	0	0.00	0.00		
	Total	1836631787	1399007515	76.17	1374624268	24383247	98.26	1.74		

National Aluminium Co. Ltd.
NALCO Bhawan, P/1, Nayapaili

Resolution required: (Ordinary/ Special)	2) SPECIAL - Appointment of Shri Sanjay Ramanlal Patel [DIN: 09545270] as an Independent Director of the Company.									
Whether promoter/ promoter group are interested in the agenda/resolution?	No									
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100		No. of Votes – against (5)	favour on votes polled	% of Votes against on votes polled´ (7)=[(5)/(2)]*100		
	E-Voting	941793011	941793011	100.00	941793011	0	100.00	0.00		
Dromator and Bramator Group	Poll		0	0.00	0	0	0.00	0.00		
Promoter and Promoter Group	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00		
	E-Voting	495343821	445011674	89.84	246003445	199008229	55.28	44.72		
D. I. Programme and the second	Poll		0	0.00	0	0	0.00	0.00		
Public- Institutions	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00		
	E-Voting		10247776	2.57	10138883	108893	98.94	1.06		
Dublic Man to differ the	Poll	399494955	0	0.00	0	0	0.00	0.00		
Public- Non Institutions	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00		
	Total	1836631787	1397052461	76.07	1197935339	199117122	85.75	14.25		

CS. N.K. Mohanty
Company Secretary
National Aluminium Co. Ltd.
NALCO Bhawan, P/1, Nayapalli
Bhubaneswar-751013, Odisha, India

## SAVITA JYOTI ASSOCIATES

CS SAVITA JYOTI, R Com FC S

#### SCRUTINIZER'S REPORT

Pursuant to Section 110 of the Companies Act, 2013 read with Rule 22 of the Companies (Management and Administration) Rules, 2014 and the MCA Circulars

To.

The Chairman-cum-Managing Director, National Aluminium Company Limited, NALCO Bhawan, Plot No. P.1. Nayapalli,

Bhubaneswar - 751 013 (Odisha) CIN: L27203OR1981GOl000920

Dear Sir.

Sub: Passing of resolution through Postal Ballot notice dated April 28, 2022.

Pursuant to the resolution passed by the Board of Directors of National Aluminium Company Limited (herein after called "the Company"), we have been appointed as Scrutinizer for conducting the postal ballot and evoting process in fair and transparent manner in respect of the Ordinary/Special resolutions as circulated in the Postal Ballot notice dated April 28, 2022.

The Company had engaged the services of its Registrar and Transfer Agents viz. M/s. KFin Technologies Limited (Fornerly KFin Technologies Private Limited), Hyderabad ('KFin') to provide platform for recording votes of shareholders electronically through remote e-voting ('e-voting'). KFin had set up the e-voting facility on their website: https://evoting.kfintech.com/

SI.	Description of Resolutions	Resolution required	
1)	Appointment of Shri Sadashiv Samantaray [DIN: 08130130] as Director (Commercial) of the Company	Ordinary	
2)	Appointment of Shri Sanjay Ramanlal Patel [DIN: 09545270] as an Independent Director of the Company	Special	

We report that the postal ballot notice dated April 28, 2022 together with the explanatory statement, under section 110 of the Companies Act, 2013 read with the relevant rules were sent via electronic mode to all shareholders whose e-mail addresses were registered with the Company/RTA/Depository Participants as per the data downloaded from the CDSL and NSDL as on April 29, 2022 ('Cut-off date') pursuant to the circulars and notification issued by the Ministry of Corporate Affairs, Government of India (the 'MCA') and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations').

In compliance with Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014 read with the MCA Circulars and the Listing Regulations, the details pertaining to dispatch of Postal Ballot notice only through e-mail and details of the Special Business items set out in the Postal Ballot Notice by e-voting process was published, in "Statesman" (English Newspaper) and in "Sambad" (Odia Newspaper), on May 6, 2022.

Page 1 of 3

J. J

# SAVITA JYOTI ASSOCIATES

#### CS. SAVITA JYOTI, B Com. FC S

The voting period for e-voting commenced on Monday, May 9, 2022 at 09:00 a.m. India Standard Time ('IST') and ended on Tuesday, June 7, 2022 at 05:00 p.m. (IST) both days inclusive. All votes cast by e-voting through KFin were received up to June 7, 2022, being the last date fixed by the Company and the platform was blocked thereafter.

The results of the e-voting under the Postal Ballot are as under:

### A) Ordinary Resolution:

# 1) Appointment of Shri Sadashiv Samantaray [DIN: 08130130] as Director (Commercial) of the Company:

No. of members exercised their votes through e-voting: 1266

Type of voting	Total number of votes cast	Voted in fav resolu		Voted against the resolution		
		Number of votes cast	% of total number of valid votes cast	Number of votes cast	% of total number of valid votes cast	
Remote E-voting	1399007515	1374624268	98.26	24383247	1.74	
Total	1399007515	1374624268	98.26	24383247	1.74	

Note: 19 shareholders having 7916 shares, abstained from voting.

### B) Special Resolution:

## 2) Appointment of Shri Sanjay Ramanlal Patel [DIN: 09545270] as an Independent Director of the Company:

No. of members exercised their votes through e-voting: 1268

Type of poll	Total number of votes cast	Voted in favour of	of the resolution	Voted against the resolution		
		Number of votes cast	% of total number of valid votes cast	Number of votes cast	% of total number of valid votes cast	
Remote E- voting	1397052461	1197935339	85.75	199117122	14.25	
Total	1397052461	1197935339	85.75	199117122	14.25	

Note: 18 shareholders having 1962969 shares, abstained from voting.

Based on the aforesaid results, we report that, the ordinary & special resolutions (Sl. nos. 1 & 2 above), as set out in the Postal Ballot notice dated April 28, 2022 have been passed with requisite majority.

AJ.

## SAVITA JYOTI ASSOCIATES COMPANY SECRETARIES

CS. SAVITA JYOTI, B Com. FC S.

The results of the Postal Ballot will be displayed on the Company's website https://www.nalcoindia.com/ as also that of the Service Provider KFin at https://evoting.kfintech.com. The results will also be communicated to BSE Limited and the National Stock Exchange of India Limited, being stock exchanges where the shares of the Company are listed.

The register of postal ballot and all other relevant records of voting process given/provided/maintained in electronic mode will remain in our custody until the Chairman-cum-Managing Director of the Company considers, approves and signs the minutes of the Postal Ballot and the same shall be handed over thereafter to the Company Secretary for safe keeping.

Thanking you

For SAVITA JYOTI ASSOCIATES

Practicing Company Secretaries

Scrutinizer CP No- 1796:

M No-FCS 3738

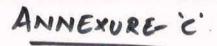
UDIN: F003738D000473339

Place: Hyderabad Date: June 8, 2022 Sonam

Witness 1:

Witness 2:

SAVITA JYOTI, FCS 3738 Practicing Company Secretary Certificate of Practice No. 1796





EXTRACTS OF THE ORDINARY/SPECIAL RESOLUTIONS PASSED BY THE MEMBERS OF THE COMPANY THROUGH POSTAL BALLOT ON 07.06.2022.

### **Ordinary Resolution:**

Item no. 1: Appointment of Shri Sadashiv Samantaray [DIN: 08130130] as Director (Commercial) of the Company:

"RESOLVED THAT, in accordance with the provisions of Section 152 and other applicable provisions, if any, of the Companies Act, 2013 ('the Act'), and the Rules made thereunder and Regulation 17(1C) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations') (including any statutory modification(s) or reenactment thereof for the time being in force), Shri Sadashiv Samantaray [DIN: 08130130], who was appointed as an Additional Director of the Company with effect from 22.03.2022 in terms of Order No. 2/2/2020-Met-I dated 22.03.2022 of Ministry of Mines, Government of India pursuant to Section 161 of the Act and Article 63 of the Articles of Association of the Company, be and is hereby appointed as Director (Commercial) of the Company, liable to retire by rotation."

### **Special Resolution:**

Item no. 2: Appointment of Shri Sanjay Ramanlal Patel [DIN: 09545270] as an Independent Director of the Company:

"RESOLVED THAT, in accordance with the provisions of Sections 149, 150 and 152 and other applicable provisions, if any, of the Companies Act, 2013 ('the Act'), and the Rules made thereunder, read with Schedule IV of the Act and Regulation 16(1)(b) and Regulation 25 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations') (including any statutory modification(s) or re-enactment thereof for the time being in force), Shri Sanjay Ramanlal Patel [DIN:09545270], who was appointed as an Additional Director of the Company with effect from 23.03.2022 in terms of Order No. 2/8/2020-Met-I dated 22.03.2022 of Ministry of Mines, Government of India pursuant to Section 161 of the Act and Article 63 of the Articles of Association of the Company, be and is hereby appointed as an Independent Director of the Company to hold office for a term of 3 (three) years, to be reckoned from the date of order of the Govt. of India i.e. 22.03.2022".

CERTIFIED TO BE TRUE COPY

For National Aluminium Company limited

(N. K. Mohanty)

GGM & Company Secretary

CS. N.K. Mohanty Company Secretary National Aluminium Co. Ltd. NALCO Bhawan, P/1, Nayapalli Bhubaneswar-751013, Odisha, India

नेशनल एल्यूमिनियम कम्पनी लिमिटेड (भारत सरकार का उद्यम)

National Aluminium Company Limited

(A Government of India Enterprise)

**REGD. & CORPORATE OFFICE** 

नालको भवन, नयापल्ली, भुवनेश्वर -751 013 भारत NALCO Bhawan. Plot No. P/L.Nayapalli.Bhubaneswar-751013.India CIN # L27203OR1981GO1000920

निगम कार्यालय