



STEELCAST LIMITED

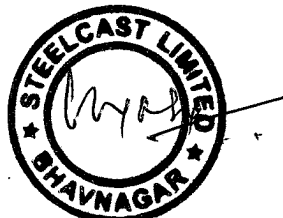
REGD. OFFICE & WORKS RUVAPARI ROAD
BHAVNAGAR, GUJARAT
INDIA 364 005
PHONE (91) (278) 251 9062
FAX (91) (278) 242 0589, 251 9831
E-MAIL info@steelcast.net
WEBSITE www.steelcast.net
CIN L27310GJ1972PLC002033

Details of Voting Results-43rd Annual General Meeting held on July 30, 2014

Date of Annual General Meeting	July 30, 2014
Total number of shareholders on record date	4527
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group	8
Public	44
No. of Shareholders attended the meeting through Video Conferencing	NIL
Promoters and Promoter Group	NIL
Public	NIL

Agenda-wise

Item No.	Details of the Agenda	Resolution required: (Ordinary/Special)	Mode of voting: (Show of hands/Poll/Postal ballot/E-voting)	Remarks
Ordinary Business				
1	Adoption of audited statement of Profit and Loss for the year ended March 31, 2014, the Balance Sheet as at that date and the Report of the Board of Directors' and Auditors' thereon.	Ordinary	E-voting	Passed unanimously
2	To Appoint a Director in place of Mr. Vaughn W Makary, who retires by rotation and being eligible, offers himself for re-appointment.	Ordinary	E-voting	Passed unanimously
3	To Reappoint M/s. Sanghavi & Co; (FRN: 109099W), Chartered Accountants as the Statutory Auditors and fix their remuneration.	Ordinary	E-voting	Passed unanimously
Special Business				
4	Appointment of Mr. Rameshchandra V Shah (DIN: 00062983) as an Independent Director	Ordinary	E-voting	Passed by requisite majority
5	Appointment of Mr. Apurva R Shah (DIN: 00004781) as an Independent Director	Ordinary	E-voting	Passed by requisite majority
6	Appointment of Mr. Rajendra V Gandhi (DIN: 00189197) as an Independent Director	Ordinary	E-voting	Passed by requisite majority





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7	Appointment of Mr. Rajesh R Gandhi (DIN: 00009879) as an Independent Director	Ordinary	E-voting	Passed by requisite majority
8	Ratification of remuneration to be paid to M/s. S K Rajani & Co; (FRN: 101113), Cost Accountants	Ordinary	E-voting	Passed unanimously
9	Approval of borrowing limits under section 180(1)(c) and other applicable provisions, if any, of the Companies Act, 2013	Special	E-voting	Passed by requisite majority
10	Re-appointment of Mr. Manmohan F Tamboli, for a period of three years, as Mentor & Management Advisor to the Company.	Special	E-voting	Passed unanimously

For STEELCAST LTD.


(C. P. Vyas)
ASST. COMPANY SECRETARY





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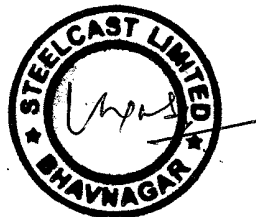
E-voting results:

Resolution No.1: Adoption of audited statement of Profit and Loss for the year ended March 31, 2014, the Balance Sheet as at that date and the Report of the Board of Directors' and Auditors' thereon.

Promoter/Public	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	9268040	9266920	99.988%	9266920	0	100%	0%
Public – Institutional holders	400	0	0%	0	0	0%	0%
Public-Others	8947560	798	0.009%	798	0	100%	0%
Total	18216000	9267718	50.877%	9267718	0	100%	0%

Resolution No.2: To Appoint a Director in place of Mr. Vaughn W Makary, who retires by rotation and being eligible, offers himself for re-appointment.

Promoter/Public	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	9268040	9266920	99.988%	9266920	0	100%	0%
Public – Institutional holders	400	0	0%	0	0	0%	0%
Public-Others	8947560	798	0.009%	798	0	100%	0%
Total	18216000	9267718	50.877%	9267718	0	100%	0%



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Resolution No. 3: To Reappoint M/s. Sanghavi & Co; (FRN: 109099W), Chartered Accountants as the Statutory Auditors and fix their remuneration

Promoter/Public	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	9268040	9266920	99.988%	9266920	0	100%	0%
Public – Institutional holders	400	0	0%	0	0	0%	0%
Public-Others	8947560	798	0.009%	798	0	100%	0%
Total	18216000	9267718	50.877%	9267718	0	100%	0%

Resolution No. 4: Appointment of Mr. Rameshchandra V Shah (DIN: 00062983) as an Independent Director

Promoter/Public	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	9268040	9266920	99.988%	9266920	0	100%	0%
Public – Institutional holders	400	0	0%	0	0	0%	0%
Public-Others	8947560	798	0.009%	414	384	51.880%	48.120%
Total	18216000	9267718	50.877%	9267334	384	99.996%	0.004%



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Resolution No. 5: Appointment of Mr. Apurva R Shah (DIN: 00004781) as an Independent Director

Promoter/Public	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	9268040	9266920	99.988%	9266920	0	100%	0%
Public – Institutional holders	400	0	0%	0	0	0%	0%
Public-Others	8947560	798	0.009%	414	384	51.880%	48.120%
Total	18216000	9267718	50.877%	9267334	384	99.996%	0.004%

Resolution No. 6: Appointment of Mr. Rajendra V Gandhi (DIN: 00189197) as an Independent Director

Promoter/Public	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	9268040	9266920	99.988%	9266920	0	100%	0%
Public – Institutional holders	400	0	0%	0	0	0%	0%
Public-Others	8947560	398	0.004%	14	384	3.518%	96.482%
Total	18216000	9267318	50.875%	9266934	384	99.996%	0.004%



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Resolution No. 7: Appointment of Mr. Rajesh R Gandhi (DIN: 00009879) as an Independent Director

Promoter/Public	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	9268040	9266920	99.988%	9266920	0	100%	0%
Public – Institutional holders	400	0	0%	0	0	0%	0%
Public-Others	8947560	784	0.009%	400	384	51.020%	48.980%
Total	18216000	9267704	50.877%	9267320	384	99.996%	0.004%

Resolution No. 8: Ratification of remuneration to be paid to M/s. S K Rajani & Co; (FRN: 101113), Cost Accountants

Promoter/Public	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	9268040	9266920	99.988%	9266920	0	100%	0%
Public – Institutional holders	400	0	0%	0	0	0%	0%
Public-Others	8947560	798	0.009%	798	0	100%	0%
Total	18216000	9267718	50.877%	9267718	0	100%	0%



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Resolution No. 9: Approval of borrowing limits under section 180(1)(c) and other applicable provisions, if any, of the Companies Act, 2013

Promoter/Public	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	9268040	9266920	99.988%	9266920	0	100%	0%
Public – Institutional holders	400	0	0%	0	0	0%	0%
Public-Others	8947560	798	0.009%	454	344	56.892%	43.108%
Total	18216000	9267718	50.877%	9267374	344	99.996%	0.004%

Resolution No. 10: Re-appointment of Mr. Manmohan F Tamboli, for a period of three years, as Mentor & Management Advisor to the Company.

Promoter/Public	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	9268040	0	0%	0	0	0%	0%
Public – Institutional holders	400	0	0%	0	0	0%	0%
Public-Others	8947560	798	0.009%	798	0	100%	0%
Total	18216000	798	0.004%	798	0	100%	0%

Note: In Resolution No.10 above, Mr. Manmohan F Tamboli being related to Mr. Chetan M Tamboli and Mrs. Manali C Tamboli, Promoter Directors of the Company. Hence, voting of the Promoters is not considered for the above resolution.





Scrutinizer's Report

[Pursuant to rule section 109 of the Companies Act, 2013 and rule 21(2) of the Companies (Management and Administration) Rules, 2014]

To,
The Chairman
43rd Annual General Meeting of the Equity Shareholders
Of Steelcast Limited to be held on 30th Day of July, 2014 at 4.00 PM on Wednesday,
the 30th July, 2014, at Nilambag Palace Hotel, Bhavnagar 364 001.

Dear Sir

I Dinesh G. Bhimani, Proprietor of D. G. Bhimani & Associates, Company Secretaries having its office at 207, Nathwani Chambers, Sardargunj, Anand - 388001 have been appointed as Scrutinizer for the purpose of the poll taken on the below mentioned resolution(s), at the 43rd Annual General Meeting of the Equity Shareholders Of Steelcast Limited to be held on 30th Day of July, 2014 at 4.00 PM on Wednesday, the 30th July, 2014, at Nilambag Palace Hotel, Bhavnagar 364 001, submit my report as under:

1. The e-voting period commenced on 24th July, 2014 from 9.00 AM and concluded on 25th July, 2014 at 6.00 PM. The e-voting services were provided by National Securities Depository Limited (NSDL).
2. The shareholders holding shares as on the cut-off date i.e. 27th June, 2014 were entitled to vote on the proposed resolutions (item No. 1 to 10 as set out in the Notice of 43rd Annual General Meeting of the Company.)
3. The votes were unblocked on 25th July, 2014 at 6.06 p.m. in the presence of two witness Mr. Harbinder T. Shreni, Chartered Accountant (26-27, Sardar Patel Society, Vallabh Vidyanagar - 388120) and Mr. Nirav K. Mehta Chartered Accountant (6, Ankur Society, Nr. NDDDB Wall, Anand - 388001) who are not in the employment of the Company. They have signed below in confirmation of the votes being unlocked in their presence

Name : CA Harbinder T. Shreni

Name : CA Nirav K. Mehta

4. The results of e-voting alongwith the list of shareholders who voted "For" and "Against" the below resolutions were downloaded from the E-voting website of NSDL.



The results of the e-voting are as under :

RESOLUTION NO. 1 – ORDINARY RESOLUTION

To receive, consider, approve and adopt the Audited Balance Sheet as at 31st March, 2014 and the Profit & Loss Account for the year ended 31st March, 2014 and the Report of the Board of Directors' and Auditors' thereon.

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

Number of members Voted electronically	Number of votes cast by them	% of total number of valid votes cast
12	9267718	100 %

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

Number of members Voted electronically	Number of votes cast by them	% of total number of valid votes cast
NIL	NIL	NIL

(iii) **Invalid** votes:

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

RESOLUTION NO. 2 – ORDINARY RESOLUTION

To appoint a Director in place of Mr. V W Makary, (DIN 03564740), who retires by rotation and being eligible, offers himself for re-appointment.

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

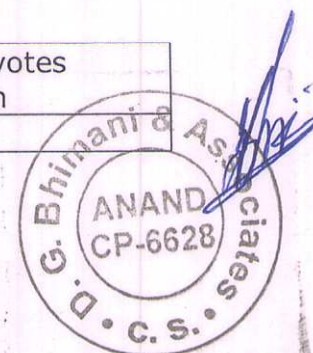
Number of members Voted electronically	Number of votes cast by them	% of total number of valid votes cast
12	9267718	100 %

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

Number of members Voted electronically	Number of votes cast by them	% of total number of valid votes cast
NIL	NIL	NIL

(iii) **Invalid** votes:

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



RESOLUTION NO. 3 – ORDINARY RESOLUTION

To re-appoint M/s. Sanghavi & Co., (FRN. 109099W), Chartered Accountants as the Statutory Auditors and fix their remuneration.

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

Number of members Voted electronically	Number of votes cast by them	% of total number of valid votes cast
12	9267718	100 %

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

Number of members Voted electronically	Number of votes cast by them	% of total number of valid votes cast
NIL	NIL	NIL

(i) **Invalid** votes:

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

RESOLUTION NO. 4 – ORDINARY RESOLUTION

Appointment of Mr. Rameshchandra V Shah (DIN 00062983) as Independent Director

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

Number of members Voted electronically	Number of votes cast by them	% of total number of valid votes cast
10	9267334	99.996 %

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

Number of members Voted electronically	Number of votes cast by them	% of total number of valid votes cast
2	384	0.004 %

(i) **Invalid** votes:

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



RESOLUTION NO. 5 – ORDINARY RESOLUTION

Appointment of Mr. Apurva R Shah (DIN 00004781) as Independent Director

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

Number of members Voted electronically	Number of votes cast by them	% of total number of valid votes cast
10	9267334	99.996 %

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

Number of members Voted electronically	Number of votes cast by them	% of total number of valid votes cast
2	384	0.004 %

(i) **Invalid** votes:

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

RESOLUTION NO. 6– ORDINARY RESOLUTION

Appointment of Mr. Rajendra V Gandhi (DIN 00189197) as Independent Director

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

Number of members Voted electronically	Number of votes cast by them	% of total number of valid votes cast
9	9266934	99.996 %

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

Number of members Voted electronically	Number of votes cast by them	% of total number of valid votes cast
2	384	0.004 %

(iii) **Invalid** votes:

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



RESOLUTION NO. 7 – ORDINARY RESOLUTION

Appointment of Mr. Rajesh R Gandhi (DIN 00009879) as Independent Director

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

Number of members Voted electronically	Number of votes cast by them	% of total number of valid votes cast
9	9267320	99.996 %

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

Number of members Voted electronically	Number of votes cast by them	% of total number of valid votes cast
2	384	0.004 %

(iii) **Invalid** votes:

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

RESOLUTION NO. 8 – ORDINARY RESOLUTION

To ratify remuneration payable to to M/s. S K Rajani & Co., Cost Accountants (FRN.101113) for conducting cost audit.

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

Number of members Voted electronically	Number of votes cast by them	% of total number of valid votes cast
12	9267718	100 %

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

Number of members Voted electronically	Number of votes cast by them	% of total number of valid votes cast
NIL	NIL	NIL

(iii) **Invalid** votes:

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



RESOLUTION NO. 9 – SPECIAL RESOLUTION

Approval of borrowing limits under Section 180(1)(c) and other applicable provisions, if any, of the Companies Act, 2013.

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

Number of members Voted electronically	Number of votes cast by them	% of total number of valid votes cast
11	9267374	99.996 %

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

Number of members Voted electronically	Number of votes cast by them	% of total number of valid votes cast
1	344	0.004 %

(iii) **Invalid** votes:

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

RESOLUTION NO. 10 – SPECIAL RESOLUTION

Re-appointment of Mr. Manmohan F Tamboli, for a period of three years, as Mentor & Management Advisor to the Company.

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

Number of members Voted electronically	Number of votes cast by them	% of total number of valid votes cast
12	9267718	100 %

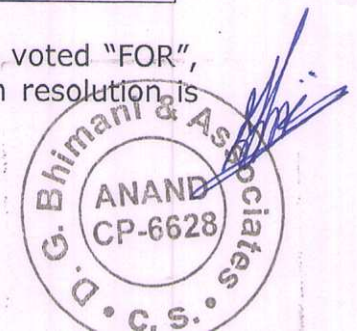
(ii) Voted **against** the resolution:

Number of members Voted electronically	Number of votes cast by them	% of total number of valid votes cast
NIL	NIL	NIL

(iii) **Invalid** votes:

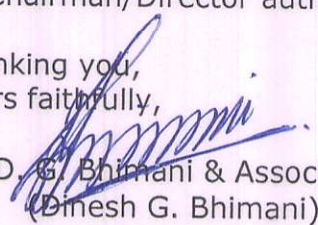
Total number of members whose votes were declared invalid	Total number of votes cast by them
NIL	NIL

5. A Compact Disc (CD) containing a list of equity shareholders who voted "FOR", "AGAINST" and those whose votes were declared invalid for each resolution is enclosed.



6. The relevant records relating to electronic voting shall remain in my safe custody until the Chairman considers, approve and sign the minutes of the 43rd Annual General Meeting and the same shall thereafter be handed over to the Chairman/Director authorized by the Board for safe keeping.

Thanking you,
Yours faithfully,


For D. G. Bhimani & Associates
(Dinesh G. Bhimani)
Proprietor
C.P. No. 6628

Place : Anand
Date : 26.07.2014



Welcome MR DGBHIMANI (DGBHIMANI)

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Last Login Time: 2014-07-25 18:48

e-Voting

View / Authorize e-Voting Results

ISIN Name : **STEELCAST LIMITED EQ NEW FV RS.5/-**

EVEN : 100478

Resolution File : [Download File](#)

Record Date : 2014-06-24

Voting End Date : 2014-07-25

ISIN : INE124E01020
Logo File : [Download File](#)
Voting Start Date : 2014-07-24
Voting Result Date : 2014-07-30

- Resolution Description : **Approval of Audited Balance Sheet Profit and Loss Accounts Auditors Report and Directors Report**
- : Resolved that the Balance Sheet as at March 31, 2014 and the Profit and Loss Account for the year ended on that date and the report of the Board of Directors and Auditors thereon be and are hereby approved and adopted.

Resolution : **Appointment of Director in place of Mr. Vaughn W Makary**

I /We Assent To The Resolution(For/ Yes/ Favour)	9267718.000
I /We Dissent To The Resolution(Against/ No)	0.000



Description : Resolved that Mr. Vaughn W Makary who retires by rotation and being eligible for reappointment be and is hereby reappointed as a Director of the Company.

I/We Assent To The Resolution (For / Yes / Favour)	9267718.000
I/We Dissent To The Resolution (Against / No)	0.000

Resolution : Reappointment of Auditors and fix their remuneration

RESOLVED THAT pursuant to the provisions of Section 139, 142 and other applicable provisions, if any, of the Companies Act, 2013 (corresponding to Section 224 and other applicable provisions, if any, of the Companies Act, 1956) M/s. Sanghavi and Co. (Firm Registration No. 109099W), Chartered Accountants, after receiving a recommendation in this regard from the Audit Committee, be and are hereby reappointed as the Statutory Auditors of the Company to hold office from the conclusion of this Annual General Meeting till the conclusion of the Annual General Meeting of the financial year 2016-17, subject to ratification by the shareholders annually, at a remuneration to be decided by the Board of Directors in consultation with the Auditors, plus

I/We Assent To The Resolution (For / Yes / Favour)	9267718.000
I/We Dissent To The Resolution (Against / No)	0.000

Resolution : Appointment of Mr. Rameshchandra V Shah as Independent Director

RESOLVED THAT pursuant to the provisions of Sections 149, 150, 152 and any other applicable provisions of the Companies Act, 2013 and the rules made thereunder, (including any statutory amendments or re-enactment thereof for the time being in force), read with Schedule IV to the Companies Act, 2013, Mr. Rameshchandra V Shah (holding DIN 00062983), Director of the Company, whose period of office was liable to determination through retirement by rotation, and who, pursuant to the provisions of the Companies Act, 2013, being an Independent Director, is no longer liable to retire by rotation and who in accordance with the said Act, is eligible to be reappointed as an Independent Director and in respect of whom the Company has received a

I/We Assent To The Resolution (For / Yes / Favour)	9267334.000
I/We Dissent To The Resolution (Against / No)	384.000

Resolution : Appointment of Mr. Apurva R Shah as Independent Director.

RESOLVED THAT pursuant to the provisions of Sections 149, 150, 152 and any other applicable provisions of the Companies Act, 2013 and the rules made thereunder, (including any statutory amendments or re-enactment thereof for the time being in force), read with Schedule IV to the Companies Act, 2013, Mr. Apurva R Shah (holding DIN 00004781), Director of the Company, whose period of office was liable to determination through retirement by rotation, and who, pursuant to the provisions of the Companies Act, 2013, being an Independent Director, is no longer liable to retire by rotation and who in accordance with the said Act, is eligible to be reappointed as an Independent Director and in respect of whom the Company has received a

I/We Assent To The Resolution (For / Yes / Favour)	9267334.000
I/We Dissent To The Resolution (Against / No)	384.000

Resolution : Appointment of Mr. Rajendra V Gandhi as Independent Director.



Description : RESOLVED THAT pursuant to the provisions of Sections 149,150,152 and any other applicable provisions of the Companies Act,2013 and the rules made thereunder,(including any statutory amendments or re-enactment thereof for the time being in force),read with Schedule IV to the Companies Act,2013,Mr.Rajendra V Gandhi (holding DIN 00189197),Director of the Company,whose period of office was liable to determination through retirement by rotation,and who,pursuant to the provisions of the Companies Act,2013,being an Independent Director,is no longer liable to retire by rotation and who in accordance with the said Act,is eligible to be reappointed as an Independent Director and in respect of whom the Company has received a

I/We Assent To The Resolution(For/ Yes/ Favour)	9266934.000
I/We Dissent To The Resolution(Against/ No)	384.000

Resolution : Appointment of Mr.Rajesh R Gandhi as Independent Director.

Description : RESOLVED THAT pursuant to the provisions of Sections 149,150,152 and any other applicable provisions of the Companies Act,2013 and the rules made thereunder,(including any statutory amendments or re-enactment thereof for the time being in force),read with Schedule IV to the Companies Act,2013,Mr.Rajesh R Gandhi(holding DIN 00009879)Director of the Company,whose period of office was liable to determination through retirement by rotation, and who,pursuant to the provisions of the Companies Act,2013,being an Independent Director,is no longer liable to retire by rotation and who in accordance with the said Act,is eligible to be reappointed as an Independent Director and in respect of whom the Company has received a

I/We Assent To The Resolution(For/ Yes/ Favour)	9267320.000
I/We Dissent To The Resolution(Against/ No)	384.000

Resolution : Ratification of remuneration to be paid to Ms S K Rajani and Co Cost Accountants

Description : RESOLVED THAT pursuant to Section 148 of the Companies Act,2013 and Rule 14 of the Companies(Audit and Auditors)Rules,2014,a remuneration of Rs.75,000(Rupees Seventy Five Thousand)plus service tax as applicable and reimbursement of actual travel and out-of-pocket expenses,for the financial year commencing on 1st April,2014 and ending on 31st March,2015,as fixed by the Audit Committee and approved by the Board of Directors of the Company,to be paid to M/s.S K Rajani and Co,Cost Accountants(FRN.101113)for the conduct of the Cost Audit of the Company Steel products and Machinery and Mechanical Appliances,be and is hereby ratified and confirmed.

I/We Assent To The Resolution(For/ Yes/ Favour)	9267718.000
I/We Dissent To The Resolution(Against/ No)	0.000

Resolution : Approval of borrowing power of Board of Directors us.180(1) (c) of the Companies Act 2013.

Description : RESOLVED THAT in supersession of the earlier resolution passed at the 41st Annual General Meeting of the members of the Company held on 16th July,2012,the consent of the Company be and is hereby accorded under the provisions of Section 180(1)(c) of the Companies Act,2013(Previously Section 293(1)(d) of the Companies Act,1956),to the Board of Directors to borrow from time to time such sum or sums of money as they may deem necessary for the purpose of the business of the Company,notwithstanding that the monies to be borrowed together with the monies already borrowed by the Company (apart from temporary loans obtained from the Company bankers in the ordinary course of business) and remaining outstanding at any point of time will exceed

I/We Assent To The Resolution(For/ Yes/ Favour)	9267374.000
I/We Dissent To The Resolution(Against/ No)	344.000

Resolution : Reappointment of Mr. Manmohan F Tamboli as Mentor and Management Advisor



Description

RESOLVED THAT pursuant to the provisions of Section 188 and other applicable provisions, if any of the Companies Act, 2013 (including any statutory modifications or re-enactment thereof for the time being in force) the consent of the Company be and is hereby accorded to the re-appointment of Mr. Manmohan F Tamboli, for a period of three years, as Mentor and Management Advisor to the Company with effect from September 1, 2014, at a prior existing fees of Rs.18 Lakh (Rupees Eighteen Lakh) per annum plus reimbursement of out-of-pocket expenses incurred by him on behalf of the Company in connection with the advisory services to be rendered by him to the Company.

I/We Assent To The Resolution (For / Yes / Favour)	9267718.000
I/We Dissent To The Resolution (Against/ No)	0.000

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