

# KALYANI STEELS

C.I.N. : L27104MH1973PLC016350

KSL:SEC:

August 14, 2015

**BSE Limited**  
Corporate Relationship Dept.  
Phiroze Jeejeebhoy Towers,  
Dalal Street,  
Fort, Mumbai – 400 001  
**Scrip Code : 500235**

**National Stock Exchange of India Limited**  
Exchange Plaza, C-1, Block G,  
Bandra Kurla Complex, Bandra (E)  
Mumbai – 400 051  
**Scrip Symbol : KSL**

Dear Sirs,

Sub. : Outcome of 42nd Annual General Meeting held on 13th August, 2015

Reg. : Submission of Voting Results pursuant to Clause 35A of the Listing Agreement

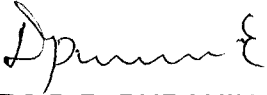
Pursuant to Clause 35A of the Listing Agreement, please be informed that members of the Company at their 42nd Annual General Meeting held on 13th August, 2015, transacted the business as mentioned in the Notice dated 21st May, 2015.

In connection of the same, please find enclosed herewith, the Voting Results of the AGM (along with Scrutinizer's Report), in the format prescribed under Clause 35A of the Listing Agreement.

Request you to take the same on record.

Thanking you,

Yours faithfully,  
For KALYANI STEELS LIMITED



MRS.D.R. PURANIK  
COMPANY SECRETARY  
E-mail : [puranik@kalyanisteels.com](mailto:puranik@kalyanisteels.com)

Encl : As above



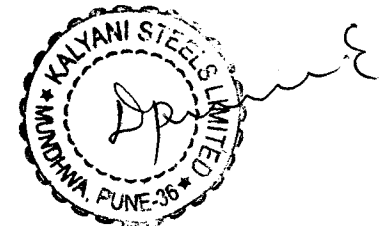
**KALYANI**  
GROUP COMPANY

# KALYANI STEELS LIMITED

## Disclosure regarding Voting Results

Date of 42nd Annual General Meeting	:	13th August, 2015
Total number of shareholders on Cut Off Date for voting i.e. 6th August, 2015	:	38,445
No. of Shareholders present in the Meeting in person or through Proxies		
	Promoters and Promoter Group	: 7
	Public	: 72
No. of Shareholders attended the Meeting through Video Conferencing*		
	Promoters and Promoter Group	: Not Applicable
	Public	: Not Applicable

\*No Video Conferencing Facility was made available.



**SUMMARY OF VOTING RESULTS (RESOLUTION WISE)**

**Resolution - 1**

**Adoption of Audited Financial Statements of the Company for the financial year ended 31st March, 2015 and the Reports of the Board of Directors and Auditors thereon**

Resolution Required : Ordinary Resolution

Mode of Voting : Remote e-voting / Ballot Papers in lieu of remote e-voting / Poll

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	26,455,816	26,455,816	100.0000	26,455,816	0	100.0000	0.0000
Public-Institutional Holders	595,616	595,616	100.0000	595,616	0	100.0000	0.0000
Public-Others	3,458,110	3,458,110	100.0000	3,458,066	44	99.9987	0.0013
Total	30,509,542	30,509,542	100.0000	30,509,498	44	99.9999	0.0001

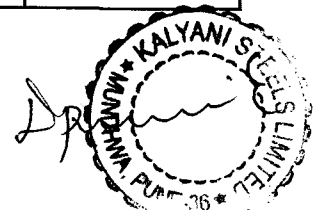
**Resolution - 2**

**Appointment of Mr.Amit B. Kalyani (DIN 00089430), as a Director, who retires by rotation and being eligible offers himself for re-appointment**

Resolution Required : Ordinary Resolution

Mode of Voting : Remote e-voting / Ballot Papers in lieu of remote e-voting / Poll

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	26,415,261	26,415,261	100.0000	26,415,261	0	100.0000	0.0000
Public-Institutional Holders	595,616	595,616	100.0000	545,000	50,616	91.5019	8.4981
Public-Others	3,447,120	3,447,120	100.0000	3,447,076	44	99.9987	0.0013
Total	30,457,997	30,457,997	100.0000	30,407,337	50,660	99.8337	0.1663



**Resolution - 3****Ratification of Appointment of M/s P.G. Bhagwat, Chartered Accountants, Pune as Auditors of the Company**

Resolution Required : Ordinary Resolution

Mode of Voting : Remote e-voting / Ballot Papers in lieu of remote e-voting / Poll

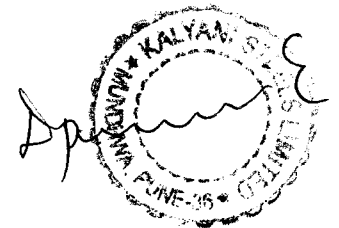
Promoter / Public	No. of shares held	No. of votes polled	% of votes polled on outstanding shares	No. of votes in favour	No. of votes against	% of votes in favour on votes polled	% of votes against on votes polled
	(1)	(2)	(3) = (2)/(1)*100	(4)	(5)	(6) = (4)/(2)*100	(7) = (5)/(2)*100
Promoter and Promoter Group	26,455,816	26,455,816	100.0000	26,455,816	0	100.0000	0.0000
Public-Institutional Holders	595,616	595,616	100.0000	595,616	0	100.0000	0.0000
Public-Others	3,456,745	3,456,745	100.0000	3,456,620	125	99.9964	0.0036
Total	30,508,177	30,508,177	100.0000	30,508,052	125	99.9996	0.0004

**Resolution - 4****Appointment of Mrs.Sunita B. Kalyani (DIN 0089496) as a Director**

Resolution Required : Ordinary Resolution

Mode of Voting : Remote e-voting / Ballot Papers in lieu of remote e-voting / Poll

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	26,415,261	26,415,261	100.0000	26,415,261	0	100.0000	0.000
Public-Institutional Holders	595,616	595,616	100.0000	595,616	0	100.0000	0.000
Public-Others	3,447,120	3,447,120	100.0000	3,446,526	594	99.9828	0.017
Total	30,457,997	30,457,997	100.0000	30,457,403	594	99.9980	0.002



**Resolution - 5****Appointment of Mr.C.G. Patankar (DIN 00136573) as an Independent Director**

Resolution Required : Ordinary Resolution

Mode of Voting : Remote e-voting / Ballot Papers in lieu of remote e-voting / Poll

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	26,455,816	26,455,816	100.0000	26,455,816	0	100.0000	0.0000
Public-Institutional Holders	595,616	595,616	100.0000	595,616	0	100.0000	0.0000
Public-Others	3,453,240	3,453,240	100.0000	3,453,096	144	99.9958	0.0042
Total	30,504,672	30,504,672	100.0000	30,504,528	144	99.9995	0.0005

**Resolution - 6****To approve the remuneration of the Cost Auditors**

Resolution Required : Ordinary Resolution

Mode of Voting : Remote e-voting / Ballot Papers in lieu of remote e-voting / Poll

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	26,455,816	26,455,816	100.0000	26,455,816	0	100.0000	0.0000
Public-Institutional Holders	595,616	595,616	100.0000	595,616	0	100.0000	0.0000
Public-Others	3,458,384	3,458,384	100.0000	3,458,190	194	99.9944	0.0056
Total	30,509,816	30,509,816	100.0000	30,509,622	194	99.9994	0.0006



To  
The Chairman,  
42<sup>nd</sup> Annual General Meeting of the Equity shareholders of Kalyani Steels Limited

**Sub: Results of voting by Poll, E-voting and Ballot in lieu of E-voting**

Dear Sir,

I undersigned, S. V. Deulkar, Partner, SVD & Associates, Company Secretaries, have been appointed as Scrutinizer of Kalyani Steels Limited (“the Company”) for scrutinizing the ballots received by post/courier/hand delivery (“Ballots received in lieu of e-voting”), e-voting process (during August 10, 2015 to August 12, 2015) and voting by poll (at 42<sup>nd</sup> Annual General Meeting (AGM) held on August 13, 2015) conducted as per the provisions of the Companies Act, 2013.

The Compliance with the provisions of the Companies Act, 2013 and the rules made thereunder and Listing Agreement entered into by the Company with the Stock exchanges on which the shares of the Company are listed relating to voting through electronic means (by remote e-voting), by ballot in lieu of e-voting and voting by poll by the shareholders on the resolutions proposed in the Notice of the 42<sup>nd</sup> Annual General Meeting of the Company is the responsibility of the management. My responsibility as a Scrutinizer is to ensure that the voting process through ballots received in lieu of e-voting, by remote e-voting and by poll at AGM are conducted in a fair and transparent manner and render consolidated scrutinizer’s report of the total votes cast in favour or against if any, on the resolutions, to the Chairman, based on the reports generated from the electronic voting system provided by National Securities Depository Limited (“NSDL”), report on ballots received in lieu of e-voting and the report of poll at the meeting.:

I hereby enclose below reports relating to the voting on the resolutions proposed at the 42<sup>nd</sup> Annual General Meeting of the Company held on August 13, 2015:

- a) Report on Ballots received in lieu of e-voting;
- b) Report on E-voting;

✍

- c) Report on Poll; and
- d) Combined report of ballots received in lieu of e-voting, e-voting and Poll

I hereby declare that all the 6 (Six) resolutions as per the aforesaid Notice of the Annual General Meeting the Company have been passed by requisite majority.

Thanking you,  
Yours faithfully,

For SVD & Associates



S. V. Deulkar  
Partner  
C. P. No. 965



For KALYANI STEELS LIMITED



MRS. D. R. PURANIK  
COMPANY SECRETARY

Place: Pune


Date: August 13, 2015

**S. V. Deulkar**  
**Practicing Company Secretary**  
**63, Ashok Nagar, Pune 411007**

**Combined Report**  
**Kalyani Steels Limited**  
**Annual General Meeting held on August 13, 2015**

Sr. No	Resolutions	E - voting		Ballot in lieu of e-voting		Voting by poll		Total		Result
		No. of Votes		No. of Votes		No. of Votes		No. of Votes		
		For	Against	For	Against	For	Against	For	Against	
1	Adoption of the Audited Financial Statements of the Company for the financial year ended 31st March, 2015 and the reports of the Board of Directors and Auditors thereon.	29856445	44	650520	0	2533	0	30509498	44	Resolution passed with requisite majority
2	Appointment of Mr. Amit B. Kalyani, as a Director, who retires by rotation, and being eligible, offers himself for re-appointment.	29805729	50660	599075	0	2533	0	30407337	50660	Resolution passed with requisite majority
3	Ratification of Appointment of M/s P. G. Bhagwat, Chartered Accountants, Pune as Auditors of the Company.	29854999	125	650520	0	2533	0	30508052	125	Resolution passed with requisite majority
4	Appointment of Mrs. Sunita B. Kalyani as a Director.	29855795	594	599075	0	2533	0	30457403	594	Resolution passed with requisite majority
5	Appointment of Mr. C. G. Patankar as an Independent Director.	29856245	144	645750	0	2533	0	30504528	144	Resolution passed with requisite majority
6	To approve the Remuneration of the Cost Auditors.	29856569	194	650520	0	2533	0	30509622	194	Resolution passed with requisite majority

Place: Pune  
Date: August 13, 2015

  
**S.V. DEULKAR**  
**COMPANY SECRETARY**  
**FCS 1321 C P 965**  
**63 Ashok Nagar-Pune-411007**