



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

AC/1341-A/IX

By E-mail & Courier

August 8, 2015

Corporate Relationship Department,
BSE Limited,
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai 400 001

Dear Sir,

Sub: Disclosure of e-voting and poll result of the 44th Annual General Meeting of the members of STEELCAST LIMITED held on 6th August, 2015 as per Clause 35A of the Listing Agreement.

Ref: Scrip Code 513517

We wish to inform you that as per Clause 35A of the Listing Agreement, e-voting and poll result at 44th Annual General Meeting of the Company held on August 6, 2015 transacted the following business:

Details of voting Result:

Sr. No.	Particulars	Details		
1.	Date of AGM	August 6, 2015		
2.	Total No. of Shareholders on the record date (Cut-off Date for E-voting: July 31, 2015)	4371		
3.	No of Shareholders present in the meeting either in person or through proxy:			
	Shareholders	In person	Proxy	Total
	Promoters and Promoter Group	6	-	6
	Public	41	2	43
	Total	47	2	49
4.	No of Shareholders attended the meeting through video conferencing:			
	Shareholders	In person	Proxy	Total
	Promoters and Promoter Group			
	Public			
	Total	Not arranged		





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Agenda wise:

Sr. No.	Details of Agenda	Resolution required (ordinary or Special)	Mode of voting (e-voting & poll)	Remarks
1.	Adoption of statement of Profit & Loss, Balance Sheet, report of the Board of Directors and Auditor's for the financial year ended 31st March, 2015	ordinary	e-voting, poll	Passed by requisite majority
2.	Re-appointment of Mr. T Kumar holding DIN 00028100 who retires by rotation	ordinary	e-voting, poll	Passed by requisite majority
3.	ratification of appointment of M/s. Sanghavi & Co; Chartered Accountants as the Auditors of the Company and fix their remuneration for the financial year 2015-16	ordinary	e-voting, poll	Passed by requisite majority
4.	ratification of remuneration payable to M/s. S K Rajani & Co; Cost Accountants (FRN: 101113) for conducting Cost Audit for the financial year 2015-16	ordinary	e-voting, poll	Passed by requisite majority
5.	Acceptance of Deposits from Members u/s 73 of the Companies Act, 2013	ordinary	e-voting, poll	Passed by requisite majority

The voting details are annexed herewith in the prescribed format along with the report of the Scrutinizer.

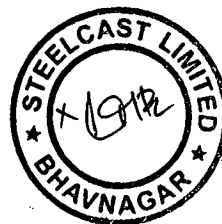
You are requested to please take the same on your record.

Thanking You,

Yours faithfully,
For STEELCAST LIMITED

Chetan M Tamboli

(Chetan M Tamboli)
CHAIRMAN AND MANAGING DIRECTOR
DIN NO.00028421





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Details of Voting Result:

Resolution No. 1 (Ordinary Resolution): Adoption of statement of Profit & Loss, Balance Sheet, report of the Board of Directors and Auditor's for the financial year ended 31st March, 2015							
Mode of voting: Remote e-voting & Poll							
Promoter/ public	No of shares held	No. of votes polled	% of votes polled on outstandin g shares	No. of votes - in favour	No. of votes - against	% of votes in favour on votes polled	% of votes in against on votes polled
	1	2	$3=2/1*100$	4	5	$6=4/2*100$	$7=5/2*100$
Promoter & Promoter group	9268040	9268040	100%	9268040	0	100%	0
Public Institutional holders	400	0	0%	0	0	0%	0%
Public- Others	8947560	419416	4.69%	419361	55	>99.999%	<0.001%
Total	18216000	9687456	53.18%	9687401	55	>99.999%	<0.001%

Resolution No. 2 (Ordinary Resolution): Re-appointment of Mr. T Kumar holding DIN 00028100 who retires by rotation							
Mode of voting: Remote e-voting & Poll							
Promoter/ public	No of shares held	No. of votes polled	% of votes polled on outstandin g shares	No. of votes - in favour	No. of votes - against	% of votes in favour on votes polled	% of votes in against on votes polled
	1	2	$3=2/1*100$	4	5	$6=4/2*100$	$7=5/2*100$
Promoter & Promoter group	9268040	9268040	100%	9268040	0	100%	0
Public Institutional holders	400	0	0%	0	0	0%	0%
Public- Others	8947560	417516	4.67	417461	55	>99.999%	<0.001%
Total	18216000	9685556	53.17	9685501	55	>99.999%	<0.001%





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Resolution No. 3 (Ordinary Resolution): ratification of appointment of M/s. Sanghavi & Co; Chartered Accountants as the Auditors of the Company and fix their remuneration for the financial year 2015-16

Mode of voting: Remote e-voting & Poll

Promoter/ public	No of shares held	No. of votes polled	% of votes polled on outstandin g shares	No. of votes - in favour	No. of votes - again st	% of votes in favour on votes polled	% of votes in against on votes polled
	1	2	3=2/1*100	4	5	6=4/2*100	7=5/2*100
Promoter & Promoter group	9268040	9268040	100%	9268040	0	100%	0
Public Institutional holders	400	0	0%	0	0	0%	0%
Public- Others	8947560	418416	4.68%	418361	55	>99.999%	<0.001%
Total	18216000	9686456	53.18%	9686401	55	>99.999%	<0.001%

Resolution No. 4 (Ordinary Resolution): ratification of remuneration payable to M/s. S K Rajani & Co; Cost Accountants (FRN: 101113) for conducting Cost Audit for the financial year 2015-16

Mode of voting: Remote e-voting & Poll

Promoter/ public	No of shares held	No. of votes polled	% of votes polled on outstandin g shares	No. of votes - in favour	No. of votes - against	% of votes in favour on votes polled	% of votes in against on votes polled
	1	2	3=2/1*100	4	5	6=4/2*100	7=5/2*100
Promoter & Promoter group	9268040	9268040	100%	9268040	0	100%	0
Public Institutional holders	400	0	0%	0	0	0%	0%
Public- Others	8947560	418416	4.68%	418361	55	>99.999%	<0.001%
Total	18216000	9686456	53.18%	9686401	55	>99.999%	<0.001%





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Resolution No. 5 (Ordinary Resolution): Acceptance of Deposits from Members u/s 73 of the Companies Act, 2013							
Mode of voting: Remote e-voting & Poll							
Promoter/ public	No of shares held	No. of votes polled	% of votes polled on outstandin g shares	No. of votes - in favour	No. of votes - against	% of votes in favour on votes polled	% of votes in against on votes polled
	1	2	3=2/1*100	4	5	6=4/2*100	7=5/2*100
Promoter & Promoter group	9268040	9268040	100%	9268040	0	100%	0
Public Institutional holders	400	0	0%	0	0	0%	0%
Public- Others	8947560	418416	4.68%	418361	55	>99.999%	<0.001%
Total	18216000	9686456	53.18%	9686401	55	>99.999%	<0.001%





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
44th Annual General Meeting of the Equity Shareholders
Of Steelcast Limited held on Thursday, 6th Day of August, 2015 at 4.00 PM 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 remote e-voting and the poll taken on the below mentioned resolution(s), at the 44th Annual General Meeting of the Equity Shareholders Of Steelcast Limited held on 6th Day of August, 2015 at 4.00 PM at Nilambag Palace Hotel, Bhavnagar 364 001, submit my report as under:

1. The e-voting period commenced on 3rd August, 2015 from 9.00 AM and concluded on 5th August, 2015 at 5.00 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. 31st July, 2015 were entitled to vote on the proposed resolutions (item No. 1 to 5 as set out in the Notice of 44th Annual General Meeting of the Company.)
3. The votes were unblocked at Bhavnagar on 6th August, 2015 at 4.50 p.m. in the presence of two witness Mr. Guntant K Patel, Chartered Accountant (38, Ankur Commercial Centre, Naranpura, Ahmedabad - 13) and Mr. Pravin M. Trivedi, (90 Shrinathaji Nagar-3, Bhavnagar) who are not in the employment of the Company.
4. Members have either voted electronically or through ballot. There is no instance of duplication of voting.
5. The results of e-voting along with the list of shareholders who voted "For" and "Against" the below resolutions were downloaded from the E-voting website of NSDL. The combined result of e-voting and ballots voted at the meeting are as under :



The combined results of the voting is as under :

RESOLUTION NO. 1 – ORDINARY RESOLUTION

Resolved that the Balance Sheet as at March 31, 2015 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.

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

Number of members Voted electronically	Number of votes cast by them	Number of members Voted through ballots	Number of votes cast by them
26	9678535	14	8866
Total No. of members voted			40
Total number of votes cast by them			9687401
Percentage of total voting			99.999

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

Number of members Voted electronically	Number of votes cast by them	Number of members Voted through ballots	Number of votes cast by them
1	55	0	0
Total No. of members voted			1
Total number of votes cast by them			55
Percentage of total voting			0.001

(iii) **Invalid** votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
4	1900

RESOLUTION NO. 2 – ORDINARY RESOLUTION

Resolved that Mr. T Kumar, holding DIN 00028100 who retires by rotation and being eligible for reappointment be and is hereby reappointed as a Director of the Company.

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

Number of members Voted electronically	Number of votes cast by them	Number of members Voted through ballots	Number of votes cast by them
25	9677635	13	7866
Total No. of members voted			38
Total number of votes cast by them			9685501
Percentage of total voting			99.999



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

Number of members Voted electronically	Number of votes cast by them	Number of members Voted through ballots	Number of votes cast by them
1	55	0	0
Total No. of members voted			1
Total number of votes cast by them			55
Percentage of total voting			0.001

(iii) Invalid votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
4	1900

RESOLUTION NO. 3 – ORDINARY RESOLUTION

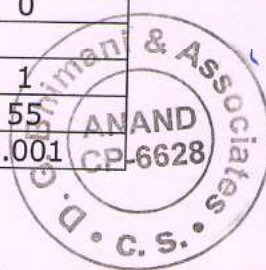
RESOLVED THAT the appointment of Ms. Sanghavi and Co. having Firm Registration No. 109099W Chartered Accountants who were appointed as Statutory auditors of the Company at the Annual General Meeting concerning of the financial year 2013-14 till the conclusion of the Annual General Meeting concerning of the financial year 2016-17 after receiving a recommendation in this regard from the Audit Committee pursuant to the provisions of Section 139, 142 and other applicable provisions if any of the Companies Act, 2013 and rules made there under, be and are hereby ratified and confirmed as Statutory Auditors of the Company to carry out statutory audit for the financial year 2015-16, at a remuneration as may be recommended by the Audit Committee and fixed by the Board of Directors in consultation with the Auditors, plus applicable service tax and re-imburement of travelling and out of pocket expenses incurred by them for the purpose of audit.

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

Number of members Voted electronically	Number of votes cast by them	Number of members Voted through ballots	Number of votes cast by them
26	9678535	13	7866
Total No. of members voted			39
Total number of votes cast by them			9686401
Percentage of total voting			99.999

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

Number of members Voted electronically	Number of votes cast by them	Number of members Voted through ballots	Number of votes cast by them
1	55	0	0
Total No. of members voted			1
Total number of votes cast by them			55
Percentage of total voting			0.001



(iii) Invalid votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
4	1900

RESOLUTION NO. 4 – ORDINARY RESOLUTION

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 2015 and ending on 31st March 2016 as fixed by the Audit Committee and approved by the Board of Directors of the Company to be paid to Ms. S K Rajani and Co. Cost Accountants FRN.101113 for the conduct of the Cost Audit of the Company's Steel products and Machinery and Mechanical Appliances, be and is hereby ratified and confirmed.

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

Number of members Voted electronically	Number of votes cast by them	Number of members Voted through ballots	Number of votes cast by them
26	9678535	13	7866
Total No. of members voted			39
Total number of votes cast by them			9686401
Percentage of total voting			99.999

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

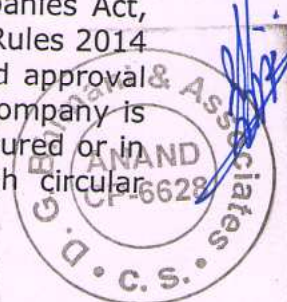
Number of members Voted electronically	Number of votes cast by them	Number of members Voted through ballots	Number of votes cast by them
1	55	0	0
Total No. of members voted			1
Total number of votes cast by them			55
Percentage of total voting			0.001

(iii) Invalid votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
4	1900

RESOLUTION NO. 5 – ORDINARY RESOLUTION

RESOLVED THAT pursuant to the provisions of Section 73 of the Companies Act, 2013 read with the provisions of the Companies Acceptance of Deposits Rules 2014 and other applicable provisions if any and subject to such conditions and approval and permissions as may be necessary consent of the Members of the Company is accorded to invite accept renew receive money by way of unsecured secured or in any other form deposits from the Members of the Company through circular.



advertisement or any other permissible mode, up to the permissible limits prescribed under the applicable provisions of law and on the terms and conditions as the Board of Directors in its sole discretion deems fit and necessary.

RESOLVED FURTHER THAT the Board of Directors is authorized to do all such acts, deeds and things, as may deem fit and necessary for the purpose of giving effect to this resolution.

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

Number of members Voted electronically	Number of votes cast by them	Number of members Voted through ballots	Number of votes cast by them
26	9678535	13	7866
Total No. of members voted			39
Total number of votes cast by them			9686401
Percentage of total voting			99.999

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

Number of members Voted electronically	Number of votes cast by them	Number of members Voted through ballots	Number of votes cast by them
1	55	0	0
Total No. of members voted			1
Total number of votes cast by them			55
Percentage of total voting			0.001

(iii) Invalid votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
4	1900

6. A Compact Disc (CD) containing a list of equity shareholders who voted "FOR", "AGAINST" and those whose votes were declared invalid for each resolution through electronic means and ballot papers is enclosed.
7. The relevant records relating to electronic voting and ballot papers shall remain in my safe custody until the Chairman considers, approve and sign the minutes of the 44th 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 : 07.08.2015