

Regd. Office :

17, Rajmugat Society, Naranpura Cross Road,
Ankur Road, Naranpura,
Ahmedabad - 380 013. Gujarat, India

Phone : +91-79-27415501 / 2 / 3 / 4**Fax :** +91-79-27480999**E-mail :** info@ratnamani.com**Website :** http://www.ratnamani.com**CIN :** L70109GJ1983PLC006460

RMTL/SEC/44(3)/2016-17/27VIII

27th August, 2016

| | |
|---|---|
| BSE Ltd. Corporate Relationship Department 1 st Floor, New Trading Ring, Rotunda Building, P. J. Tower, Dalal Street, Fort, Mumbai – 400 001 Company Code : 520111 | National Stock Exchange of India Ltd. "Exchange Plaza", 5th Floor, Bandra – Kurla Complex, Bandra (E), Mumbai - 400 051 Company code : RATNAMANI |
|---|---|

Subject: Voting results as per Regulation 44(3) of the SEBI (LOADR) Regulations, 2015 along with Scrutinizer's report of 32nd Annual General Meeting.

Dear Sir,

Pursuant to Regulation 44(3) of the SEBI (LOADR) Regulations, 2015, we submit herewith the Voting results of the 32nd Annual General Meeting of the Company held on Saturday, 27th August, 2016 at 10.00 A.M. at The Conference Hall of "The Ahmedabad Textile Mills Association", Near "Gurjari", Ashram Road, Ahmedabad – 380 009.

The Company had appointed Mr. M. C. Gupta, Practicing Company Secretary as a Scrutinizer to scrutinize the e-voting and poll process. The Scrutinizer's Report received from him has been attached herewith and the same has been uploaded on the Company's website i.e. www.ratnamani.com.

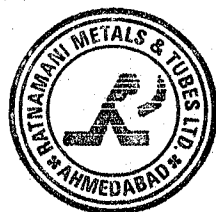
Please take the above on your record.

Thanking you,

Yours faithfully,

FOR RATNAMANI METALS & TUBES LIMITED

PRAKASH M. SANGHVI
CHAIRMAN & MANAGING DIRECTOR
DIN: 00006354



Encl.: As above

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RATNAMANI
METALS & TUBES LTD.

Details of Voting Results
32nd Annual General Meeting held on 27th August, 2016

| | | |
|----|---|-------------------------------|
| 1. | Date of Annual General Meeting | 27 th August, 2016 |
| 2. | Total No. of Shareholders on Cut-off date | 10322 |
| 3. | No. of Shareholders present in the meeting either in person or through proxy (a) Promoters and Promoters Group : (b) Public : | 5 51 |
| 4. | No. of Shareholders attended the meeting through video conferencing (a) Promoters and Promoters Group : (b) Public : | Not Arranged |

Details of Agenda:

The mode of voting of all resolutions was E-voting and Poll conducted at the 32nd Annual General Meeting.

| Agenda No. | Details of the Agenda | Resolution required (Ordinary / Special) | Mode of Voting | Remarks |
|------------|---|--|-------------------|--------------------------------|
| 1. | Adoption of the Financial Statements including Consolidated Financial Statements of the Company for the Financial Statements of the Company for the Financial Year ended on 31st March, 2016 including Audited Balance Sheet as at 31st March, 2016 and the Statement of Profit and loss account for the year ended on that date and reports of the Auditors and Directors thereon. | Ordinary Resolution | E-voting and Poll | Passed with requisite majority |
| 2. | Appointment of a Director in place of Shri Shanti M. Sanghvi (DIN : 00007155), whose period of office is not liable to determination by retirement of Directors by rotation and who, pursuant to the applicable provisions of the Companies Act, 2013, retires by rotation and being eligible offers himself for re-appointment. | Ordinary Resolution | E-voting and Poll | Passed with requisite majority |



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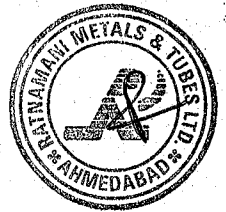
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RATNAMANI[®]
METALS & TUBES LTD.

| | | | | |
|----|---|---------------------|-------------------|--------------------------------|
| 3. | Ratification of appointment of M/s. Mehta Lodha & Co., Chartered Accountants, having firm Registration No.106250W & M/s. S.R.B.C. & Co., LLP, Chartered Accountants, having Firm Registration No.324982E/E300003, as a Joint Statutory Auditors of the Company to hold office until the conclusion of the next Annual General Meeting and to fix their remuneration | Ordinary Resolution | E-voting and Poll | Passed with requisite majority |
| 4. | Ratification of Remuneration of M/s. N. D. Birla & Co., Cost Accountants, having Firm Registration No.000028 as a Cost Auditors of the Company for the financial year 2016-17. | Ordinary Resolution | E-voting and Poll | Passed with requisite majority |
| 5. | Keeping the Register of Members, Index of Members, Register and Index of Debenture holders at the Office of the new Registrar and Transfer Agents of the Company. | Special Resolution | E-voting and Poll | Passed with requisite majority |



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Agenda wise disclosure

Resolution No. 1:

Adoption of the Financial Statements including Consolidated Financial Statements of the Company for the Financial Statements of the Company for the Financial Year ended on 31st March, 2016 including Audited Balance Sheet as at 31st March, 2016 and the Statement of Profit and loss account for the year ended on that date and reports of the Auditors and Directors thereon.

| Resolution required : (ordinary/Special) | | | | Ordinary Resolution | | | | |
|--|----------------|------------------------|-------------------------|--|----------------------------|--------------------------|---|---|
| Whether Promoter / Promoter Group are interested in the Agenda / Resolution? | | | | N.A. | | | | |
| 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 |
| Promoter and Promoter Group | E-Voting | 28164750 | 27872500 | 98.962355 | 27872500 | 0 | 100.000000 | 0.000000 |
| | Poll | 28164750 | 0 | 0.000000 | 0 | 0 | 0.000000 | 0.000000 |
| | Total | 28164750 | 27872500 | 98.962355 | 27872500 | 0 | 100.000000 | 0.000000 |
| Public Institutions | E-Voting | 7008970 | 5526682 | 78.851557 | 5526682 | 0 | 100.000000 | 0.000000 |
| | Poll | 7008970 | 0 | 0.000000 | 0 | 0 | 0.000000 | 0.000000 |
| | Total | 7008970 | 5526682 | 78.851557 | 5526682 | 0 | 100.000000 | 0.000000 |
| Public Non Institutions | E-Voting | 11554280 | 7452046 | 64.495979 | 7451706 | 340 | 99.995437 | 0.004563 |
| | Poll | 11554280 | 120 | 0.001039 | 120 | 0 | 100.000000 | 0.000000 |
| | Total | 11554280 | 7452166 | 64.497018 | 7451826 | 340 | 99.995438 | 0.004562 |
| Total | | 46728000 | 40851348 | 87.423703 | 40851008 | 340 | 99.999168 | 0.000832 |



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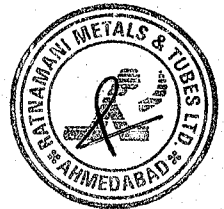
Website : http://www.ratnamani.com

CIN : L70109GJ1983PLC006460

**Resolution No. 2 :**

Appointment of a Director in place of Shri Shanti M. Sanghvi (DIN : 00007155), whose period of office is not liable to determination by retirement of Directors by rotation and who, pursuant to the applicable provisions of the Companies Act, 2013, retires by rotation and being eligible offers himself for re-appointment.

| Resolution required : (ordinary/Special) | | | | Ordinary Resolution | | | | |
|--|----------------|------------------------|-------------------------|--|----------------------------|--------------------------|---|---|
| Whether Promoter / Promoter Group are interested in the Agenda / Resolution? | | | | Yes | | | | |
| 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 |
| Promoter and Promoter Group | E-Voting | 28164750 | 27872500 | 98.962355 | 27872500 | 0 | 100.000000 | 0.000000 |
| | Poll | 28164750 | 0 | 0.000000 | 0 | 0 | 0.000000 | 0.000000 |
| | Total | 28164750 | 27872500 | 98.962355 | 27872500 | 0 | 100.000000 | 0.000000 |
| Public Institutions | E-Voting | 7008970 | 5526682 | 78.851557 | 5522418 | 4264 | 99.922847 | 0.077153 |
| | Poll | 7008970 | 0 | 0.000000 | 0 | 0 | 0.000000 | 0.000000 |
| | Total | 7008970 | 5526682 | 78.851557 | 5522418 | 4264 | 99.922847 | 0.077153 |
| Public Non Institutions | E-Voting | 11554280 | 7452046 | 64.495979 | 7365250 | 86796 | 98.835273 | 1.164727 |
| | Poll | 11554280 | 120 | 0.001039 | 115 | 5 | 95.833333 | 4.166667 |
| | Total | 11554280 | 7452166 | 64.497018 | 7365365 | 86801 | 98.835225 | 1.164775 |
| Total | | 46728000 | 40851348 | 87.423703 | 40760283 | 91065 | 99.777082 | 0.222918 |



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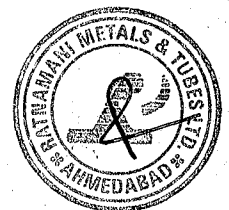
Website : http://www.ratnamani.com

CIN : L70109GJ1983PLC006460

**Resolution No. 3:**

Ratification of appointment of M/s. Mehta Lodha & Co., Chartered Accountants, having firm Registration No.106250W & M/s. S.R.B.C. & Co., LLP, Chartered Accountants, having Firm Registration No.324982E/E300003, as a Joint Statutory Auditors of the Company to hold office until the conclusion of the next Annual General Meeting and to fix their remuneration

| Resolution required : (ordinary/Special) | | | | Ordinary Resolution | | | | |
|--|----------------|------------------------|-------------------------|--|----------------------------|--------------------------|---|---|
| Whether Promoter / Promoter Group are interested in the Agenda / Resolution? | | | | N.A. | | | | |
| 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 |
| Promoter and Promoter Group | E-Voting | 28164750 | 27872500 | 98.962355 | 27872500 | 0 | 100.000000 | 0.000000 |
| | Poll | 28164750 | 0 | 0.000000 | 0 | 0 | 0.000000 | 0.000000 |
| | Total | 28164750 | 27872500 | 98.962355 | 27872500 | 0 | 100.000000 | 0.000000 |
| Public Institution s | E-Voting | 7008970 | 5526682 | 78.851557 | 5526682 | 0 | 100.000000 | 0.000000 |
| | Poll | 7008970 | 0 | 0.000000 | 0 | 0 | 0.000000 | 0.000000 |
| | Total | 7008970 | 5526682 | 78.851557 | 5526682 | 0 | 100.000000 | 0.000000 |
| Public Non Institutions | E-Voting | 11554280 | 7404255 | 64.082357 | 7325625 | 78630 | 98.938043 | 1.061957 |
| | Poll | 11554280 | 120 | 0.001039 | 110 | 10 | 91.666667 | 8.333333 |
| | Total | 11554280 | 7404375 | 64.083396 | 7325735 | 78640 | 98.937925 | 1.062075 |
| Total | | 46728000 | 40803557 | 87.321428 | 40724917 | 78640 | 99.807272 | 0.192728 |



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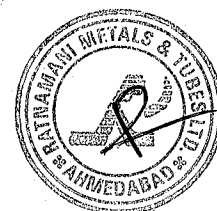
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Resolution No.4:

Ratification of Remuneration of M/s. N. D. Birla & Co., Cost Accountants, having Firm Registration No.000028 as a Cost Auditors of the Company for the financial year 2016-17.

| Resolution required : (ordinary/Special) | | | | Ordinary Resolution | | | | |
|--|----------------|------------------------|-------------------------|--|----------------------------|--------------------------|---|---|
| Whether Promoter / Promoter Group are interested in the Agenda / Resolution? | | | | N.A. | | | | |
| 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 |
| Promoter and Promoter Group | E-Voting | 28164750 | 27872500 | 98.962355 | 27872500 | 0 | 100.000000 | 0.000000 |
| | Poll | 28164750 | 0 | 0.000000 | 0 | 0 | 0.000000 | 0.000000 |
| | Total | 28164750 | 27872500 | 98.962355 | 27872500 | 0 | 100.000000 | 0.000000 |
| Public Institutions | E-Voting | 7008970 | 5526682 | 78.851557 | 5526682 | 0 | 100.000000 | 0.000000 |
| | Poll | 7008970 | 0 | 0.000000 | 0 | 0 | 0.000000 | 0.000000 |
| | Total | 7008970 | 5526682 | 78.851557 | 5526682 | 0 | 100.000000 | 0.000000 |
| Public Non Institutions | E-Voting | 11554280 | 7452046 | 64.495979 | 7371000 | 81046 | 98.912433 | 1.087567 |
| | Poll | 11554280 | 120 | 0.001039 | 110 | 10 | 91.666667 | 8.333333 |
| | Total | 11554280 | 7452166 | 64.497018 | 7371110 | 81056 | 98.912316 | 1.087684 |
| Total | | 46728000 | 40851348 | 87.423703 | 40770292 | 81056 | 99.801583 | 0.198417 |



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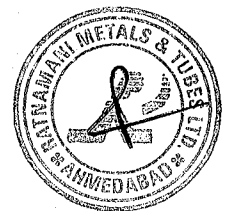
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Resolution No.5:

Keeping the Register of Members, Index of Members, Register and Index of Debenture holders at the Office of the new Registrar and Transfer Agents of the Company.

| Resolution required : (ordinary/Special) | | | | Special Resolution | | | | |
|--|----------------|------------------------|-------------------------|--|----------------------------|--------------------------|---|---|
| Whether Promoter / Promoter Group are interested in the Agenda / Resolution? | | | | N.A. | | | | |
| 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 |
| Promoter and Promoter Group | E-Voting | 28164750 | 27872500 | 98.962355 | 27872500 | 0 | 100.000000 | 0.000000 |
| | Poll | 28164750 | 0 | 0.000000 | 0 | 0 | 0.000000 | 0.000000 |
| | Total | 28164750 | 27872500 | 98.962355 | 27872500 | 0 | 100.000000 | 0.000000 |
| Public Institutions | E-Voting | 7008970 | 5526682 | 78.851557 | 5526682 | 0 | 100.000000 | 0.000000 |
| | Poll | 7008970 | 0 | 0.000000 | 0 | 0 | 0.000000 | 0.000000 |
| | Total | 7008970 | 5526682 | 78.851557 | 5526682 | 0 | 100.000000 | 0.000000 |
| Public Non Institutions | E-Voting | 11554280 | 7452046 | 64.495979 | 7451706 | 340 | 99.995437 | 0.004563 |
| | Poll | 11554280 | 120 | 0.001039 | 115 | 5 | 95.833333 | 4.166667 |
| | Total | 11554280 | 7452166 | 64.497018 | 7451821 | 345 | 99.995370 | 0.004630 |
| Total | | 46728000 | 40851348 | 87.423703 | 40851003 | 345 | 99.999155 | 0.000845 |





Date: 27th August, 2016

To,
The Chairman of 32nd Annual General Meeting of Ratnamani Metals & Tubes Limited,
Held on Saturday, the 27th Day of August, 2016 at 10.00 a.m. at the Conference Hall of "The
Ahmedabad Textile Mills Association", Near "Gurjari", Ashram Road,
Ahmedabad – 380-009

CONSOLIDATED SCRUTINIZER'S REPORT

THIRTY SECOND ANNUAL GENERAL MEETING OF THE EQUITY SHAREHOLDERS OF RATNAMANI METALS & TUBES LIMITED HELD ON SATURDAY, 27TH AUGUST, 2016 AT 10:00 AM AT THE CONFERENCE HALL OF "THE AHMEDABAD TEXTILE MILLS ASSOCIATION", NEAR "GURJARI", ASHRAM ROAD, AHMEDABAD- 380 009.

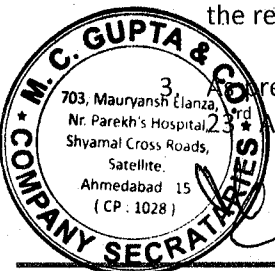
I, Mahesh C. Gupta, proprietor of M/s. M. C. Gupta & Co., Company Secretaries, have been appointed as Scrutinizer for the purpose of voting by electronic means and voting by poll to be carried by the Company pursuant to Section 108 of the Companies Act, 2013 (the Act) read with Rule 20 of the Companies (Management and Administration) Rules, 2014 ('Rules') and in accordance with the Listing Agreement, in respect of resolutions mentioned in the report, at Annual General Meeting of the company held on 27th August, 2016.

The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules relating to voting through electronic means [i.e. by remote e-voting and voting by poll at the AGM] for the resolutions contained in the Notice of the 32nd AGM of the Equity Shareholders of the Company. My responsibility as scrutinizer is restricted to make a Scrutinizer's Report of the votes cast 'For' or 'Against' the resolutions stated in the Notice.

Report on scrutiny:

1. The Company has entered into an arrangement with Central Depository Services (India) Limited (CDSL), the Agency authorized under the Rules and engaged by the Company to provide e-voting facilities for voting through electronic means to all the members who were eligible to take part in the remote e-voting.
2. The cut-off date for the purposes of identifying the shareholders who will be entitled to vote on the resolution placed for approval of the shareholders was 20th August, 2016.

As prescribed in the Rules, remote e-voting facility was kept open for four days from Tuesday, 23rd August, 2016 (10:00 a.m.) till Friday, 26th August, 2016 (5:00 p.m.)



M. C. Gupta & Co.
Company Secretaries

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

4. As on cut-off date i.e. 20th August, 2016, there were 10,322 (Ten Thousand Three Hundred Twenty Two) shareholders.
5. At the end of remote e-voting period on 26th August, 2016 at 5:00 p.m., voting portal of service provider was blocked forthwith.
6. After the time fixed for closing of the poll by the Chairman, one ballot box kept for polling was locked in my presence with due identification marks placed by me.
7. After Annual General Meeting, the ballot box kept for voting was immediately opened by me in presence of Ms. Suchita Agarwal and Ms. Aashka Modi.
8. There were 56 shareholders present at the meeting present in person or by proxy at the Annual General Meeting.
9. On Saturday, August 27, 2016 at 11:17 a.m. after counting vote cast at the meeting, the votes cast through remote e-voting process were unblocked by me in the presence of Ms. Suchita Agarwal and Ms. Aashka Modi.
10. The poll papers were reconciled with the records maintained by the Registrar and Transfer Agents and the authorizations/ proxies lodged with the Company.
11. The poll papers, which were incomplete and/ or which were otherwise found defective have been treated as invalid and kept separately.

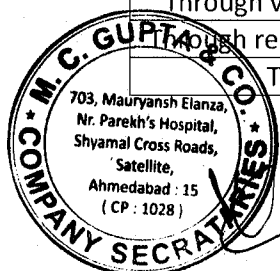
Consolidated report on result of voting through electronic means and voting by poll is as under:

Item No. 1: As an Ordinary Resolution

To receive, consider and adopt the audited Standalone Financial Statements of the Company for the financial year ended on 31st March, 2016, together with the Reports of the Board of Directors and the Auditors thereon and the Audited Consolidated Balance Sheet of the Company for the financial year ended on 31st March, 2016 and the Reports of the Auditors thereon:

(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 poll | 19 | 120 | 0.0003 |
| Through remote e-voting | 267 | 4,08,50,888 | 99.9989 |
| Total | 286 | 4,08,51,008 | 99.9992 |





M. C. Gupta & Co.
Company Secretaries

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

(ii) Voted against 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 poll | - | - | - |
| Through remote e-voting | 2 | 340 | 0.0008 |
| Total | 2 | 340 | 0.0008 |

(iii) Votes Invalid:

| Mode of voting | Number of Members voted (in person or by proxy) | Number of Votes Cast by Members |
|-------------------------|---|---------------------------------|
| Through voting by poll | 2 | 15 |
| Through remote e-voting | 2 | 3,88,906 |
| Total | 4 | 3,88,921 |

Item No.2: As an Ordinary Resolution

Re-appointment of Shri Shanti M. Sanghvi (DIN: 00007955) as a Director who retires by rotation

(i) Voted in favour of the resolution:

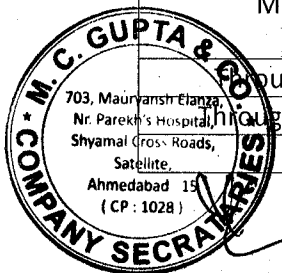
| Mode of voting | Number of Members voted (in person or by proxy) | Number of Votes Cast by Members | % of total number of valid votes cast |
|-------------------------|---|---------------------------------|---------------------------------------|
| Through voting by poll | 18 | 115 | 0.0003 |
| Through remote e-voting | 263 | 4,07,60,168 | 99.7768 |
| Total | 281 | 4,07,60,283 | 99.7771 |

(ii) Voted against 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 poll | 1 | 5 | 0.0001 |
| Through remote e-voting | 6 | 91,060 | 0.2228 |
| Total | 7 | 91,065 | 0.2229 |

(iii) Votes Invalid:

| Mode of voting | Number of Members voted (in person or by proxy) | Number of Votes Cast by Members |
|-------------------------|---|---------------------------------|
| Through voting by poll | 2 | 15 |
| Through remote e-voting | 2 | 3,88,906 |
| Total | 4 | 3,88,921 |





M. C. Gupta & Co.
Company Secretaries

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

Item No. 3: As an Ordinary Resolution

To ratify the Appointment of M/s. Mehta Lodha & Co.(Firm Registration No. 106250W and M/s. S.R.B.C. & Co. LLP. (Firm Registration No. 324982E/E300003) as Joint Statutory Auditors and fix their remuneration.

(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 poll | 18 | 110 | 0.0003 |
| Through remote e-voting | 263 | 4,07,24,807 | 99.8070 |
| Total | 281 | 4,07,24,917 | 99.8073 |

(ii) Voted against 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 poll | 1 | 10 | 0.0001 |
| Through remote e-voting | 4 | 78,630 | 0.1926 |
| Total | 5 | 78,640 | 0.1927 |

(iii) Votes Invalid:

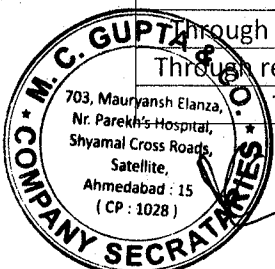
| Mode of voting | Number of Members voted (in person or by proxy) | Number of Votes Cast by Members |
|-------------------------|---|---------------------------------|
| Through voting by poll | 2 | 15 |
| Through remote e-voting | 2 | 3,88,906 |
| Total | 4 | 3,88,921 |

Item No.4: As an Ordinary Resolution

To ratify the Remuneration to M/s. N.D. Birla & Co. (Firm Registration No. 000028) as a Cost Auditor for the Financial Year ending on 31st March, 2017.

(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 poll | 18 | 110 | 0.0003 |
| Through remote e-voting | 265 | 4,07,70,182 | 99.8013 |
| Total | 283 | 4,07,70,292 | 99.8016 |





M. C. Gupta & Co.
Company Secretaries

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

(ii) Voted **against** 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 poll | 1 | 10 | 0.0001 |
| Through remote e-voting | 4 | 81,046 | 0.1983 |
| Total | 5 | 81,056 | 0.1984 |

(iii) Votes **Invalid**:

| Mode of voting | Number of Members voted (in person or by proxy) | Number of Votes Cast by Members |
|-------------------------|---|---------------------------------|
| Through voting by poll | 2 | 15 |
| Through remote e-voting | 2 | 3,88,906 |
| Total | 4 | 3,88,921 |

Item No. 5: As an Ordinary Resolution

To keep Register of Members, Index of Members, Register and Index of Debenture holders at the Office of the new Registrar and Transfer Agents of the Company.

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

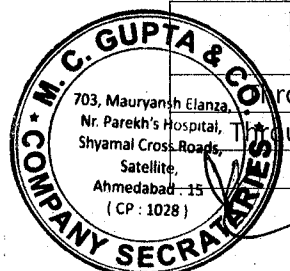
| Mode of voting | Number of Members voted (in person or by proxy) | Number of Votes Cast by Members | % of total number of valid votes cast |
|-------------------------|---|---------------------------------|---------------------------------------|
| Through voting by poll | 18 | 115 | 0.0003 |
| Through remote e-voting | 267 | 4,08,50,888 | 99.9989 |
| Total | 285 | 4,08,51,003 | 99.9992 |

(ii) Voted **against** 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 poll | 1 | 5 | 0.0001 |
| Through remote e-voting | 2 | 340 | 0.0007 |
| Total | 3 | 345 | 0.0008 |

(iii) Votes **Invalid**:

| Mode of voting | Number of Members voted (in person or by proxy) | Number of Votes Cast by Members |
|-------------------------|---|---------------------------------|
| Through voting by poll | 2 | 15 |
| Through remote e-voting | 2 | 3,88,906 |
| Total | 4 | 3,88,921 |



mc

M. C. Gupta & Co.
Company Secretaries

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

Note:

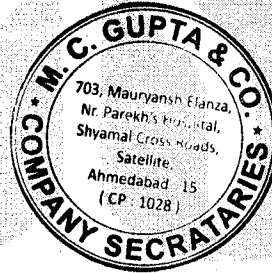
- a) The shareholders abstained from voting on specific resolutions under remote e-voting are considered as invalid votes.
- b) Shareholders whose signature is not tallying, improperly voted, abstain from voting resolutions are considered as invalid ones.
12. Based on the above voting, all resolutions carried on with requisite majority, accordingly we request the Chairman of the 32nd Annual general meeting to announce the results of the meeting.
13. 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.
14. The electronic data and all other relevant records relating to the e-voting is under my safe custody and will be handed over to the Company secretary for preserving safely after the Chairman considers, approves and signs the minutes of the AGM.

Thanking you,

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

Mahesh Gupta

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



Place: Ahmedabad
Date: 27th August, 2016

Suchita

Witness 1:
Ms. Suchita Agarwal
G-7 Avtaar Flats,
Near Under Bridge,
Shahibaug,
Ahmedabad – 380 004.

Aashka

Witness 2:
Ms. Aashka Modi
I-61, Satellite Park,
B/h. Star India Bazaar,
Satellite,
Ahmedabad – 380 015.

COUNTERSIGNED BY:
For Ratnamani Metals & Tubes Limited

Prakash M. Sanghvi

Prakash M. Sanghvi
Chairman and Managing Director
DIN: 00006354