

September 26, 2016



To,
The Department of Corporate Services
BSE Limited
Floor 25, P J Towers
Dalal Street, Mumbai-400 001

SCRIP CODE: 533758

To,
The Manager – Listing
National Stock Exchange of Limited
Exchange Plaza, Plot No. C/1, "G" Block
Bandra- Kurla Complex
Bandra (E) Mumbai 400051

NSE Symbol: APLAPOLLO

Dear Sirs.

Re: Disclosure of Voting Results of the 31st Annual General Meeting of the Company held on September 24, 2016.

As per the requirement Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we enclose herewith prescribed form, giving the details of the voting results of the Annual General Meeting held on 24th September, 2016.

We also enclose herewith a copy of the report of Scrutinizer on the e-voting conducted from Tuesday, 20^{th} September, 2016 to Friday, 23^{rd} September, 2016 and poll at the venue of the meeting.

Date of the Annual General Meeting	Saturday, September 24, 2016
Total number of shareholders on record date Cut-off date for E-voting : September 17, 2016	5178
No. of shareholders present in the meeting either in person or through proxy: Promoter and Promoter group Public	2 24
No. of Shareholders attended the meeting through Video Conferencing	



(Agenda-wise)

No.	- cums of the Agenua	Resolution required (Ordinary/Special)	Mode of voting: (Poll / E-voting)	Remarks
1.	Adoption of Audited Financial Statements of the Company on a standalone and consolidated basis for the financial year ended March 31, 2016 and the reports of the Board of Directors and Auditors thereon.	Ordinary	Poll & E-voting	The resolution was passed with requisite majority
2.	Declaration of dividend on Equity Shares of the Company for the financial year 2015-16.	Ordinary	Poll & E-voting	The resolution was passed with requisite majority
3.	Re-appointment of Shri Vinay Gupta (DIN: 00005149), who retired by rotation.	Ordinary	Poll & E-voting	The resolution was passed with requisite
4.	Ratification of appointment of M/s. Deloitte Haskins & Sells LLP, Chartered Accountants (ICAI Registration No. 117366 W/W-100018) as the Statutory Auditors of the Company.	Ordinary	Poll & E-voting	majority The resolution was passed with requisite majority
 5. 6. 	Appointment of Shri Romi Sehgal (DIN: 03320454) as Director of the Company.	Ordinary	Poll & E-voting	The resolution was passed with requisite majority
	Ratification of remuneration of M/s R J Goel & Co. Cost Accountants (ICWAI Registration No. 000026), Cost Auditors of the Company for conducting the cost audit of the Company for financial year 2016-17.	Ordinary	Poll & E-voting	The resolution was passed with requisite majority
	Approval of the revised remuneration payable to Shri Sanjay Gupta, Whole Time Director of the Company.	Special	Poll & E-voting	The resolution was passed with requisite majority







Annexure

Resolution 1: Adoption of Audited Financial Statements of the Company on a standalone and consolidated basis for the financial year ended March 31, 2016 and the reports of the Board of Directors and Auditors thereon.

Resolution	required				Ord	inary		
are interes	Whether promoter/ promoter group are interested in the agenda /resolution?					lo		
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstandin g 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	E-Voting			-				-)] 200
and		9140187	9140187	100	9140187		100	2
Promoter Group	Postal Ballot			-	72.10107		100	-
Group	Total	9140187	9140187	100	9140187	100	400	*
	E-Voting		3250049	48.31	3250049	-	100	i e
Public-	Poll	6727650	-	10.51	3230049	-	100	
Institutions	Postal Ballot	0/2/030	-		*	-	=	-
	Total	6727650	3250049	48.31	3250049	-		
	E-Voting		81913	1.08	81913	*	100	
Public- Non Institutions	Poll	7570799	2371	0.03	2371	-	100	w)
	Postal Ballot			0.03		(4)	100	-
	Total	7570799	84284	1.11	84284	-	-	44
T	otal	23438636	12474520	53.22	12474520	-	100	

Resolution 2: Declaration of dividend on Equity Shares of the Company for the financial year ii.

Resolution r					Ord	inary				
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 outstandin g 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 or votes polled (7)=[(5)/(2)]*100		

APL Apollo Tubes Limited (CIN-L74899 DL 1986PLC023443)

Corp. Office: 36, Kaushambi, Near Anand Vihar Terminal Delhi - NCR 201010, India Tel:+91-120-4041400 Fax:+91-120-4041444

Regd. Office: 37, Hargovind Enclave, Vikas Marg. Delhi 110092, India Tel:+91-11-22373437 Fax:+91-11-22373537

Unit - 1: A-19, Industrial Area, Sikandrabad, Distr. Bulandshahar, U.P.-203205 India Unit - 1: 332-358, Alur Village, Perandapalli, Hosur, Tamilnadu-635109 India

e-mail : info@aplapollo.com Website : www.aplapollo.com

Promoter	E-Voting		=	~	-		-	*
and Promoter	Poll	9140187	-	-	- I	4	-	(e)
	Postal Ballot		-	5#E				72
Group	Total	-	*	Nº	-	-	:	()#
Public-	E-Voting		3250049	48.31	3250049	-	100	-
	Poll	6727650	-	-		-		ž.
Institutions	Postal Ballot	0/2/000		ž.	72	re-	-	-
	Total	6727650	3250049	48.31	3250049		100	_
	E-Voting		81913	1.08	81913	/(#)	100	-
Public- Non	Poll	7570799	2371	0.03	2371	12	100	-
Institutions	Postal Ballot			-	-	ı.e.	*	-
	Total	7570799	84284	1.11	84284	-	100	
7	Γotal	14298449	3334333	23.31	3334333		100	-

iii. Resolution: 3- Re-appointment of Shri Vinay Gupta (DIN: 00005149), who retired by rotation.

Resolution r	equired			Ordinary							
	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 outstandin g 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	E-Voting	9140187		(-	4	(a)	2	-			
	Poll		*	se.			<u>.</u>				
Promoter	Postal Ballot		ш	re	= :	~	-	-			
Group	Total	9140187	<u> </u>	-	•		E:	(-			
	E-Voting		3250049	48.31	3250049	-	100				
Public-	Poll	6727650	-	*	*	(*)	-				
Institutions	Postal Ballot	0,2.000	<u> </u>	2	: # :	501	-	-			
	Total	6727650	3250049	48.31	3250049	S=1	100				
	E-Voting		81913	1.08	81913		100				
Public- Non	Poll	7570799	2371	0.03	2371	-	100	+			
Institutions	Postal Ballot			-	,8		-				
	Total	7570799	84284	1.11	84284	ж	100	-			
Т	'otal	14298449	3334333	23.31	3334333	· · ·	100				



iv. Resolution: 4- Ratification of appointment of M/s. Deloitte Haskins & Sells LLP, Chartered Accountants (ICAI Registration No. 117366 W/W-100018) as the Statutory Auditors of the Company.

Resolution r	equired	_		Ordinary							
	omoter/ promo ed in the agend			No							
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstandin g 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	E-Voting	9140187		-		9.0					
and	Poll		9140187	100	9140187	(40)	100	=			
Promoter	Postal Ballot		-	(54)	940	30	9	=			
Group	Total	9140187	9140187	100	9140187	-	100	-			
	E-Voting		3250049	48.31	3250049		100	-			
Public-	Poll	6727650	-		(m)	*		-			
Institutions	Postal Ballot		Fig.	:=:	= \	<u> </u>	-				
	Total	6727650	3250049	48.31	3250049	=):	100	387			
	E-Voting		81913	1.08	81913	90	100	-			
Public- Non	Poll	7570799	2371	0.03	2371	2	100				
Institutions	Postal Ballot		15	÷							
	Total	7570799	84284	1.11	84284	-	100	¥			
Т	otal	23438636	12474520	53.22	12474520	*	100				

v. Resolution: 5 - Appointment of Shri Romi Sehgal (DIN: 03320454) as Director of the Company.

Resolution	required				Ordi	nary			
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 outstandin g 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	E-Voting		3	-,	-	:-			
and	Poll	9140187	9140187	100	9140187	-	100	÷	
Promoter	Postal Ballot		2	91	-				



Group	Total	9140187	9140187	100	9140187	-	100	
	E-Voting		3250049	48.31	3250049	-	100	(#)
Public- Institutions	Poll	6727650	-		-	=	-	
	Postal Ballot		je		~		-	Se;
	Total	6727650	3250049	48.31	3250049	9	100	(iii)
	E-Voting		81913	1.08	81913	₩/	100	
Public- Non	Poll	7570799	2371	0.03	2371	-	100	141
Institutions	Postal Ballot		*	5#	-	-		-
	Total	7570799	84284	1.11	84284		100	in the
Т	'otal	23438636	12474520	53.22	12474520		100	

vi. Resolution: 6- Ratification of remuneration of M/s R J Goel & Co. Cost Accountants (ICWAI Registration No. 000026), Cost Auditors of the Company for conducting the cost audit of the Company for financial year 2016-17.

Resolution r	equired				Ordi	nary				
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 outstandin g 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	E-Voting	9140187	: - :		-		_ =	_		
	Poll		9140187	100	9140187		100	-		
	Postal Ballot		574		H	8		9		
Group	Total	9140187	9140187	100	9140187	15	100			
	E-Voting		3250049	48.31	3250049	-	100	90		
Public-	Poll	6727650		=:	-	-	Æ			
Institutions	Postal Ballot	0,2,000		, # .2		-				
	Total	6727650	3250049	48.31	3250049	*	100	*		
	E-Voting		81913	1.08	81913	- E	100	-		
Public- Non	Poll	7570799	2371	0.03	2371	-	100	-		
Institutions	Postal Ballot		(#)	*	-		(m)	-		
	Total	7570799	84284	1.11	84284		100	-		
T	otal	23438636	12474520	53.22	12474520	=	100	-		



vii. Resolution: 7- Approval of the revised remuneration payable to Shri Sanjay Gupta, Chairman and Whole Time Director of the Company.

Resolution r	equired			Special							
	Whether promoter/ promoter group are interested in the agenda fresolution?			Yes							
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstandin g 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	E-Voting			/=		3					
	Poll	9140187		28				-			
	Postal Ballot		2	ræ i	-	-					
Group	Total	9140187				- 4	#)				
	E-Voting		3250049	48.31	3250049	(#1)	100				
Public-	Poll	6727650	É	2	22	* *	21	-			
Institutions	Postal Ballot	5121000		=	*	-					
	Total	6727650	3250049	48.31	3250049	S#6	100	-			
	E-Voting		81913	1.08	81913	-	100	-			
Public- Non	Poll	7570799	2371	0.03	2371		100	-			
Institutions	Postal Ballot		я	-				-			
	Total	7570799	84284	1.11	84284	-	100				
Т	otal	14298449	3334333	23.31	3334333	-	100				

Yours faithfully,

For APL Apollo Tubes Limited

Adhish Swaroop // Company Secretary

Encl.: a/a

Copy for information to:

Central Depository Services (India) Limited

17th Floor, P J Towers, Dalal Street

Mumbai - 400001

LATH DEEPAK & ASSOCIATES Company Secretaries

Office: AA-175, FIRST FLOOR SHALIMAR BAGH, DELHI-110088 Mobile: 9811275820,9654352020 Email: fcsdeepaklath@gmail.com

To The Chairman APL Apollo Tubes Limited 37, Hargobind Enclave, Vikas Marg, Delhi-110092

Dear Sir,

At the outset, I would like to thank you for appointing me as the Scrutinizer for the remote e-voting and voting by your members, at the 31st Annual General Meeting (AGM) of your Company held on Saturday, 24th September, 2016 at 11:00 A.M.

I am pleased to submit the Scrutinizer's Report, which is comprehensive and self-explanatory in all respect.

Yours faithfully,

For Lath Deepak & Associates

Company Secretaries

(Deepak Kumar Lath)

FCS No.5309 C.P No. 3644

Date: 26th September, 2016

Place: Delhi

Encl.: a/a

LATH DEEPAK & ASSOCIATES Company Secretaries

Office: AA-175, FIRST FLOOR SHALIMAR BAGH, DELHI-110088 Mobile: 9811275820,9654352020 Email: fcsdeepaklath@gmail.com

Scrutinizer's Report

Name of the Company	APL Apollo Tubes Limited			
Meeting	31st Annual General Meeting			
Date & Time	Saturday 24th September, 2016 at 11:00 A.M.			
Venue	JP Hotel & Resorts, 6B, LP, extension, Patparganj, Near Max Hospital, Delhi 110092			

1. Appointment as a Scrutinizer

I was appointed as Scrutinizer for the remote e-voting as well as the electronic voting conducted at the 31st Annual General Meeting (31st AGM) of APL Apollo Tubes Limited (hereinafter referred to as Company) held on 24th September, 2016 at 11:00 A.M. at JP Hotel & Resorts, 6B, I.P. extension, Patparganj, Near Max Hospital, Delhi110092.

2. Dispatch of Notice convening the meeting

The Company has completed on September 2, 2016, the dispatch of notices to its members whose names appeared in the Register of Members/ list of beneficiaries of the Company as on August 28, 2016.

3. Cut-off Date

The Voting rights were reckoned as on Saturday, 17th September, 2016, being cut-off date for the purpose of deciding the entitlements of members at the remote e-voting and voting at the meeting.

4. Remote E-voting

4.1 Agency

The Company had appointed Central Depository Services (India) Limited (CDSL) as the agency for providing remote e-voting platform.

4.2 Remote E-voting

Remote e-voting platform was open from 9:00 A.M. on Tuesday, 20th September, 2016 to 5:00 P.M. on Friday, 23rd September, 2016 and cast their electronically conveying their assent or dissent in respect of the Ordinary/Special Resolutions, on the e-voting platform provided by CDSL.

5. Voting at the General Meeting

As prescribed under Rule 20 (4)(xiii) of the Companies (Management and Administration) Amendment Rules, 2015, for the purpose of ensuring that the members who have cast their votes through remote e-voting do not vote again at the AGM, the scrutinizer shall have access after closure of period of remote e-voting and before the start of general meeting, to only such details relating to members who have cast their votes through remote e-voting, such as their DP Id/Client Id, folios and number of shares held but not the manner in which they have voted.

LATH DEEPAK & ASSOCIATES Company Secretaries

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6. Results

- 6.1 Lobserved that
 - a) 25 members had cast their votes at the meeting
 - b) 31 members had cast their votes through remote e-voting.
- 6.2 The consolidated results with respect to each item on the agenda, as set out in the Notice of the 31st AGM dated 13 August, 2016, is enclosed.
- 6.3 Based o the aforesaid results, I report that six Ordinary Resolutions as contained in Item No. 1 to Item No. 6 and one Special Resolution as contained in Item No. 7 of the Notice dated 13 August, 2016 have been passed with requisite majority.

CONSOLIDATED RESULTS:

 Item No. 1- Adoption of Audited Financial Statements of the Company on a standalone and consolidated basis for the financial year ended March, 2016 and the reports of the Board of Directors and Auditors thereon.

Particulars	Remote e-votes		Voting at the AGM		Total		Percentage
	Number	Votes	Number	Votes	Number	Votes	5565
Assent	30	3331962	26	9142558	56	12474520	100
Dissent		-				-	¥
Total	30	3331962	26	9142558	56	12474520	100

Based on the aforesaid results, I report that the Ordinary resolution, as contained in item No. 1 of the Notice dated 13 August, 2016 has been passed with requisite majority.

 Item No. 2 - Declaration of dividend on Equity Shares of the Company for the financial year 2015-16.

Particulars	Remote e-votes		Voting at the AGM		Total		Percentage
	Number	Votes	Number	Votes	Number	Votes	
Assent	30	3331962	24	2371	54	3334333	100
Dissent		-				#1	•
Total	30	3331962	24	2371	54	3334333	100

Based on the aforesaid results, I report that the Ordinary resolution, as contained in item No. 2 of the Notice dated 13 August, 2016 has been passed with requisite majority.

III. Item No. 3 - Re-appointment of Shri Vinay Gupta (DIN: 00005149), who retired by rotation.

Particulars	Remote e-votes		Voting at the AGM		Total		Percentage
	Number	Votes	Number	Votes	Number	Votes	
Assent	30	3331962	24	2371	54	3334333	100
Dissent	•	•			-		
Total	30	3331962	24	2371	54	3334333	100



LATH DEEPAK & ASSOCIATES Company Secretaries

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Based on the aforesaid results, I report that the Ordinary resolution, as contained in item No. 3 of the Notice dated 13 August, 2016 has been passed with requisite majority.

iv. Item No. 4 - Ratification of appointment of M/s. Deloitte Haskins & Sells LLP, Chartered Accountants (ICAI Registration No. 117366 W/W-100018) as the Statutory Auditors of the Company.

Particulars	Remote e-votes		Voting at the AGM		Total		Percentage
	Number	Votes	Number	Votes	Number	Votes	
Assent	30	3331962	26	9142558	56	12474520	100
Dissent							*
Total	30	3331962	26	9142558	56	12474520	100

Based on the aforesaid results, I report that the Ordinary resolution, as contained in item No. 4 of the Notice dated 13 August, 2016 has been passed with requisite majority.

v. Item No. 5 - Appointment of Shri Romi Sehgal (DIN: 03320454) as Director of the Company.

Particulars	Remote e-votes		Voting at the AGM		Total		Percentage
	Number	Votes	Number	Votes	Number	Votes	C-C-C
Assent	30	3331962	26	9142558	56	12474520	100
Dissent		-		-		•	(*)
Total	30	3331962	26	9142558	56	12474520	100

Based on the aforesaid results, I report that the Ordinary resolution, as contained in item No. 5 of the Notice dated 13 August, 2016 has been passed with requisite majority.

vi. Item No. 6 - Ratification of remuneration of M/s R J Goel & Co. Cost Accountants (ICWAl Registration No. 000026), Cost Auditors of the Company for conducting the cost audit of the Company for financial year 2016-17.

Particulars	Remote e-votes		Voting at the AGM		Total		Percentage
	Number	Votes	Number	Votes	Number	Votes	35,550,771,770
Assent	30	3331962	26	9142558	56	12474520	100
Dissent	-	-		-			
Total	30	3331962	26	9142558	56	12474520	100

Based on the aforesaid results, I report that the Ordinary resolution, as contained in item No. 6 of the Notice dated 13 August, 2016 has been passed with requisite majority.



LATH DEEPAK & ASSOCIATES Company Secretaries

Office: AA-175, FIRST FLOOR SHALIMAR BAGH, DELHI-110088 Mobile: 9811275820,9654352020 Email: fcsdeepaklath@gmail.com

 Item No. 7 - Approval of the revised remuneration payable to Shri Sanjay Gupta, Whole Time Director of the Company.

Particulars	Remote e-votes		Voting at the AGM		Total		Percentage
	Number	Votes	Number	Votes	Number	Votes	
Assent	30	3331962	24	2371	54	3334333	100
Dissent							-
Total	30	3331962	24	2371	54	3334333	100

Based on the aforesaid results, I report that the Special resolution, as contained in item No. 7 of the Notice dated 13 August, 2016 has been passed with requisite majority.

Thanking You,

Yours faithfully,

For Lath Deepak & Associates

Company Secretaries

(Deepak Kumar Lath)

FCS No.5309 C.P No. 3644

Date: 26th September, 2016

Place: Delhi

Countersigned

(Ashok Kumar Gupta) Managing Director