

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, 20th September, 2016 to Friday, 23rd 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	2
• Public	24
No. of Shareholders attended the meeting through Video Conferencing	Not arranged



(Agenda-wise)

Item No.	Details of the Agenda	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 majority
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	The resolution was passed with requisite majority
5.	Appointment of Shri Romi Sehgal (DIN: 03320454) as Director of the Company.	Ordinary	Poll & E-voting	The resolution was passed with requisite majority
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.	Ordinary	Poll & E-voting	The resolution was passed with requisite majority
7.	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

- i. **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			Ordinary					
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 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	9140187	-	-	-	-	-	-
	Poll		9140187	100	9140187	-	100	-
	Postal Ballot		-	-	-	-	-	-
	Total		9140187	9140187	100	9140187	-	100
Public-Institutions	E-Voting	6727650	3250049	48.31	3250049	-	100	-
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	Total		6727650	3250049	48.31	3250049	-	100
Public- Non Institutions	E-Voting	7570799	81913	1.08	81913	-	100	-
	Poll		2371	0.03	2371	-	100	-
	Postal Ballot		-	-	-	-	-	-
	Total		7570799	84284	1.11	84284	-	100
Total		23438636	12474520	53.22	12474520	-	100	100

- ii. **Resolution 2:** Declaration of dividend on Equity Shares of the Company for the financial year 2015-16.

Resolution required			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 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	9140187	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	Total		-	-	-	-	-	-
Public-Institutions	E-Voting	6727650	3250049	48.31	3250049	-	100	-
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	Total		6727650	3250049	48.31	3250049	-	100
Public- Non Institutions	E-Voting	7570799	81913	1.08	81913	-	100	-
	Poll		2371	0.03	2371	-	100	-
	Postal Ballot		-	-	-	-	-	-
	Total		7570799	84284	1.11	84284	-	100
Total		14298449	3334333	23.31	3334333	-	100	-

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

Resolution required			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 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	9140187	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	Total		9140187	-	-	-	-	-
Public-Institutions	E-Voting	6727650	3250049	48.31	3250049	-	100	-
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	Total		6727650	3250049	48.31	3250049	-	100
Public- Non Institutions	E-Voting	7570799	81913	1.08	81913	-	100	-
	Poll		2371	0.03	2371	-	100	-
	Postal Ballot		-	-	-	-	-	-
	Total		7570799	84284	1.11	84284	-	100
Total		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 required		Ordinary						
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 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	9140187	-	-	-	-	-	-
	Poll		9140187	100	9140187	-	100	-
	Postal Ballot		-	-	-	-	-	-
	Total		9140187	9140187	100	9140187	-	100
Public-Institutions	E-Voting	6727650	3250049	48.31	3250049	-	100	-
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	Total		6727650	3250049	48.31	3250049	-	100
Public- Non Institutions	E-Voting	7570799	81913	1.08	81913	-	100	-
	Poll		2371	0.03	2371	-	100	-
	Postal Ballot		-	-	-	-	-	-
	Total		7570799	84284	1.11	84284	-	100
Total		23438636	12474520	53.22	12474520	-	100	-

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

Resolution required		Ordinary						
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 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	E-Voting	9140187	-	-	-	-	-	-
	Poll		9140187	100	9140187	-	100	-
	Postal Ballot		-	-	-	-	-	-



Group	Total	9140187	9140187	100	9140187	-	100	-
Public- Institutions	E-Voting	6727650	3250049	48.31	3250049	-	100	-
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	Total	6727650	3250049	48.31	3250049	-	100	-
Public- Non Institutions	E-Voting	7570799	81913	1.08	81913	-	100	-
	Poll		2371	0.03	2371	-	100	-
	Postal Ballot		-	-	-	-	-	-
	Total	7570799	84284	1.11	84284	-	100	-
Total		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 required			Ordinary					
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 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	9140187	-	-	-	-	-	-
	Poll		9140187	100	9140187	-	100	-
	Postal Ballot		-	-	-	-	-	-
	Total	9140187	9140187	100	9140187	-	100	-
Public- Institutions	E-Voting	6727650	3250049	48.31	3250049	-	100	-
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	Total	6727650	3250049	48.31	3250049	-	100	-
Public- Non Institutions	E-Voting	7570799	81913	1.08	81913	-	100	-
	Poll		2371	0.03	2371	-	100	-
	Postal Ballot		-	-	-	-	-	-
	Total	7570799	84284	1.11	84284	-	100	-
Total		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 required			Special					
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	9140187	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	Total		9140187	-	-	-	-	-
Public-Institutions	E-Voting	6727650	3250049	48.31	3250049	-	100	-
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	Total		6727650	3250049	48.31	3250049	-	100
Public- Non Institutions	E-Voting	7570799	81913	1.08	81913	-	100	-
	Poll		2371	0.03	2371	-	100	-
	Postal Ballot		-	-	-	-	-	-
	Total		7570799	84284	1.11	84284	-	100
Total		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

Scrutinizer's Report

Name of the Company	APL Apollo Tubes Limited
Meeting	31 st Annual General Meeting
Date & Time	Saturday 24 th September, 2016 at 11:00 A.M.
Venue	JP Hotel & Resorts, 6B, I.P. extension, Patparganj, Near Max Hospital, Delhi110092

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.



6. Results

6.1 I observed 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 on 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:

- i. 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	
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.

- ii. 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	-	-	-	-	-	-	-
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



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	
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 (ICWAI 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	
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

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Mobile: 9811275820,9654352020
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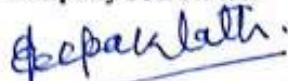
- vii. **Item No. 7** - Approval of the revised remuneration payable to Shri Sanjay Gupta, Whole Time Director of the Company.

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



Countersigned



(Ashok Kumar Gupta)
Managing Director

Date: 26th September, 2016
Place: Delhi