



Dated: 22.09.2016

To,  
The Secretary –Listing Department,  
Bombay Stock Exchange Limited,  
Floor 25, Phiroze Jeejeebhoy Towers,  
Dalal Street,  
Mumbai – 400 001.

**Re: Proceedings of 48<sup>th</sup> Annual General Meeting (“AGM”) of Tayo Rolls Limited  
 (“the Company”) (Scrip Code: 504961)**

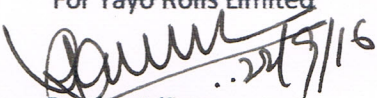
Dear Sir/ Madam,

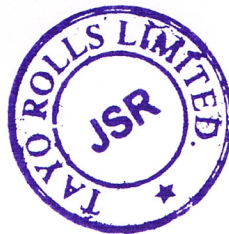
The 48<sup>th</sup> AGM of the Company was held on Wednesday, September 21, 2016 at 11.30 a.m. at the Auditorium of Centre for Excellence, Jubilee Road, Bistupur, Jamshedpur – 831 001 to transact the business as mentioned in the Notice dated August 19, 2016, convening the AGM.

In this regard, please find enclosed the summary of the proceedings of the AGM of the Company as required under Regulation 30, Part-A of schedule-III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

This is for your information and records please.

Yours faithfully,  
For Tayo Rolls Limited

  
Prashant Kumar  
Company Secretary &  
Compliance Officer



Encl: As above



Dated: 22.09.2016

The 48<sup>th</sup> Annual General Meeting ("AGM / Meeting") of Tayo Rolls Limited ("the Company") was held on September 21, 2016 at 11.30 a.m. at the Auditorium of Centre for Excellence, Jubilee Road, Bistupur, Jamshedpur – 831 001.

Mr. Anand Sen chaired the meeting. The Directors were present at the Meeting. After declaring the quorum to be present, the Chairman called the Meeting to be in order. With the consent of the shareholders, the Notice convening the Meeting and the Auditors' Report were taken as read.

The Chairman introduced the Directors to the Members. The Chairman in his opening statement detailed the challenges faced by the steel industry and the roll industry globally, and in India. He also elaborated the effort made by the Company and the support from the Promoters. Despite efforts, the Company has incurred substantial losses and had lost its net worth. The Company has been necessary reference to the BIFR. He also mentioned that operations of the Company has been suspended and application for closure of operations has already been made to the government. After a lot of effort, the Company had introduced the best possible voluntary separation scheme within available resources.

The Chairman then informed the Members that in compliance with the provisions of the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Obligations) Regulations, 2015, the Company has provided to the Members the facilities to exercise their voting through electronic voting means. Further, he also informed the members that the facility of poll has been made available to those members who have not cast their vote through electronic means.

The Chairman also informed that the Board had appointed Mr. Pratap Kumar Chakrabraty, of M/s P. K. Singh & Associates, Practicing Company Secretaries, as Scrutinizer to scrutinize and report on the e-voting and poll, in a fair and transparent manner.

The Chairman then read out the business to be transacted at the Meeting . As per the Notice dated 19.08.2016, convening the 48<sup>th</sup> Annual General meeting of the Company, the following business was transacted at the Meeting:

- i. Adoption of the Audited Balance Sheet as on March 31, 2016 and the Audited Statement of Profit and Loss for the year ended on that date together with reports of the Board of Directors and the Auditors thereon;
- ii. Appointment of a Director in place of Mr. Anand Sen, (DIN- 00237914), who retires by rotation and, being eligible, offers himself for re-appointment;  
Mr. Anand Sen, being interested in this resolution, requested Mr. V. S. N. Murty, Director to conduct the proceedings on this resolution.
- iii. Appointment of statutory auditors and to fix their remuneration;
- iv. Re-appointment of Mr. K. Shankar Marar (DIN-06656658), as the Managing Director of the Company for a further period of three years;



**TAYO ROLLS LIMITED**



- v. Ratification of Material Related party Transactions for FY 2015-16;
- vi. Approval of Material Related Party Transactions for FY 2016-17;
- vii. Ratification of remuneration of the Cost Auditors' .

Members present were given the opportunity to ask questions and seek clarifications. No question was asked.

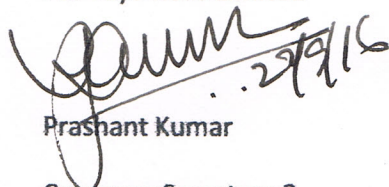
Thereafter, the Chairman thanked the Promoters, Directors, Members present at the Meeting and then concluded the Meeting by severally authorizing the Managing Director and Company Secretary to carry out the poll process and declare the voting results. He informed the Members that the voting results will be made available on the websites of the Company and NSDL within 48 hours of the conclusion of the Meeting.

Thereafter, the scrutinizer report was received today. All the resolutions have been passed with the requisite majority.

This is for your information and records please.

Yours faithfully

For Tayo Rolls Limited

  
Prashant Kumar

Company Secretary &

Compliance Officer

