Oil Country Tubular Ltd.





OCTL/SEC/11226/2017 11th August, 2017

Bombay Stock Exchange Ltd
BSE's Corporate Relationship Dept
1ST Floor, New Trading Ring
Routunga Building, P J Towers
Dalal Street
MUMBAI – 400 001

National Stock Exchange of India Ltd Exchange Plaza 5TH Floor, Plot No: C/1 G-Block, Bandra Karla Complex Bandra East MUMBAI – 400 051

Dear Sirs,

Sub: 31st Annual General Meeting (AGM) and voting results. Ref: BSE Scrip Code:500313; NSE Scrip Code: OILCOUNTUB.

In continuation to our letter dated 14th July, 2017, please note that the 31st Annual General Meeting of the Company was held on 10th August, 2017 and the business mentioned in the Notice dated 25.05.2017 were transacted.

In this regard, please find enclosed the following:

- 1) Summary of proceedings as required under Regulation 30, Part-A of Schedule-III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as Annexure-I.
- 2) Voting results as required under Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as Annexure-II.
- 3) Report of Scrutinizer dated 11th August, 2017, pursuant to Section 108 of the Companies Act, 2013 and Rule 20(4) (xii) of the Companies (Management and Administration) Rules, 2014.
- 4) Annual Report for the financial year 2016-17 as required under Regulation 34 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 duly approved and adopted by the shareholders as per the provisions of the Companies Act, 2013.

This is for your information and records.

Yours faithfully,

For Oil Country Tubular Limited

D Suresh Babu Company Secretary

Encl: As above.

OIL COUNTRY TUBULAR LIMITED

CIN: L26932TG1985PLC005329 Registered Office: "KAMINENI", 3RD FLOOR , KING KOTI, HYDERABAD - 500 001

	OIL COUNTRY TUBULAR LIMITED
	10TH AUGUST, 2017
Date of the Annual General Meching	31728
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ITEM No.1; ORDINARY - Adoption of Audited Financial Statements for the year ended 31.03.2017 together with the reports of the Board of Directors and Auditors thereon.

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Resolution required: (Ordinary) Special)		resolution?			-		I I I I I I I I I I I I I I I I I I I	
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Result: On the basis of the above result, the Chairman declared that the Ordinary Resolution as set out in Item No.1 passed by Members with the requisite majority.



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I EM NO.Z : ONDINATION - ODGOINGING			ORDINAR	ORDINARY RESOLUTION		
Resolution required: (Ordinary/ Special)			202			
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	ST. C CHREST SERVICE REPUBLICATION OF THE PROPERTY OF THE PROP		all also as set out in Item No 2 passed by Members with the requisite majority.	nbers with the requisite I	majority.	

Result: On the basis of the above result, the Chairman declared that the Ordinary Resolution as set out in Item No.2 passed by Members with the requi

	A COMPANY OF THE PARTY OF THE P	STATUTORY AUDITORS AS STATUTORY AUDITORS	SED ACCOUNT	TANTS AS STATE	TORY AUDITOR	"		
ITEM No.3 : ORDINARY -TO APPOINT MIS G NAGENURA SE	G NAGENURA SUNDA	AM & CO. 5			ORDINARY RESOLUTION	LUTION		
Resolution required: (Ordinary/ Special)			-		ON			
whether aromoter, promoter oroun are interested in the agend	sted in the agenda/reso	a/resolution (1	## 150 CA 147 CA			of Attacin	% of Votes
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	Total	44289530	CC/88977			Application of the state of the		Ni

Result: On the basis of the above result, the Chairman declared that the Ordinary Resolution as set out in Item No.3 passed by Members with the requisite majority.

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ITEM NO.4: SPECIAL RESOLUTION: RE-AFFOINTIMENT OF	APPOINTMENT OF THE				ORDINARY RESOLUTION	NOLLUTION		
Resolution required: (Special)					VES			
Marhar promoter promoter group are interested in the agenda/		resolution?				THE PROPERTY OF THE PROPERTY O	C. 2010/130/0	10% OF VOTES
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	Total	22427/169	889304			500	02.00 03.00	0010
	Total	44289530	22688735		+1C00077			

Result: On the basis of the above result, the Chairman declared that the Ordinary Resolution as set out in Item No.4 passed by Members with the requisite majority.

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ITEM No.5: ORDINARY RESOLUTION: TO CONSIDER AND	CONSIDER AND TH	OUGHT FIT TO PA	ASS THE REMU!	THOUGHT FIT TO PASS THE REMUNERATION PAYABLE FOR 2017-18 TO MIS SAGAN & ASSOCIATION ORDINARY RESOLUTION	ORDINARY RESOLUTION	OLUTION	S ISSUED	
Resolution required: (Ordinary)					ON			
Mhether promoter promoter group are interested in the agenda/resolution?	ested in the agenda/res	solution?		33	1.500	SONO/WAS IN	1 of Notes in	% of Votes
Category	Mode of Voting	No. of shares	No. of votes	% of Votes Polled on outstanding	no, of votes – in favour (4)	against (5)	favourion votes	against on votes
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		700700	21799431	100.00	21799431	0	1(0.00
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	Total	44289530	22688735		Ĭ.			7

Result: On the basis of the above result, the Chairman declared that the Ordinary Resolution as set out in Item No.5 passed by Members with the requisite majority.

ACS, LLB

Practicing Company Secretary

COMBINED SCRUTINIZER'S REPORT ON E-VOTING & POLL

The Chairman of .
M/s. Oil Country Tubular Limited "Kamineni", 3rd Floor
King Koti, Hyderabad - 500001

Dear Sir,

Sub: Consolidated Scrutinizer's Report on remote e-voting conducted pursuant to the provisions of Section108 of the Companies Act,2013 read with Rule 20 of the Companies (Management and Administration)Rules,2014 as amended by companies (Management and Administration) Amendment Rules,2015 and voting through electronic voting system at the 31st Annual General Meeting ("AGM")of M/s. Oil Country Tubular Limited held on Thursday, August 10th, 2017 at 10.00 a.m at Taj Mahal Hotel, 2nd Floor, Akshaya Hall, 4-1-999, Abids Road, Hyderabad - 500001

I, Manjula Aleti, Practising Company Secretary, have been appointed as the Scrutinizer by the Board of Directors of M/s. Oil Country Tubular Limited pursuant to section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration)Rules,2014, as amended, to conduct the remote e-voting process in respect of the below mentioned resolutions proposed at the 31st Annual General Meeting of Oil Country Tubular Limited held on Thursday, August 10, 2017 at 10.00 a.m.

I was also appointed as Scrutinizer to Scrutinize the voting process through poll conducted at the said AGM venue.

The notice dated May 25,2017 along with statement setting out material facts under Section 102 of the Act as confirmed by the Company were sent to the Shareholders in respect of the below mentioned resolutions proposed at the AGM of the Company.

The Company had availed the e-voting facility offered by Central Depository Services Limited ("CDSL") for conducting remote e-voting by the shareholders of the Company.

The company had also provided voting through poll to the shareholders present at the AGM venue, for who had not cast their vote earlier through remote e-voting facility.

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Shop No.2, 2nd Floor,Maheshwar Complex,Metro Pillar No.KUK-5, Kukatpally Main Road, Kukatpally,Hyderabad-500072. Ph No.9533 88 5867, E-mail:pcsmanjula@gmail.com The voting period for remote e-voting commenced on Monday, August 7,2017 at 9.00 A.M and ended on Wednesday, August 9,2017 at 5.00 P.M and the CDSL e-voting platform was blocked thereafter.

After the closure of the voting at the AGM, the report on voting done through poll at the meeting was generated in my presence and the voting was scrutinized in a transparent Manner.

The votes cast remote e-voting facility were thereafter unblocked in the presence of two witnesses who were not in the employment of the company, I have scrutinized and reviewed the remote e-voting and votes tendered therein based on the date downloaded from the CDSL e-voting system.

The Management of the company is responsible to ensure compliance with the requirements of the Act and rules relating to remote e-voting and the voting conducted through Poll at the meeting on the resolutions contained in the notice of the AGM.

My responsibility as a Scrutinizer for the time remote e-voting and the voting conducted through poll at the meeting is restricted to making a Scrutinizer's Report of the votes cast in favour or against the resolutions.

I now submit my consolidated Report as under on the result of the remote e-voting and voting through Poll at the AGM Venue in respect of the said resolutions.

Resolution 1: ORDINARY RESOLUTION:

- 1) Adoption of Audited Profit and Loss Account for the year ended 31st March, 2017 and Balance Sheet as at that date together with Director's Report and Auditor's Report thereon.
- (i) Voted in favour of the Resolution:

Number of members voted in e-voting	Number of votes cast by e-voting	Number of members/proxies voted through POLL	Number of votes cast by POLL	Total Number of members voted through e-voting and by POLL	Total Number of votes cast by e- voting & by POLL	% of total number of valid votes cast
47	22688215	11	299	58	22688514	100



(ii) Voted against the Resolution:

Number of members voted in e-voting	Number of votes cast by e-voting	Number of members voted through POLL	Number of votes cast by POLL	Total Number of members voted through e- voting and by POLL	Total Number of votes cast by e-voting & by POLL	% of total number of valid votes cast
2	221	Nil	Nil	2	221	0.00

RESULT:

As the number of votes cast in favour of the resolution was more than the number of votes cast against, I report that the Ordinary Resolution with regard to Item No. 01 as put in the Notice of AGM is passed in favour of the resolution with requisite majority

Item No.02:

Re-appointment of Mrs.K. Indira (DIN: 00332194) as a Director of the Company.

(i) Voted in <u>favour</u> of the Resolution:

Number of members voted through electronic voting	Number of votes cast by e-voting	Number of members voted through POLL	Number of votes cast by POLL	Total Number of members voted through e- voting and by POLL	Total Number of votes cast by e-voting & by POLL	% of total number of valid votes cast
47	22688215	11	299	58	22688514	100

(ii) Voted <u>against</u> the Resolution:

Number of members voted through electronic voting	Number of votes cast by e-voting	Number of members voted through POLL	Number of votes cast by POLL	Total Number of members voted through e- voting and by POLL	Total Number of votes cast by e-voting & by POLL	% of total number of valid votes cast
2	221	Nil	Nil	2	221	0.00

RESULT:

As the number of votes cast in favour of the resolution was more than the number of votes cast against, I report that the Ordinary Resolution with regard to Item No. 02 as put in the Notice of AGM is passed in favour of the resolution with requisite majority.

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Item No.03:

Appointment of M/s. G Nagendra Sundaram and Co. Chartered Accountants as Statutory Auditors.

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

Number of members voted through electronic voting	Number of votes cast by e-voting	Number of members voted through POLL	Number of votes cast by POLL	Total Number of members voted through e- voting and by POLL	Total Number of votes cast by e-voting & by POLL	% of total number of valid votes cast
47	22688215	11	299	58	22688514	100

(ii) Voted against the Resolution:

Number of members voted through electronic voting	Number of votes cast by e-voting	Number of members voted through POLL	Number of votes cast by POLL	Total Number of members voted through e- voting and by POLL	Total Number of votes cast by e-voting & by POLL	% of total number of valid votes cast
2	221	Nil	Nil	2	221	0.00

RESULT:

As the number of votes cast in favour of the resolution was more than the number of votes cast against, I report that the Ordinary Resolution with regard to Item No. 03 as put in the Notice of AGM is passed in favour of the resolution with requisite majority.

SPECIAL BUSINESS:

Item No.04:

Re-appointment of $Mr.\ K$ Suryanarayana as Executive Chairman for a period of 3 years.

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

Number of members voted through electronic voting	Number of votes cast by e-voting	Number of members voted through POLL	Number of votes cast by POLL	Total Number of members voted through e- voting and by POLL	Total Number of votes cast by e-voting & by POLL	% of total number of valid votes cast
47	22688215	11	299	58	22688514	100

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(ii) Voted against the Resolution:

Number of members voted through electronic voting	Number of votes cast by e-voting	Number of members voted through POLL	Number of votes cast by POLL	Total Number of members voted through e- voting and by POLL	Total Number of votes cast by e-voting & by POLL	% of total number of valid votes cast
2	221	Nil	Nil	2	221	0.00

RESULT:

As the number of votes cast in favour of the resolution was more than the number of votes cast against, I report that the Ordinary Resolution with regard to Item No. 04 as put in the Notice of AGM is passed in favour of the resolution with requisite majority.

Item No.05:

Ratification of Remuneration payable to M/s. Sagar and associates, Cost Accountants for the financial year 2017-18.

(i) Voted in favour of the Resolution:

Number of members voted through electronic voting	Number of votes cast by e-voting	Number of members voted through POLL	Number of votes cast by POLL	Total Number of members voted through e- voting and by POLL	Total Number of votes cast by e-voting & by POLL	% of total number of valid votes cast
47	22688215	11	299	58	22688514	100

(ii) Voted against the Resolution:

Number of members voted through electronic voting	Number of votes cast by e-voting	Number of members voted through POLL	Number of votes cast by POLL	Total Number of members voted through e- voting and by POLL	Total Number of votes cast by e-voting & by POLL	% of total number of valid votes cast
2	221	Nil	Nil	2	221	0.00



RESULT:

As the number of votes cast in favour of the resolution was more than the number of votes cast against, I report that the Ordinary Resolution with regard to Item No. 05 as put in the Notice of AGM is passed in favour of the resolution with requisite majority.

All relevant records relating to electronic voting and Poll were handed over to the Company Secretary of the company for safe keeping.

For Manjula Aleti

Company Secretary in Practice

M. No: 31661 COP-13279

Manjula Aleti M.No : 31661

COP: 13279

Place: Hyderabad Date: 11.08.2017