



Dated: 20.09.2018

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

**Re: Proceedings of 50th Annual General Meeting (“AGM”) of Tayo Rolls Limited
 (“the Company”) (Scrip Code: 504961)**

Dear Sir/ Madam,

The 50th AGM of the Company was held on Tuesday, September 18, 2018 at 11.00 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 8, 2018, 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

H Kaur
Harpreet Kaur Bhamra
Company Secretary &
Compliance Officer

Encl: As above



TAYO ROLLS LIMITED

Regd. Office : 3, Circuit House Area (North-East), Road No. 11, P.O. & P.S. - Bistupur, Jamshedpur-831 001, Jharkhand, INDIA
Works Office : Large Scale Industrial Estate, Gamharia-832 108, Jharkhand, INDIA
Office Phone : 91-657-2227821/6508041/2220472, E-mail : tayoregd@tayo.co.in
Website : www.tayo.co.in, Corporate Identity Number : L27105JH1968PLC000818

A **TATA** Enterprise



Dated: 20.09.2018

Proceedings of the 50th Annual General meeting of Tayo Rolls Limited held on Tuesday, September 18, 2018 at 11.00 a.m. at the Auditorium of Centre for Excellence, Jubilee Road, Bistupur, Jamshedpur – 831 001.

The 50th Annual General Meeting (“AGM / Meeting”) of Tayo Rolls Limited (“the Company”) was held on Tuesday, September 18, 2018 at 11.00 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 Company over the past few years. The subdued growth in the infrastructure sector in the past, over capacity situation in the Roll and Forging industry, delayed technology absorption for next generation rolls along with several other factors have led to severe financial constraints resulting in continued cash losses and erosion of net worth of the Company.

As a result, the Company was referred to the Board for Industrial and Financial Reconstruction (BIFR) under the provisions of the Sick Industrial Companies (Special Provisions) Act, 1985. With effect from December 1, 2016, SICA was repealed and Insolvency and Bankruptcy Code 2016 (IBC) was introduced. The Company therefore filed an application before the National Company Law Tribunal (NCLT), Kolkata u/s 10 of IBC, seeking initiation of Corporate Insolvency Resolution Process (CIRP). The NCLT Kolkata rejected the application of the Company. An appeal has been filed before National Company Law Appellate Tribunal (NCLAT) challenging the rejection order of NCLT Kolkata. The matter is sub- judice.

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.

TAYO ROLLS LIMITED

Regd. Office : 3, Circuit House Area (North-East), Road No. 11, P.O. & P.S. - Bistupur, Jamshedpur-831 001, Jharkhand, INDIA
Works Office : Large Scale Industrial Estate, Gamharia-832 108, Jharkhand, INDIA
Office Phone : 91-657-2227821/6508041/2220472, E-mail : tayoregd@tayo.co.in
Website : www.tayo.co.in, Corporate Identity Number : L27105JH1968PLC000818

A **TATA** Enterprise



The Chairman also informed that the Board had appointed Mr. Pramod Kumar Singh, 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 businesses to be transacted at the meeting. As per the Notice dated 08.08.2018, convening the 50th Annual General meeting of the Company, the following business was transacted at the Meeting:

- i. To receive, consider and adopt the Audited Financial Statements of the Company for the Financial year ended March 31, 2018 and the reports of the Board of Directors and the Auditors thereon..
- ii. To appoint Statutory Auditors and to fix their remuneration;
- iii. To appoint a Director in place of Mr. Yoshikazu Miyasaka (DIN: 07125432), a Director liable to retire by rotation and who does not offer himself for re-appointment and the vacancy so caused be not filled up
- iv. To appoint Mr. K. Shankar Marar (DIN-06656658) as Director;
- v. To ratify Material Related party Transactions for FY 2017-18;
- vi. To approve Material Related Party Transactions for the financial year 2018-19.

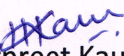
Members present were given the opportunity to ask questions and seek clarifications. No question was asked. Thereafter, the Chairman thanked the Shareholders, employees, Customers, bankers, Promoters, Directors and other stakeholders.

The meeting concluded by severally authorizing a 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 on 19.09.2018. All the resolutions have been passed with the requisite majority.

This is for your information and records please.

Yours faithfully
For Tayo Rolls Limited


Harpreet Kaur Bhamra
Company Secretary &
Compliance Officer

TAYO ROLLS LIMITED

Regd. Office : 3, Circuit House Area (North-East), Road No. 11, P.O. & P.S. - Bistupur, Jamshedpur-831 001, Jharkhand, INDIA
Works Office : Large Scale Industrial Estate, Gamharia-832 108, Jharkhand, INDIA
Office Phone : 91-657-2227821/6508041/2220472, E-mail : tayoregd@tayo.co.in
Website : www.tayo.co.in, Corporate Identity Number : L27105JH1968PLC000818