

PSL/CS/BSE/REG-44/18-19  
22<sup>nd</sup> September, 2018

The BSE Limited  
Corporate Relationship Department  
1st Floor, P.J. Towers,  
Dalal Street, Fort,  
Mumbai-400 001

COMPANY CODE NO: 4166 (Scrip Code : 513511)

Dear Sir,

**Sub : Disclosure of Voting Results of 45<sup>th</sup> AGM of the Company held on Saturday, the 22<sup>nd</sup> day of September, 2018.**

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In compliance of the provisions of Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed herewith the details of the Voting Results of the votes casted through remote e-voting system and through ballot paper at the 45<sup>th</sup> Annual General Meeting of the Company held on 22<sup>nd</sup> September, 2018 alongwith the Report of the Scrutinizer dated 22<sup>nd</sup> September, 2018, as required under Section 108 of the Companies Act, 2013 read with Companies (Management and Administration) Rules, 2014 as amended.

Based on the consolidated Report of the Scrutinizer, all Resolutions as set out in the Notice of 45<sup>th</sup> Annual General Meeting were duly approved by the requisite majority of shareholders through e-voting and voting by poll.

Kindly take note of the same on your records and acknowledge.

Thanking you,

Yours faithfully  
For **PANCHMAHAL STEEL LIMITED**

  
**Deepak Nagar**  
**GM (Legal) & Company Secretary**

Encl as above



**Details of Voting Results**  
**Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015**

Company Name	PANCHMAHAL STEEL LIMITED
Date of the AGM/EGM	22-09-2018
Total number of shareholders on record date	3816
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group:	3
Public:	22
No. of Shareholders attended the meeting through Video Conferencing	
Promoters and Promoter Group:	NA
Public:	NA

Resolution No.	1							
Resolution required: (Ordinary/ Special)	ORDINARY - To receive, consider and adopt the Audited Standalone Financial Statements of the Company for the financial year ended 31st March, 2018 and the Reports of the Directors' and the Auditors' thereon.							
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	1,38,55,065	1,32,31,945	100.0000	1,32,31,945	0	100.0000	0.0000
	Poll		0	0	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0	0	0	0.0000	0.0000
	<b>Total</b>		<b>1,38,55,065</b>	<b>1,32,31,945</b>	<b>100.0000</b>	<b>1,32,31,945</b>	<b>0</b>	<b>100.0000</b>
Public- Institutions	E-Voting	10,85,835	0	0	0	0	100.0000	0.0000
	Poll		0	0	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0	0	0	0.0000	0.0000
	<b>Total</b>		<b>10,85,835</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>
Public- Non Institutions	E-Voting	41,37,429	98,341	100.0000	98,341	0	100.0000	0.0002
	Poll		19,897	100.0000	19,897	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0	0	0	0.0000	0.0000
	<b>Total</b>		<b>41,37,429</b>	<b>1,18,238</b>	<b>100.0000</b>	<b>1,18,238</b>	<b>0</b>	<b>100.0000</b>
<b>Total</b>		<b>1,90,78,329</b>	<b>1,33,50,183</b>	<b>100.0000</b>	<b>1,33,50,183</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>



Resolution No.	2							
Resolution required: (Ordinary/ Special)	ORDINARY - To appoint a Director in place of Mr. Pradeep Sharma (DIN: 00705862), who retires by rotation and being eligible, offers himself for							
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	1,38,55,065	1,32,31,945	100.0000	1,32,31,945	0	100.0000	0.0000
	Poll		0	0	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0	0	0	0.0000	0.0000
	Total		1,32,31,945	100.0000	1,32,31,945	0	100.0000	0.0000
Public- Institutions	E-Voting	10,85,835	0	0	0	0	100.0000	0.0000
	Poll		0	0	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0	0	0	0.0000	0.0000
	Total		0	0	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting	41,37,429	98,341	100.0000	98,341	0	100.0000	0.0002
	Poll		19,897	100.0000	19,897	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0	0	0	0.0000	0.0000
	Total		1,18,238	100.0000	1,18,238	0	100.0000	0.0000
Total		1,90,78,329	1,33,50,183	100.0000	1,33,50,183	0	100.0000	0.0000



Resolution No.	<b>3</b>							
Resolution required: (Ordinary/ Special)	<b>SPECIAL - Reappointment of Mr. Ashok Malhotra (DIN: 00120198) as Managing Director of the Company.</b>							
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	1,38,55,065	1,32,31,945	100.0000	1,32,31,945	0	100.0000	0.0000
	Poll		0	0	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0	0	0	0.0000	0.0000
	<b>Total</b>		<b>1,38,55,065</b>	<b>1,32,31,945</b>	<b>100.0000</b>	<b>1,32,31,945</b>	<b>0</b>	<b>100.0000</b>
Public- Institutions	E-Voting	10,85,835	0	0	0	0	100.0000	0.0000
	Poll		0	0	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0	0	0	0.0000	0.0000
	<b>Total</b>		<b>10,85,835</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>
Public- Non Institutions	E-Voting	41,37,429	98,341	100.0000	98,341	0	100.0000	0.0002
	Poll		19,897	100.0000	19,897	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0	0	0	0.0000	0.0000
	<b>Total</b>		<b>41,37,429</b>	<b>1,18,238</b>	<b>100.0000</b>	<b>1,18,238</b>	<b>0</b>	<b>100.0000</b>
<b>Total</b>		<b>1,90,78,329</b>	<b>1,33,50,183</b>	<b>100.0000</b>	<b>1,33,50,183</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>



Resolution No.	4							
Resolution required: (Ordinary/ Special)	ORDINARY - Ratification of remuneration of Cost Auditors for the financial year 2018-19.							
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	1,38,55,065	1,32,31,945	100.0000	1,32,31,945	0	100.0000	0.0000
	Poll		0	0	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0	0	0	0.0000	0.0000
	<b>Total</b>		<b>1,38,55,065</b>	<b>1,32,31,945</b>	<b>100.0000</b>	<b>1,32,31,945</b>	<b>0</b>	<b>100.0000</b>
Public- Institutions	E-Voting	10,85,835	0	0	0	0	100.0000	0.0000
	Poll		0	0	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0	0	0	0.0000	0.0000
	<b>Total</b>		<b>10,85,835</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>
Public- Non Institutions	E-Voting	41,37,429	98,341	100.0000	98,341	0	100.0000	0.0002
	Poll		19,897	100.0000	19,897	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0	0	0	0.0000	0.0000
	<b>Total</b>		<b>41,37,429</b>	<b>1,18,238</b>	<b>100.0000</b>	<b>1,18,238</b>	<b>0</b>	<b>100.0000</b>
<b>Total</b>		<b>1,90,78,329</b>	<b>1,33,50,183</b>	<b>100.0000</b>	<b>1,33,50,183</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>



**CONSOLIDATED SCRUTINIZER'S REPORT**  
**(E-Voting & Poll)**

**[Pursuant to Sections 108 & 109 of the Companies Act, 2013 and  
Companies (Management and Administration) Rules, 2014 as amended]**

To,

**The Chairman,**

Of 45<sup>th</sup> Annual General Meeting of the Equity Shareholders of

**M/s. PANCHMAHAL STEEL LIMITED** held at

GIDC Industrial Estate,

Kalol - 389 330,

Dist. Panchmahal (Gujarat).

On Saturday, the 22<sup>nd</sup> September, 2018, at 10.00 a.m.

Dear Sir,

1. I, **Niraj Trivedi**, Practicing Company Secretary having C. P. No. 3123, have been appointed as a Scrutinizer by the Board of Directors of **M/s. Panchmahal Steel Limited** ("the Company") at their meeting held on 11<sup>th</sup> August, 2018, for the purpose of:

- (i). Scrutinizing the E-Voting process (Remote E-Voting) under the provisions of Section 108 of the Companies Act, 2013 ("The 2013 Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended ("Rule") and Regulation 44



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of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and;

- (ii). Poll through Polling Papers under the provisions of Section 109 of the 2013 Act read with Rule 21 of the Rule, on the resolutions contained in the Notice to the 45<sup>th</sup> Annual General Meeting (AGM) of the Equity Shareholders of the Company held on Saturday, the 22<sup>nd</sup> September, 2018, at 10.00 a.m.
2. The Management of the Company is responsible to ensure the compliance with the requirements of the 2013 Act and Rule relating to voting i.e. by Remote E-Voting and voting by Poll at the AGM for the resolutions contained in the Notice to the 45<sup>th</sup> AGM of the Equity Shareholders of the Company. My responsibility as a Scrutinizer for the process of voting through electronic means i.e. through Remote E-Voting and also through Poll at AGM is restricted to make a consolidated scrutinizer's report of votes cast "in favour" or "against" the resolutions stated in the Notice, based on the reports generated from the e-voting system provided by **Central Depository Services (India) Limited (CDSL)**, the agency authorized under the Rule and on voting by Poll at the AGM.
3. The Company had availed the Remote E-Voting facility provided by **Central Depository Services (India) Limited (CDSL)**, for conducting the Remote E-Voting by the shareholders of the Company. The Remote E-Voting period commenced at 9:00 a.m. on Wednesday, 19<sup>th</sup> September, 2018 and ended on 5:00 p.m. on Friday, 21<sup>st</sup> September, 2018. The Company had provided facilities of Remote E-Voting and Poll was also taken at the meeting by members to exercise their right to vote.



# CS NIRAJ TRIVEDI

B.Com, FCS, ACIS (U.K.), DLP, LLB (Spl.), PGDCL

Practicing Company Secretary

4. I, as a Scrutinizer for scrutinizing the entire voting process carried out by electronic means and by poll at the Annual General Meeting have issued two separate Scrutinizer's Reports both dated, 22<sup>nd</sup> September, 2018.
5. I submit herewith my Consolidated Scrutinizer's Report on the results of voting through electronic mode and voting through poll as under:-

Item No. of the Notice	Votes in Favour of the Resolution		Votes Against the Resolution		Invalid / abstained Votes
	Nos.	% of Total Number of Valid Votes cast (Favour and Against)	Nos.	% of Total Number of Valid Votes cast (Favour and Against)	Nos.
Item No. 1:  Ordinary Business:	1,33,50,183	100	0	0	0





# CS NIRAJ TRIVEDI

B.Com, FCS, ACIS (U.K.), DLP, LLB (Spl.), PGDCL

Practicing Company Secretary

<b>To receive, consider and adopt the Audited Standalone Financial Statements of the Company for the financial year ended 31<sup>st</sup> March, 2018 and the Reports of the Directors' and the Auditors' thereon.</b>					
<b>Item No. 2:  Ordinary Business:  To appoint a Director in place of Mr. Pradeep Sharma (DIN:</b>	<b>1,33,50,183</b>	<b>100</b>	<b>0</b>	<b>0</b>	<b>0</b>



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# CS NIRAJ TRIVEDI

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Practicing Company Secretary

00705862), who retires by rotation and being eligible, offers himself for re-appointment.					
Item No. 3:  Special Business:  Special Resolution:  Reappointment of Mr. Ashok Malhotra (DIN: 00120198) as Managing Director of the Company.	1,33,50,183	100	0	0	0



# CS NIRAJ TRIVEDI

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Practicing Company Secretary

<b>Item No. 4:</b>	<b>1,33,50,183</b>	<b>100</b>	<b>0</b>	<b>0</b>	<b>0</b>
<b>Special Business:</b>					
<b>Ordinary Resolution:</b>					
<b>Ratification of Remuneration of Cost Auditors for the financial year 2018 - 19</b>					

The invalid votes are not considered for the purpose of calculating the percentage.


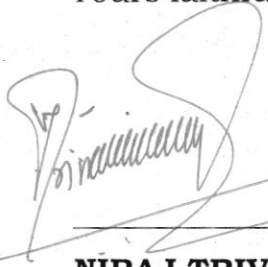


**CS NIRAJ TRIVEDI**  
B.Com, FCS, ACIS (U.K.), DLP, LLB (Spl.), PGDCL  
**Practicing Company Secretary**

6. The electronic data and all other relevant records relating to the e-voting is under my safe custody and will be handed over to the Company Secretary for preserving safely after the Chairman considers, approves and signs the minutes of the AGM.

Thanking You.

Yours faithfully,



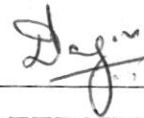
**NIRAJ TRIVEDI**  
**Practicing Company Secretary**  
**FCS - 3844 (C. P. No. 3123)**

**Date: 22<sup>nd</sup> September, 2018**

**Place: Vadodara**

Countersigned by:

**For, PANCHMAHAL STEEL LIMITED,**



**(DEEPAK NAGAR)**

**GM (LEGAL) & COMPANY SECRETARY**