Regd Office: Bikaner Building, 3<sup>rd</sup> Floor, 8/1, Lal Bazar Street, Kolkata - 700 001 Corporate Identity Number: #27181WB2691PLC138341

Phone: +91-33-2231 0050/51/52, Fax: +91-33-2230 0336

Corporate Identity Number: L27101WB2001PLC138341

Date: 23rd September, 2017

Sec/Steel/148

The Secretary BSE Limited New Trading Wing Rotunda Building, PJ Tower, Dalal Street, Mumbai- 400 001

The National Stock Exchange of India Limited Exchange Plaza, C-1, Block- "G" 5th Floor, Bandra Kurla Complex, Bandra East, Mumbai- 400 051

Dear Madam/Sir,

Subject: Voting Results of 16th Annual General Meeting of the Company under Regulation 44(3) of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015

In Compliance with the Regulation 44(3) of the Listing Regulations, please find enclosed the details of voting results in prescribed format of the business(es) transacted at the 33rd Annual General Meeting of the Company held on 22nd September, 2017 at Bhasha Bhawan, National Library Auditorium, at Belvedere Road, Kolkata-700 027. We are enclosing herewith the Consolidated Scrutinizer Report on Remote E-voting and Poll for your information and records.

Date of AGM	22nd September, 2017
Total number of shareholders on record date i.e 15th September, 2017	22,265
Total No. of shareholders present in the meeting either in person or through proxy:	489
Promoters and Promoter Group:	5
Public:	484
No. of shareholders attended the meeting through video conferencing: Promoters and Promoter Group Public	None

Resolution No. 1: To consider and adopt Annual Audited Financial Statements of the Company for the financial year ended 31st March, 2017 and the Reports of the Board of Directors and Auditors thereon.

Directors and Auditors to				Ordinary							
Resolution required- Ore	finary/Special					No	-0				
Whether Promoter/Pror	noter group are i	nterested in the	agenda/resolution	% of Votes polled	No. of Votes-	No. of Votes-	% of Votes in	% of Votes against on votes polled [7]=[(5)/(2)]*100			
Category	Mode of Voting	No. of Shares held (1)	No. of Votes Polled (2)	on outstanding shares (3)=[(2)/(1)]*100	in favour (4)	against (5)					
			42,543,440	100.0000	42,543,440	1000	100.0000	(*)			
Promoter and	E-voting	42543440	42,343,440			(40)					
Promoter Group	Poll				42,543,440	-	100.0000	>			
	Total		42,543,440		42,545,440		-				
Public Institutions	E-voting										
1 4000	Poll	414208		101113							
	Total		-			249	99.7791	0.2209			
Public-Non Institutions	-		112,700		112,451		100.0000				
Public-Non institutions	Poll	22576402	12,433,552	55.0732	12,433,552	4.74	-	0.0000			
			12,546,252	55.5724	12,546,003			0.0000			
	Total	65534050	55,089,692	84.0627	55,089,443	249	99.9995	0.000.			
Total		65534050						and being eligible offer			

Resolution No. 2: To appoint a Director in place of Mr. Varun Agarwal (DIN: 00441271), who retires by rotation at this Annual General Meeting and being eligible offers

himself for re-appointment.	Ordinary
Resolution required- Ordinary/Special	Yes
Whether Promoter/Promoter group are interested in the agenda/resolution	



Regd Office: Bikaner Building, 3<sup>rd</sup> Floor, 8/1, Lal Bazar Street, Kolkata - 700 001 Corporate Identity Number: U271611VB2001PLC133341

Phone: +91-33-2231 0050/51/52, Fax: +91-33-2230 0336

Corporate Identity Number: L27101WB2001PLC138341

Category	Mode of Voting	No. of Shares held (1)	No. of Votes Polled (2)	% of Votes polled on outstanding shares (3)=[(2)/(1)]*100	on outstanding in favour shares (4)		% of Votes in favour on votes polled (6)=[(4)/(2)]*1 00	% of Votes against on votes polled (7)=[(5)/(2)]*100
	Frietles		42,543,440	100.0000	42,543,440		100.0000	
	E-voting	42543440			-			
	Poll	42343440	42,543,440		42,543,440		100.0000	
Tana case son of section	Total		42,543,440		42,0			100
Public Institutions	E-voting							
	Poll	414208			-		-	50
	Total							0.3551
	-		112,660	0.4990	112,260	400		
Public-Non Institutions	-	22576402	12,433,552		12,433,552		100.0000	
and the second s	Poll	225/0402	The second secon		12,545,812		99,9968	0.0032
	Total		12,546,212					0.0007
Total		65534050	55,089,652	84.0626	55,089,252		The second second second	

Resolution 3: To ratify the appointment of statutory auditors and fix their remuneration and in this connection to consider and if thought fit, to pass with or without modification(s), the following resolution as an Ordinary Resolution:

"RESOLVED THAT pursuant to the provisions of Sections 139, 141, 142 and all other applicable provisions of the Companies Act, 2013 (the "Act") read with a Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactments thereof for the time being in force) and pursuant to the recommendation of the Audit Committee and the Board of Directors and the resolution passed by the members at the 13th Annual General Meeting (AGM), the appointment of M/s. S. K. Agrawal & Company, Chartered Accountants (Firm Registration No. 306033E), as the Statutory Auditors of the Company to hold office for a period of 5 (Five) years from the conclusion of the 13th AGM (FY – 2013-14) till the conclusion of the 18th AGM (FY-2018-19) of the Company, be and is hereby ratified, on such remuneration as may be determined by the Board of Directors based on the recommendation of the Audit Committee, and mutually agreed upon by the Statutory Auditors, in addition to the reimbursement of all out-of-pocket expenses in connection thereto."

	n te del					Ordinary	1				
Resolution required- Ord	finary/Special		A. formalistina	No							
Whether Promoter/Pror	noter group are	nterested in the	agenda/resolution	at different selled	No. of Votes-	No. of Votes-	% of Votes in	% of Votes against on votes polled (7)=[(5)/(2)]*100			
Category	Mode of Voting	No. of Shares held (1)	No. of Votes Polled (2)	% of Votes polled on outstanding shares (3)=[(2)/(1)]*100	in favour (4)	against (5)	favour on votes polled (6)=[(4)/(2)]*1 00				
			42,543,440	100.0000	42,543,440		100.0000				
	E-voting	42543440	42,349,149	- 1		+		-			
Promoter Group	Poll		40 543 440		42,543,440		100.0000				
	Total		42,543,440		42,510,710			-			
Public Institutions	E-voting				-			-01			
T done morning	Poll	414208			-	-					
	Total	1000000	-			-		0.2210			
	-		112,660	0.4990	112,411	249	-				
Public-Non Institutions	E-voting	22576402			12,433,552		100.0000	The second secon			
	Poll	22370402	12,546,212		12,545,963	249	99,9980				
	Total		22.22.22.22		-	1000000	99.9995	0.0005			
Total	Francisco -	65534050	55,089,652	84.0020	33,003,403						
					1.0	Casalal Borol	ution:				

Resolution No. 4: To consider and if thought fit, to pass, with or without modification(s), the following resolution as a Special Resolution:

"RESOLVED THAT pursuant to the provisions of Sections 196, 197, 198 and other applicable provisions, if any, of the Companies Act, 2013( the "Act") read with Schedule V and the Rules made thereunder (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), applicable clauses of Articles of Association of the Company and subject to any other approvals, if any, approval of the Company be and is hereby accorded to increase the remuneration of Mr. Varun Agrawal (DIN: 00441271), Managing Director of the Company, liable to retire by rotation, as set out in the Explanatory Statement annexed to this Notice with liberty to the Board of Directors (the "Board") to alter and vary the terms and conditions of the said appointment in such manner as may be mutually agreed between the Board and Mr. Varun Agrawal provided that such variation or increase, as the case may be, is within the overall limits as prescribed under Section 197 and/or Schedule V of the Act.

RESOLVED FURTHER THAT in absence or inadequacy of the profits in any financial year, Mr. Varun Agrawal shall be entitled to receive and be paid such remuneration as minimum remuneration as stated in the Explanatory Statement, subject to the necessary approvals/ceilings as specified under Schedule V of theActand payment of such minimum remuneration shall not be for more than three years or for such years in which such inadequacy arises, whichever is less.

RESOLVED FURTHER THAT anyDirectors and/or Company Secretary of the Company, be and are hereby authorised to do all such acts and take all such steps as may be considered necessary, proper and expedient to give effect to this Resolution."

	Special	
Resolution required- Ordinary/Special	Yes	
Whether Promoter/Promoter group are interested in the agenda/resolution		



Regd Office: Bikaner Building, 3<sup>rd</sup> Floor, 8/1, Lal Bazar Street, Kolkata - 700 001 Corporate Identity Number: <del>U27101WB2881PLC138341</del>

Phone: +91-33-2231 0050/51/52, Fax: +91-33-2230 0336

Corporate Identity Number: L27101WB2001PLC138341

Category	Mode of Voting	No. of Shares held (1)	10.00	% of Votes polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes- in favour (4)	(5)		% of Votes against on votes polled (7)=[(5)/(2)]*100
			42,543,440	100.0000	42,543,440		100.0000	
Promoter and Promoter Group	E-voting	40547440	42,545,446		-			
	Poll	42543440	42.542.440		42,543,440		100.0000	
	Total		42,543,440		42,0 10,1	-	-	
Public Institutions	E-voting				-			(J#1)
	Poll	414208		-				
	Total			0.4094	112,260	264	99.7654	0.2346
Public-Non Institutions	E-voting		112,524				100.0000	
Public-Non matrice.	Poll	22576402	12,433,552					
			12,546,076	55.5716				
Total	Total	65534050	55,089,516	84.0624	55,089,252	264	99.9995	0.000

Resolution 5: To consider, and if thought fit, to pass, with or without modification(s), the following resolution as a Special Resolution:

"RESOLVED THAT pursuant to the provisions of Sections 196, 197, 198 and other applicable provisions, if any, of the Companies Act, 2013 (the "Act") read with Schedule V and the Rules made thereunder (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), applicable clauses of Articles of Association of the Company and subject to any other approvals, if any, approval of the Company be and is hereby accorded to increase the remuneration of Mr. Vineet Agrawal (DIN: 00441223), Whole-time Director of the Company designated as Chief Executive Officer(CEO), liable to retire by rotation, as set out in the Explanatory Statement annexed to this Notice with liberty to the Board of Directors (the "Board") to alter and vary the terms and conditions of the said appointment in such manner as may be mutually agreed between the Board and Mr. Vineet Agrawal provided that such variation or increase, as the case may be, is within the overall limits as prescribed under Section 197 and/or Schedule V of the Act.

RESOLVED FURTHER THAT in absence or inadequacy of the profits in any financial year, Mr. Vineet Agrawal shall be entitled to receive and be paid such remuneration as minimum remuneration as stated in the Explanatory Statement, subject to the necessary approvals/ceilings as specified under Schedule V of the Actand payment of such minimum remuneration shall not be for more than three years or for such years in which such inadequacy arises, whichever is less.

RESOLVED FURTHER THAT any Director and/or Company Secretary of the Company, be and are hereby authorised to do all such acts and to take all such steps as may be considered necessary, proper and expedient to give effect to this Resolution."

						Special		
tesolution required- Ord	linary/Special					They are		
Whether Promoter/Pror	noter group are	interested in the	agenda/resolution		No. of Votes- No. of Votes-		% of Votes in	% of Votes against on
Category	Mode of Voting	No. of Shares held (1)	NO. Of Votes Polico (a)	% of Votes polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes- in favour (4)	against (5)	favour on	votes polled (7)=[(5)/(2)]*100
			42,543,440	100,0000	42,543,440		100.0000	
Promoter and	E-voting	42543440		100.500	-			*
Promoter Group	Poll				42,543,440		100.0000	
	Total		42,543,440		12,0			
Public Institutions	E-voting					- 2		
r done motivation	Poll	414208	14					
	Total				442.240	100	99,6272	0.3728
Public-Non Institutions			112,660		112,240		100.0000	
Public-Non institutions	Poll	22576402	12,433,552	55.0732				0.0033
	-	-	12,546,212	55.5722	12,545,792		-	0.0000
	Total	65534050	## 000 CE		55,089,232	420	99.9992	U.Made
Total		05534030	33,003,00					

Resolution 6: To consider, and if thought fit, to pass, with or without modification(s), the following resolution as an Ordinary Resolution:

"RESOLVED THAT pursuant to the provisions of Section 148 and other applicable provisions, if any, of the Companies Act, 2013 (the "Act") and the Rules framed thereunder (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) M/s B. Mukhopadhyay & Co., Cost Accountants, (Firm Registration No. 000257) the Cost Auditors appointed by the Board of Directors of the Company, in its meeting held on 19th May 2017, to conduct the audit of the cost records of the Company for the financial year ending 31st March, 2018, be paid a remuneration as may be decided by the Board of Directors based on the recommendation of Audit Committee and mutually decided between the Managing Director and the Cost Auditor in addition to reimbursement of out of pocket expenses incurred for conducting such audit.

audit.

RESOLVED FURTHER THAT any Director and/or Company Secretary of the Company be and are hereby authorized to do all acts and take all such steps as may be considered necessary, proper or expedient to give effect to this resolution."



Regd Office: Bikaner Building, 3<sup>rd</sup> Floor, 8/1, Lal Bazar Street, Kolkata - 700 001 Corporate Identity Number: <del>U27101WB2001PLC138341</del> Phone: +91-33-2231 0050/51/52, Fax: +91-33-2230 0336

Corporate Identity Number: L27101WB2001PLC138341

and the solut			Ordinary							
nary/Special	a constant to the	agenda/resolution	No							
Mode of Voting	No. of Shares held (1)	No. of Votes Polled (2)	on outstanding shares	No. of Votes- in favour (4)	No. of Votes- against (5)	favour on	% of Votes against on votes polled [7]=[(5)/(2)]*100			
Funting		42.543,440	100.0000	42,543,440		100.0000				
	42543440									
A CALL TO SERVICE STATE OF THE	42545410	42 543 440		42,543,440	-	100.0000				
ACCOUNT OF THE PARTY OF T				-	-					
E-voting										
Poll	414208		-							
Total		-		112 421	240	99 7790	0.2210			
E-voting					243					
Poll	22576402	12,433,552	100000000000000000000000000000000000000		-	-	0.0020			
		12,546,212	55.5722	12,545,963						
1010	65534050	55,089,652	84.0626	55,089,403	249	99.9995	0.0005			
	E-voting Poll Total E-voting Poll Total Total Total	E-voting Poll 414208 Total E-voting Poll 22576402 Total Total E-voting Poll 22576402	No. of Votes Polled (2)   No. of Votes Polled (2)	No. of Shares held (1)   No. of Votes Polled (2)   % of Votes polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes polled (2)   No. of Votes polled (3)   No. of Votes polled (4)   No. of Votes polled (5)   No. of Votes polled (6)   No. of Votes polled (7)   No. of Votes polled (8)   No. of Votes polled (9)   No. of Votes polled (1)   No. of Votes pol	No. of Votes   No.	No. of Votes   No.			

Thanking you, Yours faithfully,

For Manaksia Steels Limited

Ajay Sharma

Company Secretary Membership No. : A34079

1/26, Ganpat Rai Khemka Lane, Liluah, Howrah – 711 204

Practising Company Secretaries

1006-1009, Krishna Building, 224 A.J.C. Bose Road
Kolkata – 700 017, India
Phone: +91 – 33 – 2281 7715 | 1276 | 3742
email: vinod@vinodkothari.com
Web: www.vinodkothari.com
www.india-financing.com
Unique Code – P1996WB042300
PAN No - AAMFV6726E
GSTIN No. - 19AAMFV6726E1ZR
Udyog Aadhaar Number – WB10D0000448

To,
The Chairman,
Manaksia Steels Limited
Bikaner Building,
8/1, Lal Bazar Street, Bikaner Building
Kolkata - 700 001, India

Re: Consolidated Report of Scrutinizer for 16<sup>th</sup> Annual General Meeting of the Shareholders of Manaksia Steels Limited (hereinafter referred to as "Company") held at Bhasha Bhawan, National Library Auditorium, near Alipore zoo at Belvedere Road, Kolkata - 700 027, on Friday, 22<sup>nd</sup> September, 2017 at 12. 30 P.M.

Dear Sir,

In terms of authority of the board resolution 17<sup>th</sup> July, 2017,the Company has appointed the undersigned, Arun Kumar Maitra, Partner at Vinod Kothari & Company, Practising Company Secretaries, having its office at 1006-1009 Krishna Building, 224 A.J.C. Bose Road, Kolkata-700017, as the scrutinizer for the purpose of the voting process on the below mentioned resolution(s) at the 16<sup>th</sup> Annual General Meeting of the Company, held at Bhasha Bhawan, National Library Auditorium, near Alipore zoo at Belvedere Road, Kolkata - 700 027, on Friday, 22<sup>nd</sup> September, 2017 at 12.30 P.M.

We have separately, on even date, given our report for the results of the polling process carried at the Meeting, as required by Section 109 of the Companies Act, 2013. This consolidated report is to be read along with the other report.

We hereby submit our Consolidated Report as under:

1) The results of the voting on each resolution by adding the votes of the poll in favour or against a resolution with the remote e-voting in favour or against the same resolution are as under:

Mumbai Office: 403-406, 175 Shreyas Chambers, D. N. Road, Fort, Mumbai-400 001, Ph - 022

22614021; 022 30447498

Practising Company Secretaries 1006-1009, Krishna Building, 224 A.J.C. Bose Road Kolkata – 700 017, India Phone: +91 – 33 – 2281 7715 | 1276 | 3742

email: vinod@vinodkothari.com Web: www.vinodkothari.com www.india-financing.com

Unique Code - P1996WB042300 PAN No - AAMFV6726E

GSTIN No. - 19AAMFV6726E1ZR Udyog Aadhaar Number – WB10D0000448

Resolution No.	Vo	otes in favou	ır	Vote	es agair	ıst	Invalid votes		
	No. of members who voted	No. of votes cast	% of total no. of valid votes cast	No. of members who voted	No. of votes cast	% of total no. of valid votes cast	No. of members who voted	No. of votes	
No.01	132	55089443	99.9995	7	249	0.0005	7	1404	
No.02	128	55089252	99.9993	10	400	0.0007	7	1404	
No.03	131	55089403	99.9995	7	249	0.0005	7	1404	
No.04	128	55089252	99.9995	9	264	0.0005	7	1404	
No.05	127	55089232	99.9992	11	420	0.0008	7	1404	
No. 06	131	55089403	99.9995	7	249	0.0005	7	1404	

Mumbai Office: 403-406, 175 Shreyas Chambers, D. N. Road, Fort, Mumbai-400 001, Ph - 022 22614021; 022 30447498



Practising Company Secretaries

1006-1009, Krishna Building, 224 A.J.C. Bose Road
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www.india-financing.com
Unique Code – P1996WB042300
PAN No - AAMFV6726E
GSTIN No. - 19AAMFV6726E1ZR

Udyog Aadhaar Number - WB10D0000448

2) The consolidated result of the remote e-voting and the poll on the matter put to vote at the  $16^{th}$  Annual General Meeting is as under:

Resolution No. 1: To consider and adopt Annual Audited Financial Statements of the Company for the financial year ended 31st March, 2017 and the Reports of the Board of Directors and Auditors thereon;

Resolution re	quired:		Ordinary					
Whether promoter/ promoter group are interested in the agenda/resolution?		No						
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares  (3)=[(2)/(1)]* 100	No. of Votes - in favour	No. of Votes – against	% of Votes in favour on votes polled  (6)=[(4)/(2)]* 100	% of Votes against on votes polled  (7)=[(5)/(2)]*
Promoter	E- Voting	42543440	42543440	100.0000	42543440	0	100.0000	0.0000
and Promoter	Poll	42545440	0	0.0000	0	0	0.0000	0.0000
Group	Total		42543440	100.0000	42543440	0	100.0000	0.0000
Public-	E- Voting	414208	0	0.0000	0	0	0.0000	0.0000
Institutions	Poll	11,200	0	0.0000	0	0	0.0000	0.0000
	Total	50	0	0.0000	0	0	0.0000	0.0000
Public-Non	E- Voting	22576402	112700	0.4992	112451	249	99.7791	0.2209
Institutions	Poll		12433552	55.0732	12433552	0	100.0000	0.0000
	Total		12546252	55.5724	12546003	249	99.9980	0.0020
Total		65534050	55089692	84.0627	55089443	249	99.9995	0.0005

Mumbai Office: 403-406, 175 Shreyas Chambers, D. N. Road, Fort, Mumbai-400 001, Ph – 022 22614021; 022 30447498



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www.india-financing.com
Unique Code – P1996WB042300
PAN No - AAMFV6726E
GSTIN No. - 19AAMFV6726E1ZR
Udyog Aadhaar Number – WB10D0000448

Resolution No. 2: To appoint a Director in place of Mr. Varun Agarwal (DIN: 00441271), who retires by rotation at this Annual General Meeting and being eligible offers himself for re-appointment

Resolution re	equired:		Ordinary					
group are int	Whether promoter/ promoter group are interested in the agenda/resolution?		No					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares  (3)=[(2)/(1)]* 100	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled  (6)=[(4)/(2)]* 100	% of Votes against on votes polled  (7)=[(5)/(2)]*
Promoter and	E- Voting	42543440	42543440	100.0000	42543440	0	100.0000	0.0000
Promoter	Poll		0	0.0000	0	0	0.0000	0.0000
Group	Total		42543440	100.0000	42543440	0	100.0000	0.0000
Public-	E- Voting	414208	0	0.0000	0	0	0.0000	0.0000
Institutions	Poll		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public-Non	E- Voting	22576402	112660	0.4990	112260	400	99.6449	0.3551
Institutions	Poll		12433552	55.0732	12433552	0	100.0000	0.0000
	Total		12546212	55.5722	12545812	400	99.9968	0.0032
Total		65534050	55089652	84.0626	55089252	400	99.9993	0.0007

Mumbai Office: 403-406, 175 Shreyas Chambers, D. N. Road, Fort, Mumbai-400 001, Ph – 022 22614021; 022 30447498



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www.india-financing.com
Unique Code – P1996WB042300
PAN No - AAMFV6726E
GSTIN No. - 19AAMFV6726E1ZR
Udyog Aadhaar Number – WB10D0000448

Resolution 3: To ratify the appointment of statutory auditors and fix their remuneration and in this connection to consider and if thought fit, to pass with or without modification(s), the following resolution as an Ordinary Resolution:

"RESOLVED THAT pursuant to the provisions of Sections 139, 141, 142 and all other applicable provisions of the Companies Act, 2013 (the "Act") read with a Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or reenactments thereof for the time being in force) and pursuant to the recommendation of the Audit Committee and the Board of Directors and the resolution passed by the members at the 13th Annual General Meeting (AGM), the appointment of M/s. S. K. Agrawal & Company, Chartered Accountants (Firm Registration No. 306033E), as the Statutory Auditors of the Company to hold office for a period of 5 (Five) years from the conclusion of the 13th AGM (FY – 2013-14) till the conclusion of the 18th AGM (FY-2018-19) of the Company, be and is hereby ratified, on such remuneration as may be determined by the Board of Directors based on the recommendation of the Audit Committee, and mutually agreed upon by the Statutory Auditors, in addition to the reimbursement of all out-of-pocket expenses in connection thereto."

Mumbai Office: 403-406, 175 Shreyas Chambers, D. N. Road, Fort, Mumbai-400 001, Ph – 022 22614021; 022 30447498



Practising Company Secretaries

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Kolkata – 700 017, India Phone: +91 – 33 – 2281 7715 | 1276 | 3742

email: vinod@vinodkothari.com

Web: www.vinodkothari.com www.india-financing.com

Www.india-financing.com Unique Code – P1996WB042300

PAN No - AAMFV6726E

Unique Code P1996WB042300

9 Company

GSTIN No. - 19AAMFV6726E1ZR Udyog Aadhaar Number – WB10D0000448

Resolution required:		Ordinary								
Whether promoter/ promoter group are interested in the agenda/resolution?			No							
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares  (3)=[(2)/(1)]*	No. of Votes - in favour	No. of Votes – against	% of Votes in favour on votes polled  (6)=[(4)/(2)]*	% of Votes against on votes polled (7)=[(5)/(2)]*		
				100			100	100		
Promoter and Promoter Group	E- Voting	42543440	42543440	100.0000	42543440	0	100.0000	0.0000		
	Poll		0	0.0000	0	0	0.0000	0.0000		
	Total		42543440	100.0000	42543440	0	100.0000	0.0000		
Public- Institutions	E- Voting	414208	0	0.0000	0	0	0.0000	0.0000		
	Poll		0	0.0000	0	0	0.0000	0.0000		
	Total		0	0.0000	0	0	0.0000	0.0000		
Public-Non Institutions	E- Voting	22576402	112660	0.4990	112411	249	99.7790	0.2210		
	Poll		12433552	55.0732	12433552	0	100.0000	0.0000		
	Total		12546212	55.5722	12545963	249	99.9980	0.0020		
Total		65534050	55089652	84.0626	55089403	249	99.9995	0.0005		

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www.india-financing.com
Unique Code – P1996WB042300
PAN No - AAMFV6726E
GSTIN No. - 19AAMFV6726E1ZR
Udyog Aadhaar Number – WB10D0000448

Resolution No. 4: To consider and if thought fit, to pass, with or without modification(s), the following resolution as a Special Resolution:

"RESOLVED THAT pursuant to the provisions of Sections 196, 197, 198 and other applicable provisions, if any, of the Companies Act, 2013( the "Act") read with Schedule V and the Rules made thereunder (including any statutory modification(s) or reenactment(s) thereof for the time being in force), applicable clauses of Articles of Association of the Company and subject to any other approvals, if any, approval of the Company be and is hereby accorded to increase the remuneration of Mr. Varun Agrawal (DIN: 00441271), Managing Director of the Company, liable to retire by rotation, as set out in the Explanatory Statement annexed to this Notice with liberty to the Board of Directors (the "Board") to alter and vary the terms and conditions of the said appointment in such manner as may be mutually agreed between the Board and Mr. Varun Agrawal provided that such variation or increase, as the case may be, is within the overall limits as prescribed under Section 197 and/or Schedule V of the Act.

**RESOLVED FURTHER THAT** in absence or inadequacy of the profits in any financial year, Mr. Varun Agrawal shall be entitled to receive and be paid such remuneration as minimum remuneration as stated in the Explanatory Statement, subject to the necessary approvals/ceilings as specified under Schedule V of the Act and payment of such minimum remuneration shall not be for more than three years or for such years in which such inadequacy arises, whichever is less.

**RESOLVED FURTHER THAT** any Directors and/or Company Secretary of the Company, be and are hereby authorised to do all such acts and take all such steps as may be considered necessary, proper and expedient to give effect to this Resolution."

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PAN No - AAMFV6726E

GSTIN No. - 19AAMFV6726E1ZR

Udyog Aadhaar Number - WB10D0000448

Resolution required:			Special							
Whether promoter/ promoter group are interested in the agenda/resolution?			Yes							
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares  (3)=[(2)/(1)]* 100	No. of Votes – in favour	No. of Votes – against	% of Votes in favour on votes polled  (6)=[(4)/(2)]*	% of Votes against on votes polled  (7)=[(5)/(2)] <sup>3</sup>		
Promoter and Promoter Group	E-	42543440	42543440	100.0000	42542440			100		
	Voting		42343440	100.0000	42543440	0	100.0000	0.0000		
	Poll		0	0.0000	0	0	0.0000	0.0000		
	Total		42543440	100.0000	42543440	0	100.0000	0.0000		
Public- Institutions	E- Voting	414208	0	0.0000	0	0	0.0000	0.0000		
	Poll		0	0.0000	0	0	0.0000	0.0000		
	Total		0	0.0000	0	0		0.0000		
Public-Non Institutions	E- Voting	22576402	112524	0.4984	112260	264	<b>0.0000</b> 99.7654	0.0000 0.2346		
	Poll		12433552	55.0732	12433552	0	100.0000	0.0000		
	Total		12546076	55.5716	12545812	264	99.9979	0.0000		
Total		65534050	55089516	84.0624	55089252	264	99.9995	0.0021		
					33003232	204	99.9995	0.0005		

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Resolution 5: To consider, and if thought fit, to pass, with or without modification(s), the following resolution as a Special Resolution:

"RESOLVED THAT pursuant to the provisions of Sections 196, 197, 198 and other applicable provisions, if any, of the Companies Act, 2013 (the "Act") read with Schedule V and the Rules made thereunder (including any statutory modification(s) or reenactment(s) thereof for the time being in force), applicable clauses of Articles of Association of the Company and subject to any other approvals, if any, approval of the Company be and is hereby accorded to increase the remuneration of Mr. Vineet Agrawal (DIN: 00441223), Whole-time Director of the Company designated as Chief Executive Officer(CEO), liable to retire by rotation, as set out in the Explanatory Statement annexed to this Notice with liberty to the Board of Directors (the "Board") to alter and vary the terms and conditions of the said appointment in such manner as may be mutually agreed between the Board and Mr. Vineet Agrawal provided that such variation or increase, as the case may be, is within the overall limits as prescribed under Section 197 and/or Schedule V of the Act.

RESOLVED FURTHER THAT in absence or inadequacy of the profits in any financial year, Mr. Vineet Agrawal shall be entitled to receive and be paid such remuneration as minimum remuneration as stated in the Explanatory Statement, subject to the necessary approvals/ceilings as specified under Schedule V of the Act and payment of such minimum remuneration shall not be for more than three years or for such years in which such inadequacy arises, whichever is less.

RESOLVED FURTHER THAT any Director and/or Company Secretary of the Company, be and are hereby authorised to do all such acts and to take all such steps as may be considered necessary, proper and expedient to give effect to this Resolution."

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GSTIN No. - 19AAMFV6726E1ZR
Udyog Aadhaar Number – WB10D0000448

Resolution required:			Special No							
Whether promoter/ promoter group are interested in the agenda/resolution?										
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes - in favour	No. of Votes – against	% of Votes in favour on votes polled	% of Votes against on votes polled		
			(2)	(3)=[(2)/(1)]* 100	(4)	(5)	(6)=[(4)/(2)]* 100	(7)=[(5)/(2)]* 100		
Promoter and Promoter Group	E- Voting	42543440	42543440	100.0000	42543440	0	100.0000	0.0000		
	Poll		0	0.0000	0	0	0.0000	0.0000		
	Total		42543440	100.0000	42543440	0	100.0000	0.0000		
Public- Institutions	E- Voting	414208	0	0.0000	0	0	0.0000	0.0000		
	Poll		0	0.0000	0	0	0.0000	0.0000		
	Total		0	0.0000	0	0	0.0000	0.0000		
Public-Non Institutions	E- Voting	22576402	112660	0.4990	112240	420	99.6272	0.3728		
	Poll		12433552	55.0732	12433552	0	100.0000	0.0000		
	Total		12546212	55.5722	12545792	420	99.9967	0.0033		
Total		65534050	55089652	84.0626	55089232	420	99.9992	0.0008		

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Udyog Aadhaar Number - WB10D0000448

Resolution 6: To consider, and if thought fit, to pass, with or without modification(s), the following resolution as an Ordinary Resolution:

"RESOLVED THAT pursuant to the provisions of Section 148 and other applicable provisions, if any, of the Companies Act, 2013 (the "Act") and the Rules framed thereunder (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) M/s B. Mukhopadhyay & Co., Cost Accountants, (Firm Registration No. 000257) the Cost Auditors appointed by the Board of Directors of the Company, in its meeting held on 19th May 2017, to conduct the audit of the cost records of the Company for the financial year ending 31st March, 2018, be paid a remuneration as may be decided by the Board of Directors based on the recommendation of Audit Committee and mutually decided between the Managing Director and the Cost Auditor in addition to reimbursement of out of pocket expenses incurred for conducting such audit.

**RESOLVED FURTHER THAT** any Director and/or Company Secretary of the Company be and are hereby authorized to do all acts and take all such steps as may be considered necessary, proper or expedient to give effect to this resolution."

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PAN No - AAMFV6726E

GSTIN No. - 19AAMFV6726E1ZR

Udyog Aadhaar Number – WB10D0000448

Resolution required:			Ordinary No							
Whether promoter/ promoter group are interested in the agenda/resolution?										
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstandi ng shares  (3)=[(2)/ (1)]* 100	No. of Votes - in favour	No. of Vote s - agai nst	% of Votes in favour on votes polled  (6)=[(4)/(2)]* 100	% of Votes against on votes polled  (7)=[(5)/(2)]* 100		
					(4)					
Promoter and Promoter Group	E- Voting	42543440	42543440	100.0000	42543440	0	100.0000	0.0000		
	Poll		0	0.0000	0	0	0.0000	0.0000		
	Total		42543440	100.0000	42543440	0	100.0000	0.0000		
Public- Institutio ns	E- Voting	414208	0	0.0000	0	0	0.0000	0.0000		
	Poll		0	0.0000	0	0	0.0000	0.0000		
	Total		0	0.0000	0	0	0.0000	0.0000		
Public- Non Institutio ns	E- Voting	22576402	112660	0.4990	112411	249	99.7790	0.2210		
	Poll		12433552	55.0732	12433552	0	100.0000	0.0000		
	Total		12546212	55.5722	12545963	249	99.9980	0.0020		
Total		65534050	55089652	84.0626	55089403	249	99.9995	0.0005		

**Note:** For the purpose of this report, we have relied upon the figures provided by the RTA. Further, invalid votes/poling papers have not been taken into account for counting valid votes.

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All the above resolutions are passed with requisite majority.

3) The details of the remote e-voting, polling process and all other relevant records such as authorizations and proxy papers will be sealed and handed over to the Company Secretary/Authorised Representative authorized by the Board for safe keeping.

Unique Code

996WB042300

Place: Kolkata

Date: 24th September, 2017

For Vinod Kothari &Company Practising Company Secretaries

> Arun Kumar Maitra Partner

CP No.:14490