RMG ALLOY STEEL LIMITED

July 26, 2019

To, BSE Ltd. (Scrip Code-500365) Listing Department, P. J. Towers, Dalal Street, Mumbai – 400 001

Sub: Voting Results of the 37th Annual General Meeting pursuant to Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 alongwith the Scrutinizer's Report.

Dear Sirs/ Madam,

Pursuant to Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Regulations) read with SEBI Circular No. CIR/CFD/CMD/8/2015 dated November 04, 2015 and other relevant provisions, if any, of the Regulations, we are enclosing herewith the details of the Voting (including E-voting) Results declared on July 26, 2019 alongwith the Scrutinizer's Report dated July 26, 2019 on e-voting and voting through ballot paper at the 37th Annual General Meeting in respect of the resolutions stated in the Notice dated June 18, 2019.

Please note that for the purpose of disclosure, invalid votes have not been considered.

This is for your reference and record. Kindly acknowledge the receipt of the same.

Yours Faithfully, For RMG Alloy Steel Limited

Rashmi Mamtura Company Secretary F-8658

Encl: As above





Certificate No. 20004218 TS09 IS0/TS 16849:2008 Certificate No. 20004218 0M08 IS0 9001:2008 CIN L27100GJ1993PLC020358 Corporate Office : B/9 Trade World, Kamala Mills Compound, Senapati Bapat Marg, Lower Parel (West), Mumbai - 400013 Tel. : +91 22661 35983 Fax : +91 2224908020 www.rmgalloysteel.com

Registered Office & Works : Plot No.1, G.I.D.C. Industrial Estate Jhagadia-Valia Road, Jhagadia Dist. Bharuch - 393 110. Gujarat. (INDIA) Tel. : +91-2645 - 226743

General information about company						
Scrip code	500365					
NSE Symbol	NA					
MSEI Symbol	NA					
ISIN	INE731F01037					
Name of the company	RMG Alloy Steel Limited					
Type of meeting	AGM					
Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot)	26-07-2019					
Start time of the meeting	9:00 AM					
End time of the meeting	10:25 AM					

Scrutinizer Details						
Name of the Scrutinizer	Mihen Halani					
Firms Name	M/s Mihen Halani & Associates					
Qualification	CS					
Membership Number	9926					
Date of Board Meeting in which appointed	15-05-2019					
Date of Issuance of Report to the company	26-07-2019					

Voting results						
Record date	19-07-2019					
Total number of shareholders on record date	80054					
No. of shareholders present in the meeting either in person or through prox	y					
a) Promoters and Promoter group						
b) Public	31					
No. of shareholders attended the meeting through video conferencing						
a) Promoters and Promoter group	0					
b) Public	0					
No. of resolution passed in the meeting	9					
Disclosure of notes on voting results						

				Resolution(1)			
Resolution required: (Ordinary / Special)				Ordinary		- and a second		
Whether promoter/promoter group are interested in the agenda/resolution?			No					
Description of resolution considered			Approval of Audited Financial Statements for the financial year ended March 31, 2019 and reports of the Board and Auditors thereon.				ar ended March	
Category	Mode of	No. of	No. of votes	% of Votes polled on outstanding	No. of votes – in	No. of votes –	% of votes in favour on votes	% of Votes against on votes

e:///C]/Users/mu24383/Desktop/Meetings/FY%2019-20/general%20meetings/AGM/scrutinizers%20report/voting%20results%2026.07.2019.html[26-07-2019 14:07:58]

	voting	shares held	polled	shares	favour	against	polled	polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
	E-Voting		0	0	0	0	0	0
Deservation and	Poll		207462034	100	207462034	0	100	0
Promoter and Promoter Group	Postal Ballot (if applicable)	207462034	0	0	0	0	0	0
	Total	207462034	207462034	100	207462034	0	100	0
	E-Voting		0	0	0	0	0	0
	Poll	40651	0	0	0	0	0	0
Public- Institutions	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	40651	0	0	0	0	0	0
	E-Voting		304	0.0001	304	0	100	0
	Poll		2516006	1.2061	2516006	0	100	0
Public- Non Institutions	Postal Ballot (if applicable)	208606479	0	0	0	0	0	0
	Total	208606479	2516310	1.2062	2516310	0	100	0
	Total	416109164	209978344	50.4623	209978344	0	100	0
	C.S. Constant			Whether re	solution is Pa	iss or Not.	Yes	The second second
Part Contraction		and the second second		Disclosur	e of notes on	resolution		

Details of Invalid Votes						
Category	No. of Votes					
Promoter and Promoter Group						
Public Insitutions						
Public - Non Insitutions						

				Resolution(2)				
Resolution required: (Ordinary / Special)				Ordinary No					
Whether promoter/promoter group are interested in the agenda/resolution?									
Description of	resolution cons	sidered		Re-appointment of rotation.	Mr. Prakash	Tatia (DIN	l: 06559106) who is	retiring by	
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	
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100	
	E-Voting		0	0	0	0	0	0	
	Poll		207462034	100	207462034	0	100	0	
Promoter and Promoter Group	Postal Ballot (if applicable)	207462034	0	0	0	0	0	0	
	Total	207462034	207462034	100	207462034	0	100	0	

(1)

03

e:///Cl/Users/mu24383/Desktop/Meetings/FY%2019-20/general%20meetings/AGM/scrutinizers%20report/voting%20results%2026.07.2019.html[26-07-2019 14:07:58]

	E-Voting		0	0	0	0	0	0
	Poll		0	0	0	0	0	0
Institutions (if	Postal Ballot (if applicable)	40651	0	0	0	0	0	0
	Total	40651	0	0	0	0	0	0
Public- Non Institutions	E-Voting	208606479	304	0.0001	224	80	73.6842	26.3158
	Poll		2516006	1.2061	2492914	23092	99.0822	0.9178
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	208606479	2516310	1.2062	2493138	23172	99.0791	0.9209
	Total	416109164	209978344	50.4623	209955172	23172	99.989	0.011
				Wheth	er resolution is Pa	ass or Not.	Yes	
				Disc	osure of notes on	resolution		

Details of Invalid Votes						
Category	No. of Votes					
Promoter and Promoter Group						
Public Insitutions						
Public - Non Institutions						

				Resolution(3	3)			
Resolution required: (Ordinary / Special)			Ordinary					
Whether prom the agenda/res	oter/promoter golution?	group are inte	rested in	No				
Description of	resolution con	sidered		Ratification of appo	pintment of P	athak H.D.	& Associates, Stat	utory Auditors.
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
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	207462034	0	0	0	0	0	0
	Poll		207462034	100	207462034	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	207462034	207462034	100	207462034	0	100	0
	E-Voting		0	0	0	0	0	0
	Poll		0	0	0	0	0	0
Public- Institutions	Postal Ballot (if applicable)	40651	0	0	0	0	0	0
	Total	40651	0	0	0	0	0	0
	E-Voting		304	0.0001	224	80	73.6842	26.3158
Public- Non	Poll	208606479	2516006	1.2061	2492914	23092	99.0822	0.9178

e:///C//Users/mu24383/Desktop/Meetings/FY%2019-20/general%20meetings/AGM/scrutinizers%20report/voting%20results%2026.07.2019.html[26-07-2019 14:07:5

0E

Institutions	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	208606479	2516310	1.2062	2493138	23172	99.0791	0.9209
	Total	416109164	209978344	50.4623	209955172	23172	99.989	0.011
				Whether r	esolution is Pa	ass or Not.	Yes	
				Disclosu	re of notes on	resolution		

Details of Invalid Votes						
Category	No. of Votes					
Promoter and Promoter Group						
Public Institutions						
Public - Non Insitutions						

				Resolution(4	l)					
Resolution req	uired: (Ordinai	y / Special)		Ordinary						
Whether prom the agenda/res	oter/promoter g olution?	group are inte	rested in	No						
Description of	resolution con-	sidered		Ratification of rem	uneration pay	able to the	Cost Auditor.			
Category Mode of No. of N voting shares held V		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			
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100		
	E-Voting		0	0	0	0	0	0		
	Poll		207462034	100	207462034	0	100	0		
Promoter and Promoter Group	Postal Ballot (if applicable)	207462034	0	0	0	0	0	0		
	Total	207462034	207462034	100	207462034	0	100	0		
	E-Voting	40651	0	0	0	0	0	0		
	Poll		0	0	0	0	0	0		
Public- Institutions	Postal Ballot (if applicable)		0	0	0	0	0	0		
	Total	40651	0	0	0	0	0	0		
	E-Voting		304	0.0001	224	80	73.6842	26.3158		
	Poll		2516006	1.2061	2516006	0	100	0		
Public - Non Institutions	Postal Ballot (if applicable)	208606479	0	0	0	0	0	0		
	Total	208606479	2516310	1.2062	2516230	80	99.9968	0.0032		
	Total	416109164	209978344	50.4623	209978264	80	100	0		
	Star Star			Whether re	solution is Pa	ass or Not.	Yes			
all in the				Disclosur	e of notes on	resolution				

e:///C//Users/mu24383/Desktop/Meetings/FY%2019-20/general%20meetings/AGM/scrutinizers%20report/voting%20results%2026.07.2019.html[26-07-2019 14:07

CED

Details of Invalid Votes							
Category	No. of Votes						
Promoter and Promoter Group							
Public Institutions							
Public - Non Insitutions							

				Resolution(5	5)			
Resolution required: (Ordinary / Special)			Special					
Whether prom the agenda/res	oter/promoter § olution?	group are inte	rested in	No				
Description of resolution considered			Re- Appointment of for second term.	of Mr. Atul D	esai (DIN:	00019443) as Inder	endent Director	
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
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
	E-Voting		0	0	0	0	0	0
	Poll		207462034	100	207462034	0	100	0
Promoter and Promoter Group	Postal Ballot (if applicable)	207462034	0	0	0	0	0	0
	Total	207462034	207462034	100	207462034	0	100	0
	E-Voting	40651	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
Public- Institutions	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	40651	0	0	0	0	0	0
	E-Voting		304	0.0001	224	80	73.6842	26.3158
	Poll		2516006	1.2061	2516006	0	100	0
Public- Non Institutions	Postal Ballot (if applicable)	208606479	0	0	0	0	0	0
	Total	208606479	2516310	1.2062	2516230	80	99.9968	0.0032
	Total	416109164	209978344	50.4623	209978264	80	100	0
				Whether re	solution is P	ass or Not.	Yes	
				Disclosu	e of notes on	resolution		a national states

Details of Invalid Votes							
Category	No. of Votes						
Promoter and Promoter Group							
Public Institutions							
Public - Non Institutions							



e:///C//Users/mu24383/Desktop/Meetings/FY%2019-20/general%20meetings/AGM/serutinizers%20report/voting%20results%2026.07.2019.html[26-07-2019.14:07:58]

				Resolution(6)			
Resolution required: (Ordinary / Special)			Special					
Whether prom the agenda/res	oter/promoter g olution?	group are inte	rested in	No				
Description of resolution considered			Approval of remun of 835,000 ESOPs.	eration to Mr	. Anuj Bura	akia (Whole Time I	Director) by way	
Category	Category Mode of No. of shares hel		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
TO NEW S		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
	E-Voting		0	0	0	0	0	0
D	Poll		207462034	100	207462034	0	100	0
Promoter and Promoter Group	Postal Ballot (if applicable)	207462034	0	0	0	0	0	0
	Total	207462034	207462034	100	207462034	0	100	0
	E-Voting	40651	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
Public- Institutions	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	40651	0	0	0	0	0	0
	E-Voting		304	0.0001	224	80	73.6842	26.3158
	Poll		2316006	1.1102	2316006	0	100	0
Public - Non Institutions	Postal Ballot (if applicable)	208606479	0	0	0	0	0	0
	Total	208606479	2316310	1.1104	2316230	80	99.9965	0.0035
S	Total	416109164	209778344	50.4143	209778264	80	100	0
State and		The Section		Whether re	solution is P	ass or Not.	Yes	
		15	1772	Disclosur	e of notes on	resolution		

Details of Invalid Votes						
Category	No. of Votes					
Promoter and Promoter Group						
Public Insitutions						
Public - Non Insitutions						

Resolution(7)						
Resolution required: (Ordinary / Special)	Special					
Whether promoter/promoter group are interested in the agenda/resolution?	No					
Description of resolution considered	Change of name of the Company from 'RMG Alloy Steel Ltd' to 'Welspun Specialty Solutions Ltd'.					

SN

(ED

e:///Cl/Users/mu24383/Desktop/Meetings/FY%2019-20/general%20meetings/AGM/scrutinizers%20report/voting%20results%2026.07.2019.html[26-07-2019_14:07:58]

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
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
No. of Street	E-Voting		0	0	0	0	0	0
	Poll	4	207462034	100	207462034	0	100	0
Promoter and Promoter Group	Postal Ballot (if applicable)	207462034	0	0	0	0	0	0
	Total	207462034	207462034	100	207462034	0	100	0
W. Contract	E-Voting	40651	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
Public- Institutions	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	40651	0	0	0	0	0	0
124	E-Voting		304	0.0001	224	80	73.6842	26.3158
	Poll		2516006	1.2061	2516006	0	100	0
Public- Non Institutions	Postal Ballot (if applicable)	208606479	0	0	0	0	0	0
	Total	208606479	2516310	1.2062	2516230	80	99.9968	0.0032
Section of the	Total	416109164	209978344	50.4623	209978264	80	100	0
				Whether re	solution is Pa	ass or Not.	Yes	
and a second second				Disclosu	e of notes on	resolution	Real Provide	

Details of Invalid Votes						
Category	No. of Votes					
Promoter and Promoter Group						
Public Insitutions						
Public - Non Institutions						

				Resolution	n(8)			
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?			No					
Description of resolution considered		Approval of modification in terms of 35,792,000 6.5% Redeemable Preference Shares of Rs. 10/- each by change in tenor from present "15 months from the date of allotment" to "18 months from the date of allotment".						
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
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
E Cales	E-Voting		0	0	0	0	0	0
Promoter and Promoter	Poll	207462034	207462034	100	207462034	0	100	0
	Postal Ballot (if		0	0	0	0	0	0

e:///Cl/Users/mu24383/Desktop/Meetings/FY%2019-20/general%20meetings/AGM/serutinizers%20report/voting%20results%2026.07.2019.html[26-07-2019_14:07:58]

Group	applicable)							Sector Sector
	Total	207462034	207462034	100	207462034	0	100	0
	E-Voting		0	0	0	0	0	0
	Poll		0	0	0	0	0	0
Public- Institutions	Postal Ballot (if applicable)	40651	0	0	0	0	0	0
	Total	40651	0	0	0	0	0	0
	E-Voting	- 208606479	304	0.0001	274	30	90.1316	9.8684
D. L.L.	Poll		2516006	1.2061	2492914	23092	99.0822	0,9178
Public- Non Institutions	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	208606479	2516310	1.2062	2493188	23122	99.0811	0.9189
	Total	416109164	209978344	50.4623	209955222	23122	99.989	0.011
				Whether	r resolution is 1	Pass or Not.	Yes	
Sector 1	- Contraction		644 (1215)	Disclo	sure of notes o	n resolution		

Details of Invalid Votes						
Category	No. of Votes					
Promoter and Promoter Group						
Public Insitutions	AND DECEMPTION OF STREET, STRE					
Public - Non Institutions						

				Resolution(9)			
Resolution required: (Ordinary / Special)			Special					
Whether promoter/promoter group are interested in the agenda/resolution?		Yes	Yes					
Description of resolution considered			Approval of materia	al related part	y transactio	ns with Welspun St	eel Ltd.	
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
200187 - 2014		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
and the second	E-Voting	207462034	0	0	0	0	0	0
D	Poll		0	0	0	0	0	0
Promoter and Promoter Group	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	207462034	0	0	0	0	0	0
W. Stanias	E-Voting	and the second	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
Public- Institutions	Postal Ballot (if applicable)	40651	0	0	0	0	0	0
	Total	40651	0	0	0	0	0	0



e: ///C[/Users/mu24383/Desktop/Meetings/FY%2019-20/general%20 meetings/AGM/scrutinizers%20 report/voting%20 results%2026.07.2019.html[26-07-2019/14:07:58]]

				Di	sclosure of notes	on resolution		
				Who	ether resolution is	Pass or Not.	Yes	
	Total	416109164	2515653	0.6046	2492481	23172	99.0789	0.9211
	Total	208606479	2515653	1.2059	2492481	23172	99.0789	0.9211
Public- Non Institutions	Postal Ballot (if applicable)	208606479	0	0	0	0	0	0
	Poll		2515349	1.2058	2492257	23092	99.082	0.918
	E-Voting		304	0.0001	224	80	73.6842	26.3158

Details of Invalid Votes			
Category	No. of Votes		
Promoter and Promoter Group			
Public Insitutions			
Public - Non Institutions			



e:///C|/Users/mu24383/Desktop/Meetings/FY%2019-20/general%20 meetings/AGM/serutinizers%20 report/voting%20 results%2026.07, 2019. html [26-07-2019 14:07:58]

MIHEN HALANI & ASSOCIATES

Practicing Company Secretaries

A-501/L, Jaswanti Allied Business Centre, Kachpada, Ramchandralane Extn. Road, Malad (West), Mumbai – 400 064, Tel No.: 022 6236 0279 Email: mihenhalani@gmail.com

FORM No. MGT-13

Report of Scrutinizer(s)

[Pursuant to Section 109 of the Companies Act, 2013 and Rule 21(2) of the Companies (Management and Administration) Rules, 2014]

To,

The Chairman

Thirty Seventh Annual General Meeting of Shareholders of RMG ALLOY STEEL LIMITED held on Friday, 26th July, 2019 at 9.00 A.M. at Plot No.1, GIDC Industrial Estate, Valia Road, Jhagadia, Dist. Bharuch, Gujarat - 393 110.

Dear Sir,

We, M/s. Mihen Halani & Associates, appointed as Scrutinizer for the purpose of the poll taken on the below mentioned resolutions at the 37th Annual General Meeting of Shareholders of RMG ALLOY STEEL LIMITED held on Friday, July 26, 2019, at 9.00 a.m. at Plot No.1, GIDC Industrial estate, Valia Road, Jhagadia, Dist. Bharuch, Gujarat - 393 110, submit our report as under:

- a) After the time fixed for closing of the poll by the Chairman, ballot box kept for polling was marked by identification mark placed on them.
- b) The sealed ballot box was subsequently opened in our presence and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Company / Registrar and Transfer Agents of the Company (M/s. Bigshare Services Pvt. Ltd.) and the authorizations / proxies lodged with the Company. The voters were also scrutinized for eliminating duplicate voting i.e. on e-voting as well as on poll.
- c) The poll papers, which were incomplete and/or which were otherwise found defective or the member had already done the voting through E voting platform have been treated as invalid and record for the same was maintained.
- d) The result of the Poll is attached to the report.



For Mihen Halani & Associates (Practicing Company Secretaries)

Date: 26th July, 2019 Place: Mumbai



Scanned by CamScanner

RESULT OF POLL

1. Resolution Item No. 1 : Ordinary Resolution

To consider and adopt the Audited Financial Statements for the financial year ended 31st March, 2019 and the reports of the Board of Directors' and Auditor's thereon.

i. Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
32	209978040	100%

ii. Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	0

iii. Invalid votes :

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
0	0

2. Resolution Item No. 2 : Ordinary Resolution

To appoint a director in place of Mr. Prakash Tatia (DIN: 06559106) who retires by rotation, and being eligible, offers himself for re-appointment.

i. Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
31	209954948	99.99%

ii. Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast	
1	23092	0.01%	

iii. Invalid votes :

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
0	0



3. Resolution Item No. 3 : Ordinary Resolution

Ratification of appointment of Pathak H.D. & Associates, Statutory Auditors.

i. Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
31	209954948	99.99%

ii. Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
1	23092	0.01%

iii. Invalid votes :

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
0	0

4. Resolution Item No. 4 : Ordinary Resolution

Ratification of remuneration payable to the Cost Auditor.

i. Voted in favour of the resolution:

Number of members present and voting (in person or by	Number of votes cast by them	% of total number of valid votes cast
proxy)		
32	209978040	100%

ii. Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	0

iii. Invalid votes :

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
0	0



5. Resolution Item No. 5 : Special Resolution

Re- Appointment of Mr. Atul Desai (DIN: 00019443) as Independent Director for second term.

i. Voted in favour of the resolution:

Number of members present Number of vote and voting (in person or by by them proxy)		% of total number of valid votes cast
32	209978040	100%

ii. Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	0

iii. Invalid votes :

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
0	0

6. Resolution Item No. 6 : Special Resolution

Approval of remuneration to Mr. Anuj Burakia (Whole Time Director) by way of 835,000 ESOPs.

i. Voted in favour of the resolution:

Number of members present and voting (in person or by	Number of votes cast by them	% of total number of valid votes cast
proxy)		
31	209778040	100%

ii. Voted against the resolution:

Number of members present and voting (in person or by	Number of votes cast by them	% of total number of valid votes cast
proxy)	1	
0	0	0

iii. Invalid votes :

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
0	0



7. Resolution Item No. 7 : Special Resolution

Change of name of the Company from RMG Alloy Steel Ltd to Welspun Specialty Solutions Ltd or such other name as may be approved by Central registration Cell of the Ministry of Corporate Affairs.

i. Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
32	209978040	100%

ii. Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	0

iii. Invalid votes :

proxy) whose votes were declared invalid	
0 .	0

8. Resolution Item No. 8 : Special Resolution

Approval of modification in terms of 35,792,000 6.5% Redeemable Preference Shares of Rs. 10/- each by change in tenor from present "15 months from the date of allotment" to "18 months from the date of allotment".

i. Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
31	209954948	99.99%

ii. Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
1	23092	0.01%

iii. Invalid votes :

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
0	. 0
	SHEN HALF



9. Resolution Item No. 9 : Special Resolution

Approval of material related party transactions with Welspun Steel Ltd.

i. Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
29	2492257	99.08%

ii. Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
1	23092	0.92%

iii. Invalid votes :

Total number of members (in person or by	
proxy) whose votes were declared invalid	· · · · · · · · · · · · · · · · · · ·
. 0	0

Note: If any promoter shareholders / directors / key-managerial personnel / related party / other shareholders are interested and have casted their votes in said resolutions, the same has not been counted in the above results.

For Mihen Halani & Associates (Practicing Company Secretaries)

Date: 26th July, 2019 Place: Mumbai





MIHEN HALANI & ASSOCIATES Practicing Company Secretaries

A-501/L, Jaswanti Allied Business Centre, Kachpada, Ramchandralane Extn. Rd. Malad (West), Mumbai – 400 064, Tel No.: 022 6236 0279 Email: mihenhalani@gmail.com

SCRUTINIZER'S REPORT

To,

The Chairman,

Thirty Seventh Annual General Meeting of Shareholders of RMG ALLOY STEEL LIMITED held on Friday, 26th July, 2019 at 9.00 A.M. at Plot No.1, GIDC Industrial estate, Valia Road, Jhagadia, Dist. Bharuch, Gujarat - 393 110.

Dear Sir,

Re: <u>Scrutinizer's Report on voting through electronic means in terms of Section 108</u> of the Companies Act, 2013 read with Rule 20(3)(xi) of the Companies (Management & Administration) Rules, 2014.

We, M/s. Mihen Halani & Associates, Practicing Company Secretaries appointed by the Board of Directors of RMG ALLOY STEEL LIMITED as Scrutinizer to conduct the voting by way of electronic means in accordance with Section 108 of the Companies Act, 2013 ('Act') read with Rule 20(3)(xi) of the Companies (Management and Administration) Rules, 2014.

1. The management of the company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and rules relating to voting through electronic means on the resolutions contained in the Notice of 37th Annual General Meeting of the Company. Our responsibility as the scrutinizer for the e-voting process is restricted to make a scrutinizer report of the vote cast in favour / against the resolutions stated above, based on the reports generated from the e-voting system provided by the Central Depository Services (India) Limited (CDSL), the authorised agency to provide e-voting facilities, engaged by the Company for the purpose.



Scanned by CamScanner

- 2. The members of the company as on cut-off date i.e., July 19, 2019 were entitled to vote on the resolutions (as set out in the notice of 37th Annual General Meeting of the company).
- 3. The e-voting period commenced on Monday, July 22, 2019 at 9:00 a.m. and ended on Thursday, July 25, 2019 at 5:00 p.m.
- 4. Accordingly, the electronic votes cast were taken into account and at the end of this voting period, on July 25, 2019, the CDSL portal was blocked for voting.
- 5. The votes cast were unblocked on Friday, July 26, 2019 in the presence of two witnesses, Ms. Divya Padhiyar and Ms. Reecha Bafna who are not in the employment of the company. They have signed below in confirmation of the votes being unblocked in their presence.

Name : Ms. Divya Padhiyar

Name: Ms. Reecha Bafna

Signature

Signature:

- 6. The register has been maintained electronically to record the assent or dissent, received, mentioning the particulars of name, address, folio number or client ID of the shareholders, number of shares held by them and nominal value of such shares. There were no shares with differential voting rights in the Company; hence there is no requirement of maintaining of the list of shares with differential voting rights.
- 7. The details containing, *inter alia*, list of Equity share holders, who voted "For" or "Against" each of the resolutions put to vote, were generated from the e-voting website of CDSL i.e. https://www.evotingindia.com/ and based on such reports generated, the result of the e-voting is as under;



Sr.	Resolution No. as given in		Parti	culars of Votes C	ast	Result
No.	the Notice of 37 th Annual		Members Voting			Declared
	General Meeting		No. of members voted	No. of votes Cast by them	% of total no. of votes cast	
		ORI	DINARY BUSIN	ESS	-	
1.	To consider and adopt the Audited Financial Statements for the	Votes Cast in favour	. 12	304	100%	Subject to Final results of
	financial year ended 31st March, 2019 and the reports of the Board of Directors' and Auditor's	Votes Cast against	0	0	0	vote conducted through Poll.
	thereon.	Votes Cast invalid	0	0	0	
		Total	12	304	100%	
				-		
2.	To appoint a director in place of Mr. Prakash Tatia (DIN: 06559106) who retires	Votes Cast in favour	10	224	73.68%	Subject to Final results of
	by rotation, and being eligible, offers himself for re-appointment.	Votes Cast against	2	80	26.32%	vote conducte through
		Votes Cast invalid	0	0	0	Poll.
_		Total	12	304	100%	



Scanned by CamScanner

3.	Ratification of appointment of Pathak H.D. & Associates, Statutory Auditors.	Votes Cast in favour Votes Cast against Votes Cast Invalid	10 2 0	224 80 0	73.68% 26.32% 0	Subject to Final results of vote conducted through Poll.
• • •		Total	12	304	100%	
• •		SPE	CIAL BUSINESS			
4.	Ratification of remuneration payable to the Cost Auditor.	Votes Cast in favour	10	224	73.68%	Subject to Final results of
		Votes Cast against	2	80	26.32%	vote conducted through Poll.
		Votes Cast Invalid	0	0	0	, ou
		Total	12	304	100%	
						1
5.	Re- Appointment of Mr. Atul Desai (DIN: 00019443) as Independent Director for	Votes Cast in favour	10	224	73.68%	Subject to Final results of
	second term.	Votes Cast against	2	80	26.32%	vote conducted through
	-	Votes	0	0	0.	Poll.



Scanned by CamScanner

		Cast Invalid				
		Total	12	304	100%	
			10	224	73.68%	Subject to
6.	Approval of remuneration to Mr. Anuj Burakia (Whole	Votes Cast in	10	221	75.00%	Fnal
	Time Director) by way of	favour				results of
1	835,000 ESOPs.		2	80	26.32%	vote
		Votes Cast	Z		20.0270	conducted
		against				through
			0	0	0	Poll.
		Votes Cast	U			
		Invalid				
			42	304	100%	
		Total	12		100%	
				224	72 (8%	Subject to
7.	Change of name of the	Votes	10	224	73.68%	Final
	Company from RMG Alloy	Cast in				results of
	Steel Ltd to Welspun	favour		80	24.22%	vote
	Specialty Solutions Ltd or	Votes	2	80	26.32%	conducted
	such other name as may be approved by Central	Cast				through
	approved by Central registration Cell of the	against		0		Poll.
	Ministry of Corporate	Votes	0	0	0	
	Affairs.	Cast				
		Invalid		70.4		
		Total	12	304	100%	
	Approval of modification in	Votes	11	274	90.13%	Subject to
	terms of 35,792,000 6.5%	Cast in				Final
	Redeemable Preference	favour				results of



Scanned by CamScanner

	Shares of Rs. 10/- each by change in tenor from present "15 months from the date of allotment" to "18 months from the date of allotment".	Votes Cast against Votes Cast Invalid	0	30 0	9.87%	vote conducted through Poll.
		Total	12	304	100%	
×						
9.	Approval of material related party transactions with Welspun Steel Ltd.	Votes Cast in favour	10	224	73.68%	Subject to Final results of
		Votes Cast against	2	80	26.32%	vote conducted through Poll.
		Votes Cast Invalid	0	0	0	
		Total	12	304	100%	

Note: If any promoter shareholders / directors / key-managerial personnel / related party / other shareholders are interested and have casted their vote in any Resolution(s), the same has not been counted in the above results.

For Mihen Halani & Associates (Practicing Company Secretaries)

Date: 26th July, 2019 Place: Mumbai

Mihen Halani (Poprietor) FCS No: 9926 CP No: 12015



Scanned by CamScanner