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DEVESH VIMAL & CO.
PRACTISING COMPANY SECRETARIES

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SAYAJIGUNJ, VADODARA-390 020
REGD. TRADEMARK AGENT

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

CHAIRMAN

STEELCO GUJARAT LIMITED

Plot No. 2, G.I.D.C. Estate, Palej
Dist. Bharuch,
Gujarat- 392220

Annual General Meeting of the Equity Shareholders of **STEELCO GUJARAT LIMITED** held on Friday, 29th September, 2017 at 2:30 p.m. at its Registered Office at Plot No. 2, G.I.D.C. Estate, Palej, Dist. Bharuch, Gujarat- 392220.

Dear Sir,

I, CS Devesh A. Pathak, Practising Company Secretary appointed as Scrutinizer for the purpose of the poll taken on the below mentioned resolutions, for the 27th Annual General Meeting of the Equity Shareholders of **STEELCO GUJARAT LIMITED** held on Friday, 29th September, 2017 at 2:30 p.m. at Plot No. 2, G.I.D.C. Estate, Palej, Dist. Bharuch, Gujarat-392220, submit our report as under:

1. After the time fixed for closing of the poll by the Chairman, 1 (one) ballot box kept for polling was locked in our presence with due identification marks placed by us.
2. The locked 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 and the authorizations / proxies lodged with the Company.
3. The poll papers, which were incomplete and/or which were otherwise found defective have been treated as invalid and kept separately.
4. The result of the Poll is as under:



ORDINARY BUSINESS:

(1) Resolution No. 1

Adoption of Audited Financial Statements of the Company for the financial year ended 31st March, 2017 together with Report of Board and the Auditors thereon
(Ordinary Resolution)

(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
30	3,19,22,472	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



Appointment of Shri Vimal Chandaria, as a Retiring Director. **(Ordinary Resolution)**

(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
30	3,19,22,472	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



DEVESH VIMAL & CO.
PRACTISING COMPANY SECRETARIES
(3) **Resolution No. 3**

Continuation Sheet.....

Appointment of Shri Mitesh H Shah, as a Retiring Director. **(Ordinary Resolution)**

(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
30	3,19,22,472	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



(4) Resolution No. 4

Appointment of M/s. Walker Chandiok & Co LLP, Chartered Accountants (Firm Registration No. 001076N) as Statutory Auditors of the Company to hold office from the conclusion of this Annual General Meeting until the conclusion of the next Annual General Meeting and to authorize the Board to fix their remuneration. **(Ordinary Resolution)**

(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	3,19,22,462	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
1	10	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

- Negligible



SPECIAL BUSINESS:

(5) Resolution No. 5

Appointment of Shri Amish H Mehta Additional Director as a Retiring Director of the Company **(Ordinary Resolution)**

(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
30	3,19,22,472	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 No. 6**

Approval to reappointment & fixation of remuneration of Cost Auditor for the financial year ending 31st march, 2018 **(Ordinary Resolution)**

(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
30	3,19,22,472	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



(7) Resolution No. 7

Approval to the reappointment of Shri Mitesh H Shah as a Managing Director of the company for a period of 3 years w.e.f. 14th November, 2017 to 13th November, 2020. **(Special Resolution)**

(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
30	3,19,22,472	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. A list of equity shareholders who voted "FOR", "AGAINST" and those whose votes were declared invalid for each resolution is enclosed.
6. The poll papers and all other relevant records were sealed and handed over to the Chairman authorized by the Board for safe keeping.

Thanking you,

Yours faithfully,



CS Devesh A. Pathak
FCS 1559

Place: Vadodara

Date : 30th September, 2017.