



*CS Devesh A. Pathak*  
B.Com., LL.B., F.C.S.

## DEVESH PATHAK & ASSOCIATES

PRACTISING COMPANY SECRETARIES

REGD. INSOLVENCY PROFESSIONAL

REGD. TRADE MARKS AGENT

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FIRST FLOOR, 51, UDYOGNAGAR SOCIETY,  
NEAR AYURVEDIC COLLEGE, OUTSIDE PANIGATE,  
VADODARA-390 019

Date: 29<sup>th</sup> September, 2018.

**TO**  
**CHAIRMAN,**  
**STEELCO GUJARAT LIMITED**

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

Dear Sir,

1. I, Devesh A. Pathak, Practising Company secretary in Practice, have been appointed as scrutinizer by
  - (i) The Board of Directors of **STEELCO GUJARAT LIMITED** at its Meeting held on 8<sup>th</sup> August, 2018 for the purpose of conducting the e-voting process in respect of all shareholders' resolutions to be passed at the 28<sup>th</sup> Annual General Meeting (AGM) held on Friday, 28<sup>th</sup> September, 2018 pursuant to Clause 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("LODR") read with the provisions of Section 108 of the Companies Act, 2013 ('the Act') and Rule 20 of the Companies (Management and Administration) Rules, 2014 ('the Rules').
  - (ii) The Chairman of the 28<sup>th</sup> Annual General Meeting held on Friday, 28<sup>th</sup> September, 2018 to conduct a poll under the provisions of Section 109 and other applicable provisions, if any, of the Act read with Rule 21 of the Rules, in respect of the resolutions to be passed at the AGM of the members of the Company, held at 2:30 p.m. at the Regd. Office of the Company Plot No. 2, GIDC Estate, Palej, Dist. Bharuch- 392220.
2. The Management of the Company is responsible to ensure the compliance with the requirements of Clause 44 of LODR read with the Act and Rules relating to e-voting and poll in respect of the aforesaid resolutions. My responsibility as a scrutinizer for the e-voting process and for poll at AGM is restricted to make a Scrutinizer's report of the votes cast "in favour" or "against" the resolutions stated above, based on the reports generated from the e-voting system provided by Link-in Time, the authorized agency





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engaged by the Company to provide e-voting facilities for e-voting and also at the time of poll at the AGM.

3. I have issued separate Scrutinizer's Report dtd 29<sup>th</sup> September, 2018 on the e-voting and separate report on poll dtd 29<sup>th</sup> September, 2018 on the aforesaid resolutions. As requested by the management, I submit combined report for e-voting (including ballots) and poll in respect of aforesaid resolutions as follows:

Sr. No.	Particulars	Resolution-1: Adoption of Audited Financial Statements of the Company for the financial year ended 31st March, 2018 together with Report of Board and the Auditors thereon (Ordinary Resolution)						
		No. of Ballots in poll / Electronic Votes (including ballot)			No. of Votes			%
		No. of Ballots in poll	No. of E-Voter	Total	Physical	Electronic	Total	Total
1	BALLOTS/E-VOTES RECEIVED	39	0	39	3,19,21,757	0	3,19,21,757	0
2	LESS: INVALID BALLOTS/E-VOTES	1	0	1	3,19,21,757	0	3,19,21,757	0
3	VALID BALLOTS/E-VOTES	38	0	38	3,19,21,757	0	3,19,21,757	100
4	BALLOTS/E-VOTES IN FAVOUR	38	0	38	3,19,21,757	0	3,19,21,757	100
5	BALLOTS/E-VOTES AGAINST	0	0	0	0	0	0	0
	<b>TOTAL VALID BALLOTS/E-VOTES</b>	<b>38</b>	<b>0</b>	<b>38</b>	<b>3,19,21,757</b>	<b>0</b>	<b>3,19,21,757</b>	<b>100</b>

Sr. No.	Particulars	Resolution-2: Appointment of Shri Mitesh H. Shah (DIN: 07013137), as a Retiring Director, being eligible to offer himself for re-appointment (Ordinary Resolution)						
		No. of Ballots in poll / Electronic Votes (including ballot)			No. of Votes			%
		No. of Ballots in poll	No. of E-Voter	Total	Physical	Electronic	Total	Total
1	BALLOTS/E-VOTES RECEIVED	39	0	39	3,19,21,757	0	3,19,21,757	0
2	LESS: INVALID BALLOTS/E-VOTES	1	0	1	3,19,21,757	0	3,19,21,757	0
3	VALID BALLOTS/E-VOTES	38	0	38	3,19,21,757	0	3,19,21,757	100
4	BALLOTS/E-VOTES IN FAVOUR	38	0	38	3,19,21,757	0	3,19,21,757	100
5	BALLOTS/E-VOTES AGAINST	0	0	0	0	0	0	0
	<b>TOTAL VALID BALLOTS/E-VOTES</b>	<b>38</b>	<b>0</b>	<b>38</b>	<b>3,19,21,757</b>	<b>0</b>	<b>3,19,21,757</b>	<b>100</b>





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Sr. No.	Particulars	Resolution-3: Appointment of M/s. Kedia & Kedia Associates, Chartered Accountants (Firm Registration No. 104954W) as Statutory Auditors of the Company to hold office from the conclusion of 28 <sup>th</sup> Annual General Meeting until the conclusion of 33 <sup>rd</sup> Annual General meeting and to authorize the Board to fix their remuneration. (Ordinary Resolution)						
		No. of Ballots in poll /Electronic Votes (including ballot)			No. of Votes			%
		No. of Ballots in poll	No. of E-Voter	Total	Physical	Electronic	Total	Total
1	BALLOTS/E-VOTES RECEIVED	39	0	39	3,19,21,757	0	3,19,21,757	0
2	LESS: INVALID BALLOTS/E-VOTES	1	0	1	3,19,21,757	0	3,19,21,757	0
3	VALID BALLOTS/E-VOTES	38	0	38	3,19,21,757	0	3,19,21,757	100
4	BALLOTS/E-VOTES IN FAVOUR	38	0	38	3,19,21,757	0	3,19,21,757	100
5	BALLOTS/E-VOTES AGAINST	0	0	0	0	0	0	0
	<b>TOTAL VALID BALLOTS/E-VOTES</b>	<b>38</b>	<b>0</b>	<b>38</b>	<b>3,19,21,757</b>	<b>0</b>	<b>3,19,21,757</b>	<b>100</b>

Sr. No.	Particulars	Resolution-4: Appointment of Statutory Auditors to fill up Casual Vacancy caused by resignation of auditors. (Ordinary Resolution)						
		No. of Ballots in poll /Electronic Votes (including ballot)			No. of Votes			%
		No. of Ballots in poll	No. of E-Voter	Total	Physical	Electronic	Total	Total
1	BALLOTS/E-VOTES RECEIVED	39	0	39	3,19,21,757	0	3,19,21,757	0
2	LESS: INVALID BALLOTS/E-VOTES	1	0	1	3,19,21,757	0	3,19,21,757	0
3	VALID BALLOTS/E-VOTES	38	0	38	3,19,21,757	0	3,19,21,757	100
4	BALLOTS/E-VOTES IN FAVOUR	38	0	38	3,19,21,757	0	3,19,21,757	100
5	BALLOTS/E-VOTES AGAINST	0	0	0	0	0	0	0
	<b>TOTAL VALID BALLOTS/E-VOTES</b>	<b>38</b>	<b>0</b>	<b>38</b>	<b>3,19,21,757</b>	<b>0</b>	<b>3,19,21,757</b>	<b>100</b>



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Sr. No.	Particulars	Resolution-5: Appointment of Shri Praful Chandaria (Din: 02516129) as a Director of the Company (Ordinary Resolution)						
	Ballots/E-Votes	No. of Ballots in poll /Electronic Votes (including ballot)			No. of Votes			%
		No. of Ballots in poll	No. of E-Voter	Total	Physical	Electronic	Total	Total
1	BALLOTS/E-VOTES RECEIVED	39	0	39	3,19,21,757	0	3,19,21,757	0
2	LESS: INVALID BALLOTS/E-VOTES	1	0	1	3,19,21,757	0	3,19,21,757	0
3	VALID BALLOTS/E-VOTES	38	0	38	3,19,21,757	0	3,19,21,757	100
4	BALLOTS/E-VOTES IN FAVOUR	38	0	38	3,19,21,757	0	3,19,21,757	100
5	BALLOTS/E-VOTES AGAINST	0	0	0	0	0	0	0
	<b>TOTAL VALID BALLOTS/E-VOTES</b>	<b>38</b>	<b>0</b>	<b>38</b>	<b>3,19,21,757</b>	<b>0</b>	<b>3,19,21,757</b>	<b>100</b>

Sr. No.	Particulars	Resolution-6: Appointment of Shri Ajay Pratapray Shanghavi (DIN: 00084653) as a Director of the Company. (Ordinary Resolution)						
	Ballots/E-Votes	No. of Ballots in poll /Electronic Votes (including ballot)			No. of Votes			%
		No. of Ballots in poll	No. of E-Voter	Total	Physical	Electronic	Total	Total
1	BALLOTS/E-VOTES RECEIVED	39	0	39	3,19,21,757	0	3,19,21,757	0
2	LESS: INVALID BALLOTS/E-VOTES	1	0	1	3,19,21,757	0	3,19,21,757	0
3	VALID BALLOTS/E-VOTES	38	0	38	3,19,21,757	0	3,19,21,757	100
4	BALLOTS/E-VOTES IN FAVOUR	38	0	38	3,19,21,757	0	3,19,21,757	100
5	BALLOTS/E-VOTES AGAINST	0	0	0	0	0	0	0
	<b>TOTAL VALID BALLOTS/E-VOTES</b>	<b>38</b>	<b>0</b>	<b>38</b>	<b>3,19,21,757</b>	<b>0</b>	<b>3,19,21,757</b>	<b>100</b>





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Sr. No.	Particulars	Resolution-7: Approval of fixation of remuneration of Cost Auditors of the Company for the year ending 31 <sup>st</sup> March, 2019.(Ordinary Resolution)						
		No. of Ballots in poll /Electronic Votes (including ballot)			No. of Votes			%
		No. of Ballots in poll	No. of E-Voter	Total	Physical	Electronic	Total	Total
1	BALLOTS/E-VOTES RECEIVED	39	0	39	3,19,21,757	0	3,19,21,757	0
2	LESS: INVALID BALLOTS/E-VOTES	1	0	1	3,19,21,757	0	3,19,21,757	0
3	VALID BALLOTS/E-VOTES	38	0	38	3,19,21,757	0	3,19,21,757	100
4	BALLOTS/E-VOTES IN FAVOUR	38	0	38	3,19,21,757	0	3,19,21,757	100
5	BALLOTS/E-VOTES AGAINST	0	0	0	0	0	0	0
	<b>TOTAL VALID BALLOTS/E-VOTES</b>	<b>38</b>	<b>0</b>	<b>38</b>	<b>3,19,21,757</b>	<b>0</b>	<b>3,19,21,757</b>	<b>100</b>

Sr. No.	Particulars	Resolution-8: Approval of sale, lease or otherwise disposing of the Undertaking of the Company.(Special Resolution)						
		No. of Ballots in poll /Electronic Votes (including ballot)			No. of Votes			%
		No. of Ballots in poll	No. of E-Voter	Total	Physical	Electronic	Total	Total
1	BALLOTS/E-VOTES RECEIVED	39	0	39	3,19,21,757	0	3,19,21,757	0
2	LESS: INVALID BALLOTS/E-VOTES	1	0	1	3,19,21,757	0	3,19,21,757	0
3	VALID BALLOTS/E-VOTES	38	0	38	3,19,21,757	0	3,19,21,757	100
4	BALLOTS/E-VOTES IN FAVOUR	38	0	38	3,19,21,757	0	3,19,21,757	100
5	BALLOTS/E-VOTES AGAINST	0	0	0	0	0	0	0
	<b>TOTAL VALID BALLOTS/E-VOTES</b>	<b>38</b>	<b>0</b>	<b>38</b>	<b>3,19,21,757</b>	<b>0</b>	<b>3,19,21,757</b>	<b>100</b>



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Sr. No.	Particulars	Resolution-9: Approval of authorization to the Board to make Loans / Advances / to provide Bank Guarantee / Security in connection with loan and to Invest pursuant to Section 186 of the Companies Act, 2013. (Special Resolution)						
	Ballots/E-Votes	No. of Ballots in poll /Electronic Votes (including ballot)			No. of Votes			%
		No. of Ballots in poll	No. of E-Voter	Total	Physical	Electronic	Total	Total
1	BALLOTS/E-VOTES RECEIVED	39	0	39	3,19,21,757	0	3,19,21,757	0
2	LESS: INVALID BALLOTS/E-VOTES	1	0	1	3,19,21,757	0	3,19,21,757	0
3	VALID BALLOTS/E-VOTES	38	0	38	3,19,21,757	0	3,19,21,757	100
4	BALLOTS/E-VOTES IN FAVOUR	38	0	38	3,19,21,757	0	3,19,21,757	100
5	BALLOTS/E-VOTES AGAINST	0	0	0	0	0	0	0
	TOTAL VALID BALLOTS/E-VOTES	38	0	38	3,19,21,757	0	3,19,21,757	100

(4) I have handed over related papers/ registers and records for safe custody to Mr. Achal Thakkar, Company Secretary of the Company authorized by the Board to supervise the process.

(5) You may accordingly declare the result of voting.

Thanking You,

Yours faithfully,



CS DEVESH A. PATHAK  
Practising Company Secretary  
Membership no. 4559

Place: Vadodara  
Date: 29<sup>th</sup> September, 2018