



ELECTROSTEEL STEELS LIMITED

Head Office:
GK Tower, 2nd & 3rd floor,
19, Camac Street, Kolkata – 700017
West Bengal, India
Board Number: + 91-33-7103 4400
Fax No: + 91-33-2290 2882
CIN: L27310JH2006PLC012663

Sec/Share/15-16/71

Dated: 7th January, 2016

BY COURIER/EMAIL

The Secretary,
Bombay Stock Exchange Limited,
New Trading Wing,
Rotunda Building,
P J Tower, Dalal Street,
Mumbai-400 001

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

Sir

Summary of Proceedings of Extra Ordinary General Meeting,
Voting Results & Amendments in the Memorandum of Association of the Company

Please note that the shareholders of the Company in the Extra Ordinary General Meeting (EGM) held on 7th January 2016 at Forum Hall, 2nd Floor, Capitol Hill Hotel, Mahatma Gandhi Marg, Main Road, Ranchi- 834 001 had unanimously approved the following resolutions, as detailed in the EGM Notice dated 8th December 2015:

- (a) Increase in Authorised Capital of the Company from the existing Rs 4500 (Four Thousand Five Hundred) crores divided into 450 (Four Hundred and Fifty) crores equity shares of Rs 10 each to Rs 5000 (Five Thousand) crores divided into 500 (Five Hundred) crores equity shares of Rs 10 each and Alteration in Capital Clause in the Memorandum of Association of the Company.
- (b) Conversion of Debt into Equity Shares of the Company pursuant to Strategic Debt Restructuring Package.

The Company had availed remote e-voting facility from Karvy Computershare Private Ltd (Karvy). The remote e-voting facility commenced on Monday, 4th January 2016 (9.00 a.m) and ended on Wednesday, 6th January 2016 (5.00p.m) and was forthwith blocked by Karvy. At the meeting 39 number of members were present in person. The Chairman after discussion on the aforesaid resolutions allowed voting by Ballot papers to all those members who were present at the meeting and whose name appeared in the Register of Members or in the Register of Beneficial Owners maintained by the depositories as on cut-off date i.e. 28th December 2015 but had not casted their votes by availing remote e-voting facility. The same was conducted as per the prescribed procedure in presence of the

Regd Office : 801, Uma Shanti Apartments, Kanke Road, Ranchi-834 008, Jharkhand, India Tel: 0651 2285636

www.electrosteelsteels.com





Head Office:
GK Tower, 2nd & 3rd floor,
19, Camac Street, Kolkata – 700017
West Bengal, India
Board Number: + 91-33-7103 4400
Fax No: + 91-33-2290 2882
CIN: L27310JH2006PLC012663

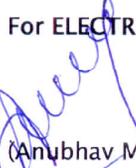
Scrutinizer, Mr. Arun Kumar Khandelia, Partner of M/s K Arun & Co., Practicing Company Secretaries. The Scrutinizer immediately after the conclusion of the voting through Ballot Papers, first counted the votes casted at the meeting, thereafter unblock the votes casted through remote e-voting in presence of two witnesses not in employment of the Company. The Consolidated Scrutinizer Report dated 7th January 2016 ("Scrutinizer Report") of the total votes casted in favour or against, if any, through remote e-voting and ballot process, was submitted to Mr. Lalit Kumar Singhi, person authorized by the Chairman and who had counter signed the Scrutinizer Report, providing particulars of votes casted in respect of each resolution is enclosed.

In terms of Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 the details of the voting results at the meeting is also enclosed.

Thanking You

Yours faithfully

For ELECTROSTEEL STEELS LIMITED


(Anubhav Maheshwari)
Company Secretary



Encl: a/a

Electrosteel Steels Limited

A DATE OF EGM	7th January 2016
B Total Number of Shareholders as on Record date (Being the cut off date for determining shareholders entitled for Voting- 28th December 2015)	51669
C No of shareholders present in the meeting either in person or through Proxy - Promoters and Promoter Group - Public	1 38
D No. of shareholders attended the meeting through Video conferencing - Promoters and Promoter Group - Public	Not Applicable

AGENDA WISE

SPECIAL BUSINESS

Item No. 1 :

Increase in Authorised Capital and Alteration in Capital Clause in the Memorandum of Association of the Company

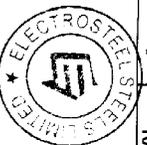
Resolution Required

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	No. of votes in favour	No. of votes Against	% of Votes in favour on votes polled	% of Votes in 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	1,08,98,00,000	1,08,98,00,000		1,08,98,00,000	-	100.00	-
	Poll/Ballot Process		-		-	-	-	-
	Postal Ballot (If applicable)		-		-	-	-	-
Public Institutions	E- Voting	1,93,05,000	-		-	-	-	-
	Poll/Ballot Process		-		-	-	-	-
	Postal Ballot (If applicable)		-		-	-	-	-
Public- Non Institutions	E- Voting	1,30,01,30,023	2,91,57,694		2,91,57,694	-	-	-
	Poll/Ballot Process		1,89,122		1,89,122	-	100.00	-
	Postal Ballot (If applicable)		-		-	-	-	-
Total		2,40,92,35,023	1,11,91,46,816		1,11,91,46,816	-	100.00	-



Handwritten signature

Item No.2 :
Conversion of Debt into Equity Shares of the Company.
 Resolution Required
 Whether Promoter/Promoter Group are interested in the agenda/resolution?
 Special
 No

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 in against on votes polled
Promoter and Promoter Group	E-Voting	(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
	Postal Ballot Process	1,08,98,00,000	1,08,98,00,000	45.23	1,08,98,00,000	-	100	100
	Postal Ballot (If applicable)	-	-	-	-	-	-	-
Public Institutions	E-Voting	1,93,05,000	-	-	-	-	-	-
	Postal Ballot Process	-	-	-	-	-	-	-
	Postal Ballot (If applicable)	-	-	-	-	-	-	-
Public- Non Institutions	E-Voting	1,30,01,30,023	2,91,57,694	2.24	2,91,57,694	-	-	-
	Postal Ballot Process	-	1,89,122	0.01	1,89,122	-	100	-
	Postal Ballot (If applicable)	-	-	-	-	-	-	-
Total		2,40,92,35,023	1,11,91,46,816	47.48	1,11,91,46,816	-	100	-

For Electrosteel Steels Limited

(Anuphav Maheshwari)
 Company Secretary



K. ARUN & CO.

Company Secretaries

7th January 2016

Mr. Lalit Kumar Singhi
Director
Electrosteel Steels Limited
801, Uma Shanti Apartments
Kanke Road
Ranchi-834008
Jharkhand

Sub: Consolidated Scrutinizer's Report on voting through Remote E-voting and Ballot Process conducted pursuant to the provisions of Section 108 of the Companies Act, 2013 read with the Companies (Management and Administration) Amendment Rules, 2015

I, Arun Kumar Khandelia, Partner of M/s K Arun & Co., Practicing Company Secretaries, appointed by the Board of Directors of **Electrosteel Steels Limited** (the Company) to act as the Scrutinizer for the purpose of scrutinizing the voting process through Remote E-voting and Ballot Papers conducted pursuant to the provisions of Section 108 of the Companies Act, 2013 ("Act") read with Companies (Management and Administration) Amendment Rules, 2015 and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements), 2015 in respect of the Resolutions mentioned in the Extra-Ordinary General Meeting (EGM) Notice dated 8th December, 2015.

The Management of the Company is responsible to ensure the compliance with the requirements of the Section 108 of the Act read with Companies (Management and Administration) Amendment Rules, 2015. My responsibility as a Scrutinizer is only to the extent of making Scrutinizer Report for ascertaining the votes cast in "favour" or "against" for respective resolutions of the EGM Notice.

A person whose name was recorded in the Register of Members or in the Register of Beneficial Owners maintained by the Depositories as on the cut-off date i.e. 28th December 2015 was entitled to vote on the resolutions of the EGM Notice.



The Company had engaged the services of its Registrar & Transfer Agent, Karvy Computershare Pvt Ltd. (Service Provider) for providing remote e-voting facility and the Service Provider had set up the remote e-voting facility on its website www.evoting.karvy.com. The Service Provider has provided a system for recording the electronic votes of the shareholders on all the items of the business sought to be transacted at the EGM. The shareholders who were present on 7th January, 2016 at the venue of the meeting and had not opted to vote through remote e-voting were provided with the facility to exercise their vote through Ballot Papers.

I hereby submit my Report as under:

- 1 The period for remote e-voting had commenced at 9.00 A.M. on Monday, 4th January 2016 and closed at 5.00 P.M. on Wednesday, 6th January 2016. At the end of the remote e-voting period the facility was blocked by the Service Provider.
- 2 At the venue of the EGM, the empty Ballot Box kept for voting through Ballot Process was locked in my presence and members who were present at the meeting. The locked Ballot Box upon completion of the voting was unlocked in my presence. After the conclusion of the counting of votes through Ballot Papers, the votes cast through remote e-voting were unblocked in presence of 2 witnesses Mr. Md. Menazuddin and Ms. Kabita Bihani who are not in the employment of the Company. The results of remote e-voting are based on the reports generated from Service Provider website <https://www.evoting.karvy.com>.
- 3 We have collated the votes downloaded from the remote e-voting and ballot papers to declare the final results for each of the resolution forming part of the EGM Notice and to ascertain the number of shares voted in "Favour" or "Against".
- 4 I hereby confirm that the Registers and Records generated from the e-voting platform of the Service Provider including Registers maintained in respect of votes cast through Remote e-voting and Ballot process are being maintained in the electronic form.
- 5 The Registers and all other records/ papers relating to Remote e-voting and Ballot process shall remain in our custody till the Chairman considers, approves and signs the EGM Minutes and thereafter the same shall be returned.
- 6 You may accordingly declare the Result of Voting for each Resolution of the EGM Notice as detailed in the attachment and marked as *Annexure-A*.



Thanking you.

Place: Ranchi

For K ARUN & CO

Company Secretaries



(Arun Kumar Khandelia)

Partner

C.P. No. 2270

We, the undersigned witnesses that the votes in respect of e-voting of shareholders of ELECTROSTEEL STEELS LTD. were unblocked from e-voting website of Karvy Computershare Private Limited in our presence at 4.20 P.M. on 7th January, 2016.

Md. Menazuddin
233 Tiljala road
Kolkata - 700046

Kabita Bihani
2/37 Ashoke Nagar Park
Kolkata - 700040

Countersigned by

For ELECTROSTEEL STEELS LIMITED

Lalit Kumar Singhi

Director

DIN: 00893144

Add: 27/8A, Water Loo Street, Kolkata, 700069



Anexure-A

Particulars	Number of Members voted through Remote E-voting	Number of Remote E-votes casted	Number of Members voted through Ballot Papers	Number of votes casted by Ballot Papers	Total No. of votes cast through Remote-voting and Ballot Papers	% of total number of valid votes cast
	1	2	3	4	5=(2)+(4)	6
Item No.1 : Ordinary Resolution for Increase in Authorised Capital and Alteration in Capital Clause in the Memorandum of Association of the Company						
Voted in favour of the resolution	84	1118957694	30	189122	1119146816	100.000
Voted against the resolution	-	-	-	-	-	-
Total	84	1118957694	30	189122	1119146816	100
Particulars	Number of Members voted through Remote E-voting	Number of Remote E-votes casted	Number of Members voted through Ballot Papers	Number of votes casted by Ballot Papers	Total No. of votes cast through Remote-voting and Ballot Papers	% of total number of valid votes cast
	1	2	3	4	5=(2)+(4)	6
Item No. 2 : Special Resolution for conversion of Debt into Equity Shares of the Company						
Voted in favour of the resolution	84	1118957694	30	189122	1119146816	100.000
Voted against the resolution	-	-	-	-	-	-
Total	84	1118957694	30	189122	1119146816	100

Place: Ranchi
Dated: 07.01.2016



For K ARUN & CO
Company Secretaries

(ARUN KUMAR KHANDELIA)
Partner
C.P. No. 2270