

PRAKASH STEELAGE LIMITED

CIN: L27106MH1991PLC061595

Registered Address: 1402, 14th Floor, A Wing, Naman Midtown,
Senapati Bapat Marg, Elphinstone Road, Mumbai 400 013

Tel No: 022-66134500 Fax: 022-66134599

Email: cs@prakashsteelage.com Website: www.prakashsteelage.com

1st October, 2015

To

The Managing Director

National Stock Exchange of India Limited

Corporate Communication Department

Exchange Plaza, Bandra Kurla Complex

Bandra (E), Mumbai – 400 051

**Sub: Clause 31(d) - Proceedings of Annual General Meeting and
Clause 35A - Voting Results of the Listing Agreement**

Ref.: Symbol: -PRAKASHSTL

Dear Sir/ Madam,

This is to inform that 24th Annual General Meeting of our Company was held on Tuesday, 29th September, 2015 at Victoria Memorial School for the Blind, Opp. A.C. Market, Tardeo, Mumbai - 400 034. All the items of business as mentioned in the Notice convening the said Annual General Meeting have been transacted and all the resolutions have been passed by the shareholders with requisite majority either by e-voting or through voting by poll conducted at the Annual General Meeting.

We are furnishing detail pertaining to the aforesaid Annual General Meeting in the prescribed format as an Annexure. This shall also be treated as compliance with Clause 31(d) of the Listing Agreement.

A copy of the Scrutinizer's Report is also attached herewith.

Thanking you,

Yours faithfully,

For PRAKASH STEELAGE LIMITED



Shruti Zope

Company Secretary

Membership No.: ACS40609

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ANNEXURE

Details of voting results of 24th Annual General Meeting of Members of the Company

Sr. No.	Description	Particulars		
A	Date of AGM	September 29, 2015		
B	Book Closure Date	September 23, 2015 to September 29, 2015 (both days inclusive)		
	Cut-off date for e-voting	September 28, 2015		
C	Total no. of shareholders as on record date / cut-off date for e-voting purpose	2,794		
D	No. of shareholders present in the meeting either in person or through Proxy			
	Shareholders	Present in Person	Present through Proxy	Total
	Promoters and Promoter Group	5	0	5
	Public	35	0	35
	Total	40	0	40
E	No. of shareholders attended the meeting through Video Conferencing No Video Conferencing facility was made available.			

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Outcome of 24th Annual General Meeting of the Shareholders of the Company

24th Annual General Meeting ("AGM") of the Shareholders of the Company was held on September 29, 2015 at Victoria Memorial School for the Blind, Opp. A.C. Market, Tardeo, Mumbai – 400 034.

The shareholders transacted the following business.

Sr. No.	Details of Agenda	Resolution required (Ordinary / Special)	Mode of voting
	Ordinary Business :		
1	Consider and adopt : a) Audited Financial Statements, Reports of the Board of Directors and Auditors thereon b) Audited Consolidated Financial Statements.	Ordinary	Remote e-voting + Voting by physical Ballot Papers at AGM.
2	To declare Dividend on the Equity Shares of the Company for the Financial Year 2014-15.	Ordinary	Remote e-voting + Voting by physical Ballot Papers at AGM.
3	Appointment of Director in place of Mr. Prakash C. Kanugo (DIN: 00286366), who retires by rotation and being eligible, offers himself for re-appointment.	Ordinary	Remote e-voting + Voting by physical Ballot Papers at AGM.
4	Appointment and fixation of the remuneration of the Statutory Auditors M/s. Batliboi & Purohit, Chartered Accountants (Firm Registration No. 101048W), as the Statutory Auditors of the Company.	Ordinary	Remote e-voting + Voting by physical Ballot Papers at AGM.

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Special Business :			
5	Ratification and confirmation of the remuneration to be paid to M/s. Amish Parmar & Associates, Cost Accountants, for the financial year 2015-16.	Ordinary	Remote e-voting + Voting by physical Ballot Papers at AGM.

Kindly take the above information on your records.

Thanking You,

Yours faithfully

For PRAKASH STEELAGE LIMITED



Shruti Zope

Company Secretary

Membership No.: ACS40609



01st October, 2015

The Chairman

Twenty Fourth Annual General Meeting of the Shareholders

PRAKASH STEELAGE LIMITED

1402, 14th Floor, A Wing, Naman Midtown, Senapati Bapat Marg
Elphinstone Road, Mumbai- 400 013

Dear Sir,

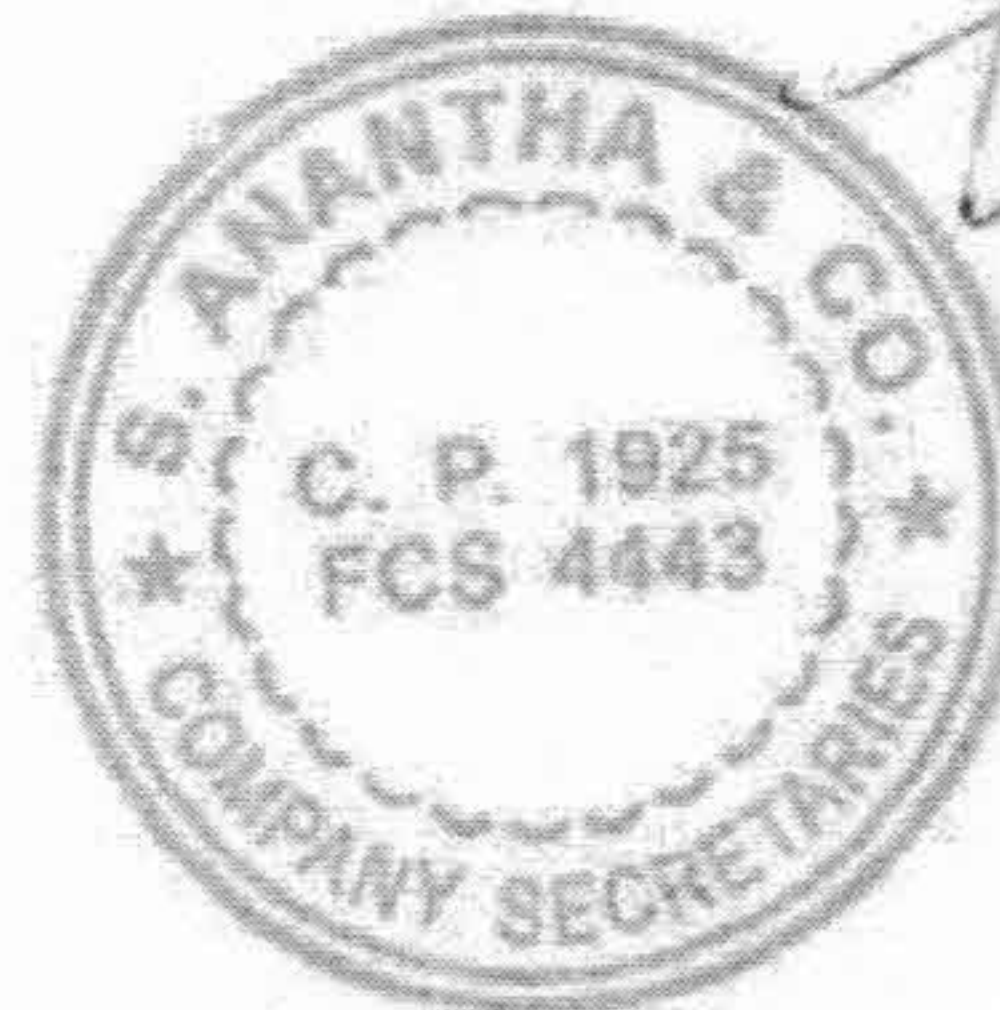
Sub.: Report of the Scrutinizer on the voting by the shareholders of Prakash Steelage Limited on the resolutions passed at the 24th Annual General Meeting (AGM) by e-voting ('Remote e-voting') conducted pursuant to the provisions of the Section 108 of the Companies Act, 2013 ('Act') read with the Rule 20 of the Companies (Management and Administration) Rules, 2014, and the voting through polling papers [by person* attending the AGM]

I, S. Anantha Rama Subramanian, Practising Company Secretary (FCS: 4443; CP: 1925) have been appointed as the Scrutinizer by the Board of Directors of **PRAKASH STEELAGE LIMITED** ('Company') vide resolution dated 14th August, 2015, pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, to scrutinize and report on the electronic voting ('remote e-voting') and the voting through physical ballot forms (in person*) from the shareholders of the Company in respect of the resolutions proposed to be passed at the Twenty Fourth Annual General Meeting ('AGM') of the Company scheduled to be held on Tuesday, 29th September, 2015.

In this connection, I furnish the following information:

- As per the information and explanations provided and the documents verified, the Notice dated 14th August, 2015, convening the AGM of the Company, along with the statement setting out material facts under Section 102 of the Act, had been sent to the shareholders in respect of the said proposed resolutions to be passed at the said AGM of the Company;
- The Company has availed the e-voting facility offered by Central Depository Services (India) Limited ('CDSL') for conducting e-voting by the shareholders of the Company. The Company has also provided voting by physical ballot forms to its shareholders, who do not have the access to e-voting facility;

* (by the shareholder himself or through authorised representative or by proxy attending the AGM)



[Handwritten signature]



S. Anantha Rama Subramanian
BBA, LLB, FCS

S. ANANTHA & CO.
COMPANY SECRETARIES

C-316, 3rd Floor, Nirmal Avior - Galaxy
LBS Marg, Mulund (W), Mumbai 400080
Tel : (+91 22) 2591 3041
Cell : +91 98 33 77 00 11
Website : www.aishcon.co
income108@yahoo.co.in/admin@aishcon.co

: 2 :

- c) The voting period for e-voting commenced on 26th September, 2015 (9.00 am IST) and ended on 28th September, 2015 (5.00 pm IST). The CDSL platform was thereafter blocked and the votes cast under the e-voting were unblocked on 30th September, 2015, in the presence of the two witnesses who were not in the employment of the Company;
- d) As per the data downloaded from the CDSL e-voting system and polling papers received, I have reviewed and scrutinized the voting through electronic means and physical mode and the votes casted therein.

I hereby submit my report on the votes cast through e-voting and polling papers in respect of the said Resolutions passed at the Twenty Fourth Annual General Meeting ('AGM') of the Company held on Tuesday, 29th September, 2015. (Annexure)

Thanking you,

Yours faithfully

For S. ANANTHA & Co.,
Company Secretaries

S. Anantha Rama Subramanian
Proprietor

Encl.: As above

Witness:

1. *[Signature]*

Harish R. Chalam
S/o Ramesh V. Chalam
c/o S. Anantha & Co.
C-316, 3rd Floor, Nirmal Avior, Galaxy
LBS Marg, Mulund (W) Mumbai - 80
Counter Signed

For PRAKASH STEELAGE LIMITED

[Signature]
Kamal P. Kanugo
Director



2. *[Signature]*
Shital S. Gaikwad
d/o Suresh. G. Gaikwad.
c/o S. Anantha & Co.
C-316, 3rd Floor, Nirmal Avior - Galaxy.
LBS Marg, MULUND - W, Mumbai - 400 080.

Annexure

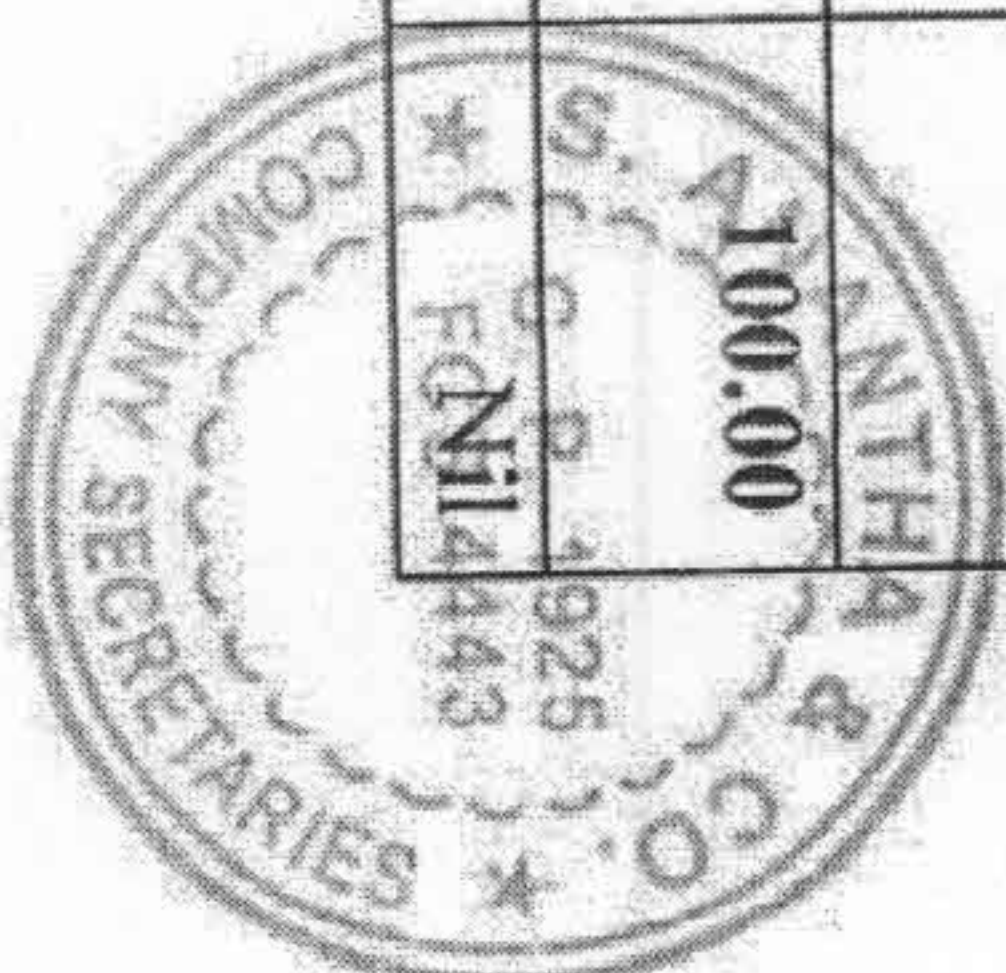
Report of the Scrutinizer on the voting by the shareholders of PRAKASH STEELAGE LIMITED on the resolutions at the 24th Annual General Meeting (AGM) by e-voting ('Remote e-voting') and the voting through polling papers (by the shareholder himself or through authorised representative or by proxy attending the AGM)

a) Resolution No. 1: Consider and adopt Audited Financial Statements as at 31st March, 2015 (Standalone and Consolidated) together with reports of Directors' and Auditors' thereon.

Sr. No.	Particulars	e-voting ('Remote e-voting')			Voting by Physical Ballot Forms (By Post or in Person)			Total (e-voting + Physical Ballot Forms)		
		No. of members voted	No. of Shares	% of total No. of valid e-votes cast	No. of members voted	No. of Shares	% of total No. of valid physical votes cast	No. of members voted	No. of Shares	% of total valid e-votes + physical votes cast
1.	Votes in favour of the Resolution	13	12,97,268	100.00	24	2,89,8073	100.00	37	41,95,341	100.00
2.	Votes against the Resolution	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
3.	Total Valid Votes (1+2)	13	12,97,268	100.00	24	28,98,073	100.00	37	41,95,341	100.00
4.	Invalid Votes	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil

b) Resolution No. 2: To declare Dividend on the Equity Shares of the Company for the Financial Year 2014-15.

Sr. No.	Particulars	e-voting ('Remote e-voting')			Voting by Physical Ballot Forms (By Post or in Person)			Total (e-voting + Physical Ballot Forms)		
		No. of members voted	No. of Shares	% of total No. of valid e-votes cast	No. of members voted	No. of Shares	% of total No. of valid physical votes cast	No. of members voted	No. of Shares	% of total valid e-votes + physical votes cast
1.	Votes in favour of the Resolution	13	12,97,268	100.00	24	28,98,073	100.00	37	41,95,341	100.00
2.	Votes against the Resolution	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
3.	Total Valid Votes (1+2)	13	12,97,268	100.00	24	28,98,073	100.00	37	41,95,341	100.00
4.	Invalid Votes	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil



Annexure

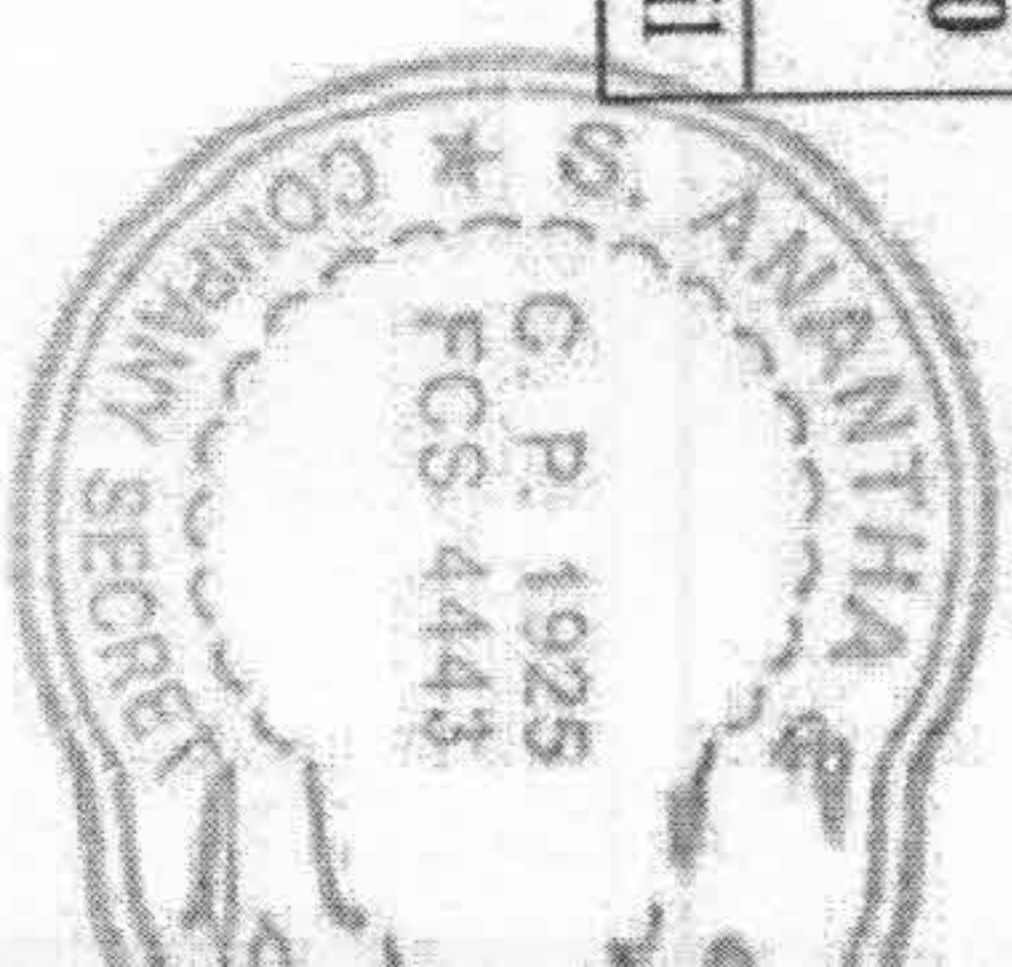
Report of the Scrutinizer on the voting by the shareholders of PRAKASH STEELAGE LIMITED on the resolutions at the 24th Annual General Meeting (AGM) by e-voting ('Remote e-voting') and the voting through polling papers (by the shareholder himself or through authorised representative or by proxy attending the AGM)

c) Resolution No. 3: Appointment of Director in place of Mr. Prakash C. Kanungo (DIN: 00286366), who retires by rotation and being eligible, offers himself for re-appointment.

Sr. No.	Particulars	e-voting ('Remote e-voting')			Voting by Physical Ballot Forms (By Post or in Person)			Total (e-voting + Physical Ballot Forms)		
		No. of members voted	No. of Shares	% of total No. of valid e-votes cast	No. of members voted	No. of Shares	% of total No. of valid physical votes cast	No. of members voted	No. of Shares	% of total valid e-votes + physical votes cast
1.	Votes in favour of the Resolution	13	12,97,268	100.00	24	28,98,073	100.00	37	41,95,341	100.00
2.	Votes against the Resolution	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
3.	Total Valid Votes (1+2)	13	12,97,268	100.00	24	28,98,073	100.00	37	41,95,341	100.00
4.	Invalid Votes	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil

d) Resolution No. 4: Appointment of M/s, Batliboi & Purohit, Chartered Accountants, (Firm Registration No.101048W) as the Statutory Auditors and fix their remuneration.

No.	Particulars	e-voting ('Remote e-voting')			Voting by Physical Ballot Forms (By Post or in Person)			Total (e-voting + Physical Ballot Forms)		
		No. of members voted	No. of Shares	% of total No. of valid e-votes cast	No. of members voted	No. of Shares	% of total No. of valid physical votes cast	No. of members voted	No. of Shares	% of total valid e-votes + physical votes cast
1.	Votes in favour of the Resolution	13	12,97,268	100.00	24	28,98,073	100.00	37	41,95,341	100.00
2.	Votes against the Resolution	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
3.	Total Valid Votes (1+2)	13	12,97,268	100.00	24	28,98,073	100.00	37	41,95,341	100.00
4.	Invalid Votes	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil



Annexure

Report of the Scrutinizer on the voting by the shareholders of PRAKASH STEELAGE LIMITED on the resolutions at the 24th Annual General Meeting (AGM) by e-voting ('Remote e-voting') and the voting through polling papers (by the shareholder himself or through authorised representative or by proxy attending the AGM)

e) Resolution No. 5: Ratification and confirmation of the remuneration to be paid to M/s. Amish Parmar & Associates, Cost Accountants, for the financial year ending on March 31, 2016.

Sr. No.	Particulars	e-voting ('Remote e-voting')			Voting by Physical Ballot Forms (By Post or in Person)			Total (e-voting + Physical Ballot Forms)		
		No. of members voted	No. of Shares	% of total No. of valid e-votes cast	No. of members voted	No. of Shares	% of total No. of valid physical votes cast	No. of members s voted	No. of Shares	% of total valid e-votes + physical votes cast
1.	Votes in favour of the Resolution	13	12,97,268	100.00	24	28,98,073	100.00	37	41,95,341	100.00
2.	Votes against the Resolution	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
3.	Total Valid Votes (1+2)	13	12,97,268	100.00	24	28,98,073	100.00	37	41,95,341	100.00
4.	Invalid Votes	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil

[Handwritten Signature]

