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CIN: L27310JH2006PLC012663

Sec/Share/2015-16/42

12th September, 2015

By Email/Courier

The Secretary
Bombay Stock Exchange Limited
Phiroze Jeejeebhoy Towers
Dalal Street
Mumbai- 400001

The Manager
National Stock Exchange of India Ltd.,
Exchange Plaza, C-1, Block G,
Bandra Kurla Complex, Bandra (E)
Mumbai – 400 051

Sir,
Voting Results-8th Annual General Meeting (AGM)
Notice dated 11th May, 2015

Please find enclosed details regarding the Voting results on the resolutions as set out in the AGM Notice dated 11th May, 2015.

We are also enclosing Scrutinizer's Report dated 12th September, 2015 for your perusal and record.

Please treat this as Compliance with Clause 35A of the Listing Agreement.

Yours faithfully,
For ELECTROSTEEL STEELS LIMITED


Anubhav Maheshwari
Company Secretary

Encl: a/a

A DATE OF AGM	11th September 2015
B Total Number of Shareholders as on Record date (Being the cut off date for determining shareholders entitled for Voting- 4th September 2015)	50326
C No of shareholders present in the meeting either in person or through Proxy - Promoters and Promoter Group - Public	1 40
D No. of shareholders attended the meeting through Video conferencing - Promoters and Promoter Group - Public	Not Applicable

AGENDA WISE

A ORDINARY BUSINESS

Item No.1 : Ordinary Resolution

Adoption of Annual Financial Statements for the year ended 31st March 2015 together with the Reports of the Directors & Auditors thereon.

Mode of Voting : Remote E-voting/Postal Ballot Forms/ Ballot Papers

Promoter/ Public	No. of shares held (1)	No. of votes polled @	% of votes polled on outstanding shares (3)=(2/1)*100	No. of votes in favour (4)	No. of votes against (5)	% of votes in favour on votes polled (6)=4/2 *100	% of votes against on votes polled (7)=5/2*100
Promoter and Promoter Group	1,08,98,00,000	1,08,98,00,000	45.23	1,08,98,00,000	-	100.00	-
Public-Institutional Holders	2,23,98,481	20,48,436	0.16	20,48,436	-	100.00	-
Public-Others	1,29,70,36,542	68,97,15,948	38.71	68,96,77,157	38,791	99.994	0.006
Total	2,40,92,35,023	1,78,15,64,384	84.10	1,78,15,25,593	38,791	99.998	0.002

@ Excludes 1637612 Invalid votes

Item No. 2 : Ordinary Resolution

Re-appointment of Mr. Amrendra Prasad Verma (DIN : 00236108) as a Director of the Company

Mode of Voting : Remote E-voting/Postal Ballot Forms/ Ballot Papers

Promoter/ Public	No. of shares held (1)	No. of votes polled @	% of votes polled on outstanding shares (3)=(2/1)*100	No. of votes in favour (4)	No. of votes against (5)	% of votes in favour on votes polled (6)=4/2 *100	% of votes against on votes polled (7)=5/2*100
Promoter and Promoter Group	1,08,98,00,000	1,08,98,00,000	45.23	1,08,98,00,000	-	100.00	-
Public-Institutional Holders	2,23,98,481	20,48,436	0.09	20,00,000	48,436	97.64	2.36
Public-Others	1,29,70,36,542	68,97,15,948	28.63	68,96,75,807	40,141	99.994	0.006
Total	2,40,92,35,023	1,78,15,64,384	73.95	1,78,14,75,807	88,577	99.995	0.005

@ Excludes 1637612 Invalid votes



Amrendra Prasad Verma

Item No.3 Ordinary Resolution

Re-appointment of Mr. Sunil Vasant Diwakar (DIN : 00089266) as a Director of the Company

Mode of Voting : Remote E-voting/Postal Ballot Forms/ Ballot Papers

Promoter/ Public	No. of shares held (1)	No. of votes polled @	% of votes polled on outstanding shares (3)=(2/1)*100	No. of votes in favour (4)	No. of votes against (5)	% of votes in favour on votes polled (6)=4/2 *100	% of votes against on votes polled (7)=5/2*100
Promoter and Promoter Group	1,08,98,00,000	1,08,98,00,000	45.23	1,08,98,00,000		100.00	-
Public-Institutional Holders	2,23,98,481	20,48,436	0.09	20,00,000	48,436	97.64	2.36
Public-Others	1,29,70,36,542	68,97,15,948	28.63	68,96,77,057	38,891	99.994	0.006
Total	2,40,92,35,023	1,78,15,64,384	73.95	1,78,14,77,057	87,327	99.995	0.005

@ Excludes 1637612 Invalid votes

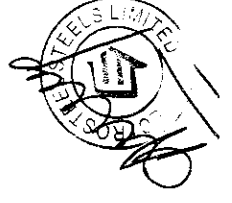
Item No.4 : Ordinary Resolution

Ratification of appointment of M/s. B. Chhawchharia & Co., Chartered Accountants (Firm Reg No. 305123E) as Statutory Auditors of the Company and to fix their remuneration

Mode of Voting : Remote E-voting/Postal Ballot Forms/ Ballot Papers

Promoter/ Public	No. of shares held (1)	No. of votes polled @	% of votes polled on outstanding shares (3)=(2/1)*100	No. of votes in favour (4)	No. of votes against (5)	% of votes in favour on votes polled (6)=4/2 *100	% of votes against on votes polled (7)=5/2*100
Promoter and Promoter Group	1,08,98,00,000	1,08,98,00,000	45.23	1,08,98,00,000		100.00	-
Public-Institutional Holders	2,23,98,481	20,48,436	0.09	20,48,436	-	100.00	-
Public-Others	1,29,70,36,542	68,97,15,348	28.63	68,96,75,207	40,141	99.994	0.006
Total	2,40,92,35,023	1,78,15,63,784	73.95	1,78,15,23,643	40,141	99.998	0.002

@ Excludes 1638212 Invalid votes



B SPECIAL BUSINESS

Item No.5 : Ordinary Resolution

Appointment of Ms. Rishu Kumari (DIN : 00729938) as an Independent Director of the Company for a term of 5 years

Mode of Voting : Remote E-voting/Postal Ballot Forms/ Ballot Papers

Promoter/ Public	No. of shares held	No. of votes polled @	% of votes polled on outstanding shares (3)=(2/1)*100	No. of votes in favour	No. of votes against	% of votes in favour on votes polled (6)=4/2 *100	% of votes against on votes polled (7)=5/2*100
	(1)	(2)	(3)	(4)	(5)	(6)	(7)
Promoter and Promoter Group	1,08,98,00,000	1,08,98,00,000	45.23	1,08,98,00,000	-	100.00	-
Public-Institutional Holders	2,23,98,481	20,48,436	0.09	20,48,436	-	100.00	-
Public-Others	1,29,70,36,542	68,97,15,948	28.63	68,96,77,057	38,891	99.994	0.006
Total	2,40,92,35,023	1,78,15,64,384	73.95	1,78,15,25,493	38,891	99.998	0.002

@ Excludes 1637612 Invalid votes

Item No.6: Ordinary Resolution

Ratification of remuneration payable to M/s. S. G. & Associates, Cost Accountants (Firm Reg. No. 000138) as Cost Auditors of the Company.

Mode of Voting : Remote E-voting/Postal Ballot Forms/ Ballot Papers

Promoter/ Public	No. of shares held	No. of votes polled @	% of votes polled on outstanding shares (3)=(2/1)*100	No. of votes in favour	No. of votes against	% of votes in favour on votes polled (6)=4/2 *100	% of votes against on votes polled (7)=5/2*100
	(1)	(2)	(3)	(4)	(5)	(6)	(7)
Promoter and Promoter Group	1,08,98,00,000	1,08,98,00,000	45.23	1,08,98,00,000	-	100.00	-
Public-Institutional Holders	2,23,98,481	20,48,436	0.09	20,48,436	-	100.00	-
Public-Others	1,29,70,36,542	68,97,15,948	28.63	68,96,75,307	40,641	99.994	0.006
Total	2,40,92,35,023	1,78,15,64,384	73.95	1,78,15,23,743	40,641	99.998	0.002

@ Excludes 1637612 Invalid votes



Item No.7 : Special Resolution

To enter into contract or arrangement with Related Party under Section 188 of the Companies Act 2013 read with Listing Agreement with Stock Exchange

Mode of Voting : Remote E-voting/Postal Ballot Forms/ Ballot Papers

Promoter/ Public	No. of shares held (1)	No. of votes polled @ (2)	% of votes polled on outstanding shares (3)=(2/1)*100	No. of votes in favour (4)	No. of votes against (5)	% of votes in favour on votes polled (6)=4/2 *100	% of votes against on votes polled (7)=5/2*100
Promoter and Promoter Group @	1,08,98,00,000	-	-	-	-	-	-
Public-Institutional Holders	2,23,98,481	20,48,436	0.09	20,00,000	48,436	97.635	2.365
Public-Others @	1,29,70,36,542	68,78,60,343	28.55	68,78,20,302	40,041	99.994	0.006
Total	2,40,92,35,023	68,99,08,779	28.64	68,98,20,302	88,477	99.987	0.013

@ Excludes 1093293217 Invalid votes which includes votes of Related party as defined under the Companies Act 2013 and Listing Agreement with Stock Exchanges

Item No.8 : Ordinary Resolution

For services of documents under Section 20 of the Companies Act 2013 for delivery of documents in a particulars mode.

Promoter/ Public	No. of shares held (1)	No. of votes polled @ (2)	% of votes polled on outstanding shares (3)=(2/1)*100	No. of votes in favour (4)	No. of votes against (5)	% of votes in favour on votes polled (6)=4/2 *100	% of votes against on votes polled (7)=5/2*100
Promoter and Promoter Group	1,08,98,00,000	1,08,98,00,000	45.23	1,08,98,00,000	-	-	-
Public-Institutional Holders	2,23,98,481	20,48,436	0.09	20,48,436	-	100.000	-
Public-Others	1,29,70,36,542	68,97,15,948	28.63	68,96,77,157	38,791	99.994	0.006
Total	2,40,92,35,023	1,78,15,64,384	73.95	1,78,15,25,593	38,791	99.998	0.002

@ Excludes 1637612 Invalid votes

All the aforesaid Ordinary /Special Resolutions as set out in the Annual General Meeting Notice dated 11th May 2015 were passed with requisite majority



K. ARUN & CO.

Company Secretaries

12th September, 2015

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, Postal Ballot Forms and Ballot Process conducted pursuant to the provisions of Sections 108 and 110 of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014

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, Postal Ballot Forms and Ballot Papers conducted pursuant to the provisions of Sections 108 and 110 of the Companies Act, 2013 ("Act") read with Companies (Management and Administration) Rules, 2014 and Clause 35B of the Listing Agreement, in respect of the Resolutions mentioned in the Annual General Meeting (AGM) Notice dated 11th May 2015.

The Management of the Company is responsible to ensure the compliance with the requirements of the Sections 108 and 110 of the Act read with Companies (Management and Administration) Rules, 2014. 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 AGM 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. 4th September 2015 was entitled to vote on the resolutions of the AGM Notice.



'Shantiniketan', 8 Camac Street, 8th Floor, Suite, #807, Kolkata- 700017 Ph.: +91 3340040798
Email: khandeliaarun@hotmail.com/ khandeliaarun@yahoo.co.in

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 AGM. The shareholders who did not have access to the remote e-voting facility were provided with the facility to vote through Postal Ballot process. The shareholders who were present on 11th September 2015 at the venue of the meeting and had not opted to vote through the remote e-voting and postal ballot process 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 Tuesday, 8th September 2015 and closed at 5.00 p.m. on Thursday, 10th September 2015. At the end of the remote e-voting period, the facility was blocked by the Service Provider.
- 2 At the venue of the AGM, 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 Anurupa Mazumder 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, postal ballot forms and ballot papers to declare the final results for each of the resolution forming part of the AGM Notice and to ascertain the number of shares voted in "Favour" or "Against". The members who have abstained from the voting during the aforesaid voting process have not been considered in preparation of the Consolidated Report. The Postal Ballot Forms/ Ballot Papers which were incomplete and/or which were otherwise found defective have been treated as invalid and kept separately.

I hereby submit Consolidated Scrutinizer Report as per the provisions of Section 108 and 110 of the Act and Clause 35B of the Listing Agreement containing the results of each of the resolutions of the AGM as detailed in Annexure A.



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, Postal Ballot Forms and Ballot process are being maintained in the electronic form.

The Registers and all other records/ papers relating to Remote e-voting, Postal Ballot Forms and Ballot process shall remain in our custody till the Chairman considers, approves and signs the AGM Minutes and thereafter the same shall be returned.

You may accordingly declare the Result of Voting for each Resolution of the AGM Notice as detailed in the attachment and marked as **Annexure-A**.

Thanking you,

Place: Kolkata

Dated: 12.09.2015

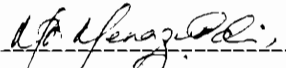
For K ARUN & CO
Company Secretaries

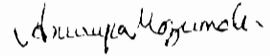
(ARUN KUMAR KHANDELIA)

Partner

C.P. No. 2270

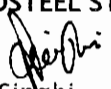
We, the undersigned witnesses that the votes in respect of e-voting of shareholders of ELECTROSTEEL STEELS LTD. were unblocked from e-voting website of Karvy Computershare Private Limited in our presence at 12.25 p.m. on 11th September, 2015.


Md. Menazuddin
233 Tiljala road
Kolkata - 700046


Anurupa Mazumder
Santi Appt. Flat A-2/B-2
1, Vivek Park Kamdahari, Garia
Kolkata - 700040

Countersigned by

For **ELECTROSTEEL STEELS LIMITED**


Lalit Kumar Singhi

Director

DIN: 00893144

Particulars	Number of Members voted through Remote E-voting	Number of Remote E-votes casted	Number of Members voted through Physical Ballot forms	Number of votes casted through Physical Ballot Forms	Number of Members voted through Ballot Papers	Number of votes casted by Ballot Papers	Total No. of votes cast through Remote-voting, Physical Ballots and Ballot Papers	% of total number of valid votes cast
	1	2	3	4	5	6	7=(2) + (4) +(6)	8

Item No.1 : Ordinary Resolution for Adoption of Annual Financial Statements for the year ended 31st March 2015 together with the Reports of the Directors & Auditors thereon.

Voted in favour of the resolution	96	1780070055	26	1224850	22	230688	1781525593	99.998
Voted against the resolution	3	28070	3	12721	-	-	38791	0.002
Total	99	1780096125	29	1237571	22	230688	1781564384	100.00
Invalid /Abstain votes	2	1635412	1	2200	-	-	1637612	-

Item No. 2 : Ordinary Resolution for re-appointment of Mr. Amrendra Prasad Verma (DIN : 00236108) as a Director of the Company

Voted in favour of the resolution	94	1780020369	25	1224750	22	230688	1781475807	99.995
Voted against the resolution	5	75756	4	12821	-	-	88577	0.005
Total	99	1780096125	29	1237571	22	230688	1781564384	100.00
Invalid /Abstain votes	2	1635412	1	2200	-	-	1637612	-

Item No.3 Ordinary Resolution for re-appointment of Mr. Sunil Vasant Diwakar (DIN : 00089266) as a Director of the Company

Voted in favour of the resolution	95	1780021619	25	1224750	22	230688	1781477057	99.995
Voted against the resolution	4	74506	4	12821	-	-	87327	0.005
Total	99	1780096125	29	1237571	22	230688	1781564384	100.00
Invalid /Abstain votes	2	1635412	1	2200	-	-	1637612	-

Item No.4 : Ordinary Resolution for ratification of appointment of M/s. B. Chhawchharia & Co., Chartered Accountants (Firm Reg No. 305123E) as Statutory Auditors of the Company and to fix their remuneration

Voted in favour of the resolution	94	1780068205	25	1224750	22	230688	1781523643	99.998
Voted against the resolution	4	27320	4	12821	-	-	40141	0.002
Total	98	1780095525	29	1237571	22	230688	1781563784	100.00
Invalid /Abstain votes	3	1636012	1	2200	-	-	1638212	-



Item No.5 : Ordinary Resolution for appointment of Ms. Rishu Kumari (DIN : 00729938) as an Independent Director of the Company for a term of 5 years

Voted in favour of the resolution	96	1780070055	25	1224750	22	230688	1781525493	99.998
Voted against the resolution	3	26070	4	12821	-	-	38891	0.002
Total	99	1780096125	29	1237571	22	230688	1781564384	100.00
Invalid /Abstain votes	2	1635412	1	2200	-	-	1637612	-

Item No.6: Ordinary Resolution for ratification of remuneration payable to M/s. S. G. & Associates, Cost Accountants (Firm Reg. No. 000138) as Cost Auditors of the Company.

Voted in favour of the resolution	95	1780068805	24	1224250	22	230688	1781523743	99.998
Voted against the resolution	4	27320	5	13321	-	-	40641	0.002
Total	99	1780096125	29	1237571	22	230688	1781564384	100.00
Invalid /Abstain votes	2	1635412	1	2200	-	-	1637612	-

Item No.7 : Special Resolution to enter into contract or arrangement with Related Party under Section 188 of the Companies Act 2013 read with Listing Agreement with Stock Exchange

Voted in favour of the resolution	85	668364764	26	1224850	22	230688	669820302	99.987
Voted against the resolution	5	75756	3	12721	-	-	88477	0.013
Total	90	668440520	29	1237571	22	230688	689908779	100.00
Invalid /Abstain votes #	11	1093291017	1	2200	-	-	1093293217	-

Excludes Votes of Related Party as defined under the Companies Act 2013 and Listing Agreement with Stock Exchanges

Item No.8 : Ordinary Resolution for services of documents under Section 20 of the Companies Act 2013 for delivery of documents in a particulars mode.

Voted in favour of the resolution	96	1780070055	26	1224850	22	230688	1781525593	99.998
Voted against the resolution	3	26070	3	12721	-	-	38791	0.002
Total	99	1780096125	29	1237571	22	230688	1781564384	100.00
Invalid /Abstain votes	2	1635412	1	2200	-	-	1637612	-

Place: Kolkata
Dated: 12.09.2015

For K ARUN & CO
Company Secretaries

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

