Oil Country Tubular Ltd.
'KAMINENI', 3rd Floor, King Koti, Hyderabad - 500001,
Telangana, India. ✆ +91 40 2478 5555, Fax: +91 40 2475 9299
CIN: L26932TG1985PLC005329, GSTIN: 36AAACO2290H1ZJ

OCTL/SEC/11282/2018
13th April, 2018

Bombay Stock Exchange Ltd
BSE's Corporate Relationship Dept
1ST Floor, New Trading Ring
Routunga Building, P J Towers
Dalal Street
MUMBAI – 400 001

National Stock Exchange of India Lt
Exchange Plaza
5TH Floor, Plot No: C/1
G-Block, Bandra Karla Complex
Bandra East
MUMBAI – 400 051

Dear Sir / Madam,

Sub: E-Voting and Postal Ballot Results on Sale of Processing Plant-2- Reg.
Ref: BSE Scrip Code: 500313; NSE Scrip Code: OILCOUNTUB.

With reference to the subject stated above, we are enclosing herewith Scrutinizer's Report issued by Ms.Manjula Aleti, Practising Company Secretary on E-Voting and Postal Ballot Process conducted pursuant to the provisions of Section 108 and 110 of the Companies Act, 2013 ("the Act") read with Rule 20 & 22 of the Companies (Management and Administration) Rules, 2014.

The Special Resolution for the Sale of Processing Plant-2 to any person/Body Corporate is Passed with Requisite Majority.

This is for your information and record.

Thanking You,

Yours faithfully,
For OIL COUNTRY TUBULAR LIMITED

SRIDHAR KAMINENI
MANAGING DIRECTOR

Encl. a/a

CS MANJULA ALETI
ACS, LLB
Practicing Company Secretary

REPORT OF SCRUTINIZER ON E-VOTING AND POSTAL BALLOT PROCESS

[Pursuant to Section 108 and 110 of the Companies Act,2013 read with Rule 20 & 22 of the Companies (Management and Administration) Rules,2014]

To,
The Managing Director of
M/s. Oil Country Tubular Limited
"Kamineni", 3rd Floor
King Koti,Hyderabad - 500001

Dear Sir,

Sub: Scrutinizer's Report on E-Voting and Postal Ballot Process conducted pursuant to the provisions of Section 108 and 110 of the Companies Act,2013 ('the Act') read with Rule 20 & 22 of the Companies (Management and Administration) Rules,2014

The Board of Directors of M/s. Oil Country Tubular Limited ('the Company') have vide resolution passed on 24th February, 2018, decided to provide to the members of the Company, a facility to exercise their voting rights on the resolution for:

1. **Sale of Processing Plant -2 to any person /Body Corporate**

Pursuant to Section 108 and 110 of the Companies Act,2013 read with Rule 20 & 22 of the Companies (Management and Administration) Rules,2014.

I, Manjula Aleti, Company Secretary in Practice having M.No.31661, COP: 13279 has been appointed as the Scrutinizer by the Board of Directors of the Company vide resolution passed on 24th February,2018 as required under Section 108 and 110 of the Companies Act, 2013 read with Rule 20 & 22 of the Companies (Management and Administration) Rules,2014 for the purpose of scrutinizing the e-voting process and Postal Ballot process in a fair and transparent manner and ascertaining the requisite majority for passing of resolution as aforesaid.

The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules relating to voting through electronic means and postal Ballot on the resolution mentioned above. My responsibility as a Scrutinizer is restricted to ensure that the e-voting process and Postal ballot process is conducted in a fair and transparent manner and make the Scrutinizer's report of the votes cast "in favour" or "against" the resolution stated above, based on the postal ballots received by the Company & reports generated from the e-voting system provided by the Central Depository Services (India) Limited (CDSL), the authorized agency to provide e-voting facilities, engaged by the Company.

MANJULA ALETI,

PRACTICING COMPANY SECRETARY
M.No. 31661 COP 13279

Shop No.2, 2nd Floor,Maheshwar Complex,Metro Pillar No.KUK-5,
Kukatpally Main Road, Kukatpally,Hyderabad-500072. Ph No.9533 88 5867,
E-mail:pcsmanjula@gmail.com

The notice dated 24th February, 2018 was sent to the shareholders along with statement setting out material facts under Section 102 of the Companies Act, 2013.

The member of the Company holding shares on the cut off date i.e.6th March,2018 were entitled to vote on the resolution proposed and as set out in the Postal Ballot Notice.

In this regard, I submit my report as under:

1. The e-voting period remained open from 13th March,2018 (09.00 AM) to 11th April, 2018 (05.00 PM).

2. At the end of the e-voting period, The votes were unblocked on 11th April, 2018 after 5.30 PM in the presence of two witnesses Ms. Leela Kumari and Mr. Adhitya Reddy, who were not in the employment of the company. They have signed below in confirmation of the votes being unblocked in their presence.

Signature : _____ Signature: _____

Name: M. LEELA KUMARI Name: A. Adhitya Reddy

3. The details containing list of the shareholders who voted for or against each of the resolution that were put to vote were downloaded from the e-voting website of CDSL (www.evotingindia.com).

4. I have scrutinized the votes casted through electronic means and through postal ballot process for the purpose of this report.

5. The company dispatched postal ballot forms along with postage prepaid business reply envelope to its members whose name(s) appears on the Register of Members / List of beneficiaries as on 06th March, 2018 and whose email ids were not registered for e-voting.

6. The postal ballot forms were kept under my safe custody in sealed cover before commencing the scrutiny of such postal ballot forms.

7. The ballot Covers were opened on Thursday 12th April, 2018 at 11.00 AM in my presence.

8. The postal ballot forms were duly opened in my presence and scrutinized and the shareholding was matched / confirmed with Register of Members of the Company / list of beneficiaries as on 06th March, 2018 being cut-off date for dispatch of postal ballot notice.

9. All postal ballot forms received upto the close of working hours i.e. 05.00 PM on Wednesday, 11th April 2018, the last date and time fixed by the company for receipt of the forms, were considered for my scrutiny.

MANJULA ALETI,
PRACTICING COMPANY SECRETARY
M.No. 31661 COP-13279

10. Envelopes containing postal ballot forms received after 11th April, 2018 5.00 PM were not considered for my scrutiny. Till the date of report, I have not received any envelop after the close of working hours on 11th April,2018 5.00 PM.

11. The particulars of all the votes casted by postal ballot as well as through e-voting process have been recorded in a register separately maintained for the purpose.

SPECIAL BUSINESS:

Sale of Processing Plant -2 to any person / Body Corporate.

(i) Voted in favour of the Resolution:

Number of members voted in e-voting	Number of votes cast by e-voting	Number of members/proxies voted through POLL	Number of votes cast by POLL	Total Number of members voted through e-voting and by POLL	Total Number of votes cast by e-voting & by POLL	% of total number of valid votes cast
41	22671714	6	5316	47	22677030	100

(ii) Voted against the Resolution:

Number of members voted in e-voting	Number of votes cast by e-voting	Number of members voted through POLL	Number of votes cast by POLL	Total Number of members voted through e-voting and by POLL	Total Number of votes cast by e-voting & by POLL	% of total number of valid votes cast
2	121	Nil	Nil	2	121	0.00

RESULT:

As the Number of votes cast in favour of Resolution is One Hundred Percent (100%) as against Zero Percent (0%) for the votes cast against, I Report that the Special Resolution is passed with Requisite Majority.

All relevant records relating to electronic voting and Poll were handed over to the Managing Director of the company for safe keeping.

For MANJULA ALETI
Company Secretary in Practice

MANJULA ALETI,
PRACTICING COMPANY SECRETARY
M.No. 31661 COP-13279

CS Manjula Aleti
M.No : 31661
COP : 13279

Place: Hyderabad
Date: 12.04.2018