



GODAWARI POWER & ISPAT

REF: GPIL/NSE & BSE/2018/3459

Date: 04.04.2018

To,

1. The Listing Department,
The National Stock Exchange Limited,
Exchange Plaza, Bandra Kurla Complex,
Bandra (E), MUMBAI – 400051
NSE Symbol: GPIL
2. The Corporate Relation Department,
The Stock Exchange, Mumbai,
1st Floor, Rotunda Building,
Dalal Street, MUMBAI – 400 001
BSE Security Code: 532734

Dear Sir,

Sub: Submission of Minutes of Extra Ordinary General Meeting.

Please find attached herewith the certified true copy of signed Minutes of Extra Ordinary General Meeting of Shareholders of the Godawari Power and Ispat Limited held on 27th February, 2018 at Second Floor, Hira Arcade, Near New Bus Stand, Pandri, Raipur, Chhattisgarh - 492001.

Kindly take the above information/documents on record.

Thanking you,

Yours faithfully,

For **GODAWARI POWER AND ISPAT LIMITED**

Y.C. RAO
COMPANY SECRETARY

Encl: As Above

Godawari Power & Ispat Limited

An ISO 9001:2008, ISO 14001:2004 & OHSAS 18001:2007 certified company
CIN L27106CT1999PLC013756

Registered Office and Works: Plot No. 428/2, Phase I, Industrial Area, Siltara, Raipur - 493111, Chhattisgarh, India

P: +91 771 4082333, **F:** +91 771 4082234

Corporate address: Hira Arcade, Near New Bus Stand, Pandri, Raipur - 492001, Chhattisgarh, India

P: +91 771 4082000, **F:** +91 771 4057601

www.godawaripowerispat.com, www.hiragroup.com

MINUTES

Type of Meeting	Extra-Ordinary General Meeting
Name of the Company	Godawari Power & Ispat Limited
Day & Date of Meeting	Tuesday the 27 th February, 2018
Venue of Meeting	2 nd Floor, Hira Arcade, Near New Bus Stand, Pandri, Raipur, C.G.
Time of Commencement	11.30 AM
Time of Conclusion	12.30 PM

PRESENT:

1.	Shri Biswajit Choudhuri	Chairman of the Board and Audit Committee
2.	Shri Abhishek Agrawal	Executive Director & Member
3.	Shri Siddharth Agrawal	Director & Member

And 28 other members were present personally and 03 members were present through their authorized representatives.

IN ATTENDANCE:

1. Shri Y.C. Rao Company Secretary & Member

CHAIRMAN: Shri Biswajit Choudhuri, Chairman of the company took chair and conducted the proceedings of the meeting.

QUORUM: The Chairman commenced the meeting by welcoming the Members to the Extra-Ordinary General Meeting (EGM). The Chairman announced that the requisite quorum being present, the meeting was called to order.

PROXIES: The Chairman then announced that until 48 hours before the time of the commencement of the Extra-Ordinary General Meeting, the company has received 07 proxies for 72,86,144 equity shares of Rs10/- each and 03 representations under Section 113 of the Companies Act, 2013 from bodies Corporate covering 32,05,169 equity shares of Rs10/- each, had been received and the same were laid on the table.

NOTICE: With the consent of the all the members present in the meeting the Notice convening the Extra Ordinary General Meeting as circulated to the members of the company was taken as read.

REGISTERS KEPT FOR INSPECTION: Chairman declared that the following documents and Registers were kept at the meeting for inspection by the members:

- a. Board Resolution for Further Issue of Securities
- b. Register of Directors and Key Managerial Persons and their shareholdings
- c. Register of proxies along with the proxies received.
- d. Memorandum and Article of Association

VOTING PROCESS: The Chairman explained to the members about the voting process. He then informed the Members that pursuant to Section 108 of the Companies Act, 2013, the Company has provided remote e-voting facility as an alternate for the Shareholders of the Company to enable them to cast their votes electronically between 24th February, 2018 (9:00 am) to end on 26th February, 2018 (5:00 pm) on the resolutions mentioned in the notice convening the EGM and CS Brajesh R. Agrawal, Practicing Company Secretary was appointed as the Scrutinizer for the E-voting Process.


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For, Godawari Power & Ispat Ltd.


Company Secretary

The Chairman further informed that those Members who had not cast their vote through e-voting process would be provided Ballot Papers to cast vote on Poll. CS Brajesh R Agrawal, Practicing Company Secretary was appointed as the Scrutinizer for the Poll process also.

The Chairman then informed the Shareholders about the flow of events at the EGM and stated that he would first move the resolution as set out in the notice of EGM and then, in accordance with section 109 of the Companies Act, 2013 would order for Poll to be conducted on the Agenda. He further stated that after movement of resolution queries will be invited and the same will be addressed by the management. The Chairman further stated that on conclusion of the question & answer session, the Shareholders may cast their votes through poll and thereafter a report on the combined results of e-voting and Poll by Ballot would be prepared by the Scrutinizer and the same shall be displayed on the website of the Company and the Stock Exchanges. The Shareholders gave their consent to the said flow of the EGM proceedings.

The Chairman then introduced all other Directors present in the meeting to the shareholders and explained the reasons for absence of the Directors who were not present at the meeting and thereafter took up the agenda.

AGENDA ITEM NO. 1: FURTHER ISSUE OF SECURITIES:

The Chairman then advised members to propose and second the resolution pertaining further issue of securities.

Shri Niket Khandelwal Proposed and Shri Nidhi Marothia seconded the following Resolutions to be passed as Special Resolutions for item no. 1 of the Notice pertaining further issue of securities as per the details more specifically mentioned in the resolution.

The Chairman then put the following Resolution into motion:

“RESOLVED THAT

- a. pursuant to the provisions of Sections 42, 62 and 71 and other applicable provisions, if any, of the Companies Act, 2013 and rules made thereunder, Foreign Exchange Management Act, 1999, Foreign Exchange Management (Transfer or Issue of Security by a Person Resident outside India) Regulations, 2000, Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009, (“SEBI Regulations”), Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, Listing Agreements entered into by the Company with the stock exchanges where equity shares of the Company of face value Rs. 10 each are listed, enabling provisions of the Memorandum and Articles of Association of the Company, the Depository Receipts Scheme, 2014, the Issue of Foreign Currency Convertible Bonds and Ordinary Shares (through Depository Receipt Mechanism) Scheme, 1993, and any statutory modifications, re-enactments or amendments from time to time to the above mentioned regulations, rules and schemes and clarifications issued thereon from time to time and subject to other applicable laws, rules, regulations, guidelines, notifications and circulars issued by various competent authorities/bodies, whether in India or abroad and subject to such approvals, consents, permissions and sanctions of the Securities and Exchange Board of India (“SEBI”), Government of India (“GoI”), Reserve Bank of India (“RBI”), Foreign Investment Promotion Board (“FIPB”), Department of Industrial Policy & Promotion (“DIPP”) and all other appropriate and / or competent authorities or bodies whether in India or abroad to the extent applicable and subject to such conditions and modifications, as may be prescribed by any of them in granting such approvals, consents, permissions and sanctions, which may be agreed to by the Board of Directors of the Company (hereinafter referred as “Board” which term shall



[Handwritten signature]

For Godawari Power & Ispat Ltd.
CERTIFIED TRUE COPY

Company Secretary

include any Committee thereof which the Board may have constituted to exercise its powers including the powers conferred by this Resolution), consent of the Company be and is hereby accorded to offer, create, issue and allot including with provisions for reservation on firm and/or competitive basis, of such part of the issue and for such categories of persons as may be permitted, with or without green shoe option, in one or more tranches, to investors whether Indian or Foreign, including Foreign Institutions, Qualified Institutional Buyers ("QIB"), Non-Resident Indians, Corporate Bodies, Mutual Funds, Banks, Insurance Companies, Pensions Funds, trusts, stabilizing agents or otherwise or any combination thereof, whether or not such investors are shareholders, promoters, directors or associates of the Company, through issue of equity shares of the Company ("Equity Shares") and / or Global Depository Receipts ("GDRs") and / or American Depository Receipts ("ADRs") and / or Foreign Currency Convertible Bonds ("FCCB") and/or fully convertible debentures and/or partly convertible debentures and/ or optionally convertible debentures and/ or non convertible debentures with warrants and/ or debentures and/ or other securities convertible into equity shares at the option of the Company and/ or holder(s) of such securities, with or without voting/special rights, or with or without detachable warrants with a right exercisable by the warrant holders to subscribe to the Equity Shares or otherwise (all of which are hereinafter collectively referred to as "Securities") or combination of Securities, at such time or times in one or more tranches, whether rupee denominated or denominated in foreign currency, by way of one or more public and/or private offerings and/or on preferential allotment basis including a qualified institutions placement or any combination thereof, at such price or prices, at market price or at a discount or premium to market price in terms of applicable regulations, to any eligible investors, including residents and/or non-residents and/or qualified institutional buyers and/or institutions/banks and/or incorporated bodies and/or individuals and/or trustees and/or stabilizing agents or otherwise, whether or not such investors are members of the Company as may be deemed appropriate by the Board and as permitted under applicable laws and regulations, for an amount upto Rs. 5000 million in Indian Rupees or an equivalent amount in any foreign currency, as the Board may determine, where necessary in consultation with the Lead Managers, Merchant Bankers, Underwriters, Guarantors, Financial and other agencies, as required, and on such terms and conditions as may be determined and deemed appropriate by the Board in its absolute discretion at the time of such issue and allotment considering the prevailing market conditions and other relevant factors in consultation with the merchant banker(s) to be appointed, so as to enable to list on any stock exchanges in India and / or on any of the overseas stock exchanges, wherever required and as may be permissible."

- b. the Securities issued in foreign markets shall be deemed to have been made abroad and / or in the market and / or at the place of issue of the Securities in the international market and may be governed by the applicable laws."
- c. in the event of issue of GDRs / ADRs, the pricing shall be determined in compliance with principles and provisions set out in the Depository Receipts Scheme, 2014, the Foreign Exchange Management (Transfer or Issue of Securities by a person resident outside India) Regulations, 2000 and such other notifications, clarifications, guidelines, rules and regulations issued by relevant authorities (including any statutory modifications, amendments or re-enactments thereof)."
- d. in the event the Securities are proposed to be issued as FCCBs, subject to the provisions of the Issue of Foreign Currency Convertible Bonds and Ordinary Shares (Through Depository Receipts Mechanism) Scheme, 1993, including any statutory modifications, re-enactments or amendments thereto from time to time and other applicable pricing provisions issued by the



A handwritten signature in black ink, consisting of a stylized 'P' followed by a horizontal line.

Ministry of Finance, the relevant date for the purpose of determining the floor price for conversion of the FCCBs into equity shares shall be the date of the meeting in which the Board or duly authorized committee of directors decides to open such issue after the date of this Resolution or such other date as may be prescribed under applicable law.”

- e. in the event the Equity Shares are issued in the course of QIP under Chapter VIII of SEBI Regulations, the pricing shall be determined in compliance with principles and provisions set out in the regulation 85 of Chapter VIII of the SEBI Regulations and the Board may offer a discount of not more than 5% (five per cent) on the price calculated for the QIP or such other discount as may be permitted under said SEBI Regulations.”
- f. in the event the Equity Shares are issued in the course of QIP under Chapter VIII of SEBI Regulations, the relevant date for the purpose of the pricing of the Equity Shares shall be the meeting in which the Board decides to open the issue or such other date as may be prescribed under applicable law.”
- g. the Board be and is hereby authorised to enter into any arrangement with any agencies or bodies for the issue of GDRs and / or ADRs represented by underlying equity shares in the share capital of the Company with such features and attributes as are prevalent in international / domestic capital markets for instruments of this nature and to provide for the tradability and free transferability thereof in accordance with market practices as per the domestic and / or international practice and regulations and under the norms and practices prevalent in the domestic / international capital markets and subject to applicable laws and regulations and the Articles of Association of the Company.”
- h. for the purpose of giving effect to any offer, issue or allotment of Securities, the Board be and is hereby authorised on behalf of the Company to do all such acts, deeds, matters and things as it may, in absolute discretion, deem necessary or desirable for such purpose, including without limitation, the determination of the terms thereof, finalization and approval of the offer documents(s), private placement offer letter, determining the form, proportion and manner of the issue, including the class of investors to whom the Securities are to be allotted, number of Securities to be allotted, issue price, premium amount on issue / conversion / exercise / redemption, rate of interest, redemption period, fixing record date, listings on one or more stock exchanges in India or abroad, entering into arrangements for managing, underwriting, marketing, listing and trading, to issue placement documents and to sign all deeds, documents and writings and to pay any fees, commissions, remuneration, expenses relating thereto and for other related matters and with power on behalf of the Company to settle all questions, difficulties or doubts that may arise in regard to such offer(s) or issue(s) or allotment(s) as it may, in its absolute discretion, deem fit.”
- i. the Securities to be created, issued, allotted and offered in terms of this Resolution shall be subject to the provisions of the Memorandum and Articles of Association of the Company.”
- j. the Equity Shares so issued shall in all respects rank pari passu with the existing Equity Shares of the Company and shall be listed with the stock exchanges where the Company's existing equity shares are listed.”
- k. the Board be and is hereby authorised to appoint merchant bankers, underwriters, depositories, custodians, registrars, trustees, bankers, lawyers, advisors and all such agencies as may be involved or concerned in the issue and to remunerate them by way of commission, brokerage, fees or the like (including reimbursement of their actual expenses) and also to enter into and



execute all such arrangements, contracts / agreements, memorandum, documents, etc., with such agencies, to seek the listing of Securities on one or more recognized stock exchange(s), to affix common seal of the Company on any arrangements, contracts / agreements, memorandum, documents, etc. as may be required."

- l. for the purpose of giving effect to the above, the Board be and is hereby authorised in consultation with the merchant banker(s), advisors and / or other intermediaries as may be appointed in relation to the issue of Securities, to take all actions and do all such acts, deeds, matters and things as it may, in its absolute discretion, deem necessary, desirable or expedient for the issue and allotment of Securities and listing thereof with the stock exchanges or otherwise as may be required in relation to the issue and to resolve and settle all questions and difficulties that may arise in the issue, offer and allotment of Securities, including finalization of the number of Securities to be issued in each tranche thereof, form, terms and timing of the issue of Securities including for each tranche of such issue of Securities, identification of the investors to whom Securities are to be offered, utilization of the proceeds and other related, incidental or ancillary matters as the Board may deem fit at its absolute discretion, to make such other applications to concerned statutory or regulatory authorities as may be required in relation to the issue of Securities and to agree to such conditions or modifications that may be imposed by any relevant authority or that may otherwise be deemed fit or proper by the Board and to do all acts, deeds, matters and things in connection therewith and incidental thereto as the Board in its absolute discretion deems fit and to settle any questions, difficulties or doubts that may arise in relation to the any of the aforesaid or otherwise in relation to the issue of Securities."
- m. the Board be and is hereby authorised to delegate (to the extent permitted by law) all or any of the powers herein conferred to any committee of director(s) or any director(s)/officer of the Company in such manner as they deem fit in their absolute discretion with the power to take such steps and do all such acts, deeds, matters and things as they deem fit and proper for the purposes of the issue."

AGENDA ITEM NO. 2: APPOINTMENT OF DIRECTOR:

The Chairman then advised members to propose and second the resolution pertaining appointment of Director.

Shri Satyanarayan Agrawal Proposed and Shri Kamlesh Tembhare seconded the following Resolutions to be passed as Ordinary Resolutions for item no. 2 of the Notice pertaining to appointment of Shri Siddharth Agrawal as Director as per the details more specifically mentioned in the resolution.

The Chairman then put the following Resolution into motion:

"RESOLVED THAT pursuant to the provisions of Section 149, 152, 160 read with Schedule IV and all other applicable provisions, of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) Shri Siddharth Agrawal (DIN: 02180571), who was appointed as an Additional Director by the Board of Directors at its meeting held on January 20, 2018 pursuant to provisions of Section 161(1) of the Companies Act, 2013 and the Articles of Association of the Company and who holds office up to the date of ensuing General Meeting and in respect of whom the Company has received a notice in writing under Section 160 of the Companies Act, 2013 from a member proposing his candidature for the office of the Director of the Company, be and is hereby appointed as Director of the Company, liable to retire by rotation."

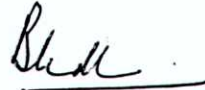


VOTING BY POLL:

The chairman suo moto announced poll to be taken from all the members present in the meeting who had not exercised their votes through e-voting and that the poll would be taken upto 12.30 PM and advised CS Brajesh R Agrawal, the Scrutinizer appointed for the purpose to complete the poll process and submit his report as early as possible.

VOTE OF THANKS

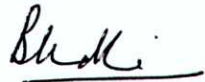
There being no other business to transact, the meeting terminated after completion of casting of all the votes, with a vote of thanks to the Chair.



**BISWAJIT CHOUDHURI
CHAIRMAN**

REPORT OF THE SCRUTINIZER:

CS Brajesh R Agrawal has scrutinized the votes casted through ballot/Poll Paper at the EGM and thereafter unblocked the votes casted through remote e-voting in presence of two witnesses. The consolidated Scrutinizer's Report was submitted by CS Brajesh R Agrawal to the Company Secretary on 27.02.2018 and as per the said report the resolutions as set out in the notice convening the meeting have been passed. A copy of the said report attached herewith as Annexure 1, shall form an integral part of these minutes.



**BISWAJIT CHOUDHURI
CHAIRMAN**





B. R. Agrawal & Associates

Practicing Company Secretaries

Goyal Enterprises 18/952, Civil Station Road
Opp. Hotel Satkar, Raipur (C.G.) - 492009,
Phone : 0771-4061914, 4911914
Mobile : 98264-26263
E-mail : office.csps@gmail.com

To
The Chairman
Extra Ordinary General Meeting of the Shareholders of
Godawari Power and Ispat Limited
Held on 27/02/2018 at 11:30 AM

Subject: Scrutinizer's Report - combined report on e-voting and poll process

Ref: Godawari Power and Ispat Limited (CIN: L27106CT1999PLC013756)
Extra Ordinary General Meeting held on 27/02/2018 at 11:30 AM (the EGM)

Dear Sir,

I, the undersigned, was appointed as scrutinizer vide Board Resolution dated 20/01/2018 to act as such for e-voting and poll in the EGM in respect of the resolutions proposed to be passed in the Extra Ordinary General Meeting, to seek approval of the holders of equity shares passing of the 1 (One) Special resolution and 1 (One) Ordinary resolution.

Pursuant to my appointment and the provisions of section 108 and 109 of the Companies Act, 2013 (the Act) read with rule 20 and 21 of the Companies (Management and Administration) Rules, 2014 (including amendments) (the Rules), I have completed scrutiny of the e-voting and poll process of the EGM. At the request of the management, I hereby submit my combined report on e-voting and poll as under:

1. The Company had completed the dispatch of notice to its members on 03/02/2018, through courier, whose e-mail ID was not registered with the Company or its Registrar and Transfer Agent (RTA) and sent an email through National Securities Depository Limited (NSDL) along with the details of login ID and password to its members whose email ID was registered with the Company or its RTA as on cut-off date i.e. 19/01/2018.
2. Total shareholders of the Company as on the cut-off date (i.e. 19/01/2018) for dispatch of notice were 17966 (Seventeen Thousand Nine Hundred and Sixty Six only). Total shareholder of the Company as on the cut-off date (i.e. 20/02/2018) for the voting were 18563 (Eighteen Thousand Five Hundred Sixty Three only).



3. The shareholders of the Company had option to vote on resolutions either in the EGM through the physical ballot forms attached with notice or through remote e-voting facility. Shareholders opting for e-voting facility casted their votes on the designated website <http://evoting.nsdl.com/> of NSDL.
4. All votes casted electronically through NSDL portal from Saturday, 24/02/2018 at 09:00 AM (IST) up to Monday, 26/02/2018 at 05:00 PM (IST), the last date and time fixed by the Company, for casting of votes were considered for my scrutiny.
5. At the EGM, 1 (One) ballot box was kept for polling and was duly locked in my presence.
6. The locked ballot box was subsequently opened in presence of two independent persons, who were not employees of the company, who have signed a statement enclosed with this report to that effect; and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Company/Registrar & Transfer Agents of the Company and the authorizations/proxies lodged with the Company.
7. The NSDL provided me access to the records in pursuance of rule 20(4)(xiii) of the Companies (Management and Administration) Rules, 2015 so as to ensure the members who have availed the facility of e-voting have not again voted in the Extra Ordinary General Meeting.
8. 64 (Sixty-four) members casted their vote through remote e-voting and 3 (Three) member casted their vote under poll conducted in the EGM.
9. A summary of the votes cast electronically as well as under poll in the EGM are as follows:



Item no. 1

1. Further Issue of Securities on such terms and conditions as stated in the explanatory statement to the notice of the EGM

Sr. no.	Particulars of e-voting and poll process	Electronic	Poll	Total
a	Total number of form received/ members voted	64	3	67
b	Less: Invalid number of forms received/ members voted	-	-	-
c	Net valid number of form received/ members voted	64	3	67
d	Total number of votes cast	22040820	5100	22045920
e	Less: Number of invalid votes cast	-	-	-
f	Net valid number of votes cast	22040820	5100	22045920
g	Total number of votes with assent for resolution	21990575	5100	21995675
h	Total number of votes with dissent for resolution	50245	0	50245
i	% of votes cast in favour of the resolution	99.75	00.02	99.77
j	% of votes cast against the resolution	00.23	00	00.23

Item no. 2.

2. Appointment of Shri Siddharth Agrawal as Director

Sr. no.	Particulars of e-voting and poll process	Electronic	Poll	Total
a	Total number of form received/ members voted	61	3	64
b	Less: Invalid number of forms received/ members voted	-	-	-
c	Net valid number of form received/ members voted	61	3	64
d	Total number of votes cast	17391550	5100	17396650
e	Less: Number of invalid votes cast	-	-	-
f	Net valid number of votes cast	17391550	5100	17396650
g	Total number of votes with assent for resolution	17391500	5100	17396600
h	Total number of votes with dissent for resolution	50	0	50
i	% of votes cast in favour of the resolution	99.97	00.03	100
j	% of votes cast against the resolution			



10. I am pleased to inform you that all the Resolutions in item no. 1 to 2 of the notice dated 20/01/2018, have been duly passed with requisite majority.
11. Accordingly, you may take on record the result of the remote e-voting and poll process in the EGM as described above and declare the results.
12. I have issued separate reports of e-voting and poll conducted at the EGM of even date.
13. I have kept the register of assent or dissent in electronic mode as well as physical mode for recording votes under remote e-voting and poll process in the EGM. The same shall be handed over to Shri Y.C. Rao, Company Secretary for the purpose of safe keeping in compliance with the provisions of the Companies Act, 2013 and rules made there under.

Thanking you.

Yours faithfully,

For, B. R. Agrawal & Associates
Practicing Company Secretary


(CS Brajesh R. Agrawal)
Proprietor
FCS 5771 | CP 5649

Date: 27/02/2018

Place: Raipur



For, Godawari Power & Ispat Ltd.



Company Secretary

~~Chairman~~ / Person Authorized by Chairman



B. R. Agrawal & Associates

Practicing Company Secretaries

Goyal Enterprises 18/952, Civil Station Road
Opp. Hotel Satkar, Raipur (C.G.) - 492009,
Phone : 0771-4061914, 4911914
Mobile : 98264-26263
E-mail : office.csps@gmail.com

To

The Chairman

Extra Ordinary General Meeting of the Shareholders of
Godawari Power and Ispat Limited
Held on 27/02/2018 at 11:30 AM

Subject: Scrutinizer's Report on e-Voting exercised during 24th to 26th February 2018

Ref: Godawari Power and Ispat Limited (CIN: L27106CT1999PLC013756)
Extra Ordinary General Meeting held on 27/02/2018 at 11:30 AM (the EGM)

Dear Sir,

I, the undersigned, was appointed as scrutinizer vide Board Resolution dated 20/01/2018 to act as scrutinizer for e-voting and poll in the EGM in respect of the resolutions proposed to be passed in the Extra Ordinary General Meeting, to seek approval of the holders of equity shares for passing of the 1 (One) Special resolution and 1 (One) Ordinary resolution.

Pursuant to my appointment and the provisions of section 108 and 109 of the Companies Act, 2013 (the Act) read with rule 20 and 21 of the Companies (Management and Administration) Rules, 2014 (including amendments) (the Rules), I have completed the scrutiny of e-voting and submit my report on e-voting as under:

1. All casting of votes electronically through NSDL portal from Saturday, 24/02/2018 at 09:00 AM (IST) up to Monday, 26/02/2018 at 05:00 PM (IST), the last date and time fixed by the Company, for casting of votes were considered for my scrutiny.
2. The e-voting was duly unblocked after conclusions of the EGM, in the presence of two independent persons who have signed a statement enclosed with this report to that effect, and who were not employees of the Company. The electronic votes were duly examined.
3. 64 (Sixty-four) members had cast their votes through remote e-voting.
4. A summary of the votes cast electronically (in the order, as specified in notice of EGM) are as follows:



Item no. 1

1. Further Issue of Securities on such terms and conditions as stated in the explanatory statement to the notice of the EGM

(i) Voted **in favour** of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
60	21990575	99.77

(ii) Voted **against** the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
4	50245	0.23

(iii) **Invalid** votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
0	0

Item no. 2.

2. Appointment of Shri Siddharth Agrawal as Director

(i) Voted **in favour** of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
60	17391500	99.99

(ii) Voted **against** the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
1	50	0

(iii) **Invalid** votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
0	0

5. Accordingly, you may take on record the result of the e-voting as described above



6. I have kept the e-voting register of ASSENT or DISSENT in electronic mode and the same shall be handed over to Shri Y.C. Rao, Company Secretary for the purpose of safe keeping in.

Thanking you.

Yours faithfully,

For, B. R. Agrawal & Associates
Practicing Company Secretary


(CS Brajesh R. Agrawal)
Proprietor
FCS 5771 | CP 5649



Date: 27/02/2018

Place: Raipur



Enclosed:

1. Statement for unblocking of votes from witnesses.

For, Godawari Power & Ispat Ltd.



Company Secretary

Chairman/ Person Authorized by Chairman

Date: 27/02/2018

Place: Raipur

STATEMENT REGARDING UNBLOCKING OF E-VOTING
IN PRESENCE OF INDEPENDENT PERSONS

Ref:

Extra-Ordinary General Meeting of the Shareholders of
Godawari Power And Ispat Limited Held on Tuesday, 27/02/2018 at 11.30AM

EVEN	ISIN	ISIN NAME	START DATE	END DATE
108154	INE177H01013	GODAWARI POWER AND ISPAT LIMITED EQ	24/02/2018	26/02/2018

We the undersigned persons hereby witness that e-voting of Godawari Power And Ispat Limited, details of which are mentioned above and which ended at 5.00 pm on 26th February 2018, was unblocked by Shri Brajesh R. Agrawal, Practicing Company Secretary, Raipur in our presence after conclusion of the Extra Ordinary General Meeting and poll process.



Witness 1



Witness 2



Name: Ms. VIBHA PATNI

Address: H. No. C-16, Golden Arcade Colony
Near Suyash Hospital, Ram Darbar Mandir
Gate, Kota, Raipur (CG)

Name: Ms. RADHA BANSAL

Address: H. No. C-25, Sector 3
Devendra Nagar, Raipur (CG)



FORM NO. MGT.13

Report of Scrutinizer on Poll

[Pursuant to rule section 109 of the Companies Act, 2013 and rule 21(2) of the Companies (Management and Administration) Rules, 2014]

To

The Chairman

Extra Ordinary General Meeting of the Shareholders of

Godawari Power and Ispat Limited

Held on 27/02/2018 at 11:30 AM

Dear Sir,

I, the undersigned, appointed as scrutinizer for the purpose of poll taken on the below mentioned resolutions at the Extra ordinary General Meeting of Equity shareholders of Godawari Power and Ispat Limited (the Company) held on 27/02/2018 at 11:30 AM, submit my report on poll as under:

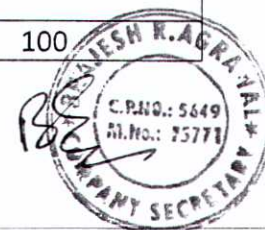
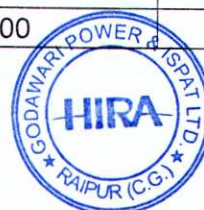
1. The Chairman instructed for taking poll *suo motu* during the Extra Ordinary General Meeting
2. After the time fixed for closing of the poll by the Chairman 1 (One) ballot box kept for polling was locked in my presence with due identification marks placed by me.
3. The locked ballot box was subsequently opened in presence of two independent persons, who were not employees of the company, who have signed a statement enclosed with this report to that effect; and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Company/Registrar & Transfer Agents of the Company and the authorizations/ proxies lodged with the Company.
4. The Company/ NSDL provided me access to the records in pursuance of rule 20(4)(xiii) of the Companies (Management and Administration) Rules, 2015 so as to ensure the members who have availed the facility of e-voting have not again voted in the Extra Ordinary General Meeting.
5. 03 (Three) members casted their votes through poll in the EGM. I did not find any poll papers invalid.
6. The result of the Poll is as under (In order of the resolutions stated in the notice of the EGM):

ITEM NO. 1

1. Further Issue of Securities on such terms and conditions as stated in the explanatory statement to the notice of the EGM

- (i) Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
03	5100	100



(ii) Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
00	00	00

(iii) Invalid votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
00	00

ITEM NO. 2.

2. Appointment of Shri Siddharth Agrawal as Director

(i) Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
03	5100	100

(ii) Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
00	00	00

(iii) Invalid votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
00	00

7. An electronic register and physical register containing a list of equity shareholders who voted 'FOR' or 'AGAINST' and those whose votes were declared invalid for each resolution is enclosed.

8. The poll papers and all other relevant records shall be handed over to Shri Y.C. Rao, Company Secretary for safe keeping.

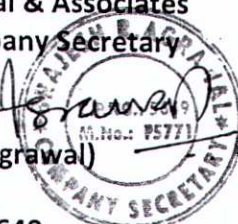
Thanking you.

Yours faithfully,

For, B. R. Agrawal & Associates
Practicing Company Secretary


(CS Brajesh R. Agrawal)
Proprietor

FCS 5771 | CP 5649
Raipur, 27/02/2018



For, Godawari Power & Ispat Ltd.



Company Secretary

Chairman/ Person Authorized by Chairman



STATEMENT REGARDING UNLOCKING OF BALLOT BOX
IN PRESENCE OF INDEPENDENT PERSONS

Ref:

**Extra-Ordinary General Meeting of the Shareholders of
Godawari Power And Ispat Limited Held on Tuesday, 27/02/2018 at 11.30AM**

We the undersigned persons hereby witness that ballot box used during poll in the EGM, details of which are mentioned above, was unlocked by Shri Brajesh R. Agrawal, Practicing Company Secretary, Raipur in our presence after conclusion of the EGM and closure of the poll.

Witness 1

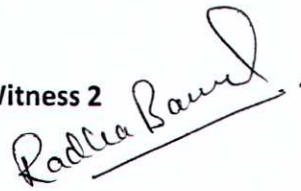


Name: Ms. VIBHA PATNI

Address: H. No. C-16, Golden Arcade Colony

**Near Suyash Hosptal, Ram Darbar Mandir
Gate, Kota, Raipur (CG)**

Witness 2



Name: Ms. RADHA BANSAL

Address: H. No. C-25, Sector 3

Devendra Nagar, Raipur (CG)

