

MANAKSIA STEELS LIMITED

Regd Office : Bikaner Building , 3rd Floor, 8/1, Lal Bazar Street, Kolkata - 700 001
Corporate Identity Number : L27101WB2001PLC138341
Phone : +91-33-2231 0050/51/52, Fax : +91-33-2230 0336

Sec/Steel/202		Date: 29th September, 2018
The Secretary The Manager		
BSE Limited National Stock Exchange of India Limited		
New Trading Wing Exchange Plaza, C-1, Block- "G"		
Rotunda Building, 5th Floor, Bandra Kurla Complex,		
PJ Tower, Dalal Street, Bandra East,		
Mumbai- 400 001 Mumbai- 400 051		
Dear Madam/Sir,		
Subject: Voting Results of 17th Annual General Meeting of the Company under Regulation 44(3) of the SEBI (Listing		
In Compliance with the Regulation 44(3) of the Listing Regulations, please find enclosed the details of voting results in prescribed format of the business(es) transacted at the 33rd Annual General Meeting of the Company held on 27th September, 2018 at Bhasha Bhawan, National Library Auditorium, at Belvedere Road, Kolkata- 700 027. We are enclosing herewith the Consolidated Scrutinizer Report on Remote E-voting and Poll for your information and records.		
Date of AGM	27th September, 2018	
Total number of shareholders on record date i.e 20th September, 2018	23651	
Total No. of shareholders present in the meeting either in person or through proxy:	344	
Promoters and Promoter Group:	5	
Public:	339	
No. of shareholders attended the meeting through video conferencing: Promoters and Promoter Group Public	None	
Resolution No. 1(a): To consider and adopt the Audited Standalone Financial Statements of the Company for the financial year ended 31st March, 2018 including the Audited Balance Sheet and Statement of Profit & Loss for the year ended 31st March, 2018 and the Reports of the Board of Directors and Auditors thereon. 1(b): To consider and adopt the Audited Consolidated Financial Statements of the Company for the financial year ended 31st March, 2018 including the Consolidated Audited Balance Sheet and Statement of Profit & Loss for the year ended 31st March, 2018 and the Reports of the Auditors thereon.		
Resolution required- Ordinary/Special	Ordinary	
Whether Promoter/Promoter group are interested in the agenda/resolution	No	

Category	Mode of Voting	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	E-voting	42543440	42,543,440	100	42,543,440	-	100	-
	Poll		-	-	-	-	-	-
	Total		42,543,440	100	42,543,440	-	100	-
Public Institutions	E-voting	4844538	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Total		-	-	-	-	-	-
Public-Non Institutions	E-voting	18146072	107,170	0.59	106,470	700	99.35	0.65
	Poll		1,571,447	8.66	1,571,442	5	99.99	0.00
	Total		1,678,617	9.25	1,677,912	705	99.96	0.04
Total		65534050	44,222,057	67.4795	44,221,352	705	100.00	0.0016

Resolution No. 2: To appoint a Director in place of Mr. Vineet Agrawal (DIN: 00441223), who retires by rotation at this Annual General Meeting as a Director and being eligible, offers himself for re-appointment.

Resolution required- Ordinary/Special				Ordinary				
Whether Promoter/Promoter group are interested in the agenda/resolution				Yes				
Category	Mode of Voting	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	E-voting	42543440	42,543,440	100	42,543,440	-	100	-
	Poll		-	-	-	-	-	-
	Total		42,543,440	100	42,543,440	-	100	-
Public Institutions	E-voting	4844538	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Total		-	-	-	-	-	-
Public-Non Institutions	E-voting	18146072	106,970	0.5895	105,770	1,200	98.8782	1.1218
	Poll		1,571,447	8.66	1,571,442	5	99.9997	0.0003
	Total		1,678,417	9.2495	1,677,212	-	99.9282	0.0718
Total		65534050	44,221,857	67.47	44,220,652	1,205	99.9947	0.0053

Resolution No. 3: To appoint a Director in place of Mr. Mrinal Kanti Pal (DIN: 00867865), who retires by rotation at this Annual General Meeting as a Director and being eligible, offers himself for re-appointment.

Resolution required- Ordinary/Special				Ordinary				
Whether Promoter/Promoter group are interested in the agenda/resolution				Yes				
Category	Mode of Voting	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	E-voting	42543440	42,543,440	100	42,543,440	-	100	-
	Poll		-	-	-	-	-	-
	Total		42,543,440	100	42,543,440	-	100	-
Public Institutions	E-voting	4844538	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Total		-	-	-	-	-	-
Public-Non Institutions	E-voting	18146072	107,070	0.59	106,370	700	99.34	0.65
	Poll		1,571,447	8.66	1,571,442	5	99.99	0
	Total		1,678,517	9.25	1,677,812	705	99.95	0.04
Total		65534050	44,221,957	67.47	44,221,252	705	99.99	0.69

Resolution No. 4: To approve material related party transactions entered into by the Company during the Financial Year 2017-18.

"RESOLVED

THAT pursuant to the provisions of Section 188 and all other applicable provisions, if any, of the Companies Act, 2013 ("Act") read with rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force) and in terms of Regulation 23 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, consent of the members be and is hereby accorded for ratification / approval of material related party transactions entered into by the Company with related parties during the Financial Year 2017-18 as set out in the explanatory statement annexed to the notice convening this meeting."

RESOLVED FURTHER THAT the Board of Directors and/ or a Committee thereof, be and is hereby, authorized to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution."

Resolution required- Ordinary/Special				Ordinary				
Whether Promoter/Promoter group are interested in the agenda/resolution				Yes				
Category	Mode of Voting	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	E-voting	42543440	42,543,440	100	42,543,440	-	100	-
	Poll		-	-	-	-	-	-
	Total		42,543,440	100	42,543,440	-	100	-

Public Institution s	E-voting	4844538	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Total		-	-	-	-	-	-
Public-Non Institution s	E-voting	18146072	107,070	0.59	105,330	1,740	98.37	1.62
	Poll		1,571,447	7.9566	1,571,442	5	99.99	0
	Total		1,678,517	8.5466	1,676,772	1,745	99.89	0.1
Total		65534050	1,678,517	2.56	1,676,772	1,745	99.89	0.1

Resolution No. 5: To approve related party transactions to be entered into by the Company during the Financial Year 2018-19.

"RESOLVED

THAT pursuant to the provisions of Section 188 and all other applicable provisions, if any, of the Companies Act, 2013 ("Act") read with rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force) and in terms of Regulation 23 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the approval of the shareholders be and is hereby accorded to the Board of Directors of the Company to enter into contract(s)/ arrangement(s)/ transaction(s) with related party as set out in the explanatory statement annexed to the notice convening this meeting, on such term(s) and condition(s) as the Board of Directors may deem fit, upto a maximum aggregate value as set out in the explanatory statement annexed to the notice during the Financial year 2018-19, provided that the said transaction(s)/ contract(s) /arrangement(s) so carried out shall be at arm's length and in the ordinary course of business of the Company.

RESOLVED FURTHER THAT the Board of Directors and/ or a Committee thereof, be and is hereby, authorized to do all acts and take all such steps as may be considered necessary or expedient to give effect to this resolution."

Resolution required- Ordinary/Special				Special				
Whether Promoter/Promoter group are interested in the agenda/resolution				Yes				
Category	Mode of Voting	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	E-voting	42543440	42,543,440	100	42,543,440	-	100	-
	Poll		-	-	-	-	-	-
	Total		42,543,440	100	42,543,440	-	100	-
Public Institution s	E-voting	4844538	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Total		-	-	-	-	-	-
Public-Non Institution s	E-voting	18146072	107,070	0.59	105,330	1,740	98.37	1.6251
	Poll		1,571,447	8.66	1,571,442	5	99.9997	0.0003
	Total		1,678,517	9.25	1,676,772	1,745	99.8874	0.1126
Total		65534050	1,678,517	2.56	1,676,772	1,745	99.996	0.004

Resolution No. 6: To increase the remuneration of Mr. Varun Agrawal (DIN: 00441271), Managing Director of the Company.

"RESOLVED THAT pursuant to the provisions of Sections 196, 197, 198 and other applicable provisions, if any, of the Companies Act, 2013 read with Schedule V and the Rules made thereunder (including any statutory modification(s) or re-enactments thereof for the time being in force), applicable clauses of Articles of Association of the Company and subject to other approvals, if any, approval of the Company be and is hereby accorded to increase the remuneration of Mr. Varun Agrawal (DIN: 00441271), Managing Director of the Company, liable to retire by rotation, as set out in the Explanatory Statement annexed to this Notice with liberty to the Board of Directors (the "Board") to alter and vary the terms and conditions of the said appointment in such manner as may be mutually agreed between the Board and Mr. Varun Agrawal provided that such variation or increase, as the case may be, is within the overall limits as prescribed under Section 197 and/or Schedule V of the Companies Act, 2013.

Resolution required- Ordinary/Special				Special				
Whether Promoter/Promoter group are interested in the agenda/resolution				Yes				
Category	Mode of Voting	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	E-voting	42543440	42,543,440	100	42,543,440	-	100	-
	Poll		-	-	-	-	-	-
	Total		42,543,440	100	42,543,440	-	100	-
Public Institutions	E-voting	4844538	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Total		-	-	-	-	-	-
Public-Non Institutions	E-voting	18146072	107,070	0.59	106,330	740	99.3089	0.6911
	Poll		1,571,447	8.6622	1,571,442	5	99.9997	0.0003
	Total		1,678,917	9.2522	1,677,772	745	99.9556	0.0444
Total		65534050	44,221,957	67.47	44,221,212	745	99.9983	0.0017

Resolution No. 7: To increase the remuneration of Mr. Vineet Agrawal (DIN: 00441223), Whole-time Director of the Company.

"RESOLVED THAT
pursuant to the provisions of Sections 196, 197, 198 and other applicable provisions, if any, of the Companies Act, 2013 read with Schedule V and the Rules made thereunder (including any statutory modification(s) or re-enactments thereof for the time being in force), applicable clauses of Articles of Association of the Company and subject to other approvals, if any, approval of the Company be and is hereby accorded to increase the remuneration of Mr. Vineet Agrawal (DIN: 00441223), Whole time Director of the Company designated as Chief Executive Officer (CEO), liable to retire by rotation, as set out in the Explanatory Statement annexed to this Notice with liberty to the Board of Directors (the "Board") to alter and vary the terms and conditions of the said appointment in such manner as may be mutually agreed between the Board and Mr. Vineet Agrawal provided that such variation or increase, as the case may be, is within the overall limits as prescribed under Section 197 and/or Schedule V of the Companies Act, 2013.

RESOLVED FURTHER THAT in absence or inadequacy of the profits in any financial year, Mr. Vineet Agrawal shall be entitled to receive and be paid such remuneration as minimum remuneration as stated in the Explanatory Statement, subject to the necessary approvals/ceilings as specified under Schedule V of the Companies Act, 2013 and payment of such minimum remuneration shall not be for more than three years or for such years in which such inadequacy arises, whichever is less.

RESOLVED FURTHER THAT any Director and/or Company Secretary of the Company be and are hereby authorised to do all such acts and take all such steps as may be considered necessary, proper and expedient to give effect to this resolution."

Resolution required- Ordinary/Special				Special				
Whether Promoter/Promoter group are interested in the agenda/resolution				Yes				
Category	Mode of Voting	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	E-voting	42543440	42,543,440	100	42,543,440	-	100	-
	Poll		-	-	-	-	-	-
	Total		42,543,440	100	42,543,440	-	100	-
Public Institutions	E-voting	4844538	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Total		-	-	-	-	-	-
Public-Non Institutions	E-voting	18146072	107,070	0.59	105970	1100	98.9726	1.0274
	Poll		1,571,447	8.6622	1571442	5	99.9997	0.0003
	Total		1,678,517	9.2522	1677412	1105	99.9342	0.0658
Total		65534050	44221957	67.48	44220852	1105	99.9975	0.0025

Resolution No. 8: To approve the remuneration to be paid to M/s S Chhaparia & Associates, Cost Auditors of the Company for the Financial Year ending 31st March, 2019.

"RESOLVED THAT pursuant to the provisions of Section 148 and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or reenactments thereof, for the time being in force), the remuneration, as approved by the Board of Directors based on the recommendation of the Audit Committee and as set out in the Statement annexed to the Notice convening this meeting, to be paid to M/s S Chhaparia & Associates (Membership No.: 31134), Practicing Cost Accountants of 33/1, N.S. Road, (Marshall House) 2nd Floor, Room No.- 245, Kolkata - 700 001, the Cost Auditors, appointed by the Board of Directors of the Company to conduct the audit of the Cost Records of the Company for the financial year ending 31st March, 2019 be and is hereby ratified.

RESOLVED FURTHER THAT any Director and/or Company Secretary of the Company be and is hereby severally authorized to do all acts and take all such steps as may be considered necessary, proper or expedient to give effect to this resolution."

Resolution required- Ordinary/Special				Special				
Whether Promoter/Promoter group are interested in the agenda/resolution				Yes				
Category	Mode of Voting	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	E-voting	42543440	42,543,440	100	42,543,440	-	100	-
	Poll		-	-	-	-	-	-
	Total		42,543,440	100	42,543,440	-	100	-
Public Institutions	E-voting	4844538	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Total		-	-	-	-	-	-
Public-Non Institutions	E-voting	18146072	107070	0.59	106370	700	99.3462	0.6538
	Poll		1571447	8.6622	157442	5	99.9997	0.0003

Resolution No. 8: To consider and approve alteration of Articles of Association of the Company.

"RESOLVED THAT pursuant to the provisions of Sections 5, 14 and other applicable provisions, if any, of the Companies Act, 2013 ("Act") read with Rules framed thereunder (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) and subject to all applicable approvals, consents, sanctions and permissions of appropriate authorities, departments or bodies as may be necessary, the Articles of Association of the Company, be and is hereby altered in the following manner:

a) Insertion of new clause 2(1)(e) after existing clause 2(1) (d):

"2(1)(e). "Chairman/Chairperson" means the Chairman appointed by the Board, Committees of the Board or Chairman appointed in a general meeting, as the case may be, in terms of these Articles."

b) Re-numbering of the existing clauses 2(1)(e), 2(1)(f) and 2(1)(g) as 2(1)(f), 2(1)(g) and 2(1)(h) respectively.

c) Substitution of the existing clause 67 with the following new clause:

"67. Subject to applicable laws, the Company may, in the General Meeting elect a Chairperson of the company and such Chairperson, shall preside as Chairperson at every General Meeting of the company.

The period of the Chairperson so elected may be as recommended by the Board and approved in the General meeting."

d) Substitution of the existing clause 68 with the following new clause:

"68. If there is no such Chairperson as provided in article 67, the Board of Directors may authorize any of the directors to preside the General Meetings of the Company.

If there is no such chairperson as provided in article 67 or the Board has not authorized any of its directors to preside the general meeting of the company, or if he is not present within fifteen minutes after the time appointed for holding the meeting, or is unwilling to act as chairperson of the meeting, the Directors present shall elect one among themselves to be Chairperson of the meeting."

e) Substitution of the existing clause 69 with the following new clause:

"69. If at any meeting, if there is no such Chairperson as provided in article 67 or the board has not authorized any of its Directors to preside the General Meeting of the Company and no director is willing to act as Chairperson or if no director is present within fifteen minutes after the time appointed for holding the meeting, the members present shall, by poll or electronically, choose one of their members to be Chairperson of the meeting.

f) Substitution of the existing clause 70 with the following new clause:

"70. any act or resolution which, under these Articles or the Act is permitted or required to be done or passed by the Company in General Meeting, shall be sufficiently so done or passed, if affected by an ordinary resolution as defined in section 114(1) of the Act unless either the Act or the Articles specifically require such act to be done or resolution to be passed by a specific majority or by special resolution as defined in section 114(2) of the Act. The Board shall be at liberty to decide to pass any act or resolution as a special resolution as defined in section 114(2) of the Act."

g) Substitution of the existing clause 74(1) with the following new clause:

"74(1). The Chairman may unless dissented to or objected by the majority of members present at a meeting at which a quorum is present, adjourn the meeting for any reason, at any stage of the meeting."

h) Deletion of existing clause 87(4).

i) Substitution of existing clause 94(2) with the following new clause :

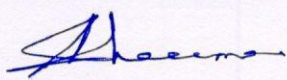
ii) Substitution of existing clause 94(2) with the following new clause :

Resolution required- Ordinary/Special				Special				
Whether Promoter/Promoter group are interested in the agenda/resolution				Yes				
Category	Mode of Voting	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	E-voting	42543440	42,543,440	100	42,543,440	-	100	-
	Poll		-	-	-	-	-	
	Total		42,543,440	100	42,543,440	-	100	-
Public Institutions	E-voting	4844538	-	-	-	-	-	-
	Poll		-	-	-	-	-	
	Total		-	-	-	-	-	
Public-Non Institutions	E-voting	18146072	107070	0.59	106330	740	99.3089	0.6911
	Poll		1571447	8.66	1571442	5	99.9997	0.0003
	Total		1678517	9.25	1677772	745	99.9556	0.0444
Total			44221957	67.4794	44221212	745	99.9986	0.0017

Thanking you,

Yours faithfully,

For Manaksia Steels Limited


Ajay Sharma
Company Secretary
Membership No. A34079