



GIL/KOL/2015-16/
March 31, 2016

Bombay Stock Exchange Limited Floor 25, P. J. Towers, Dalal Street, Mumbai - 400 001. INDIA.	National Stock Exchange of India Limited "EXCHANGE PLAZA", Bandra - Kurla Complex, Bandra (East), Mumbai- 400 051. INDIA.
--	---

Kind Attn: Corporate Compliance Department

Dear Sir,

SUB: MINUTES OF POSTAL BALLOT AND E-VOTING

We are enclosing herewith Minutes of Postal Ballot and E-voting conducted for the approval of the resolutions as stated in the Notice of Postal Ballot and E-voting dated February 16, 2016.

We hereby request you to please take on record our above submission.

Thanking you,

Yours faithfully,
GALLANTT ISPAT LIMITED

Nitesh Kumar
(COMPANY SECRETARY)
Encl: As above

GALLANTT ISPAT LIMITED

1, CROOKED LANE, SECOND FLOOR, ROOM NOS. 222 & 223, KOLKATA - 700 069
Tel.: 033-4064 2189, Telefax: 033-2231 2429, e-mail: gil@gallantt.com, Website: www.gallantt.com
Factory: AL-5, Sector-23, Sahjanwa, District - Gorakhpur-Uttar Pradesh
Corporate Identification No.: L27109WB2005PLC101650

MINUTES OF THE PROCEEDINGS FOR DECLARATION OF RESULTS OF THE POSTAL BALLOT AND E-VOTING OF GALLANTT ISPAT LIMITED PURSUANT TO THE POSTAL BALLOT NOTICE DATED 16TH FEBRUARY, 2016, AT THE REGISTERED OFFICE OF THE COMPANY AT 1, CROOKED LANE, SECOND FLOOR, ROOM NO. 222 & 223, KOLKATA - 700069 ON TUESDAY, 29TH MARCH, 2016 AT 4:00 P.M.

PRESENT

Mr. Chandra Prakash Agrawal (Chairman & Managing Director)
Mr. Jyotirindra Nath Dey, Director
Mrs. Sangeeta Upadhyay, Director
Mr. Tanmay Kumar Saha (Scrutinizer)
Mr. Nitesh Kumar (Company Secretary)

1. DECLARATION OF RESULTS OF THE POSTAL BALLOT AND E-VOTING

Mr. Chandra Prakash Agrawal, Chairman & Managing Director of the Company informed that, pursuant to section 108 and 110 and other applicable provisions, if any, of the Companies Act, 2013 ('the Act') read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014 and in terms of Secretarial Standard (SS-2) issued by Institute of Company Secretaries of India, Postal Ballot Notice along with Postal Ballot Form and Postage-prepaid self addressed Business Reply Envelope were sent to all the members of the Company, dispatch of which was completed on 27.02.2016, for seeking their approval on Resolutions as set out in Postal Ballot Notice. The Postal Ballot Notice along with calendar of events relating to this, were approved by Board of Directors of the Company in their meeting held on 16.02.2016. In the same meeting the Board of Directors has also appointed Mr. Tanmay Kumar Saha, Company Secretary, as scrutinizer for conducting the postal ballot and e-voting process in accordance with the law and in fair and transparent manner.

Further, pursuant to Companies (Management and Administration) Rules, 2014, the Company had provided the facility to the members to exercise their votes either through Postal Ballot Form or electronically on the said Resolutions.

Mr. Tanmay Kumar Saha, the scrutinizer, after carrying out the scrutiny of Postal Ballot Forms received together with the results of the E-Voting, submitted his report on Postal Ballot and E-Voting on 29.03.2016.



Thereafter, Mr. Chandra Prakash Agrawal proceeded with declaration of Postal Ballot and E-Voting results based on the Scrutinizer's Report.

2. DETAILS OF RESOLUTIONS AND VOTING RESULTS.

ITEM NO.1: SPECIAL RESOLUTION

Sale of Flour Mills Unit Of The Company Located At Gram-Mauja-Chipli, Thana-Durgavati, District-Kaimur (Bhabhua), Bihar.

"RESOLVED THAT pursuant to the provisions of Section 180(1)(a) of the Companies Act, 2013, read with Rule 22 of the Companies (Management and Administration) Rules, 2014 and any other applicable provisions if any, of Companies Act, 2013 (including any statutory modifications or re-enactments thereof for the time being in force) and the Memorandum and Articles of Association of the Company and subject to compliance of all applicable laws and regulations and such permissions, approvals, consents and sanctions as may be necessary from the concerned/statutory authorities and subject to such other terms and conditions as may be imposed by them, the consent and approval of the Company be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to "the Board" which term shall be deemed to include any duly constituted Committee thereof) to sell, transfer or otherwise dispose of the Company's Flour Mill Unit located at Gram-Mauja- Chipili, Thana-Durgavati, District-Kaimur (Bhabhua), Bihar, to Shree Surabhi Wheat Products Private Limited (hereinafter referred to as "Surabhi Wheat"), Subsidiary of the Company within the meaning of the Companies Act, 2013, whether partially or fully, on a going concern basis, whether on a slump sale basis or otherwise, at and for such consideration, from such date and on such terms and conditions as the Board may deem fit and upon the terms and conditions as may be entered into by the Board of Directors of the Company with Surabhi Wheat and with power to agree to and accept modifications, if any, as may be required by any of the concerned authorities or otherwise, as the Board of the Company may deem fit and appropriate in the interest of the Company."

"RESOLVED FURTHER THAT the Board be or the constituted committee of Directors and is hereby authorized to finalize the terms and conditions without further referring the matter to the Members of the Company, as well as the means, methods or modes in respect thereof and to finalize and execute all required documents including agreements, memoranda, deeds of assignment/conveyance and other documents with such modifications as may be required from time to time and also to settle any question or difficulty that may



arise in regard to the sale, transfer and dispose of said Flour Mill Unit to Surabhi Wheat and to do all such acts, deeds, matters and things as may be deemed necessary and/or expedient in its discretion for completion of the transaction as aforesaid in the best interest of the Company, including to seek registration of any such documents, deeds as may be necessary, filing intimations, applying for and/or behalf of the Company and seeking approvals/consents of necessary parties, including without limitation regulatory authorities, for giving effect to this resolution and that the Board shall also have the power and authority to delegate all or any of its powers conferred herein, to the aforesaid committee of two Directors OR any Director as it may deem fit to give effect to this resolution."

The details of voting result on Item No. 1 are as under:

Category	Mode of Voting	No. of Shares held	No. of votes polled	% of votes polled on outstanding shares	No. of Votes – Favour	No. of Votes – against	% of votes in favour on votes polled	% of votes Against on votes polled
		[1]	[2]	[3] = [(2)/(1)] * 100	[4]	[5]	[6] = [(4)/(2)] * 100	[7] = [(5)/(2)] * 100
Promoter and Promoter Group	E-voting	17759037	-	-	-	-	-	-
	Poll		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Postal Ballot		12502383	70.40	12502383		100.00	-
	Total		12502383	70.40	12502383		100.00	-
Public - Institutions	E-voting	100	-	-	-	-	-	-
	Poll		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Postal Ballot		-	-	-	-	-	-
	Total		-	-	-	-	-	-
Public Non-Institution	E-voting	10476935	15835	0.15	15835	-	100.00	-
	Poll		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Postal Ballot		1180644	11.27	1180644	-	100.00	-
	Total		1196479	11.42	1196479	-	100.00	-
TOTAL		28236072	13698862	48.52	13698862	-	100.00	-

ITEM NO. 2: ORDINARY RESOLUTION

Approval of Related Party Transaction under Section 188 of the Companies Act, 2013 for Sale of Flour Mills Unit of the Company located at Gram-Mauja- Chipli, Thana-Durgavati, District-Kaimur



(Bhabhua), Bihar to Shree Surabhi Wheat Products Private Limited, a Subsidiary Company of the Company

"RESOLVED THAT pursuant to Section 188 and other applicable provisions, if any of the Companies Act, 2013 and relevant Rules made thereunder (including any statutory modification(s) or re-enactment thereof, for the time being in force), consent of the members be and is hereby accorded to the Board of Directors to enter into an agreement with Shree Surabhi Wheat Products Private Limited (hereinafter referred to as "Surabhi Wheat"), a subsidiary company of the Company, incorporated under the Companies Act, 2013 and having its Registered Office at "GALLANTT LANDMARK", Purdilpur, Bank Road, Gorakhpur - 273001 U.P. for effecting the sale and transfer of Company's Flour Mill Unit located at Gram-Mauja- Chipli, Thana-Durgavati, District-Kaimur (Bhabhua), Bihar whether partially or fully, on a going concern basis, whether on a slump sale basis or otherwise, at and for such consideration, from such date and on such terms and conditions as the Board may deem fit and upon the terms and conditions as may be entered into by the Board of Directors of the Company with Surabhi Wheat and with power to agree to and accept modifications, if any, as may be required by any of the concerned authorities or otherwise, as the Board of the Company may deem fit and appropriate in the interest of the Company."

"RESOLVED FURTHER THAT for the purpose of giving effect to the above resolution the Board of Directors of the Company or a duly authorized Committee thereof, be and is hereby authorized to take such actions and to give all such directions as may be necessary or desirable and also to settle any question or difficulty that may arise in regard to the sale, transfer and dispose of said Flour Mill Unit to Surabhi Wheat and to do all such acts, deeds, matters and things and to execute all such deeds, documents and writings as may be necessary, desirable or expedient in connection therewith."

The details of voting result on Item No. 2 are as under:

Category	Mode of Voting	No. of Shares held	No. of votes polled	% of votes polled on outstanding shares	No. of Votes - Favour	No. of Votes - against	% of votes in favour on votes polled	% of votes Against on votes polle
		[1]	[2]	[3] = [(2)/(1)] * 100	[4]	[5]	[6] = [(4)/(2)] * 100	[7] = [(5)/(2)] * 100
Promoter and Promoter Group	E-voting	17759037	-	-	-	-	-	-
	Poll		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Postal Ballot		12502383	70.40	12502383		100.00	-
	Total		12502383	70.40	12502383		100.00	-



Public - Institutions	E-voting	100	-	-	-	-	-	-
	Poll		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Postal Ballot		-	-	-	-	-	-
	Total		-	-	-	-	-	-
Public Non-Institution	E-voting	10476935	15835	0.15	15835	-	100.00	-
	Poll		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Postal Ballot		1180644	11.27	1180644	-	100.00	-
	Total		10476935	1196479	11.42	1196479	-	100.00
TOTAL		28236072	13698862	48.52	13698862	-	100.00	-

ITEM NO. 3: SPECIAL RESOLUTION

Sale of Flour Mills Unit of the Company Located at 60 KM Stone, Gorakhpur-Lucknow Highway, Sabdaiyan Kalan, Basti, Maharajganj District of Uttar Pradesh

"RESOLVED THAT pursuant to the provisions of Section 180(1)(a) of the Companies Act, 2013, read with Rule 22 of the Companies (Management and Administration) Rules, 2014 and any other applicable provisions, if any, of Companies Act, 2013 (including any statutory modifications or re-enactments thereof for the time being in force) and the Memorandum and Articles of Association of the Company and subject to compliance of all applicable laws and regulations and such permissions, approvals, consents and sanctions as may be necessary from the concerned/statutory authorities and subject to such other terms and conditions as may be imposed by them, the consent and approval of the Company be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to "the Board" which term shall be deemed to include any duly constituted Committee thereof) to sell, transfer or otherwise dispose of the Company's Flour Mill Unit located at 60 KM Stone, Gorakhpur-Lucknow Highway, Sabdaiyan Kalan, Basti, Maharajganj District of Uttar Pradesh to Shree Surabhi Flour Mills Private Limited (hereinafter referred to as "Surabhi Flour Mill"), incorporated under the Companies Act, 2013 and having its Registered Office at "GALLANTT LANDMARK", Purdilpur, Bank Road, Gorakhpur - 273001, U.P. whether partially or fully, on a going concern basis, whether on a slump sale basis or otherwise, at and for such consideration, from such date and on such terms and conditions as the Board may deem fit and upon the terms and conditions as may be entered into by the Board of Directors of the Company with Surabhi Flour Mill and with power to agree to and accept modifications, if any, as may be required by any of the concerned authorities or otherwise, as the Board of the Company may deem fit and appropriate in the interest of the Company."



"RESOLVED FURTHER THAT the Board be or the constituted committee of Directors and is hereby authorized to finalize the terms and conditions without further referring the matter to the Members of the Company, as well as the means, methods or modes in respect thereof and to finalize and execute all required documents including agreements, memoranda, deeds of assignment/conveyance and other documents with such modifications as may be required from time to time and also to settle any question or difficulty that may arise in regard to the sale, transfer and dispose of said Flour Mill Unit to Surabhi Flour Mill and to do all such acts, deeds, matters and things as may be deemed necessary and/or expedient in its discretion for completion of the transaction as aforesaid in the best interest of the Company, including to seek registration of any such documents, deeds as may be necessary, filing intimations, applying for and/or behalf of the Company and seeking approvals/consents of necessary parties, including without limitation regulatory authorities, for giving effect to this resolution and that the Board shall also have the power and authority to delegate all or any of its powers conferred herein, to the aforesaid committee of two Directors OR any Director as it may deem fit to give effect to this resolution."

The details of voting result on Item No. 3 are as under:

Category	Mode of Voting	No. of Shares held	No. of votes polled	% of votes polled on outstanding shares	No. of Votes – Favour	No. of Votes – against	% of votes in favour on votes polled	% of votes Against on votes polled
		[1]	[2]	[3] = [(2)/(1)] *100	[4]	[5]	[6] = [(4)/(2)] * 100	[7] = [(5)/(2)] * 100
Promoter and Promoter Group	E-voting	17759037	-	-	-	-	-	-
	Poll		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Postal Ballot		12502383	70.40	12502383		100.00	-
	Total	17759037	12502383	70.40	12502383		100.00	-
Public - Institutions	E-voting	100	-	-	-	-	-	-
	Poll		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Postal Ballot		-	-	-	-	-	-
	Total	100	-	-	-	-	-	-
Public Non-Institution	E-voting	10476935	15835	0.15	15835	-	100.00	-
	Poll		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Postal Ballot		1180644	11.27	1180644	-	100.00	-
	Total	10476935	1196479	11.42	1196479	-	100.00	-
TOTAL		28236072	13698862	48.52	13698862	-	100.00	-



ITEM NO. 4: SPECIAL RESOLUTION

Alteration of Main Objects to be pursued by the Company –Main Objects Clause of Memorandum of Association of the Company by Addition in New Clause in The Main Object Clause.

"RESOLVED THAT pursuant to the provisions of Section 4, 13 and all other applicable provisions, if any, of the Companies Act, 2013, (including any amendment thereto or re-enactment thereof), and subject to the necessary registration approvals, consents, permissions and sanctions required, if any, by the jurisdictional Registrar of Companies, and any other appropriate authority and subject to such terms, conditions, amendments or modifications as may be required or suggested by any such appropriate authorities, which terms, conditions, amendments or modifications, the Board of Directors (hereinafter referred to as "the Board", which term shall include any of its duly authorised Committees or one or more Directors) is authorised to accept as it may deem fit, Clause III A of the Memorandum of Association, in relation to the main objects to be pursued by the Company on its incorporation, be and is hereby amended to read as under:

After Clause III 5 a new clause 6 shall be inserted in the Main Object Clause which is as under:

6. *To carry on the business activities as developers of land, colonies, sheds, buildings, structures, residential plots, commercial plots, industrial plots and sheds, roads, bridges, channels, culverts and to act as architect, designers, contractors, sub-contractors, for all types of constructions and developments work for private sector, government departments, semi government departments, development authorities and to develop the sites and plots and to carry on the business activities of acquirer, purchaser, repurchase, let out, lease, sell, exchange, hire or otherwise all types of land, and properties of any tenure or any interest in the same or to erect and construct houses, building, multi-stories, or work for every descriptions on any land of the company or upon other land or property and to pull down re-build, enlarge, alter, and improve, existing houses, buildings, or work thereon and to purchasing and selling of houses and plots free hold or other house property, building, or lands or interest, household articles and other products of other companies in the installments, network scheme or otherwise.*

"RESOLVED FURTHER THAT the Board and/or the Company Secretary be and are hereby jointly or severally authorized to do all such acts, deeds and things that may be necessary, proper, expedient or incidental for the purpose of giving effect to the aforesaid resolution".



The details of voting result on Item No. 4 are as under:

Category	Mode of Voting	No. of Shares held	No. of votes polled	% of votes polled on outstanding shares	No. of Votes – Favour	No. of Votes – against	% of votes in favour on votes polled	% of votes Against on votes polled
		[1]	[2]	[3] = [(2)/(1)] * 100	[4]	[5]	[6] = [(4)/(2)] * 100	[7] = [(5)/(2)] * 100
Promoter and Promoter Group	E-voting	17759037	-	-	-	-	-	-
	Poll		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Postal Ballot		12502383	70.40	12502383		100.00	-
	Total	17759037	12502383	70.40	12502383		100.00	-
Public - Institutions	E-voting	100	-	-	-	-	-	-
	Poll		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Postal Ballot		-	-	-	-	-	-
	Total	100	-	-	-	-	-	-
Public Non-Institution	E-voting	10476935	15835	0.15	15835	-	100.00	-
	Poll		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Postal Ballot		1180644	11.27	1180644	-	100.00	-
	Total	10476935	1196479	11.42	1196479	-	100.00	-
TOTAL		28236072	13698862	48.52	13698862	-	100.00	-

ITEM NO. 5: SPECIAL RESOLUTION

Amendments to Clause III B and Clause III C of The Memorandum of Association

“RESOLVED THAT pursuant to Sections 4, 13 and other applicable provisions, if any, of the Companies Act, 2013, (including any amendment thereto or re-enactment thereof), and subject to necessary registration approvals, consents, permissions and sanctions required, if any, by the jurisdictional Registrar of Companies, and any other appropriate authority and subject to such terms, conditions, amendments or modifications as may be required or suggested by any such appropriate authorities, which terms, conditions, amendments or modifications, the Board of Directors (hereinafter referred to as “the Board”, which term shall include any of its duly authorised Committees or one or more Directors) is authorised to accept as it may deem fit, the existing Clause III B and Clause III C of the Memorandum of Association, in relation to the objects



incidental or ancillary to the attainment of the main objects and other objects, be and is hereby amended as follows:

1. By deleting the heading of Clause III B, "OBJECTS INCIDENTAL OR ANCILLARY TO THE ATTAINMENT OF THE MAIN OBJECTS:" and replacing it with the heading "Matters which are necessary for furtherance of the objects specified in clause III(A) are:-";
2. After Existing Clause III B (47) following new Clauses shall be added:
 48. To carry on the business of millers in all its branches and to set up mills for milling wheat, gram and other grains and cereals, dal, basan, maida, atta, suji and other allied products and to manufacture and bye-products and to manufacture food products, such as biscuits, flakes, dalia, and confectionery from flours of all kinds and set up factories or mills for the manufacture thereof.
 49. To carry on the business of producing, extracting, refining, storing, exporting, importing, transporting and dealing in flours of all kinds whatsoever and to run flour mills of any kind including rick mills for separation of musk, bran for preparation of flours or other products therefrom.
 50. To purchase, take on lease, tenancy or license or in exchange, hire, take over option or otherwise acquire any estate or interest in any property whether movable or immovable and any rights or privileges which the Company may think necessary or convenient for the purpose of its business or may enhance the value of any other property of the Company and in particular and land (freehold, leasehold or other tenure), buildings, basements, machinery plant, implement, provisions, hardware and stock in and on any such lands to build, construct, maintain, enlarge, pull down, remove, or replace, improve or develop and to work, manage and control any buildings, offices, factories, mills, foundries, refineries, furnaces, sheds, godowns, shops, roads, ways, bridges or other structures for the purposes of the Company and also for the residence and amenity of its employees, staff and other workmen and to erect and install machinery and plants and other equipments deemed necessary or convenient or profitable for the purposes of the Company.
 51. To carry on in India or elsewhere in the world the business of housing in all its branches and to promote, provide, lend, assist, subsidies and arrange for construction, renovation, reconstruction, repairing, remodeling, furnishing and establishing of all descriptions, utilities, modalities, capacities, dimensions, specification and uses of houses, house buildings, row houses, buglows, low cost houses, flat, apartments, multistoried buildings, chawls, residential complexes, towns, shops, colonies, commercial complexes and other similar structures to individuals, Hindu undivided families, group of persons, Government



authorities, companies, firms, cooperative societies etc. on suitable terms and conditions, with or without securities and for the purpose to acquire and purchase lands and buildings and other immovable and movable properties and to develop, construct or build, all types of structures, buildings and houses and to act as buyers, sellers, traders, importers, exporters, stockists, distributors, commission agents, brokers, contractors, estate owners or otherwise to deal in all such immovable and movable properties goods, articles or things which are necessary for the purpose of accomplishment of objects under these presents.

52. To carry on the business of spinners, weavers, processors, bailers, pressers and manufacturers of goods and products from jute, jute cuttings, jute rejections, hemp cotton, wool, silk, synthetic, fibre/materials, all types of blended fibres and materials and all other fibrous materials, hides and skins and manufacture, production and/or cultivation thereof and the business of buyers, sellers, traders, exporters, importers, consignors, consignees, principals and/or agents of and dealers in jute, jute cuttings, jute rejections, cotton, wool, synthetic fibre/materials, all types of blended fibres and materials and all other fibrous materials.

53. To carry on the business of producers, processors, traders, importers, exporters, consignors, consignees, principals owners, agents, factors, buyers, sellers of and dealers in all kinds of textiles, fabrics, hosiery goods, yarn, nylon, polyester, acrylic, rayon, silk, linen, cotton, wool, staple, viscose, synthetics and any other fibre or fibrous materials, whether synthetic, artificial or natural textile substances, allied products, byproducts and substitutes for all or any of them and to treat and utilize any waste arising from any such manufacture, product or process whether carried on by the Company or otherwise.

54. To carryon business either as producers, traders, exporters, importers, Consignees, Consignors, principals, owners, agents or factors and on either wholesale or retail all or any of the business following, that is to say Portland cement, slag cement, white cement and all cement and all other kinds of cement, cement products, asbestos, paper and pulp, linoleum, wall paper and all kinds of floor coverings and wall coverings, fertilizers, manures, pesticides, insecticides and other products used for agricultural and other farming work, gums, guar seeds, guar gum and other industrial and household gums, calcium carbide, calcium Cynamige, desulphurisation compound, Hydrogen Peroxide, Cytric acid, heavy fine and all varieties of chemicals and chemicals products, timber, forest products, ice, plumbing and sanitary ware, petrol, machinery, accessories and spares, medical requirements, astronomical, photographic, sound and surgical instruments, machines and materials, drugs, pharmaceuticals, patent medicines, provisions, spices, stores consumable articles, drysaltery, medical preparations, restoratives, food, stationery, candles, perfumes, cordials, coal, gas, fuel, alcohol, sugar, glass, plastics, colours, cutlery, glassware, chinaware,



thermal and hydel, power, aviation materials, grinding materials, abrasives, lands, buildings, courtyards, farms, houses, mill stores, machineries of all links and descriptions, electrical and stores aerated and mineral waters, confectioneries, leather and leather goods and other allied products, by-products and substances and substitutes for all or any of them.

55. To acquire by purchase, Lease, exchange of otherwise and to carry on the business of contractors, iron founders, iron and steel manufacturers, mechanical engineers, civil engineers, consulting engineers, project engineers, technical consultants and manufacturers of agricultural, industrial and other machines, rolling stocks, parts and accessories. Fabricators, tool-makers, brass founders, metal-workers, builders, metallurgists, electrical engineers, water supply engineers, chemical engineers, chemist, chemical and physical analysts and manufacturers, builders, contractors of pollution and energy saving and pollution control derives, repair. Convert, alter, let on hire and other deal in machinery implements, rolling stock, hardware and scrap of all kinds.

56. To carry on the business of manufacturers, processors, refiners, smelters, makers. Fabricators. Coveters. Finishers, importers, exporters, agents; merchants, buyers, sellers and dealers in all kinds and forms of ferrous and non-ferrous metals, steel including tool and alloy steels, stainless and all other special steels, iron and other metals and alloys, aluminum, sponge iron, pig iron and all kinds of goods, products, articles or merchandise whatsoever manufactured wholly of partly from steels and other metals and alloys and also the business of iron masters, ' steel and other metals and mine owners, coveters, colliery proprietors, coke manufacturers, ' ferro-alloy manufacturers, miners, smelters and engineers in all their respective branches and to search for, get, work, raise. Make merchantable, manufacture, process, buy, sell and otherwise deal in all kinds or varieties of ferrous and non-ferrous metals and products thereof, coal, coke, brick-earth, fireclay bricks, ores, mineral substances, alloys and metal scrap and to manufacture, produce and distribute all types of industrial gasses such as oxygen, acetylene, carbon dioxide, argon and such other gasses and required accessories.

57. To purchase, take on lease or otherwise acquire an mines, mining rights and land and any interest therein and to explore, work, exercise, develop and to account the same.

58. To acquire and carryon the business of manufacturers, producers, processors, importers, exporters, .buyers, sellers of and dealers in all kinds of oils, hydrogenated, dehydrated, deodorized or otherwise and other vegetable products including other oil and all kinds of edible oils and oil preparations, allied products, by-products, and substitutes for all or any of them and to treat



utilized and waste arising from any such manufacture, production or process, whether carried on by the Company or otherwise.

59. To carry on the business of manufacturers, producers, processors, dealers, importers, exporters and traders in cardboards, packing and packaging materials, packaging, wrappers, wrappings, linings and coverings of all materials including cloth, plastic material, plastic and Bakelite, strappings and all other substitutes whether synthetic or not for any of the materials aforesaid and all articles and things made of constructed wholly or partly from any of the materials aforesaid including the manufacture of containers, boxes, pails, canisters, trunks, suitcases, travelling cases and requisites, toys, games, sports and athletics and recreational of all kinds.

60. To generate, accumulate, distribute and supply renewable and/or non renewable energy including electricity for the purpose of light, heat motive power and for all other purposes for which electrical energy can be employed and to manufacture and deal in all apparatus and things required for or capable of being used in connection with generation, distribution, supply, accumulation and employment of electricity including hydro electricity, solar power or electricity from mineral and wind power.

61. "Generally to do all such other things may be deemed incidental or conducive to the attainment of the above main objects or any of them."

(3.) By deleting the Clause III C - OTHER OBJECTS";

"RESOLVED FURTHER THAT the Board and/or the Company Secretary be and are hereby jointly or severally authorized to do all such acts, deeds and things that may be necessary, proper, expedient or incidental for the purpose of giving effect to the aforesaid resolution".

The details of voting result on Item No. 5 are as under:

Category	Mode of Voting	No. of Shares held	No. of votes polled	% of votes polled on outstanding shares	No. of Votes - Favour	No. of Votes - against	% of votes in favour on votes polled	% of votes Against on votes polled
		[1]	[2]	[3] = [(2)/(1)] * 100	[4]	[5]	[6] = [(4)/(2)] * 100	[7] = [(5)/(2)] * 100
Promoter and Promoter Group	E-voting	17759037	-	-	-	-	-	-
	Poll		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Postal Ballot		12502383	70.40	12502383		100.00	-
	Total		12502383	70.40	12502383		100.00	-



Public - Institutions	E-voting	100	-	-	-	-	-	-
	Poll		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Postal Ballot		-	-	-	-	-	-
	Total		100	-	-	-	-	-
Public Non-Institution	E-voting	10476935	15835	0.15	15835	-	100.00	-
	Poll		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Postal Ballot		1180644	11.27	1180644	-	100.00	-
	Total		10476935	1196479	11.42	1196479	-	100.00
TOTAL		28236072	13698862	48.52	13698862	-	100.00	-

ITEM NO. 6: SPECIAL RESOLUTION

Amendment to Clause IV of the Memorandum of Association

"RESOLVED THAT pursuant to the provisions of Section 4, 13 and all other applicable provisions, if any, of the Companies Act, 2013, (including any amendment thereto or re-enactment thereof), and subject to the necessary registration approvals, consents, permissions and sanctions required, if any, by the jurisdictional Registrar of Companies, and any other appropriate authority and subject to such terms, conditions, amendments or modifications as may be required or suggested by any such appropriate authorities, which terms, conditions, amendments or modifications, the Board of Directors (hereinafter referred to as "the Board", which term shall include any of its duly authorised Committees or one or more Directors) is authorised to accept as it may deem fit, Clause IV of the Memorandum of Association, be and is hereby amended and replaced to read as under:

"The liability of members is limited and this liability is limited to the amount unpaid, if any, on shares held by them."

"RESOLVED FURTHER THAT the Board and/or the Company Secretary be and are hereby jointly or severally authorized to do all such acts, deeds and things that may be necessary, proper, expedient or incidental for the purpose of giving effect to the aforesaid resolution".

The details of voting result on Item No. 6 are as under:

Category	Mode of Voting	No. of Shares held	No. of votes polled	% of votes polled on outstanding shares	No. of Votes – Favour	No. of Votes – against	% of votes in favour on votes polled	% of vote Against o votes pol
----------	----------------	--------------------	---------------------	---	-----------------------	------------------------	--------------------------------------	-------------------------------



		[1]	[2]	[3] = [(2)/(1)] *100	[4]	[5]	[6] = [(4)/(2)]*	[7] = [(5)/(6)]
Promoter and Promoter Group	E-voting	17759037	-	-	-	-	-	-
	Poll		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Postal Ballot		12502383	70.40	12502383		100.00	-
	Total		12502383	70.40	12502383		100.00	-
Public - Institutions	E-voting	100	-	-	-	-	-	-
	Poll		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Postal Ballot		-	-	-	-	-	-
	Total		100	-	-	-	-	-
Public Non-Institution	E-voting	10476935	15835	0.15	15835	-	100.00	-
	Poll		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Postal Ballot		1180644	11.27	1180644	-	100.00	-
	Total		1196479	11.42	1196479	-	100.00	-
TOTAL		28236072	13698862	48.52	13698862	-	100.00	-

Mr. Chandra Prakash Agrawal, based on the above results provided by the Scrutinizer declared that all six Resolutions as stated above were considered and passed with requisite majority by the members of the Company through Postal Ballot including E-Voting on Tuesday, 29th March, 2016.

GALLANTT SPAT LIMITED

Chairman & Managing Director

Chandra Prakash Agrawal
Chairman & Managing Director
DIN: 01814318

Date of Entry: 29.03.2016

Date of Signing: 29.03.2016

Place of Signing: Kolkata