



National Steel & Agro Industries Ltd

1st October, 2020

Ref. No.: NSAIL/SEC/2020

To,
Corporate Relationship Department,
BSE Limited.
Rotunda Building, P J Towers,
Dalal Street, Fort,
Mumbai – 400 001

To,
Listing Department,
National Stock Exchange of
India Limited.
'Exchange Plaza', C-1, Block G,
Bandra - Kurla Complex,
Bandra (E), Mumbai – 400 051

Sub: Voting Results and Scrutiniser's Report in relation to the 34th Annual General Meeting of the Company held on Wednesday, 30th September, 2020.

Dear Sir/Madam,

We are enclosing herewith following in relation to the 34th Annual General Meeting of the Company held on Wednesday, 30th September, 2020 at 5:00 P.M. (IST) through video conferencing.

- (i) Voting results pursuant to the provisions of Regulation 44 of SEBI (LODR) Regulations, 2015 in the specified format.
- (ii) Scrutiniser's Report pursuant to the provision of Section 108 and other applicable provisions of the Companies Act, 2013 read with Rule 20, 21 and other applicable provisions of the Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Amendment Rules, 2015.

This is for your information and records.

Thanking you,

Yours Sincerely

For National Steel and Agro Industries Limited


Anurag Gangrade
Company secretary
Membership No.:FCS 9187



Regd. Office : 621, Tulsiani Chambers, Nariman Point, Mumbai - 400 021. Ph: +91 22 22886267, 22882949
CIN: L27100MH1985PLC140379

Admn. Office : 401, Mahakosh House, 7/5 South Tukoganj, Nath Mandir Road, Indore - 452 001, M.P., India
Ph: +91 731 2518167-8-9, 4017409 Fax: +91 731 2516714. Web: www.nsail.com

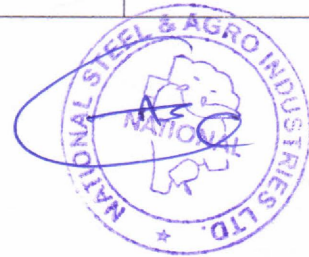
General information about company	
Scrip code	513179
NSE Symbol	NATNLSTEEL
MSEI Symbol	NOTLISTED
ISIN	INE088B01015
Name of the company	NATIONAL STEEL AND AGRO INDUSTRIES LIMITED
Type of meeting	AGM
Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot)	30-09-2020
Start time of the meeting	05:00 PM
End time of the meeting	05:32 PM



Scrutinizer Details	
Name of the Scrutinizer	ASHISH GARG
Firms Name	ASHISH GARG
Qualification	CS
Membership Number	5181
Date of Board Meeting in which appointed	02-09-2020
Date of Issuance of Report to the company	01-10-2020



Voting results	
Record date	23-09-2020
Total number of shareholders on record date	27981
No. of shareholders present in the meeting either in person or through proxy	
a) Promoters and Promoter group	0
b) Public	0
No. of shareholders attended the meeting through video conferencing	
a) Promoters and Promoter group	19
b) Public	48
No. of resolution passed in the meeting	5
Disclosure of notes on voting results	



Resolution(1)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Adoption of the Audited Financial Statements of the Company for the financial year ended 31st March 2020, together with the Reports of the Board of Directors and Auditors thereon				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in 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	22185263	21298013	96.0007	21298013	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	22185263	21298013	96.0007	21298013	0	100	0
Public- Institutions	E-Voting	49600	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	49600	0	0	0	0	0	0
Public- Non Institutions	E-Voting	22265137	2428919	10.9091	2427774	1145	99.9529	0.0471
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	22265137	2428919	10.9091	2427774	1145	99.9529	0.0471
Total		44500000	23726932	53.3189	23725787	1145	99.9952	0.0048
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								



Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	



Resolution(2)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Appointment of Director in place of Mr. Santosh Shahra (DIN: 00305846), who retires by rotation and being eligible, offers herself for re-appointment.				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in 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	22185263	21298013	96.0007	21298013	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	22185263	21298013	96.0007	21298013	0	100	0
Public- Institutions	E-Voting	49600	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	49600	0	0	0	0	0	0
Public- Non Institutions	E-Voting	22265137	2428914	10.909	2427679	1235	99.9492	0.0508
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	22265137	2428914	10.909	2427679	1235	99.9492	0.0508
Total		44500000	23726927	53.3189	23725692	1235	99.9948	0.0052
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								



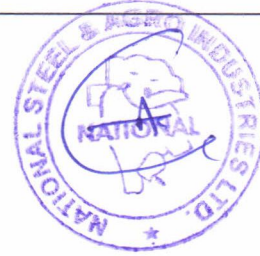
Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	



Resolution(3)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Ratification and confirmation of remuneration to M. Goyal & Co., Cost Accountants				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in 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	22185263	21298013	96.0007	21298013	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	22185263	21298013	96.0007	21298013	0	100	0
Public- Institutions	E-Voting	49600	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	49600	0	0	0	0	0	0
Public- Non Institutions	E-Voting	22265137	2428919	10.9091	2428684	235	99.9903	0.0097
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	22265137	2428919	10.9091	2428684	235	99.9903	0.0097
Total		44500000	23726932	53.3189	23726697	235	99.999	0.001
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution.								



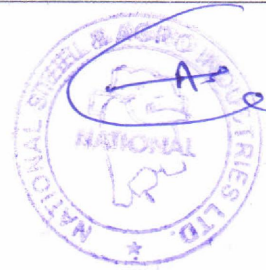
Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	



Resolution(4)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Appointment and remuneration to be paid to Mr. Santosh Shahra as Whole-Time Director (designated as Executive Chairman)				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in 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	22185263	21298013	96.0007	21298013	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	22185263	21298013	96.0007	21298013	0	100	0
Public-Institutions	E-Voting	49600	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	49600	0	0	0	0	0	0
Public- Non Institutions	E-Voting	22265137	2428919	10.9091	2427684	1235	99.9492	0.0508
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	22265137	2428919	10.9091	2427684	1235	99.9492	0.0508
Total		44500000	23726932	53.3189	23725697	1235	99.9948	0.0052
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								



Resolution(5)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Appointment and remuneration to be paid to Mr. Manoj Khetan as Whole-Time Director (designated as Whole Time Director & CFO)				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in 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	22185263	21298013	96.0007	21298013	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	22185263	21298013	96.0007	21298013	0	100	0
Public- Institutions	E-Voting	49600	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	49600	0	0	0	0	0	0
Public- Non Institutions	E-Voting	22265137	2428919	10.9091	2427684	1235	99.9492	0.0508
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	22265137	2428919	10.9091	2427684	1235	99.9492	0.0508
Total		44500000	23726932	53.3189	23725697	1235	99.9948	0.0052
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								



Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	



Ashish Garg

MA, M Com, LLB, FCS
Practicing Company Secretary
+91 98260 42902

Scrutinizer's Report-Combined

[Pursuant to Sections 108 of the Companies Act 2013 read with Rule 20 of the Companies (Management and Administrations) Rules 2014 as amended]

To,

The Chairman of 34th Annual General Meeting /Authorised Person
NATIONAL STEEL AND AGRO INDUSTRIES LIMITED,
Registered Office: 621, Tulsiani Chambers, Nariman Point,
Mumbai – 400021, Maharashtra

Dear Sir,

Sub: Combined Report on Resolutions passing through remote e-voting and e-voting at the 34th Annual General Meeting ("AGM") of National Steel And Agro Industries Limited held through Video Conferencing/Other Audio Visual Means ("VC/OAVM") on 30th September 2020

I, Ashish Garg, Practicing Company Secretary have been appointed as the Scrutinizer on 02nd September, 2020 at the meeting of the Board of Directors of National Steel And Agro Industries Limited (hereinafter referred to as "the Company") for the purpose of scrutinizing the remote e-voting process and e-voting at the Annual General Meeting ("AGM"), pursuant to Section 108 of the Companies Act, 2013 ("Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended and in accordance with Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") as amended by the General Circular No. 20/2020 dated 5th May, 2020 read with General Circular No. 14/2020 dated 8th April, 2020; General Circular No.17/2020 dated 13th April 2020 issued by the Ministry of Corporate Affairs ("MCA") and Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated 12th May 2020 issued by the Securities and Exchange Board of India ("SEBI") commonly referred to as ["MCA & SEBI circulars"], providing relaxation for the manner in which the AGM will be held and conducted. The MCA & SEBI Circulars provide for relaxation in the manner in which the AGM will be held including the manner of sending the Notices and Annual Reports to the shareholders and the manner of voting at the meeting, which was necessitated on account of the outbreak of COVID-19 (CORONAVIRUS) pandemic.

As mentioned in the Notice the proceedings of the AGM were deemed to be conducted at the Registered Office of the Company and the same was deemed to be the venue of AGM.



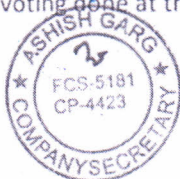
I do hereby submit my Report as under:-

- (i) The Company had appointed Central Depository Services Limited ("CDSL") as the **service provider**, for the purpose of extending the facility of remote e-voting to the Members of the Company and for e-voting at the meeting.
- (ii) Sarthak Global Limited is the Registrar and Transfer Agent ("RTA") of the Company.
- (iii) The Service Provider had provided a system for recording the votes of the Members electronically through remote e-voting as well as at the meeting on all the items of the business sought to be transacted at the 34th AGM of the Company, which was held on Wednesday, 30th September 2020.
- (iv) The Service Provider had set up remote e- voting facility on their website, www.evotingindia.com. The Company had uploaded all the items of the business to be transacted at the AGM on the website of the Company and also its Service Provider and also on the websites of Stock Exchanges viz BSE Limited and National Stock Exchange of India Limited to facilitate their Members to cast their vote through remote e-voting.
- (v) The Management of the Company is responsible for ensuring compliance with the requirements of the Act and the Rules made there under and SEBI Listing Regulations.
- (vi) My responsibility as the Scrutinizer of the voting process (through e-voting), was restricted to scrutinize the e-voting process, in a fair and transparent manner and to prepare a Scrutinizer's Report of the votes cast in favour and against the resolutions stated in the Notice, based on the reports generated from the e-voting system provided by Central Depository Services Limited (CDSL), the service provider.
- (vii) As provided in the MCA & SEBI CIRCULARS, the Company had advertised in the newspapers, asking members who have not registered their email ids with the Company or Sarthak Global Limited or with the respective Depository Participant(s) viz. National Securities Depository Limited ("NSDL") and the Central Depository Services (India) Limited ("CDSL") to do so and to the extent, details were provided by the shareholders were considered for sending the Notice of the AGM and Annual Report 2019-20.
- (viii) The **Cut-off date** for the purpose of identifying the Members who were entitled to vote on the resolutions placed for approval of the Members was **Wednesday, 23rd September 2020**.



- (ix) The remote e-voting facility was open from **Sunday, 27th September 2020, 10:00 A.M. (IST)** to **Tuesday, 29th September 2020 5:00 P.M. (IST)**.
- (x) The Company completed the dispatch of the Notice of AGM and the Annual Report for FY 2019-20 by email to those members whose email IDs are registered with the Company/ Depository Participant(s) by **Monday, 07th September, 2020**. For those Members whose email ids were not available / registered, the Notice of the AGM along with Annual Report 2019-20 could not be sent. The Notices sent through email contained the detailed procedure to be followed by the Members who were desirous of casting their votes electronically as provided in the Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended and as provided in the MCA & SEBI CIRCULARS.
- (xi) As prescribed in clause IV of the Circular dated 5th May, 2020 issued by MCA, which is forming part of the MCA & SEBI Circulars, the Company had released an advertisement prior to sending Notice of AGM to the Members which was published in English language in Active Times and in Marathi language in Mumbai Lakshdeep, both on **Thursday, 3rd September, 2020**. The Notice of AGM contained the required information as provided under clause IV (a) to (f) of the said circular.
- (xii) As prescribed in clause (v) of sub rule 4 of Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended, the Company also released an advertisement, which was published in English language in Active Times on **Tuesday, 08th September 2020** and in Marathi language in Mumbai Lakshdeep, on **Wednesday, 09th September 2020**.
- (xiii) At the end of the voting period on **Tuesday, 29th September 2020 at 5.00 P.M. (IST)**, the voting portal of the service provider was blocked.
- (xiv) At the 34th AGM of the Company held through VC/OAVM, on Wednesday, 30th September 2020, after considering all the items of the business, the facility to vote electronically was provided to those members who are attended the meeting through VC/OAVM but did not participate in the remote e-voting to cast their votes. On 30th September 2020, after tabulating the votes cast electronically by the system provided by Central Depository Services Limited (CDSL), the votes cast through remote e-voting facility was duly unblocked by me as a Scrutinizer in the presence of Ms. Shraddha Jain and Mr. Yash Bagora who acted as the witnesses, as prescribed in Sub Rule 4(xii) of the said Rule 20. After the voting by electronic means the votes cast through remote e-voting process was tabulated for the purpose of considering the total votes cast by the shareholders through both ways.

Thereafter, I as scrutinizer duly compiled details of the remote e-voting carried out by the Members and the e-voting done at the AGM, the details of which are as follows:



Item No. 01-Ordinary Resolution

Adoption of the Audited Financial Statements of the Company for the financial year ended 31st March 2020, together with the Reports of the Board of Directors and Auditors thereon.

Manner of Voting	Votes in favour of the Resolution			Votes against the Resolution			Total valid votes	Total invalid votes	Total Abstained/ Less voted votes
	No. of Members*	No. of Shares	%	No. of Members*	No. of Shares	%			
Remote e-voting	105	23722152	100%	4	44	0%	23722196	0	0
e-voting at AGM	10	3635	76.75%	2	1101	23.25%	4736	0	0
Total	115	23725787	100%	6	1145	0%	23726932	0	0

Item No. 02-Ordinary Resolution

Appointment of Director in place of Mr. Santosh Shahra (DIN: 00305846), who retires by rotation and being eligible, offers herself for re-appointment.

Manner of Voting	Votes in favour of the Resolution			Votes against the Resolution			Total valid votes	Total invalid votes	Total Abstained/ Less voted votes
	No. of Members*	No. of Shares	%	No. of Members*	No. of Shares	%			
Remote e-voting	103	23722057	100%	5	134	0%	23722191	0	0
e-voting at AGM	10	3635	76.75%	2	1101	23.25%	4736	0	0
Total	113	23725692	99.99%	7	1235	0.01%	23726927	0	0

Item No. 03-Ordinary Resolution

Ratified and confirmed payment of remuneration to M. Goyal & Co., Cost Accountants

Manner of Voting	Votes in favour of the Resolution			Votes against the Resolution			Total valid votes	Total invalid votes	Total Abstained/ Less voted votes
	No. of Members*	No. of Shares	%	No. of Members*	No. of Shares	%			
Remote e-voting	104	23722062	100%	5	134	0%	23722196	0	0
e-voting at AGM	11	4635	97.87%	1	101	2.13%	4736	0	0
Total	115	23726697	100%	6	235	0%	23726932	0	0



Item No. 04- Special Resolution

Re-appointment and considered remuneration to be paid to Mr. Santosh Shahra as Whole-Time Director (designated as Executive Chairman)

Manner of Voting	Votes in favour of the Resolution			Votes against the Resolution			Total valid votes	Total invalid votes	Total Abstained/ Less voted votes
	No. of Members*	No. of Shares	%	No. of Members*	No. of Shares	%			
Remote e-voting	104	23722062	100%	5	134	0%	23722196	0	0
e-voting at AGM	10	3635	76.75%	2	1101	23.25%	4736	0	0
Total	114	23725697	99.99%	7	1235	0.01%	23726932	0	0

Item No. 05- Special Resolution

Appointment and Considered remuneration to be paid to Mr. Manoj Khetan as Whole-Time Director (designated as Whole Time Director & CFO)

Manner of Voting	Votes in favour of the Resolution			Votes against the Resolution			Total valid votes	Total invalid votes	Total Abstained/ Less voted votes
	No. of Members*	No. of Shares	%	No. of Members*	No. of Shares	%			
Remote e-voting	104	23722062	100%	5	134	0%	23722196	0	0
e-voting at AGM	10	3635	76.75%	2	1101	23.25%	4736	0	0
Total	114	23725697	99.99%	7	1235	0.01%	23726932	0	0

*No. of Members is equivalent to No. of folios/Accounts.

Percentage of votes cast in favour or against the resolutions is calculated based on the Valid Votes cast through Remote E-Voting and through e-voting at the AGM

- (xv) The list of Equity shareholders who voted "FOR"/"AGAINST" for each resolution through remote e-voting process and e-voting in AGM is sent to Mr. Anurag Gangrade, Company Secretary of the Company for records.
- (xvi) All relevant record of electronic voting will remain in my safe custody until the Chairman of the meeting considers, approves and signs the Minutes of the 34th Annual General Meeting and the same shall be handed over thereafter to the Chairman of the Meeting and the Company Secretary of the company for safe keeping.



You may accordingly declare the results of the electronic voting conducted in the AGM & voting done by the equity shareholders through remote e-voting.

Thanking you,

Yours Faithfully,

Scrutinizer

Name: ASHISH GARG

Practicing Company Secretary

Membership No.: FCS5181/ CP No. 4423

UDIN: F005181B000838288



Place: Delhi

Date: 01st October, 2020

Counter signed by

For National Steel & Agro Industries Limited

Handwritten signature in blue ink, appearing to be "Anurag Gangrade".

Authorised Person

Anurag Gangrade

Authorised by Mr. Santosh Shahra, Chairman of the Meeting

Place: Indore

Date: 01st October, 2020

