



National Steel & Agro Industries Ltd

September 11, 2021
Ref. No.: NSAIL/SEC/2021

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 35th Annual General Meeting of the Company held on Friday, September 10, 2021.

Dear Sir/Madam,

We are enclosing herewith following in relation to the 35th Annual General Meeting of the Company held on Friday, September 10, 2021 at 12:30 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

Anusha
Anusha Chandwani
Company Secretary
Membership No.: ACS 54977



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)	10-09-2021
Start time of the meeting	12:30 PM
End time of the meeting	01:13 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	14-08-2021
Date of Issuance of Report to the company	11-09-2021



Voting results	
Record date	03-09-2021
Total number of shareholders on record date	27742
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	17
b) Public	71
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			Receive, Consider and adopt the Financial Statements of the Company for the Financial Year ended 31st March, 2021 including Audited Balance Sheet as at 31st March, 2021, the Statement of Profit & Loss and Cash Flow Statement for the year ended on that date and the Reports of Board 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	22184963	20359746	91.7727	20359746	0	100	0
	Poll		452567	2.04	452567	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	22184963	20812313	93.8127	20812313	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	22265437	2425646	10.8942	2424765	881	99.9637	0.0363
	Poll		2075	0.0093	2075	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	22265437	2427721	10.9035	2426840	881	99.9637	0.0363
Total		44500000	23240034	52.2248	23239153	881	99.9962	0.0038
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								



Resolution(2)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Appointment of Mr. Manoj Khetan (DIN: 06395265), who retires by rotation.				
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	22184963	20359746	91.7727	20359746	0	100	0
	Poll		452567	2.04	452567	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	22184963	20812313	93.8127	20812313	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	22265437	2429646	10.9122	2417567	12079	99.5028	0.4972
	Poll		2075	0.0093	1075	1000	51.8072	48.1928
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	22265437	2431721	10.9215	2418642	13079	99.4622	0.5378
Total		44500000	23244034	52.2338	23230955	13079	99.9437	0.0563
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								



Resolution(3)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Ratification of remuneration to M. Goyal & Co., Cost Auditors of the Company.				
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	22184963	20359746	91.7727	20359746	0	100	0
	Poll		452567	2.04	452567	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	22184963	20812313	93.8127	20812313	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	22265437	2429646	10.9122	2421569	8077	99.6676	0.3324
	Poll		2075	0.0093	2075	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	22265437	2431721	10.9215	2423644	8077	99.6678	0.3322
Total		44500000	23244034	52.2338	23235957	8077	99.9653	0.0347
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								



Resolution(4)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Appointment of Mr. Sumit Mittal (DIN: 07568153) as Non-Executive Independent Director of the Company				
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	22184963	20359746	91.7727	20359746	0	100	0
	Poll		452567	2.04	452567	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	22184963	20812313	93.8127	20812313	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	22265437	2429646	10.9122	2417569	12077	99.5029	0.4971
	Poll		2075	0.0093	1075	1000	51.8072	48.1928
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	22265437	2431721	10.9215	2418644	13077	99.4622	0.5378
Total		44500000	23244034	52.2338	23230957	13077	99.9437	0.0563
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?				Yes				
Description of resolution considered				Reclassification of shareholding from 'Promoter & Promoter Group' Category to 'Public' Category and removal of names from 'Promoter & Promoter Group' Category.				
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	22184963	20359746	91.7727	20359746	0	100	0
	Poll		434567	1.9588	434567	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	22184963	20794313	93.7316	20794313	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	22265437	2429646	10.9122	2417449	12197	99.498	0.502
	Poll		2075	0.0093	2075	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	22265437	2431721	10.9215	2419524	12197	99.4984	0.5016
Total		44500000	23226034	52.1933	23213837	12197	99.9475	0.0525
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								



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 35th 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 35th Annual General Meeting ("AGM") of National Steel And Agro Industries Limited held through Video Conferencing/Other Audio Visual Means ("VC/OAVM") on 10th September 2021

I, Ashish Garg, Practicing Company Secretary have been appointed as the Scrutinizer on 14th August, 2021 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; General Circular No. 02/2021 dated 13th January 2021 issued by the Ministry of Corporate Affairs ("MCA") and Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated 12th May 2020 and Circular No. SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated 15th January 2021 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 continuing outbreak of COVID-19.

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 35th AGM of the Company, which was held on Friday, 10th September 2021.
- (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 2020-21.
- (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 **Friday, 03rd September 2021**.
- (ix) The remote e-voting facility was open from **Tuesday, 7th September 2021, 9:00 A.M. (IST) to Thursday, 9th September 2021 5:00 P.M. (IST)**.



- (x) The Company completed the dispatch of the Notice of AGM and the Annual Report for FY 2020-21 by email to those members whose email IDs are registered with the Company/ Depository Participant(s) by **Wednesday, 18th August, 2021**. For those Members whose email ids were not available / registered, the Notice of the AGM along with Annual Report 2020-21 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 **Tuesday, 17th August, 2021**. 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 and in Marathi language in Mumbai Lakshdeep, both on **Thursday, 19th August, 2021**.
- (xiii) At the end of the voting period on **Thursday, 9th September 2021 at 5.00 P.M. (IST)**, the voting portal of the service provider was blocked.
- (xiv) At the 35th AGM of the Company held through VC/OAVM, on Friday, 10th September 2021, 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 10th September 2021, 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 Mr. Gokul Bhojwani and Ms. Riya Jain 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 2021, 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	119	22784511	100	3	881	0	22785392	0	0
e-voting at AGM	8	454642	100	0	0	0	454642	0	0
Total	127	23239153	100	3	881	0	23240034	0	0

Item No. 02-Ordinary Resolution

Appointment of Director in place of Mr. Manoj Khetan (DIN: 06395265), who retires by rotation at this Annual General Meeting and being eligible, offers himself 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	114	22777313	99.95	9	12079	0.05	22789392	0	0
e-voting at AGM	7	453642	99.78	1	1000	0.22	454642	0	0
Total	121	23230955	99.94	10	13079	0.06	23244034	0	0

Item No. 03-Ordinary Resolution

Ratification of remuneration to M. Goyal & Co., Cost Auditors of the Company

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	116	22781315	99.96	7	8077	0.04	22789392	0	0
e-voting at AGM	8	454642	100	0	0	0	454642	0	0
Total	124	23235957	99.97	7	8077	0.03	23244034	0	0



Item No. 04- Ordinary Resolution

Appointment of Mr. Sumit Mittal (DIN: 07568153) as Non-Executive Independent Director of the Company.

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	115	22777315	99.95	8	12077	0.05	22789392	0	0
e-voting at AGM	7	453642	99.78	1	1000	0.22	454642	0	0
Total	122	23230957	99.94	9	13077	0.06	23244034	0	0

Item No. 05- Special Resolution

Consideration of the requests received from Promoters of the Company for reclassification of shareholding from 'Promoter & Promoter Group' Category to 'Public' Category and removal of names from 'Promoter & Promoter Group' Category.

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	114	22777195	99.95	9	12197	0.05	22789392	0	0
e-voting at AGM	6	436642	100	0	0	0	436642	0	0
Total	120	23213837	99.95	9	12197	0.05	23226034	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 Ms. Anusha Chandwani, 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 35th 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: F005181C000934285

Place: Indore

Date: 11th September, 2021

Counter signed by

For National Steel & Agro Industries Limited



Authorised Person

Anusha Chandwani

Authorised by Mr. Santosh Chahra, Chairman of the Meeting

Place: Indore

Date: 11th September, 2021

