National Steel and Agro Industries Limited

September 28, 2022
Ref. No.: NSAIL/SEC/2022

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 36th Annual General Meeting of the Company held on Monday, September 26, 2022.

Dear Sir/Madam,

We are enclosing herewith following in relation to the 36th Annual General Meeting of the Company held on Monday, September 26, 2022 at 3:30 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

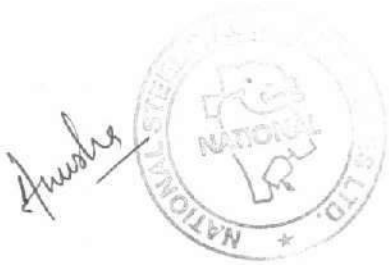
For **National Steel and Agro Industries Limited**

(Company under Corporate Insolvency Resolution Process)

Anusha Chandwani
Company Secretary
Membership No.: ACS 54977

Regd. Office : 621, Tulsiani Chambers, Nariman Point, Mumbai - 400 021. Ph. : +91 22 46007427, **CIN : L27100MH1985PLC140379**
Admin.Office : 1st Floor, Shree Mahadeo House, 10/2, South Tukoganj, Nath Mandir Road, Indore - 452 001, MP, India
Web : www.nsail.com, Ph. : +91 731 4062168, 4074638
Factory : Village Sejwaya, Lebad Chowki, Ghatabillod, Dist. Dhar - 454 773 (MP)

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)	26-09-2022
Start time of the meeting	3:30 PM
End time of the meeting	3:52 PM

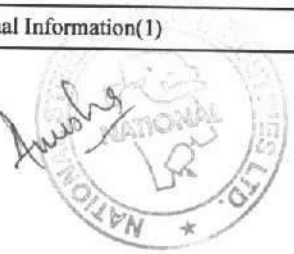


Scrutinizer Details	
Name of the Scrutinizer	ASHISH GARG
Firms Name	ASHISH GARG
Qualification	CS
Membership Number	5181
Date of Board Meeting in which appointed	07-08-2022
Date of Issuance of Report to the company	27-09-2022

Voting results	
Record date	19-09-2022
Total number of shareholders on record date	28075
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	8
b) Public	65
No. of resolution passed in the meeting	4
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 31stMarch 2022, 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	22184963	20744413	93.5066	20744413	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	22184963	20744413	93.5066	20744413	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	1021988	4.59	1021695	293	99.9713	0.0287
	Poll		79	0.0004	79	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	22265437	1022067	4.5904	1021774	293	99.9713	0.0287
Total		44500000	21766480	48.9134	21766187	293	99.9987	0.0013
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Textual Information(1)	



Text Block	
Textual Information(1)	Voting at poll means the voting during the Annual General Meeting.



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: 006395265), who retires by rotation at this Annual General Meeting and being eligible, offers himself 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	22184963	20744413	93.5066	20744413	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	22184963	20744413	93.5066	20744413	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	1021988	4.59	1020018	1970	99.8072	0.1928
	Poll		79	0.0004	79	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	22265437	1022067	4.5904	1020097	1970	99.8073	0.1927
Total		44500000	21766480	48.9134	21764510	1970	99.9909	0.0091
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Textual Information(1)	

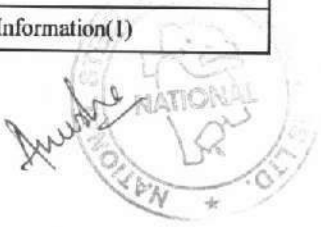


Text Block	
Textual Information(1)	Voting at poll means the voting during the Annual General Meeting.



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 of remuneration to M/s. M. Goyal & Co., Cost Auditors of the Company for the Financial Year 2022-23				
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	20744413	93.5066	20744413	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	22184963	20744413	93.5066	20744413	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	1021988	4.59	1020762	1226	99.88	0.12
	Poll		79	0.0004	79	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	22265437	1022067	4.5904	1020841	1226	99.88	0.12
Total		44500000	21766480	48.9134	21765254	1226	99.9944	0.0056
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Textual Information(1)	



Text Block	
Textual Information(1)	Voting at poll means the voting during the Annual General Meeting.



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

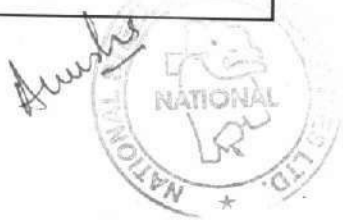
Resolution(4)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Appointment of Mr. Nirmal Kumar Jain (DIN: 09660885), as Whole Time Director of the Company.				
Category	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	20744413	93.5066	20744413	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	22184963	20744413	93.5066	20744413	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	1021988	4.59	1020782	1206	99.882	0.118
	Poll		79	0.0004	79	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	22265437	1022067	4.5904	1020861	1206	99.882	0.118
Total		44500000	21766480	48.9134	21765274	1206	99.9945	0.0055
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Textual Information(1)	



Text Block	
Textual Information(1)	Voting at poll means the voting during the Annual General Meeting.



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 36th 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 36thAnnual General Meeting ("AGM") of National Steel And Agro Industries Limited held through Video Conferencing/Other Audio Visual Means("VC/OAVM")on September 26th 2022.**

I, Ashish Garg, Practicing Company Secretary have been appointed as the Scrutinizer on 07th August 2022 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 20of 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 General Circular No. 14/2020 dated 8thApril 2020; General Circular No. 17/2020 dated 13thApril 2020; General Circular No. 20/2020 dated 5thMay 2020; General Circular No. 02/2021 dated 13thJanuary 2021; General Circular No. 19/2021 dated December 8th 2021; General Circular No. 21/2021 dated December 14th 2021; General Circular No. 02/2022 dated May 5th 2022,issued by the Ministry of Corporate Affairs ("MCA") and SEBI Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated 12th May2020, Circular No. SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated 15thJanuary 2021 and Circular No. SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated May 13th 2022, 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 provides 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.



107, Gold Arcade, 3/1, New Palasia, Opp. Curewell Hospital, Indore (MP), India 452003
E-mail : ashishgargcs@gmail.com | Phone : +91 731 2 53 58 41

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 36th AGM of the Company, which was held on Monday,26thSeptember 2022.

(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 2021-22.

(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 **September 19th 2022.**



(ix) The remote e-voting facility was open from **Friday, September 23rd 2022 at 09:00 a.m. (IST) to Sunday, September 25th 2022 at 05:00 p.m. (IST).**

(x) The Company completed the dispatch of the Notice of AGM and the Annual Report for FY 2021-2022 by email to those members whose email IDs are registered with the Company/ Depository Participant(s) by **Tuesday, 30thAugust 2022**.For those Members whose email IDs were not available / registered, the Notice of the AGM along with Annual Report 2021-2022 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 provided in the MCA & SEBI Circulars.

(xi) As prescribed in clause IV of the Circular dated 5thMay 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, 18thAugust, 2022.** 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 **Wednesday, 31st August 2022.**

(xiii) At the end of the voting period on **Sunday, September 25th 2022 at 05:00 p.m. (IST)**, the voting portal of the service provider was blocked.

(xiv) At the 36th AGM of the Company held through VC/OAVM, on Monday, September 26th 2022, after considering all the items of the business, the facility to vote electronically was provided to those members who are attending the meeting through VC/OAVM but did not participate in the remote e-voting to cast their votes. On 26th September 2022, 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. Shivani Jain and Mr. Gokul Bhojwani 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 thee-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 2022, 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	127	21766108	100	3	293	0	21766401	0	0
e-voting at AGM	4	79	100	0	0	0	79	0	0
Total	131	21766187	100	3	293	0	21766480	0	0

Item No. 02-Ordinary Resolution

Appointment of Director in place of Mr. Santosh Shahra (DIN: 006395265), 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	125	21764431	99.99	5	1970	0.01	21766401	0	0
e-voting at AGM	4	79	100	0	0	0	79	0	0
Total	129	21764510	99.99	5	1970	0.01	21766480	0	0

ASHISH GARG
FCS-5181
CP-4423
COMPANY SECRETARY

Item No. 03-Ordinary Resolution

Ratification of remuneration to M/s. M. Goyal & Co., Cost Auditors of the Company for the Financial Year 2022-23

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	125	21765175	99.99	5	1226	0.01	21766401	0	0
e-voting at AGM	4	79	100	0	0	0	79	0	0
Total	129	21765254	99.99	5	1226	0.01	21766480	0	0

Item No. 04- Special Resolution

Appointment of Mr. Nirmal Kumar Jain (DIN: 09660885), as Whole Time 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	126	21765195	99.99	4	1206	0.01	21766401	0	0
e-voting at AGM	4	79	100	0	0	0	79	0	0
Total	130	21765274	99.99	4	1206	0.01	21766480	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 36th 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.

ASHISH GARG
FCS-5181
CP-4423
COMPANY SECRETARY

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,

ASHISH GARG FCS-5181 CP-4423 COMPANY SECRETARY

Scrutinizer
Name: ASHISH GARG
Practicing Company Secretary
Membership No.: FCS5181/ CP No. 4423
Peer Review Number: 568/2018.
UDIN: F005181D001048894

Place: Indore
Date: 27th September, 2022

Counter signed by
For National Steel & Agro Industries Limited

NATIONAL STEEL & AGRO INDUSTRIES LTD. NATIONAL

Authorised Person
Anusha Chandwani
Authorised by Mr. Dushyant C Dave, Resolution Professional & Chairman of the Meeting
Place: Indore
Date: 27th September, 2022