

# VISA STEEL LIMITED

## VISA STEEL

CORPORATE OFFICE  
VISA HOUSE,  
8/10, ALIPORE ROAD  
KOLKATA - 700 027  
Tel : +91-33-3011 9000  
Fax : +91-33-3011 9002  
Website : www.visasteel.com  
CIN NO : L51109OR1996PLC0041

12 July 2016

|                                                                                                                                                                |                                                                                                                                                                                                                                     |
|----------------------------------------------------------------------------------------------------------------------------------------------------------------|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| BSE Limited<br>25 Floor, P J Towers<br>Dalal Street,<br>Mumbai 400001<br><br><b><u>Fax No. 91-22-2272 3121</u></b><br><br><b><u>BSE Scrip Code: 532721</u></b> | National Stock Exchange of India Limited<br>Exchange Plaza, Plot No. C/1, G Block<br>Bandra-Kurla Complex, Bandra (E)<br>Mumbai 400051<br><br><b><u>Fax No. 91-22-2659 8237 / 38</u></b><br><br><b><u>NSE Symbol: VISASTEEL</u></b> |
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Dear Sir/ Madam,

**Sub: Compliance with Regulation 44(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015-Postal Ballot Voting Results**

Pursuant to the provisions of Regulation 44(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed herewith the disclosures pertaining to the voting results of the Postal Ballot (including e-voting) conducted for seeking approval of the Members in respect of the following business(es):

1. Shifting of Registered Office of the Company from the State of Odisha to State of West Bengal. (Marked as "Annexure A")
2. Scheme of Amalgamation of VISA BAO Limited ("VBL") with VISA Steel Limited ("VSL" or "the Company") and their respective Shareholders ("the Scheme"). (Marked as "Annexure B")

The resolution(s) are deemed to have been passed on 8 July 2016 being the last date of receipt of the duly completed Postal Ballot forms and e-voting.

Mr. Debendra Raut, Practicing Company Secretary of M/s. D. Raut & Associates, who was appointed as the Scrutinizer for the Postal Ballot process, has submitted his report on the completion of the scrutiny of the Postal Ballots (including e-voting), dated 11 July



2016. Based on the report, we confirm, that all the resolution(s) contained in Postal Ballot Notice dated 27 May 2016 have been approved by the Members of the Company.

Kindly take the above on record please.

For VISA Steel Limited

*Sunil K Mall*

*B* Sunil Kumar Mall  
President



Encl:

- 1) Annexure A
- 2) Annexure B

## Voting results

|                                                                                                                           |  |                                                                                                                                         |
|---------------------------------------------------------------------------------------------------------------------------|--|-----------------------------------------------------------------------------------------------------------------------------------------|
| Date of the AGM/EGM / Postal Ballot                                                                                       |  | Postal Ballot Notice Dated – 27 May 2016<br>Voting Start Date – 9 June 2016<br>Voting End Date – 8 July 2016<br>18465 as on 27 May 2016 |
| Total number of shareholders on record date                                                                               |  |                                                                                                                                         |
| No. of shareholders present in the meeting either in person or through proxy:<br>Promoters and Promoter Group:<br>Public: |  | Not Applicable<br>Not Applicable                                                                                                        |
| No. of Shareholders attended the meeting through Video Conferencing<br>Promoters and Promoter Group:<br>Public            |  | Not Applicable<br>Not Applicable                                                                                                        |

**Agenda- Shifting of Registered Office of the Company from the State of Odisha to the State of West Bengal**

**Resolution required: (Ordinary/ Special)**

| Whether promoter/ promoter group are interested in the agenda/resolution? |                               | Special            |                  |                                   |                        |                      |                                      |                                    |
|---------------------------------------------------------------------------|-------------------------------|--------------------|------------------|-----------------------------------|------------------------|----------------------|--------------------------------------|------------------------------------|
| Category                                                                  | Mode of Voting                | No. of shares held | No. votes polled | % of 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                      |                    | 68175000         | 100                               | 68175000               | -                    | 100                                  | -                                  |
|                                                                           | Poll                          | 68175000           | NA               | NA                                | NA                     | NA                   | NA                                   | NA                                 |
|                                                                           | Postal Ballot (if applicable) |                    | -                | -                                 | -                      | -                    | -                                    | -                                  |
| Public-Institutions                                                       | Total                         | 68175000           | 68175000         | 100                               | 68175000               | -                    | 100                                  | -                                  |
|                                                                           | E-Voting                      |                    | 25407245         | 98.07                             | 25407245               | -                    | 100                                  | -                                  |
|                                                                           | Poll                          | 25907356           | NA               | NA                                | NA                     | NA                   | NA                                   | NA                                 |
| Public-Non Institutions                                                   | Postal Ballot (if applicable) |                    | -                | -                                 | -                      | -                    | -                                    | -                                  |
|                                                                           | Total                         | 25907356           | 25407245         | 98.07                             | 25407245               | -                    | 100                                  | -                                  |
|                                                                           | E-Voting                      |                    | 7201885          | 45.24                             | 7201385                | 500                  | 99.99                                | 0.01                               |
| Public-Non Institutions                                                   | Poll                          | 15917644           | NA               | NA                                | NA                     | NA                   | NA                                   | NA                                 |
|                                                                           | Postal Ballot (if applicable) |                    | 797              | .01                               | 797                    | -                    | 100                                  | -                                  |
|                                                                           | Total                         | 15917644           | 7202682          | 45.25                             | 7202182                | 500                  | 99.99                                | 0.01                               |
| Total                                                                     |                               | 110000000          | 100784927        | 91.62                             | 100784427              | 500                  | 99.99                                | 0.01                               |



## Voting Results

|                                                                               |  |                                          |
|-------------------------------------------------------------------------------|--|------------------------------------------|
| Date of the AGM/EGM / Postal Ballot                                           |  | Postal Ballot Notice Dated – 27 May 2016 |
| Total number of shareholders on record date                                   |  | Voting Start Date – 9 June 2016          |
| No. of shareholders present in the meeting either in person or through proxy: |  | Voting End Date – 8 July 2016            |
| Promoters and Promoter Group:                                                 |  | 18465 as on 27 May 2016                  |
| Public:                                                                       |  | Not Applicable                           |
| No. of Shareholders attended the meeting through Video Conferencing           |  | Not Applicable                           |
| Promoters and Promoter Group:                                                 |  | Not Applicable                           |
| Public                                                                        |  | Not Applicable                           |

**Agenda- Scheme of Amalgamation of VISA BAO Limited (“VBL”) with VISA Steel Limited (“VSL” or “the Company”) and their respective Shareholders (“the Scheme”)**

| Resolution required: (Ordinary/ Special)                                  |                               | Requisite majority |                     |                                   |                        |                      |                                      |                                    |
|---------------------------------------------------------------------------|-------------------------------|--------------------|---------------------|-----------------------------------|------------------------|----------------------|--------------------------------------|------------------------------------|
| Whether promoter/ promoter group are interested in the agenda/resolution? |                               | No                 |                     |                                   |                        |                      |                                      |                                    |
| Category                                                                  | Mode of Voting                | No. of shares held | No. of votes polled | % of 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                      |                    | 68175000            | 100                               | 68175000               | -                    | 100                                  | -                                  |
|                                                                           | Poll                          | 68175000           | NA                  | NA                                | NA                     | NA                   | NA                                   | NA                                 |
|                                                                           | Postal Ballot (if applicable) |                    | -                   | -                                 | -                      | -                    | -                                    | -                                  |
| Public-Institutions                                                       | Total                         | 68175000           | 68175000            | 100                               | 68175000               | -                    | 100                                  | -                                  |
|                                                                           | E-Voting                      |                    | 25407245            | 98.07                             | 25407245               | -                    | 100                                  | -                                  |
|                                                                           | Poll                          | 25907356           | NA                  | NA                                | NA                     | NA                   | NA                                   | NA                                 |
| Public-Non Institutions                                                   | Postal Ballot (if applicable) |                    | -                   | -                                 | -                      | -                    | -                                    | -                                  |
|                                                                           | Total                         | 25907356           | 25407245            | 98.07                             | 25407245               | -                    | 100                                  | -                                  |
|                                                                           | E-Voting                      |                    | 7201885             | 45.24                             | 7201785                | 100                  | 99.99                                | 0.01                               |
| Public-Non Institutions                                                   | Poll                          | 15917644           | NA                  | NA                                | NA                     | NA                   | NA                                   | NA                                 |
|                                                                           | Postal Ballot (if applicable) |                    | 797*                | 0.01                              | 747                    | -                    | 100                                  | -                                  |
|                                                                           | Total                         | 15917644           | 7202632             | 45.25                             | 7202532                | 100                  | 99.99                                | 0.01                               |
| Total                                                                     |                               | 110000000          | 100784877           | 91.62                             | 100784777              | 100                  | 99.99                                | 0.01                               |

\* One person holding 50 (fifty) shares has abstained from voting for Resolution No.2. Hence, this vote is considered as invalid for the Resolution No. 2