OCL IRON & STEEL LTD.
REGD. OFFICE & WORKS
Vill : Lamloi - P.O.-Garvana
Rajgangpur : 770 017
Distt.- Sundargarh-Orissa, INDIA
Phone: +91 6624 222 562/563
Fax: +91 6624 222 564
eMail: oclrgp@oclsteel.in
www.oclsteel.in

Ref.: OISL/NSE/2017 **23rd September, 2017**

To,
The National Stock Exchange of India Limited
Exchange Plaza, 4th Floor, Plot No. C-1, G Block,
Bandra Kurla Complex, Bandra East
Mumbai-400001

NSE TRADING SYMBOL : OISL

SUBJECT: PROCEEDINGS OF THE ANNUAL GENERAL MEETING

Dear Sir/Madam,

Pursuant to Regulation 30, Part-A of Schedule-III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we would like to inform you that **Annual General Meeting** of the Company was duly held on **23rd September, 2017** at its Registered Office at **Vill. Lamloi, P.O. Garvana, Rajgangpur -770017 (Dist. Sundargarh , Orissa)** at 10:00 a.m.

Please find enclosed the Voting Results as required under Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the Scrutinizers' Report pursuant to the Section 108 of the Companies Act, 2013 and Rule 20(4)(xii) of the Companies (Management and Administration) Rules, 2014.

Kindly take the same on records and oblige.

Yours faithfully,
For OCl Iron and Steel Limited

Khushboo Chugh
Company Secretary

Enclosed:

1. Proceeding of the EGM
2. Scrutinizer's Report

WORKS :
A-285, Chopanki Industrial Area
Chopanki, Bhiwadi, District - Alwar
Rajasthan INDIA 301 019
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PROCEEDINGS OF THE 12th ANNUAL GENERAL MEETING OF THE COMPANY

The Annual General Meeting (AGM) of the Company was held on Saturday, the 23rd day of September, 2017 at the Registered Office of the Company at **Vill. Lamloi, P.O. Garvana, Rajgangpur -770017 (Dist. Sundargarh , Orissa)** at 10:00 a.m.

The meeting was attended by the following:

Mr. Yogesh Kapur	: Chairman
Mr. Raj Kumar Ralhan	: Chief Financial Officer
Ms. Khushboo Chugh	: Company Secretary & Compliance Officer
Mr. Sachin Khurana	: Scrutinizer

Members Personally Present : 40
Members present by proxy : 9
Members voted at the AGM : 40
Members voted through remote e-voting : 06

1. Mr. Yogesh Kapur was elected as the Chairman of the meeting.

2. The Company Secretary ascertained the Quorum of the meeting. After ascertaining the requisite Quorum, the Chairman called the meeting in order.

3. The Notice Convening the Annual General Meeting was taken as read with the consent of the members.

4. The Statutory Registers, Proxy Register and relevant documents were available during the meeting for inspection by the Members.

5. The Chairman then informed that as per the applicable provisions of the Companies Act, 2013 and Rules framed thereunder, the Company had provided e-voting facility to the members entitled to cast their vote on the agenda items from Wednesday, September 20, 2017 (9:00 a.m.) to Friday, September 22, 2017 (5:00 p.m.). The Chairman drew the attention of the members regarding the resolution on which voting is to be held that members who were present at the meeting but have not cast their votes by availing the remote e-voting facility, can exercise their vote by use of Polling Paper, which were distributed to the members present at the meeting.

6. Mr. Sachin Khurana, the Scrutinizer, thereafter conducted the Polling Paper voting process. The details of voting (Polling Paper and remote e-voting) for the agenda items as submitted by the Scrutinizer's Report has been summarized as under:

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The following Ordinary/Special business have been approved by the members with requisite majority by E-voting and poll:

Resolution No : 1 - Adoption of the Audited Standalone and the Audited Consolidated Financial Statements for the year ended March 31, 2017 together with Reports of the Board of Directors and Auditors thereon.

Resolution No: 2 - Re-appointment of Mr. Vinod Kumar Uppal (DIN 00897121) as Director.

Resolution No: 3 - Ratification of appointment of M/s A.C. Gupta & Associates, as Statutory Auditors.

Resolution No: 4 - Ratification of remuneration to be paid to Mr. Yash Pal Sardana, Cost Accountants, Cost Auditors of the Company for the financial year 2017-18

The Consolidated Results of E-Voting and Poll at the EGM based on the Scrutinizer's Report are enclosed along with this outcome.

The aforesaid resolutions were passed with requisite majority.

There being no business to transact, the meeting concluded with a vote of thanks to the Chair.

For OCL Iron and Steel Limited

Khushboo Chugh
Company Secretary
Date: 23.09.2017

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S. Khurana & Associates

Company Secretaries

Email: sachinkhuranacs@gmail.com (M):9540407575, 9999512628

SCRUTINIZER'S REPORT

To,

The Chairman,
OCL IRON & STEEL LIMITED
Vill. Lamloi, P.O. Garvana, Rajgangpur -770017 (Dist. Sundargarh , Orissa)

Subject: Scrutinizer's Report pursuant to Section 108 and 109 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014

Dear Sir,

I, **Sachin Khurana**, Company Secretary in Whole time Practice, was appointed as a Scrutinizer by the Board of Directors of **M/s OCL Iron And Steel Limited** at its meeting held on 19 August, 2017, for the purpose of:

i. Scrutinizing the remote e-voting process under the provisions of Section 108 of the Companies Act, 2013 ("Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended ("Rules") and

ii. Poll through polling papers under the provisions of Section 109 of the Act read with Rule 21 of the Rules, on the resolution(s) contained in the Notice of the AGM of the shareholders of the Company held on **September 23, 2017** at the Registered Office of the Company.

iii. The Company had appointed Central Depository Securities Limited (CDSL) to provide the facility of remote e-voting with respect to voting by electronic means for the EGM.

iv. As per the said rules, the Company had mentioned in the Notice that the remote e-voting period will commence on Wednesday, September 20, 2017 (9:00 a.m.) and will end on Friday, September 22, 2017 (5:00 p.m.).

v. The shareholders holding shares as on "cut off" date i.e. September 16, 2017 were entitled to vote on the proposed resolutions.

vi. After the time fixed for closing of the poll by the Chairman, ballot boxes kept for polling were locked in our presence.

vii. The locked ballot boxes were subsequently opened in our presence and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Registrar and Transfer Agents of the Company.

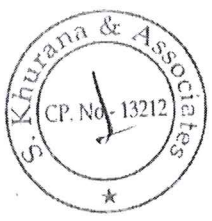
viii. Thereafter the details containing, inter alia, list of equity shareholders, who voted "For" and "Against", were duly unblocked and downloaded from the website of CDSL i.e. **https://www.evotingindia.com**.



SUMMARY OF THE VOTES IS GIVEN BELOW:-

RESOLUTION NO. 1: Adoption of the Audited Standalone and the Audited Consolidated Financial Statements for the year ended March 31, 2017 together with Reports of the Board of Directors and Auditors thereon- Ordinary Resolution

Category	Mode of Voting	No.of shares held (1)	No.of votes polled (2)	% of Votes Polled on outstanding shares (3) = [(2)/(1)]*100	No.of Votes - in favour (4)	No. of Votes against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	91737232	91737232	100.00	91737232	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total	**91737232**	**91737232**	**100.00**	**91737232**	**0**	**100.00**	**0.00**
Public - Institutions	E-Voting	1325816	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total	**1325816**	**0**	**0.00**	**0**	**0**	**0.00**	**0.00**
Public -Non Institutions	E-Voting	41080112	727	0.00	727	0	100.00	0.00
	Poll		37917	0.09	37917	0	100.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total	**41080112**	**38644**	**0.09**	**38644**	**0**	**100.00**	**0.00**
Total		**134143160**	**91775876**	**68.42**	**91775876**	**0**	**100.000**	**0.000**



RESOLUTION NO. 2: Re-appointment of Mr. Vinod Kumar Uppal (DIN 00897121) as Director -Ordinary Resolution

Category	Mode of Voting	No.of shares held (1)	No.of votes polled (2)	% of Votes Polled on outstanding shares (3) = [(2)/(1)] *100	No.of Votes - in favour (4)	No. of Votes against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	91737232	91737232	100.00	91737232	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total	**91737232**	**91737232**	**100.00**	**91737232**	**0**	**100.00**	**0.00**
Public - Institutions	E-Voting	1325816	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total	**1325816**	**0**	**0.00**	**0**	**0**	**0.00**	**0.00**
Public -Non Institutions	E-Voting	41080112	727	0.00	727	0	100.00	0.00
	Poll		37917	0.09	37917	0	100.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total	**41080112**	**38644**	**0.09**	**38644**	**0**	**100.00**	**0.00**
Total		**134143160**	**91775876**	**68.42**	**91775876**	**0**	**100.000**	**0.000**

S. Khurana & Associates CP. No. - 13212

RESOLUTION NO. 3: Ratification of appointment of Statutory Auditors -Ordinary Resolution

Category	Mode of Voting	No.of shares held (1)	No.of votes polled (2)	% of Votes Polled on outstanding shares (3) = [(2)/(1)] *100	No.of Votes - in favour (4)	No.of Votes against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	91737232	91737232	100.00	91737232	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total	**91737232**	**91737232**	**100.00**	**91737232**	**0**	**100.00**	**0.00**
Public - Institutions	E-Voting	1325816	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total	**1325816**	**0**	**0.00**	**0**	**0**	**0.00**	**0.00**
Public -Non Institutions	E-Voting	41080112	727	0.00	727	0	100.00	0.00
	Poll		37917	0.09	37917	0	100.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total	**41080112**	**38644**	**0.09**	**38644**	**0**	**100.00**	**0.00**
Total		**134143160**	**91775876**	**68.42**	**91775876**	**0**	**100.000**	**0.000**

S. Khurana & Associates CP. No.- 13212

RESOLUTION NO. 4: Ratification of remuneration to be paid to Mr. Yash Pal Sardana, Cost Accountants, Cost Auditors of the Company for the financial year 2017-18 -Ordinary Resolution

Category	Mode of Voting	No.of shares held (1)	No.of votes polled (2)	% of Votes Polled on outstanding shares (3) = [(2)/(1)]*100	No.of Votes - in favour (4)	No.of Votes against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	91737232	91737232	100.00	91737232	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total	**91737232**	**91737232**	**100.00**	**91737232**	**0**	**100.00**	**0.00**
Public - Institutions	E-Voting	1325816	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total	**1325816**	**0**	**0.00**	**0**	**0**	**0.00**	**0.00**
Public -Non Institutions	E-Voting	41080112	727	0.00	727	0	100.00	0.00
	Poll		37917	0.09	37917	0	100.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total	**41080112**	**38644**	**0.09**	**38644**	**0**	**100.00**	**0.00**
Total		**134143160**	**91775876**	**68.42**	**91775876**	**0**	**100.000**	**0.000**

S. Khurana & Associates CP No.- 13212

The aforesaid resolutions were passed with requisite majority.

The register, all other papers and relevant records relating to Electronic voting & Poll shall remain in my safe custody until the Chairman considers, approves and signs the minutes of the aforesaid Extra Ordinary General Meeting.

Thanking you
Yours faithfully,

For S. Khurana & Associates
Company Secretaries

Sachin Khurana
Proprietor
Membership No.: A35297
Place: New Delhi
Date: 23/09/2017