

20th May, 2016
Ref. No.: NSAIL/SEC/2016

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: Declaration of result of Postal Ballot

Dear Sir/Madam,

This has reference to the aforesaid subject, pursuant to the provisions of Regulation 44 (3) of SEBI (LODR) Regulations, 2015, please find enclosed herewith result of voting on Postal Ballot along with the Scrutiniser's Report.

We are pleased to inform that the equity shareholders of the Company have passed Special / Ordinary Resolutions as set out in the Notice of Postal Ballot dated 30th March, 2016.

Kindly take this information on record and acknowledge the same.

Thanking you,
Yours faithfully,

For National Steel and Agro Industries Limited



Pankaj Gupta
Company Secretary
Membership No: ACS-15649



NATIONAL STEEL AND AGRO INDUSTRIES LIMITED (CIN: L27100MH1985PLC140379)

DETAILS OF VOTING RESULTS PURSUANT TO THE PROVISIONS OF REGULATION 44 (3) OF SEBI (LODR) REGULATIONS, 2015

Date of the AGM/EGM/Postal Ballot	20th May, 2016
Total number of shareholders on record date	26668
No. of shareholders present in the meeting either in person or through proxy: Promoters and Promoter Group: Public:	Not Applicable
No. of Shareholders attended the meeting through Video Conferencing Promoters and Promoter Group: Public:	Not Applicable
RESOLUTION NO. 1: Approval for increasing Authorised Share Capital of the Company and the consequent amendment in Capital clause of the Memorandum of Association of the Company.	
Resolution required: (Ordinary/ Special)	Ordinary Resolution
Whether promoter/ promoter group are interested in the agenda/ resolution?	No

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	2,17,70,083	1,03,09,016	47.354	1,03,09,016	-	100.000	-
	Poll		Not applicable					
	Postal Ballot (if applicable)		62,70,767	28.805	62,70,767	-	100.000	-
	Total		1,65,79,783	76.159	1,65,79,783	-	100.000	-
Public - Institutions	E-voting	1,96,800	-	-	-	-	-	-
	Poll		Not applicable					
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		-	-	-	-	-	-
Public - Non Institutions	E-voting	2,25,33,117	9,33,788	4.144	4,660	9,29,128	0.499	99.501
	Poll		Not applicable					
	Postal Ballot (if applicable)		10,802	0.048	8,602	2,200	79.633	20.367
	Total		9,44,590	4.192	13,262	9,31,328	1.404	98.596
Total		4,45,00,000	1,75,24,373	39.381	1,65,93,045	9,31,328	94.686	5.314



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NATIONAL STEEL AND AGRO INDUSTRIES LIMITED (CIN: L27100MH1985PLC140379)

DETAILS OF VOTING RESULTS PURSUANT TO THE PROVISIONS OF REGULATION 44 (3) OF SEBI (LODR) REGULATIONS, 2015

RESOLUTION NO. 2: Approval for issue of Equity Shares of the Company to Qualified Institutional Buyers ("QIBs") by way of Qualified Institutions Placement ("QIP Issue"), in terms of Chapter VIII of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009.	
Resolution required: (Ordinary/ Special)	Special Resolution
Whether promoter/ promoter group are interested in the agenda/ resolution?	No

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	2,17,70,083	1,03,09,016	47.354	1,03,09,016	-	100.000	-
	Poll		Not applicable					
	Postal Ballot (if applicable)		62,70,767	28.805	62,70,767	-	100.000	-
	Total		1,65,79,783	76.159	1,65,79,783	-	100.000	-
Public - Institutions	E-voting	1,96,800	-	-	-	-	-	-
	Poll		Not applicable					
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		-	-	-	-	-	-
Public - Non Institutions	E-voting	2,25,33,117	9,33,788	4.144	4,660	9,29,128	0.499	99.501
	Poll		Not applicable					
	Postal Ballot (if applicable)		10,802	0.048	8,602	2,200	79.633	20.367
	Total		9,44,590	4.192	13,262	9,31,328	1.404	98.596
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NATIONAL STEEL AND AGRO INDUSTRIES LIMITED (CIN: L27100MH1985PLC140379)

DETAILS OF VOTING RESULTS PURSUANT TO THE PROVISIONS OF REGULATION 44 (3) OF SEBI (LODR) REGULATIONS, 2015

RESOLUTION NO. 3: Approval for appointment of Mr. Nagalingam Goli as a Director of the Company.	
Resolution required: (Ordinary/ Special)	Ordinary Resolution
Whether promoter/ promoter group are interested in the agenda/ resolution?	No

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	2,17,70,083	1,03,09,016	47.354	1,03,09,016	-	100.000	-
	Poll		Not applicable					
	Postal Ballot (if applicable)		62,70,767	28.805	62,70,767	-	100.000	-
	Total		1,65,79,783	76.159	1,65,79,783	-	100.000	-
Public - Institutions	E-voting	1,96,800	-	-	-	-	-	-
	Poll		Not applicable					
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		-	-	-	-	-	-
Public - Non Institutions	E-voting	2,25,33,117	9,33,788	4.144	5,410	9,28,378	0.579	99.421
	Poll		Not applicable					
	Postal Ballot (if applicable)		10,802	0.048	8,602	2,200	79.633	20.367
	Total		9,44,590	4.192	14,012	9,30,578	1.483	98.517
Total		4,45,00,000	1,75,24,373	39.381	1,65,93,795	9,30,578	94.690	5.310



NATIONAL STEEL AND AGRO INDUSTRIES LIMITED (CIN: L27100MH1985PLC140379)

DETAILS OF VOTING RESULTS PURSUANT TO THE PROVISIONS OF REGULATION 44 (3) OF SEBI (LODR) REGULATIONS, 2015

RESOLUTION NO. 4: Approval for appointment of Mr. Nagalingam Goli as a Managing Director of the Company.	
Resolution required: (Ordinary/ Special)	Special Resolution
Whether promoter/ promoter group are interested in the agenda/ resolution?	No

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	2,17,70,083	1,03,09,016	47.354	1,03,09,016	-	100.000	-
	Poll		Not applicable					
	Postal Ballot (if applicable)		62,70,767	28.805	62,70,767	-	100.000	-
	Total		1,65,79,783	76.159	1,65,79,783	-	100.000	-
Public - Institutions	E-voting	1,96,800	-	-	-	-	-	-
	Poll		Not applicable					
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		-	-	-	-	-	-
Public - Non Institutions	E-voting	2,25,33,117	9,33,788	4.144	5,410	9,28,378	0.579	99.421
	Poll		Not applicable					
	Postal Ballot (if applicable)		10,802	0.048	8,602	2,200	79.633	20.367
	Total		9,44,590	4.192	14,012	9,30,578	1.483	98.517
Total		4,45,00,000	1,75,24,373	39.381	1,65,93,795	9,30,578	94.690	5.310



Report of Scrutiniser

[Pursuant to Section 110 of the Companies Act, 2013 and Rule 22 of Companies (Management and Administration) Rules, 2014]

To,
The Chairman,
NATIONAL STEEL AND AGRO INDUSTRIES LIMITED
Registered Office: 621, Tulsiani Chambers, Nariman Point,
Mumbai-400021
Maharashtra

Dear Sir,

Subject: Consolidated Scrutiniser's Report on Postal Ballot and remote e-voting conducted pursuant to the provisions of Section 110 of the Companies Act, 2013 ("the Act") read with Rule 22 of Companies (Management and Administration) Rules, 2014 and any amendment thereof, in respect of passing the Special/Ordinary Resolutions contained in the Notice dated 30th March, 2016 through Postal Ballot.

I, Ashish Garg, Practicing Company Secretary, Indore being appointed as scrutiniser by the Board of Directors of National Steel and Agro Industries Limited (the Company) in their Board Meeting held on 30th March, 2016 pursuant to the provisions of Section 110 of the Companies Act, 2013 read with Rule 22 of Companies (Management and Administration) Rules, 2014 and Regulation 44 of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015, to conduct the Electronic Voting Process and Postal Ballot in respect of the special/ordinary resolutions proposed through Postal Ballot and remote e-voting.

I submit my report as under:

1. The Company had completed dispatch of the Postal Ballot Notice on 18th April, 2016 (a) through e-mail to the equity shareholders whose e-mail IDs were registered with their depository participant or with the Company's Registrar and Share Transfer Agent i.e. Sarthak Global Limited; and (b) through physical mode, along with the Postal Ballot Forms and postage pre-paid self-addressed business reply envelope to the other equity shareholders (whose e-mail IDs were not registered); whose name appeared on register of members as on 13th April, 2016 being the cut-off date and also published the advertisement in newspapers i.e. Free Press Journal, Mumbai in English language and in Dainik Navshakti, Mumbai in regional language pursuant to Rule 22(3) of the Companies (Management and Administration) Rules, 2014.



2. The Voting commenced on Wednesday, 20th April, 2016 (10.00 A.M.) and ended on Thursday, 19th May, 2016 (05.00 P.M.) for physical ballots and as well as for remote e-voting.
3. The equity shareholders of the Company holding shares as on the cut-off date of 13th April, 2016 were entitled to vote on the special/ordinary resolutions as contained in the Notice of Postal Ballot.
4. The remote e-voting facility was provided by Central Depository Services (India) Limited (CDSL). The votes were unblocked on 19th May, 2016 around 05.35 P.M. in the presence of two witnesses, viz. Ms. Shraddha Jain and Ms. Priya Singh, who are not in the employment of the Company.
5. The Postal Ballot Forms were kept in safe custody in sealed and tamper proof Ballot Box before commencing the scrutiny of such Postal Ballot Forms.
6. The Ballot Box was opened on 19th May, 2016 in my presence.
7. All Business Reply Envelops were duly opened in my presence and scrutinise and shareholding was matched / confirmed with the Register of Members of the Company / List of Beneficiaries as on 13th April, 2016.
8. All Postal Ballot Forms received up to 5.00 P.M. on 19th May, 2016, being the last date and time fixed by the Company for receipt of the Postal Ballot Forms, were considered for my scrutiny. No envelope containing Postal Ballot Form was received after 5.00 P.M. on 19th May, 2016.
9. I have scrutinised and reviewed the remote e-voting and votes tendered therein based on the data downloaded from the CDSL e-voting system.
10. With respect to physical ballot, the ballot papers received were reconciled with the records maintained by the Registrar and Share Transfer Agent. The signature verification in respect of physical Postal Ballot Forms has been verified by officer of Registrar and Share Transfer Agent of the Company.
11. I did not find any defaced or mutilated Postal Ballot Form.
12. The equity shareholders have casted their vote either by electronic or physical mode. There was no equity shareholder who opted for both the facilities.

I now submit my consolidated report as under on the result of the remote e-voting and physical ballot papers in respect of the special/ordinary resolutions contained in the Notice of Postal Ballot.



Approval for increasing Authorised Share Capital of the Company and the consequent amendment in Capital clause of the Memorandum of Association of the Company.

	Total Number of Members exercised their votes	Total Number of votes cast by them (shares)	% of total number of valid votes cast
Remote e-voting	41	1,03,13,676	91.736
Voting by Postal Ballot	40	62,79,369	99.965
Total	81	1,65,93,045	94.686

	Total Number of Members exercised their votes	Total Number of votes cast by them (shares)	% of total number of valid votes cast
Remote e-voting	5	9,29,128	8.264
Voting by Postal Ballot	1	2,200	0.035
Total	6	9,31,328	5.314

	Total Number of members exercised their votes	Total Number of votes cast by them (shares)
Remote e-voting	NIL	Nil
Voting by Postal Ballot	5	2250
Total	5	2250



Resolution No. 2 - Special Resolution

Approval for issue of Equity Shares of the Company to Qualified Institutional Buyers ("QIBs") by way of Qualified Institutions Placement ("QIP Issue"), in terms of Chapter VIII of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009.

(I) Voted "in favour" of the resolution:

	Total Number of Members exercised their votes	Total Number of votes cast by them (shares)	% of total number of valid votes cast
Remote e-voting	41	1,03,13,676	91.736
Voting by Postal Ballot	40	62,79,369	99.965
Total	81	1,65,93,045	94.686

(II) Voted "against" the resolution:

	Total Number of Members exercised their votes	Total Number of votes cast by them (shares)	% of total number of valid votes cast
Remote e-voting	5	9,29,128	8.264
Voting by Postal Ballot	1	2,200	0.035
Total	6	9,31,328	5.314

(III) Invalid Votes:

	Total Number of members exercised their votes	Total Number of votes cast by them (shares)
Remote e-voting	NIL	Nil
Voting by Postal Ballot	5	2250
Total	5	2250



Resolution No. 3 - Ordinary Resolution

Approval for appointment of Mr. Nagalingam Goli as a Director of the Company.

(I) Voted "in favour" of the resolution:

	Total Number of Members exercised their votes	Total Number of votes cast by them (shares)	% of total number of valid votes cast
Remote e-voting	42	1,03,14,426	91.742
Voting by Postal Ballot	40	62,79,369	99.965
Total	82	1,65,93,795	94.690

(II) Voted "against" the resolution:

	Total Number of Members exercised their votes	Total Number of votes cast by them (shares)	% of total number of valid votes cast
Remote e-voting	4	9,28,378	8.258
Voting by Postal Ballot	1	2,200	0.035
Total	5	9,30,578	5.310

(III) Invalid Votes:

	Total Number of members exercised their votes	Total Number of votes cast by them (shares)
Remote e-voting	NIL	Nil
Voting by Postal Ballot	5	2250
Total	5	2250



Resolution No. 4 - Special Resolution

Approval for appointment of Mr. Nagalingam Goli as a Managing Director of the Company.

(I) Voted "in favour" of the resolution:

	Total Number of Members exercised their votes	Total Number of votes cast by them (shares)	% of total number of valid votes cast
Remote e-voting	42	1,03,14,426	91.742
Voting by Postal Ballot	40	62,79,369	99.965
Total	82	1,65,93,795	94.690

(II) Voted "against" the resolution:

	Total Number of Members exercised their votes	Total Number of votes cast by them (shares)	% of total number of valid votes cast
Remote e-voting	4	9,28,378	8.258
Voting by Postal Ballot	1	2,200	0.035
Total	5	9,30,578	5.310

(III) Invalid Votes:

	Total Number of members exercised their votes	Total Number of votes cast by them (shares)
Remote e-voting	NIL	Nil
Voting by Postal Ballot	5	2250
Total	5	2250



I hereby handover Postal Ballot Forms, Register, Records and other related documents for safe custody to Mr. Pankaj Gupta - Company Secretary of the Company.

Based on the above information, you may kindly announce the result of voting by Postal Ballot and remote e-voting.

Thanking you,

Yours Faithfully,

3.12

Scrutiniser
Ashish Garg
Practicing Company Secretary
FCS: 5181; CP: 4423



Place: Indore
Date: 20th May, 2016