

Shyam Century Ferrous Limited

Regd. Office : VIII : Lumehnong, PO: Khaliehriet, Dist. East Jaintia Hills, Meghalaya-793 210, Phone No. - 03655-278215/16/18
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CIN-U27310ML2011PLC008578

15th October, 2015

National Stock Exchange of India Limited
Exchange Plaza, C-1, Block-G
Bandra Kurla complex, Bandra-East
Mumbai-400 051
Email: cmist@nse.co.in
Stock code: SHYAMCENT

BSE Limited
Phiroze Jeejeebhoy Towers
Dalal Street
Mumbai-400 001
Email: corp.relations@bseindia.com
Stock code: 539252

Subject: Proceedings of 4th Annual General Meeting held on 25th September, 2015

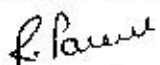
Dear Sirs,

Pursuant to the provisions of Clause 31 of Listing Agreement with your Exchanges, we hereby enclose a copy of the proceedings of 4th Annual General Meeting held on 25th September, 2015.

Please take the information on record.

Thanking you,

Yours faithfully,
For Shyam Century Ferrous Limited


Rachna Pareek
Company Secretary



Encl. as stated

Minutes of the Fourth Annual General Meeting of the Shareholders of Shyam Century Ferrous Limited held on Friday, 25th September, 2015 at 3.00 p.m. at "Star Club", Vill. Lumshnong, P.O. Khaliehriat, Dist. East Jantia Hills, Meghalaya-793 210 and concluded at 3.45 p.m.

Present :

Mr. Sajjan Bhajanka	-	Director and Member
Mr. Mangi Lal Jain	-	Director & Member (Chairman of Audit Committee)
Mr. Santanu Ray	-	Director (Chairman of Stakeholders Relationship Committee)
Mrs. Plistina Dkhar	-	Director & Member

80 members (including 19 representations from Bodies Corporate) were present in person and 26 proxies were present at the meeting.

In attendance :

Mr. Arun Kumar Sharma	-	Partner of Kailash B. Goel & Co., Statutory Auditors
Mr. Niaz Ahmed	-	Scrutinizer
Mrs. Rachna Pareek	-	Company Secretary

Documents available for inspection

The Register of Directors and Key Managerial Personnel (KMP) and their Shareholdings maintained under Section 170 of the Companies Act, 2013 and other Statutory Registers and all other relevant documents were placed at the meeting and remained open for inspection by the members during the meeting.

Chairman of the meeting

Mr. Sajjan Bhajanka, Director was elected to the Chair and took the Chair for the Meeting.

The Chairman welcomed all the members present at the meeting and introduced the other Directors, Company Secretary present on the dias.

Quorum

The Chairman announced that the requisite quorum as per Section 103 of the Companies Act, 2013 were present and called the Meeting to order.

Brief of the Chairman's speech

The Chairman made a brief presentation on the global industrial scenario, scenario of the country as well as performance and future prospect of the Company.

Business of the meeting

With the permission of the Members present, the Notice convening the meeting, the Audited Accounts and the Director's Report having been already circulated, were taken as read.

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Shyam Century Ferrous Limited

R. Pareek
Company Secretary

With the permission of the Chair, the Secretary read the Auditor's Report and mentioned that Auditor's Report does not contain any qualifications, observations or

comments on financial transactions or matters, which have any adverse effect on the functioning of the Company.

Members were informed that pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and Clause 35B of the Listing Agreement, the Members were provided remote e-voting facility through NSDL in respect of all items of business as contained in the notice of the 4th Annual General Meeting for exercising their vote. The e-voting was open on Tuesday, 22nd September, 2015 from 09:00 AM and ended at 5.00 p.m. on Thursday, 24th September, 2015. Mr. Niaz Ahmed, Practising Company Secretary was appointed as Scrutinizer to scrutinize the remote e-voting process in a fair and transparent manner.

Thereafter, the Chairman announced that facility for voting by ballot will be provided to the members present in person and through proxies who have not cast their vote by remote e-voting facility. He further stated that in light with the provisions of Section 108 and 114 of the Companies Act, 2013 read with General Circular No. 20/2014 dated 17th June, 2014 as issued by MCA, voting by show of hands became irrelevant.

Then, the Chairman invited the members to offer their comments or seek clarifications, if any on the Annual Report and Annual Accounts and the members were requested to be brief in their observations and announce their name.

The members present expressed their satisfaction and raised few queries on performance, post demerger business, future prospect and financials of the Company. Thereafter, the Chairman replied to their queries with satisfaction. Then the Chairman thanked the members for their interest in the Company.

Then, the Chairman read the Resolutions as follows :

ORDINARY BUSINESS

Resolution No. 1

Ordinary Resolution

Consideration and Adoption of the Audited Balance Sheet as at 31st March, 2015 and Statement of Profit and Loss for the year on that date together with the Reports of Directors and Auditors thereon.

Proposed by : Mr. Sanjay Kumar Gupta

Seconded by : Mr. Abhijit Chakraborty

"RESOLVED that the Audited Balance Sheet as at 31st March, 2015 and Statement of Profit and Loss for the year on that date together with the Reports of Directors and Auditors thereon be and are hereby approved and adopted."

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Shyam Century Ferrous Limited

R. P. Singh
Company Secretary

Resolution No. 2
Ordinary Resolution

Appointment of Mr. Nag Raj Tater (DIN: 00266072), who retires by rotation and being eligible, offers himself for re-appointment.

Proposed by : Mr. Ajay Kumar Thakur

Seconded by : Mr. Ajay Pal

"RESOLVED that Mr. Nag Raj Tater (DIN: 00266072) who retires from the Board by rotation and being eligible for re-appointment, be and is hereby re-appointed as Director of the Company, liable to retire by rotation."

Resolution No. 3
Ordinary Resolution

Ratify appointment of M/s. Kailash B. Goel & Co. Chartered Accountants as Statutory Auditors of the Company and authorize the Board to fix their remuneration

Proposed by : Mr. Dilip Kumar Agarwal

Seconded by : Ajit Chandra Saikia

"RESOLVED THAT pursuant to Section 139, 142 and other applicable provisions of the Companies Act, 2013 and the Rules made thereunder, pursuant to the recommendations of the Audit Committee and pursuant to the resolution passed by the members at the Annual General Meeting held on 4th July, 2014, the appointment of M/s Kailash B. Goel & Co., Chartered Accountants (Firm's Registration No. 322460E) as Statutory Auditors of the Company to hold office from the conclusion of this Annual General Meeting until the conclusion of the next Annual General Meeting of the Company be and is hereby ratified on such remuneration plus service tax, out-of-pocket, travelling and living expenses etc., as may be mutually agreed between the Board of Directors and the Auditors."

SPECIAL BUSINESS

Resolution No. 4
Ordinary Resolution

Appointment of Mr. Mangilal Jain (DIN: 00353075) as Independent Director of the Company under the provisions of Section 149 of the Companies Act, 2013.

Proposed by : Mr. Anjan Jyoti Borkotoky

Seconded by : Mr. Ashish Mandal

"RESOLVED THAT pursuant to the provisions of Sections 149, 150, 152 and any other applicable provisions of the Companies Act, 2013 ("Act") and the rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force) read with Schedule IV to the Act, Mr. Mangilal Jain (DIN: 00353075), who was appointed

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R. P. Singh
Company Secretary

as an Additional Director of the Company with effect from 1st April, 2015 by the Board of Directors and who holds office upto the date of this Annual General Meeting of the Company under Section 161(1) of the Act, but

who is eligible for appointment and in respect of whom the Company has received a notice in writing under Section 160 of the Act from a Member proposing his candidature for the office of Director, be and is hereby appointed as an Independent Director of the Company to hold office up to 31st March, 2020 and whose office shall not be liable to determination by retirement of Directors by rotation."

Resolution No. 5
Ordinary Resolution

Appointment of Mr. Santanu Ray (DIN: 00642736) as Independent Director of the Company under the provisions of Section 149 of the Companies Act, 2013.

Proposed by : Ms. Neetu Bansal

Seconded by : Mrs. Abha Parakh

"RESOLVED THAT pursuant to the provisions of Sections 149, 150, 152 and any other applicable provisions of the Companies Act, 2013 ("Act") and the rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force) read with Schedule IV to the Act, Mr. Santanu Ray (DIN: 00642736), who was appointed as an Additional Director of the Company with effect from 1st April, 2015 by the Board of Directors and who holds office upto the date of this Annual General Meeting of the Company under Section 161(1) of the Act, but who is eligible for appointment and in respect of whom the Company has received a notice in writing under Section 160 of the Act from a Member proposing his candidature for the office of Director, be and is hereby appointed as an Independent Director of the Company to hold office up to 31st March, 2020 and whose office shall not be liable to determination by retirement of Directors by rotation."

Resolution No. 6
Ordinary Resolution

Appointment of Mr. Aditya Vimalkumar Agarwal (DIN: 03330313) as Director of the Company under the provisions of Section 160 of the Companies Act, 2013.

Proposed by : Mr. Baljit Singh

Seconded by : Mr. Bansi Lal Suthar

"RESOLVED THAT Mr. Aditya Vimalkumar Agarwal (DIN: 03330313), who was appointed as an Additional Director of the Company with effect from 1st April, 2015 by the Board of Directors and who holds office upto the date of this Annual General Meeting of the Company under Section 161(1) of the Companies Act, 2013 but who is eligible for appointment and in respect of whom the Company has received a notice in writing under Section 160 of the Act from a Member proposing his candidature for the office of Director, be and is hereby appointed as a Director of the Company."

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R. Bansi
Company Secretary

Resolution No. 7
Ordinary Resolution

Appointment of Mrs. Plistina Dkhar (DIN: 01375361) as Independent Director of the Company under the provisions of Section 149 of the Companies Act, 2013.

Proposed by : Mr. Deo Kumar Singh

Seconded by : Mr. Devender Kumar Bansal

"RESOLVED THAT pursuant to the provisions of Sections 149, 150, 152 and any other applicable provisions of the Companies Act, 2013 ("the Act") and the rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force) read with Schedule IV to the Act, Mrs. Plistina Dkhar (DIN: 01375361), whose period of office was liable to determination by retirement of Directors by rotation and in respect of whom the Company has received a notice in writing from a Member in terms of Section 160 of the Act, be and is hereby appointed as an Independent Director of the Company who shall hold office upto 31st March, 2020 and whose office shall not be liable to determination by retirement of Directors by rotation."

Resolution No. 8
Ordinary Resolution

Fixation of remuneration of Cost Auditors for the Financial Year 2015-16.

Proposed by : Mr. Gautam Barai

Seconded by : Mr. Jitender Kumar Gupta

"RESOLVED THAT pursuant to the provisions of Section 148 and all other applicable provisions of the Companies Act, 2013 read with Rule 14 of the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof, for the time being in force), the Company hereby ratifies payment of remuneration of Rs. 50,000/- (Rupees fifty thousand only) per annum to the Cost Auditors to conduct the audit of the cost records of the Company for the Financial year ending March 31, 2016;

RESOLVED FURTHER THAT the Board of Directors of the Company be and are hereby authorised to do all acts and take all such steps as may be necessary, proper or expedient for giving effect to the aforesaid resolution."

Resolution No. 9
Special Resolution

Approval under Section 94(1) of Companies Act, 2013 for keeping registers, books of accounts and other statutory documents at a place other than registered office of the Company.

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Shyam Century Ferrous Limited
R. Bannu
Company Secretary

Proposed by : Mr. Jyoti Prakash Sirha

Seconded by : Mr. Kanwar Lal Ora

"RESOLVED THAT pursuant to the provisions of Section 94(1) and other applicable provisions, if any, of the Companies Act, 2013 and the rules and regulations framed thereto and subject to approval of the Members in their Meeting, the consent of the members be and are hereby accorded to the Board of Directors of the Company for keeping the Register and Index of Members of the Company along with Share Transfer books, copies of all Annual Returns together with copies of all certificates and documents required to be annexed or attached thereto, books of accounts, all registers as required to be kept under Section 88 and Section 92 of the said act, be kept at a place other than the Registered Office of the Company being at the Corporate Office of the Company at Unit 9B, "Satyam Tower", 3, Alipore Road, Kolkata - 700027;

RESOLVED FURTHER THAT the Board of Directors of the Company be and are hereby authorised to do all such acts, deeds and things including filing of e-forms as are required and the Board may in its absolute discretion consider necessary, proper, desirable or appropriate in such manner as may be beneficial to the Company for giving effect to the aforesaid resolution."

**Resolution No. 10
Special Resolution**

Approval under Section 180(1)(c) of the Companies Act, 2013 for borrowing an amount not exceeding Rs. 60 Crores.

Proposed by : Raju Roy

Seconded by : Nivir Bhardwaj

"RESOLVED THAT in pursuance to the provisions of Section 180(1)(c) and all other applicable provisions, if any, of the Companies Act, 2013 and the rules made thereunder [including any statutory modification(s) or re-enactment(s) thereof for the time being in force], the consent of the Shareholders be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as the "Board" which term shall be deemed to include any Committee thereof) to borrow money from time to time as they may think fit for the purpose of the business of the Company, any sum or sums of money which, together with the moneys already borrowed by the Company (apart from temporary loans obtained from the Company's Bankers in the ordinary course of business) either in foreign currency and / or in rupee currency, as may be deemed necessary, may exceed the aggregate of the paid-up capital of the Company and its free reserves, provided that aggregate of the moneys borrowed or to be borrowed by the Board of Directors shall not at any time exceed Rs. 60 crores (Rupees Sixty Crores only);

RESOLVED FURTHER THAT the Board of Directors of the Company be and are hereby authorised to do all such acts, matters, deeds and other things as may be required or considered necessary or incidental thereto, for giving effect to the aforesaid resolution."

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Shyam Century Ferrous Limited
R. Kumar
Company Secretary

Resolution No. 11
Special Resolution

Approval under Section 180(1)(a) of the Companies Act, 2013 for creating charges, mortgages and hypothecation on the assets of the Company to secure the borrowings made under resolution no. 10.

Proposed by : Mr. Vishal Agarwal

Seconded by : Mr. Sayan Das

"RESOLVED THAT in pursuance to the provisions of Section 180(1)(a) and all other applicable provisions, if any, of the Companies Act, 2013 and the rules made thereunder [including any statutory modification(s) or re-enactment(s) thereof for the time being in force], the consent of the Shareholders be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as the "Board" which term shall be deemed to include any Committee thereof) to create such charges, mortgages and hypothecations in addition to the existing charges, mortgages and hypothecations created by the Company on such movable and immovable properties, both present and future and in such form and manner as the Board may deem fit, together with power to take over the management and concerns of the Company in certain events in favour of Banks/Financial Institutions or other lenders, trustees to secure rupee/foreign currency loans, debentures/bonds and/or such other borrowings (hereinafter collectively referred to as "Loans") provided that the total amount of Loans together with interest thereon, additional interest, compound interest, liquidated damages, commitment charges, premia on pre-payment or on redemption, costs, charges, expenses and all other moneys payable by the Company in respect of the said Loans, shall not at any time exceed the limit of Rs.60 crores (Rupees Sixty crores only);

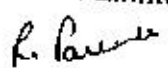
RESOLVED FURTHER THAT the Board of Directors of the Company be and are hereby authorised to do or cause to be done all such acts, matters, deeds and other things as may be required or considered necessary or incidental thereto, for giving effect to the aforesaid resolution."

Voting through ballot

The Chairman informed the members present at the meeting, that the members present who could not avail remote e-voting option, can cast their vote through ballot and announced that Mr. Niaz Ahmed, Scrutinizer to scrutinise the poll proceedings in accordance with Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014. The Scrutinizer showed empty ballot box to the members and locked the same in the presence of members.

However, shareholders present at the meeting have already exercised Remote e-voting option therefore, none of the shareholders were eligible to cast their vote through 'Ballot'.

The Chairman announced that the results of Remote e-voting shall be displayed on the Company's web site as well as its Registered Office within 3 days from the conclusion of the Annual General Meeting and the same would also be communicated to the Stock Exchanges where the shares of the Company are listed and also to NSDL.

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Company Secretary

The Chairman thereafter thanked the Members for their active participation, continuous support and encouragement over the years. The business of the 4th Annual General Meeting having been completed as per the Agenda, the Chairman declared the meeting as concluded.

A hearty vote of thanks to the Chair was carried with acclamation.

Sd/-

CHAIRMAN

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Shyam Century Ferrous Limited

R. P. S. S.
Company Secretary

Declaration of result of Remote e-voting at the meeting

The Scrutinizer's Report dated 25th September, 2015 as submitted by Mr. Niaz Ahmed, Practising Company Secretary, containing the results of Remote e-voting was presented by the Scrutinizer to the Chairman on 25th September, 2015 after conclusion of the Annual General Meeting, in terms of which all resolutions as set out in the notice convening the 4th Annual General Meeting were duly approved by the members with requisite majority. The results were declared by the Chairman on 25th September, 2015 and immediately displayed on the Company's web site as well as Registered office of the Company and the same also communicated to the Stock Exchanges where the shares of the Company are listed and also to NSDL.

The results as per the Scrutinizers on the Remote e-voting were as under :

Resolution 1: Ordinary Resolution

Consider and adopt the Audited Balance Sheet as at March 31, 2015 and Statement of Profit and Loss for the year on that date together with Reports of Directors and Auditors thereon.

(i) Voted in favour of the resolution:

	Voting by Remote e-voting	Voting by Ballot Paper	Total
Number of Members voted	138	Nil	138
No. of Votes cast by them	172610493	Nil	172610493
% of total no. of valid vote cast	99.99%	Nil	99.99%

(ii) Voted against the resolution:

	Voting by Remote e-voting	Voting by Ballot Paper	Total
Number of Members voted	3	Nil	3
No. of Votes cast by them	52	Nil	52
% of total no. of valid vote cast	0.01%	Nil	0.01%

(iii) Invalid Votes:

	Voting by Remote e-voting	Voting by Ballot Paper	Total
Number of Members voted	Nil	Nil	Nil
Total No. of votes cast by them	Nil	Nil	Nil

Resolution 2: Ordinary Resolution

Re-appointment of Mr. Nag Raj Tater (DIN: 00266072), who retires by rotation and being eligible, offers himself for re-appointment.

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R. P. Singh

Company Secretary

(i) Voted in favour of the resolution:

	Voting by Remote e-voting	Voting by Ballot Paper	Total
Number of Members voted	131	Nil	131
No. of Votes cast by them	172558702	Nil	172558702
% of total no. of valid vote cast	99.99%	Nil	99.99%

(ii) Voted against the resolution:

	Voting by Remote e-voting	Voting by Ballot Paper	Total
Number of Members voted	7	-	7
No. of Votes cast by them	1693	-	1693
% of total no. of valid vote cast	0.01%	-	0.01%

(iii) Invalid Votes:

	Voting by Remote e-voting	Voting by Ballot Paper	Total
Number of Members voted	Nil	Nil	Nil
Total No. of votes cast by them	Nil	Nil	Nil

Resolution 3: Ordinary Resolution

Ratification of appointment of Statutory Auditors and fixation their remuneration and in this regard, to pass the following resolution:

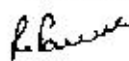
"RESOLVED THAT pursuant to Section 139, 142 and other applicable provisions of the Companies Act, 2013 and the Rules made thereunder, pursuant to the recommendations of the Audit Committee and pursuant to the resolution passed by the members at the Annual General Meeting held on 4th July, 2014, the appointment of M/s Kailash B. Goel & Co., Chartered Accountants (Firm's Registration No. 3224601E) as Statutory Auditors of the Company to hold office from the conclusion of this Annual General Meeting until the conclusion of the next Annual General Meeting of the Company be and is hereby ratified on such remuneration plus service tax, out-of-pocket, travelling and living expenses etc., as may be mutually agreed between the Board of Directors and the Auditors."

(i) Voted in favour of the resolution:

	Voting by Remote e-voting	Voting by Ballot Paper	Total
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Company Secretary

Number of Members voted	134	Nil	134
No. of Votes cast by them	172610258	Nil	172610258
% of total no. of valid vote cast	99.99%	Nil	99.99%

(ii) Voted against the resolution:

	Voting by Remote e-voting	Voting by Ballot Paper	Total
Number of Members voted	5	-	5
No. of Votes cast by them	135	-	135
% of total no. of valid vote cast	0.01%	-	0.01%

(iii) Invalid Votes:

	Voting by Remote e-voting	Voting by Ballot Paper	Total
Number of Members voted	Nil	Nil	Nil
Total No. of votes cast by them	Nil	Nil	Nil

Resolution 4: Ordinary Resolution

Appointment of Mr. Mangilal Jain as an Independent Director and in this regard, to pass the following resolution:

"RESOLVED THAT pursuant to the provisions of Sections 149, 150, 152 and any other applicable provisions of the Companies Act, 2013 ("Act") and the rules made thereunder (including any statutory modification(s) or reenactment thereof for the time being in force) read with Schedule IV to the Act, Mr. Mangilal Jain (DIN: 00353075), who was appointed as an Additional Director of the Company with effect from 1st April, 2015 by the Board of Directors and who holds office upto the date of this Annual General Meeting of the Company under Section 161(1) of the Act, but who is eligible for appointment and in respect of whom the Company has received a notice in writing under Section 160 of the Act from a Member proposing his candidature for the office of Director, be and is hereby appointed as an Independent Director of the Company to hold office up to 31st March, 2020 and whose office shall not be liable to determination by retirement of Directors by rotation."

(i) Voted in favour of the resolution:

	Voting by Remote e-voting	Voting by Ballot Paper	Total
Number of Members voted	134	Nil	134

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R. P. S.

Company Secretary

No. of Votes cast by them	172608754	Nil	172608754
% of total no. of valid vote cast	99.99%	Nil	99.99%

(ii) Voted against the resolution:

	Voting by Remote e-voting	Voting by Ballot Paper	Total
Number of Members voted	4	Nil	4
No. of Votes cast by them	106	Nil	106
% of total no. of valid vote cast	0.01%	Nil	0.01%

(iii) Invalid Votes:

	Voting by Remote e-voting	Voting by Ballot Paper	Total
Number of Members voted	Nil	Nil	Nil
Total No. of votes cast by them	Nil	Nil	Nil

Resolution 5: Ordinary Resolution

Appointment of Mr. Santanu Ray as an Independent Director and in this regard, to pass the following resolution:

"RESOLVED THAT pursuant to the provisions of Sections 149, 150, 152 and any other applicable provisions of the Companies Act, 2013 ("Act") and the rules made thereunder (including any statutory modification(s) or reenactment thereof for the time being in force) read with Schedule IV to the Act, Mr. Santanu Ray (DIN: 00642736), who was appointed as an Additional Director of the Company with effect from 1st April, 2015 by the Board of Directors and who holds office upto the date of this Annual General Meeting of the Company under Section 161(1) of the Act, but who is eligible for appointment and in respect of whom the Company has received a notice in writing under Section 160 of the Act from a Member proposing his candidature for the office of Director, be and is hereby appointed as an Independent Director of the Company to hold office up to 31st March, 2020 and whose office shall not be liable to determination by retirement of Directors by rotation."

(i) Voted in favour of the resolution:

	Voting by Remote e-voting	Voting by Ballot Paper	Total
Number of Members voted	132	Nil	132
No. of Votes cast by them	172608148	Nil	172608148
% of total no. of valid vote cast	99.99%	Nil	99.99%

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R. Kumar

Company Secretary

(ii) Voted against the resolution:

	Voting by Remote e-voting	Voting by Ballot Paper	Total
Number of Members voted	5	Nil	5
No. of Votes cast by them	145	Nil	145
% of total no. of valid vote cast	0.01%	Nil	0.01%

(iii) Invalid Votes:

	Voting by Remote e-voting	Voting by Ballot Paper	Total
Number of Members voted	Nil	Nil	Nil
Total No. of votes cast by them	Nil	Nil	Nil

Resolution 6: Ordinary Resolution

Appointment of Mr. Aditya Vimalkumar Agarwal as a Director and in this regard, to pass the following resolution:

"RESOLVED THAT Mr. Aditya Vimalkumar Agarwal (DIN: 03330313), who was appointed as an Additional Director of the Company with effect from 1st April, 2015 by the Board of Directors and who holds office upto the date of this Annual General Meeting of the Company under Section 161(1) of the Companies Act, 2013 but who is eligible for appointment and in respect of whom the Company has received a notice in writing under Section 160 of the Act from a Member proposing his candidature for the office of Director, be and is hereby appointed as a Director of the Company."

(i) Voted in favour of the resolution:

	Voting by Remote e-voting	Voting by Ballot Paper	Total
Number of Members voted	133	Nil	133
No. of Votes cast by them	172610130	Nil	172610130
% of total no. of valid vote cast	99.99%	Nil	99.99%

(ii) Voted against the resolution:

	Voting by Remote e-voting	Voting by Ballot Paper	Total
Number of Members voted	6	Nil	6
No. of Votes cast by them	165	Nil	165
% of total no. of valid vote cast	0.01%	Nil	0.01%

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R. Parvathi

Company Secretary

(iii) Invalid Votes:

	Voting by Remote e-voting	Voting by Ballot Paper	Total
Number of Members voted	Nil	Nil	Nil
Total No. of votes cast by them	Nil	Nil	Nil

Resolution 7: Ordinary Resolution

Appointment of Mrs. Plistina Dkhar as an Independent Director and in this regard, to pass the following resolution:

"RESOLVED THAT pursuant to the provisions of Sections 149, 150, 152 and any other applicable provisions of the Companies Act, 2013 ("the Act") and the rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force) read with Schedule IV to the Act, Mrs. Plistina Dkhar (DIN: 01375361), whose period of office was liable to determination by retirement of Directors by rotation and in respect of whom the Company has received a notice in writing from a Member in terms of Section 160 of the Act, be and is hereby appointed as an Independent Director of the Company who shall hold office upto 31st March, 2020 and whose office shall not be liable to determination by retirement of Directors by rotation."

(i) Voted in favour of the resolution:

	Voting by Remote e-voting	Voting by Ballot Paper	Total
Number of Members voted	132	Nil	132
No. of Votes cast by them	172610088	Nil	172610088
% of total no. of valid vote cast	99.99%	Nil	99.99%

(ii) Voted against the resolution:

	Voting by Remote e-voting	Voting by Ballot Paper	Total
Number of Members voted	5	Nil	5
No. of Votes cast by them	135	Nil	135
% of total no. of valid vote cast	0.01%	Nil	0.01%

(iii) Invalid Votes:

	Voting by Remote e-voting	Voting by Ballot Paper	Total
Number of Members voted	Nil	Nil	Nil

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R. Pankaj

Company Secretary

Total No. of votes cast by them	Nil	Nil	Nil
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Resolution 8: Ordinary Resolution

Ratification of payment of remuneration to the Cost Auditors and in this regard, to pass the following resolution:

"RESOLVED THAT pursuant to the provisions of Section 148 and all other applicable provisions of the Companies Act, 2013 read with Rule 14 of the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof, for the time being in force), the Company hereby ratifies payment of remuneration of ₹50,000/- (Rupees fifty thousand only) per annum to the Cost Auditors to conduct the audit of the cost records of the Company for the Financial year ending March 31, 2016;

RESOLVED FURTHER THAT the Board of Directors of the Company be and are hereby authorised to do all acts and take all such steps as may be necessary, proper or expedient for giving effect to the aforesaid resolution."

(i) Voted in favour of the resolution:

	Voting by Remote e-voting	Voting by Ballot Paper	Total
Number of Members voted	136	Nil	136
No. of Votes cast by them	172610323	Nil	172610323
% of total no. of valid vote cast	99.99%	Nil	99.99%

(ii) Voted against the resolution:

	Voting by Remote e-voting	Voting by Ballot Paper	Total
Number of Members voted	4	Nil	4
No. of Votes cast by them	72	Nil	72
% of total no. of valid vote cast	0.01%	Nil	0.01%

(iii) Invalid Votes:

	Voting by Remote e-voting	Voting by Ballot Paper	Total
Number of Members voted	Nil	Nil	Nil
Total No. of votes cast by them	Nil	Nil	Nil

(Continued to next page)

Mayam Century Ferrous Limited

R. Kumar

Company Secretary

Resolution 9: Special Resolution

Approval for keeping of books of accounts, all registers and documents at a place other than the Registered Office of the Company and in this regard, to pass the following resolution:

"RESOLVED THAT pursuant to the provisions of Section 94(1) and other applicable provisions, if any, of the Companies Act, 2013 and the rules and regulations framed thereto and subject to approval of the Members in their Meeting the consent of the members be and are hereby accorded to the Board of Directors of the Company for keeping the Register and Index of Members of the Company along with Share Transfer books, copies of all Annual Returns together with copies of all certificates and documents required to be annexed or attached thereto, books of accounts, all registers as required to be kept under Section 88 and Section 92 of the said act, be kept at a place other than the Registered Office of the Company being at the Corporate Office of the Company at Unit 9B, "Satyam Tower", 3, Alipore Road, Kolkata - 700027;

RESOLVED FURTHER THAT the Board of Directors of the Company be and are hereby authorised to do all such acts, deeds and things including filing of e-forms as are required and the Board may in its absolute discretion consider necessary, proper, desirable or appropriate in such manner as may be beneficial to the Company for giving effect to the aforesaid resolution."

(i) Voted in favour of the resolution:

	Voting by Remote e-voting	Voting by Ballot Paper	Total
Number of Members voted	136	Nil	136
No. of Votes cast by them	172610293	Nil	172610293
% of total no. of valid vote cast	99.99%	Nil	99.99%

(ii) Voted against the resolution:

	Voting by Remote e-voting	Voting by Ballot Paper	Total
Number of Members voted	4	Nil	4
No. of Votes cast by them	102	Nil	102
% of total no. of valid vote cast	0.01%	Nil	0.01%

(iii) Invalid Votes:

	Voting by Remote e-voting	Voting by Ballot Paper	Total

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Satyam Century Ferrous Limited
P. Panu
 Company Secretary

Number of Members voted	Nil	Nil	Nil
Total No. of votes cast by them	Nil	Nil	Nil

Resolution 10: Special Resolution

Authorisation to borrow in excess of the aggregate of the paid-up capital of the Company and its free reserves and in this regard, to pass the following resolution:

"RESOLVED THAT in pursuance to the provisions of Section 180(1)(c) and all other applicable provisions, if any, of the Companies Act, 2013 and the rules made thereunder (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), the consent of the shareholders be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as the "Board" which term shall be deemed to include any Committee thereof) to borrow money from time to time as they may think fit for the purpose of the business of the Company, any sum or sums of money which, together with the moneys already borrowed by the Company (apart from temporary loans obtained from the Company's Bankers in the ordinary course of business) either in foreign currency and / or in rupee currency, as may be deemed necessary, may exceed the aggregate of the paid-up capital of the Company and its free reserves, provided that aggregate of the moneys borrowed or to be borrowed by the Board of Directors shall not at any time exceed `60 crores (rupees sixty crores);

RESOLVED FURTHER THAT the Board of Directors of the Company be and are hereby authorised to do all such acts, matters, deeds and other things as may be required or considered necessary or incidental thereto, for giving effect to the aforesaid resolution."

Voted in favour of the resolution:

	Voting by Remote e-voting	Voting by Ballot Paper	Total
Number of Members voted	132	Nil	132
No. of Votes cast by them	172608667	Nil	172608667
% of total no. of valid vote cast	99.99%	Nil	99.99%

(i) Voted against the resolution:

	Voting by Remote e-voting	Voting by Ballot Paper	Total
Number of Members voted	7	Nil	7
No. of Votes cast by them	1717	Nil	1717
% of total no. of valid vote cast	0.01%	Nil	0.01%

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Shyam Century Ferrous Limited

R. Panner
Company Secretary

No. of Votes cast by them	1717	Nil	1717
% of total no. of valid vote cast	0.01%	Nil	0.01%

(ii) Invalid Votes:

	Voting by Remote e-voting	Voting by Ballot Paper	Total
Number of Members voted	Nil	Nil	Nil
Total No. of votes cast by them	Nil	Nil	Nil

Resolution 11: Special Resolution

Authorisation for charges, mortgages and hypothecations on movable and immovable properties of the Company and in this regard, to pass the following resolution:

"RESOLVED THAT in pursuance to the provisions of Section 180(1)(a) and all other applicable provisions, if any, of the Companies Act, 2013 and the rules made thereunder (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), the consent of the shareholders be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as the "Board" which term shall be deemed to include any Committee thereof) to create such charges, mortgages and hypothecations in addition to the existing charges, mortgages and hypothecations created by the Company on such movable and immovable properties, both present and future and in such form and manner as the Board may deem fit, together with power to take over the management and concerns of the Company in certain events in favour of Banks/Financial Institutions or other lenders, trustees to secure rupee/foreign currency loans, debentures/bonds and/or such other borrowings (hereinafter collectively referred to as "Loans") provided that the total amount of Loans together with interest thereon, additional interest, compound interest, liquidated damages, commitment charges, premia on pre-payment or on redemption, costs, charges, expenses and all other moneys payable by the Company in respect of the said Loans, shall not at any time exceed the limit of `60 crores (rupees sixty crores only);

RESOLVED FURTHER THAT the Board of Directors of the Company be and are hereby authorised to do or cause to be done all such acts, matters, deeds and other things as may be required or considered necessary or incidental thereto, for giving effect to the aforesaid resolution."

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Shyam Century Ferrous Limited

P. Parvathi
Company Secretary

(i) Voted in favour of the resolution:

	Voting by Remote e-voting	Voting by Ballot Paper	Total
Number of Members voted	134	Nil	134
No. of Votes cast by them	172610238	Nil	172610238
% of total no. of valid vote cast	99.99%	Nil	99.99%

(ii) Voted against the resolution:

	Voting by Remote e-voting	Voting by Ballot Paper	Total
Number of Members voted	5	Nil	5
No. of Votes cast by them	122	Nil	122
% of total no. of valid vote cast	0.01%	Nil	0.01%

(iii) Invalid Votes:

	Voting by Remote e-voting	Voting by Ballot Paper	Total
Number of Members voted	Nil	Nil	Nil
Total No. of votes cast by them	Nil	Nil	Nil

Sd/-

CHAIRMAN

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Shyam Century Ferrous Limited

R. P. Sharma
Company Secretary