TML: 4418: 2023 Date: August 31, 2023

The Secretary, Listing Department
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai - 400 001.
Maharashtra, India.
**Scrip Code: 513434**

The Manager, Listing Department
National Stock Exchange of India Limited
Exchange Plaza, 5th Floor, Plot No. C/1,
G Block, Bandra-Kurla Complex, Bandra (E),
Mumbai - 400 051.
Maharashtra, India
**Symbol: TATAMETALI**

Dear Madam, Sirs,

**Sub: Summary of Proceedings and Voting Results of the 33rd Annual General Meeting of Tata Metaliks Limited**

The 33rd Annual General Meeting ('AGM') of Tata Metaliks Limited ('the Company') was held on Wednesday, August 30, 2023 at 3.00 p.m. (IST). The AGM was conducted through Video Conference / Other Audio-Visual Means to transact the business as stated in the Notice convening the AGM dated August 07, 2023

In this regard, please find enclosed the following:

1) Summary of the proceedings of the AGM of the Company as required under Regulation 30 read with Part A of Schedule III of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements), Regulations, 2015 ('Listing Regulations'), as amended – **Annexure A**

2) Combined voting results of remote e-voting prior to the AGM and e-voting conducted during the AGM, in relation to the business transacted at the AGM, as required under Regulation 44(3) of the Listing Regulations, as amended – **Annexure B**

3) The Scrutinizer's Report dated August 30, 2023, pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, each as amended - **Annexure C**

The AGM concluded at 04:00 p.m. (IST).

The voting results along with the Scrutinizer's Report is available on the Company's website at www.tatametaliks.com and is also being made available on the website of the National Securities Depository Limited at www.evoting.nsdl.com

This is for your information and record.

Yours faithfully,
**Tata Metaliks Limited**
AVISHEK GHOSH
Digitally signed by AVISHEK GHOSH
Date: 2023.08.31 14:39:50 +05'30'
**Avishek Ghosh**
Company Secretary and Compliance Officer

Encl.: as above

**ANNEXURE A**

**Summary of proceedings of the 33rd Annual General Meeting ('AGM'/ 'Meeting')**

The 33rd AGM of the Members of Tata Metaliks Limited ('the Company') was held on Wednesday, August 30, 2023 at 3.00 p.m. (IST) through two-way Video Conferencing ('VC')/Other Audio-Visual Means ('OAVM').

Mr. Avishek Ghosh, Company Secretary and Compliance officer, welcomed the Members to the Meeting and briefed them on details relating to their participation at the Meeting through audio-visual means.

Mr. Koushik Chatterjee, Chairman of the Board, chaired the Meeting. Chairman welcomed the Shareholders to the Meeting and on requisite quorum being present, called the Meeting to order.

All the Directors of the Company were present at the Meeting through VC from their respective locations. The Chairman welcomed the Directors and requested them to introduce themselves to the Members. He then welcomed the Union representatives of the Company, who were attending the Meeting through VC.

The Chairman thereafter informed the Members that, representatives of Price Waterhouse & Co Chartered Accountants LLP, Statutory Auditors, Mr. Kunal Banerjee, representing Messrs Shome & Banerjee, Cost Auditors of the Company and Mr. P. V. Subramanian, Secretarial Auditor and Scrutinizer for the remote e-voting and the e-voting during the proceedings of the AGM, were also present at the Meeting through VC.

The Chairman further informed the Members that, the proceedings of the Meeting were also being webcast and could be viewed live by Members by logging on to the website of the National Securities Depository Limited (NSDL). The Company had taken the requisite steps to enable Members to participate and vote on the items being considered at the AGM.

The details of authorized representation received from corporate shareholder was informed to the Members. Since there was no physical attendance of Members and in compliance with the Circulars issued by the MCA and SEBI, Members were informed that the requirement of appointing proxies was not applicable. Further, the Registers as required under the Companies Act, 2013 were available for inspection in electronic mode, should any Member request for the same.

The Chairman then made his opening remarks and briefed the shareholders with respect to the macro-economic environment, key trends in the Industry and the Company's performance during FY2022-23. He then briefed the Members on the current macro-economic situation, industry developments, impact of volatilities in raw material prices and performance outlook of the Company.

*....continued*

With the consent of the Members present, the Notice convening the AGM and the Auditor's Report for the financial year ended March 31, 2023 were taken as read. There were no qualifications, observations or adverse remarks in the reports of the Statutory Auditor and Secretarial Auditor.

Thereafter, Mr. Alok Krishna, Managing Director of the Company made a presentation on the operational and financial performance of the Company for the Financial Year 2022-23.

In terms of the Notice dated August 07, 2023, convening the 33rd AGM of the Company, the following business was transacted at the Meeting through remote e-voting.

| Sl. | Resolution | Type of Resolution |
|---|---|---|
| 1 | Adoption of Audited Financial Statements | Ordinary |
| 2 | Declaration of Dividend | Ordinary |
| 3 | Re-appointment of a Director | Ordinary |
| 4 | Approval for Material Related Party Transaction(s) with Tata Steel Limited for various transactions during FY 2023-24 | Ordinary |
| 6 | Approval for Material Related Party Transaction(s) with T S Global Procurement Company Pte. Ltd. for purchase of bulk coal/ coke during FY 2023-24 | Ordinary |
| 7 | Ratification of Remuneration of Cost Auditors | Ordinary |
| 8 | Appointment of Mr. Ravindra Pandey (DIN: 07188637) as an Independent Director | Special |

Members who attended the Meeting were given an opportunity to ask questions and seek clarification(s). The Chairman appropriately responded to the questions raised by them.

Post the question-and-answer session, the Chairman authorized Mr. Avishek Ghosh to carry out the e-voting process and conclude the Meeting. The Chairman further informed the Members that the consolidated voting results will be disseminated to the Stock Exchanges on which the Company's shares are listed and will also be made available on the website of the Company at www.tatametaliks.com and NSDL at www.evoting@nsdl.com within 2 working days from the conclusion of the Meeting.

The Chairman then thanked the Members for their continued support and for attending and participating in the Meeting. He also thanked the Directors for joining the Meeting virtually.

The e-voting facility was kept open for the next 15 minutes to enable the Members to cast their vote. Upon completion of the e-voting process, Mr. Ghosh declared the Meeting as closed.

*....continued*

Post the conclusion of the remote e-voting, the Scrutinizer's report was received.

All the Resolutions have been passed with requisite majority.

This is for your information and records.

Thanking you.

AVISHEK GHOSH

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Date: 2023.08.31 14:40:13 +05'30'

**Avishek Ghosh**
Company Secretary and Compliance Officer
(ACS No: 44347)

**TATA METALIKS LIMITED**
Tata Centre 43 J. L. Nehru Road Kolkata 700 071 India
Tel 91 33 6613 4200 Fax 91 33 2288 4372 e-mail: tml@tatametaliks.co.in
CIN L27310WB1990PLC050000

**ANNEXURE B**

**33rd Annual General Meeting Voting Results**

| | |
|---|---|
| Date of the Annual General Meeting | Wednesday, August 30, 2023 |
| **Total number of shareholders on record date** (August 23, 2023) | |
| Holders of Fully paid-up Equity shares | 1,27,229 |
| **No. of Shareholders present in the meeting either in person or through proxy** | |
| Promoter and Promoter Group | No arrangement for a physical meeting or appointment of proxy was made as the Meeting was held through VC/OAVM |
| Public | |
| **No. of Shareholders attended the meeting through Video Conferencing** | |
| Promoter and Promoter Group | 1 |
| Public | 93 |

**Tata Metaliks Limited**

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**Avishek Ghosh**
Company Secretary and Compliance Officer
(ACS No: 44347)

# TATA METALIKS LIMITED

**Resolution No.: 1**

| | | | | | | | | | | | | |
|---|---|---|---|---|---|---|---|---|---|---|---|---|
| **Resolution required: (Ordinary/ Special)** | | | | | | Ordinary | | | | | | |
| **Whether promoter/ promoter group are interested in the agenda/resolution?** | | | | | | No | | | | | | |
| **Description of Resolution considered** | | | | | | Adoption of Audited Financial Statements of the Company for the Financial Year ended March 31, 2023, together with the Reports of the Board of Directors | | | | | | |
| **Sl. No.** | **Category** | **Mode of voting** | **Total no. of shares held** | **Total no. of votes on shares held** | **Total no. of votes polled** | **% of votes 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** | **Invalid votes** | **% of votes invalid on votes polled** |
| | | | **[1]** | **[2]** | **[3]** | **[4]=[(3)/(2) * 100** | **[5]** | **[6]** | **[7]=[(5)/ (3)] * 100** | **[8]=[(6)/(3)] * 100** | **[9]** | **[10]=[(9)/ (3)] * 100** |
| A | Promoters and Promoters Group | E-voting | 1,89,57,090 | 1,89,57,090 | 1,89,57,090 | 100.00 | 1,89,57,090 | - | 100.00 | 0.00 | - | - |
| | | Postal Ballot | | | 0 | - | - | - | - | - | - | - |
| | | Poll | | | 0 | - | - | - | - | - | - | - |
| | | **Total** | | | 1,89,57,090 | 100.00- | 1,89,57,090 | - | 100.00 | 0.00 | **-** | **-** |
| B | Public – Institutions | E-voting | 31,94,183 | 31,94,183 | 23,51,185 | 73.61 | 23,51,185 | - | 100.00 | 0.00 | - | - |
| | | Postal Ballot | | | - | - | - | - | - | - | - | - |
| | | Poll | | | - | - | - | - | - | - | - | - |
| | | **Total** | | | 23,51,185 | 73.61 | 23,51,185 | - | 100.00 | 0.00 | **-** | **-** |
| C | Public - Non-Institutions | E-voting | 94,26,227 | 94,26,227 | 3,80,432 | 4.04 | 379,888 | 544 | 99.86 | 0.143 | - | - |
| | | Postal Ballot | | | - | - | - | - | - | - | - | - |
| | | Poll | | | - | - | - | - | - | - | - | - |
| | | **Total** | | | **3,80,432** | **4.04** | **379,888** | **544** | **99.86** | **0.143** | - | **-** |
| **Total (A+B+C)** | | | **3,15,77,500** | **3,15,77,500** | **2,16,88,707** | **68.68** | **2,16,88,163** | **544** | **99.99** | **0.003** | - | **-** |
| **Whether resolution is Passed or Not** | | | Yes | | | | | | | | | |

Note: the above figures in percentage have been rounded off

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# TATA METALIKS LIMITED

**Resolution No.: 2**

| | | | | | | | | | | | | |
|---|---|---|---|---|---|---|---|---|---|---|---|---|
| **Resolution required: (Ordinary/ Special)** | | | | | | Ordinary | | | | | | |
| **Whether promoter/ promoter group are interested in the agenda/resolution?** | | | | | | No | | | | | | |
| **Description of Resolution considered** | | | | | | To declare a dividend of Rs. 5/- per Equity Share of face value of Rs. 10/- each for the Financial Year ended March 31, 2023. | | | | | | |
| **Sl. No.** | **Category** | **Mode of voting** | **Total no. of shares held** | **Total no. of votes on shares held** | **Total no. of votes polled** | **% of votes 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** | **Invalid votes** | **% of votes invalid on votes polled** |
| | | | **[1]** | **[2]** | **[3]** | **[4]=[(3)/(2) * 100** | **[5]** | **[6]** | **[7]=[(5)/ (3)] * 100** | **[8]=[(6)/(3)] * 100** | **[9]** | **[10]=[(9)/ (3)] * 100** |
| A | Promoters and Promoters Group | E-voting | 1,89,57,090 | 1,89,57,090 | 1,89,57,090 | 100.00 | 1,89,57,090 | - | 100.00 | 0.00 | - | - |
| | | Postal Ballot | | | 0 | - | - | - | - | - | - | - |
| | | Poll | | | 0 | - | - | - | - | - | - | - |
| | | **Total** | | | 1,89,57,090 | 100.00 | 1,89,57,090 | - | 100.00 | 0.00 | **-** | **-** |
| B | Public – Institutions | E-voting | 31,94,183 | 31,94,183 | 23,75,385 | 74.37 | 23,75,385 | - | 100.00 | 0.00 | - | - |
| | | Postal Ballot | | | - | - | - | - | - | - | - | - |
| | | Poll | | | - | - | - | - | - | - | - | - |
| | | **Total** | | | 23,75,385 | 74.37 | 23,75,385 | - | 100.00 | 0.00 | **-** | **-** |
| C | Public - Non-Institutions | E-voting | 94,26,227 | 94,26,227 | 3,80,437 | 4.04 | 3,80,315 | 112 | 99.97 | 0.029 | - | - |
| | | Postal Ballot | | | - | - | - | - | - | - | - | - |
| | | Poll | | | - | - | - | - | - | - | - | - |
| | | **Total** | | | 3,80,437 | 4.04 | 3,80,315 | 112 | 99.97 | 0.029 | - | **-** |
| **Total (A+B+C)** | | | **3,15,77,500** | **3,15,77,500** | **2,17,12,902** | **68.76** | **2,17,12,790** | **112** | **99.99** | **0.001** | - | **-** |
| **Whether resolution is Passed or Not** | | | Yes | | | | | | | | | |

Note: the above figures in percentage have been rounded off

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# TATA METALIKS LIMITED

**Resolution No.: 3**

| | | | | | | | | | | | | |
|---|---|---|---|---|---|---|---|---|---|---|---|---|
| **Resolution required: (Ordinary/ Special)** | | | | | | Ordinary | | | | | | |
| **Whether promoter/ promoter group are interested in the agenda/resolution?** | | | | | | No | | | | | | |
| **Description of Resolution considered** | | | | | | To appoint a Director in the place of Mr. Koushik Chatterjee (DIN: 00004989), who retires by rotation in terms of Section 152(6) of the Companies Act, 2013 and, being eligible, seeks re-appointment. | | | | | | |
| **Sl. No.** | **Category** | **Mode of voting** | **Total no. of shares held** | **Total no. of votes on shares held** | **Total no. of votes polled** | **% of votes 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** | **Invalid votes** | **% of votes invalid on votes polled** |
| | | | **[1]** | **[2]** | **[3]** | **[4]=[(3)/(2) * 100** | **[5]** | **[6]** | **[7]=[(5)/ (3)] * 100** | **[8]=[(6)/(3)] * 100** | **[9]** | **[10]=[(9)/ (3)] * 100** |
| A | Promoters and Promoters Group | E-voting | 1,89,57,090 | 1,89,57,090 | 1,89,57,090 | 100.00 | 1,89,57,090 | - | 100.00 | 0.00 | - | - |
| | | Postal Ballot | | | 0 | - | - | - | - | - | - | - |
| | | Poll | | | 0 | - | - | - | - | - | - | - |
| | | **Total** | | | 1,89,57,090 | 100.00 | 1,89,57,090 | - | 100.00 | 0.00 | **-** | **-** |
| B | Public – Institutions | E-voting | 31,94,183 | 31,94,183 | 23,51,185 | 73.61 | 21,18,445 | 2,32,740 | 90.10 | 9.90 | - | - |
| | | Postal Ballot | | | - | - | - | - | - | - | - | - |
| | | Poll | | | - | - | - | - | - | - | - | - |
| | | **Total** | | | 23,51,185 | 73.61 | 21,18,445 | 2,32,740 | 90.10 | 9.90 | **-** | **-** |
| C | Public - Non-Institutions | E-voting | 94,26,227 | 94,26,227 | 3,80,317 | 4.03 | 379,308 | 1009 | 99.74 | 0.265 | - | - |
| | | Postal Ballot | | | - | - | - | - | - | - | - | - |
| | | Poll | | | - | - | - | - | - | - | - | - |
| | | **Total** | | | 3,80,317 | 4.03 | 379,308 | 1009 | 99.74 | 0.265 | - | **-** |
| **Total (A+B+C)** | | | **3,15,77,500** | **3,15,77,500** | **2,16,88,592** | **68.68** | **2,14,54,843** | **2,33,749** | **98.92** | **1.078** | - | **-** |
| **Whether resolution is Passed or Not** | | | Yes | | | | | | | | | |

Note: the above figures in percentage have been rounded off

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# TATA METALIKS LIMITED

**Resolution No.: 4**

| | | | | | | | | | | | | |
|---|---|---|---|---|---|---|---|---|---|---|---|---|
| **Resolution required: (Ordinary/ Special)** | | | | | | Ordinary | | | | | | |
| **Whether promoter/ promoter group are interested in the agenda/resolution?** | | | | | | Yes | | | | | | |
| **Description of Resolution considered** | | | | | | Approval for Material Related Party Transactions with Tata Steel Limited for various transactions during FY 2023-24 | | | | | | |
| **Sl. No.** | **Category** | **Mode of voting** | **Total no. of shares held** | **Total no. of votes on shares held** | **Total no. of votes polled** | **% of votes 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** | **Invalid votes** | **% of votes invalid on votes polled** |
| | | | **[1]** | **[2]** | **[3]** | **[4]=[(3)/(2) * 100** | **[5]** | **[6]** | **[7]=[(5)/ (3)] * 100** | **[8]=[(6)/(3)] * 100** | **[9]** | **[10]=[(9)/ (3)] * 100** |
| A | Promoters and Promoters Group | E-voting | 1,89,57,090 | 1,89,57,090 | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 | - | - |
| | | Postal Ballot | | | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 | - | - |
| | | Poll | | | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 | - | - |
| | | **Total** | | | **0** | **0.00** | **0** | **0** | **0.00** | **0.00** | **-** | **-** |
| B | Public – Institutions | E-voting | 31,94,183 | 31,94,183 | 23,51,185 | 73.61 | 23,51,185 | - | 100.00 | 0.00 | - | - |
| | | Postal Ballot | | | - | - | - | - | - | - | - | - |
| | | Poll | | | - | - | - | - | - | - | - | - |
| | | **Total** | | | **23,51,185** | **73.61** | **23,51,185** | **-** | **100.00** | **0.00** | **-** | **-** |
| C | Public - Non-Institutions | E-voting | 94,26,227 | 94,26,227 | 3,80,427 | 4.04 | 3,79,598 | 829 | 99.78 | 0.218 | - | - |
| | | Postal Ballot | | | - | - | - | - | - | - | - | - |
| | | Poll | | | - | - | - | - | - | - | - | - |
| | | **Total** | | | **3,80,427** | **4.04** | **3,79,598** | **829** | **99.78** | **0.218** | - | **-** |
| **Total (A+B+C)** | | | **3,15,77,500** | **3,15,77,500** | **27,31,612** | **8.65** | **27,30,783** | **829** | **99.97** | **0.030** | - | **-** |
| **Whether resolution is Passed or Not** | | | Yes | | | | | | | | | |

Note: the above figures in percentage have been rounded off

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# TATA METALIKS LIMITED

**Resolution No.: 5**

| | | | | | | | | | | | | |
|---|---|---|---|---|---|---|---|---|---|---|---|---|
| **Resolution required: (Ordinary/ Special)** | | | | | | Ordinary | | | | | | |
| **Whether promoter/ promoter group are interested in the agenda/resolution?** | | | | | | Yes | | | | | | |
| **Description of Resolution considered** | | | | | | Approval for Material Related Party Transactions with T S Global Procurement Company Pte. Ltd. for purchase of bulk coal/ coke during FY 2023-24 | | | | | | |
| **Sl. No.** | **Category** | **Mode of voting** | **Total no. of shares held** | **Total no. of votes on shares held** | **Total no. of votes polled** | **% of votes 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** | **Invalid votes** | **% of votes invalid on votes polled** |
| | | | **[1]** | **[2]** | **[3]** | **[4]=[(3)/(2) * 100** | **[5]** | **[6]** | **[7]=[(5)/ (3)] * 100** | **[8]=[(6)/(3)] * 100** | **[9]** | **[10]=[(9)/ (3)] * 100** |
| A | Promoters and Promoters Group | E-voting | 1,89,57,090 | 1,89,57,090 | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 | - | - |
| | | Postal Ballot | | | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 | - | - |
| | | Poll | | | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 | - | - |
| | | **Total** | | | **0** | **0.00** | **0** | **0** | **0.00** | **0.00** | **-** | **-** |
| B | Public – Institutions | E-voting | 31,94,183 | 31,94,183 | 23,51,185 | 73.61 | 23,51,185 | - | 100.00 | 0.00 | - | - |
| | | Postal Ballot | | | - | - | - | - | - | - | - | - |
| | | Poll | | | - | - | - | - | - | - | - | - |
| | | **Total** | | | **23,51,185** | **73.61** | **23,51,185** | **-** | **100.00** | **0.00** | **-** | **-** |
| C | Public - Non-Institutions | E-voting | 94,26,227 | 94,26,227 | 3,80,417 | 4.04 | 379,609 | 808 | 99.79 | 0.212 | - | - |
| | | Postal Ballot | | | - | - | - | - | - | - | - | - |
| | | Poll | | | - | - | - | - | - | - | - | - |
| | | **Total** | | | **3,80,417** | **4.04** | **379,609** | **808** | **99.79** | **0.212** | - | **-** |
| **Total (A+B+C)** | | | **3,15,77,500** | **3,15,77,500** | **27,31,602** | **8.65** | **27,30,794** | **808** | **99.97** | **0.030** | - | **-** |
| **Whether resolution is Passed or Not** | | | Yes | | | | | | | | | |

Note: the above figures in percentage have been rounded off

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# TATA METALIKS LIMITED

**Resolution No.: 6**

| | | | | | | | | | | | | |
|---|---|---|---|---|---|---|---|---|---|---|---|---|
| **Resolution required: (Ordinary/ Special)** | | | | | | Ordinary | | | | | | |
| **Whether promoter/ promoter group are interested in the agenda/resolution?** | | | | | | No | | | | | | |
| **Description of Resolution considered** | | | | | | Ratification of Remuneration of Cost Auditors | | | | | | |
| **Sl. No.** | **Category** | **Mode of voting** | **Total no. of shares held** | **Total no. of votes on shares held** | **Total no. of votes polled** | **% of votes 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** | **Invalid votes** | **% of votes invalid on votes polled** |
| | | | **[1]** | **[2]** | **[3]** | **[4]=[(3)/(2) * 100** | **[5]** | **[6]** | **[7]=[(5)/ (3)] * 100** | **[8]=[(6)/(3)] * 100** | **[9]** | **[10]=[(9)/ (3)] * 100** |
| A | Promoters and Promoters Group | E-voting | 1,89,57,090 | 1,89,57,090 | 1,89,57,090 | 100.00 | 1,89,57,090 | - | 100.00 | 0.00 | - | - |
| | | Postal Ballot | | | 0 | - | - | - | - | - | - | - |
| | | Poll | | | 0 | - | - | - | - | - | - | - |
| | | **Total** | | | 1,89,57,090 | 100.00 | 1,89,57,090 | - | 100.00 | 0.00 | **-** | **-** |
| B | Public – Institutions | E-voting | 31,94,183 | 31,94,183 | 23,51,185 | 73.61 | 23,51,185 | - | 100.00 | 0.00 | - | - |
| | | Postal Ballot | | | - | - | - | - | - | - | - | - |
| | | Poll | | | - | - | - | - | - | - | - | - |
| | | **Total** | | | 23,51,185 | 73.61 | 23,51,185 | - | 100.00 | 0.00 | **-** | **-** |
| C | Public - Non-Institutions | E-voting | 94,26,227 | 94,26,227 | 3,80,349 | 4.04 | 379,538 | 811 | 99.79 | 0.213 | - | - |
| | | Postal Ballot | | | - | - | - | - | - | - | - | - |
| | | Poll | | | - | - | - | - | - | - | - | - |
| | | **Total** | | | 3,80,349 | 4.04 | 379,538 | 811 | 99.79 | 0.213 | - | **-** |
| **Total (A+B+C)** | | | **3,15,77,500** | **3,15,77,500** | **2,16,88,624** | **68.68** | **2,16,87,813** | **811** | **99.99** | **0.004** | - | **-** |
| **Whether resolution is Passed or Not** | | | Yes | | | | | | | | | |

Note: the above figures in percentage have been rounded off

AVISHEK GHOSH

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# TATA METALIKS LIMITED

**Resolution No.: 7**

| **Resolution required: (Ordinary/ Special)** | | | | | | Special | | | | | | |
|---|---|---|---|---|---|---|---|---|---|---|---|---|
| **Whether promoter/ promoter group are interested in the agenda/resolution?** | | | | | | No | | | | | | |
| **Description of Resolution considered** | | | | | | Appointment of Mr. Ravindra Pandey (DIN: 07188637) as an Independent Director | | | | | | |
| **Sl. No.** | **Category** | **Mode of voting** | **Total no. of shares held** | **Total no. of votes on shares held** | **Total no. of votes polled** | **% of votes 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** | **Invalid votes** | **% of votes invalid on votes polled** |
| | | | **[1]** | **[2]** | **[3]** | **[4]= [(3)/(2) * 100** | **[5]** | **[6]** | **[7]=[(5)/ (3)] * 100** | **[8]=[(6)/(3)] * 100** | **[9]** | **[10]=[(9)/ (3)] * 100** |
| A | Promoters and Promoters Group | E-voting | 1,89,57,090 | 1,89,57,090 | 1,89,57,090 | 100.00 | 1,89,57,090 | - | 100.00 | 0.00 | - | - |
| | | Postal Ballot | | | 0 | - | - | - | - | - | - | - |
| | | Poll | | | 0 | - | - | - | - | - | - | - |
| | | **Total** | | | 1,89,57,090 | 100.00 | 1,89,57,090 | - | 100.00 | 0.00 | **-** | **-** |
| B | Public – Institutions | E-voting | 31,94,183 | 31,94,183 | 23,51,185 | 73.61 | 23,51,185 | - | 100.00 | 0.00 | - | - |
| | | Postal Ballot | | | - | - | - | - | - | - | - | - |
| | | Poll | | | - | - | - | - | - | - | - | - |
| | | **Total** | | | 23,51,185 | 73.61 | 23,51,185 | - | 100.00 | 0.00 | **-** | **-** |
| C | Public - Non-Institutions | E-voting | 94,26,227 | 94,26,227 | 3,80,417 | 4.04 | 378,562 | 1,855 | 99.51 | 0.488 | - | - |
| | | Postal Ballot | | | - | - | - | - | - | - | - | - |
| | | Poll | | | - | - | - | - | - | - | - | - |
| | | **Total** | | | 3,80,417 | 4.04 | 378,562 | 1,855 | 99.51 | 0.488 | - | **-** |
| **Total (A+B+C)** | | | **3,15,77,500** | **3,15,77,500** | **2,16,88,692** | **68.68** | **2,16,86,837** | **1,855** | **99.99** | **0.009** | - | **-** |
| **Whether resolution is Passed or Not** | | | Yes | | | | | | | | | |

Note: the above figures in percentage have been rounded off

AVISHEK GHOSH

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Date: 2023.08.31 14:42:26 +05'30'

Annexure C

**P. V. SUBRAMANIAN**
*B.Com., LL.B., ACS.*
**Company Secretary in Whole-time Practice**

**81/8, Regent Estate,**
**Kolkata-700 092, India.**
**Mobile: 98300 26425**
**Email: pvsm17@rediffmail.com**

## Scrutinizer's Report

To,

The Chairman,
**TATA METALIKS LIMITED,**
Tata Centre, 10th Floor,
43, J. L. Nehru Road,
Kolkata-700071.

Dear Sir,

**Sub: Consolidated Scrutinizer's Report on remote e-voting conducted pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended, and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations') for the 33RD Annual General Meeting of Tata Metaliks Limited held on Wednesday, August 30, 2023 at 3.00 p.m. (IST) through video conferencing ("VC") / other audio visual means ("OAVM").**

I, P. V. Subramanian, Practicing Company Secretary, have been appointed as the Scrutinizer by the Board of Directors of **Tata Metaliks Limited** ("the Company") pursuant to Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended, to conduct the remote e-voting process in respect of the below mentioned resolutions proposed at the 33rd Annual General Meeting ("AGM") of the Company held today, i.e. on Wednesday, August 30, 2023 at 3.00 p.m. (IST) through VC/OAVM.

I am also appointed as the Scrutinizer to scrutinize the remote e-voting process during the said AGM.

The Notice dated August 07, 2023, convening the AGM along with the Integrated Report & Annual Accounts 2022-23, as confirmed by the Company was sent to the shareholders in respect of the below mentioned resolutions passed at the AGM of the Company through electronic mode to those Members whose email addresses are registered with the Company/ Depositories, in compliance with the Ministry of Corporate Affairs



TATA METALIKS LIMITED TATA

P. V. SUBRAMANIAN Company Secretary C.P.-2077 81/8, Regent Estate, Kolkata-92

("MCA") General Circular Nos. 14/2020 dated April 8, 2020 and 17/2020 dated April 13, 2020, followed by General Circular No. 20/2020 dated May 5, 2020 and subsequent circulars issued in this regard, the latest being General Circular No. 10/2022 dated December 28, 2022 (collectively referred to as "MCA Circulars"), and Securities and Exchange Board of India ("SEBI") Circulars dated May 12, 2020, January 15, 2021, May 13, 2022 and January 05, 2023 ("SEBI Circulars").

The Company had availed the e-voting facility offered by National Securities Depository Limited ("NSDL") for conducting remote e-voting by the Shareholders of the Company before the AGM.

The voting period for remote e-voting commenced on Saturday, August 26, 2023 at 09.00 a.m. (IST) and ended on Tuesday, August 29, 2023 at 05.00 p.m. (IST) and the NSDL e-voting platform was disabled thereafter.

The Company had also provided e-voting facility of NSDL to the shareholders present at the AGM through VC/OAVM, who had not cast their votes earlier.

The shareholders of the Company holding shares as on the "cut-off" date of August 23, 2023 were entitled to vote on the resolutions as contained in the Notice of the AGM.

After the closure of the remote e-voting at the AGM, the report on remote e-voting done during the AGM and the votes cast under remote e-voting facility prior to the AGM were unblocked by me in the presence of two persons who acted as witnesses as prescribed under sub-rule 4(xii) of Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended.

I have scrutinized and reviewed the remote e-voting done prior to and during the AGM and votes cast therein based on the data downloaded from the NSDL e-voting system.

The Management of the Company is responsible to ensure compliance with the requirements of the Act and rules relating to remote e-voting prior to and during the AGM on the resolutions contained in the notice of the AGM.

My responsibility as scrutinizer for the remote e-voting is restricted to making a Scrutinizer's Report of the votes cast in favour or against the resolutions.

I now submit my consolidated Report as under on the result of the remote e-voting conducted prior to the AGM and during the AGM in respect of the said Resolutions.

TATA METALIKS LIMITED TATA

P. V. SUBRAMANIAN Company Secretary C.P.-2077 81/8, Regent Estate, Kolkata-92

**ORDINARY BUSINESS:**

**Resolution 1: Ordinary Resolution:**

**Adoption of the Audited Financial Statements of the Company for the Financial Year ended March 31, 2023 together with the Reports of the Board of Directors and the Auditors thereon.**

(i) Voted in favour of the resolution:

| Number of members voted | Number of valid votes cast by them | % of total number of valid votes cast |
|---|---|---|
| 437 | 21688163 | 99.9975 |

(ii) Voted against the resolution:

| Number of members voted | Number of valid votes cast by them | % of total number of valid votes cast |
|---|---|---|
| 6 | 544 | 0.0025 |

(iii) Invalid votes:

| Number of members whose votes were declared invalid | Number of votes cast by them |
|---|---|
| Nil | Does not arise |

**Resolution 2: Ordinary Resolution:**

**Declaration of dividend of Rs.5/- per Equity Share of face value of Rs.10/- each for the financial year ended March 31, 2023. .**

(i) Voted in favour of the resolution:

| Number of members voted | Number of valid votes cast by them | % of total number of valid votes cast |
|---|---|---|
| 438 | 21712790 | 99.9995 |

(i) Voted against the resolution:

| Number of members voted | Number of valid votes cast by them | % of total number of valid votes cast |
|---|---|---|
| 5 | 112 | 0,0005 |

(ii) Invalid votes:

| Number of members whose votes were declared invalid | Number of votes cast by them |
|---|---|
| Nil | Does not arise |

P. V. SUBRAMANIAN ★ Company Secretary C.P.-2077 ★ 81/8, Regent Estate, Kolkata-92

TATA METALIKS LIMITED TATA

**Resolution 3: Ordinary Resolution**:

**Re-appointment of Mr. Koushik Chatterjee (DIN: 00004989), as Director, who retires by rotation in terms of Section 152(6) of the Companies Act, 2013 and, being eligible, seeks re-appointment.**

(i) Voted in favour of the resolution:

| Number of members voted | Number of valid votes cast by them | % of total number of valid votes cast |
|---|---|---|
| 411 | 21454843 | 98.9222 |

(ii) Voted against the resolution:

| Number of members voted | Number of valid votes cast by them | % of total number of valid votes cast |
|---|---|---|
| 29 | 233749 | 1.0778 |

(iii) Invalid votes:

| Number of members whose votes were declared invalid | Number of votes cast by them |
|---|---|
| Nil | Does not arise |

**SPECIAL BUSINESS**

**Resolution 4: Ordinary Resolution**:

**Approval for Material Related Party Transaction(s) with Tata Steel Limited for various transactions during FY 2023-24.**

(i) Voted in favour of the resolution:

| Number of members voted | Number of valid votes cast by them | % of total number of valid votes cast |
|---|---|---|
| 429 | 2730783 | 99.9697 |

(ii) Voted against the resolution:

| Number of members voted | Number of valid votes cast by them | % of total number of valid votes cast |
|---|---|---|
| 11 | 829 | 0.0303 |

(iii) Invalid votes:

| Number of members whose votes were declared invalid | Number of votes cast by them |
|---|---|
| Nil | Does not arise |

P. V. SUBRAMANIAN ★ Company Secretary C.P.-2077 ★ 8/18, Regent Estate, Kolkata-92

TATA METALIKS LIMITED TATA

**Resolution 5: Ordinary Resolution**:

**Approval for Material Related Party Transaction(s) with Tata T S Global Procurement Company Pte. Ltd. for purchase of bulk coal/ coke during FY 2023-24.**

(i) Voted in favour of the resolution:

| Number of members voted | Number of valid votes cast by them | % of total number of valid votes cast |
|---|---|---|
| 427 | 2730794 | 99.9704 |

(ii) Voted against the resolution:

| Number of members voted | Number of valid votes cast by them | % of total number of valid votes cast |
|---|---|---|
| 12 | 808 | 0.0296 |

(iii) Invalid votes:

| Number of members whose votes were declared invalid | Number of votes cast by them |
|---|---|
| Nil | Does not arise |

**Resolution 6: Ordinary Resolution**:

**Ratification of remuneration payable to Messrs. Shome & Banerjee, Cost Accountants (Firm Registration No.000001), Cost Auditors of the Company, for the financial year ending March 31, 2024.**

(i) Voted in favour of the resolution:

| Number of members voted | Number of valid votes cast by them | % of total number of valid votes cast |
|---|---|---|
| 428 | 21687813 | 99.9963 |

(ii) Voted against the resolution:

| Number of members voted | Number of valid votes cast by them | % of total number of valid votes cast |
|---|---|---|
| 12 | 811 | 0.0037 |

(iii) Invalid votes:

| Number of members whose votes were declared invalid | Number of votes cast by them |
|---|---|
| Nil | Does not arise |

TATA METALIKS LIMITED

P. V. SUBRAMANIAN
Company Secretary
C.P.-2077
81/8, Regent Estate, Kolkata-92

**Resolution 7: Special Resolution**:

**Appointment of Mr. Ravindra Pandey (DIN: 07188637) as an Independent Director of the Company, not liable to retire by rotation, for a term of 5 years commencing July 20, 2023 through July 29, 2028 (both days inclusive).**

(i) Voted in favour of the resolution:

| Number of members voted | Number of valid votes cast by them | % of total number of valid votes cast |
|---|---|---|
| 425 | 21686837 | 99.9914 |

(ii) Voted against the resolution:

| Number of members voted | Number of valid votes cast by them | % of total number of valid votes cast |
|---|---|---|
| 16 | 1855 | 0.0086 |

(iii) Invalid votes:

| Number of members whose votes were declared invalid | Number of votes cast by them |
|---|---|
| Nil | Does not arise |

P. V. SUBRAMANIAN ★ Company Secretary C.P.-2077 ★ 81/8, Regent Estate, Kolkata-92

P. V. Subramanian.

**Place : Kolkata**

**Dated: August 30, 2023..**

**(P V SUBRAMANIAN)**
**Company Secretary in Whole-time Practice**
**ACS No.: 4585/C.P.No.: 2077**
**Peer Review Certificate No.: 1613/2021**
**UDIN: A004585E000873893**

**Countersigned by:**

TATA METALIKS LIMITED — TATA

For TATA METALIKS LIMITED

AVISHEK GHOSH
COMPANY SECRETARY AND COMPLIANCE OFFICER