



TSLPL/SE/2023-24/25

June 29, 2023

The Secretary, Listing Department
BSE Limited
Phiroze Jeejeebhoy Towers
Dalal Street
Mumbai - 400 001.
Maharashtra, India.
Scrip Code: 513010

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

Dear Madam, Sirs,

Subject: Summary of proceedings and Voting Results of the Meeting of the Equity Shareholders of Tata Steel Long Products Limited ('Company') convened pursuant to the directions of the Hon'ble National Company Law Tribunal, Cuttack Bench ('NCLT') held on Thursday, June 29, 2023

We refer to our letter dated May 27, 2023, wherein the Company had submitted the notice of the meeting of the equity shareholders of Tata Steel Limited vide order of the NCLT dated May 15, 2023.

Pursuant to the above mentioned Order dated May 15, 2023 in the Company Scheme Application No. C.A. (CAA) No.06/CB/2023 ('**Order**'), and in compliance with applicable provisions of the Companies Act, 2013 ('**Act**') and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('**SEBI Listing Regulations**'), each as amended from time to time, the meeting of the Equity Shareholders of the Company ('**Members**') was held on Thursday, June 29, 2023 at 3:00 p.m. (IST) through two-way video conferencing /other audio-visual means ('**VC/OAVM**') ('**Meeting**') to approve the Scheme of Amalgamation amongst Tata Steel Long Products Limited and Tata Steel Limited and their respective shareholders ('**Scheme**'). The Scheme was approved by the members with requisite majority. The Company also facilitated the live webcast of the proceedings of the Meeting.

In this regard, please find enclosed the following:

- (i) Summary of proceedings of the Meeting of the Company, as required under Regulation 30 and Part A of Schedule III of the SEBI Listing Regulations enclosed as **Annexure A**.

TATASTEEL LONG PRODUCTS LIMITED

PO Joda Dist Keonjhar Odisha 758 034 India
Tel 91 6767 278178 Fax 278129 Email info@tatasteellp.com
CIN L27102OR1982PLC001091



- (ii) Results of the remote e-voting (prior to as well as during the meeting), in relation to the item of business transacted at the said Meeting, as required under Regulation 44(3) of the SEBI Listing Regulations enclosed as **Annexure B**.
- (iii) The Scrutinizer's Report dated June 29, 2023, pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 enclosed as **Annexure C**.

The Meeting concluded at 3:47 p.m. (IST).

The Voting Results along with the Scrutinizer's Report are being made available on the website of the Company at www.tatasteellp.com and on the website of National Securities Depository Limited at www.evoting.nsdl.com

You are requested to kindly take the same on record.

Yours faithfully,

Tata Steel Long Products Limited

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Date: 2023.06.29
19:44:58 +05'30'

Sankar Bhattacharya

Company Secretary and Compliance Officer

Encl. as above

TATASTEEL LONG PRODUCTS LIMITED

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Tel 91 6767 278178 Fax 278129 Email info@tatasteellp.com
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Annexure – A

Summary of Proceedings of the Meeting of the Equity Shareholders of Tata Steel Long Products Limited ('Company') convened pursuant to the directions of the Hon'ble National Company Law Tribunal, Cuttack Bench, held on June 29, 2023

The meeting of the equity shareholders of the Company convened pursuant to the directions of the Hon'ble National Company Law Tribunal, Cuttack Bench ('**Hon'ble Tribunal/NCLT**') was held on Thursday, June 29, 2023, at 3:00 p.m. (IST) through two-way video conferencing/other audio-visual means ('**VC/OAVM**') ('**Meeting**'). The Meeting was conducted in compliance with the provisions of the Companies Act, 2013 ('**Act**'), read with the applicable general circulars issued by the Ministry of Corporate Affairs for holding general meetings through VC / OAVM, Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('**SEBI Listing Regulations**'), other applicable SEBI Circulars and Secretarial Standard on General Meetings as issued by the Institute of Company Secretaries of India ('**SS-2**').

Mr. Sankar Bhattacharya, Company Secretary & Compliance Officer, welcomed the Members to the Meeting and provided them with the necessary details relating to their participation at the Meeting through VC/OAVM. He informed that the Company had provided its Members with the facility to cast their vote prior to the meeting through remote e-voting electronically using the facility provided by NSDL. He further informed that the remote e-voting facility was also made available during the Meeting for the benefit of Members who were present during the Meeting and had not cast their votes earlier through remote e-voting.

He further informed that Mr. Madhusudan Das, Practicing Company Secretary (Registration No. ACS61909 and PCS No. 24841), was appointed as Scrutinizer to scrutinize the votes cast by remote e-voting (prior to as well as during the Meeting), in a fair and transparent manner.

Dr. Ansuman Das, appointed as the Chairperson for the Meeting in accordance with the directions of the Hon'ble NCLT, presided over the Meeting. He informed the Members that the Meeting was convened pursuant to the Order of the Hon'ble Tribunal in the matter of the Scheme of Amalgamation amongst Tata Steel Long Products Limited and Tata Steel Limited and their respective shareholders. The requisite quorum being present, the Chairperson called the Meeting to order.

All Directors of the Company (except Mr. Srikumar Menon) were present at the Meeting through VC/OAVM from their respective locations. The Chairman welcomed the Directors and requested them to introduce themselves to the Members.



The Chairperson then informed the Members that, the representatives of M/s Price Waterhouse & Co. Chartered Accountants LLP, Statutory Auditors, Mr. P.V. Subramanian, Secretarial Auditor and Mr. Madhusudan Das, Scrutinizer for the remote e-voting (prior to as well as during the meeting), were also present at the Meeting through VC/OAVM.

The Chairperson informed that the Notice of the Meeting, the Statement under Section 102 read with Section 230 to Section 232 of the Companies Act, 2013, the rules framed thereunder, SEBI Listing Regulations, Secretarial Standards and other applicable SEBI Circulars, the Scheme of Amalgamation, and other relevant documents in connection with the said Scheme had been dispatched to the Members through electronic means via email to those shareholders whose email addresses were registered with the Company/Registrar & Transfer Agent/Depository Participant(s)/Depositories as on May 19, 2023. In addition, the advertisements containing the details of the Meeting and e-voting were duly published in newspapers, in accordance with the directions of the Hon'ble Tribunal.

The details of authorized representations received from corporate shareholders were 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, it was informed to the Members that the documents that were referred to in the Notice were available for inspection in electronic mode for the Members, on request.

With the consent of the Members, the Notice convening the Meeting was taken as read.

The Chairperson then briefed the Members on the salient features, synergies, need, rationale and benefits of Scheme of Amalgamation amongst Tata Steel Long Products Limited and Tata Steel Limited and their respective shareholders.

The following resolution set out in the Notice convening the Meeting was put up to the Members for voting during the Meeting:-

Item No.	Details of the Resolution
1.	Approval for the Scheme of Amalgamation amongst Tata Steel Long Products Limited and Tata Steel Limited and their respective shareholders.

The Chairperson then invited the Members to express their views, ask questions and seek clarifications on the proposed Scheme. The Chairperson appropriately responded to the questions asked and clarifications sought by the Members.

TATASTEEL LONG PRODUCTS LIMITED

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CIN L27102OR1982PLC001091



The Chairperson then authorized Mr. Sankar Bhattacharya, Company Secretary & Compliance Officer to carry out the e-voting process and conclude the Meeting. He further informed the Members that the voting results would be disseminated to the Stock Exchanges on which the Company's shares are listed and would also be made available on the website of the Company at www.tatasteellp.com and NSDL at www.evoting.nsdl.com within 2 working days of the conclusion of the Meeting.

The Chairperson then thanked the Members for attending and participating at the Meeting. He also thanked the Board of Directors for joining the Meeting virtually.

The remote 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. Bhattacharya declared the Meeting closed.

The Scrutinizer's Report was received after the conclusion of the Meeting on June 29, 2023, and as set out therein, the said resolution was declared as passed with requisite majority.

Yours faithfully,

Tata Steel Long Products Limited

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SANKAR BHATTACHARYA
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Sankar Bhattacharya

Company Secretary and Compliance Officer

TATASTEEL LONG PRODUCTS LIMITED

PO Joda Dist Keonjhar Odisha 758 034 India
Tel 91 6767 278178 Fax 278129 Email info@tatasteellp.com
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**ANNEXURE B****Voting Results of the Meeting**

Date of the Meeting	Thursday, June 29, 2023
No. of shareholders as on the cut-off date (June 22, 2023)	64,443
No. of shareholders present in the meeting either in person or through proxy:	
Promoter and Promoter Group	Meeting was held through VC/OAVM.
Public	
No. of shareholders attended the meeting through Video Conferencing	
Promoter and Promoter Group	1
Public	56

Tata Steel Long Products Limited

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Date: 2023.06.29 19:45:50
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Sankar Bhattacharya

Company Secretary and Compliance Officer

TATASTEEL LONG PRODUCTS LIMITED

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Combined e-voting results in respect of the public shareholders:

Resolution Required: (Special)			Approval for the Scheme of Amalgamation amongst Tata Steel Long Products Limited and Tata Steel Limited and their respective shareholders					
Whether promoter/ promoter group are interested in the agenda / resolution?			Yes					
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	3,37,86,521	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		0	0.00	0	0	0.00	0.00
Public Institutions	E-Voting	26,37,235	22,64,673	85.87	22,64,673	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		22,64,673	85.87	22,64,673	0	100.00	0.00
Public Non-Institutions	E-Voting	86,76,244	45,720	0.53	42,734	2,986	93.47	6.53
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		45,720	0.53	42,734	2,986	93.47	6.53
Total		4,51,00,000	23,10,393	5.12	23,07,407	2,986	99.87	0.13



Combined e-voting results in respect of the equity shareholders (including public shareholders):

Resolution Required: (Special)			Approval for the Scheme of Amalgamation amongst Tata Steel Long Products Limited and Tata Steel Limited and their respective shareholders					
Whether promoter/ promoter group are interested in the agenda / resolution?			Yes					
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	3,37,86,521	3,37,86,521	100.00	3,37,86,521	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		3,37,86,521	100.00	3,37,86,521	0	100.00	0.00
Public Institutions	E-Voting	26,37,235	22,64,673	85.87	22,64,673	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		22,64,673	85.87	22,64,673	0	100.00	0.00
Public Non-Institutions	E-Voting	86,76,244	45,720	0.53	42,734	2,986	93.47	6.53
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		45,720	0.53	42,734	2,986	93.47	6.53
Total		4,51,00,000	3,60,96,914	80.04	3,60,93,928	2,986	99.99	0.01





SCRUTINIZER'S REPORT

To,
The Chairman appointed for the Meeting of the Equity Shareholders
TATA STEEL LONG PRODUCTS LIMITED
CIN: L27102OR1982PLC001091
P.O.-Joda, Keonjhar, Odisha-758034

Sub: Consolidated Scrutinizer's Report on the results of voting by equity shareholders of Tata Steel Long Products Limited through remote e-voting process (prior to and during the meeting) at the meeting convened by the Hon'ble National Company Law Tribunal, Cuttack Bench ("Hon'ble Tribunal"/ "NCLT") of Tata Steel Long Products Limited held on Thursday, June 29, 2023 at 3.00 p.m. (IST) ("Meeting"), through video conferencing/other audio visual means, pursuant to Sections 230-232 of the Companies Act, 2013 ("Act") read with the Companies (Compromises, Arrangements and Amalgamations) Rules, 2016 ("Arrangement Rules"), and Section 108 of the Act read with Rule 20 of Companies (Management and Administration) Rules, 2014 ("Management Rules") as amended read with the applicable general circulars issued by the Ministry of Corporate Affairs, Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), other applicable SEBI circulars and Secretarial Standard on General Meetings as issued by the Institute of Company Secretaries of India ("SS-2") and as per the directions issued by the Hon'ble Tribunal vide orders dated May 15, 2023 in the Company Application C.A. (CAA)No. 06/CB / 2023.

Dear Sir,

I, Madhusudan Das (CoP:24841), Practicing Company Secretary, have been appointed by the **Hon'ble Tribunal** by its Order dated May 15, 2023, in the Company Scheme Application **C.A.(CAA) NO. 06/CB/2023 ("Order")**, as the Scrutinizer for the purpose of scrutinizing the remote e-voting process (prior to and during the meeting), in a fair and transparent manner, at the Meeting convened pursuant to the provisions of the Section 230-232 of the Companies Act, 2013 (**Act**) read with Arrangement Rules and Section 108 of the Act read with Management Rules read with the applicable general circulars issued by the Ministry of Corporate Affairs, Regulation 44 of SEBI Listing Regulations, other applicable SEBI circulars and Secretarial Standard on General Meetings as issued by The Institute of Company Secretaries of India (**'SS-2'**), on the resolution seeking approval of the equity shareholders to the Scheme of Amalgamation amongst Tata Steel Long Products Limited and Tata Steel Limited and their respective shareholders (**'Scheme'**), in terms of the Notice dated May 25, 2023, convening the said meeting.

I do hereby submit my report as under:

1. The Company had provided its members the facility to exercise their right to vote on the resolution proposed to be considered at the Meeting by electronic means (by using the electronic voting system provided by National Securities



- Depository Limited (NSDL) by (i) remote e-voting prior to the Meeting; (ii) remote e-voting during the Meeting.
2. The voting period for the remote e-voting prior to the meeting commenced on **Sunday, June 25, 2023 at 9.00 a.m. (IST)** and ended on **Wednesday, June 28, 2023 at 5.00 p.m. (IST)**.
 3. The Company had also provided remote e-voting facility to the Equity Shareholders present at the NCLT Convened meeting through VC / OAVM and who had not cast their votes through remote e-voting prior to the meeting.
 4. The **cut-off date was Thursday, June 22, 2023** for the purpose of deciding the shareholders entitled to vote through remote e-voting and e-voting conducted at the meeting on the resolution seeking their approval.
 5. As confirmed by the Company, the Notice dated May 25, 2023 convening the meeting of the Equity shareholders of the Company along with the Scheme and Statement under Sections 102, 230(3), 232(2) of the Act read with Rule 6 of the Companies (Compromises, Arrangements and Amalgamations) Rules, 2016, was sent to the Equity shareholders in respect of the resolution passed at the meeting of the Company only through electronic mode via e-mail to those equity shareholders whose e-mail addresses are registered with the Company / Registrar and Transfer Agent / Depository Participant(s) / Depositories as on May 19, 2023.
 6. After the closure of the voting at the NCLT convened meeting of the Equity Shareholders, the report on the voting done at the meeting and the votes cast under remote e-voting facility prior to the NCLT convened meeting were unblocked and counted.
 7. I have scrutinized and reviewed the remote e-voting and votes tendered therein based on the data downloaded from the NSDL e-voting system. The downloaded data was reconciled with the records maintained by the Company's Registrar and Transfer Agents ("RTA") and the authorisations lodged with the Company/ Company's RTA.
 8. The Management of the Company is responsible to ensure the compliance with the requirements of the Act and Rules thereunder and the SEBI Listing Regulations relating to voting through remote e-voting, and e-voting at the meeting on the resolution contained in the Notice convening NCLT convened meeting of the Equity shareholders.
 9. My responsibility as the Scrutinizer for the remote e-voting process, and e-voting at the meeting is restricted to scrutinize remote e-voting process (prior to and during the meeting) in a fair and transparent manner and to prepare a consolidated Scrutinizer's Report of the votes cast "in favour" or "against" the Resolution and "invalid" votes, based on the reports generated from the remote e-voting system, and e-voting at the meeting provided by NSDL.



10. The Resolution placed before the shareholders and the consolidated result of the voting on the same through remote e-voting prior to the Meeting and e-voting process during the Meeting seeking approval of the equity shareholders of the Company are given below.

Resolution:

"RESOLVED THAT in terms of Sections 230 to 232 and other applicable provisions of the Companies Act, 2013 read with the Companies (Compromises, Arrangements and Amalgamations) Rules, 2016 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), applicable circulars and notifications issued by the Ministry of Corporate Affairs, Section 2(1B) of the Income Tax Act, 1961, the Securities and Exchange Board of India Act, 1992 and the Regulations thereunder including the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, read with the SEBI Master Circular No. SEBI/HO/CFD/DIL1/CIR/P/2021/0000000665 dated November 23, 2021, and other applicable SEBI Circulars, the Observation Letter(s) issued by BSE Limited and the National Stock Exchange of India Limited, respectively, both dated March 31, 2023, the Memorandum and Articles of Association of Tata Steel Long Products Limited and subject to the approval of the Hon'ble National Company Law Tribunal, Cuttack Bench (hereinafter referred to as '**Hon'ble Tribunal'**'/'**NCLT'**') and such other approvals, permissions and sanctions of any other regulatory or statutory authority(ies) as may be deemed necessary and subject to such conditions and modifications as may be prescribed or imposed by the Hon'ble Tribunal or any other regulatory or statutory authority(ies) while granting such consents, approvals and permissions, which may be agreed to by the Board of Directors of the Company (hereinafter referred to as the '**Board'**', which term shall be deemed to mean and include one or more Committee(s) constituted/to be constituted by the Board or any other person authorised by the Board to exercise its powers including the powers conferred by this Resolution), the arrangement embodied in the proposed Scheme of Amalgamation amongst Tata Steel Long Products Limited ('**Transferor Company'** or '**Company'**') and Tata Steel Limited ('**Transferee Company'**') and their respective shareholders ('**Scheme'**'), as enclosed with this Notice of the NCLT convened meeting of the equity shareholders, be and is hereby approved.

RESOLVED FURTHER THAT the Board be and is hereby authorized to do all such acts, deeds, matters and things, as it may, in its absolute discretion deem desirable, appropriate or necessary, to give effect to this Resolution and effectively implement the arrangement embodied in the Scheme and to accept such modifications, amendments, limitations and/or conditions, if any, at any time and for any reason whatsoever, which may be required and/or imposed by the Hon'ble Tribunal or its Appellate Authority(ies) while sanctioning the arrangement embodied in the Scheme or by any statutory / regulatory authority(ies), or as may be required for the purpose of resolving any doubts or difficulties that may arise including passing such accounting entries or making adjustments in the books of accounts of the Company as considered necessary, while giving effect to the



Scheme, as the Board may deem fit and proper, without being required to seek any further approval of the Shareholders and the Shareholders shall be deemed to have given their approval thereto expressly by authority under this Resolution.

RESOLVED FURTHER THAT the Board may delegate all or any of its powers herein conferred to any Director(s) and/ or officer(s) of the Company, to give effect to this Resolution, if required, as it may in its absolute discretion deem fit, necessary or desirable, without any further approval from Shareholders of the Company."

(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
229	3,60,93,928	99.99

(ii) Voted **against** the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
5	2986	0.01

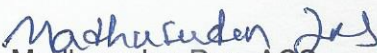
(iii) **Invalid** votes:

Number of members whose votes were declared invalid	Number of invalid votes cast by them
-	-

All registers, relevant records and other incidental papers related to remote e-voting prior to as well as during the Meeting were handed over to the Company Secretary & Compliance Officer of the Company for safe keeping.

Thanking you,

Yours faithfully,


Madhusudan Das, ACS
Company Secretaries



M. No. 61909, CP: 24841
Date: June 29, 2023
Place: Bhuvaneshwar

Countersigned by:

For Tata Steel Long Products Limited



Sankar Bhattacharya
Company Secretary & Compliance Officer



To,
The Chairman appointed for the Meeting of the Equity Shareholders
TATA STEEL LONG PRODUCTS LIMITED
CIN: L27102OR1982PLC001091
P.O.-Joda, Keonjhar, Odisha-758034

Sub: Consolidated Scrutinizer's Report on the results of voting by equity shareholders of Tata Steel Long Products Limited through remote e-voting process (prior to and during the meeting) at the meeting convened by the Hon'ble National Company Law Tribunal, Cuttack Bench ("Hon'ble Tribunal" "NCLT") of Tata Steel Long Products Limited held on Thursday, June 29, 2023 at 3.00 p.m. IST ("Meeting"), through video conferencing/other audio visual means, pursuant to Sections 230-232 of the Companies Act, 2013 ("Act") read with the Companies (Compromises, Arrangements and Amalgamations) Rules, 2016 ("Arrangement Rules"), and Sections 108 of the Act read with Rule 20 of Companies (Management and Administration) Rules, 2014 ("Management Rules") as amended read with the applicable general circulars issued by the Ministry of Corporate Affairs, Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), other applicable SEBI circulars and Secretarial Standard on General Meetings as issued by the Institute of Company Secretaries of India ("SS-2") and as per the directions issued by the Hon'ble Tribunal vide orders dated May 15, 2023 in the Company Application C.A. (CAA)No. 06/CB / 2023.

Dear Sir,

I, Madhusudan Das (CoP:24841), Practicing Company Secretary, have been appointed by the **Hon'ble Tribunal** by its Order dated May 15, 2023, in the Company Scheme Application **C.A.(CAA) NO. 06/CB/2023 ("Order")**, as the Scrutinizer for the purpose of scrutinizing the remote e-voting process (prior to and during the meeting), in a fair and transparent manner, at the Meeting convened pursuant to the provisions of the Section 230-232 of the Companies Act, 2013 (Act) read with Arrangement Rules and Sections 108 of the Act read with Management Rules read with the applicable general circulars issued by the Ministry of Corporate Affairs, Regulation 44 of SEBI Listing Regulations, other applicable SEBI circulars and Secretarial Standard on General Meetings as issued by the Institute of Company Secretaries of India ('SS-2'), on the resolution seeking approval of the equity shareholders to the Scheme of Amalgamation amongst amongst Tata Steel Long Products Limited and Tata Steel Limited and their respective shareholders ("**Scheme**"), in terms of the Notice dated May 25, 2023, convening the said meeting.

I do hereby submit my report as under:

1. The Company had provided its members the facility to exercise their right to vote on the resolution proposed to be considered at the Meeting by electronic means (by using the electronic voting system provided by National Securities Depository



- Limited (NSDL) by (i) remote e-voting prior to the Meeting; (ii) remote e-voting during the Meeting.
2. The voting period for the remote e-voting prior to the meeting commenced on Sunday, June 25, 2023 at 9.00 a.m. (IST) and ended on Wednesday, June 28, 2023 at 5.00 p.m. (IST).
 3. The Company had also provided remote e-voting facility to the Equity Shareholders present at the NCLT Convened meeting through VC / OAVM and who had not cast their votes through remote e-voting prior to the meeting.
 4. The **cut-off date was Thursday, June 22, 2023** for the purpose of deciding the shareholders entitled to vote through remote e-voting and e-voting conducted at the meeting on the resolution seeking their approval.
 5. As confirmed by the Company, the Notice dated May 25, 2023 convening the meeting of the Equity shareholders of the Company along with the Scheme and Statement under Sections 102, 230(3), 232(2) of the Act read with and Rule 6 of the Companies (Compromises, Arrangements and Amalgamations) Rules, 2016, was sent to the Equity shareholders in respect of the resolution passed at the meeting of the Company only through electronic mode via e-mail to those equity shareholders whose e-mail addresses are registered with the Company/Registrar and Transfer Agent/Depository Participant(s) / Depositories as on May 19, 2023.
 6. After the closure of the voting at the NCLT convened meeting of the Equity Shareholders, the report on the voting done at the meeting and the votes cast under remote e-voting facility prior to the NCLT convened meeting were unblocked and counted.
 7. I have scrutinized and reviewed the remote e-voting and votes tendered therein based on the data downloaded from the NSDL e-voting system. The downloaded data was reconciled with the records maintained by the Company's Registrar and Transfer Agents ("RTA") and the authorisations lodged with the Company/ Company's RTA.
 8. The Management of the Company is responsible to ensure the compliance with the requirements of the Act and Rules thereunder and the SEBI Listing Regulations relating to voting through remote e-voting, and e-voting at the meeting on the resolution contained in the Notice convening NCLT convened meeting of the Equity shareholders.
 9. My responsibility as the Scrutinizer for the remote e-voting process, and e-voting at the meeting is restricted to scrutinize remote e-voting process prior to meeting and e-voting process during the meeting in a fair and transparent manner and to prepare a consolidated Scrutinizer's Report of the votes cast "in favour" or "against" the Resolution and "invalid" votes, based on the reports generated from the remote e-voting system, and e-voting at the meeting provided by NSDL.



10. The Resolution placed before the shareholders and the consolidated result of the voting on the same through remote e-voting prior to Meeting and e-voting process during the Meeting seeking approval of the equity shareholders (excluding promoters and promoters group) of the Company are given below.

Resolution:

"RESOLVED THAT in terms of Sections 230 to 232 and other applicable provisions of the Companies Act, 2013 read with the Companies (Compromises, Arrangements and Amalgamations) Rules, 2016 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), applicable circulars and notifications issued by the Ministry of Corporate Affairs, Section 2(1B) of the Income Tax Act, 1961, the Securities and Exchange Board of India Act, 1992 and the Regulations thereunder including the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, read with the SEBI Master Circular No. SEBI/HO/CFD/DIL1/CIR/P/2021/0000000665 dated November 23, 2021, and other applicable SEBI Circulars, the Observation Letter(s) issued by BSE Limited and the National Stock Exchange of India Limited, respectively, both dated March 31, 2023, the Memorandum and Articles of Association of Tata Steel Long Products Limited and subject to the approval of the Hon'ble National Company Law Tribunal, Cuttack Bench (hereinafter referred to as '**Hon'ble Tribunal'**' '**NCLT'**') and such other approvals, permissions and sanctions of any other regulatory or statutory authority(ies) as may be deemed necessary and subject to such conditions and modifications as may be prescribed or imposed by the Hon'ble Tribunal or any other regulatory or statutory authority(ies) while granting such consents, approvals and permissions, which may be agreed to by the Board of Directors of the Company (hereinafter referred to as the '**Board'**', which term shall be deemed to mean and include one or more Committee(s) constituted/to be constituted by the Board or any other person authorised by the Board to exercise its powers including the powers conferred by this Resolution), the arrangement embodied in the proposed Scheme of Amalgamation amongst Tata Steel Long Products Limited ('**Transferor Company'** or '**Company'**') and Tata Steel Limited ('**Transferee Company'**') and their respective shareholders ('**Scheme'**'), as enclosed with this Notice of the NCLT convened meeting of the equity shareholders, be and is hereby approved.

RESOLVED FURTHER THAT the Board be and is hereby authorized to do all such acts, deeds, matters and things, as it may, in its absolute discretion deem desirable, appropriate or necessary, to give effect to this Resolution and effectively implement the arrangement embodied in the Scheme and to accept such modifications, amendments, limitations and/or conditions, if any, at any time and for any reason whatsoever, which may be required and/or imposed by the Hon'ble Tribunal or its Appellate Authority(ies) while sanctioning the arrangement embodied in the Scheme or by any statutory / regulatory authority(ies), or as may be required for the purpose of resolving any doubts or difficulties that may arise including passing such accounting entries or making adjustments in the books of



accounts of the Company as considered necessary, while giving effect to the Scheme, as the Board may deem fit and proper, without being required to seek any further approval of the Shareholders and the Shareholders shall be deemed to have given their approval thereto expressly by authority under this Resolution.

RESOLVED FURTHER THAT the Board may delegate all or any of its powers herein conferred to any Director(s) and/ or officer(s) of the Company, to give effect to this Resolution, if required, as it may in its absolute discretion deem fit, necessary or desirable, without any further approval from Shareholders of the Company."

(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
227	23,07,407	99.87

(ii) Voted **against** the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
5	2,986	0.13

(iii) **Invalid** votes:

Number of members whose votes were declared invalid	Number of invalid votes cast by them
-	-

All registers, relevant records and other incidental papers related to remote e-voting prior to as well as during the Meeting were handed over to the Company Secretary & Compliance Officer of the Company for safe keeping.

Thanking you,

Yours faithfully,

Madhusudan Das
Madhusudan Das, ACS
Company Secretaries



M. No. 61909, CP: 24841
Date: June 29, 2023
Place: Bhubaneswar

Countersigned by:
For Tata Steel Long Products Limited

Sankar Bhattacharya
Sankar Bhattacharya
Company Secretary & Compliance Officer

