TML: 4113 : 2018

4 July, 2018

Manager – Listing
The National Stock Exchange of India Ltd.
5, Exchange Plaza,
Bandra Kurla Complex, Bandra (E),
Mumbai- 400 051.

Stock Code –TATAMETALI

DGM – Listing
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai- 400 001.

Stock Code - 513434

Dear Sir/ Madam,

Sub: Proceedings and Voting Results of the 28th Annual General Meeting (AGM)

The 28th AGM of the Company was held on 2 July, 2018 at 3:00 p.m. at "Kala Mandir", 48, Shakespeare Sarani, Kolkata- 700 017, to transact the businesses as set out in the Notice dated 26 April, 2018, convening the AGM.

In this regard, please find enclosed the following:

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

2) Voting Results of the businesses transacted at the AGM, as per Regulation 44(3) of the Listing Regulations. **Annexure – II**

3) Report of the Scrutinizer dated 3 July, 2018 pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended to date. **Annexure – III**

The Voting Results along with the Scrutinizer's Report is also available on the website of the Company at www.tatametaliks.com.

This is for your information and record.

Yours faithfully,
For **Tata Metaliks Limited**

Sankar Bhattacharya
Chief – Corporate Governance &
Company Secretary

Encl: as above

Annexure I

Summary of proceedings of the 28th Annual General Meeting

The 28th Annual General Meeting **(AGM/ Meeting)** of Tata Metaliks Limited **(Company)** was held on Monday, 2 July, 2018 at 'Kala Mandir', 48, Shakespeare Sarani, Kolkata-700017. The AGM commenced at 3:00 p.m. and concluded at around 5:30 p.m.

Mr. Krishnava Dutt, Chairman of Audit Committee, informed the Members present that Mr. Koushik Chatterjee, Chairman of the Board, was unable to attend the AGM due to certain urgent business engagement. In view of his absence and in terms of Section 104(1) of the Companies Act, 2013 **(Act)**, revised Secretarial Standard 5.1 on General Meetings and Article 77 of the Articles of Association of the Company, the Directors present unanimously elected Mr. Sanjiv Paul, Non-Executive Director, to be Chairman of the 28th AGM of the Company. Accordingly, Mr. Paul took the Chair and after declaring the requisite quorum being present called the meeting to order.

Chairman introduced the Directors, the Senior Management and representatives of the Workers' Union present. He also informed the Members that Ms. Samita Shah, Director, was unable to attend the AGM due to an urgent business engagement.

With the consent of the Members present, Notice dated 26 April, 2018 convening the AGM, Reports of the Board of Directors and the Statutory Auditors' were taken as read.

Thereafter, Chairman addressed the Members highlighting on various aspects relating to the Indian economy and the Steel industry at large, industry outlook of Pig Iron and DI Pipe, major achievements and performance of the Company during FY 2017-18.

Chairman then informed the Members that in compliance with the provisions of the Act, Revised Secretarial Standard – 2 on General Meetings and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 **(Listing Regulations)**, the Company had provided to all its Members the facility to cast their votes electronically, on all resolutions set forth in the Notice. Chairman further informed that Members who were present at the AGM and had not cast their votes earlier were provided an opportunity to cast their votes at the venue of the AGM.

He also informed that the Board had appointed Mr. P. V. Subramanian, Practicing Company Secretary, as Scrutinizer to scrutinize the entire voting process (remote e-voting and at the AGM venue) in a fair and transparent manner.

The following businesses, as per the Notice convening the AGM, were read out, which were duly proposed and seconded by a Member:

Ordinary Business:

1. Adoption of Accounts, Reports of the Board of Directors and the Auditors' thereon.
2. Declaration of dividend of Rs. 3.00/- per equity share of Rs. 10.00/- each.

3. Re-appointment of Mr. Koushik Chatterjee (DIN: 00004989) as Director.
4. Ratification of appointment of Statutory Auditors.*

Special Business:

5. Approval of Related Party Transaction with T S Global Procurement Company Pte. Ltd.
6. Approval of Related Party Transaction with Tata Steel Ltd.
7. Approval of Related Party Transaction with Tata Steel Ltd.
8. Ratification of remuneration payable to Cost Auditors.

** The notification of the Companies (Amendment) Act, 2017, which omitted the need for ratifying appointment of Statutory Auditors at every intervening AGM, came into effect from 7 May, 2018 i.e. after issuance of the Notice of the AGM. Accordingly, the votes cast with respect to agenda 4 was not considered as the Auditors automatically continue to hold their office for the rest of their tenure as per their appointment made at the last AGM i.e. till conclusion of the 32nd AGM of the Company to be held in the year 2022.*

Members present raised queries and clarifications on various aspects, which were duly responded by the Chairman.

Thereafter, Chairman thanked the Members present and concluded the AGM by authorizing Mr. Sankar Bhattacharya, Company Secretary to carry out the voting process and declare the voting results. He informed the Members that the voting results will be made available on the websites of the Company and NSDL within 48 hours of conclusion of the AGM.

Subsequent to the conclusion of entire voting process, the Scrutinizer's Report was received. All the resolutions have been passed with requisite majority.

This is for your information and record.

Thanking you,

Yours faithfully,
For **Tata Metaliks Limited**

Sankar Bhattacharya
Chief - Corporate Governance
& Company Secretary

Place: Kolkata
Date: 4 July, 2018

Annexure II

TATA METALIKS LIMITED

A) DETAILS OF THE PROCEEDINGS OF THE 28th AGM		
Sl. No.	**Particulars**	**Details**
1	**Date of the AGM**	28th Annual General Meeting held on Monday, 2 July, 2018
2	**Total number of Shareholders as on the Record date (as on cut-off date i.e. 25 June, 2018)**	53448
3	**Number of Shareholders present in the meeting either in person or through proxy:** • Promoters and Promoter group • Public	 1 727
4	**Number of Shareholders attended the meeting through Video Conferencing:** • Promoters and Promoter group • Public	 Nil Nil

The Agenda-wise disclosure is attached herewith in the prescribed format.

TATA METALIKS LIMITED
Tata Centre 43 Jawaharlal Nehru Road Kolkata 700 071 India
Tel 91 33 66134205 Fax 91 33 2288 4372 e-mail tml@tatametaliks.co.in
CIN L27310WB1990PLC050000

Agenda- wise disclosure (to be disclosed separately for each agenda item)								
Resolution required: (Ordinary/ Special)								
Whether promoter/ promoter group are interested in the agenda/resolution?						NO		
Promoters / Public	Mode of voting	Total No. of 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 in against on Votes Polled
		[1]	[2]	[3]=[(2)/(1) * 100	[4]	[5]	[6]=[(4)/(2)] * 100	[7]=[(5)/(2)] * 100
Resolution No.		**1**	**Adoption of the Audited Financial Statements of the Company for the Financial Year ended 31 March 2018 and the Reports of the Board of Directors and the Auditors thereon.**					
Type of Resolution		**Ordinary Resolution**						
Promoters and Promoters Group	E-voting	12667590	12667590	100.00	12667590	0	100.0000	0.0000
	Postal Ballot		0	0.00	0	0	0.0000	0.0000
	Poll		0	0.00	0	0	0.0000	0.0000
	Total	**12667590**	**12667590**	**100.00**	**12667590**	**0**	**100.0000**	**0.0000**
Public - Institutional Holders	E-voting	4091854	1802545	44.05	1802545	0	100.0000	0.0000
	Postal Ballot		0	0.00	0	0	0.0000	0.0000
	Poll		0	0.00	0	0	0.0000	0.0000
	Total	**4091854**	**1802545**	**44.05**	**1802545**	**0**	**100.0000**	**0.0000**
Public - Non-Institutional Holders	E-voting	8528556	2576	0.03	2576	0	100.0000	0.0000
	Postal Ballot		0	0.00	0	0	0.0000	0.0000
	Poll		2647	0.03	2615	32	98.7911	1.2089
	Total	8528556	**5223**	**0.06**	**5191**	**32**	**99.3873**	**1.2089**
Grand Total		**25288000**	**14475358**	**57.24**	**14475326**	**32**	**99.9998**	**0.0002**
Resolution No.		**2**	**Declaration of dividend of Rs.3.00 per Equity Share of Rs.10/- each for the Financial Year 2017-18.**					
Type of Resolution		**Ordinary Resolution**						
Promoters and Promoters Group	E-voting	12667590	12667590	100.00	12667590	0	100.0000	0.0000
	Postal Ballot		0	0.00	0	0	0.0000	0.0000
	Poll		0	0.00	0	0	0.0000	0.0000
	Total	**12667590**	**12667590**	**100.00**	**12667590**	**0**	**100.0000**	**0.0000**
Public - Institutional Holders	E-voting	2920122	2492845	85.37	2492845	0	100.0000	0.0000
	Postal Ballot		0	0.00	0	0	0.0000	0.0000
	Poll		0	0.00	0	0	0.0000	0.0000
	Total	**2920122**	**2492845**	**85.37**	**2492845**	**0**	**100.0000**	**0.0000**
Public - Non-Institutional Holders	E-voting	9700288	2478	0.03	2478	0	100.0000	0.0000
	Postal Ballot		0	0.00	0	0	0.0000	0.0000
	Poll		2646	0.03	2614	32	98.7906	1.2094
	Total	9700288	**5124**	**0.05**	**5092**	**32**	**99.3755**	**1.2094**
Grand Total		**25288000**	**15165559**	**59.97**	**15165527**	**32**	**99.9998**	**0.0002**

TATA METALIKS LTD KOLKATA

Agenda- wise disclosure (to be disclosed separately for each agenda item)								
Resolution required: (Ordinary/ Special)								
Whether promoter/ promoter group are interested in the agenda/resolution?						NO		
Promoters / Public	Mode of voting	Total No. of 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 in against on Votes Polled
		[1]	[2]	[3]=[(2)/(1) * 100	[4]	[5]	[6]=[(4)/(2)] * 100	[7]=[(5)/(2)] * 100
Resolution No.		**3**	**Re-appointment of Mr. Koushik Chatterjee (DIN: 00004989) as a Director of the Company.**					
Type of Resolution		**Ordinary Resolution**						
Promoters and Promoters Group	E-voting	12667590	12667590	100.00	12667590	0	100.0000	0.0000
	Postal Ballot		0	0.00	0	0	0.0000	0.0000
	Poll		0	0.00	0	0	0.0000	0.0000
	Total	**12667590**	**12667590**	**100.00**	**12667590**	**0**	**100.0000**	**0.0000**
Public - Institutional Holders	E-voting	2920122	2492845	85.37	2431614	61231	97.5437	2.4563
	Postal Ballot		0	0.00	0	0	0.0000	0.0000
	Poll		0	0.00	0	0	0.0000	0.0000
	Total	**2920122**	**2492845**	**85.37**	**2431614**	**61231**	**97.5437**	**2.4563**
Public - Non-Institutional Holders	E-voting	9700288	2478	0.03	2428	50	97.9822	2.0178
	Postal Ballot		0	0.00	0	0	0.0000	0.0000
	Poll		2646	0.03	2614	32	98.7906	1.2094
	Total	9700288	**5124**	**0.05**	**5042**	**82**	**98.3997**	**3.2271**
Grand Total		**25288000**	**15165559**	**59.97**	**15104246**	**61313**	**99.5957**	**0.4043**
Resolution No.		**4**	**Ratification appointment of Messrs. Price Waterhouse & Co Chartered Accountants LLP (Firm Registration No. 304026E/E-300009), as Statutory Auditors of the Company. ## Please see the Note below**					
Type of Resolution		**Ordinary Resolution**						
Promoters and Promoters Group	E-voting	12667590	12667590	100.00	12667590	0	100.0000	0.0000
	Postal Ballot		0	0.00	0	0	0.0000	0.0000
	Poll		0	0.00	0	0	0.0000	0.0000
	Total	**12667590**	**12667590**	**100.00**	**12667590**	**0**	**100.0000**	**0.0000**
Public - Institutional Holders	E-voting	2920122	2492745	85.36	2123010	369735	85.1676	14.8324
	Postal Ballot		0	0.00	0	0	0.0000	0.0000
	Poll		0	0.00	0	0	0.0000	0.0000
	Total	**2920122**	**2492745**	**85.36**	**2123010**	**369735**	**85.1676**	**14.8324**
Public - Non-Institutional Holders	E-voting	9700288	2478	0.03	2478	0	100.0000	0.0000
	Postal Ballot		0	0.00	0	0	0.0000	0.0000
	Poll		2646	0.03	2614	32	98.7906	1.2094
	Total	9700288	**5124**	**0.05**	**5092**	**32**	**99.3755**	**1.2094**
Grand Total		**25288000**	**15165459**	**59.97**	**14795692**	**369767**	**97.5618**	**2.4382**

##NOTE:- The first provision of section 139(1) of the Companies Act, 2013 requiring ratification by members to the appointment of statutory auditors at every intervening Annual General Meeting ('AGM) has been done away with vide notification of commencement of section 40 of the Companies {Amendment) Act, 2017, However the coming into effect of this particular amendment was notified by MCA on 7 May 2018, i,e, after issuance of the Notice of this AGM, Accordingly, the Chairman declared at the meeting that the Votes cast in respect of the Ordinary Resolution No.4 would not be considered for counting by the scrutinizer as the Statutory Auditors, regardless the result of voting on this resolution, automatically continue to hold office for the rest of their tenure as per their appointment made in the last AGM i,e. till conclusion of the 32nd AGM Of the Company to be held in the year 2022.

VIVA METALIKS LTD. KOLKATA

Agenda- wise disclosure (to be disclosed separately for each agenda item)								
Resolution required: (Ordinary/ Special)								
Whether promoter/ promoter group are interested in the agenda/resolution?						NO		
Promoters / Public	Mode of voting	Total No. of 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 in against on Votes Polled
		[1]	[2]	[3]=[(2)/(1) * 100	[4]	[5]	[6]=[(4)/(2)] * 100	[7]=[(5)/(2)] * 100
Resolution No.		**5**	**Approval for Related Party Transactions with T S Global Procurement Company Pte. Ltd. for purchase of Cocking Coal for the financial year 2018-2019**					
Type of Resolution		**Ordinary Resolution**						
Promoters and Promoters Group	E-voting	12667590	0	0.00	0	0	0.0000	0.0000
	Postal Ballot		0	0.00	0	0	0.0000	0.0000
	Poll		0	0.00	0	0	0.0000	0.0000
	Total	**12667590**	**0**	**0.00**	**0**	**0**	**0.0000**	**0.0000**
Public - Institutional Holders	E-voting	2920122	2492845	85.37	2492845	0	100.0000	0.0000
	Postal Ballot		0	0.00	0	0	0.0000	0.0000
	Poll		0	0.00	0	0	0.0000	0.0000
	Total	**2920122**	**2492845**	**85.37**	**2492845**	**0**	**100.0000**	**0.0000**
Public - Non-Institutional Holders	E-voting	9700288	2478	0.03	2476	2	99.9193	0.0807
	Postal Ballot		0	0.00	0	0	0.0000	0.0000
	Poll		2646	0.03	2612	34	98.7150	1.2850
	Total	9700288	**5124**	**0.05**	**5088**	**36**	**99.2974**	**1.3657**
Grand Total		**25288000**	**2497969**	**9.88**	**2497933**	**36**	**99.9986**	**0.0014**

Resolution No.		**6**	**Approval for Related Party Transactions with TATA STEEL LIMITED for purchase of Coal / Coke for the financial year 2018-2019**					
Type of Resolution		**Ordinary Resolution**						
Promoters and Promoters Group	E-voting	12667590	0	0.00	0	0	0.0000	0.0000
	Postal Ballot		0	0.00	0	0	0.0000	0.0000
	Poll		0	0.00	0	0	0.0000	0.0000
	Total	**12667590**	**0**	**0.00**	**0**	**0**	**0.0000**	**0.0000**
Public - Institutional Holders	E-voting	2920122	2492845	85.37	2492845	0	100.0000	0.0000
	Postal Ballot		0	0.00	0	0	0.0000	0.0000
	Poll		0	0.00	0	0	0.0000	0.0000
	Total	**2920122**	**2492845**	**85.37**	**2492845**	**0**	**100.0000**	**0.0000**
Public - Non-Institutional Holders	E-voting	9700288	2478	0.03	2476	2	99.9193	0.0807
	Postal Ballot		0	0.00	0	0	0.0000	0.0000
	Poll		2646	0.03	2612	34	98.7150	1.2850
	Total	9700288	**5124**	**0.05**	**5088**	**36**	**99.2974**	**1.3657**
Grand Total		**25288000**	**2497969**	**9.88**	**2497933**	**36**	**99.9986**	**0.0014**

TATA METALIKS LTD. KOLKATA

Agenda- wise disclosure (to be disclosed separately for each agenda item)								
Resolution required: (Ordinary/ Special)								
Whether promoter/ promoter group are interested in the agenda/resolution?						NO		
Promoters / Public	Mode of voting	Total No. of 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 in against on Votes Polled
		[1]	[2]	[3]=[(2)/(1) * 100	[4]	[5]	[6]=[(4)/(2)] * 100	[7]=[(5)/(2)] * 100
Resolution No.		**7**	**Approval for Related Party Transactions with TATA STEEL LIMITED for purchase of iron ore lumps, fines and related items for the financial year 2018-2019**					
Type of Resolution		**Ordinary Resolution**						
Promoters and Promoters Group	E-voting	12667590	0	0.00	0	0	0.0000	0.0000
	Postal Ballot		0	0.00	0	0	0.0000	0.0000
	Poll		0	0.00	0	0	0.0000	0.0000
	Total	**12667590**	**0**	**0.00**	**0**	**0**	**0.0000**	**0.0000**
Public - Institutional Holders	E-voting	2920122	2492845	85.37	2492845	0	100.0000	0.0000
	Postal Ballot		0	0.00	0	0	0.0000	0.0000
	Poll		0	0.00	0	0	0.0000	0.0000
	Total	**2920122**	**2492845**	**85.37**	**2492845**	**0**	**100.0000**	**0.0000**
Public - Non-Institutional Holders	E-voting	9700288	2478	0.03	2476	2	99.9193	0.0807
	Postal Ballot		0	0.00	0	0	0.0000	0.0000
	Poll		2646	0.03	2641	5	99.8110	0.1890
	Total	9700288	**5124**	**0.05**	**5117**	**7**	**99.8634**	**0.2697**
Grand Total		**25288000**	**2497969**	**9.88**	**2497962**	**7**	**99.9997**	**0.0003**
Resolution No.		**8**	**Ratification of Remuneration payable to Cost Auditors for the year ended 31 March, 2019**					
Type of Resolution		**Ordinary Resolution**						
Promoters and Promoters Group	E-voting	12667590	12667590	100.00	12667590	0	100.0000	0.0000
	Postal Ballot		0	0.00	0	0	0.0000	0.0000
	Poll		0	0.00	0	0	0.0000	0.0000
	Total	**12667590**	**12667590**	**100.00**	**12667590**	**0**	**100.0000**	**0.0000**
Public - Institutional Holders	E-voting	2920122	2492845	85.37	2492845	0	100.0000	0.0000
	Postal Ballot		0	0.00	0	0	0.0000	0.0000
	Poll		0	0.00	0	0	0.0000	0.0000
	Total	**2920122**	**2492845**	**85.37**	**2492845**	**0**	**100.0000**	**0.0000**
Public - Non-Institutional Holders	E-voting	9700288	2482	0.03	2431	51	97.9452	2.0548
	Postal Ballot		0	0.00	0	0	0.0000	0.0000
	Poll		2646	0.03	2614	32	98.7906	1.2094
	Total	9700288	**5128**	**0.05**	**5045**	**83**	**98.3814**	**3.2642**
Grand Total		**25288000**	**15165563**	**59.97**	**15165480**	**83**	**99.9995**	**0.0005**

TATA METALIKS LTD. KOLKATA

Annexure III

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,

Mr. Sanjiv Paul,
Chairman of
28th Annual General Meeting of the shareholders of
Tata Metaliks Limited
held on Monday the 2nd July, 2018 at "Kala Mandir",
48, Shakespeare Sarani,
Kolkata-700017.

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 to date, as well as e-voting / voting through ballot paper forms at the 28th Annual General Meeting of Tata Metaliks Limited held on Monday, July 2, 2018 at 3.00 p.m.

I, P. V. Subramanian, Practicing Company Secretary, had 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 date, to scrutinize voting on Resolutions proposed at the 28th Annual General Meeting ("AGM") of the Company held on Monday, July 2, 2018 at 3.00 p.m. by electronic means ("remote e-voting") in terms of the Notice dated April 26, 2018, along with statement setting out material facts under Section 102 of the Act, issued to the members.

I was also appointed as Scrutinizer to scrutinize the process of e-voting / voting through physical ballot forms at the venue of the AGM held on July 2, 2018.

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.

The Company had also provided facilities for e-voting & voting through physical ballot forms to those shareholders present at the venue of the AGM who had not cast their votes earlier through remote e-voting facility.

The shareholders of the Company holding shares as on the "cut-off" date of June 25, 2018 were entitled to vote on the resolutions as contained in the Notice of the AGM.

TATA METALIKS LTD. KOLKATA

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

The voting period for remote e-voting commenced on Friday, June 29, 2018 at 09.00 a.m. (IST) and ended on Sunday, July 01, 2018 at 05.00 p.m. (IST) and the NSDL e-voting platform was blocked thereafter.

After the closure of the e-voting at the AGM, the report on voting done at the meeting was generated in my presence and the voting was diligently scrutinized. No votes were cast through physical ballot forms at the AGM venue.

The votes cast under remote e-voting facility were thereafter unblocked by me in the presence of two witnesses who were not in the employment of the Company and, after the conclusion of the voting at the AGM, the votes cast there under were counted.

I have scrutinized and reviewed the e-voting as well as voting through ballot forms at the venue of the meeting and the remote e-voting conducted based on the data downloaded from the NSDL system.

I now submit my consolidated Report as under on the result of the remote e-voting and voting at the meeting in respect of the said Resolutions.

Resolution 1: Ordinary Resolution:
Adoption of the Audited Financial Statements of the Company for the Financial Year ended 31 March 2018 and 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
126	14475326	99.9998

(ii) Voted against the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
3	32	0.0002

(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

TATA METALIKS LTD. KOLKATA

Resolution 2: Ordinary Resolution:
Declaration of dividend of Rs.3.00 per Equity Share of Rs.10/- each for the Financial Year 2017-18.

(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
127	15165527	99.9998

(ii) Voted against the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
3	32	0.0002

(iii) Invalid votes:

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

Resolution 3: Ordinary Resolution:
Re-appointment of Mr Koushik Chatterjee (DIN: 00004989) as a Director 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
117	15104246	99.5957

(ii) Voted against the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
13	61313	0.4043

(iii) Invalid votes:

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

***Resolution 4: Ordinary Resolution:**
Ratification of appointment of Messrs Price Waterhouse & Co Chartered Accountants LLP (Firm Registration No: 304026E/E300009) as Statutory Auditors of the Company.

***(Please see NOTE below).**

(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
113	14795692	97.5618

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(ii) Voted against the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
16	369767	2.4382

(iii) Invalid votes:

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

NOTE:- The first proviso to section 139(1) of the Companies Act, 2013 requiring ratification by members to the appointment of statutory auditors at every intervening Annual General Meeting ('AGM') has been done away with vide notification of commencement of section 40 of the Companies (Amendment) Act, 2017. However the coming into effect of this particular amendment was notified by MCA on 7 May 2018, i.e. after issuance of the Notice of this AGM. Accordingly, the Chairman declared at the meeting that the Votes cast in respect of the Ordinary Resolution No.4 would not be considered for counting by the scrutinizer as the statutory auditors, regardless the result of voting on this resolution, automatically continue to hold office for the rest of their tenure as per their appointment made in the last AGM, i.e. till conclusion of the 32nd AGM of the Company to be held in the year 2022.

Resolution 5: Ordinary Resolution:
Approval for Related Party Transactions with T S Global Procurement Company Pte. Ltd. for purchase of Coking Coal for the financial year 2018-19.

(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
123	2497933	99.9986

(i) Voted against the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
5	36	0.0014

(ii) Invalid votes:

Number of members whose votes were declared invalid	Number of votes cast by them
2	12667590

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Resolution 6: Ordinary Resolution:
Approval for Related Party Transactions with Tata Steel Ltd. for purchase of Coal/Coke for the financial year 2018-19.

(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
123	2497933	99.9986

(iii) Voted against the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
5	36	0.0014

(iv) Invalid votes:

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

Resolution 7: Ordinary Resolution:
Approval for Related Party Transactions with Tata Steel Ltd. for purchase of iron ore lumps, fines and related items for the financial year 2018-19.

(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
124	2497962	99.9997

(ii) Voted against the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
4	7	0.0003

(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 ★ 81/1, Regent Estate, Kolkata-92

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Resolution 8: Ordinary Resolution:
Ratification of remuneration payable to Cost Auditors for the year ending 31 March, 2019.

(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
125	15165480	99.9995

(ii) Voted against the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
5	83	0.0005

(iii) Invalid votes:

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

Pursuant to Regulation 23(7) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, I have ensured that the votes, if any, cast by entities falling under the definition of "related party" as defined by Regulation 2(1)(zb) of the above mentioned Regulations have not been considered for counting in respect of Resolution Nos.5,6,&7 stated above.

Based on the aforesaid results, I report that, except resolution no.4 (the voting result of which had become irrelevant as on the date of this AGM for reasons stated in the NOTE under the relevant paragraph hereinabove), all the other resolutions, i.e. resolution nos. 1,2,3,5,6,7&8 stand passed with requisite majority.

P. V. SUBRAMANIAN ★ 8/1/8, Regent Estate, Kolkata-92 ★ Company Secretary C.P.-2077

P V Subramanian.

Place : Kolkata

Dated: July 3, 2018.

(P V SUBRAMANIAN)
Company Secretary in Whole-time Practice
ACS:4585/C.P.No.: 2077

TATA METALIKS LTD. ★ KOLKATA ★