TSIL/SE/2017-18/19

August 05, 2017

Dy. General Manager
BSE Limited
Corporate Relationship Department
P. J. Towers
Dalal Street
Mumbai – 400 001

The Manager
Listing Department
National Stock Exchange of India Ltd.
Exchange Plaza (5th Floor)
C/1, Block G
Bandra-Kurla Complex
Bandra (E)
Mumbai – 400 051

Dear Sir/ Madam,

**Sub: Proceedings and details of voting results of the 34th Annual General Meeting of Tata Sponge Iron Limited ("the Company").**

Pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed the details regarding the proceedings of the 34th Annual General Meeting (AGM) of the Company held on Friday, August 04, 2017 at 10.00 a.m. at Lake View Officers' Recreation Centre, TSIL Township, Joda, Dist- Keonjhar, Odisha- 758034.

Further, pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are submitting herewith the details regarding the voting results of the business transacted at the AGM in the prescribed format.

We are also enclosing the consolidated report of the Scrutinizer on e-voting and voting through ballot form at the AGM.

The Voting Results along with the Scrutinizer's Report will be made available on the Company's website at www.tatasponge.com.

This is for your information and record.

Thanking you,

**Yours faithfully,**
For **Tata Sponge Iron Limited**

**Sanjay Kasture**
**Company Secretary**

Encl: As above

## A. DETAILS OF THE PROCEEDINGS OF THE MEETING

| Sl. No. | Particulars | Details |
|---|---|---|
| 1 | Date of the AGM | Friday, August 04, 2017 |
| 2 | Total number of shareholders as on record date (As of cut-off date i.e. Friday, July 28, 2017) | 35,122 |
| 3 | No. of Shareholders present in the meeting either in person or through proxy:<br><br>Promoters and promoter Group:<br><br>Public: | <br><br><br>1<br><br>46 |
| 4 | No. of shareholders attended the meeting through Video Conferencing:<br><br>Promoters and Promoter Group:<br><br>Public: | <br><br>Not applicable |




**TATA SPONGE IRON LIMITED**
PO Joda Dist Keonjhar Odisha 758 034 India
Tel +91 6767 278178 Fax 278159 Email info@tatasponge.com
CIN No. L27102OR1982PLC001091

## B. RESULTS OF THE MEETING

| Sl No. | Agenda Items | Resolution required (Ordinary/ Special) | Mode of Voting | Remarks |
|---|---|---|---|---|
| 1 | To receive, consider and adopt the:<br>a. Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2017, together with the Reports of the Board of Directors and the Auditors thereon; and<br>b. Audited Consolidated Financial statements of the Company for the financial year ended March 31, 2017, together with the Reports of the Auditors thereon | Ordinary | E-voting and Ballot Form at the AGM | The resolution was passed with requisite majority. |
| 2 | Declaration of dividend of Rs. 11/- per Equity Share of Rs. 10 each for the Financial Year 2016-17 | Ordinary | E-voting and Ballot Form at the AGM | The resolution was passed with requisite majority. |
| 3 | Appointment of Mrs. Meena Lall (DIN: 05133322) who retires by rotation and is eligible for re-appointment | Ordinary | E-voting and Ballot Form at the AGM | The resolution was passed with requisite majority. |
| 4 | Appointment of Statutory Auditors | Ordinary | E-voting and Ballot Form at the AGM | The resolution was passed with requisite majority. |
| 5 | Ratification of Cost Auditors' remuneration | Ordinary | E-voting and Ballot Form at the AGM | The resolution was passed with requisite majority. |
| 6 | Approval of Material Related Party Transactions | Ordinary | E-voting and Ballot Form at the AGM | The resolution was passed with requisite majority. |
| 7 | Appointment of Mr. Sanjay Kumar Pattnaik (DIN: 00256832) as a Managing Director of the Company | Ordinary | E-voting and Ballot Form at the AGM | The resolution was passed with requisite majority. |

The resolution-wise voting results are enclosed in the prescribed format.

TATA SPONGE IRON LTD.

**TATA SPONGE IRON LIMITED**
PO Joda Dist Keonjhar Odisha 758 034 India
Tel +91 6767 278178 Fax 278159 Email info@tatasponge.com
CIN No. L27102OR1982PLC001091

| TATA SPONGE IRON LIMITED | | | | | | | | | | | |
|---|---|---|---|---|---|---|---|---|---|---|---|
| Resolution (1) | | | | | | | | | | | |
| Resolution required: (Ordinary / Special) | | | | ORDINARY | | | | | | | |
| Whether promoter/ promoter group are interested in the agenda/resolution? | | | | NO | | | | | | | |
| Adoption of financial statements for the year ended March 31, 2017, together with Auditors Report and Directors Report. | | | | | | | | | | | |
| | Promoter/Public | Mode of Voting | Total 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 | Invalid Votes | % of Votes invalid on votes polled |
| | | | [1] | [2] | [3]=[(2)/(1)] *100 | [4] | [5] | [6]=[(4)/(2)] *100 | [7]=[(5)/(2)] *100 | [8] | [9]=[(8)/(2)] *100 |
| 1 | Promoter and Promoter Group | E-Voting | 8393554 | 8393554 | 100.00 | 8393554 | 0 | 100.00 | 0.00 | 0 | 0.00 |
| | | Poll | | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 | 0 | 0.00 |
| | | Postal Ballot (if applicable) | | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 | 0 | 0.00 |
| | | Total | | 8393554 | 100.00 | 8393554 | 0 | 100.00 | 0.00 | 0 | 0.00 |
| 2 | Public - Institutional holders | E-Voting | 1168608 | 1035799 | 88.64 | 1035799 | 0 | 100.00 | 0.00 | 0 | 0.00 |
| | | Poll | | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 | 0 | 0.00 |
| | | Postal Ballot (if applicable) | | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 | 0 | 0.00 |
| | | Total | | 1035799 | 88.64 | 1035799 | 0 | 100.00 | 0.00 | 0 | 0.00 |
| 3 | Public-Others | E-Voting | 5837838 | 6195 | 0.11 | 5985 | 210 | 96.61 | 3.39 | 0 | 0.00 |
| | | Poll | | 1985 | 0.03 | 1985 | 0 | 100.00 | 0.00 | 0 | 0.00 |
| | | Postal Ballot (if applicable) | | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 | 0 | 0.00 |
| | | Total | | 8180 | 0.14 | 7970 | 210 | 97.43 | 2.57 | 0 | 0.00 |
| | Total | E-Voting | 15400000 | 9435548 | 61.27 | 9435338 | 210 | 100.00 | 0.00 | 0 | 0.00 |
| | | Poll | | 1985 | 0.01 | 1985 | 0 | 100.00 | 0.00 | 0 | 0.00 |
| | | Postal Ballot (if applicable) | | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 | 0 | 0.00 |
| | | **Total** | **15400000** | **9437533** | **61.28** | **9437323** | **210** | **100.00** | **0.00** | **0** | **0.00** |



| TATA SPONGE IRON LIMITED | | | | | | | | | | | |
|---|---|---|---|---|---|---|---|---|---|---|---|
| Resolution (2) | | | | | | | | | | | |
| Resolution required: (Ordinary / Special) | | | | ORDINARY | | | | | | | |
| Whether promoter/ promoter group are interested in the agenda/resolution? | | | | NO | | | | | | | |
| Declaration of dividend for the financial year 2016-17. | | | | | | | | | | | |
| | Promoter/Public | Mode of Voting | Total 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 | Invalid Votes | % of Votes invalid on votes polled |
| | | | [1] | [2] | [3]=[(2)/(1)] *100 | [4] | [5] | [6]=[(4)/(2)] *100 | [7]=[(5)/ (2)]*100 | [8] | [9]=[(8)/ (2)]*100 |
| 1 | Promoter and Promoter Group | E-Voting | 8393554 | 8393554 | 100.00 | 8393554 | 0 | 100.00 | 0.00 | 0 | 0.00 |
| | | Poll | | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 | 0 | 0.00 |
| | | Postal Ballot (if applicable) | | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 | 0 | 0.00 |
| | | Total | | 8393554 | 100.00 | 8393554 | 0 | 100.00 | 0.00 | 0 | 0.00 |
| 2 | Public - Institutional holders | E-Voting | 1168608 | 1062562 | 90.93 | 1062562 | 0 | 100.00 | 0.00 | 0 | 0.00 |
| | | Poll | | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 | 0 | 0.00 |
| | | Postal Ballot (if applicable) | | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 | 0 | 0.00 |
| | | Total | | 1062562 | 90.93 | 1062562 | 0 | 100.00 | 0.00 | 0 | 0.00 |
| 3 | Public-Others | E-Voting | 5837838 | 6219 | 0.11 | 6189 | 30 | 99.52 | 0.48 | 0 | 0.00 |
| | | Poll | | 1985 | 0.03 | 1985 | 0 | 100.00 | 0.00 | 0 | 0.00 |
| | | Postal Ballot (if applicable) | | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 | 0 | 0.00 |
| | | Total | | 8204 | 0.14 | 8174 | 30 | 99.63 | 0.37 | 0 | 0.00 |
| | Total | E-Voting | | 9462335 | 61.44 | 9462305 | 30 | 100.00 | 0.00 | 0 | 0.00 |
| | | Poll | | 1985 | 0.01 | 1985 | 0 | 100.00 | 0.00 | 0 | 0.00 |
| | | Postal Ballot (if applicable) | | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 | 0 | 0.00 |
| | | **Total** | **15400000** | **9464320** | **61.46** | **9464290** | **30** | **100.00** | **0.00** | **0** | **0.00** |



| TATA SPONGE IRON LIMITED | | | | | | | | | | | |
|---|---|---|---|---|---|---|---|---|---|---|---|
| Resolution (3) | | | | | | | | | | | |
| Resolution required: (Ordinary / Special) | | | | ORDINARY | | | | | | | |
| Whether promoter/ promoter group are interested in the agenda/resolution? | | | | NO | | | | | | | |
| Appointment of Director in place of Mrs. Meena Lall, (DIN: 05133322) who retires by rotation and being eligible, seeks re-appointment. | | | | | | | | | | | |
| | Promoter/Public | Mode of Voting | Total 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 | Invalid Votes | % of Votes invalid on votes polled |
| | | | [1] | [2] | [3]=[(2)/(1)]*100 | [4] | [5] | [6]=[(4)/(2)]*100 | [7]=[(5)/(2)]*100 | [8] | [9]=[(8)/(2)]*100 |
| 1 | Promoter and Promoter Group | E-Voting | | 8393554 | 100.00 | 8393554 | 0 | 100.00 | 0.00 | 0 | 0.00 |
| | | Poll | | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 | 0 | 0.00 |
| | | Postal Ballot (if applicable) | | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 | 0 | 0.00 |
| | | Total | 8393554 | 8393554 | 100.00 | 8393554 | 0 | 100.00 | 0.00 | 0 | 0.00 |
| 2 | Public - Institutional holders | E-Voting | | 1062562 | 90.93 | 1018797 | 43765 | 95.88 | 4.12 | 0 | 0.00 |
| | | Poll | | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 | 0 | 0.00 |
| | | Postal Ballot (if applicable) | | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 | 0 | 0.00 |
| | | Total | 1168608 | 1062562 | 90.93 | 1018797 | 43765 | 95.88 | 4.12 | 0 | 0.00 |
| 3 | Public-Others | E-Voting | | 6205 | 0.11 | 3819 | 2386 | 61.55 | 38.45 | 0 | 0.00 |
| | | Poll | | 1985 | 0.03 | 1985 | 0 | 100.00 | 0.00 | 0 | 0.00 |
| | | Postal Ballot (if applicable) | | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 | 0 | 0.00 |
| | | Total | 5837838 | 8190 | 0.14 | 5804 | 2386 | 70.87 | 29.13 | 0 | 0.00 |
| | Total | E-Voting | | 9462321 | 61.44 | 9416170 | 46151 | 99.51 | 0.49 | 0 | 0.00 |
| | | Poll | | 1985 | 0.01 | 1985 | 0 | 100.00 | 0.00 | 0 | 0.00 |
| | | Postal Ballot (if applicable) | | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 | 0 | 0.00 |
| | | **Total** | **15400000** | **9464306** | **61.46** | **9418155** | **46151** | **99.51** | **0.49** | **0** | **0.00** |



| TATA SPONGE IRON LIMITED | | | | | | | | | | | | |
|---|---|---|---|---|---|---|---|---|---|---|---|---|
| Resolution (4) | | | | | | | | | | | | |
| Resolution required: (Ordinary / Special) | | | | | ORDINARY | | | | | | | |
| Whether promoter/ promoter group are interested in the agenda/resolution? | | | | | NO | | | | | | | |
| Appointment of Messrs Price Waterhouse & Co. Chartered Accountants LLP (Firm Registration No: 304026E/E300009) as Statutory Auditors of the Company. | | | | | | | | | | | | |
| | Promoter/Public | Mode of Voting | Total 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 | Invalid Votes | % of Votes invalid on votes polled |
| | | | [1] | [2] | [3]=[(2)/(1)]*100 | [4] | [5] | [6]=[(4)/(2)]*100 | [7]=[(5)/(2)]*100 | [8] | [9]=[(8)/(2)]*100 |
| 1 | Promoter and Promoter Group | E-Voting | 8393554 | 8393554 | 100.00 | 8393554 | 0 | 100.00 | 0.00 | 0 | 0.00 |
| | | Poll | | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 | 0 | 0.00 |
| | | Postal Ballot (if applicable) | | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 | 0 | 0.00 |
| | | Total | 8393554 | 8393554 | 100.00 | 8393554 | 0 | 100.00 | 0.00 | 0 | 0.00 |
| 2 | Public - Institutional holders | E-Voting | 1168608 | 1062562 | 90.93 | 1062562 | 0 | 100.00 | 0.00 | 0 | 0.00 |
| | | Poll | | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 | 0 | 0.00 |
| | | Postal Ballot (if applicable) | | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 | 0 | 0.00 |
| | | Total | | 1062562 | 90.93 | 1062562 | 0 | 100.00 | 0.00 | 0 | 0.00 |
| 3 | Public-Others | E-Voting | 5837838 | 6219 | 0.11 | 5089 | 1130 | 81.83 | 18.17 | 0 | 0.00 |
| | | Poll | | 1985 | 0.03 | 1985 | 0 | 100.00 | 0.00 | 0 | 0.00 |
| | | Postal Ballot (if applicable) | | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 | 0 | 0.00 |
| | | Total | | 8204 | 0.14 | 7074 | 1130 | 86.23 | 13.77 | 0 | 0.00 |
| | Total | E-Voting | 15400000 | 9462335 | 61.44 | 9461205 | 1130 | 99.99 | 0.01 | 0 | 0.00 |
| | | Poll | | 1985 | 0.01 | 1985 | 0 | 100.00 | 0.00 | 0 | 0.00 |
| | | Postal Ballot (if applicable) | | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 | 0 | 0.00 |
| | | **Total** | **15400000** | **9464320** | **61.46** | **9463190** | **1130** | **99.99** | **0.01** | **0** | **0.00** |



| TATA SPONGE IRON LIMITED | | | | | | | | | | |
|---|---|---|---|---|---|---|---|---|---|---|
| Resolution (5) | | | | | | | | | | |
| Resolution required: (Ordinary / Special) | | | ORDINARY | | | | | | | |
| Whether promoter/ promoter group are interested in the agenda/resolution? | | | NO | | | | | | | |
| Ratification of the remuneration of Messrs Shome & Banerjee, Cost Auditors of the Company. | | | | | | | | | | |
| Promoter/Public | Mode of Voting | Total 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 | Invalid Votes | % of Votes invalid on votes polled |
| | | [1] | [2] | [3]=[(2)/(1)]*100 | [4] | [5] | [6]=[(4)/(2)]*100 | [7]=[(5)/(2)]*100 | [8] | [9]=[(8)/(2)]*100 |
| Promoter and Promoter Group | E-Voting | 8393554 | 8393554 | 100.00 | 8393554 | 0 | 100.00 | 0.00 | 0 | 0.00 |
| | Poll | | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 | 0 | 0.00 |
| | Postal Ballot (if applicable) | | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 | 0 | 0.00 |
| | Total | | 8393554 | 100.00 | 8393554 | 0 | 100.00 | 0.00 | 0 | 0.00 |
| Public - Institutional holders | E-Voting | 1168608 | 1062562 | 90.93 | 1062562 | 0 | 100.00 | 0.00 | 0 | 0.00 |
| | Poll | | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 | 0 | 0.00 |
| | Postal Ballot (if applicable) | | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 | 0 | 0.00 |
| | Total | | 1062562 | 90.93 | 1062562 | 0 | 100.00 | 0.00 | 0 | 0.00 |
| Public-Others | E-Voting | 5837838 | 6205 | 0.11 | 3929 | 2276 | 63.32 | 36.68 | 0 | 0.00 |
| | Poll | | 1985 | 0.03 | 1985 | 0 | 100.00 | 0.00 | 0 | 0.00 |
| | Postal Ballot (if applicable) | | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 | 0 | 0.00 |
| | Total | | 8190 | 0.14 | 5914 | 2276 | 72.21 | 27.79 | 0 | 0.00 |
| Total | E-Voting | 15400000 | 9462321 | 61.44 | 9460045 | 2276 | 99.98 | 0.02 | 0 | 0.00 |
| | Poll | | 1985 | 0.01 | 1985 | 0 | 100.00 | 0.00 | 0 | 0.00 |
| | Postal Ballot (if applicable) | | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 | 0 | 0.00 |
| | **Total** | **15400000** | **9464306** | **61.46** | **9462030** | **2276** | **99.98** | **0.02** | **0** | **0.00** |



| TATA SPONGE IRON LIMITED | | | | | | | | | | | |
|---|---|---|---|---|---|---|---|---|---|---|---|
| Resolution (6) | | | | | | | | | | | |
| Resolution required: (Ordinary / Special) | | | ORDINARY | | | | | | | | |
| Whether promoter/ promoter group are interested in the agenda/resolution? | | | YES | | | | | | | | |
| Approval of Material Related Party Transactions. | | | | | | | | | | | |
| | Promoter/Public | Mode of Voting | Total 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 | Invalid Votes | % of Votes invalid on votes polled |
| | | | [1] | [2] | [3]=[(2)/(1)]*100 | [4] | [5] | [6]=[(4)/(2)]*100 | [7]=[(5)/(2)]*100 | [8] | [9]=[(8)/(2)]*100 |
| 1 | Promoter and Promoter Group | E-Voting | | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 | 0 | 0.00 |
| | | Poll | | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 | 0 | 0.00 |
| | | Postal Ballot (if applicable) | | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 | 0 | 0.00 |
| | | Total | 8393554 | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 | 0 | 0.00 |
| 2 | Public - Institutional holders | E-Voting | | 1062562 | 90.93 | 1062562 | 0 | 100.00 | 0.00 | 0 | 0.00 |
| | | Poll | | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 | 0 | 0.00 |
| | | Postal Ballot (if applicable) | | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 | 0 | 0.00 |
| | | Total | 1168608 | 1062562 | 90.93 | 1062562 | 0 | 100.00 | 0.00 | 0 | 0.00 |
| 3 | Public-Others | E-Voting | | 6094 | 0.10 | 3703 | 2391 | 60.76 | 39.24 | 0 | 0.00 |
| | | Poll | | 1985 | 0.03 | 1985 | 0 | 100.00 | 0.00 | 0 | 0.00 |
| | | Postal Ballot (if applicable) | | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 | 0 | 0.00 |
| | | Total | 5837838 | 8079 | 0.14 | 5688 | 2391 | 70.40 | 29.60 | 0 | 0.00 |
| | Total | E-Voting | | 1068656 | 6.94 | 1066265 | 2391 | 99.78 | 0.22 | 0 | 0.00 |
| | | Poll | | 1985 | 0.01 | 1985 | 0 | 100.00 | 0.00 | 0 | 0.00 |
| | | Postal Ballot (if applicable) | | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 | 0 | 0.00 |
| | | **Total** | **15400000** | **1070641** | **6.95** | **1068250** | **2391** | **99.78** | **0.22** | **0** | **0.00** |



| TATA SPONGE IRON LIMITED | | | | | | | | | | | |
|---|---|---|---|---|---|---|---|---|---|---|---|
| Resolution (7) | | | | | | | | | | | |
| Resolution required: (Ordinary / Special) | | | | ORDINARY | | | | | | | |
| Whether promoter/ promoter group are interested in the | | | | NO | | | | | | | |
| Appointment of Mr. Sanjay Kumar Pattnaik, (DIN: 00256832) as Managing Director of the Company. | | | | | | | | | | | |
| | Promoter/Public | Mode of Voting | Total 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 | Invalid Votes | % of Votes invalid on votes polled |
| | | | [1] | [2] | [3]=[(2)/(1)]*100 | [4] | [5] | [6]=[(4)/(2)]*100 | [7]=[(5)/(2)]*100 | [8] | [9]=[(8)/(2)]*100 |
| 1 | Promoter and Promoter Group | E-Voting | 8393554 | 8393554 | 100.00 | 8393554 | 0 | 100.00 | 0.00 | 0 | 0.00 |
| | | Poll | | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 | 0 | 0.00 |
| | | Postal Ballot (if applicable) | | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 | 0 | 0.00 |
| | | Total | 8393554 | 8393554 | 100.00 | 8393554 | 0 | 100.00 | 0.00 | 0 | 0.00 |
| 2 | Public - Institutional holders | E-Voting | 1168608 | 1062562 | 90.93 | 1062562 | 0 | 100.00 | 0.00 | 0 | 0.00 |
| | | Poll | | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 | 0 | 0.00 |
| | | Postal Ballot (if applicable) | | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 | 0 | 0.00 |
| | | Total | 1168608 | 1062562 | 90.93 | 1062562 | 0 | 100.00 | 0.00 | 0 | 0.00 |
| 3 | Public-Others | E-Voting | 5837838 | 6285 | 0.11 | 3955 | 2330 | 62.93 | 37.07 | 0 | 0.00 |
| | | Poll | | 1985 | 0.03 | 1985 | 0 | 100.00 | 0.00 | 0 | 0.00 |
| | | Postal Ballot (if applicable) | | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 | 0 | 0.00 |
| | | Total | 5837838 | 8270 | 0.14 | 5940 | 2330 | 71.83 | 28.17 | 0 | 0.00 |
| | Total | E-Voting | 15400000 | 9462401 | 61.44 | 9460071 | 2330 | 99.98 | 0.02 | 0 | 0.00 |
| | | Poll | | 1985 | 0.01 | 1985 | 0 | 100.00 | 0.00 | 0 | 0.00 |
| | | Postal Ballot (if applicable) | | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 | 0 | 0.00 |
| | | **Total** | **15400000** | **9464386** | **61.46** | **9462056** | **2330** | **99.98** | **0.02** | **0** | **0.00** |



**MANJARI SINHA**
*Practicing Company Secretary*
*B.com(Hons), ACS*

**Jamshedpur Office-** Dream Heights, 2nd Floor, Near Chinmayah Vidyalaya, South park, Bistupur, Jamshedpur-831001, Jharkhand.
**Kolkata Office** –2A, G.C. Avenue, Bentinck Street, Room No-8A, Ninth Floor, Commerce House, Kolkata-700013, West Bengal.
**PHONE :** (91) (657) 2320342(O), (033) 40633220 (O), Cell-08986816447 (Jharkahnd),
*E_mail – manakh25@gmail.com;*

To,
The Chairman,
Tata Sponge Iron Limited,
Joda, Keonjhar,
Odisha-758 034.

Dear Sir,

**Sub: Consolidated Scrutinizer's Report on e-voting/physical ballot 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, and voting at the 34th Annual General Meeting ("AGM") of Tata Sponge Iron Limited held on Friday, August 04, 2017 at 10.00 a.m.**

I, Manjari Sinha, Practicing Company Secretary, had been appointed as the Scrutinizer by the Board of Directors of Tata Iron Sponge 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, conduct the e-voting process and to scrutinize the physical ballot forms received from Shareholders in respect of the below mentioned resolutions passed at the 34th Annual General Meeting (AGM) of Tata Sponge Iron Limited held on Friday, August 04, 2017 at 10.00 a.m.

I was also appointed as Scrutinizer to scrutinize the voting process at the said AGM held on August 04, 2017.

The Notice dated 06th June, 2017 along with statement setting out material facts under Section 102 of the Act were sent to the Shareholders in respect of the below mentioned resolutions passed at the AGM of the Company.

The Company had availed the e-voting facility offered by National Securities Depository Limited (NSDL) for conducting e-voting by the shareholders of the Company.

The Company had also provided voting facility to the shareholders present at the AGM and who had not cast their vote earlier through e-voting facility.

The shareholders of the Company holding shares on the "cut-off" date of 28th July, 2017 were entitled to vote on the resolutions as contained in the Notice of the AGM.

MANJARI SINHA * JAMSHEDPUR * COMPANY SECRETARY

The voting period for e-voting commenced on 1st August, 2017 (Tuesday) at 9.00 a.m. and ended on 3rd August, 2017 (Thursday) at 5.00 p.m. and the NSDL e-voting platform was blocked thereafter.

After the closure of the voting at the AGM, the report on voting done at the meeting was generated in my presence and the same was diligently scrutinized.

The votes cast under e-voting facility were thereafter unblocked 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 and votes tendered therein based on the data downloaded from the National Securities Depository Limited (NSDL) e-voting system and voting through ballot paper at the AGM.

I now submit my consolidated Report as under on the result of the e-voting and voting through ballot paper at the AGM in respect of the said Resolutions.

**Resolution 1: Ordinary Resolution**

**To receive, consider and adopt:**

a. The Audited Financial Statements of the Company for the financial year ended March 31, 2017, together with the Reports of the Board of Directors and the Auditors thereon; and

b. The Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2017, together with the Report of the Auditors thereon.

(i) Voted in favour of the resolution :

| Number of members voted | Number of votes cast by them | % of total number of valid votes cast |
|---|---|---|
| 96 | 9437323 | 99.9978 |

(ii) Voted against the resolution:

| Number of members voted | Number of votes cast by them | % of total number of valid votes cast |
|---|---|---|
| 2 | 210 | .0022 |

MANJARI SINHA * 9724 * JAMSHEDPUR * COMPANY SECRETARY

(iii) Invalid votes:

| Number of members whose votes were declared invalid | Number of votes cast by them |
|---|---|
| 0 | 0 |

**Resolution 2: Ordinary Resolution**

**Declaration of dividend of Rs.11/- per Equity share of Rs. 10/- each for Financial Year 2016-17.**

(i) Voted in favour of the resolution :

| Number of members voted | Number of votes cast by them | % of total number of valid votes cast |
|---|---|---|
| 99 | 9464290 | 99.9997 |

(ii) Voted against the resolution:

| Number of members voted | Number of votes cast by them | % of total number of valid votes cast |
|---|---|---|
| 2 | 30 | .0003 |

(iii) Invalid votes:

| Number of members whose votes were declared invalid | Number of votes cast by them |
|---|---|
| 0 | 0 |

**Resolution 3: Ordinary Resolution**

**To appoint Mrs. Meena Lall (DIN: 05133322) as a Director liable to retire by rotation and is eligible for reappointment**

(i) Voted in favour of the resolution :

| Number of members voted | Number of votes cast by them | % of total number of valid votes cast |
|---|---|---|
| 92 | 9418155 | 99.5124 |

MANJARI SINHA * COMPANY SECRETARY * JAMSHEDPUR

(ii) Voted against the resolution:

| Number of members voted | Number of votes cast by them | % of total number of valid votes cast |
|---|---|---|
| 8 | 46151 | .4876 |

(iii) Invalid votes:

| Number of members whose votes were declared invalid | Number of votes cast by them |
|---|---|
| 0 | 0 |

**Resolution 4: Ordinary Resolution**

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

(i) Voted in favour of the resolution :

| Number of members voted | Number of votes cast by them | % of total number of valid votes cast |
|---|---|---|
| 96 | 9463190 | 99.9881 |

(ii) Voted against the resolution:

| Number of members voted | Number of votes cast by them | % of total number of valid votes cast |
|---|---|---|
| 5 | 1130 | 0.0119 |

(iii) Invalid votes:

| Number of members whose votes were declared invalid | Number of votes cast by them |
|---|---|
| 0 | 0 |

**Resolution 5: Ordinary Resolution**

**Ratification of Cost Auditors' remuneration**

MANJARI SINHA * CP 4724 JAMSHEDPUR * COMPANY SECRETARY

(i) Voted in favour of the resolution :

| Number of members voted | Number of votes cast by them | % of total number of valid votes cast |
|---|---|---|
| 92 | 9462030 | 99.9760 |

(ii) Voted against the resolution:

| Number of members voted | Number of votes cast by them | % of total number of valid votes cast |
|---|---|---|
| 8 | 2276 | 0.0240 |

(iii) Invalid votes:

| Number of members whose votes were declared invalid | Number of votes cast by them |
|---|---|
| 0 | 0 |

**Resolution 6: Ordinary Resolution**

**Approval of Material Related Party Transactions:**

(i) Voted in favour of the resolution :

| Number of members voted | Number of votes cast by them | % of total number of valid votes cast |
|---|---|---|
| 86 | 1068250 | 99.7767 |

(ii) Voted against the resolution:

| Number of members voted | Number of votes cast by them | % of total number of valid votes cast |
|---|---|---|
| 9 | 2391 | 0.2233 |

(iii) Invalid votes:

| Number of members whose votes were declared invalid | Number of votes cast by them |
|---|---|
| 0 | 0 |

MANJARI SINHA
JAMSHEDPUR
COMPANY SECRETARY

**Resolution 7: Ordinary Resolution**

**Appointment of Mr. Sanjay Kumar Pattnaik as Managing Director:**

(i) Voted in favour of the resolution :

| Number of members voted | Number of votes cast by them | % of total number of valid votes cast |
|---|---|---|
| 95 | 9462056 | 99.9754 |

(ii) Voted against the resolution:

| Number of members voted | Number of votes cast by them | % of total number of valid votes cast |
|---|---|---|
| 5 | 2330 | 0.0246 |

(iii) Invalid votes:

| Number of members whose votes were declared invalid | Number of votes cast by them |
|---|---|
| 0 | 0 |

*Accordingly, all the resolutions stand passed with requisite majority.*

Thanking You,

Manjari Sinha 05.08.2017

**Manjari Sinha**
Practicing Company Secretary,
ACS-26617, CP-9724,
Dream Heights, Flat Number-03,
2nd Floor, South Park,
Bistupur, Jamshedpur-831001.

Manjari Sinha
B. Com. (Hons.), ACS
Company Secretary in Practice
C. P. No.- 9724