

Uttam Value Steels Limited

Registered Office : Uttam House, 69, P. D' Mello Road, Mumbai - 400 009.
Tel. : +91-22-6656 3500 • Fax : +91-22-2348 5025
CIN No.: L27100MH1970PLC014621
Website : www.uttamvalue.com



24th August, 2015

To,
The Listing Manager,
National Stock Exchange of India Limited
Exchange Plaza, 5th Floor,
Plot No. C/1, G Block,
Bandra-Kurla Complex,
Bandra (East),
Mumbai - 400 051

Dear Sir/ Madam,

Please find enclosed herewith the combined result of Remote E-voting and Poll for the 45th Annual General Meeting of the Company held on 22nd August, 2015 at M. C Ghia Hall , 18/20, K. Dubhash Marg , Mumbai- 400 001 for the Resolutions passed by the members of the Company.

Thanking You,

Yours truly,

For Uttam Value Steels Limited

(Ram Gaud)

Sr. General Manager & Company Secretary



V. B. KONDALKAR & ASSOCIATES

Company Secretaries

202, Midas Enclave, A-Wing Dadiseth Agyari Road, Near Babulin Naka, Malad (West), Mumbai-400 064.
Tel. : 28806348 • Mobile : 9320028423 • e-mail : vbkondalkar@rediffmail.com

COMBINED SCRUTINIZER REPORT FOR THE E-VOTING AND POLL FOR THE 45th ANNUAL GENERAL MEETING OF THE UTTAM VALUE STEELS LIMITED

(Pursuant to Sections 108 and 109 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended)

To,
The Chairman
UTTAM VALUE STEELS LIMITED
4th Floor, Uttam House,
69, P. D. Mello Road, Mumbai - 400009

Sub: Passing of Resolution through Electronic and Poll conducted at the 45th Annual General Meeting of UTTAM VALUE STEELS LIMITED held on 22nd day of August, 2015.

Dear Sir,

I, Vijay Babaji Kondalkar, Practicing Company Secretary, the Scrutinizer appointed for the purpose of e-voting and poll taken on the below mentioned resolution(s), at the 45th Annual General Meeting of Members meeting of the Equity Shareholders of UTTAM VALUE STEELS LIMITED held on 22nd day of August, 2015 at M. C. Ghia Hall, 18/20, K. Dubhash Marg, Mumbai – 400000, hereby report the results of the E-voting and Poll exercised by the shareholders in respect of the resolutions mentioned in the Notice dated 29th May, 2015, which was dispatched to the Shareholders on 27th July, 2015. I submit my Report as under:

This report is for the following Resolutions:

1	Adoption of Audited Financial Statements for the year Financial ended 31st March, 2015
2	Re-appointment of Shri Rajinder Miglani (Din 00286788) who retire by rotation and being eligible offers himself for re-appointment.
3	Re-appointment of M/s. Tadarwal & Tadarwal Chartered Accountants as statutory Auditor and fixing their Remuneration
4	Appointment of Shri B L Khurana (Din 00671592) as Independent Director of the Company
5	Re -Appointment of Shri Ashok Tandon (Din 00841927) as a Whole – Time Director for period of three years
6	Approval for Related Party Transaction of the Company
7	Approval and adoption of Article of Association as per the Companies Act, 2013
8	Approval of the Remuneration of the Cost Auditor for the Financial Year ending 31st March, 2015

The Management of the Company is responsible to ensure the compliance with the requirement of the Companies Act, 2013 & Rules relating to e-voting and the Poll on the resolutions contained in the Notice to the 45th Annual General Meeting (AGM) of the members of the Company. My responsibility as a scrutinizer for the e-voting process and for the Poll at the AGM is restricted to make a Scrutinizer's report of the votes cast "in favour" or "against" and "invalid votes" based on the e-voting service provided by Central Depository Services Limited (CDSL) and by the Big Share Services Private Limited who are the Registrar and Share Transfer Agent of the Company.



I have issued scrutinizers reports in respect of the e-voting commence on 19th August 2015 at 10.00 a.m. and ended on, 21st August, 2015 at 5.00 p. m. and for poll dated 22nd August 2015 on resolution contained in the Notice of the Annual General Meeting. The result of E-voting and poll is annexed with this report as **Annexure**.

I SUBMIT MY REPORT AS UNDER:

1. As confirmed by the Company, the Company has completed the dispatch of Notice dated 29th May 2015 on 27th July, 2015, whose name(s) appeared on the Register of Members as on 17th July 2015.
2. The Company has issued a Public Advertisement for Notice to the Members of the Company in two Newspapers namely "Business Standard", an English Newspaper having Nationwide Circulation and "Mumbai Lakshdeep", Local circulating Marathi Newspaper on 27th July, 2015.
3. As per the record provided to me by the Company as on Cut-off date there were total 1,50,816 Shareholders of the Company, out of which the Company has sent Notice of the AGM by email 29,158 Shareholders and through Rivera Systems Courier Service to 1,21,681 Shareholders on 27th July, 2015 and among 29,158 Shareholders to whom mail was sent 7,293 Shareholder's mail were bounced so to them also Notices were sent through Rivera Systems Courier Service on 30th July 2015.
4. The Company has offered E-voting facility to all the Equity Shareholders who are the Shareholders as on the cut-off date 17th August, 2015 and had engaged the services of Central Depository Services (India) Limited (CDSL) to enable the shareholders of the Company to cast their votes.
5. The E-voting period commenced from, Wednesday, 19th August, 2015 at 10.00 a.m. and ended on Friday, 21st August, 2015 at 5.00 p.m.
6. The Votes cast through E-voting were unblocked on 22nd August, 2015 in the presence of 2 witnesses, Mr. Manish Gupta and Mr. Vaibhav Shirodkar, who are not in the employment of the Company.
7. There are 57 (Fifty Seven) Equity Shareholders holding 84,99,79,084 Equity Shares of the Company, who have participated in the E-voting process carried out by the Company.
8. Thereafter the details containing inter alia, list of Equity Share Holders, who voted "For", "Against" each of the resolutions that were put to vote, were generated from www.evotingindia.com and based on such report generated, the result of the E-voting has been prepared.
9. There are 77 (Seventy Seven) Equity Shareholders holding 23,130 Equity Shares of the Company who have participated though Poll at the aforesaid Annual General Meeting of the Company.
10. Thereafter the details containing inter alia, list of Equity Share Holders, who voted "For", "Against" each of the resolutions that were put to vote, were analyzed on the basis of Poll paper and based on such, the result of the Poll has been prepared.

All the Resolutions stands passed, under E-voting and Poll, with the requisite majority

I hereby confirm that I am maintaining the record received from the service provided, in respect of the



vote cast through e voting and poll by the Equity Shareholders of the Company.

I hereby also declare that along with this I have handed over to Mr. Ram Gaud, Company Secretary of the Company, a Compact Disc (CD) containing the list of Equity Shareholders who voted "For" "Against" and those whose votes were declared invalid for each resolution is enclosed. According to my observations, the process of E-voting and poll has been conducted in a fair and transparent manner.

Thanking You,
Yours Faithfully,

For V. B. Kondalkar and Associates
Company Secretaries

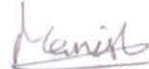



Vijay B. Kondalkar
Company Secretary in Practice
Membership No. 15697, CP No. 4597

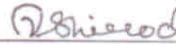
V. B. KONDALKAR
Company Secretary
ACS-15697, CP-4597

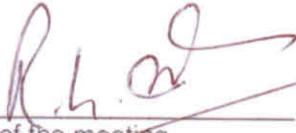
Place: Mumbai
Date: 24-08-2015

Witness 1: Mr. Manish Gupta



Witness 2: Mr. Vaibhav Shirodkar



Signature: 
By Chairman of the meeting

V. B. KONDALKAR & ASSOCIATES

Company Secretaries

202, Midas Enclave, A-Wing Dadiseth Agyari Road, Near Babulin Naka, Malad (West), Mumbai-400 064.
Tel. : 28806348 • Mobile : 9320028423 • e-mail : vbkondalkar@rediffmail.com

FORM No. MGT-13

Report of Scrutinizer(s)

(Pursuant to rule section 109 of the Companies Act, 2013 and rule 21(2) of the Companies (Management and Administration) Rules, 2014]

To,

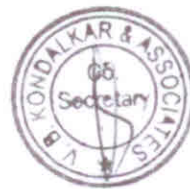
The Chairman of 45th Annual General Meeting of Members of
UTTAM VALUE STEELS LIMITED

4th Floor, Uttam House,
69, P. D. Mello Road, Mumbai – 400009
Held on 22nd August, 2015 at 11.00 a.m

Dear Sir,

I, Vijay B. Kondalkar, a Company Secretary in Practice appointed as Scrutinizer for the purpose of the poll taken on the below mentioned resolution(s), at the 45th Annual General Meeting of Members meeting of the Equity Shareholders of **UTTAM VALUE STEELS LIMITED** held on 22nd day of August, 2015 at M. C. Ghia Hall, 18/20, K. Dubhash Marg, Mumbai – 400001, submit our report as under:

1. After the time fixed for closing of the poll by Mr. Rajinder Miglani, Chairman of the Meeting, ballot boxes kept for polling were locked in my presence with due identification marks placed by me.
2. The locked ballot boxes were subsequently opened in my Presence and in presence of two witnesses Mr. Manish Gupta and Mr. Vaibhav Shirodkar. The poll papers were reconciled with the records maintained by the Company / Registrar and Transfer Agents of the Company and the authorizations / proxies lodged with the Company.
3. The poll papers, which were incomplete, unsigned, mismatch of signature and/or which were otherwise found defective have been treated as invalid and kept separately.
4. Result of the Poll is annexed Resolution wise.
5. Members of the Company as on "Cut Off Date" i.e. 17th August, 2015 were entitled to Vote on all the Resolutions placed in Annual General Meeting.
6. The Votes Cast were unblocked in Presence of Two Witnesses Mr. Manish Gupta and Mr. Vaibhav Shirodkar on 22nd August, 2015.



The Result of the Poll is as under:

Item No. 1: Adoption of Audited Financial Statements for the year Financial ended 31st March, 2015.

	Number of Members Present & Voted (in person or by Proxy)	Number of votes cast by them	% of total number of Valid votes cast by them
Voted in favour of the Resolution	63	18,628	100
Voted against the resolution	0	0	0
Invalid Votes	Total Number of Members (in person or by Proxy) whose votes were declared invalid	Total number of votes cast by them	
	14	4,502	

Item No. 2: Re-appointment of Shri Rajinder Miglani (Din 00286788) who retire by rotation and being eligible, offers himself for re-appointment.

	Number of Members Present & Voted (in person or by Proxy)	Number of votes cast by them	% of total number of Valid votes cast by them
Voted in favour of the Resolution	63	18,628	100
Voted against the resolution	0	0	0
Invalid Votes	Total Number of Members (in person or by Proxy) whose votes were declared invalid	Total number of votes cast by them	
	14	4,502	

Item No. 3: Re-appointment of M/s. Tadarwal & Tadarwal Chartered Accountants as statutory Auditor and fixing their Remuneration.

	Number of Members Present & Voted (in person or by Proxy)	Number of votes cast by them	% of total number of Valid votes cast by them
Voted in favour of the Resolution	63	18,628	100
Voted against the resolution	0	0	0
Invalid Votes	Total Number of Members (in person or by Proxy) whose votes were declared invalid	Total number of votes cast by them	
	14	4,502	

Item 4: Appointment of Shri B L Khurana (Din 00671592) as Independent Director of the Company

	Number of Members	Number of votes cast	% of total number of
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	Present & Voted (in person or by Proxy)	by them	Valid votes cast by them
Voted in favour of the Resolution	63	18,628	100
Voted against the resolution	0	0	0
Invalid Votes	Total Number of Members (in person or by Proxy) whose votes were declared invalid		Total number of votes cast by them
	14		4 502

Item 5 Re -Appointment of Shri Ashok Tandon (Din 00841927) as a Whole-Time Director for period of three years

	Number of Members Present & Voted (in person or by Proxy)	Number of votes cast by them	% of total number of Valid votes cast by them
Voted in favour of the Resolution	63	18,628	100
Voted against the resolution	0	0	0
Invalid Votes	Total Number of Members (in person or by Proxy) whose votes were declared invalid		Total number of votes cast by them
	14		4,502

Item 6 Approval for Related Party Transaction of the Company

	Number of Members Present & Voted (in person or by Proxy)	Number of votes cast by them	% of total number of Valid votes cast by them
Voted in favour of the Resolution	63	18,628	100
Voted against the resolution	0	0	0
Invalid Votes	Total Number of Members (in person or by Proxy) whose votes were declared invalid		Total number of votes cast by them
	14		4,502

Item 7: Approval and adoption of Article of Association as per the Companies Act, 2013

	Number of Members Present & Voted (in person or by Proxy)	Number of votes cast by them	% of total number of Valid votes cast by them
Voted in favour of the Resolution	63	18,628	100
Voted against the resolution	0	0	0
Invalid Votes	Total Number of Members (in person or by Proxy) whose votes were declared invalid		Total number of votes cast by them
	14		4 502



Item 8: Approval of the Remuneration of the Cost Auditor for the Financial Year ending 31st March, 2015

	Number of Members Present & Voted (in person or by Proxy)	Number of votes cast by them	% of total number of Valid votes cast by them
Voted in favour of the Resolution	63	18,628	100
Voted against the resolution	0	0	0
Invalid Votes	Total Number of Members (in person or by Proxy) whose votes were declared invalid	Total number of votes cast by them	
	14	4,502	

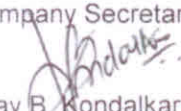
The poll papers and all other relevant records were sealed and handed over to the Company Secretary / Director authorised by the Board for safe keeping.

I hereby also declare that along with this I am also providing a Compact Disc (CD) containing the list of Equity Shareholders who voted "For", "Against" and those whose votes were declared invalid for each resolution is enclosed.

Yours' faithfully

Thanking you,

For V. B. Kondalkar & Associates
Company Secretaries


Vijay B. Kondalkar
Proprietor
ACS No. 15697, C. P. No. 4597



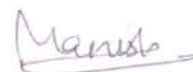
V. B. KONDALKAR
Company Secretary
ACS-15697, CP-4597

Place: Mumbai
Date : 24-08-2015

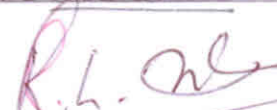
Witness 1. Mr. Manish Gupta

Witness 2. Mr. Vaibhav Shirodkar

Mr. Rajinder Miglani
The Chairman of the Meeting.







Uttam Value Steels Limited

Annexure to Scrutinizer's Report of e-voting of Uttam Value Steels Limited to be presented to the Chairman of 45th Annual General Meeting to be held on 22nd August, 2015.

Res. No.	Particular of Resolution	Mode	Total Member Participated	Total votes	Total Valid Votes	Favour				Against				Invalid	
						No. of Members	No. of Votes	% of total Valid Votes	No. of Members	No. of Votes	% of total Valid Votes	No. of Members	No. of Votes		
1	Adoption of Financial Statements for the Year ended March 31, 2015 ii) Adoption of Consolidated Financial Statement	E Voting	57	849979084	849979084	54	849978784	100.00	3	300	0.00	0	0	0	0
		Poll	77	23130	18628	63	18628	100.00	0	0	0.00	14	4502	14	4502
		Total	134	850002214	84997712	117	84997412	100.00	3	300	0.00	14	4502		
2	Re-appointment of Shri Rajinder Miglani, who retires by rotation.	E Voting	57	849979084	849979084	54	849978784	100.00	3	300	0.00	0	0	0	0
		Poll	77	23130	18628	63	18628	100.00	0	0	0.00	14	4502	14	4502
		Total	134	850002214	84997712	117	84997412	100.00	3	300	0.00	14	4502		
3	Re-appointment of M/s. Todarwal & Todarwal, Chartered Accountants auditors and fix their remuneration.	E Voting	57	849979084	849979084	54	849978784	100.00	3	300	0.00	0	0	0	0
		Poll	77	23130	18628	63	18628	100.00	0	0	0.00	14	4502	14	4502
		Total	134	850002214	84997712	117	84997412	100.00	3	300	0.00	14	4502		
4	Appointment of Shri B L Khurana (Din 00671592) as Independent Director of the Company	E Voting	57	849979084	849979084	54	849978784	100.00	3	300	0.00	0	0	0	0
		Poll	77	23130	18628	63	18628	100.00	0	0	0.00	14	4502	14	4502
		Total	134	850002214	84997712	117	84997412	100.00	3	300	0.00	14	4502		
5	Re-Appointment of Shri Ashok Tandon (Din 00841927) as a Whole - Time Director for three years	E Voting	57	849979084	849979084	54	849978784	100.00	3	300	0.00	0	0	0	0
		Poll	77	23130	18628	63	18628	100.00	0	0	0.00	14	4502	14	4502
		Total	134	850002214	84997712	117	84997412	100.00	3	300	0.00	14	4502		
6	Approval for Related Party Transaction of the Company	E Voting	57	849979084	849979084	54	849978784	100.00	3	300	0.00	0	0	0	0
		Poll	77	23130	18628	63	18628	100.00	0	0	0.00	14	4502	14	4502
		Total	134	850002214	84997712	117	84997412	100.00	3	300	0.00	14	4502		
7	Approval and adoption of Article of Association as per the Companies Act, 2013	E Voting	57	849979084	849979084	54	849978784	100.00	3	300	0.00	0	0	0	0
		Poll	77	23130	18628	63	18628	100.00	0	0	0.00	14	4502	14	4502
		Total	134	850002214	84997712	117	84997412	100.00	3	300	0.00	14	4502		
8	Approval of the Remuneration of the Cost Auditor for the Financial Year ending 31st March, 2015	E Voting	57	849979084	849979084	54	849978784	100.00	3	300	0.00	0	0	0	0
		Poll	77	23130	18628	63	18628	100.00	0	0	0.00	14	4502	14	4502
		Total	134	850002214	84997712	117	84997412	100.00	3	300	0.00	14	4502		

Place: Mumbai
Date: 24th August, 2015

Manish Gupta
Witness 1

Vaibhav Shirodkar
Witness 2

ACS No. 15697, C P No. 4597

V. B. KONDALKAR
Company Secretary
ACS-15697, CP-4597

