

नालको NALCO

NBC/S/4.5/2015/945
Date:28.09.2015

To,
Shri Robert A.Y,
DCS - CRD
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street
Mumbai – 400 001

Fax Nos. : 022-2272 3121/3719/2037/2039/2041/2061

Sub: Details of voting results of the 34th Annual General Meeting.

Dear Sir,

In terms of Clause 35A of the Listing Agreement, please find enclosed details of the voting results of the 34th Annual General Meeting of the Company held on Saturday, the 26th September, 2015 at 11.00 A.M. at NALCO Bhawan, Plot No.P/1, Nayapalli, Bhubaneswar 751 013.

Thanking you,

Yours faithfully,
For National Aluminium Co. Ltd.


(N K MOHANTY)

ADDL.COMPANY SECRETARY

Encl: As above

नेशनल एल्युमिनियम कम्पनी लिमिटेड
(भारत सरकार का उद्यम)
निगम कार्यालय
नालको भवन, नयापल्ली, भुवनेश्वर -751 013 भारत

National Aluminium Company Limited
(A Government of India Enterprise)
REGD. & CORPORATE OFFICE
Nalco Bhawan,
PlotNo.P/1,Nayapalli,Bhubaneswar-
751013,India

CIN # L27203OR1981GOI000920
Tel.:0674-2301988-999,Fax:0674-

2300677,Email:investorservice@nalcoindia.co.in,Website:www.nalcoindia.com



Disclosure in terms of Clause 35A of the Listing Agreement in relation to 34th Annual General Meeting of the Company :

SL. NO.	DESCRIPTION	PARTICULARS
1	Date of Annual General Meeting (AGM)	26.09.2015
2	Total number of shareholders on record date i.e. 19 th September, 2015	81798
3	Number of shareholders present in the Meeting either in person or through proxy.	
	Total	75
	Promoters and Promoter Group:	1
	Public:	74

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4	Number of shareholders attended the Meeting through Video Conferencing.	Not Applicable
	Promoters and Promoter Group:	-
	Public:	-

Details of result on each item of 34th Annual General Meeting (AGM) Notice.

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Ordinary Business:

Resolution 1:- Ordinary Resolution.

To receive, consider and adopt the audited financial statement of the Company for the financial year ended March 31, 2015, the reports of the Board of Directors and Auditors thereon.

No of members participated in the remote e-voting & poll-204 (165 & 39).

Promoter/ Public	No of Shares Held (1)	No of Votes Polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No of Votes in favour (4)	No. of votes against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes in against on votes polled (7)=[(5)/(2)]*100
Promoter & Promoter Group	2085782622	2085782622	100	2085782622	-	100	-
Public - Institutional Holders	320113360	47621463	14.88	47261538	359925	99.24	0.76
Public -others	171342530	6298261	3.68	6287384	10877	99.83	0.17
Total	2577238512	2139702346	83.02	2139331544	370802	99.98	0.02

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Resolution No - 2: Ordinary Resolution

To declare dividend on equity shares.

No of members participated in the remote e-voting & poll- 204 (165 & 39).

Promoter/ Public	No of Shares Held (1)	No of Votes Polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No of Votes in favour (4)	No. of votes against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes in against on votes polled (7)=[(5)/(2)]*100
Promoter & Promoter Group	2085782622	2085782622	100	2085782622	-	100	-
Public - Institutional Holders	320113360	48371463	15.11	-	-	100	-
Public -others	171342530	6266801	3.66	6258226	8575	99.86	0.14
Total	2577238512	2140420886	83.05	2140412311	8575	99.99	0.01

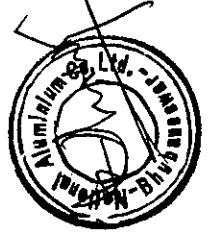
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Resolution No - 3: Ordinary Resolution

To appoint a Director in place of Shri N.R. Mohanty(DIN:05181575), who retires by rotation at this Annual General Meeting and being eligible, offers himself for re-appointment.

No of members participated in the remote e-voting & poll-204 (165 & 39).

Promoter/ Public	No of Shares Held (1)	No of Votes Polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No of Votes in favour (4)	No. of votes against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes in against on votes polled (7)=[(5)/(2)]*100
Promoter & Promoter Group	2085782622	2085782622	100	2085782622	-	100	-
Public - Institutional Holders	320113360	48371463	15.11	10451117	37920346	21.61	78.39
Public -others	171342530	6267703	3.66	6252988	14715	99.77	0.23
Total	2577238512	2140421788	83.05	2102486727	37935061	98.23	1.77

नेशनल एल्युमिनियम कम्पनी लिमिटेड
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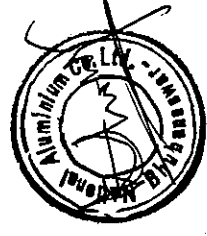
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Resolution No - 4: Ordinary Resolution

To appoint a Director in place of Shri S.C. Padhy (DIN:02594088), who retires by rotation at this Annual General Meeting and being eligible, offers himself for re-appointment.

No of members participated in the remote e-voting & poll- 204 (165 & 39).

Promoter/ Public	No of Shares Held (1)	No of Votes Polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No of Votes in favour (4)	No. of votes against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes in against on votes polled (7)=[(5)/(2)]*100
Promoter & Promoter Group	2085782622	2085782622	100	2085782622	-	100	-
Public - Institutional Holders	320113360	48371463	15.11	10451117	37920346	21.61	78.39
Public -others	171342530	6267703	3.66	6252988	14715	99.77	0.23
Total	2577238512	2140421788	83.05	2102486727	37935061	98.23	1.77

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SPECIAL BUSINESS:

Resolution No - 5: Ordinary Resolution

To appoint Dr. N.K. Singh(DIN:03361541) as Director of the Company.

No of members participated in the remote e-voting & poll-204 (165 & 39).

Promoter/ Public	No of Shares Held (1)	No of Votes Polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No of Votes in favour (4)	No. of votes against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes in against on votes polled (7)=[(5)/(2)]*100
Promoter & Promoter Group	2085782622	2085782622	100	2085782622	-	100	-
Public - Institutional Holders	320113360	48371463	15.11	7313017	41058446	15.12	84.88
Public -others	171342530	6267703	3.66	6253838	13865	99.78	0.22
Total	2577238512	2140421788	83.05	2099349477	41072311	98.08	1.92

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Resolution No – 6: Ordinary Resolution

To appoint Shri V. Balasubramanyam (DIN:06965313) as Director(Production) of the Company.

No of members participated in the remote e-voting & poll-204 (165 & 39).

Promoter/ Public	No of Shares Held (1)	No of Votes Polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No of Votes in favour (4)	No. of votes against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes in against on votes polled (7)=[(5)/(2)]*100
Promoter & Promoter Group	2085782622	2085782622	100	2085782622	-	100	-
Public - Institutional Holders	320113360	48371463	15.11	40597622	7773841	83.93	19.07
Public -others	171342530	6267703	3.66	6254828	12875	99.79	0.21
Total	2577238512	2140421788	83.05	21322635072	7786716	99.64	0.36

नेशनल एल्युमिनियम कम्पनी लिमिटेड

(भारत सरकार का उद्यम)

निगम कार्यालय

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PlotNo.P/1,Nayapalli,Bhubaneswar-751013,India





Resolution No - 7: Ordinary Resolution

**Appointment of Shri Tapan Kumar Chand (DIN:01710900) as chairman-cum-Managing Director of the Company.
No of members participated in the remote e-voting & poll-204 (165 & 39).**

Promoter/ Public	No of Shares Held (1)	No of Votes Polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No of Votes in favour (4)	No. of votes against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes in against on votes polled (7)=[(5)/(2)]*100
Promoter & Promoter Group	2085782622	2085782622	100	2085782622	-	100	-
Public- Institutional Holders	320113360	48371463	15.11	37531931	10839532	77.59	22.41
Public -others	171342530	6267703	3.66	6254828	12875	99.79	0.21
Total	2577238512	2140421788	83.05	2129569381	10852407	99.49	0.51

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Resolution No – 8: Ordinary Resolution

To fix remuneration of Statutory Auditors.

No of members participated in the remote e-voting & poll-204 (165 & 39).

Promoter/ Public	No of Shares Held (1)	No of Votes Polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No of Votes in favour (4)	No. of votes against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes in against on votes polled (7)=[(5)/(2)]*100
Promoter & Promoter Group	2085782622	2085782622	100	2085782622	-	100	-
Public - Institutional Holders	320113360	48371463	15.11	39730103	8641360	82.14	17.86
Public –others	171342530	6267693	3.66	6254808	12895	99.79	0.21
Total	2577238512	2140421778	83.05	2131767533	8654255	99.60	0.40

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Resolution No - 9: Ordinary Resolution

To ratify the remuneration of Cost Auditors for the financial year 2015-16

No of members participated in the remote e-voting & poll-204 (165 & 39).

Promoter/ Public	No of Shares Held (1)	No of Votes Polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No of Votes in favour (4)	No. of votes against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes in against on votes polled (7)=[(5)/(2)]*100
Promoter & Promoter Group	2085782622	2085782622	100	2085782622	-	100	-
Public - Institutional Holders	320113360	48371463	15.11	46535150	1836313	96.20	3.80
Public-others	171342530	6267703	3.66	6253808	13895	99.78	0.22
Total	2577238512	2140421788	83.05	2138571580	1850208	99.91	0.09



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Consolidated Report of Scrutinizer

[Pursuant to Sections 108 & 109 of the Companies Act, 2013 and Rules 20 of the Companies (Management and Administration) Amendment Rules, 2015 & 21(2) of the Companies (Management and Administration) Rules, 2014]

To
The Chairman-Cum-Managing Director
M/s. National Aluminium Company Limited
CIN : L27203OR1981GOI000920
Nalco Bhawan, Plot No. P/1
Nayapalli, Bhubaneswar
Odisha - 751 013

34th Annual General Meeting of the shareholders of M/s. National Aluminium Company Limited, held on Saturday the 26th September, 2015, at 11.00 a.m. Nalco Bhawan, Plot No. P/1, Nayapalli, Bhubaneswar - 751013.

Dear Sir,

I, Sri Saroj Kumar Ray, Partner of M/s. Saroj Ray & Associates, Company Secretaries having our office at N/6-215, Ground Floor, IRC Village, Nayapalli, Bhubaneswar, Odisha-751015, have been appointed as the Scrutinizer:

- a) For the purpose of the poll taken on the resolutions proposed at the 34th Annual General Meeting of M/s. National Aluminium Company Limited, held on Saturday the 26th September, 2015, at 11.00 a.m. Nalco Bhawan, Plot No. P/1, Nayapalli, Bhubaneswar - 751013.



1. After the time fixed for the Poll by the Chairman, the ballot box was locked in our presence, with the identification marks placed by us.
 2. The locked ballot Box was subsequently opened in our presence and poll papers were diligently scrutinized. The poll papers were reconciled, with records maintained by the company in its Share Registry and the authorizations/Proxies lodged with the Company.
 3. Total 41 shareholders have exercised their vote at the 34th Annual General Meeting out of which two cases were rejected on technical grounds and not taken for counting purpose, balance 39 cases were considered.
- b) For remote e-voting process of 34th Annual General Meeting of M/s. National Aluminium Company Limited, pursuant to section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Amendment Rules, 2015 and Clause 35B of the listing agreement to scrutinize the remote e-voting process in a fair and' transparent manner and ascertaining the requisite majority on remote e-voting carried out as per the provision of Companies Act, 2013.
1. The remote e-voting period remained open from 09.00 a.m. on 23rd September, 2015 (Wednesday) to 05.00 p.m. on 25th September, 2015 (Friday).
 2. The shareholders holding shares in dematerialized form and physical form as on the "cut off" date i.e. 19th September, 2015 were entitled to vote on the resolutions (Item nos.1 to 9) as set out in the Notice of 34th Annual General Meeting of the Company.



3. The remote e- voting process was unblocked on Saturday, 26th September, 2015 after counting the physical votes cast in the Annual General Meeting, in the presence of two witnesses, Mr. Sunil Kumar Deo and Mr. Rajendra Kumar Sahu, who are not in the employment of the Company. They have signed at the end of the report, in confirmation of the votes being unblocked in their presence.
4. Thereafter, the details, containing, inter-alia, list of equity shareholders, who voted "For" and "Against", were downloaded from the e-voting website of M/s. Central Depository Services (India) Limited.

We have issued separate Scrutinizer's Reports dated 28th September, 2015 on the remote e-voting and on the poll, on the resolutions contained in the notice of the 34th Annual General Meeting (AGM).

We submit herewith our consolidated scrutinizer's report on the remote e-voting & poll at the Annual General Meeting, as under.



Ordinary Business:

Resolution 1:- Ordinary Resolution.

To receive, consider and adopt the audited financial statements of the Company for the financial year ended March 31, 2015, the reports of the Board of Directors and Auditors thereon.

No of members participated in the remote e-voting & poll-204 (165 & 39).

Promoter/Public	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 in against on votes polled
		Electronic	Poll		Electronic	Poll	Electronic	Poll		
Promoter & Promoter Group	2085782622	2085782622	-	100	2085782622	-	2085782622	-	100	-
Public Institutional Holders	320113360	47621463	-	14.88	47261538	-	47261538	359925	99.24	0.76
Public -others	171342530	6205402	92859	3.68	6194525	92859	6287384	10877	99.83	0.17
Total	2577238512	2139609487	92859	83.02	2139238685	92859	2139331544	370802	99.98	0.02



Resolution No - 2: Ordinary Resolution

To declare dividend on equity shares.

No of members participated in the remote e-voting & poll- 204 (165 & 39).

Promoter/ Public	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 in against on votes polled
		Electronic	Poll		Electronic	Poll	Electronic	Poll		
Promoter & Promoter Group	2085782622	2085782622	-	100	2085782622	-	2085782622	-	100	-
Public Institutional Holders	320113360	48371463	-	15.11	48371463	-	-	-	100	-
Public -others	171342530	6204200	62601	3.66	6195625	62601	6258226	8575	99.86	0.14
Total	2577238512	2140358285	62601	83.05	2140349710	62601	2140412311	8575	99.99	0.01



Resolution No - 3: Ordinary Resolution

To appoint a Director in place of Shri N.R. Mohanty (DIN:05181575), who retires by rotation at this Annual General Meeting and being eligible, offers himself for re-appointment.

No of members participated in the remote e-voting & poll-204 (165 & 39).

Promoter/ Public	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 in against on votes polled
		Electronic	Poll	Total		Electronic	Poll	Total	Electronic	Poll	Total		
Promoter & Promoter Group	2085782622	2085782622	-	2085782622	100	2085782622	-	2085782622	-	-	-	100	-
Public Institutional Holders	320113360	48371463	-	48371463	15.11	10451117	-	10451117	37920346	-	37920346	21.61	78.39
Public -others	171342530	6205102	62601	6267703	3.66	6190387	62601	6252988	14715	-	14715	99.77	0.23
Total	2577238512	2140359187	62601	2140421788	83.05	2102424126	62601	2102486727	37935061	-	37935061	98.23	1.77

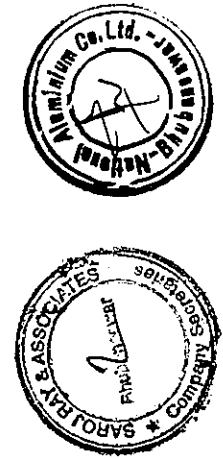


Resolution No - 4: Ordinary Resolution

To appoint a Director in place of Shri S.C. Padhy (DIN:02594088), who retires by rotation at this Annual General Meeting and being eligible, offers himself for re-appointment.

No of members participated in the remote e-voting & poll- 204 (165 & 39).

Promoter/ Public	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 in against on votes polled
		Electronic	Poll		Electronic	Poll	Electronic	Poll		
Promoter & Promoter Group	2085782622	2085782622	-	100	2085782622	-	2085782622	-	100	-
Public Institutional Holders	320113360	48371463	-	15.11	10451117	-	10451117	37920346	21.61	78.39
Public-others	171342530	6205102	62601	3.66	6190387	62601	6252988	14715	99.77	0.23
Total	2577238512	2140359187	62601	83.05	2102424126	62601	2102486727	37935061	98.23	1.77



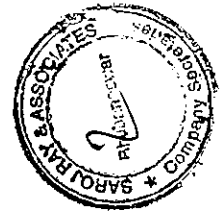
SPECIAL BUSINESS:

Resolution No - 5: Ordinary Resolution

To appoint Dr. N. K. Singh (DIN: 03361541) as Director of the Company.

No of members participated in the remote e-voting & poll-204 (165 & 39).

Promoter/ Public	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 in against on votes polled
		Electronic	Poll		Electronic	Poll	Electronic	Poll		
Promoter & Promoter Group	2085782622	2085782622	-	100	2085782622	-	2085782622	-	100	-
Public Institutional Holders	320113360	48371463	-	15.11	7313017	-	7313017	41058446	15.12	84.88
Public -others	171342530	6205102	62601	3.66	6191237	62601	6253838	13865	99.78	0.22
Total	2577238512	2140359187	62601	83.05	2099286876	62601	2099349477	41072311	98.08	1.92

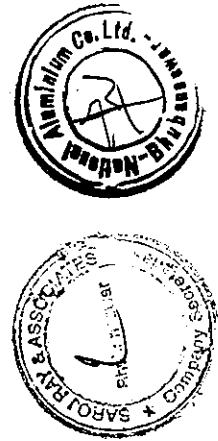


Resolution No - 6: Ordinary Resolution

To appoint Shri V. Balasubramanyam (DIN: 06965313) as Director (Production) of the Company.

No of members participated in the remote e-voting & poll-204 (165 & 39).

Promoter/ Public	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 in against on votes polled
		Electronic	Poll		Electronic	Poll	Electronic	Poll		
Promoter & Promoter Group	2085782622	2085782622	-	100	Electronic	Poll	Total	-	100	-
Public Institutional Holders	320113360	48371463	-	15.11	40597622	-	40597622	7773841	83.93	19.07
Public -others	171342530	6205102	62601	3.66	6192227	62601	6254828	12875	99.79	0.21
Total	2577238512	2140359187	62601	83.05	2132572471	62601	2132635072	7786716	99.64	0.36



Resolution No - 7: Ordinary Resolution
Appointment of Shri Tapan Kumar Chand (DIN: 01710900), as Chairman-cum-Managing Director of the Company.
No of members participated in the remote e-voting & poll-204 (165 & 39).

Promoter/Public	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 in against on votes polled
		Electronic	Poll		Electronic	Poll	Electronic	Poll		
Promoter & Promoter Group	2085782622	2085782622	-	100	2085782622	-	2085782622	-	100	-
Public Institutional Holders	320113360	48371463	-	15.11	37531931	-	37531931	10839532	77.99	22.41
Public -others	171342530	6205102	62601	3.66	6192227	62601	6254828	12875	99.79	0.21
Total	2577238512	2140359187	62601	83.05	2129506780	62601	2129569381	10852407	99.49	0.51



Resolution No - 8: Ordinary Resolution

To fix remuneration of Statutory Auditors.

No of members participated in the remote e-voting & poll-204 (165 & 39).

Promoter/ Public	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 in against on votes polled
		Electronic	Poll		Electronic	Poll	Electronic	Poll	Total		
Promoter & Promoter Group	2085782622	2085782622	-	100	Electronic 2085782622	Poll -	Total 2085782622	-	-	100	-
Public Institutional Holders	320113360	48371463	-	15.11	39730103	-	39730103	8641360	-	82.14	17.86
Public -others	171342530	6205102	62591	3.66	6192217	62591	6254808	12885	10	99.79	0.21
Total	2577238512	2140359187	62591	83.05	2131704942	62591	2131767533	8654245	10	99.60	0.40



Resolution No - 9: Ordinary Resolution

To ratify the remuneration of Cost Auditors for the financial year 2015-16.

No of members participated in the remote e-voting & poll-204 (165 & 39).

Promoter/Public	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 in against on votes polled
		Electronic	Poll		Electronic	Poll	Electronic	Poll		
Promoter & Promoter Group	2085782622	2085782622	-	100	2085782622	-	2085782622	-	100	-
Public Institutional Holders	320113360	48371463	-	15.11	46535150	-	46535150	1836313	96.20	3.80
Public-others	171342530	6205102	62601	3.66	6191217	62591	6253808	13885	99.78	0.22
Total	2577238512	2140359187	62601	83.05	2138508989	62591	2138571580	1850198	99.91	0.09

With the above all the resolutions set out in the notice for 34th Annual General Meeting have been passed with the requisite majority and accordingly the result may be declared.

The list of Equity Shareholders who voted "FOR", "AGAINST" and those whose votes were declared invalid for each Resolution in the poll is submitted herewith in a Compact Disk (CD).



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


All the relevant records relating to the remote e-voting will remain in our safe custody until the chairman considers, approves and signs the minutes of the 34th Annual General Meeting and thereafter the same shall be handed over to the Chairman/ Company Secretary for safe keeping.

For Saroj Ray & Associates
(Company Secretaries)

Witness No: 1

Name: Mr. Sunil Kumar Deo

Sign: 


CS. Saroj Kumar Ray, FCS
(Senior Partner)

M. No. 5098, C. P. No. 3770

Witness No: 2

Name: Mr. Rajendra Kumar Sahu

Sign: 

Place: Bhubaneswar

Date: 28th September, 2015



28 SEP 2015

सं/No. 1322

FORM NO- MGT-13

Report of Scrutinizer

[Pursuant to Section 109 of the Companies Act, 2013 and Rule 21(2) of the Companies (Management and Administration) Rules, 2014]

To
The Chairman- Cum- Managing Director
M/s. National Aluminium Company Limited
CIN: L27203OR1981GOI000920
Nalco Bhawan, Plot No P/1
Nayapalli, Bhubaneswar
Odisha-751013

34th Annual General Meeting of the shareholders of M/s. National Aluminium Company Limited, held on Saturday the 26th September, 2015, at 11.00 a.m. Nalco Bhawan, Plot No. P/1, Nayapalli, Bhubaneswar - 751013.

Dear Sir,

I, Sri Saroj Kumar Ray, Partner of M/s. Saroj Ray & Associates, Company Secretaries having our office at N/6-215, Ground Floor, IRC Village, Nayapalli, Bhubaneswar, Odisha-751015, have been appointed as the Scrutinizer, for the purpose of the poll taken on the below mentioned resolutions at the 34th Annual General Meeting of M/s. National Aluminium Company Limited, held on Saturday the 26th September, 2015, at 11.00 a.m. Nalco Bhawan, Plot No. P/1, Nayapalli, Bhubaneswar - 751013. Pursuant to this, we hereby submit the report as under.

1. After the time fixed for closing of the Poll by the Chairman, the ballot box was locked in our presence, with the identification marks placed by us.



2. The locked ballot Box was subsequently opened in our presence and poll papers were diligently scrutinized. The poll papers were reconciled with records maintained by the company in its own Share Registry and the authorizations/Proxies lodged with the Company.
3. Total 41 shareholders have exercised their vote at the 34th Annual General Meeting out of which two cases were rejected on technical grounds and not taken for counting purpose, balance 39 cases were considered.
4. The result of the Poll on the business put to vote at the 34th Annual General Meeting is as under.

Ordinary Business:

Resolution 1:- Ordinary Resolution.

To receive, consider and adopt the audited financial statements of the Company for the financial year ended March 31, 2015, the reports of the Board of Directors and Auditors thereon.

No of members participated in the poll -39.

i. Voted In favor of the Resolution:

Number of members present and voted (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
39	92859	100

ii. Voted against the Resolution:

Number of members present and voted (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	0



iii. Invalid Votes

Total number of member whose votes were declared as invalid. (present in person or proxy)	Number of votes cast by them	% of total number of votes cast
0	0	0

Resolution 2:- Ordinary Resolution.

To declare dividend on equity shares

No of members participated in the poll -39.

i. Voted In favor of the Resolution:

Number of members present and voted (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
38	62601	100

ii. Voted against the Resolution:

Number of members present and voted (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	0



iii. Invalid Votes

Total number of member whose votes were declared as invalid. (present in person or proxy)	Number of votes cast by them	% of total number of votes cast
1	30258	100.00

Resolution No – 3: Ordinary Resolution

To appoint a Director in place of Shri N.R. Mohanty (DIN:05181575), who retires by rotation at this Annual General Meeting and being eligible, offers himself for re-appointment.

No of members participated in the poll -39.

i. Voted In favor of the Resolution:

Number of members present and voted (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
38	62601	100

ii. Voted against the Resolution:

Number of members present and voted (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	0.00



iii. Invalid Votes

Total number of member whose votes were declared as invalid. (present in person or proxy)	Number of votes cast by them	% of total number of votes cast.
1	30258	100.00

Resolution No - 4: Ordinary Resolution

To appoint a Director in place of Shri S.C. Padhy (DIN:02594088), who retires by rotation at this Annual General Meeting and being eligible, offers himself for re-appointment.

No of members participated in the poll -39.

i. Voted In favor of the Resolution:

Number of members present and voted (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
38	62601	100

ii. Voted against the Resolution:

Number of members present and voted (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	0.00



iii. Invalid Votes

Total number of member whose votes were declared as invalid. (present in person or proxy)	Number of votes cast by them	% of total number of votes cast
1	30258	100.00

SPECIAL BUSINESS:

Resolution No - 5: Ordinary Resolution

To appoint Dr. N. K. Singh (DIN: 03361541) as Director of the Company.

No of members participated in the poll -39.

i. Voted In favor of the Resolution:

Number of members present and voted (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
38	62601	100

ii. Voted against the Resolution:

Number of members present and voted (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	0.00



iii. Invalid Votes

Total number of member whose votes were declared as invalid. (present in person or proxy)	Number of votes cast by them	% of total number of votes cast
1	30258	100.00

Resolution No - 6: Ordinary Resolution

To appoint Shri V. Balasubramanyam (DIN: 06965313) as Director (Production) of the Company.

No of members participated in the poll -39.

i. Voted In favor of the Resolution:

Number of members present and voted (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
38	62601	100

ii. Voted against the Resolution:

Number of members present and voted (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	0.00



iii. Invalid Votes

Total number of member whose votes were declared as invalid. (present in person or proxy)	Number of votes cast by them	% of total number of votes cast
1	30258	100.00

Resolution No - 7: Ordinary Resolution

Appointment of Shri Tapan Kumar Chand (DIN: 01710900), as Chairman-cum-Managing Director of the Company.

No of members participated in the poll -39.

i. Voted In favor of the Resolution:

Number of members present and voted (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
38	62601	100

ii. Voted against the Resolution:

Number of members present and voted (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	0.00



iii. Invalid Votes

Total number of member whose votes were declared as invalid. (present in person or proxy)	Number of votes cast by them	% of total number of votes cast
1	30258	100.00

Resolution No – 8: Ordinary Resolution

To fix remuneration of Statutory Auditors.

No of members participated in the poll -39.

i. Voted In favor of the Resolution:

Number of members present and voted (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
37	62591	100

ii. Voted against the Resolution:

Number of members present and voted (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
1	10	100



iii. Invalid Votes

Total number of member whose votes were declared as invalid. (present in person or proxy)	Number of votes cast by them	% of total number of votes cast
1	30258	100.00

Resolution No – 9: Ordinary Resolution

To ratify the remuneration of Cost Auditors for the financial year 2015-16.

No of members participated in the poll -39.

i. Voted In favor of the Resolution:

Number of members present and voted (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
37	62591	100

ii. Voted against the Resolution:

Number of members present and voted (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
1	10	100




iii. Invalid Votes

Total number of member whose votes were declared as invalid. (present in person or proxy)	Number of votes cast by them	% of total number of votes cast
1	30258	100.00

5. The list of Equity Shareholders who voted "FOR", "AGAINST" and those whose votes were declared invalid for each Resolution in the poll is submitted herewith in a Compact Disk (CD).
6. The poll papers and all other relevant records were sealed and handed over to the Company Secretary authorized by the Board for safe keeping.

**For Saroj Ray & Associates
(Company Secretaries)**


**CS. Saroj Kumar Ray, FCS
(Senior Partner)**

M. No. 5098, C. P. No. 3770

Witness No: 1

Name: Mr. Sunil Kumar Deo

Sign: 

Witness No: 2

Name: Mr. Rajendra Kumar Sahu

Sign: 

Place: Bhubaneswar

Date: 28th September, 2015



REPORT OF SCRUTINIZER

(E-Voting: EVSN: 150831037)

Pursuant to section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Amendment Rules, 2015 & Clause 35B of the Listing Agreement]

To

The Chairman- Cum- Managing Director
M/s. National Aluminium Company Limited
CIN: L27203OR1981GOI000920
Nalco Bhawan, Plot No P/1
Nayapalli, Bhubaneswar
Odisha-751013

34th Annual General Meeting of the shareholders of M/s. National Aluminium Company Limited, held on Saturday the 26th September, 2015, Saturday at 11.00 a.m. Nalco Bhawan, Plot No. P/1, Nayapalli, Bhubaneswar - 751 013.

Dear Sir,

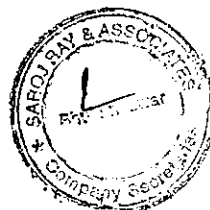
I, Sri Saroj Kumar Ray, Partner of M/s. Saroj Ray & Associates, Company Secretaries having our office at N/6-215, Ground Floor, IRC Village, Nayapalli, Bhubaneswar, Odisha-751015, have been appointed as the Scrutinizer for remote e-voting process of 34th Annual General Meeting of M/s. National Aluminium Company Limited, pursuant to section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Amendment Rules, 2015 and Clause 35B of the Listing Agreement, to scrutinize the remote e-voting process in a fair and transparent manner and ascertaining the requisite majority on remote e-voting carried out as per the provision of the Companies Act, 2013 on the below mentioned resolutions, in connection with the 34th Annual General Meeting of the Shareholders of M/s. National Aluminium Company Limited, held on Saturday the 26th September, 2015, at 11.00 a.m. Nalco Bhawan, Plot No. P/1, Nayapalli, Bhubaneswar - 751013.



Our responsibility as Scrutinizer for the remote e-voting process is restricted to making a Scrutinizer's report for the votes casts "Favour" or "Against" or "Invalid" in the resolutions contained in the notice of the 34th Annual General Meeting based on the information generated from the remote e-voting system provided by M/s. Central Depository Services (India) Limited, the authorized agency engaged by the Company.

1. The remote e-voting period remained open from 09.00 a.m. on 23rd September, 2015 (Wednesday) to 05.00 p.m. on 25th September, 2015 (Friday).
2. The shareholders holding shares in dematerialized form and physical form as on the "cut off date i.e. 19th September, 2015 were entitled to vote on the resolutions (Item nos.1 to 9) as set out in the Notice of 34th Annual General Meeting of the Company.
3. The remote e- voting process was unblocked on Saturday, 26th September, 2015 after counting of physical votes cast through poll the Annual General Meeting, in the presence of two witnesses, Mr. Sunil Kumar Deo and Mr. Rajendra Kumar Sahu, who are not in the employment of the Company. They have signed at the end of the report, in confirmation of the votes being unblocked in their presence.
4. Thereafter, the details, containing, inter-alia, list of equity shareholders, who voted "For" and "Against", were downloaded from the e-voting website of M/s. Central Depository Services (India) Limited.

The results of the remote e-voting Voting are as follows:



Ordinary Business:

Resolution 1:- Ordinary Resolution.

To receive, consider and adopt the audited financial statements of the Company for the financial year ended March 31, 2015, the reports of the Board of Directors and Auditors thereon.

No of members participated in the remote e-voting for the above resolution - 165.

(i) Voted in favor of the resolution

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
156*	2139238685	100

(ii) Voted against the resolution

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
10*	370802	100

(iii) Invalid votes

Total Number of members whose votes were declared invalid.	Total number of votes cast by them	% of total number of votes cast
0	0	0

*** Note: One Shareholder holding 1103327 number of shares has cast in favour 743402 number of shares and against 359925 number of shares in this resolution.**



Resolution No - 2: Ordinary Resolution

To declare dividend on equity shares.

No of members participated in the remote e-voting for the above resolution - 165.

(i) Voted in favor of the resolution

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
159	2140349710	100.00

(ii) Voted against the resolution

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
6	8575	100.00

(iii) Invalid votes

Total Number of members whose votes were declared invalid.	Total number of votes cast by them	% of total number of votes cast
0	0	0.00



Resolution No - 3: Ordinary Resolution

To appoint a Director in place of Shri N.R. Mohanty (DIN:05181575), who retires by rotation at this Annual General Meeting and being eligible, offers himself for re-appointment.

No of members participated in the remote e-voting for the above resolution - 165.

(i) Voted in favor of the resolution

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
86	2102424126	100.00

(ii) Voted against the resolution

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
79	37935061	100.00

(iii) Invalid votes

Total Number of members whose votes were declared invalid.	Total number of votes cast by them	% of total number of votes cast
0	0	0.00



Resolution No - 4: Ordinary Resolution

To appoint a Director in place of Shri S.C. Padhy (DIN:02594088), who retires by rotation at this Annual General Meeting and being eligible, offers himself for re-appointment.

No of members participated in the remote e-voting for the above resolution - 165.

(i) Voted in favor of the resolution

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
86	2102424126	100.00

(ii) Voted against the resolution

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
79	37935061	100.00

(iii) Invalid votes

Total Number of members whose votes were declared invalid.	Total number of votes cast by them	% of total number of votes cast
0	0	0.00



SPECIAL BUSINESS:

Resolution No - 5: Ordinary Resolution

To appoint Dr. N. K. Singh (DIN: 03361541) as Director of the Company.

No of members participated in the remote e-voting- 165.

(i) Voted in favor of the resolution

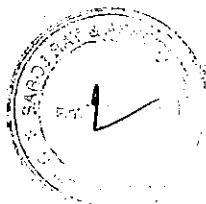
Number of members voted	Number of votes cast by them	% of total number of valid votes cast
84	2099286876	100.00

(ii) Voted against the resolution

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
81	41072311	100.00

(iii) Invalid votes

Total Number of members whose votes were declared invalid.	Total number of votes cast by them	% of total number of votes cast
0	0	0.00



Resolution No - 6: Ordinary Resolution

To appoint Shri V. Balasubramanyam (DIN: 06965313) as Director (Production) of the Company.

No of members participated in the remote e-voting for the above resolution- 165.

(i) Voted in favor of the resolution

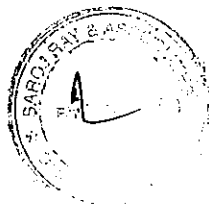
Number of members voted	Number of votes cast by them	% of total number of valid votes cast
141	2132572471	100.00

(ii) Voted against the resolution

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
24	7786716	100.00

(iii) Invalid votes

Total Number of members whose votes were declared invalid.	Total number of votes cast by them	% of total number of votes cast
0	0	0.00



Resolution No – 7: Ordinary Resolution

Appointment of Shri Tapan Kumar Chand (DIN: 01710900), as Chairman-cum-Managing Director of the Company.

No of members participated in the remote e-voting for the above resolution- 165.

(i) Voted in favor of the resolution

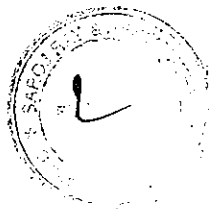
Number of members voted	Number of votes cast by them	% of total number of valid votes cast
139	2129506780	100.00

(ii) Voted against the resolution

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
26	10852407	100.00

(iii) Invalid votes

Total Number of members whose votes were declared invalid.	Total number of votes cast by them	% of total number of votes cast
0	0	0.00



Resolution No - 8: Ordinary Resolution

To fix remuneration of Statutory Auditors.

No of members participated in the remote e-voting for the above resolution- 165.

(i) Voted in favor of the resolution

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
139	2131704942	100.00

(ii) Voted against the resolution

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
26	8654245	100.00

(iii) Invalid votes

Total Number of members whose votes were declared invalid.	Total number of votes cast by them	% of total number of votes cast
0	0	0.00



Resolution No – 9: Ordinary Resolution

To ratify the remuneration of Cost Auditors for the financial year 2015-16.

No of members participated in the remote e-voting for the above resolution- 165.

(i) Voted in favor of the resolution

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
149	2138508989	100.00

(ii) Voted against the resolution

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
16	1850198	100.00

(iii) Invalid votes

Total Number of members whose votes were declared invalid.	Total number of votes cast by them	% of total number of valid votes cast
0	0	0.00



5. All the relevant records relating to the remote e-voting will be in our safe custody until the chairman considers, approves and signs the minutes of the 34th Annual General Meeting and thereafter the same shall be handed over to the Chairman/ Company Secretary for safe keeping.

**For Saroj Ray & Associates
(Company Secretaries)**


**CS. Saroj Kumar Ray, FCS
(Senior Partner)**

M. No. 5098, C. P. No. 3770

Witness No: 1

Name: Mr. Sunil Kumar Deo

Sign: 

Witness No: 2

Name: Mr. Rajendra Kumar Sahu

Sign: 

Place: Bhubaneswar

Date: 28th September, 2015

