

BHUSHAN STEEL LIMITED



BHUSHAN

Corporate Office :

Bhushan Centre, Hyatt Regency Complex,
Bhikaji Cama Place, New Delhi - 110066
Tel. : 91-11-71194000 Fax : 91-11-46518611

BSL/CS/SE15
September 22, 2015

The Manager,
Listing Department,
BSE Limited
Phiroze Jeejeebhoy Towers
Dalal Street,
Mumbai- 400 001.

The Manager,
Listing Department,
National Stock Exchange of India Ltd.
Exchange Plaza, C-1, Block-G,
Bandra Kurla Complex
Bandra (E),
MUMBAI - 400051.

SUB.: OUTCOME OF 32nd ANNUAL GENERAL MEETING HELD ON 19/09/2015.

DECLARATION OF VOTING RESULTS AS PER CLAUSE 35A OF THE LISTING AGREEMENT

Dear Sir,

This is in continuation to our letter no. BSL/CS/SE15/60-2023 dated September 19, 2015, we inform you that based on the Scrutinisers' Report dated 22.09.2015(attached as Annexure-1) the Chairman has declared the result in respect of the items contained in the notice of 32nd Annual General Meeting at 5.00 P.M. on 22.09.2015 at Registered Office of the Company. The Outcome of the 32nd Annual General Meeting is as under:

1. Adoption of the Standalone and Consolidated Audited Financial Statements of the Company for the Financial Year ended March 31, 2015, the reports of the Board of Directors and Auditors thereon.
2. Confirmation of interim dividend paid on Redemption of 7,36,751 Redeemable Cumulative Preference Shares as per the terms of the issue
3. Re-appointment of Mr. Nittin Johari , who retires by rotation.
4. Re-appointment of Mr. Rahul Sen Gupta, who retires by rotation.
5. Re-appointment of M/s. Mehra Goel & Co. and M/s Mehrotra & Mehrotra, Chartered Accountants as Statutory Auditors of the Company.
6. Confirmation of the Resolution passed through Postal Ballot with respect to the appointment of Joint Statutory Auditors
7. Appointment of Mr. Ashwani Kumar as an Independent Director of the Company.



8. Appointment of Mr. Pradeep Patni as an Independent Director of the Company.
9. Appointment of Mr. Sahil Goyal as an Independent Director of the Company.
10. Appointment of Mr. Rakesh Singhal as an Independent Director of the Company.
11. Appointment of Mr. Pankaj Sharma as an Independent Director of the Company.
12. Appointment of Mr. Kapil Vaish as an Independent Director of the Company.
13. Approval of Remuneration of the of the Cost Auditors for the Financial Year ending 31st March 2016
14. Approval of issue of Redeemable Cumulative Preference Shares
15. Approval for Increase in authorized share capital of the Company.
16. Approval for amendment in Memorandum of Association.

This is for your information and record.

Thanking You,

Yours faithfully,

for BHUSHAN STEEL LIMITED



COMPANY SECRETARY



R.S.Bhatia

M.A., F.C.S.
Company Secretary in Practice

J-17, (Basement) Lajpat Nagar III,
New Delhi-110024
Ph. 011-41078605 M: 9811113545
Pan No. AAFPB5130M
Service Tax No.AAFPB5130MST001
Email: bhatia_r_s@hotmail.com
Service Category:-Company Secretary in Practice

FORM No. MGT-13
Report of Scrutinizer(s)

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

To
The Chairman,
BhushanSteel Limited,
Bhushan Centre,Ground Floor,
Hayatt Regency Complex,
Bhikaji Cama Place,
New Delhi-110066

Dear Sir,

I. R.S. BHATIA, appointed as scrutinizer(s) for the purpose of poll taken on the below mentioned resolution(s), at the Annual General Meeting of the Equity shareholders of Bhushan Steel Limited held on Saturday, the 19th day of September, 2015, at 11:00 A.M. at the Air Force Auditorium, Subroto Park, New Delhi-110010, submit my report as under:

1. After the time fixed for closing of the poll by the Chairman, Two(2)- 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 and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained with the Registrar and transfer agents of the Company and the authorization/proxies lodged with the Company.
3. The poll papers which were incomplete and/or which were otherwise found defective have been treated as invalid and kept separately.
4. The result of the poll is as under:

1



Certified True Copy
For Bhushan Steel Limited


Company Secretary

(A) As an Ordinary Resolution- Item No. 1

To consider and adopt the Standalone and Consolidated Audited Financial Statement of the Company for the Financial year ended 31st March, 2015 the reports of the Board of Directors and Auditors thereon.

	Number of members Present And Voting (in Person or by proxy)	No. of Votes Cast by them	Number of Members voted Electronically	No. of Votes Cast by them	% of total no. of valid votes cast
(i) Voted in favour of the resolution	74	3838	139	186936266	99.99
(ii) Voted against the resolution	4	36	2	152	0.01
	Total No. of members (in person or by proxy) whose votes were declared invalid	Total number of Votes cast by them	NIL	NIL	NIL
(iii) Invalid Votes	15*		NIL	NIL	NIL

* 15 Ballots have been rejected because of insufficient information in the ballot papers.

(B) As an Ordinary Resolution- Item No. 2.

To confirm payment of interim dividend paid on redemption of 7,36,751 Redeemable Cumulative Preference Shares as per Terms of the issue

	Number of members Present And Voting (in Person or by proxy)	No. of Votes Cast by them	Number of Members voted Electronically	No. of Votes Cast by them	% of total no. of valid votes cast
(i) Voted in favour of the resolution	74	3838	135	178920300	95.71
(ii) Voted against the resolution	4	36	6	8016118	4.29



	Total No. of members (in person or by proxy) whose votes were declared invalid	Total number of Votes cast by them			
(iii) Invalid Votes	15*		NIL	NIL	

* 15 Ballots have been rejected because of insufficient information in the ballot papers.

(C) As an Ordinary Resolution- Item No. 3

To appoint a director in place of Mr. Nitin Johari, who retires by rotation and being eligible, offers himself for re-appointment

	Number of members Present And Voting (in Person or by proxy)	No. of Votes Cast by them	Number of Members voted Electronically	No. of Votes Cast by them	% of total no. of valid votes cast
(i) Voted in favour of the resolution	74	3838	128	186930756	99.99
(ii) Voted against the resolution	4	36	13	5362	0.01
	Total No. of members (in person or by proxy) whose votes were declared invalid	Total number of Votes cast by them			
(iii) Invalid Votes	15*		NIL	NIL	

* 15 Ballots have been rejected because of insufficient information in the ballot papers.

(D) As an Ordinary Resolution- Item No. 4

To appoint a director in place of Mr. Rahul Sen Gupta, who retires by rotation and being eligible, offers himself for re-appointment.



	Number of members Present And Voting (in Person or by proxy)	No. of Votes Cast by them	Number of Members voted Electronically	No. of Votes Cast by them	% of total no. of valid votes cast
(i) Voted in favour of the resolution	74	3838	129	186932122	99.99
(ii) Voted against the resolution	4	36	11	4507	0.01
	Total No. of members (in person or by proxy) whose votes were declared invalid	Total number of Votes cast by them			
(iii) Invalid Votes	15*		NIL	NIL	

* 15 Ballots have been rejected because of insufficient information in the ballot papers.

(E) As an Ordinary Resolution- Item No. 5

To appoint M/s MehraGoel & Co., and M/s Mehrotra & Mehrotra as Statutory Auditors of the Company

	Number of members Present And Voting (in Person or by proxy)	No. of Votes Cast by them	Number of Members voted Electronically	No. of Votes Cast by them	% of total no. of valid votes cast
(i) Voted in favour of the resolution	74	3838	132	186933491	99.99
(ii) Voted against the resolution	4	36	6	857	0.01
	Total No. of members (in person or by proxy) whose	Total number of Votes cast by them			



	votes were declared invalid				
(iii) Invalid Votes	15*		NIL	NIL	

* 15 Ballots have been rejected because of insufficient information in the ballot papers.

(F) As an Ordinary Resolution- Item No. 6.

Confirmation of the Resolution passed through Postal Ballot with respect to the appointment of Joint Statutory Auditors

	Number of members Present And Voting (in Person or by proxy)	No. of Votes Cast by them	Number of Members voted Electronically	No. of Votes Cast by them	% of total no. of valid votes cast
(i) Voted in favour of the resolution	74	3838	133	186933239	99.99
(ii) Voted against the resolution	4	36	7	1509	0.01
	Total No. of members (in person or by proxy) whose votes were declared invalid	Total number of Votes cast by them			
(iii) Invalid Votes	15*		NIL	NIL	

* 15 Ballots have been rejected because of insufficient information in the ballot papers.

(G) As an Ordinary Resolution- Item No. 7

Appointment of Mr. Ashwini Kumar as an Independent Director of the Company.

	Number of members Present And Voting (in Person or by proxy)	No. of Votes Cast by them	Number of Members voted Electronically	No. of Votes Cast by them	% of total no. of valid votes cast
(i) Voted in favour of the resolution	74	3838	131.	186932410	99.99



(ii) Voted against the resolution	4	36	9	4308	0.01
	Total No. of members (in person or by proxy) whose votes were declared invalid	Total number of Votes cast by them			
(iii) Invalid Votes	15*		NIL	NIL	

* 15 Ballots have been rejected because of insufficient information in the ballot papers.

(H) As an Ordinary Resolution- Item No. 8.

Appointment of Mr. Pradeep Patni as an Independent Director..

	Number of members Present And Voting (in Person or by proxy)	No. of Votes Cast by them	Number of Members voted Electronically	No. of Votes Cast by them	% of total no. of valid votes cast
(i) Voted in favour of the resolution	74	3838	130	186932375	99.99
(ii) Voted against the resolution	4	36	10	4408	0.01
	Total No. of members (in person or by proxy) whose votes were declared invalid	Total number of Votes cast by them			
(iii) Invalid Votes	15*		NIL	NIL	

* 15 Ballots have been rejected because of insufficient information in the ballot papers.



(I) As an Ordinary Resolution- Item No. 9.

Appointment of Mr. SahilGoel as an Independent Director

	Number of members Present And Voting (in Person or by proxy)	No. of Votes Cast by them	Number of Members voted Electronically	No. of Votes Cast by them	% of total no. of valid votes cast
(i) Voted in favour of the resolution	74	3838	127	186931600	99.99
(ii) Voted against the resolution	4	36	13	5033	0.01
	Total No. of members (in person or by proxy) whose votes were declared invalid	Total number of Votes cast by them			
(iii) Invalid Votes	15*		NIL	NIL	

* 15 Ballots have been rejected because of insufficient information in the ballot papers.

(J) As a Special Resolution- Item No. 10.

Appointment of Mr. RakeshSinghal as an Independent Director.

	Number of members Present And Voting (in Person or by proxy)	No. of Votes Cast by them	Number of Members voted Electronically	No. of Votes Cast by them,	% of total no. of valid votes cast
(i) Voted in favour of the resolution	74	3838	127	186929342	99.99
(ii) Voted against the resolution	4	36	13	5676	0.01
	Total No. of members (in	Total number of			



	person or by proxy) whose votes were declared invalid	Votes cast by them			
(iii) Invalid Votes	15*		NIL	NIL	

* 15 Ballots have been rejected because of insufficient information in the ballot papers.

(K) As a Ordinary Resolution- Item No. 11.

Appointment of Mr. Pankaj Sharma as an Independent Director.

	Number of members Present And Voting (in Person or by proxy)	No. of Votes Cast by them	Number of Members voted Electronically	No. of Votes Cast by them	% of total no. of valid votes cast
(i) Voted in favour of the resolution	74	3838	128	186933014	99.99
(ii) Voted against the resolution	4	36	10	3119	0.01
	Total No. of members (in person or by proxy) whose votes were declared invalid	Total number of Votes cast by them			
(iii) Invalid Votes	15*		NIL	NIL	

* 15 Ballots have been rejected because of insufficient information in the ballot papers.



(L) As a Special Resolution- Item No. 12.

Appointment of Mr. Kapil Vaish as an Independent Director.

	Number of members Present And Voting (in Person or by proxy)	No. of Votes Cast by them	Number of Members voted Electronically	No. of Votes Cast by them	% of total no. of valid votes cast
(i) Voted in favour of the resolution	74	3838	127	186929507	99.99
(ii) Voted against the resolution	4	36	13	5276	0.01
	Total No. of members (in person or by proxy) whose votes were declared invalid	Total number of Votes cast by them			
(iii) Invalid Votes	15*		NIL	NIL	

* 15 Ballots have been rejected because of insufficient information in the ballot papers.

(M) As an Ordinary Resolution- Item No. 13.

Approval of Remuneration of the Cost Auditor for the financial year ending 31st March, 2016

	Number of members Present And Voting (in Person or by proxy)	No. of Votes Cast by them	Number of Members voted Electronically	No. of Votes Cast by them	% of total no. of valid votes cast
(i) Voted in favour of the resolution	74	3838	132	186934382	99.99
(ii) Voted against the resolution	4	36	9	2601	0.01
	Total No. of members (in person or by	Total number of Votes cast			



	proxy) whose votes were declared invalid	by them			
(iii) Invalid Votes	15*		NIL	NIL	

* 15 Ballots have been rejected because of insufficient information in the ballot papers.

(N) As a Special Resolution- Item No. 14.

Issue of redeemable cumulative preference shares

	Number of members Present And Voting (in Person or by proxy)	No. of Votes Cast by them	Number of Members voted Electronically	No. of Votes Cast by them	% of total no. of valid votes cast
(i) Voted in favour of the resolution	74	3838	127	178778332	95.64
(ii) Voted against the resolution	4	36	15	8158636	4.36
	Total No. of members (in person or by proxy) whose votes were declared invalid	Total number of Votes cast by them			
(iii) Invalid Votes	15*		NIL	NIL	

* 15 Ballots have been rejected because of insufficient information in the ballot papers.

(O) As an Ordinary Resolution- Item No. 15.

Increase in Authorized share capital of the Company

	Number of members Present And Voting (in Person or by proxy)	No. of Votes Cast by them	Number of Members voted Electronically	No. of Votes Cast by them	% of total no. of valid votes cast



(i) Voted in favour of the resolution	74	3838	133	186933874	99.99
(ii) Voted against the resolution	4	36	8	2894	0.01
	Total No. of members (in person or by proxy) whose votes were declared invalid	Total number of Votes cast by them			
(iii) Invalid Votes	15*		NIL	NIL	

* 15 Ballots have been rejected because of insufficient information in the ballot papers.

(P) As a Ordinary Resolution- Item No. 16.

Amendment in Memorandum of Association.


	Number of members Present And Voting (in Person or by proxy)	No. of Votes Cast by them	Number of Members voted Electronically	No. of Votes Cast by them	% of total no. of valid votes cast
(i) Voted in favour of the resolution	74	3838	132	186931411	99.99
(ii) Voted against the resolution.	4	36	9	5272	0.01
	Total No. of members (in person or by proxy) whose votes were declared invalid	Total number of Votes cast by them			
(iii) Invalid Votes	15*		NIL	NIL	

* 15 Ballots have been rejected because of insufficient information in the ballot papers.



5. The poll papers and all other records were sealed and handed over to the company Secretary/ Director authorized by the Board for safe keeping.
6. All of the above mentioned resolutions have passed with requisite majority.

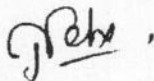
Thanking you,
Yours faithfully,

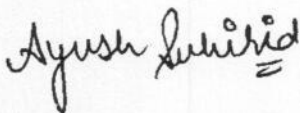

(R.S. BHATIA)



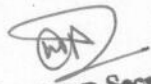
Place: New Delhi

Date: 22/09/2015

Witness 1 

Witness 2 

**Certified True Copy
For Bhusuan Steel Limited**


Company Secretary