

# KALYANI STEELS

C.I.N. : L27104MH1973PLC016350

## Disclosure regarding Voting Results

Date of 41st Annual General Meeting	:	5th September, 2014
Total number of shareholders on Cut Off Date (Record date)	:	38,120
No. of Shareholders present in the Meeting in person or through proxies		
Promoters and Promoter Group	:	7
Public	:	58
No. of Shareholders attended the Meeting through Video conferencing		
Promoters and Promoter Group	:	Not Applicable
Public	:	Not Applicable

### Agenda-wise

#### Resolution No.1

<b>Adoption of the Financial statements of the Company for the year ended 31st March, 2014 and the Reports of the Board of Directors and Auditors thereon</b>							
Resolution Required	Ordinary Resolution						
Mode of Voting	E-voting and Ballot Papers						
Result	Passed with Requisite Majority						
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 against on votes polled
	(1)	(2)	(3) = (2)/(1)*100	(4)	(5)	(6) = (4)/(2)*100	(7) = (5)/(2)*100
Promoter and Promoter Group	26,126,356	26,126,356	100.00%	26,126,356	-	100.00%	-
Public – Institutional holders	-	-	-	-	-	-	-
Public – Others	3,729,006	3,729,006	100.00%	3,729,005	1	100.00%	-
Total	29,855,362	29,855,362	100.00%	29,855,361	1	100.00%	-

#### Resolution No.2

<b>Declaration of dividend on Equity Shares for the year ended 31st March, 2014</b>							
Resolution Required	Ordinary Resolution						
Mode of Voting	E-voting and Ballot Papers						
Result	Passed with Requisite Majority						
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 against on votes polled
	(1)	(2)	(3) = (2)/(1)*100	(4)	(5)	(6) = (4)/(2)*100	(7) = (5)/(2)*100
Promoter and Promoter Group	26,126,356	26,126,356	100.00%	26,126,356	-	100.00%	-
Public – Institutional holders	-	-	-	-	-	-	-
Public – Others	3,729,006	3,729,006	100.00%	3,729,005	1	100.00%	-
Total	29,855,362	29,855,362	100.00%	29,855,361	1	100.00%	-



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# KALYANI STEELS

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## Resolution No.3

Appointment of Mr.B.N. Kalyani, as a Director, who retires by rotation, and being eligible offers himself for re-appointment							
Resolution Required	Ordinary Resolution						
Mode of Voting	E-voting and Ballot Papers						
Result	Passed with Requisite Majority						
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 against on votes polled
	(1)	(2)	(3) = (2)/(1)*100	(4)	(5)	(6) = (4)/(2)*100	(7) = (5)/(2)*100
Promoter and Promoter Group	26,126,356	26,126,356	100.00%	26,126,356	-	100.00%	-
Public – Institutional holders	-	-	-	-	-	-	-
Public – Others	3,729,001	3,729,001	100.00%	3,727,490	1,511	99.96%	0.04%
Total	29,855,357	29,855,357	100.00%	29,853,846	1,511	99.99%	0.01%

## Resolution No.4

Appointment of Mr.C.G. Patankar, as a Director, who retires by rotation, and being eligible offers himself for re-appointment							
Resolution Required	Ordinary Resolution						
Mode of Voting	E-voting and Ballot Papers						
Result	Passed with Requisite Majority						
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 against on votes polled
	(1)	(2)	(3) = (2)/(1)*100	(4)	(5)	(6) = (4)/(2)*100	(7) = (5)/(2)*100
Promoter and Promoter Group	26,126,356	26,126,356	100.00%	26,126,356	-	100.00%	-
Public – Institutional holders	-	-	-	-	-	-	-
Public – Others	3,729,001	3,729,001	100.00%	3,725,590	3,411	99.91%	0.09%
Total	29,855,357	29,855,357	100.00%	29,851,946	3,411	99.99%	0.01%

## Resolution No.5

Appointment of M/s P.G. Bhagwat, Chartered Accountants, Pune as Auditors of the Company							
Resolution Required	Ordinary Resolution						
Mode of Voting	E-voting and Ballot Papers						
Result	Passed with Requisite Majority						
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 against on votes polled
	(1)	(2)	(3) = (2)/(1)*100	(4)	(5)	(6) = (4)/(2)*100	(7) = (5)/(2)*100
Promoter and Promoter Group	26,126,356	26,126,356	100.00%	26,126,356	-	100.00%	-
Public – Institutional holders	-	-	-	-	-	-	-
Public – Others	3,729,006	3,729,006	100.00%	3,729,005	1	100.00%	-
Total	29,855,362	29,855,362	100.00%	29,855,361	1	100.00%	-



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KALYANI STEELS LIMITED, CORPORATE BUILDING, 2ND FLOOR, MUNDHWA, PUNE - 411 036, INDIA.  
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## Resolution No.6

Appointment of Mr.Arun Pawar as an Independent Director							
Resolution Required	Ordinary Resolution						
Mode of Voting	E-voting and Ballot Papers						
Result	Passed with Requisite Majority						
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 against on votes polled
	(1)	(2)	(3) = (2)/(1)*100	(4)	(5)	(6) = (4)/(2)*100	(7) = (5)/(2)*100
Promoter and Promoter Group	26,126,356	26,126,356	100.00%	26,126,356	-	100.00%	-
Public – Institutional holders	-	-	-	-	-	-	-
Public – Others	3,729,001	3,729,001	100.00%	3,724,100	4,901	99.87%	0.13%
Total	29,855,357	29,855,357	100.00%	29,850,456	4,901	99.98%	0.02%

## Resolution No.7

Appointment of Mr.B.B. Hattarki, as an Independent Director							
Resolution Required	Ordinary Resolution						
Mode of Voting	E-voting and Ballot Papers						
Result	Passed with Requisite Majority						
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 against on votes polled
	(1)	(2)	(3) = (2)/(1)*100	(4)	(5)	(6) = (4)/(2)*100	(7) = (5)/(2)*100
Promoter and Promoter Group	26,126,356	26,126,356	100.00%	26,126,356	-	100.00%	-
Public – Institutional holders	-	-	-	-	-	-	-
Public – Others	3,728,996	3,728,996	100.00%	3,728,095	901	99.98%	0.02%
Total	29,855,352	29,855,352	100.00%	29,854,451	901	100.00%	-

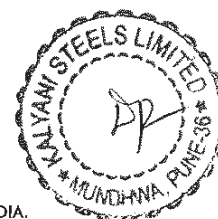
## Resolution No.8

Appointment of Mr.M.U. Takale as an Independent Director							
Resolution Required	Ordinary Resolution						
Mode of Voting	E-voting and Ballot Papers						
Result	Passed with Requisite Majority						
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 against on votes polled
	(1)	(2)	(3) = (2)/(1)*100	(4)	(5)	(6) = (4)/(2)*100	(7) = (5)/(2)*100
Promoter and Promoter Group	26,126,356	26,126,356	100.00%	26,126,356	-	100.00%	-
Public – Institutional holders	-	-	-	-	-	-	-
Public – Others	3,729,006	3,729,006	100.00%	3,728,105	901	99.98%	0.02%
Total	29,855,362	29,855,362	100.00%	29,854,461	901	100.00%	-



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C.I.N. : L27104MH1973PLC016350

## Resolution No.9

Appointment of Mr.S.M. Kheny as an Independent Director							
Resolution Required	Ordinary Resolution						
Mode of Voting	E-voting and Ballot Papers						
Result	Passed with Requisite Majority						
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 against on votes polled
	(1)	(2)	(3) = (2)/(1)*100	(4)	(5)	(6) = (4)/(2)*100	(7) = (5)/(2)*100
Promoter and Promoter Group	26,126,356	26,126,356	100.00%	26,126,356	-	100.00%	-
Public – Institutional holders	-	-	-	-	-	-	-
Public – Others	3,729,001	3,729,001	100.00%	3,728,100	901	99.98%	0.02%
Total	29,855,357	29,855,357	100.00%	29,854,456	901	100.00%	-

## Resolution No.10

Appointment of Mr.S.S. Vaidya as an Independent Director							
Resolution Required	Ordinary Resolution						
Mode of Voting	E-voting and Ballot Papers						
Result	Passed with Requisite Majority						
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 against on votes polled
	(1)	(2)	(3) = (2)/(1)*100	(4)	(5)	(6) = (4)/(2)*100	(7) = (5)/(2)*100
Promoter and Promoter Group	26,126,356	26,126,356	100.00%	26,126,356	-	100.00%	-
Public – Institutional holders	-	-	-	-	-	-	-
Public – Others	3,729,006	3,729,006	100.00%	3,726,505	2,501	99.93%	0.07%
Total	29,855,362	29,855,362	100.00%	29,852,861	2,501	99.99%	0.01%

## Resolution No.11

Authority to the Board to borrow money							
Resolution Required	Special Resolution						
Mode of Voting	E-voting and Ballot Papers						
Result	Passed with Requisite Majority						
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 against on votes polled
	(1)	(2)	(3) = (2)/(1)*100	(4)	(5)	(6) = (4)/(2)*100	(7) = (5)/(2)*100
Promoter and Promoter Group	26,126,356	26,126,356	100.00%	26,126,356	-	100.00%	-
Public – Institutional holders	-	-	-	-	-	-	-
Public – Others	3,728,956	3,728,956	100.00%	3,726,455	2,501	99.93%	0.07%
Total	29,855,312	29,855,312	100.00%	29,852,811	2,501	99.99%	0.01%



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## Resolution No.12

Authority to the Board to create Charge(s)							
Resolution Required	Special Resolution						
Mode of Voting	E-voting and Ballot Papers						
Result	Passed with Requisite Majority						
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 against on votes polled
	(1)	(2)	(3) = (2)/(1)*100	(4)	(5)	(6) = (4)/(2)*100	(7) = (5)/(2)*100
Promoter and Promoter Group	26,126,356	26,126,356	100.00%	26,126,356	-	100.00%	-
Public – Institutional holders	-	-	-	-	-	-	-
Public – Others	3,729,006	3,729,006	100.00%	3,726,505	2,501	99.93%	0.07%
Total	29,855,362	29,855,362	100.00%	29,852,861	2,501	99.99%	0.01%

## Resolution No.13

Payment of Remuneration by way of Commission to Non Whole-time Directors							
Resolution Required	Ordinary Resolution						
Mode of Voting	E-voting and Ballot Papers						
Result	Passed with Requisite Majority						
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 against on votes polled
	(1)	(2)	(3) = (2)/(1)*100	(4)	(5)	(6) = (4)/(2)*100	(7) = (5)/(2)*100
Promoter and Promoter Group	26,126,356	26,126,356	100.00%	26,126,356	-	100.00%	-
Public – Institutional holders	-	-	-	-	-	-	-
Public – Others	3,729,006	3,729,006	100.00%	3,724,064	4,942	99.87%	0.13%
Total	29,855,362	29,855,362	100.00%	29,850,420	4,942	99.98%	0.02%

## Resolution No.14

Approval for Related Party Transactions							
Resolution Required	Special Resolution						
Mode of Voting	E-voting and Ballot Papers						
Result	Passed with Requisite Majority						
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 against on votes polled
	(1)	(2)	(3) = (2)/(1)*100	(4)	(5)	(6) = (4)/(2)*100	(7) = (5)/(2)*100
Promoter and Promoter Group	72,560	72,560	100.00%	72,560	-	100.00%	-
Public – Institutional holders	-	-	-	-	-	-	-
Public – Others	3,728,956	3,728,956	100.00%	3,724,045	4,911	99.87%	0.13%
Total	3,801,516	3,801,516	100.00%	3,796,605	4,911	99.87%	0.13%



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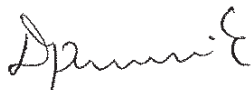
# KALYANI STEELS

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## Resolution No.15

To approve the Remuneration of the Cost Auditors							
Resolution Required	Ordinary Resolution						
Mode of Voting	E-voting and Ballot Papers						
Result	Passed with Requisite Majority						
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 against on votes polled
	(1)	(2)	(3) = (2)/(1)*100	(4)	(5)	(6) = (4)/(2)*100	(7) = (5)/(2)*100
Promoter and Promoter Group	26,126,356	26,126,356	100.00%	26,126,356	-	100.00%	-
Public – Institutional holders	-	-	-	-	-	-	-
Public – Others	3,729,006	3,729,006	100.00%	3,729,005	1	100.00%	-
Total	29,855,362	29,855,362	100.00%	29,855,361	1	100.00%	-

FOR KALYANI STEELS LIMITED



MRS.D.R. PURANIK  
COMPANY SECRETARY  
E-mail : puranik@kalyanisteels.com



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**S. V. Deulkar**  
Practicing company secretary  
63, Ashoknagar, Pune -411007

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To  
The Chairman,  
Kalyani Steels Limited  
Registered Office: Mundhwa,  
Pune 411 036

**Sub: Results of E-voting and Ballot**

Dear Sir,

I undersigned, S. V. Deulkar, Practicing Company Secretary who have been appointed as the Scrutinizer of Kalyani Steels Limited for following:

- a) E-voting conducted during 28<sup>th</sup> August, 2014 to 30<sup>th</sup> August,2014 and
- b) Voting through Ballot conducted during 28<sup>th</sup> August, 2014 to 30<sup>th</sup> August,2014
- c) Combined report of e-voting and Ballot


as per the resolutions contained in the Notice of the said 41<sup>st</sup> AGM of the Company held on 5<sup>th</sup> September, 2014.

I enclose my Reports for the above e-voting and Ballot for your information and records.

I hereby declare that all 15 (Fifteen) resolutions as per the aforesaid Notice of the AGM of the Company have been passed by the requisite majority.

Thanking you,

Yours faithfully,

  
S. V. Deulkar  
Practicing Company Secretary  
C. P. No. 965  
Place: Pune  
Date: 5<sup>th</sup> September, 2014



S. V.Deulkar  
Practicing Company Secretary  
63, Ashok Nagar, Pune 411007

Combined Report  
Kalyani Steels Limited

Annual General Meeting dated 5th September, 2014

SR. NO.	Resolutions	E - voting		Ballot received by post		Total		Result
		No. of Votes		No. of Votes		No. of Votes		
		For	Against	For	Against	For	Against	
1	Ordinary Resolution to Consider and adopt the Audited Balance sheet as at 31st March, 2014 and the Profit & Loss Account for the year ended on that date and reports of the Directors and Auditors thereon.	12632	1	29842729	0	29855361	1	Resolution passed with requisite majority
2	Ordinary Resolution for declaration of Dividend on Equity Shares for the year ended 31st March, 2014	12632	1	29842729	0	29855361	1	Resolution passed with requisite majority
3	Ordinary Resolution for re-appointment of Mr.B.N. Kalyani, as a Director, who retires by rotation.	11117	1511	29842729	0	29853846	1511	Resolution passed with requisite majority
4	Ordinary Resolution for re-appointment of Mr.C.G. Patankar, as a Director, who retires by rotation.	9217	3411	29842729	0	29851946	3411	Resolution passed with requisite majority





5	Ordinary Resolution for appointment of M/s. P.G. Bhagwat, Chartered Accountants, Pune as Auditors of the Company.	12632	1	29842729	0	29855361	1	Resolution passed with requisite majority
6	Ordinary Resolution for appointment of Mr. Arun Pawar as an Independent Director.	7727	4901	29842729	0	29850456	4901	Resolution passed with requisite majority
7	Ordinary Resolution for appointment of Mr.B.B. Hattarki as an Independent Director.	11722	901	29842729	0	29854451	901	Resolution passed with requisite majority
8	Ordinary Resolution for appointment of Mr. M.U. Takale as an Independent Director.	11732	901	29842729	0	29854461	901	Resolution passed with requisite majority
9	Ordinary Resolution for appointment of Mr. S.M. Kheny as an Independent Director.	11727	901	29842729	0	29854456	901	Resolution passed with requisite majority
10	Ordinary Resolution for appointment of Mr. S. S. Vaidya as an Independent Director.	10132	2501	29842729	0	29852861	2501	Resolution passed with requisite majority
11	Special Resolution under section 180 (1)(c) of the Companies Act 2013 for borrowing an amount not exceeding Rs.10,000/- Million.	10082	2501	29842729	0	29852811	2501	Resolution passed with requisite majority
12	Special resolution under section 180 (1) (a) of the Companies Act 2013 for Creating a mortgage on undertaking for an amount not exceeding Rs.15,000/- Million.	10132	2501	29842729	0	29852861	2501	Resolution passed with requisite majority



13	Ordinary Resolution for payment of remuneration by way of Commission to Non Whole-time Directors.	7691	4942	29842729	0	29850420	4942	Resolution passed with requisite majority
14	Special Resolution for approval of Related Party Transactions.	7672	4911	3788933	0	3796605	4911	Resolution passed with requisite majority
15	Ordinary Resolution to approve the remuneration of the Cost Auditors.	12632	1	29842729	0	29855361	1	Resolution passed with requisite majority

