



28TH ANNUAL GENERAL MEETING HELD ON 27TH SEPTEMBER, 2014

DECLARATION OF RESULTS- COMBINED (E-VOTING& POLL)

PRESENT:

1. Sh. Harish Chand Jain – Chairman & Managing Director
2. Sh. Sunil Kumar Jain- Director
3. Sh. Mahendra Kumar Jain- Director
4. Sh. Deepesh Jain- Director

Total no. of shareholders- 2418

Out of which 19 members present personally

Out of which 10 members voted in AGM holding 61547 shares.

As per the provisions of Companies Act, 2013 as also the Listing Agreement, the Company has provided the facility of e-voting to the Shareholders to enable them to cast their vote electronically on the resolutions proposed in the Notice of the 28th Annual General Meeting (AGM). The e-voting was open from 21st September, 2014 (9:00 A.M.) to 23rd September, 2014 (6:00 P.M.).

Mr. Giriraj Prasad, Practicing Chartered Accountant (Membership No. 73380) appointed as the Scrutinizer for E-voting has carried out the scrutiny of all the electronic votes received upto the close of e-voting on 21st September, 2014. He was also appointed as the Scrutinizer for conducting Poll at the 28th Annual General Meeting and submitted his report. The combined (E-voting & Poll) result is as follows as per the Scrutinizer's Report dated 27th September, 2014.

Item No. of Notice	Votes in favour of the resolution		Votes against the resolution		Invalid votes
	Nos.	% of total no. of valid votes cast (Favour & against)	Nos.	% of total no. of valid votes cast (Favour & against)	
Item No. 1 of the Notice (As an Ordinary Resolution)	1846369	100%	NIL	NIL	NIL
Item No. 2 of the notice (As an Ordinary Resolution)	1846369	100%	NIL	NIL	NIL
Item No. 3 of the notice (As an Ordinary Resolution)	1846369	100%	NIL	NIL	NIL
Item No. 4 of the notice (As an Ordinary Resolution)	1846369	100%	NIL	NIL	NIL

Manufacture of Steel Tubes & Pipes

Regd. Office : 404, Shekhawati Complex, Station Road, Jaipur (Raj.) Ph. : 2372734, 2372756 Fax : 0141-2360775
Works : Banke Bihari Industrial Area, Jatawali Mod, Maharkala, Gram Dehra, Tehsil Chomu, Dist. JAIPUR (Raj.)

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Corporate Identification Number (CIN) **CIN No. L27107RJ1995PLC003370**



Rajasthan Tube
Manufacturing Company Limited

Item No. 5 of the notice (As an Ordinary Resolution)	1846369	100%	NIL	NIL	NIL
Item No. 6 of the notice (As an Ordinary Resolution)	1846369	100%	NIL	NIL	NIL
Item No. 7 of the notice (As an Ordinary Resolution)	1846369	100%	NIL	NIL	NIL
Item No. 8 of the notice (As an Ordinary Resolution)	1846369	100%	NIL	NIL	NIL
Item No. 9 of the notice (As a Special Resolution)	1844369	99.89%	2000	0.11%	NIL
Item No. 10 of the notice (As a Special Resolution)	1844369	99.89%	2000	0.11%	NIL

Based on the consolidated report of the Scrutinizer, all Ordinary and Special Resolution as set out in the Notice of 28th Annual General Meeting have been duly approved by the shareholders with requisite majority prescribed under the applicable laws. A copy of the Scrutinizers report dated 27th September, 2014 is attached herewith.

This is for your information, records and necessary action. Kindly acknowledge receipt.

Thanking You.

Yours faithfully,

For Rajasthan Tube Manufacturing Company Limited

Komal Behl

Komal Behl
Company Secretary
Mem No. A35516

Encl: As above

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Permanent Identification Number (CIN) - CIN No. L27107RJ1985PLC003370

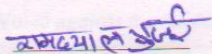
Scrutinizer's Report

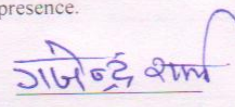
[Pursuant to Section 108 of Companies Act, 2013 and Rule 20(3)(xi) of the Companies
(Management & Administration) Rules, 2014

To
The Chairman of 28th Annual General Meeting of the members of
Rajasthan Tube Manufacturing Company Limited to be held on the 27th day of September, 2014
at Anokha Gaon, Near Road No. 14, Vishwakarma Industrial Area, Sikar Road, Jaipur.

Dear Sir,

1. I Giriraj Prasad, a Chartered Accountant in practice, have been appointed by the Board of Directors of Rajasthan Tube Manufacturing Company Limited (the company) as a scrutinizer for the purpose of scrutinizing the e-voting process and ascertaining the requisite majority on e-voting carried out as per the provisions of Section 108 of the Companies Act, 2013 (the 2013 Act) read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (Rules) on the resolutions contained in the notice to the 28th Annual general Meeting (AGM) of the members of the company, to be held on the 27th day of September, 2014 at Anokha Gaon, Near Road No. 14, Vishwakarma Industrial Area, Sikar Road, Jaipur.
2. The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules relating to voting through electronic means on the resolutions contained in the Notice to the 28th Annual General Meeting (AGM) of the members of the company. My responsibility as a scrutinizer for the e-voting process is restricted to make a Scrutinizer's Report of the votes cast "in favour" or "against" the resolutions stated above, based on the reports generated from the e-voting system provided by CDSL, the authorized agency engaged by the company to provide e-voting facilities for e-voting.
3. Further to the above, I submit my report as under:-
 - (i) The e-voting period remained open from Sunday, 21st September 2014 (9:00 A.M) to Tuesday, 23rd September, 2014 (6:00 P.M.)
 - (ii) The members of the company as on the cut-off date i.e. 22nd August, 2014 were entitled to vote on the resolutions (Item No. 1 to 10 as set out in the notice of 28th AGM of the Company)
 - (iii) The votes cast were unblocked on 24th September, 2014 in the presence of 2 witnesses, Mr. Ram Dayal and Mr. Gajendra Sharma who are not in the employment of the company. They have signed below in confirmation of the votes being unblocked in their presence.


Name: Ram Dayal


Name: Gajendra Sharma



- (iv) Thereafter, the details containing inter-alia, list of equity shareholders, who voted "for", "against" each of the resolutions that were put to vote, were generated from the e-voting website of Central Depository Services India Limited ("CDSL") i.e. <https://www.evotingindia.com/> and based on such reports generated, the result of the e-voting is as under:

Item No. 1:-

Ordinary resolution to consider and adopt the audited financial statements of the Company for the financial year ended March 31, 2014 the Reports of the Board of Directors and Auditors thereon.

- (i) Voted *in favour* of the resolution

No. of members voted	No. of votes cast by them	% of total no. of valid votes cast (favour & Against)
12	1784822	100%

- (ii) Voted *against* the resolution

No. of members voted	No. of votes cast by them	% of total no. of valid votes cast (favour & Against)
NIL	NIL	NIL

- (iii) *Invalid* Votes

Total No. of members whose votes were declared invalid	Total No. of votes cast by them
NIL	NIL

Item No. 2

Ordinary resolution to appoint M/s Pramod & Associates, Chartered Accountants as auditors and fixing their remuneration.

- (i) Voted *in favour* of the resolution

No. of members voted	No. of votes cast by them	% of total no. of valid votes cast (favour & Against)
12	1784822	100%

- (ii) Voted *against* the resolution

No. of members voted	No. of votes cast by them	% of total no. of valid votes

		cast (favour & Against)
NIL	NIL	NIL

(iii) **Invalid Votes**

Total No. of members whose votes were declared invalid	Total No. of votes cast by them
NIL	NIL

Item No. 3

Ordinary Resolution to appoint Smt. Rajshree Patni (DIN: 06934858) as a director.

(i) Voted **in favour** of the resolution

No. of members voted	No. of votes cast by them	% of total no. of valid votes cast (favour & Against)
12	1784822	100%

(ii) Voted **against** the resolution

No. of members voted	No. of votes cast by them	% of total no. of valid votes cast (favour & Against)
NIL	NIL	NIL

(iii) **Invalid Votes**

Total No. of members whose votes were declared invalid	Total No. of votes cast by them
NIL	NIL

Item No. 4

Ordinary Resolution to appoint Sh. Sunil Kumar Jain (DIN: 02000158) as an Independent Director.

(i) Voted **in favour** of the resolution

No. of members voted	No. of votes cast by them	% of total no. of valid votes cast (favour & Against)
12	1784822	100%

(ii) Voted *against* the resolution

No. of members voted	No. of votes cast by them	% of total no. of valid votes cast (favour & Against)
NIL	NIL	NIL

(iii) *Invalid* Votes

Total No. of members whose votes were declared invalid	Total No. of votes cast by them
NIL	NIL

Item No. 5

Ordinary Resolution to appoint Sh. Deepesh Jain (DIN: 01992289) as an Independent Director.

(i) Voted *in favour* of the resolution

No. of members voted	No. of votes cast by them	% of total no. of valid votes cast (favour & Against)
12	1784822	100%

(ii) Voted *against* the resolution

No. of members voted	No. of votes cast by them	% of total no. of valid votes cast (favour & Against)
NIL	NIL	NIL

(iii) *Invalid* Votes

Total No. of members whose votes were declared invalid	Total No. of votes cast by them
NIL	NIL

Item No. 6

Ordinary Resolution to appoint Sh. Mahendra Kumar Jain (DIN: 03427641) as an Independent Director.

(i) Voted *in favour* of the resolution

No. of members voted	No. of votes cast by them	% of total no. of valid votes
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		cast (favour & Against)
12	1784822	100%

(ii) Voted *against* the resolution

No. of members voted	No. of votes cast by them	% of total no. of valid votes cast (favour & Against)
NIL	NIL	NIL

(iii) *Invalid* Votes

Total No. of members whose votes were declared invalid	Total No. of votes cast by them
NIL	NIL
NIL	NIL

Item No. 7

Ordinary Resolution to appoint Sh. Harish Chand Jain (DIN: 01504391) as a Managing Director.

(i) Voted *in favour* of the resolution

No. of members voted	No. of votes cast by them	% of total no. of valid votes cast (favour & Against)
12	1784822	100%

(ii) Voted *against* the resolution

No. of members voted	No. of votes cast by them	% of total no. of valid votes cast (favour & Against)
NIL	NIL	NIL

(iii) *Invalid* Votes

Total No. of members whose votes were declared invalid	Total No. of votes cast by them
NIL	NIL

Item No. 8

Ordinary Resolution to approve the remuneration of the Cost Auditors for the financial year ending March 31, 2015

(i) Voted *in favour* of the resolution

No. of members voted	No. of votes cast by them	% of total no. of valid votes cast (favour & Against)
12	1784822	100%

(ii) Voted *against* the resolution

No. of members voted	No. of votes cast by them	% of total no. of valid votes cast (favour & Against)
NIL	NIL	NIL

(iii) *Invalid* Votes

Total No. of members whose votes were declared invalid	Total No. of votes cast by them
NIL	NIL

Item No. 9

Special Resolution to increase the limit of borrowing by the Company.

(i) Voted *in favour* of the resolution

No. of members voted	No. of votes cast by them	% of total no. of valid votes cast (favour & Against)
11	1782822	99.89%

(ii) Voted *against* the resolution

No. of members voted	No. of votes cast by them	% of total no. of valid votes cast (favour & Against)
1	2000	0.11%

(iii) *Invalid* Votes

Total No. of members whose votes were declared invalid	Total No. of votes cast by them
NIL	NIL

Item No. 10

Special Resolution to authorize the Board of Directors of the Company to mortgage and/or charge on all or any of the moveable and/or immovable properties of the company.

(i) Voted *in favour* of the resolution

No. of members voted	No. of votes cast by them	% of total no. of valid votes cast (favour & Against)
11	1782822	99.89%

(ii) Voted *against* the resolution

No. of members voted	No. of votes cast by them	% of total no. of valid votes cast (favour & Against)
1	2000	0.11%

(iii) *Invalid* Votes

Total No. of members whose votes were declared invalid	Total No. of votes cast by them
NIL	NIL

Thanking You,

Yours faithfully,



Giriraj Prasad

Practicing Chartered Accountant

Membership No. 73380

Place: Jaipur

Date: 24.09.2014