

ATTL/SE/PB01/20-21

December 2, 2020

To,  
**The Department of Corporate Services**  
**BSE Limited**  
Floor 25, P J Towers  
Dalal Street, Mumbai-400 001  
SCRIP CODE: 538566

Dear Sirs,

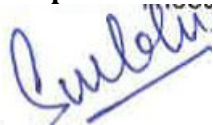
**Sub.: Voting Result of Postal Ballot held on November 30, 2020 in terms of Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015**

We request you to refer our letter dated October 30, 2020 sending the Notice of Postal Ballot for agenda items, viz.: (i) reclassification of Shri Saket Agarwal from 'Promoter & Promoter Group' Category to "Public" Category of shareholders of the Company under Regulation 31A of SEBI (LODR) Regulation, 2015 and (ii) appointment of Shri Vinay Gupta as Director of the Company. Accordingly, please find attached the following in relation to the postal ballot conducted by the company:

1. In terms of Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find attached herewith the Voting Results on the Resolutions forming part of the Postal Ballot dated 30<sup>th</sup> October, 2020 as **Annexure I**.
2. Further, Shri Jatin Gupta of Jatin Gupta & Associates, Practising Company Secretaries, Membership No. FCS 5651 & COP No. 5236, the Scrutinizer has presented his consolidated report dated 2<sup>nd</sup> December, 2020 on remote e-voting. A copy of the said Report is also enclosed herewith as **Annexure II**.

Kindly take the above information on your record.

Thanking You,  
Yours Sincerely  
**For Apollo Tricoat Tubes Limited**



**Surbhi Arora**  
**Company Secretary**  
**M. No. A33370**

**Encl.: a/a**

Copy for information to:

1. **Central Depository Services (India) Limited**  
Marathon Futurex, A-Wing, 25th floor, NM Joshi Marg,  
Lower Parel, Mumbai 400013
2. **Bigshare Services Private Limited**  
1<sup>st</sup> Floor, Bharat Tin Works Building, Opp. Vasant Oasis,  
Makwana Road, Marol, Andheri (East), Mumbai 400059

**APOLLO TRICOAT TUBES LIMITED**

**Annexure I**

Regulation 44(3) of the SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015

<b>Date of the Postal Ballot</b>	30/11/2020
<b>Total number of shareholders on record date</b>	14,410
<b>No. of shareholders present in the meeting either in person or through proxy:</b>	
Promoters and Promoter Group:	NA
Public:	NA
<b>No. of Shareholders attended the meeting through Video Conferencing</b>	
Promoters and Promoter Group:	NA
Public:	NA

**Agenda-wise disclosure (to be disclosed separately for each agenda item)**

<b>Resolution No. 1</b>	<b>(Ordinary)</b>	Reclassification of Mr. Saket Agarwal from "Promoter and Promoter Group" Category to "Public" Category						
<b>Whether promoter/ promoter group are interested in the agenda/resolution?</b>		Yes						
<b>Category</b>	<b>Mode of Voting</b>	<b>No. of Shares Held</b>	<b>No. of Votes Polled</b>	<b>% of votes polled on outstanding shares</b>	<b>No. of Votes-in favour</b>	<b>No. of Votes-against</b>	<b>% of votes in favour on votes polled</b>	<b>% of votes against on votes polled</b>
		[1]	[2]	[3]=([2]/[1])*100	[4]	[5]	[6]=([4]/[2])*100	[7]=([5]/[2])*100
Promoter and Promoter Group	E-Voting	19018321						
	Poll							
	Postal Ballot (if applicable)		0	0.00	0	0.00	0.00	0.00
	<b>Total</b>		<b>19018321</b>	<b>0</b>	<b>0.00</b>	<b>0</b>	<b>0.00</b>	<b>0.00</b>
Public - Institutions	E-Voting	1451952						
	Poll							
	Postal Ballot (if applicable)		1297253	89.35	1297253	0.00	100.00	0.00
	<b>Total</b>		<b>1451952</b>	<b>1297253</b>	<b>89.35</b>	<b>1297253</b>	<b>0.00</b>	<b>100.00</b>
Public - Non Institutions	E-Voting	9929727						
	Poll							
	Postal Ballot (if applicable)		19601	0.20	19580	21.00	99.89	0.11
	<b>Total</b>		<b>9929727</b>	<b>19601</b>	<b>0.20</b>	<b>19580</b>	<b>21.00</b>	<b>99.89</b>
<b>Total</b>		<b>30400000</b>	<b>1316854</b>	<b>4.33</b>	<b>1316833</b>	<b>21.00</b>	<b>100.00</b>	<b>0.00</b>

<b>Resolution No. 2</b>	<b>(Ordinary)</b>	Appointment of Shri Vinay Gupta, as Director of the Company						
<b>Whether promoter/ promoter group are interested in the agenda/resolution?</b>		No						
<b>Category</b>	<b>Mode of Voting</b>	<b>No. of Shares Held</b>	<b>No. of Votes Polled</b>	<b>% of votes polled on outstanding shares</b>	<b>No. of Votes-in favour</b>	<b>No. of Votes-against</b>	<b>% of votes in favour on votes polled</b>	<b>% of votes against on votes polled</b>
		[1]	[2]	[3]=([2]/[1])*100	[4]	[5]	[6]=([4]/[2])*100	[7]=([5]/[2])*100
Promoter and Promoter Group	E-Voting	19018321						
	Poll							
	Postal Ballot		0	0.00	0	0.00	0.00	0.00
	<b>Total</b>		<b>19018321</b>	<b>0</b>	<b>0.00</b>	<b>0</b>	<b>0.00</b>	<b>0.00</b>
Public - Institutions	E-Voting	1451952						
	Poll							
	Postal Ballot		1297253	89.35	1297253	0.00	100.00	0.00
	<b>Total</b>		<b>1451952</b>	<b>1297253</b>	<b>89.35</b>	<b>1297253</b>	<b>0.00</b>	<b>100.00</b>
Public - Non Institutions	E-Voting	9929727						
	Poll							
	Postal Ballot (if applicable)		19601	0.20	19585	16.00	99.92	0.08
	<b>Total</b>		<b>9929727</b>	<b>19601</b>	<b>0.20</b>	<b>19585</b>	<b>16.00</b>	<b>99.92</b>
<b>Total</b>		<b>30400000</b>	<b>1316854</b>	<b>4.33</b>	<b>1316838</b>	<b>16.00</b>	<b>100.00</b>	<b>0.00</b>

For Apollo TriCoat Tubes Limited



(Surbhi Arora)  
Company Secretary  
as authorised by the Chairman

Date: 02-12-2020  
Place: Ghaziabad

## **Jatin Gupta & Associates**

Company Secretaries

Office : TR-1, Top Floor, Plot No. 3, Anupam Plaza, LSC,  
Mayur Vihar Phase I, Delhi 110 091 (Above Yes Bank Limited)  
Ph- +91-11-2275 6338 ; E-Mail : jatinfcs@gmail.com

### **SCRUTINIZER'S REPORT**

To,  
**Ms. Surbhi Arora**  
Company Secretary

APOLLO TRICOAT TUBES LIMITED

**Towards Postal Ballot conducted vide notice dt. 30<sup>th</sup> October, 2020**

Name of the Company	<b>APOLLO TRICOAT TUBES LIMITED</b>
Meeting/Event	Postal Ballot

I, Jatin Gupta, (FCS : 5651 and CP : 5236), of Jatin Gupta & Associates, Proprietor of Company Secretaries Firm having office at TR-1, Top Floor, Plot No. 3, Anupam Plaza, LSC, Mayur Vihar Phase I, Delhi 110 091 (Above Yes Bank Limited) appointed as Scrutinizer by the Board of Directors of APOLLO TRICOAT TUBES LIMITED, ("the Company") pursuant to Section 108 of The Companies Act, 2013 and Rule 20 and 21 of the Companies (Management and Administration) Rules, 2014 to conduct the Remote E-voting process and to scrutinize Remote E-voting, on the resolution(s) set out in the notice dt. 30<sup>th</sup> October, 2020 of Postal Ballot of APOLLO TRICOAT TUBES LIMITED, whose remote E voting started on Sunday the 1<sup>st</sup> November, 2020 and ended on 30<sup>th</sup> November, 2020 submit as under :

1. The management of the Company is responsible to ensure compliance with the requirements of the relevant provisions of (i) The Companies Act, 2013 and the Rules made thereunder ; (ii) The SEBI (Listing obligations and Disclosure Requirements) Regulations, 2015 and (iii) The Secretarial Standards – 2 on General Meetings issued by The Institute of Company Secretaries of India, relating to the E-voting facility to the shareholders during the AGM and Remote E-Voting. Our responsibilities as a Scrutinizer is restricted to give a report on the Votes Cast by the members for the resolutions as contained in the notice.
2. The notice dt. 30<sup>th</sup> October, 2020 for Postal Ballot, as confirmed by the Company, was sent to the shareholders :

**JATIN  
GUPTA** Digitally signed by  
JATIN GUPTA  
Date: 2020.12.02  
16:47:12 +05'30'

## Jatin Gupta & Associates

Company Secretaries

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3. The Company has appointed Central Depository Services (India) Limited (CDSL) for facilitating e-voting to enable the members of the Company to cast their votes electronically.
4. The members of the Company, holding shares in physical or in dematerialized form, as on cut off date i.e 23<sup>rd</sup> October, 2020 were entitled to cast their votes on the resolutions as set out in item no(s) 1 to 2 of the Notice by remote e voting.
5. The facility provided for remote e-voting which commenced on 1<sup>st</sup> November, 2020 at 10.00 A.M. remained open for not less than 3 days and ended on 30<sup>th</sup> November, 2020 at 5.00 P.M. The remote e-voting facility was blocked immediately thereafter.

### **6. Voting**

Accordingly, CDSL, the remote e-Voting Agency provided us with the names, DP Id & Client Id/ folios and shareholding of the members who had cast their votes through remote e-voting.

7. As per the information given by the Company the names of the shareholders who had voted by remote e-voting through the facility provided by CDSL had been blocked.
8. I have verified remote e-voting.
9. After the blocking of remote e-voting, the votes cast were unblocked in the presence of One witness Ms. Kamlesh Gupta who are not in employment of the Company.
10. I have scrutinized and reviewed the voting through electronic means based on the data downloaded from the E-Voting system of Central Depository Services Limited (CDSL).

## Jatin Gupta & Associates

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11. I now submit my Report on the Result of the voting through electronic means (by remote e-voting) in respect of the resolutions proposed in the notice dated 30<sup>th</sup> October, 2020.

### 12. Results

12.1 The Result with respect to each item on the agenda as set out in the Notice is enclosed herewith.

12.2 Based on the aforesaid results, we report result in consolidated manner as hereunder :

#### Item No. 1

#### **Reclassification of Mr. Saket Agarwal, from “Promoter and Promoter Group” Category to “Public” Category**

**“RESOLVED THAT** pursuant to the provisions of Regulation 31A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”) including any statutory modification(s) or re-enactment thereof and other applicable provisions, and subject to necessary approvals from the BSE Limited (herein after referred to as Stock Exchange) and other appropriate statutory authorities, as may be necessary, the consent of the members of the Company be and is hereby accorded to reclassify Shri Saket Agarwal, a person belonging to the ‘Promoter Group’ of the Company, holding 20,48,321 equity shares, aggregating to 6.74% of the total shareholding of the Company as on date (hereinafter referred to as “Applicant”), from the "Promoter and Promoter Group" category to "Public" category.

**RESOLVED FURTHER THAT** in supersession of any provision, their special rights, if any, with respect to the Company through formal or informal arrangements including through any Members agreements, if any, stand withdrawn/terminated and be null and void, with immediate effect. **RESOLVED FURTHER** that on approval of the Stock Exchange(s) on the application for reclassification of Mr. Saket Agarwal into "Public" category, the Company shall effect such reclassification in the Statement of Shareholding pattern from immediate succeeding quarter under Regulation 31 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and will ensure necessary compliance with SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, SEBI (Prohibition of Insider Trading) Regulations, 2015 and other applicable provisions. **RESOLVED FURTHER** that the Board of Directors and the Company Secretary of the Company be and are hereby authorized to do all such acts, deeds, matters and things as they may, in its absolute discretion, deem necessary, proper or desirable to give effect to this resolution including but not limited to giving Intimation / filing with stock exchange i.e. BSE Limited and seeking their approval for the

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proposed reclassification and to execute all other documents required to be filed in connection with the above and to settle all such questions, difficulties or doubts whatsoever which may arise and amend such details and to represent before such authorities as may be required and to take all such steps and decisions in this regard to give full effect to the aforesaid resolution .”

Particulars	Remote E-voting		Total		Invalid Votes, if any
	Number	votes	Number	votes	
<b>Assent</b>	<b>64</b>	<b>1316833</b>	<b>64</b>	<b>1316833</b>	<b>Nil</b>
<b>Dissent</b>	<b>11</b>	<b>21</b>	<b>11</b>	<b>21</b>	<b>Nil</b>
<b>Total</b>	<b>75</b>	<b>1316854</b>	<b>75</b>	<b>1316854</b>	<b>Nil</b>

Based on the aforesaid results, we report that the Ordinary Resolution as contained in **item No. 1** of the Notice of Postal Ballot dated 30<sup>th</sup> October, 2020 has been passed with **requisite majority as proposed**.

### **2. Appointment of Shri Vinay Gupta, as Director of the Company**

“**RESOLVED THAT** pursuant to the provisions of Section 152, 161 and other applicable provisions, if any, of the Companies Act, 2013 (“the Act”) and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof, for the time being in force), Shri Vinay Gupta (DIN: 00005149) who was appointed as an Additional Director by the Board of Directors of the Company on 23rd October, 2020 and in respect of whom a notice in writing under section 160 of the Companies Act, 2013 has been received from a member signifying his intention to propose the candidature be and is hereby appointed as a Non- Executive Director of the Company, liable to be retire by rotation”.

**JATIN**  
**GUPTA**

Digitally signed  
by JATIN GUPTA  
Date:  
2020.12.02  
16:47:59 +05'30'

## Jatin Gupta & Associates

Company Secretaries

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Particulars	Remote E-voting		Total		Invalid Votes, if any
	Number	votes	Number	votes	
Assent	64	1316838	64	1316838	Nil
Dissent	11	16	11	16	Nil
Total	75	1316854	75	1316854	Nil

Based on the aforesaid results, we report that the Ordinary Resolution as contained in **item No. 2** of the Notice of the Postal Ballot dated 30<sup>th</sup> October, 2020 has been passed with **requisite majority as proposed**.

The relevant records i.e papers/records relating to electronic voting shall stay in our custody till the same is informed to Stock Exchanges concerned and same shall thereafter be handed over to Ms. Surbhi Arora, Company Secretary for safe keeping.

Thanking You,

Yours faithfully

For Jatin Gupta & Associates

For APOLLO TRICOAT TUBES LIMITED

Company Secretaries

JATIN  
GUPTA

Digitally signed by  
JATIN GUPTA  
Date: 2020.12.02  
16:48:15 +05'30'



Jatin Gupta  
C. P. No. 5236  
M.No. : 5651

Surbhi Arora  
Company Secretary  
As Authorized by Chairman

Date: 02.12.2020

Place: Delhi

UDIN : F005651B001371818