



TSBSL/COSEC/SE19
March 11, 2019

The Secretary
Listing Department
BSE Limited,
Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai – 400001
Maharashtra, India
Scrip code: 500055

The Manager
Listing Department
National Stock Exchange of India Limited,
"Exchange Plaza", 5th Floor, Plot No. C/1, G-Block,
Bandra – Kurla Complex, Bandra (E), Mumbai-400051,
Maharashtra, India
Scrip code: TATASTLBSL

Dear Sir, Madam,

Sub: Proceeding and voting results of the Extraordinary General Meeting ("EGM") of Tata Steel BSL Limited ("the Company")

We refer to our notice dated February 13, 2019.

The Extraordinary General Meeting of the Company was held today at 11:00 a.m. at Lakshmi Pat Singhania Auditorium, PHD Chamber of Commerce and Industry, PHD House, 4/2 Siri Institutional Area, August Kranti Marg, New Delhi – 110 016 to transact the business as stated in the Notice dated February 13, 2019 convening the EGM.

In this regard please find enclosed the following:

- 1) Summary of the proceedings of the EGM of the Company as required under Regulation 30 read with PART A of Schedule - III of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") - **Annexure- A**
- 2) Voting Results transacted at the EGM, as required under Regulation 44(3) of the Listing Regulations - **Annexure B.**
- 3) The Scrutinizer' Report dated March 11, 2019 pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules 2014 – **Annexure C.**

The meeting concluded at 12 Noon (IST).

The Voting Results along with the Scrutinizers' Report is also available on the Company's website www.tatasteelbsl.co.in

This is for your information and records.

Yours faithfully

Tata Steel BSL Limited
(formerly Bhushan Steel Limited)

O P Davra
Company Secretary &
Compliance Officer



Encl: As above

TATA STEEL BSL LIMITED
(Formerly Bhushan Steel Limited)



Annexure- A

Summary of proceedings of the Extraordinary General Meeting

The Extraordinary General Meeting ('EGM' / 'Meeting') of Tata Steel BSL Limited ('the Company') was held today i.e. Monday, March 11, 2019 at 11:00 a.m. at LakshmiPat Singhania Auditorium, PHD Chamber of Commerce and Industry, PHD House, 4/2, Siri Institutional Area, August Kranti Marg, New Delhi-110016

Mr. T. V. Narendran chaired the meeting. All the Directors of the Company as on date, except Mr. Krishnavu Dutt, were present at the meeting. After declaring the requisite quorum to be present, the Chairman called the Meeting to order.

With the consent of the Members present at the Meeting, the Notice convening the EGM was taken as read. The Chairman then briefed the Members on the rationale in connection with the various proposals for which the approval of the Members was sought.

The Chairman informed the Members that in compliance with the provisions of the Companies Act, 2013 and the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), the Company has provided to the Members the facility to cast their vote through remote e-voting. Further, the Chairman informed the Members that the facility of physical voting through ballot paper is also made available at the venue of the meeting for Members who have not cast their vote through remote e-voting.

The Chairman informed the Members, that the Board of Directors had appointed Mr. P. N. Parikh or failing him Mr. Mitesh Dhahliwala of Parikh & Associates, Practicing Company Secretaries, as the Scrutinizer to scrutinize the remote e-voting process as well as physical voting through ballot paper at the venue of the AGM.

The Chairman informed the Members about the business to be transacted at the EGM. As per Notice dated February 13, 2019 convening the EGM of the Company, the following business were transacted at the Meeting. Resolution Nos. 1 to 5 were Special Resolutions and Resolution No. 6 was an Ordinary Resolution:

1. Increase in the Authorized Share Capital of the Company and consequential amendment of the Capital Clause in the Memorandum of Association of the Company.
2. Issue, offer and allot 11.09% Non-Convertible Redeemable Preference Shares to Tata Steel Limited, on private placement basis.
3. Issue, offer and allot 8.89% Optionally Convertible Redeemable Preference Shares to Tata Steel Limited, on private placement basis
4. Shifting of the Registered Office of the Company from the National Capital Territory (NCT) of Delhi to the State of Maharashtra.
5. Insertion of a new Article in the Articles of Association of the Company.
6. Approval of Material Related Party Transaction(s) with T S Global Procurement Company Pte. Ltd.

TATA STEEL BSL LIMITED
(Formerly Bhushan Steel Limited)





Members present at the meeting were given an opportunity to ask questions and seek clarification(s). The Chairman appropriately responded to the questions raised.

Post the question and answer session, the Chairman thanked all the Members present at the Meeting and then concluded the Meeting by authorizing the Company Secretary to carry out the voting process and declare the voting results.

The Chairman informed the Members that the voting results would disseminated to the Stock Exchanges on which the Company's shares are listed and would also be made available on the website of the Company and the National Securities and Depositories Limited within 48 hours of the conclusion of the Meeting.

Post the conclusion of the voting at the venue, the scrutinizers' report was received.

All the Resolutions have been passed with requisite majority.

Yours Faithfully

Tata Steel BSL Limited
(formerly Bhushan Steel Limited)

O P Davra
Company Secretary &
Compliance Officer



TATA STEEL BSL LIMITED
(Formerly Bhushan Steel Limited)



Annexure B

Voting Results of the business transacted at the Extraordinary General Meeting, as required under Regulation 44(3) of the Listing Regulations

<i>Date of the Extraordinary General Meeting</i>	March 11, 2019
<i>Total number of shareholders on cut-off date (March 4, 2019)</i>	1,05,092
<i>No. of Shareholders present in the meeting either in person or through proxy</i>	
Promoter and Promoter group	1
Public	113
<i>No. of Shareholders present in the meeting through video conferencing</i>	
Promoter and Promoter group	-
Public	-



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17,81,44,597	-	0.00	-	-	0.00	0.00
	11,94,106	0.67	1,91,792	10,02,314	0.00	83.94
1,09,34,39,768	80,57,27,020	73.69	80,47,24,706	10,02,314	99.88	0.12

For Tata Steel BSL Ltd



O. P. Davra
Company Secretary & Compliance Officer



Tata Steel BSL Ltd

Resolution No. 2 Issue, offer and allot 11.09% Non-Convertible Redeemable Preference Shares to Tata Steel Limited, on private placement basis								
Resolution Required		Special						
Whether Promoter /Promoter group are interested in the agenda/ resolution		NO						
Category	Mode of Voting	No. of Shares held	No. of Votes Polled	% of Votes Polled on outstanding shares	No. of Votes in Favour	No. of Votes Against	% Votes in Favour on votes polled	% Votes in Against on votes polled
		1	2	$3 = \frac{2}{1} * 100$	4	5	$6 = \frac{4}{2} * 100$	$7 = \frac{5}{2} * 100$
Promoter and Promoter Group	E-Voting	79,44,28,986	79,44,28,986	100.00	79,44,28,986	-	100.00	0.00
	Poll		-	0.00	-	-	0.00	0.00
	Postal Ballot(if applicable)		-	0.00	-	-	0.00	0.00
	Total		79,44,28,986	100.00	79,44,28,986	-	100.00	0.00
Public Institutions	E-Voting	12,08,66,185	10103928	8.36	10103928	-	100.00	0.00
	Poll		-	0.00	-	-	0.00	0.00
	Postal Ballot(if applicable)		-	0.00	-	-	0.00	0.00
	Total		1,01,03,928	8.36	1,01,03,928	-	0.00	0.00
Public Non Institutions	E-Voting	17,81,44,597	11,90,309	0.67	1,86,826	10,03,483	15.70	84.30
	Poll		3,802	0.00	3,746	56	98.53	1.47
	Postal Ballot(if applicable)		-	0.00	-	-	0.00	0.00
	Total		11,94,111	0.67	1,90,572	10,03,539	114.22	84.04
Total		1,09,34,39,768	80,57,27,025	74	80,47,23,486	10,03,539	99.88	0.12

For Tata Steel BSL Ltd



O. P. Davra
Company Secretary & Compliance Officer



	11,94,062	0.67	1,77,012	10,17,050	0.00	85.18
1,09,34,39,768	80,57,26,976	73.69	80,47,09,926	10,17,050	99.87	0.13

For Tata Steel BSL Ltd

O. P. Davra
Company Secretary & Compliance Officer



	-	0.00	-	-	0.00	0.00
	2,03,401	0.11	1,89,160	14,241	0.00	7.00
1,09,34,39,768	80,47,36,315	73.60	80,47,22,074	14,241	100.00	0.00

For Tata Steel BSL Ltd



O. P. Davra
Company Secretary & Compliance Officer



	11,94,096	0.67	11,89,678	4,418	99.63	0.37
1,09,34,39,768	80,57,27,010	73.69	80,57,22,592	4,418	100.00	0.00

For Tata Steel BSL Ltd



O. P. Davra
Company Secretary & Compliance Officer



	17,81,44,597	-	0.00	-	-	0.00	0.00
		2,02,534	0.11	1,91,087	11,447	94.35	5.65
	1,09,34,39,768	1,03,06,462	0.94	1,02,95,015	11,447	99.89	0.11

For Tata Steel BSL Ltd



O. P. Davra
Company Secretary & Compliance Officer



PARIKH & ASSOCIATES
COMPANY SECRETARIES

Office :
111, 11th Floor, Sai-Dwar CHS Ltd,
Sab TV Lane, Opp Laxmi Industrial Estate
Off Link Road, Above Shabari Restaurant,
Andheri (W), Mumbai : 400 053
Tel. : 26301232 / 26301233 / 26301240
Email : cs@parikhassociates.com
parikh.associates@rediffmail.com

To,
The Chairman
Tata Steel BSL Limited
Ground Floor, Mira Corporate Suites, Plot No. 1&2,
Ishwar Nagar, Mathura Road,
New Delhi- 110065

Dear Sir,

Sub: Consolidated Scrutinizer's Report on remote e-voting conducted pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by Companies (Management and Administration) Amendment Rules, 2015 and voting through ballot paper at the Extraordinary General Meeting of the Members of Tata Steel BSL Limited held on Monday, March 11, 2019 at 11:00 a.m. at Lakshmi Pat Singhania Auditorium, PHD Chamber of Commerce and Industry, PHD House, 4/2, Siri Institutional Area, August Kranti Marg, New Delhi-110016.

I, P. N. Parikh, of M/s. Parikh & Associates, Practising Company Secretaries, had been appointed as the Scrutinizer by the Board of Directors of Tata Steel BSL Limited pursuant to Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended, to conduct the remote e-voting process in respect of the below mentioned resolutions proposed at the Extraordinary General Meeting (EGM) of Tata Steel BSL Limited on Monday, March 11, 2019 at 11.00 a.m.

I was also appointed as Scrutinizer to scrutinize the voting process at the said EGM held on March 11, 2019.

The notice dated February 13, 2019 along with statement setting out material facts under Section 102 of the Act as confirmed by the Company were sent to the shareholders in respect of the below mentioned resolutions proposed at the EGM of the Company.



The Company had availed the e-voting facility offered by National Securities Depository Limited ("NSDL) for conducting remote e-voting by the Shareholders of the Company.

The Company had also provided voting through ballot paper to the shareholders present at the EGM and who had not cast their vote earlier through remote e-voting facility.

The shareholders of the Company holding shares as on the "cut-off" date of March 04, 2019 were entitled to vote on the resolutions as contained in the Notice of the EGM.

The voting period for remote e-voting commenced on Thursday, March 07, 2019 at 09:00 a.m. (IST) and ended on Sunday, March 10, 2019 at 05:00 p.m. (IST) and the NSDL e-voting platform was blocked thereafter.

After the closure of the voting at the EGM, the report on voting done through ballot paper at the meeting was generated in my presence and the voting was diligently scrutinized.

The votes cast under remote e-voting facility were thereafter unblocked in the presence of two witnesses who were not in the employment of the Company.

I have scrutinized and reviewed the remote e-voting and votes tendered therein based on the data downloaded from the NSDL e-voting system.

The Management of the Company is responsible to ensure compliance with the requirements of the Act and rules relating to remote e-voting and the voting through ballot paper at the meeting on the resolutions contained in the notice of the EGM.

My responsibility as scrutinizer for the remote e-voting and the voting conducted through ballot paper at the meeting is restricted to making a Scrutinizer's Report of the votes cast in favour or against the resolutions.

I now submit my consolidated Report as under on the result of the remote e-voting and voting through ballot paper at the EGM in respect of the said resolutions.



Resolution 1: Special Resolution

Increase in the Authorized Share Capital of the Company and consequential amendment of the Capital Clause in the Memorandum of Association of the Company.

(i) Voted in favour of the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
147	80,47,24,706	99.88

(ii) Voted against the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
13	10,02,314	0.12

(iii) Invalid votes:

Number of members whose votes were declared invalid	Number of invalid votes cast by them
9	845



Resolution 2: Special Resolution

Issue, offer and allot 11.09% Non-Convertible Redeemable Preference Shares to Tata Steel Limited, on private placement basis.

(i) Voted in favour of the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
145	80,47,23,486	99.88

(ii) Voted against the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
15	10,03,539	0.12

(iii) Invalid votes:

Number of members whose votes were declared invalid	Number of invalid votes cast by them
9	845



Resolution 3: Special Resolution

Issue, offer and allot 8.89% Optionally Convertible Redeemable Preference Shares to Tata Steel Limited, on private placement basis.

(i) Voted in favour of the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
141	80,47,09,926	99.87

(ii) Voted against the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
21	10,17,050	0.13

(iii) Invalid votes:

Number of members whose votes were declared invalid	Number of invalid votes cast by them
5	584



Resolution 4: Special Resolution

Shifting of the Registered Office of the Company from the National Capital Territory (NCT) of Delhi to the State of Maharashtra.

(i) Voted in favour of the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
131	80,47,22,074	100.00 (Rounded Off)

(ii) Voted against the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
34	14,241	0.00

(iii) Invalid votes:

Number of members whose votes were declared invalid	Number of invalid votes cast by them
2	6



Resolution 5: Special Resolution

Insertion of a new Article in the Articles of Association of the Company.

(i) Voted in favour of the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
152	80,57,22,592	100.00 (Rounded Off)

(ii) Voted against the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
8	4,418	0.00

(iii) Invalid votes:

Number of members whose votes were declared invalid	Number of invalid votes cast by them
9	845



Resolution 6: Ordinary Resolution**Approval of Material Related Party Transaction(s) with T S Global Procurement Company Pte. Ltd.**

(i) Voted in favour of the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
146	1,02,95,015	99.89

(ii) Voted against the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
10	11,447	0.11

(iii) Invalid votes:

Number of members whose votes were declared invalid	Number of invalid votes cast by them
10	863

Thanking you,
Yours faithfully,



P.N. Parikh
Parikh & Associates
Practising Company Secretaries
FCS: 327 CP No.: 1228
111,11th Floor, Sai Dwar CHS Ltd
Sab TV Lane, Opp.Laxmi Indl. Estate,
Off Link Road, Above Shabari Restaurant,
Andheri West, Mumbai - 400053



Place: New Delhi
Dated: March 11, 2019