

**Report of Scrutinizer**

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

To,  
**The Chairman of 48<sup>th</sup> Annual General Meeting of the members of**  
Welcast Steels Limited,  
115, G V M M Estate,  
Odhav Road, Odhav,  
Ahmedabad-382410

Dear Sir,

**Subject: Scrutinizer's Summary Report on E-voting and e-voting facilities to vote at AGM ("Instapoll") conducted pursuant to the provisions of Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of Companies (Management and Administration) Rules, 2014.**

1. I, Tushar Vora appointed as Scrutinizer by
  - i. the Board of Directors of Welcast Steels Ltd. [the Company] for the purpose of scrutinizing the e-voting process under the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies [Management and Administration] Rules, 2014 and circulars issued by MCA from time to time and SEBI relating to conducting of AGM through VC/OAVM and
  - ii. the Chairperson of the 48<sup>th</sup> Annual General Meeting, in terms of circulars issued by MCA and SEBI from time to time relating to conducting of AGM through VC/OAVM, provided e-voting facility at AGM on the resolutions contained in the Notice of the 48<sup>th</sup> Annual General Meeting (AGM) to the members of the Company present at the meeting held on Monday 14<sup>th</sup> September, 2020 at 10.00 a.m. through Video Conferencing / Other Audio Visual Means.
2. The Management of the Company is responsible to ensure the compliance with the requirement of the Companies Act, 2013 and circulars issued by MCA and SEBI, from time to time, relating to conducting of AGM through VC/OAVM and voting through electronic means on the resolutions contained in the Notice convening the 48<sup>th</sup> Annual General Meeting of the members of the Company. My responsibility as a scrutinizer for the e-voting process and e-voting facilities to vote at AGM ("Instapoll") 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 Central Depository Services (India) Limited.
3. As required under Rule 20 of the Companies [Management and Administration] Rules, 2014, I have issued separate Scrutinizer's Report dated 14<sup>th</sup> September, 2020 **on the E-voting and e-voting facilities to vote at AGM ("Instapoll")** on the resolutions contained in the Notice of the AGM.



4. As per the various MCA circulars issued from time to time, I submit herewith my summary Report on the results of e-voting together with that of e-voting at AGM, as under:

| Item No. of the Notice | Ordinary / Special Resolution | Votes in favour of the Resolutions |   | Votes Against the Resolutions |   | Invalid Votes |
|------------------------|-------------------------------|------------------------------------|---|-------------------------------|---|---------------|
|                        |                               | Nos.                               | % of total valid votes casts [Favour and Against] | Nos.                          | % of total valid votes casts [Favour and Against] | Nos.          |
| 1                      | Ordinary Resolution           | 494292                             | 100   | NIL                           | NA  | NIL           |
| 2                      | Ordinary Resolution           | 494252                             | 99.99   | 40                            | 0.01  | NIL           |
| 3                      | Ordinary Resolution           | 16591                              | 99.76   | 40                            | 0.24  | NIL           |
| 4                      | Ordinary Resolution           | 494252                             | 99.99   | 40                            | 0.01  | NIL           |

Thanking you,  
Yours Faithfully,

  
Tushar Vora  
Practicing Company Secretary  
Scrutinizer  
FCS: 3459, COP: 1745  
UDIN: F003459B000711639



Place : Ahmedabad  
Date : 14<sup>th</sup> September, 2020

**Report of Scrutinizer**

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

To,

**The Chairman of 48<sup>th</sup> Annual General Meeting of the members of**

Welcast Steels Limited,

115, G V M M Estate,

Odhav Road, Odhav,

Ahmedabad-382410

Dear Sir,

**Subject: Scrutinizer's Report on E-voting conducted pursuant to the provisions of Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of Companies (Management and Administration) Rules, 2014.**

1. I, **Tushar Vora, Practicing Company Secretary**, appointed by the Board of Directors of Welcast Steels 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 read with Rule 20 of the Companies [Management and Administration] Rues, 2014 on the below mentioned resolution(s), contained in the Notice to the 48<sup>th</sup> Annual General Meeting of the Equity Shareholders of the Company held on Monday, the 14<sup>th</sup> September, 2020 at 10.00 A.M. through Video Conferencing / Other Audio Visual Means.
2. The Management of the Company is responsible to ensure the compliances with the requirements of the Companies Act, 2013, Rules and circulars issued by MCA from time to time and SEBI relating to conducting of AGM through VC/OAVM and voting through electronic means on the Resolutions contained in the Notice to the 48<sup>th</sup> 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 below, based on the reports generated from the E-voting system provided by Central Depository Services (India) Limited (CDSL), the authorized agency to provide the E-voting facilities and e-voting facilities to vote at AGM ("Instapoll"), engaged by the Company.



3. Further to the above, I submit my report as under:

- i. The Company has availed E-voting facility offered by Central Depository Services (India) Limited (CDSL) for conducting E-voting by the shareholders of the Company.
- ii. The Members of the Company as on the "Cut Off" date i.e. 07<sup>th</sup> September, 2020 were entitled to vote on the resolutions Items Number 1 to 4 as set out in Notice of 48<sup>th</sup> AGM of the Company).
- iii. The e-voting period commenced on Friday, 11<sup>th</sup> September, 2020 (09.00 A.M.) to Sunday, 13<sup>th</sup> September, 2020 (5.00 P.M.). The votes cast were unblocked on 14<sup>th</sup> September, 2020 in the presence of two witnesses, Mr. Saket Vaishnav and Mr. Monil Shah who were not in the employment of the Company. They have signed below in confirmation of votes being unblocked in their presence.

S. J. Vaishnav

Saket Vaishnav

Monil Shah

Monil Shah

- iv. After announcement made by the Chairman, the shareholders present at the AGM through VC voted through e-voting facility provided by Central Depository Services (India) Limited (CDSL).
- v. As per the information given by the Company / RTA the names of the shareholders who had voted by remote e-voting through the facility provided by Central Depository Services (India) Limited (CDSL) had been blocked and only those members who were present at the AGM through VC and who had not voted on remote e-voting were allowed to cast their votes through e-voting system during the AGM.
- vi. Thereafter, the details containing *inter alia*, list of equity shareholders, who voted "for" , "against" to 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. [www.evotingindia.com](http://www.evotingindia.com) and based such reports generated, the result of e-voting is as under:

**Item No. 1 - Ordinary Resolution**

**Resolution** To receive, consider and adopt the Audited Balance Sheet of the Company as at 31st March, 2020 and the Statement of Profit and Loss for the year ended on that date and Reports of the Board of Directors' and Auditors' thereon.

(I) Voted in favour of resolution:

| Particulars                  | Remote E-voting | E-Voting at the AGM (Instapoll) | Total  |
|------------------------------|-----------------|---------------------------------|--------|
| Number of Members voted      | 24              | 1                               | 25     |
| Number of votes cast by them | 494252          | 40                              | 494292 |

|                                       |     |     |     |
|---------------------------------------|-----|-----|-----|
| % of Total Number of valid votes cast | 100 | 100 | 100 |
|---------------------------------------|-----|-----|-----|

(II) Voted against the resolution:

| Particulars                           | Remote Evoting | E-Voting at the AGM (Instapoll) | Total |
|---------------------------------------|----------------|---------------------------------|-------|
| Number of Members voted               | 0              | 0                               | 0     |
| Number of votes cast by them          | 0              | 0                               | 0     |
| % of Total Number of valid votes cast | 0              | 0                               | 0     |

(III) Invalid Votes

|   |                                    |
|---|------------------------------------|
| Total number of members whose votes were declared invalid | Total number of votes cast by them |
| Nil   | N.A.                               |

(IV) No members abstained from voting on this resolution.

**Item No. 2 - Ordinary Resolution**

**Resolution** to appoint a Director in place of Mrs. Khushali Samip Solanki (DIN 07008918), who retires by rotation and being eligible, offers herself for re-appointment.

(I) Voted in favour of resolution:

| Particulars                           | Remote Evoting | E-Voting at the AGM (Instapoll) | Total  |
|---------------------------------------|----------------|---------------------------------|--------|
| Number of Members voted               | 24             | 0                               | 24     |
| Number of votes cast by them          | 494252         | 0                               | 494252 |
| % of Total Number of valid votes cast | 100            | 0                               | 100    |

(II) Voted against the resolution:

| Particulars                           | Remote Evoting | E-Voting at the AGM (Instapoll) | Total |
|---------------------------------------|----------------|---------------------------------|-------|
| Number of Members voted               | 0              | 1                               | 1     |
| Number of votes cast by them          | 0              | 40                              | 40    |
| % of Total Number of valid votes cast | 0              | 100                             | 100   |

(III) Invalid Votes

|   |                                    |
|---|------------------------------------|
| Total number of members whose votes were declared invalid | Total number of votes cast by them |
| Nil   | N.A.                               |

(IV) No members abstained from voting on this resolution.



**Item No. 3 - Ordinary Resolution****Resolution** to approve the Related Party Transactions.

(I) Voted in favour of resolution:

| Particulars                           | Remote Evoting | E-Voting at the AGM (Instapoll) | Total |
|---------------------------------------|----------------|---------------------------------|-------|
| Number of Members voted               | 23             | 0                               | 23    |
| Number of votes cast by them          | 16591          | 0                               | 16591 |
| % of Total Number of valid votes cast | 100            | 0                               | 100   |

(II) Voted against the resolution:

| Particulars                           | Remote Evoting | E-Voting at the AGM (Instapoll) | Total |
|---------------------------------------|----------------|---------------------------------|-------|
| Number of Members voted               | 0              | 1                               | 1     |
| Number of votes cast by them          | 0              | 40                              | 40    |
| % of Total Number of valid votes cast | 0              | 100                             | 100   |

(III) Invalid Votes

| Total number of members whose votes were declared invalid | Total number of votes cast by them |
|---|------------------------------------|
| Nil   | N.A.                               |

(IV) No members abstained from voting on this resolution.

**Item No. 4 - Ordinary Resolution****Resolution** to appoint cost auditor and fix their remuneration.

(I) Voted in favour of resolution:

| Particulars                           | Remote Evoting | E-Voting at the AGM (Instapoll) | Total  |
|---------------------------------------|----------------|---------------------------------|--------|
| Number of Members voted               | 24             | 0                               | 24     |
| Number of votes cast by them          | 494252         | 0                               | 494252 |
| % of Total Number of valid votes cast | 100            | 0                               | 100    |



(II) Voted against the resolution:

| Particulars                           | Remote Evoting | E-Voting at the AGM (Instapoll) | Total |
|---------------------------------------|----------------|---------------------------------|-------|
| Number of Members voted               | 0              | 1                               | 1     |
| Number of votes cast by them          | 0              | 40                              | 40    |
| % of Total Number of valid votes cast | 0              | 100                             | 100   |

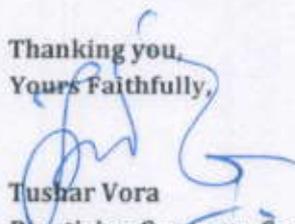
(III) Invalid Votes

| Total number of members whose votes were declared invalid | Total number of votes cast by them |
|---|------------------------------------|
| Nil   | N.A.                               |

(IV) No members abstained from voting on this resolution.

- vii. A list of Equity shareholders who voted "FOR", "AGAINST" the resolutions (Both through Remote E-voting and E-voting at the AGM) has been handed over to the Company Secretary.
- viii. The electronic data and all other relevant records relating to the e-voting shall remain in our safe custody and shall be handed over to Mr. S. N. Tetheliya, Company Secretary for preserving safely after the Chairman considers, approves and signs the Minutes of the aforesaid Annual General Meeting.

Thanking you,  
Yours Faithfully,

  
Tushar Vora  
Practicing Company Secretary  
Scrutinizer

FCS: 3459

COP: 1745

UDIN: F003459B000711639

Place : Ahmedabad

Date : 14<sup>th</sup> September, 2020

