



**Usha Martin Limited**

2A, Shakespeare Sarani, Kolkata (formerly Calcutta) - 700 071, India

Phone : (00 91 33) 71006300/599, Fax : (00 91 33) 2282 9029, 71006400/500

CIN : L31400WB1986PLC091621

Website : www.ushamartin.com

UML/SECT/

10<sup>th</sup> November, 2018

The Secretary  
National Stock Exchange of India Ltd  
Exchange Plaza, 5<sup>th</sup> Floor,  
Plot No. C/1, G Block,  
Bandra Kurla Complex, Bandra (E)  
Mumbai – 400 051  
[Scrip Code: USHAMART]

The Secretary  
The BSE Limited  
Phiroze Jeejeebhoy Towers,  
Dalal Street  
Mumbai – 400 001  
[Scrip Code: 517146]

Societe de la Bourse de Luxembourg  
35A Boulevard Joseph II  
L-1840, Luxembourg  
[Scrip Code: US9173002042]

The Vice President  
National Securities Depository Ltd  
Trade World, 4<sup>th</sup> Floor  
Kamala Mills Compound  
Senapati Bapat Marg, Lower Parel  
Mumbai – 400 013

Dear Sirs,

**Sub: Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 – Details of the voting results of the Extra-Ordinary General Meeting (EOGM) of the Company held on 10<sup>th</sup> November, 2018.**

Pursuant to the provisions of Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are submitting herewith the details regarding the voting results of the business transacted at the EOGM in the prescribed format.

We are also enclosing the consolidated report of the Scrutinizer on e-voting and voting through ballot paper at the EOGM. The above are also being uploaded on the Company's website.

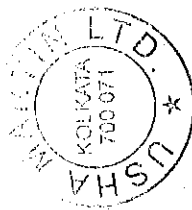
Thanking you,

Yours faithfully,  
For **Usha Martin Limited**

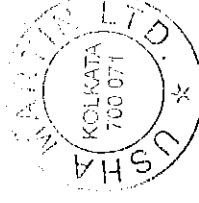
**Shampa Ghosh Ray**  
Company Secretary

**General information about company**

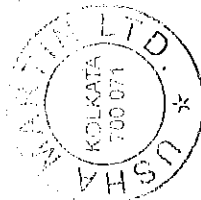
Scrip code	517146
NSE Symbol	USHAMART
MSEI Symbol	
ISIN	INE228A01035
Name of the company	USHA MARTIN LIMITED
Type of meeting	EGM
Date of the meeting / Date of declaration of results (in case of Postal Ballot)	10-11-2018
Start time of the meeting	10:45 AM
End time of the meeting	11:55 PM



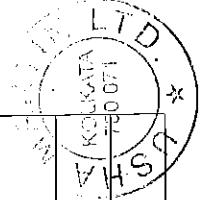
<b>Scrutinizer Details</b>	
Name of the Scrutinizer	Mr. Atul Kumar Labh
Firms Name	M/s A K Labh & Co.
Qualification	CS
Membership Number	4848
Date of Board Meeting in which appointed	22-09-2018
Date of Issuance of Report to the company	10-11-2018



<b>Voting results</b>	
Record date	03-11-2018
Total number of shareholders on record date	47721
No. of shareholders present in the meeting either in person or through proxy	
a) Promoters and Promoter group	6
b) Public	461
No. of shareholders attended the meeting through video conferencing	
a) Promoters and Promoter group	0
b) Public	0
No. of resolution passed in the meeting	1
Disclosure of notes on voting results	



Resolution(1)									
Resolution required: (Ordinary / Special)		Special							
Whether promoter/promoter group are interested in the agenda/resolution?		No							
Description of resolution considered		Sale of the steel business undertaking of the Company to Tata Steel Limited (CIN: L27100MH1907PLC000260) or its subsidiary(ies) / associate(s) as a going concern on a slump sale basis							
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	% 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	E-Voting		132893495	87.4317	132893495	0	100	0	
	Poll		0	0	0	0	0	0	
	Postal Ballot (if applicable)	151996900	0	0	0	0	0	0	
	Total	151996900	132893495	87.4317	132893495	0	100	0	
Public-Institutions	E-Voting		28199600	85.307	28199600	0	100	0	
	Poll		0	0	0	0	0	0	
	Postal Ballot (if applicable)	33056593	0	0	0	0	0	0	
	Total	33056593	28199600	85.307	28199600	0	100	0	
Public- Non	E-Voting	119688287	40002884	33.4226	40000584	2300	99.9943	0.0057	

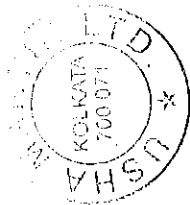


Institutions	Poll	8327128	6.9573	8326123	1005	99.9879	0.0121
	Postal Ballot (if applicable)	0	0	0	0	0	0
Total	119688287	48330012	40.3799	48326707	3305	99.9932	0.0068
Total	304741780	209423107	68.7215	209419802	3305	99.9984	0.0016
Whether resolution is Pass or Not.							
Disclosure of notes on resolution							
Yes							



**Details of Invalid Votes**

Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	



# A. K. LABH

FCS, ACMA (ICAI), MBA, M.Com., ACSI (Lond)  
DIM, DHRD, PGHDSM, DIRPM  
*Practicing Company Secretary*



# A. K. LABH & Co.

*Company Secretaries*

40, Weston Street, 3rd Floor, Kolkata - 700 013

© (033) 2221-9381, Fax : (033) 2221-9381

Mobile : 98300-55689

e-mail : aklabh@aklabh.com / aklabhcs@gmail.com

Website : [www.aklabh.com](http://www.aklabh.com)

## **CONSOLIDATED SCRUTINIZER'S REPORT**

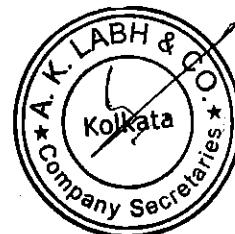
[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies  
(Management and Administration) Rules, 2014]

**The Chairman  
of the Extra Ordinary General Meeting of  
Usha Martin Limited  
2A, Shakespeare Sarani  
Kolkata - 700071**

*Dear Sir,*

I, Atul Kumar Labh, Practicing Company Secretary (FCS – 4848 / CP - 3238) and proprietor of M/s. A. K. Labh & Co., Company Secretaries, Kolkata was appointed as the scrutinizer in connection with the Extra Ordinary General Meeting of the members of “*Usha Martin Limited*” (“*Company*”) held on Saturday, 10<sup>th</sup> November, 2018 at “Vidya Mandir”, 1, Moira Street, Kolkata-700017 at 10:45 A.M. for the purpose of scrutinizing the remote e-voting and voting through physical ballot process in a fair and transparent manner and ascertaining the requisite majority for the said voting as per the provisions of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended, on the resolution referred to in this report.

The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules relating to remote e-voting and voting through physical ballot process on the resolution contained in the Notice of the Extra Ordinary General Meeting dated 24<sup>th</sup> September, 2018. My responsibility as a scrutinizer for remote e-voting and voting through physical ballots is restricted to make Scrutinizer's Report of the votes cast “in favour” or “against” the resolution, based on the reports generated from the e-voting system of National Securities Depository Limited (“NSDL”) and of voting through physical ballots as provided by MCS Share Transfer Agent Limited, the agencies engaged by the Company to provide remote e-voting / physical ballot facilities.





# A. K. LABH

FCS, ACMA (ICAI), MBA, M.Com., ACSI (Lond)  
DIM, DHRD, PGHDSM, DIRPM  
Practicing Company Secretary



# A. K. LABH & Co.

**Company Secretaries**

40, Weston Street, 3rd Floor, Kolkata - 700 013

© (033) 2221-9381, Fax : (033) 2221-9381

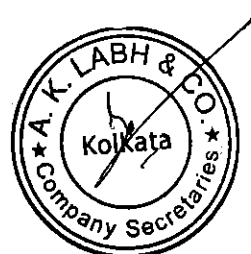
Mobile : 98300-55689

e-mail : aklabh@aklabh.com / aklabhcs@gmail.com

Website : www.aklabh.com

I submit my report as under:

1. The remote e-voting period remained open from 9.00 A.M. IST on Wednesday, the 7<sup>th</sup> November, 2018 up to 5.00 P.M. IST on Friday, the 9<sup>th</sup> November, 2018.
2. The Shareholders holding shares as on the "cut off" date, i.e. 3<sup>rd</sup> November, 2018 were entitled to vote on the proposed 1 (One) resolution as mentioned in the Notice dated 24<sup>th</sup> September, 2018 of the Extra Ordinary General Meeting of the Company.
3. The Company has also distributed the physical ballot forms at the venue of the Extra Ordinary General Meeting to enable the shareholders to cast the votes physically in case the same has not been casted by them through remote e-voting.
4. The locked ballot boxes were subsequently opened in my presence and poll/ballot papers were diligently scrutinized. The poll/ballot papers were reconciled with the records maintained by the Registrar and Share Transfer Agents of the Company and the authorizations/ proxies lodged with the Company.
5. The votes were unblocked on Saturday, the 10<sup>th</sup> November, 2018 around 12:05 P.M. after the completion of the Extra Ordinary General Meeting in the presence of two witnesses, namely, Mr. Sonal Kumar residing at 7, Vidyasagar Sarani, East Barisha, Silpara, Kolkata – 700008 and Ms. Amrita Sampat, residing at 59, Kalicharan Ghosh Road, Kolkata – 700050 who are not in employment of the Company.
6. The ballots which were incomplete and/or which were otherwise found defective have been treated as invalid.
7. The combined result of the remote e-voting [**EVEN : 110159**] and votes casted through physical ballot papers distributed at the EGM venue are as under:



# A. K. LABH

FCS, ACMA (ICAI), MBA, M.Com., ACSI (Lond)  
DIM, DHRD, PGHDSM, DIRPM  
Practicing Company Secretary



# A. K. LABH & Co.

Company Secretaries

40, Weston Street, 3rd Floor, Kolkata - 700 013

☎ (033) 2221-9381, Fax : (033) 2221-9381

Mobile : 98300-55689

e-mail : aklabh@aklabh.com / aklabhcs@gmail.com

Website : [www.aklabh.com](http://www.aklabh.com)

## SPECIAL BUSINESS:

### Resolution 1 : Special Resolution

**Sale of the steel business undertaking of the Company to Tata Steel Limited (CIN: L27100MH1907PLC000260) or its subsidiary(ies) / associate(s) as a going concern on a slump sale basis**

(i) Voted in favour of the Resolution:

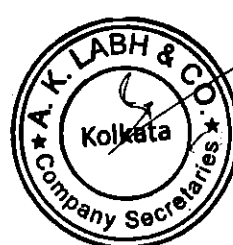
Mode of voting	Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	137	201093679	
Voting by ballot	95	8326123	
<b>Total</b>	<b>232</b>	<b>209419802</b>	<b>99.9984%</b>

(ii) Voted against the Resolution:

Mode of voting	Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	2	2300	
Voting by ballot	1	1005	
<b>Total</b>	<b>3</b>	<b>3305</b>	<b>0.0016%</b>

(iii) Invalid Votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
20	1320444



# A. K. LABH

FCS, ACMA (ICAI), MBA, M.Com., ACSI (Lond)  
DIM. DHRD, PGHDSM, DIRPM  
*Practicing Company Secretary*



# A. K. LABH & Co.

*Company Secretaries*

40, Weston Street, 3rd Floor, Kolkata - 700 013

☎ (033) 2221-9381, Fax : (033) 2221-9381

Mobile : 98300-55689

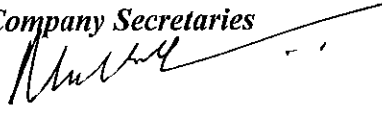
e-mail : aklabh@aklabh.com / aklabhcs@gmail.com

Website : www.aklabh.com

8. The resolution proposed hereinabove has been passed with requisite majority.
9. The physical ballot forms, remote e-voting register and other related papers / registers and records shall remain in my safe custody until the Chairman of the meeting considers, approves and signs the minutes in this regard and thereafter it will be handed over to Company Secretary as authorised by the Board of Directors for safe keeping.

Thanking You,

Yours truly  
For A. K. LABH & Co.  
*Company Secretaries*

  
(CS A. K. LABH)  
*Practicing Company Secretary*  
FCS – 4848 / CP No. - 3238



Place: Kolkata

Dated: 10.11.2018



# A. K. LABH

FCS, ACMA (ICAI), MBA, M.Com., ACSI (Lond)  
DIM, DHRD, PGHDSM, DIRPM  
Practicing Company Secretary



# A. K. LABH & Co.

**Company Secretaries**

40, Weston Street, 3rd Floor, Kolkata - 700 013

© (033) 2221-9381, Fax : (033) 2221-9381

Mobile : 98300-55689

e-mail : aklabh@aklabh.com / aklabhcs@gmail.com

Website : www.aklabh.com

*Witness:*

1. *Sonal Kumar*

(Sonal Kumar)

7, Vidyasagar Sarani  
East Barisha, Silpara  
Kolkata-700008



2. *Amrita Sampat*

(Amrita Sampat)

59, Kalicharan Ghosh Road  
Kolkata – 700 050

**Received the Report of the Scrutinizer**  
**For Usha Martin Limited**

(Shampa Ghosh Ray)  
Company Secretary  
ACS 16737

