



**SAURABH ARORA & CO.,
COMPANY SECRETARIES**

Add: C7-201, Kunal Icon Coop. Hsg.
Society, Pimple Saudagar, Pune, 411027

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Scrutinizer's Report

*[Pursuant to Section 109 of the Companies Act, 2013 and Rule 21(2) of the Companies
(Management and Administration) Rules, 2014]*

To

The Chairman,

Lloyds Steels Industries Limited,

Plot No. A-5/5, MIDC Industrial Area,

Murbad, Thane - 421401

Sub: Results of E-voting and voting by Poll

Dear Sir,

I undersigned, Saurabh Arora, Proprietor, Saurabh Arora & Co., Company Secretaries, have been appointed as Scrutinizer of Lloyds Steels Industries Limited ("the Company") for scrutinizing the e-voting process (during August 15, 2019 to August 18, 2019) and voting by poll (at 25th Annual General Meeting (AGM) held on August 19, 2019) conducted as per the provisions of the Companies Act, 2013.

The Compliance with the provisions of the Companies Act, 2013 and the rules made thereunder and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 relating to voting through electronic voting system (by remote e-voting) and voting by poll by the shareholders on the resolutions proposed in the Notice of the 25th Annual General Meeting of the Company is the responsibility of the management. My responsibility as a Scrutinizer is to ensure that the voting process through electronic voting system and by poll at the AGM are conducted in a fair and transparent manner and render consolidated scrutinizer's report of the total votes cast in favour or against if any, to the Chairman on the resolutions, based on the reports generated from the electronic voting system provided by Central Depository Services (India) Ltd (CDSL) and report on poll at the meeting.:





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I hereby enclose below reports relating to the voting on the resolutions proposed at the 25th Annual General Meeting of the Company held on August 19, 2019:

- a) Report on E-voting;
- b) Report on Poll; and
- c) Combined report of e-voting and Poll

I hereby declare that All Resolutions have been passed by requisite majority as per the aforesaid Notice of the Annual General Meeting of the Company.

Thanking you,

Yours faithfully,

For Saurabh Arora & Co.

Saurabh Arora

Proprietor

C. P. No. 19371



Place: Mumbai

Date: August 19, 2019

Saurabh Arora
Practicing Company Secretary
C7-201, Kunal Icon Coop. Hsg. Soc., Pimple Saudagar, Pune - 411027

Scrutinizer's Report

[Pursuant to Section 108 of the Companies Act, 2013 and 20(4) (xii) of the Companies (Management and Administration) Rules, 2014 (Amendments Rules 2015)]

To,

The Chairman,

25th Annual General Meeting of the Equity shareholders of **Lloyds Steels Industries Limited** held on Monday, August 19, 2019, at 11.30 AM at Plot No. A-5/5, MIDC Industrial Area, Murbad, Thane - 421401.

Dear Sir,

I, Saurabh Arora, Proprietor, Saurabh Arora & Co., Company Secretaries, have been appointed as scrutinizer of Lloyds Steels Industries Limited ("the Company") for the purpose of scrutinizing the e-voting process in a fair and transparent manner & ascertaining the requisite majority on e-voting carried out as per the provisions of Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 (Amendments Rules 2015) on below mentioned resolutions, at the 25th Annual General Meeting of the Equity shareholders of Lloyds Steels Industries Limited held on, August 19, 2019, at Plot No. A-5/5, MIDC Industrial Area, Murbad, Thane - 421401. I submit my report as under:

1. The e-voting period remained open from August 15, 2019 (9.00 a.m.) to August 18, 2019 (5.00 p.m.)
2. The shareholders holding shares as on the "cut off" date i.e. August 12, 2019 were entitled to vote on the proposed resolutions (item no.1 to 5) as set out in the Notice of the 25th Annual General Meeting (AGM) of the Company.



3. The votes were unblocked on August 19, 2018 at around 1.34 PM in the presence of two witnesses, Nandakumar Vasant Patkar (Residing at 103, Randheer Vihar, Building No.3, Lasaseth Compound, T P Road, Bhandup (W), Mumbai, 400078) and Shyam G Dandriyal (Residing at C-303, Gaurav Garden, L C Marg, Nalasopara (W), Thane, 401203), who are not in the employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence.
4. Thereafter, the details containing, inter-alia, list of equity shareholders, who voted "For" and "Against", were downloaded from the e-voting website of Central Depository Services (India) Ltd (CDSL) (URL: <https://www.evotingindia.com/>)



Name: NANDAKUMAR V PATKAR



Name: SHYAM G. DANDRIYAL



5. The result of the e-voting is as under:

a) **Ordinary Resolution No. 1:-** To consider and adopt the :-

The audited standalone financial statements of the Company for the Financial year ended March 31, 2019 and the Reports of the Board of Directors and Auditors thereon.

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

Number of members voted through electronic voting system	Number of votes cast in favour of resolution	% of total number of valid votes cast
79	538397104	99.9997

(ii) Voted **against** the resolution:

Number of members voted through electronic voting system	Number of votes cast against the resolution	% of total number of valid votes cast
6	1474	0.0003

(iii) **Not voted/Invalid** votes:

Total number of members who have not voted /whose votes were declared invalid	Total Number of shares involved
0	0

b) **Ordinary Resolution No. 2:-** To re-appoint M/s. Tadarwal & Tadarwal LLP, Chartered Accountants (Firm Registration No. 111009W/W100231), as Statutory Auditors of the Company for further period of 3 years beginning from the Financial Year 2019-20 till 2021-22 and to fix their remuneration thereof.



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

Number of members voted through electronic voting system	Number of votes cast in favour of resolution	% of total number of valid votes cast
75	538377551	99.9961

(ii) Voted **against** the resolution:

Number of members voted through electronic voting system	Number of votes cast against the resolution	% of total number of valid votes cast
9	20959	0.0039

(iii) **Not voted/Invalid** votes:

Total number of members who have not voted /whose votes were declared invalid	Total Number of shares involved
1*	68

*One shareholder not voted for resolution no.2 to 5

c) **Ordinary Resolution No. 3** – To ratify the remuneration of the Cost Auditor, M/s. Manisha & Associates, Cost Accountants, Nagpur (Firm Registration No. 000321).

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

Number of members voted through electronic voting system	Number of votes cast in favour of resolution	% of total number of valid votes cast
75	538377551	99.9961

(ii) Voted **against** the resolution:

Number of members voted through electronic voting system	Number of votes cast against the resolution	% of total number of valid votes cast
9	20959	0.0039



(iii) **Not voted/Invalid votes:**

Total number of members who have not voted /whose votes were declared invalid	Total Number of shares involved
1*	68

*One shareholder not voted for resolution no.2 to 5

- d) **Ordinary Resolution No. 4:-** To appoint Mr. Rajashekhar M. Alegavi as Non-Executive (DIN 03584302) as Director of the Company.

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

Number of members voted through electronic voting system	Number of votes cast in favour of resolution	% of total number of valid votes cast
74	538155890	95.9549

(ii) Voted **against** the resolution:

Number of members voted through electronic voting system	Number of votes cast against the resolution	% of total number of valid votes cast
10	242620	0.0451

(iii) **Not voted/Invalid votes:**

Total number of members who have not voted /whose votes were declared invalid	Total Number of shares involved
1*	68

*One shareholder not voted for resolution no.2 to 5

- e) **Special Resolution No. 5:-** To revise the terms of Appointment and Remuneration of Mr. Ashok Tandon, Managing Director (DIN 00028301).



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

Number of members voted through electronic voting system	Number of votes cast in favour of resolution	% of total number of valid votes cast
73	538377133	99.9961

(ii) Voted **against** the resolution:

Number of members voted through electronic voting system	Number of votes cast against the resolution	% of total number of valid votes cast
11	21377	0.0039

(iii) **Not voted/Invalid** votes:

Total number of members who have not voted /whose votes were declared invalid	Total Number of shares involved
1*	68

*One shareholder not voted for resolution no.2 to 5

6. While preparing the report we have considered the holding of Ragini Trading & Investments Limited under the name of Shree Global Tradefin Limited due to merger which has taken place previously.
7. The register, all other papers and relevant records relating to electronic voting shall remain in my safe custody until the Chairman considers, approves, signs the Minutes of the aforesaid Annual General Meeting and the same will be handed over to the Company Secretary for safe keeping.

Thanking you,

Yours faithfully,



Saurabh Arora

Practicing Company Secretary

C. P. No. 19371

ACS No.43368

Place: Mumbai

Date: August 19, 2019



Saurabh Arora
Practicing Company Secretary
C7-201, Kunal Icon Coop. Hsg. Soc., Pimple Saudagar, Pune - 411027

Scrutinizer's Report

[Pursuant to Section 109 of the Companies Act, 2013 and Rule 21(2) of the Companies (Management and Administration) Rules, 2014]

To,

The Chairman,

25th Annual General Meeting of the Equity shareholders of **Lloyds Steels Industries Limited** held on Monday, August 19, 2019, at 11.30 AM at Plot No. A-5/5, MIDC Industrial Area, Murbad, Thane - 421401.

Dear Sir,

I, Saurabh Arora, Proprietor, Saurabh Arora & Co., Company Secretaries, have been appointed as scrutinizer of Lloyds Steels Industries Limited ("the Company") for the purpose of the poll taken on below mentioned resolutions, at the 25th Annual General Meeting of the Equity shareholders of Lloyds Steels Industries Limited held on, August 19, 2019, at Plot No. A-5/5, MIDC Industrial Area, Murbad, Thane - 421401. I submit my report as under:

1. After the time fixed for closing of the poll by the Chairman, a ballot box kept for polling was locked in my presence with due identification marks placed.
2. The locked ballot box was subsequently opened in my presence and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Company/ Registrar and Transfer Agents of the Company and the authorizations/ proxies lodged with the Company.
3. The poll papers, which were incomplete and/ or which were otherwise found defective have been treated as invalid and kept separately.



4. The result of the Poll is as under:

a) **Ordinary Resolution No. 1:-** To consider and adopt the :-

The audited standalone financial statements of the Company for the Financial year ended March 31, 2019 and the Reports of the Board of Directors and Auditors thereon.

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

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
51	65820	100

(ii) Voted **against** the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
NIL	NIL	NIL

(iii) **Not voted/Invalid** votes:

Total number of members who have not voted /whose votes were declared invalid	Total number of shares involved
2*	60

*One shareholder has not voted correctly and one shareholder has not voted.

b) **Ordinary Resolution No. 2:-** To re-appoint M/s. Tadarwal & Tadarwal LLP, Chartered Accountants (Firm Registration No. 111009W/W100231), as Statutory Auditors of the Company for further period of 3 years beginning from the Financial Year 2019-20 till 2021-22 and to fix their remuneration thereof.

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

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
51	65820	100



(ii) Voted **against** the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
NIL	NIL	NIL

(iii) **Not voted/Invalid** votes:

Total number of members who have not voted /whose votes were declared invalid	Total number of shares involved
2*	60

*One shareholder has not voted correctly and one shareholder has not voted.

- c) **Ordinary Resolution No. 3:-** To ratify the remuneration of the Cost Auditor, M/s. Manisha & Associates, Cost Accountants, Nagpur (Firm Registration No. 000321).

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

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
51	65820	100

(ii) Voted **against** the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
NIL	NIL	NIL

(iii) **Not voted/Invalid** votes:

Total number of members who have not voted /whose votes were declared invalid	Total number of shares involved
2*	60

*One shareholder has not voted correctly and one shareholder has not voted.



- d) **Ordinary Resolution No. 4:-** To appoint Mr. Rajashekhar M. Alegavi as Non-Executive (DIN 03584302) as Director of the Company.

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

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
51	65820	100

(ii) Voted **against** the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
NIL	NIL	NIL

(iii) **Not voted/Invalid** votes:

Total number of members who have not voted /whose votes were declared invalid	Total number of shares involved
2*	60

*One shareholder has not voted correctly and one shareholder has not voted.

- e) **Special Resolution No. 5:-** To revise the terms of Appointment and Remuneration of Mr. Ashok Tandon, Managing Director (DIN 00028301).

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

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
51	65820	100

(ii) Voted **against** the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
NIL	NIL	NIL

[Handwritten Signature]



(iii) **Not voted/Invalid votes:**

Total number of members who have not voted /whose votes were declared invalid	Total number of shares involved
2*	60

*One shareholder has not voted correctly and one shareholder has not voted.

5. A list of equity shareholders who voted "FOR", "AGAINST" and those whose votes were declared invalid for each resolution is enclosed.
6. The register, all other papers and relevant records relating to poll shall remain in my safe custody until the Chairman considers, approves, signs the Minutes of the aforesaid Annual General Meeting and the same will be handed over to the Company Secretary for safe keeping.

Thanking you,

Yours faithfully,



Saurabh Arora

Practicing Company Secretary

C. P. No. 19371

ACS No.43368

Place: Mumbai

Date: August 19, 2019



Saurabh Arora
Practicing Company Secretary
C7-201, Kunal Icon Coop. Hsg. Soc., Pimple Saudagar, Pune - 411027

Combined Report

LLOYDS STEELS INDUSTRIES LIMITED (CIN: L28900MH1994PLC081235)

Annual General Meeting held on August 19, 2019

Sr. No	Resolutions	E - voting		Voting by poll		Total		Result
		No. of Votes		No. of Votes		No. of Votes		
		For	Against	For	Against	For	Against	
1	Ordinary Resolution: To consider and adopt the the audited standalone Financial Statements of the Company for the Financial year ended March 31, 2019 and the Reports of the Board of Directors and Auditors thereon.	538397104	1474	65820	0	538462924	1474	Resolution passed by requisite majority
2	Ordinary Resolution: To re-appoint M/s. Todarwal & Todarwal LLP, Chartered Accountants (Firm Registration No. 1111009W/W100231), as Statutory Auditors of the Company for further period of 3 years beginning from the Financial Year 2019-20 till 2021-22 and to fix their remuneration thereof.	538377551	20959	65820	0	538443371	20959	Resolution passed by requisite majority



[Handwritten Signature]

Saurabh Arora									
Practicing Company Secretary									
C7-201, Kunal Icon Coop. Hsg. Soc., Pimple Saudagar, Pune - 411027									
Combined Report									
LLOYDS STEELS INDUSTRIES LIMITED (CIN: L28900MH1994PLC081235)									
Annual General Meeting held on August 19, 2019									
Sr. No	Resolutions	E - voting		Voting by poll		Total		Result	
		No. of Votes		No. of Votes		No. of Votes			
		For	Against	For	Against	For	Against		
3	Ordinary Resolution: To ratify the remuneration of the Cost Auditor, M/s. Manisha & Associates, Cost Accountants, Nagpur (Firm Registration No. 000321).	538377551	20959	65820	0	538443371	20959	Resolution passed by requisite majority	
4	Ordinary Resolution: To appoint Mr. Rajashekhar M. Alegavi as Non-Executive (DIN 03584302) as Director of the Company.	538155890	242620	65820	0	538221710	242620	Resolution passed by requisite majority	
5	Special Resolution: To revise the terms of Appointment and Remuneration of Mr. Ashok Tandon, Managing Director (DIN 00028301)	538377133	21377	65820	0	538442953	21377	Resolution passed by requisite majority	
Date: August 19, 2019									
Place: Mumbai									



Saurabh Arora