

UPENDRA SHUKLA
B. Com., F C. S
Company Secretary

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Shri S.Rai
Chairman,
Alicon Castalloy Limited,
Gat no. 1426, Village Shikrapur,
Taluka Shirur,
District Pune 412208

Dear Sir,

Sub: Combined Report on Remote e-voting and e-voting conducted at the 30th Annual General Meeting of Alicon Castalloy Limited, held at 11.00 a.m. on Wednesday, the 26th August,2020 through video conferencing (VC)/ other audio visual means (OAVM)

- 1) I, Upendra C. Shukla, Practising Company Secretary, was appointed as the Scrutinizer by the Company to scrutinize the remote e-voting process as also e-voting by Members at the 30th Annual General Meeting ('AGM') of Alicon Castalloy Limited (hereinafter referred to as 'the Company'), held through Video Conferencing ('VC') /other Audio Visual Means ('OAVM') on Wednesday, the 26th August,2020 at 11.00 a.m.
- 2) Pursuant to the Circulars Nos. 14/2020, 17/2020 and 20/20220 dated 8th April, 2020, 13th April, 2020 and 5th May, 2020 issued by the Ministry of Corporate Affairs (MCA Circulars) read with circular dated 12th May, 20220 issued by the Securities Exchange Board of India (SEBI), the notice dated 26th June, 2020 as confirmed by the Company, was sent to the shareholders in respect of below mentioned resolutions through electronic mode to those Members, whose e-mail addresses are registered with the Company/ Depositories.
- 3) As per the provisions of Section 108 of the Companies Act, 2013 ('the Act') read with the Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended, as also in accordance with the Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company had provided the facility of e-voting to the Shareholders to cast their votes electronically on all the resolutions proposed in the Notice of the 30th AGM.
- 4) The Company had appointed National Securities Depository Limited ('NSDL') as Service Provider, who provided the facilities for conducting the Remote e-voting, for participation by the Shareholders in the AGM through VC/OAVM and e-voting during the said AGM.
- 5) My responsibility as a Scrutinizer to ensure that the voting process is conducted in a fair and transparent manner and submit a Scrutinizer's Report on the votes cast 'in favour' or 'against' the resolutions, based on the reports generated from the electronic voting system provided by the NSDL. The Management of the Company is responsible to ensure compliance with the requirements of the Act and rules relating to remote e-voting and e-voting at the AGM.

Based on the reports generated from the e-voting system provided by the NSDL, I submit my report on e-voting as under:

- a) The Remote e-voting period commenced from Saturday, the 22nd August, 2020 at 10.00 a.m. (IST) and ended on Tuesday, the 25th August, 2020 at 5.00 p.m. (IST).

- b) The Company had also provided e-voting facility to the Shareholders, who were present at the AGM through VC/ OAVM and who had not cast their vote on Remote e-voting.
- c) The members of the Company as on the 'cut-off' date i.e. 19th August, 2020 were entitled to vote on the resolutions as set-out in Item Nos. 1 to 5 of the Notice convening the 30th AGM of the Company.
- d) On completion of e-voting during the AGM, I unblocked the results of the Remote e-voting and e-voting by the Shareholders at the AGM, on the NSDL e-voting system/ platform and after downloading the results, counted the votes.
- e) Out of 41 Remote/e-voting responses, one (1) response is rejected as the concerned shareholder was not registered with the Company as on the cut-off date i.e. 19/08/2020.
- f) I now, submit by combined report as under on the results of the Remote e-voting and e-voting at the AGM in respect of the each of the resolutions as set out in the Notice dated 26th June, 2020 convening the AGM:

Resolution No. 1: Ordinary Resolution: To consider and adopt the Audited Financial Statements of the Company (standalone and consolidated) for the financial year ended 31st March, 2020 and the reports of the Board of Directors and Auditors thereon.

	In favour of the Resolution			Against the Resolution			Not voted	
	No. of Ballot/ Response received	No. of votes cast	% of votes cast	No. of/ Ballots / Response received	No. of votes cast	% of votes cast	No. of Ballot/ Response	No. of shares/ Votes
Remote E-voting	37	10678574	100.00	1	2	0.00	0	0
E-voting at AGM	2	1232	100.00	0	0	0.00	0	0
Combined	39	10679806	100.00	1	2	0.00	0	0

Since combined number of votes cast in favour of the resolution is more than number of votes cast against the resolution, the said ordinary resolution may be declared passed.

Resolution No. 2: Ordinary Resolution: To consider and approve Interim Dividend as Final Dividend for the FY 2019-20.

	In favour of the Resolution			Against the Resolution			Not voted	
	No. of Ballot/ Response received	No. of votes cast	% of votes cast	No. of/ Ballots / Response received	No. of votes cast	% of votes cast	No. of Ballot/ Response	No. of shares/ Votes
Remote E-voting	38	10678576	100.00	0	0	0.00	0	0
E-voting at AGM	2	1232	100.00	0	0	0.00	0	0
Combined	40	10679808	100.00	0	0	0.00	0	0

Since combined number of votes cast in favour of the resolution is more than number of votes cast against the resolution, the said ordinary resolution may be declared passed.

Resolution No. 3: Ordinary Resolution: To appoint a Director in place of Mrs. Pamela Rai (DIN: 00050999) who retires by rotation and being eligible, offers herself for re-appointment.

	In favour of the Resolution			Against the Resolution			Not voted	
	No. of Ballot/ Response received	No. of votes cast	% of votes cast	No. of/ Ballots / Response received	No. of votes cast	% of votes cast	No. of Ballot/ Response	No. of shares/ Votes
Remote E-voting	36	9844130	100.00	1	2	0.00	1	834444
E-voting at AGM	2	1232	100.00	0	0	0.00	0	0
Combined	38	9845362	100.00	1	2	0.00	1	834444

Since combined number of votes cast in favour of the resolution is more than number of votes cast against the resolution, the said ordinary resolution may be declared passed.

Resolution No. 4: Special Resolution: Re-appointment of Mr. Ajay Nanavati (DIN: 02370729) as an Independent Director.

	In favour of the Resolution			Against the Resolution			Not voted	
	No. of Ballot/ Response received	No. of votes cast	% of votes cast	No. of/ Ballots / Response received	No. of votes cast	% of votes cast	No. of Ballot/ Response	No. of shares/ Votes
Remote E-voting	37	10678574	100.00	1	2	0.00	0	0
E-voting at AGM	2	1232	100.00	0	0	0.00	0	0
Combined	39	10679806	100.00	1	2	0.00	0	0

Since combined number of votes cast in favour of the resolution is more than three times the votes cast against the resolution, the said special resolution may be declared passed.

Resolution No. 5: Ordinary Resolution: Appointment of Mrs. Veena Mankar (DIN: 00004168) as an Independent Director.

	In favour of the Resolution			Against the Resolution			Not voted	
	No. of Ballot/ Response received	No. of votes cast	% of votes cast	No. of/ Ballots / Response received	No. of votes cast	% of votes cast	No. of Ballot/ Response	No. of shares/ Votes
Remote E-voting	37	10678574	100.00	1	2	0.00	0	0
E-voting at AGM	2	1232	100.00	0	0	0.00	0	0
Combined	39	10679806	100.00	1	2	0.00	0	0

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Since combined number of votes cast in favour of the resolution is more than number of votes cast against the resolution, the said ordinary resolution may be declared passed.

Thanking you,

Yours faithfully,

UDIN: F002727B000624843
Date: 27th August, 2020
Place: Mumbai

(U.C. SHUKLA)
COMPANY SECRETARY
FCS: 2727/CP: 1654