

Regd. Office :

17, Rajmugat Society, Naranpura Cross Road,
Ankur Road, Naranpura,
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E-mail : info@ratnamani.com

Website : http://www.ratnamani.com

CIN : L70109GJ1983PLC006460



DETAILS OF VOTING RESULTS

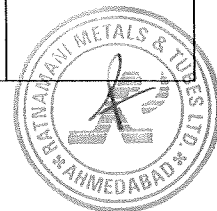
35TH ANNUAL GENERAL MEETING HELD ON 9TH AUGUST, 2019

1.	Date of Annual General Meeting	9 th August, 2019
2.	Total No. of Shareholders as on Cut-off date	10,854
3.	No. of Shareholders present in the meeting either in person or through proxy: (a) Promoters and Promoters Group: (b) Public:	11 39
4.	No. of Shareholders attended the meeting through video conferencing: (a) Promoters and Promoters Group: (b) Public:	Not Arranged

Details of Agenda:

The modes of voting of all the resolutions were E-voting and Poll conducted at the 35th Annual General Meeting.

Agenda No.	Details of Agenda	Resolution required (Ordinary / Special)	Mode of Voting	Remarks
1.	Adoption of the audited Standalone Financial Statements of the Company for the financial year ended on 31 st March, 2019, together with the Reports of the Board of Directors and Auditors thereon; and also the audited Consolidated Financial Statements of the Company for the financial year ended on 31 st March, 2019 and the Report of the Auditors thereon.	Ordinary Resolution	E-voting and Poll	Passed with requisite majority
2.	Declaration of Dividend @ Rs.9.00/- per Equity Shares of Rs.2/- for the financial year ended on 31 st March, 2019.	Ordinary Resolution	E-voting and Poll	Passed with requisite majority
3.	Appointment of a Director in place of Shri Jayanti M. Sanghvi (DIN: 00006178), whose period of office is not liable to determination by retirement of Directors by rotation and who, pursuant to the applicable provisions of the Companies Act, 2013, retires by rotation and being eligible offers himself for re-appointment.	Ordinary Resolution	E-voting and Poll	Passed with requisite majority



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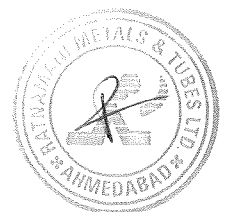
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4.	Re-appointment of M/s. S R B C & Co., LLP, Chartered Accountants as the Joint statutory Auditors having ICAI Firm Registration No.324982E/E300003 as the Joint Statutory Auditor of the Company to hold office for the Second Term for a period of 2 (Two) Consecutive Years, effective from the conclusion of this Annual General Meeting till the conclusion of the 37 th Annual General Meeting to be held in the calendar year 2021 and fixing their remuneration.	Ordinary Resolution	E-voting and Poll	Passed with requisite majority
5.	Ratification of remuneration payable to M/s. N. D. Birla & Co., Cost Accountants, having firm Registration No.000028 as the Cost Auditors of the Company for the financial year ending on 31 st March, 2020.	Ordinary Resolution	E-voting and Poll	Passed with requisite majority
6.	Re-appointment of Smt. Nidhi G. Gadhecha (DIN: 06847953) as an Independent Woman Director of the Company, to hold office for the Second Term for a period of 5 (Five) consecutive years effective from the conclusion this Annual General Meeting till the conclusion of the 40 th Annual General Meeting of the Company to be held in the Calendar year 2024 or up to 8 th August, 2024, whichever is earlier.	Special Resolution	E-voting and Poll	Passed with requisite majority
7.	Payment of remuneration to Shri Prakash M. Sanghvi, Managing Director, Shri Jayanti M. Sanghvi, Whole Time Director and Shri Santilal M. Sanghvi, Whole Time Director, who are Promoters or members of Promoter Group, shall be effective for the financial year commenced from April 1, 2019 and for subsequent years till the expiry of respective term of such Executive Directors.	Special Resolution	E-voting and Poll	Passed with requisite majority
8.	Change in the Designation of Shri Jayanti M. Sanghvi from Whole Time Director to Joint Managing Director of the Company retaining all the existing terms and conditions of his appointment till the expiry of his present term i.e. 31 st October, 2023 as approved by the Members at the 34 th Annual General Meeting held on 9 th August, 2018.	Special Resolution	E-voting and Poll	Passed with requisite majority



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Agenda wise disclosure:

Resolution No.1:

Adoption of the audited Standalone Financial Statements of the Company for the financial year ended on 31st March, 2019, together with the Reports of the Board of Directors and Auditors thereon; and also the audited Consolidated Financial Statements of the Company for the financial year ended on 31st March, 2019 and the Report of the Auditors thereon.

Resolution Required :			Ordinary Resolution						
Whether promoter/ promoter group are interested in the agenda/resolution?			N. A.						
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	No. of votes Invalid
		[1]	[2]	[3]={[2]/[1]} *100	[4]	[5]	[6]={[4]/[2]} *100	[7]={[5]/[2]} *100	[8]
Promoter and Promoter Group	E-Voting	28079625	28039795	99.8582	28039795	0	100.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		28039795	99.8582	28039795	0	100.0000	0.0000	0
Public Institutions	E-Voting	9802973	6479522	66.0975	7666599	0	100.0000	0.0000	1187077
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		6479522	66.0975	7666599	0	118.3204	0.0000	1187077
Public Non Institutions	E-Voting	8845402	5639109	63.7519	5638779	330	99.9941	0.0059	0
	Poll		1576	0.0178	1576	0	100.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		5640685	63.7697	5640355	330	99.9941	0.0059	0
Total		46728000	40160002	85.9442	41346749	330	102.9550	0.0008	1187077



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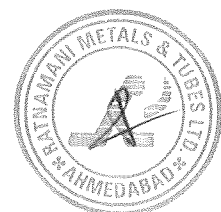
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**Resolution No.2:****Declaration of Dividend @ Rs.9.00/- per Equity Shares of Rs.2/- for the financial year ended on 31st March, 2019.**

Resolution Required : (Ordinary)			Ordinary Resolution						
Whether promoter/ promoter group are interested in the agenda/resolution?			N. A.						
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	No. of votes Invalid
		[1]	[2]	[3] = {[2]/[1]}*100	[4]	[5]	[6] = {[4]/[2]}*100	[7] = {[5]/[2]}*100	[8]
Promoter and Promoter Group	E-Voting	28079625	28039795	99.8582	28039795	0	100.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		28039795	99.8582	28039795	0	100.0000	0.0000	0
Public Institutions	E-Voting	9802973	7666599	78.2069	7666599	0	100.0000	0.0000	1187077
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		7666599	78.2069	7666599	0	100.0000	0.0000	1187077
Public Non Institutions	E-Voting	8845402	5639109	63.7519	5638029	1080	99.9808	0.0192	0
	Poll		1576	0.0178	1576	0	100.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		5640685	63.7697	5639605	1080	99.9809	0.0191	0
Total		46728000	41347079	88.4846	41345999	1080	99.9974	0.0026	1187077



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**Resolution No.3:**

Appointment of a Director in place of Shri Jayanti M. Sanghvi (DIN: 00006178), whose period of office is not liable to determination by retirement of Directors by rotation and who, pursuant to the applicable provisions of the Companies Act, 2013, retires by rotation and being eligible offers himself for re-appointment.

Resolution Required : (Ordinary)			Ordinary Resolution						
Whether promoter/ promoter group is interested in the agenda/resolution?			Yes						
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	No. of votes Invalid
		[1]	[2]	[3]={[2]/[1]} *100	[4]	[5]	[6]={[4]/[2]} *100	[7]={[5]/[2]} *100	[8]
Promoter and Promoter Group	E-Voting	28079625	28039795	99.8582	28039795	0	100.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		28039795	99.8582	28039795	0	100.0000	0.0000	0
Public Institutions	E-Voting	9802973	7666599	78.2069	7561748	104851	98.6324	1.3676	1187077
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		7666599	78.2069	7561748	104851	98.6324	1.3676	1187077
Public Non Institutions	E-Voting	8845402	5639109	63.7519	5636449	2660	99.9528	0.0472	0
	Poll		1576	0.0178	1576	0	100.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		5640685	63.7697	5638025	2660	99.9528	0.0472	0
Total		46728000	41347079	88.4846	41239568	107511	99.7400	0.2600	1187077



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**Resolution No.4:**

Re-appointment of M/s. S R B C & Co., LLP, Chartered Accountants as the Joint statutory Auditors having ICAI Firm Registration No.324982E/E300003 as the Joint Statutory Auditor of the Company to hold office for the Second Term for a period of 2 (Two) Consecutive Years, effective from the conclusion of this Annual General Meeting till the conclusion of the 37th Annual General Meeting to be held in the calendar year 2021 and fixing their remuneration.

Resolution Required : (Ordinary)			Ordinary Resolution						
Whether promoter/ promoter group are interested in the agenda/resolution?			N. A.						
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	No. of votes Invalid
		[1]	[2]	[3] = {[2]/[1]} *100	[4]	[5]	[6] = {[4]/[2]} *100	[7] = {[5]/[2]} *100	[8]
Promoter and Promoter Group	E-Voting	28079625	28039795	99.8582	28039795	0	100.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		28039795	99.8582	28039795	0	100.0000	0.0000	0
Public Institutions	E-Voting	9802973	6053213	61.7487	6042713	10500	99.8265	0.1735	1187077
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		6053213	61.7487	6042713	10500	99.8265	0.1735	1187077
Public Non Institutions	E-Voting	8845402	5639109	63.7519	5638779	330	99.9941	0.0059	0
	Poll		1576	0.0178	1576	0	100.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		5640685	63.7697	5640355	330	99.9941	0.0059	0
Total		46728000	39733693	85.0319	39722863	10830	99.9727	0.0273	1187077



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**Resolution No.5:**

Ratification of remuneration payable to M/s. N. D. Birla & Co., Cost Accountants, having firm Registration No.000028 as the Cost Auditors of the Company for the financial year ending on 31st March, 2020.

Resolution Required : (Ordinary)			Ordinary Resolution						
Whether promoter/ promoter group are interested in the agenda/resolution?			N. A.						
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	No. of votes Invalid
		[1]	[2]	[3] = {[2]/[1]} *100	[4]	[5]	[6] = {[4]/[2]} *100	[7] = {[5]/[2]} *100	[8]
Promoter and Promoter Group	E-Voting	28079625	28039795	99.8582	28039795	0	100.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		28039795	99.8582	28039795	0	100.0000	0.0000	0
Public Institutions	E-Voting	9802973	7666599	78.2069	7666599	0	100.0000	0.0000	1187077
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		7666599	78.2069	7666599	0	100.0000	0.0000	1187077
Public Non Institutions	E-Voting	8845402	5639109	63.7519	5638729	380	99.9933	0.0067	0
	Poll		1576	0.0178	1576	0	100.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		5640685	63.7697	5640305	380	99.9933	0.0067	0
Total		46728000	41347079	88.4846	41346699	380	99.9991	0.0009	1187077



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**Resolution No.6:**

Re-appointment of Smt. Nidhi G. Gadhecha (DIN: 06847953) as an Independent Woman Director of the Company, to hold office for the Second Term for a period of 5 (Five) consecutive years effective from the conclusion this Annual General Meeting till the conclusion of the 40th Annual General Meeting of the Company to be held in the Calendar year 2024 or up to 8th August, 2024, whichever is earlier.

Resolution Required : (Special)			Special Resolution						
Whether promoter/ promoter group are interested in the agenda/resolution?			N. A.						
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	No. of votes Invalid
		[1]	[2]	[3]={[2]/[1]} *100	[4]	[5]	[6]={[4]/[2]} *100	[7]={[5]/[2]} *100	[8]
Promoter and Promoter Group	E-Voting	28079625	28039795	99.8582	28039795	0	100.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		28039795	99.8582	28039795	0	100.0000	0.0000	0
Public Institutions	E-Voting	9802973	6445718	65.7527	6445718	0	100.0000	0.0000	1187077
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		6445718	65.7527	6445718	0	100.0000	0.0000	1187077
Public Non Institutions	E-Voting	8845402	5639109	63.7519	5636599	2510	99.9555	0.0445	0
	Poll		1576	0.0178	1576	0	100.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		5640685	63.7697	5638175	2510	99.9555	0.0445	0
Total		46728000	40126198	85.8718	40123688	2510	99.9937	0.0063	1187077



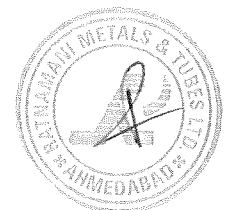
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Resolution No.7:

Payment of remuneration to Shri Prakash M. Sanghvi, Managing Director, Shri Jayanti M. Sanghvi, Whole Time Director and Shri Santilal M. Sanghvi, Whole Time Director, who are Promoters or members of Promoter Group, shall be effective for the financial year commenced from April 1, 2019 and for subsequent years till the expiry of respective term of such Executive Directors.

Resolution Required : (Special)			Special Resolution						
Whether promoter/ promoter group are interested in the agenda/resolution?			Yes						
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	No. of votes Invalid
		[1]	[2]	[3]={[2]/[1]} *100	[4]	[5]	[6]={[4]/[2]} *100	[7]={[5]/[2]} *100	[8]
Promoter and Promoter Group	E-Voting	28079625	28039795	99.8582	28039795	0	100.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		28039795	99.8582	28039795	0	100.0000	0.0000	0
Public Institutions	E-Voting	9802973	6445718	65.7527	6160163	285555	95.5698	4.4302	1187077
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		6445718	65.7527	6160163	285555	95.5698	4.4302	1187077
Public Non Institutions	E-Voting	8845402	5637779	63.7368	5637349	430	99.9924	0.0076	0
	Poll		1576	0.0178	1576	0	100.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		5639355	63.7546	5638925	430	99.9924	0.0076	0
Total		46728000	40124868	85.8690	39838883	285985	99.2873	0.7127	1187077



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**Resolution No.8:**

Change in the Designation of Shri Jayanti M. Sanghvi from Whole Time Director to Joint Managing Director of the Company retaining all the existing terms and conditions of his appointment till the expiry of his present term i.e. 31st October, 2023 as approved by the Members at the 34th Annual General Meeting held on 9th August, 2018.

Resolution Required : (Special)			Special Resolution						
Whether promoter/ promoter group are interested in the agenda/resolution?			Yes						
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	No. of votes Invalid
		[1]	[2]	[3] = {[2]/[1]} * 100	[4]	[5]	[6] = {[4]/[2]} * 100	[7] = {[5]/[2]} * 100	[8]
Promoter and Promoter Group	E-Voting	28079625	28039795	99.8582	28039795	0	100.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		28039795	99.8582	28039795	0	100.0000	0.0000	0
Public Institutions	E-Voting	9802973	7666599	78.2069	7666599	0	100.0000	0.0000	1187077
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		7666599	78.2069	7666599	0	100.0000	0.0000	1187077
Public Non Institutions	E-Voting	8845402	5639059	63.7513	5636399	2660	99.9528	0.0472	0
	Poll		1576	0.0178	1576	0	100.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		5640635	63.7691	5637975	2660	99.9528	0.0472	0
Total		46728000	41347029	88.4845	41344369	2660	99.9936	0.0064	1187077



Date: 9th August, 2019

To,
The Chairman of 35th Annual General Meeting of Ratnamani Metals & Tubes Limited,
Held on Friday, the 9th Day of August, 2019 at 10.00 a.m. at the Conference Hall of "The Ahmedabad
Textile Mills Association", Near "Gurjari", Ashram Road, Ahmedabad – 380-009

CONSOLIDATED SCRUTINIZER'S REPORT

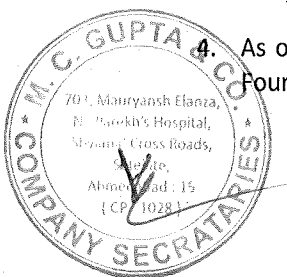
THIRTY FIFTH ANNUAL GENERAL MEETING OF THE EQUITY SHAREHOLDERS OF RATNAMANI METALS & TUBES LIMITED HELD ON FRIDAY, 9TH AUGUST, 2019 AT 10:00 AM AT THE CONFERENCE HALL OF "THE AHMEDABAD TEXTILE MILLS ASSOCIATION", NEAR "GURJARI", ASHRAM ROAD, AHMEDABAD- 380009.

I, Mahesh C. Gupta, proprietor of M/s. M. C. Gupta & Co., Company Secretaries, have been appointed as Scrutinizer for the purpose of voting by electronic means and voting by poll to be carried by the Company pursuant to Section 108 of the Companies Act, 2013 (the Act) read with Rule 20 of the Companies (Management and Administration) Rules, 2014 ('Rules') and in accordance with the Listing Agreement, in respect of resolutions mentioned in the report, at Annual General Meeting of the company held on 9th August, 2019.

The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules relating to voting through electronic means [i.e. by remote e-voting and voting by poll at the AGM] for the resolutions contained in the Notice of the 35th AGM of the Equity Shareholders of the Company. My responsibility as scrutinizer is restricted to make a Scrutinizer's Report of the votes cast 'For' or 'Against' the resolutions stated in the Notice.

Report on scrutiny:

1. The Company has entered into an arrangement with Central Depository Services (India) Limited (CDSL), the Agency authorized under the Rules and engaged by the Company to provide e-voting facilities for voting through electronic means to all the members who were eligible to take part in the remote e-voting.
2. The cut-off date for the purposes of identifying the shareholders who will be entitled to vote on the resolution placed for approval of the shareholders was 2nd August, 2019.
3. The remote e-voting facility was kept open for four days from Monday, 5th August, 2019 (10:00 a.m.) till Thursday, 8th August, 2019 (5:00 p.m.).
4. As on cut-off date i.e. 2nd August, 2019, there were 10,854 (Ten Thousand Eight Hundred Fifty Four Only) shareholders.



5. At the end of remote e-voting period on 8th August, 2019 at 5:00 p.m., voting portal of service provider was blocked forthwith.
6. After the time fixed for closing of the poll by the Chairman, one ballot box kept for polling was locked in my presence with due identification marks placed by me.
7. After Annual General Meeting, the ballot box kept for voting was immediately opened by me in presence of Mr. Sparsh Gupta and Ms. Nidhi Nayak.
8. There were 50 shareholders present at the meeting present in person at the Annual General Meeting.
9. On Friday, 9th August, 2019 at 11:20 a.m. after counting vote cast at the meeting, the votes cast through remote e-voting process were unblocked by me in the presence of Mr. Sparsh Gupta and Ms. Nidhi Nayak.
10. The poll papers were reconciled with the records maintained by the Registrar and Transfer Agents and the authorizations/ proxies lodged with the Company.
11. No Poll paper was found to be incomplete and/ or defective.

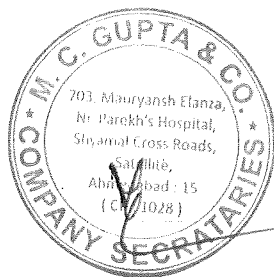
Consolidated report on result of voting through electronic means and voting by poll is as under:

Item No. 1: As an Ordinary Resolution

To receive, consider and adopt the audited Standalone Financial Statements of the Company for the financial year ended on 31st March, 2019, together with the Reports of the Board of Directors and the Auditors thereon and the audited Consolidated Balance Sheet of the Company for the financial year ended on 31st March, 2019 and the Reports of the Auditors thereon:

(i) Voted in favour of the resolution:

Mode of voting	Number of Members voted (in person or by proxy)	Number of Votes Cast by Members	% of total number of valid votes cast
Through voting by poll	11	1,576	0.0038
Through remote e-voting	286	4,13,45,173	99.9954
Total	297	4,13,46,749	99.9992



(ii) Voted against the resolution:

Mode of voting	Number of Members voted (in person or by proxy)	Number of Votes Cast by Members	% of total number of valid votes cast
Through voting by poll	-	-	-
Through remote e-voting	1	330	0.0008
Total	1	330	0.0008

(iii) Votes Invalid:

Mode of voting	Number of Members voted (in person or by proxy)	Number of Votes Cast by Members
Through voting by poll	-	-
Through remote e-voting	7	11,87,077
Total	7	11,87,077

Item No.2: As an Ordinary Resolution

To declare Dividend on the Equity shares of the Company for the financial year ended 31st March, 2019:

(i) Voted in favour of the resolution:

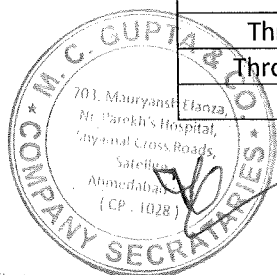
Mode of voting	Number of Members voted (in person or by proxy)	Number of Votes Cast by Members	% of total number of valid votes cast
Through voting by poll	11	1,576	0.0038
Through remote e-voting	285	4,13,44,423	99.9936
Total	296	4,13,45,999	99.9974

(ii) Voted against the resolution:

Mode of voting	Number of Members voted (in person or by proxy)	Number of Votes Cast by Members	% of total number of valid votes cast
Through voting by poll	-	-	-
Through remote e-voting	2	1,080	0.0026
Total	2	1,080	0.0026

(iii) Votes Invalid:

Mode of voting	Number of Members voted (in person or by proxy)	Number of Votes Cast by Members
Through voting by poll	-	-
Through remote e-voting	7	11,87,077
Total	7	11,87,077



Item No. 3: As an Ordinary Resolution

To re-appoint Shri Jayanti M. Sanghvi (DIN: 00006178) as a Director of the Company who retires by rotation:

(i) Voted in favour of the resolution:

Mode of voting	Number of Members voted (in person or by proxy)	Number of Votes Cast by Members	% of total number of valid votes cast
Through voting by poll	11	1,576	0.0038
Through remote e-voting	269	4,12,37,992	99.7362
Total	280	4,12,39,568	99.7400

(ii) Voted against the resolution:

Mode of voting	Number of Members voted (in person or by proxy)	Number of Votes Cast by Members	% of total number of valid votes cast
Through voting by poll	-	-	-
Through remote e-voting	18	1,07,511	0.2600
Total	18	1,07,511	0.2600

(iii) Votes Invalid:

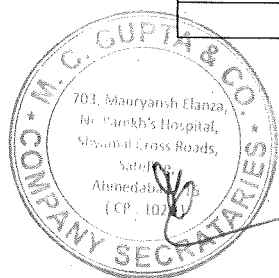
Mode of voting	Number of Members voted (in person or by proxy)	Number of Votes Cast by Members
Through voting by poll	-	-
Through remote e-voting	7	11,87,077
Total	7	11,87,077

Item No.4: As an Ordinary Resolution

To Appoint M/s S R B C & Co. LLP, Chartered Accountants (FRN: 324982E/E300003) as Joint Statutory Auditors of the Company and fix their remuneration

(i) Voted in favour of the resolution:

Mode of voting	Number of Members voted (in person or by proxy)	Number of Votes Cast by Members	% of total number of valid votes cast
Through voting by poll	11	1,576	0.0040
Through remote e-voting	280	3,97,21,287	99.9687
Total	291	3,97,22,861	99.9727



(ii) Voted against the resolution:

Mode of voting	Number of Members voted (in person or by proxy)	Number of Votes Cast by Members	% of total number of valid votes cast
Through voting by poll	-	-	-
Through remote e-voting	2	10,830	0.0273
Total	2	10,830	0.0273

(iii) Votes Invalid:

Mode of voting	Number of Members voted (in person or by proxy)	Number of Votes Cast by Members
Through voting by poll	-	-
Through remote e-voting	7	11,87,077
Total	7	11,87,077

Item No. 5: As an Special Resolution

To ratify the remuneration payable to M/s. N. D. Birla & Co., Cost Accountants, Ahmedabad (FRN: 000028) as a Cost Auditor of the Company for the financial year ending on 31st March, 2020:

(i) Voted in favour of the resolution:

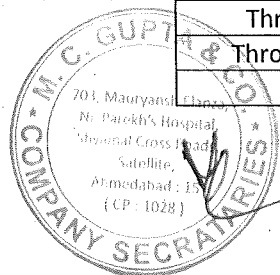
Mode of voting	Number of Members voted (in person or by proxy)	Number of Votes Cast by Members	% of total number of valid votes cast
Through voting by poll	11	1,576	0.0038
Through remote e-voting	285	4,13,45,123	99.9953
Total	296	4,13,46,699	99.9991

(ii) Voted against the resolution:

Mode of voting	Number of Members voted (in person or by proxy)	Number of Votes Cast by Members	% of total number of valid votes cast
Through voting by poll	-	-	-
Through remote e-voting	2	380	0.0009
Total	2	380	0.0009

(iii) Votes Invalid:

Mode of voting	Number of Members voted (in person or by proxy)	Number of Votes Cast by Members
Through voting by poll	-	-
Through remote e-voting	7	11,87,077
Total	7	11,87,077



Item No. 6: As a Special Resolution

To re-appoint Smt. Nidhi G. Gadhecha (DIN: 06847953), as Independent Women Director of the Company, to hold office for the Second Term for a period of 5 (five) years:

(i) Voted in favour of the resolution:

Mode of voting	Number of Members voted (in person or by proxy)	Number of Votes Cast by Members	% of total number of valid votes cast
Through voting by poll	11	1,576	0.0039
Through remote e-voting	277	4,01,22,112	99.9898
Total	288	4,01,23,688	99.9937

(ii) Voted against the resolution:

Mode of voting	Number of Members voted (in person or by proxy)	Number of Votes Cast by Members	% of total number of valid votes cast
Through voting by poll	-	-	-
Through remote e-voting	5	2,510	0.0063
Total	5	2,510	0.0063

(iii) Votes Invalid:

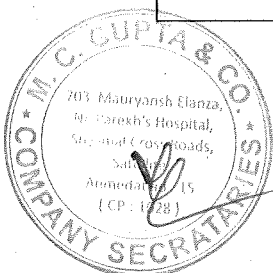
Mode of voting	Number of Members voted (in person or by proxy)	Number of Votes Cast by Members
Through voting by poll	-	-
Through remote e-voting	7	11,87,077
Total	7	11,87,077

Item No. 7: As an Special Resolution

To pay remuneration to Managing Director and Whole Time Directors who are also Promoters or members of the Promoter Group:

(i) Voted in favour of the resolution:

Mode of voting	Number of Members voted (in person or by proxy)	Number of Votes Cast by Members	% of total number of valid votes cast
Through voting by poll	11	1,576	0.0039
Through remote e-voting	270	3,98,37,307	99.2834
Total	281	3,98,38,883	99.2873



M. C. Gupta & Co.
Company Secretaries

CS Mahesh C. Gupta
B.Com (Hons.), LL.M., MBA, ACMA, FCS

(ii) Voted against the resolution:

Mode of voting	Number of Members voted (in person or by proxy)	Number of Votes Cast by Members	% of total number of valid votes cast
Through voting by poll	-	-	-
Through remote e-voting	11	2,85,985	0.7127
Total	11	2,85,985	0.7127

(iii) Votes Invalid:

Mode of voting	Number of Members voted (in person or by proxy)	Number of Votes Cast by Members
Through voting by poll	-	-
Through remote e-voting	7	11,87,077
Total	7	11,87,077

Item No. 08: As an Special Resolution

To change designation of Shri Jayanti M. Sanghvi (DIN: 00006178), as a Joint Managing Director of the Company from a Whole Time Director, retaining all the existing terms and conditions of his appointment till the expiry of his present term i.e. 31st October, 2023:

(i) Voted in favour of the resolution:

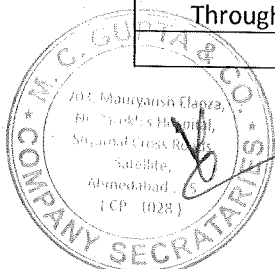
Mode of voting	Number of Members voted (in person or by proxy)	Number of Votes Cast by Members	% of total number of valid votes cast
Through voting by poll	11	1,576	0.0038
Through remote e-voting	283	4,13,42,793	99.9898
Total	294	4,13,44,369	99.9936

(ii) Voted against the resolution:

Mode of voting	Number of Members voted (in person or by proxy)	Number of Votes Cast by Members	% of total number of valid votes cast
Through voting by poll	-	-	-
Through remote e-voting	8	2,660	0.0064
Total	8	2,660	0.0064

(iii) Votes Invalid:

Mode of voting	Number of Members voted (in person or by proxy)	Number of Votes Cast by Members
Through voting by poll	-	-
Through remote e-voting	7	11,87,077
Total	7	11,87,077



M. C. Gupta & Co.
Company Secretaries


CS Mahesh C. Gupta
B.Com (Hons.), LL.M., MBA, ACMA, FCS

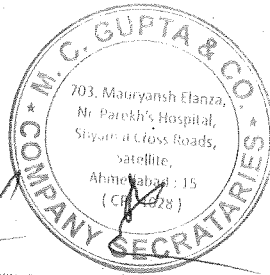
Note:

- a) The shareholders abstained from voting on specific resolutions under remote e-voting are considered as invalid votes.
- b) Shareholders whose signature is not tallying, improperly voted, abstain from voting resolutions are considered as invalid ones.
12. Based on the above voting, all resolutions carried on with requisite majority, accordingly we request the Chairman of the 35th Annual General Meeting to announce the results of the meeting.
13. A Compact Disc (CD) containing a list of equity shareholders who voted "FOR", "AGAINST" and those whose votes were declared invalid for each resolution is enclosed.
14. The electronic data and all other relevant records relating to the e-voting is under my safe custody and will be handed over to the Company secretary for preserving safely after the Chairman considers, approves and signs the minutes of the AGM.


Thanking you,


Yours faithfully,
For M. C. Gupta & Co.,
Company Secretaries
UCN: S1986GJ003400


Mahesh C. Gupta
Proprietor
Membership No.: 2047 (CP: 1028)




Place: Ahmedabad
Date: 9th August, 2019


Witness 1:
Mr. Sparsh Gupta
502, Parikrama Tower,
Shyamal Cross Roads,
Satellite
Ahmedabad – 380 015.


Witness 2:
Ms. Nidhi Nayak
B-402, Green Iris apartment
K.K.Nagar Road Gatlodiya,
Ahmedabad – 380 065.

COUNTERSIGNED BY:
For Ratnamani Metals & Tubes Limited


Prakash M. Sanghvi
Chairman and Managing Director
DIN: 00006354

