

# V.S. SOWRIRAJAN & ASSOCIATES

Company Secretaries - in - Practice

## SCRUTINIZER REPORT

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

To

**The Chairman of the 45<sup>th</sup> Annual General Meeting  
TAMILNADU STEEL TUBES LIMITED**

No. 22, 1<sup>st</sup> Floor, Wheatcroft Road,  
Nungambakkam, Chennai 600 034

Dear Sir

**Sub : Report of the Scrutinizer on the remote e-voting, at the 45<sup>th</sup> Annual General Meeting held on Thursday, the 26th September 2024 at 10.00 A.M. through Video Conferencing (VC)/Other Audio-Visual Means (OAVM) at the Registered Office of the Company No. 22, 1<sup>st</sup> Floor, Wheatcroft Road, Nungambakkam, Chennai 600 034, Tamil Nadu ( Deemed Location)**

- 1) I, V.S.SOWRIRAJAN, Company Secretary in Practice, was appointed by the Board of Directors of the Company as Scrutinizer for the purpose of Scrutinizing the process of remote e-voting and e-voting at the Annual General Meeting in respect of resolutions proposed vide Notice dated 14<sup>th</sup> August 2024 issued in accordance with the General Circular Nos. 14/2020 dated 8th April, 2020, 17/2020 dated 13th April, 2020, 22/2020 dated 15th June, 2020, 33/2020 dated 28th September, 2020, 39/2020 dated 31st December, 2020, 10/2021, dated 23rd June, 2021, 20/2021 dated 8th December, 2021, 3/2022 dated 5th May, 2022 and 11/2022 dated 28th December, 2022 respectively, issued by the Ministry of Corporate Affairs (MCA), calling for the Forty Fifth Annual General Meeting of the Equity Shareholders through Video Conferencing (VC)/Other Audio Visual Means (OAVM). The AGM was convened on Thursday, the 26<sup>th</sup> September 2024 at 10.00 A.M. through VC/OAVM
- 2) The said appointment was made under Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended. As the Scrutinizer, I have to Scrutinize the
  - a) Process of remote e-voting, before the AGM using the electronic voting system on the dates referred to in the Notice calling the AGM
  - b) Process of e-voting at the AGM through electronic voting system
- 3) The Management of the Company is responsible to ensure the compliance with the requirements of the (i) Companies Act, 2013 and the Rules made thereunder, (ii) the MCA Circulars (iii) the SEBI (Listing Obligations and Disclosure Requirements, 2015 (LODR) in relation to E-Voting on the resolutions contained in the Notice of the Annual General Meeting of the Company. The management of the Company is responsible for ensuring a secured framework and the robustness of the electronic voting system.



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- 4) My responsibilities as Scrutinizer for the e-voting process is restricted to making a Scrutinizer Report of the votes cast "in favour" or "against" the resolutions, based on the reports generated from the E-Voting System provided by the National Securities Depositories Limited.
- 5) The Equity Shareholders of the Company as on the "cut-off" date as set out in the notice (i.e) 20<sup>th</sup> September 2024 were entitled to vote electronically on the resolutions set out in the notice of the AGM.
- 6) The remote e-voting process remained open from **on 23.09.2024 at 10.00 A.M. and ends on 25.09.2024 at 05.00 P.M.**
- 7) The Votes cast through Remote Voting were unblocked after the AGM in the presence of two witnesses and the details of voting were generated from the e-voting website of NSDL
- 8) The Votes cast at the Venue were unblocked after the AGM in the presence of two witnesses and the details of voting were generated from the e-voting website of NSDL. It is found that no votes were cast through e-voting at the AGM Venue

I submit herewith the Scrutinizer Report on the results of remote e-voting and e-voting based on the reports generated by the E-voting System of NSDL, scrutinized by me on test check basis and relied upon by me





**Subject No.1 – Approval of Financial Statements 2023-24 – Ordinary Business – Ordinary Resolution**

**(i) VOTED IN FAVOUR OF THE RESOLUTION**

Type of Voting	Number of members voted through E-Voting System through Poll	Number of Votes cast on them (Shares)	% Total number of valid votes cast
Remote E-Voting	20	2468410	99.99
E-Voting (Venue)	0	0	0.00
<b>TOTAL</b>	<b>20</b>	<b>2468410</b>	<b>99.99</b>

**(ii) VOTED AGAINST THE RESOLUTION**

Type of Voting	Number of members voted through E-Voting System through Poll	Number of Votes cast on them (Shares)	% Total number of valid votes cast
Remote E-Voting	1	100	0.01
E-Voting (Venue)	0	0	0.00
<b>TOTAL</b>	<b>1</b>	<b>100</b>	<b>0.01</b>

**(iii) INVALID VOTES**

Type of Voting	Number of members voted through E-Voting System through Poll	Number of Votes cast on them (Shares)	% Total number of valid votes cast
Remote E-Voting	0	0	0.00
E-Voting (Venue)	0	0	0.00.
<b>TOTAL</b>	<b>0</b>	<b>0</b>	<b>0.00</b>



**Subject No.2.- Appointment of Wholetime Director in place of Mr.N Sudharsan (DIN-08562284) who retire by rotation and being eligible offers himself for re-appointment – Ordinary Business - Ordinary Resolution**

(i) VOTED IN FAVOUR OF THE RESOLUTION

Type of Voting	Number of members voted through E-Voting System through Poll	Number of Votes cast on them (Shares)	% Total number of valid votes cast
Remote E-Voting	19	2465710	99.89
E-Voting (Venue)	0	0	0
<b>TOTAL</b>	<b>19</b>	<b>2465710</b>	<b>99.89</b>

(ii) VOTED AGAINST THE RESOLUTION

Type of Voting	Number of members voted through E-Voting System through Poll	Number of Votes cast on them (Shares)	% Total number of valid votes cast
Remote E-Voting	2	2800	0.11
E-Voting (Venue)	0	0	0.00
<b>TOTAL</b>	<b>2</b>	<b>2800</b>	<b>0.11</b>

(iii) INVALID VOTES

Type of Voting	Number of members voted through E-Voting System through Poll	Number of Votes cast on them (Shares)	% Total number of valid votes cast
Remote E-Voting	0	0	0.00
E-Voting (Venue)	0	0	0.00.
<b>TOTAL</b>	<b>0</b>	<b>0</b>	<b>0.00</b>



Subject No.3 – Appointment of Wholetime Director in place of Mr. Ramashish Singh (DIN-09236352) who retire by rotation and being eligible offers himself for re-appointment – Ordinary Business- Ordinary Resolution

(i) VOTED IN FAVOUR OF THE RESOLUTION

Type of Voting	Number of members voted through E-Voting System through Poll	Number of Votes cast on them (Shares)	% Total number of valid votes cast
Remote E-Voting	19	2465710	99.89
E-Voting (Venue)	0	0	0
<b>TOTAL</b>	<b>19</b>	<b>2465710</b>	<b>99.89</b>

(i) VOTED AGAINST THE RESOLUTION

Type of Voting	Number of members voted through E-Voting System through Poll	Number of Votes cast on them (Shares)	% Total number of valid votes cast
Remote E-Voting	2	2800	0.11
E-Voting (Venue)	0	0	0.00
<b>TOTAL</b>	<b>2</b>	<b>2800</b>	<b>0.11</b>

(ii) INVALID VOTES

Type of Voting	Number of members voted through E-Voting System through Poll	Number of Votes cast on them (Shares)	% Total number of valid votes cast
Remote E-Voting	0	0	0.00
E-Voting (Venue)	0	0	0.00.
<b>TOTAL</b>	<b>0</b>	<b>0</b>	<b>0.00</b>





**Subject No .4** – Appointment of whole time director Krishnan Kammal Shukla (DIN-09700482) , in place of Mr. Elumalai (DIN- 01278399) who has resigned – Ordinary Business – Ordinary Resolution

(i) VOTED IN FAVOUR OF THE RESOLUTION

Remote E-Voting	19	2465710	99.89
E-Voting (Venue)	0	0	0
<b>TOTAL</b>	<b>19</b>	<b>2465710</b>	<b>99.89</b>

(ii) VOTED AGAINST THE RESOLUTION

Type of Voting	Number of members voted through E-Voting System through Poll	Number of Votes cast on them (Shares)	% Total number of valid votes cast
Remote E-Voting	2	2800	0.11
E-Voting (Venue)	0	0	0.00
<b>TOTAL</b>	<b>2</b>	<b>2800</b>	<b>0.11</b>

(iii) INVALID VOTES

Type of Voting	Number of members voted through E-Voting System through Poll	Number of Votes cast on them (Shares)	% Total number of valid votes cast
Remote E-Voting	0	0	0.00
E-Voting (Venue)	0	0	0.00
<b>TOTAL</b>	<b>0</b>	<b>0</b>	<b>0.00</b>



(i) VOTED IN FAVOUR OF THE RESOLUTION

(ii) VOTED AGAINST THE RESOLUTION

### (iii) INVALID VOTES



**Subject No .6– Appointment of Independent director Ms. M Indumathi (DIN-10747508), in place of Mr. RV Sathyanarayan (DIN- 08913315) Independent Director whose tenure is over - Special Business – Special Resolution**

**(i) VOTED IN FAVOUR OF THE RESOLUTION**

Remote E-Voting	19	2465710	99.89
E-Voting (Venue)	0	0	0
<b>TOTAL</b>	<b>19</b>	<b>2465710</b>	<b>99.89</b>

**(ii) VOTED AGAINST THE RESOLUTION**

Type of Voting	Number of members voted through E-Voting System through Poll	Number of Votes cast on them (Shares)	% Total number of valid votes cast
Remote E-Voting	2	2800	0.11
E-Voting (Venue)	0	0	0.00
<b>TOTAL</b>	<b>2</b>	<b>2800</b>	<b>0.11</b>

**(iii) INVALID VOTES**

Type of Voting	Number of members voted through E-Voting System through Poll	Number of Votes cast on them (Shares)	% Total number of valid votes cast
Remote E-Voting	0	0	0.00
E-Voting (Venue)	0	0	0.00.
<b>TOTAL</b>	<b>0</b>	<b>0</b>	<b>0.00</b>





**Subject No .7 – Appointment and Fixation of Remuneration to Cost Auditor – Special Business - Ordinary Resolution :**

**(i) VOTED IN FAVOUR OF THE RESOLUTION**

Remote E-Voting	19	2465710	99.89
E-Voting (Venue)	0	0	0
<b>TOTAL</b>	<b>19</b>	<b>2465710</b>	<b>99.89</b>

**(ii) VOTED AGAINST THE RESOLUTION**

Type of Voting	Number of members voted through E-Voting System through Poll	Number of Votes cast on them (Shares)	% Total number of valid votes cast
Remote E-Voting	2	2800	0.11
E-Voting (Venue)	0	0	0.00
<b>TOTAL</b>	<b>2</b>	<b>2800</b>	<b>0.11</b>

**(iii) INVALID VOTES**

Type of Voting	Number of members voted through E-Voting System through Poll	Number of Votes cast on them (Shares)	% Total number of valid votes cast
Remote E-Voting	0	0	0.00
E-Voting (Venue)	0	0	0.00.
<b>TOTAL</b>	<b>0</b>	<b>0</b>	<b>0.00</b>



Subject No. 8 - Sale of Company's Land situated at M.M. NAGAR - PLOTS B-10 & C-13 /FIXED IMMOVABLE ASSETS - Approval for Registration of Sale Deed under Section 180(1) (a) of Companies Act, 2013 - Special Business- Special Resolution

(i) VOTED IN FAVOUR OF THE RESOLUTION

Remote E-Voting	19	2468310	99.99
E-Voting (Venue)	0	0	0
<b>TOTAL</b>	<b>19</b>	<b>2468310</b>	<b>99.99</b>

(ii) VOTED AGAINST THE RESOLUTION

Type of Voting	Number of members voted through E-Voting System through Poll	Number of Votes cast on them (Shares)	% Total number of valid votes cast
Remote E-Voting	2	200	0.01
E-Voting (Venue)	0	0	0.00
<b>TOTAL</b>	<b>2</b>	<b>200</b>	<b>0.01</b>

(iii) INVALID VOTES

Type of Voting	Number of members voted through E-Voting System through Poll	Number of Votes cast on them (Shares)	% Total number of valid votes cast
Remote E-Voting	0	0	0.00
E-Voting (Venue)	0	0	0.00.
<b>TOTAL</b>	<b>0</b>	<b>0</b>	<b>0.00</b>



Subject No.9 – Transfer of Lease/ Sale of Leasehold Land in favour of Mr. Rakesh Goyal from Mrs. Durga Devi Goyal, her only legal heir on account of her age - Special Business – Special Resolution

(i) VOTED IN FAVOUR OF THE RESOLUTION

Remote E-Voting	19	2465710	99.89
E-Voting (Venue)	0	0	0
<b>TOTAL</b>	<b>19</b>	<b>2465710</b>	<b>99.89</b>

(ii) VOTED AGAINST THE RESOLUTION

Type of Voting	Number of members voted through E-Voting System through Poll	Number of Votes cast on them (Shares)	% Total number of valid votes cast
Remote E-Voting	2	2800	0.11
E-Voting (Venue)	0	0	0.00
<b>TOTAL</b>	<b>2</b>	<b>2800</b>	<b>0.11</b>

(iii) INVALID VOTES

Type of Voting	Number of members voted through E-Voting System through Poll	Number of Votes cast on them (Shares)	% Total number of valid votes cast
Remote E-Voting	0	0	0.00
E-Voting (Venue)	0	0	0.00.
<b>TOTAL</b>	<b>0</b>	<b>0</b>	<b>0.00</b>

Based on the above, it is found that all the resolutions placed before the Annual General Meeting stands passed with the requisite majority. The Company is advised to publish the results in the web site of the company and the service provider and inform Stock Exchanges immediately.





This report has been issued at the request of the Company for submission to the Stock Exchanges and posting on the websites as per the requirements of law. This report shall not be used for any other purpose or to be distributed by the Company to any other parties. Accordingly, I do not accept or assume any liability or any duty or care or for any other purpose or to any other party to whom it is shown or into whose hands it may come without my prior consent in writing.

**Date : 26<sup>th</sup> September 2024**

**Place : Trichy**



**V.S.SOWRIRAJAN**

**Company Secretary**

**FCS 2368/CP 6482**

Unique Identification No: S2004TN077000

UDIN : **F002368F001325668**

PEER REVIEW CERTIFICATE NO: 2162/2022