



**ANURAG FATEHPURIA**

COMPANY SECRETARIES

(A Peer Reviewed Firm)

4/B/1, Salkia School Road,

Raghav River View Apartment, Howrah – 711106

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**Combined Scrutinizer's Report on Remote E-voting & E-Voting at the Extra-Ordinary General Meeting of Gallantt Ispat Limited (CIN: L29109DL2005PLC350524) ("the Company") held on Wednesday, December 20, 2023 at 3:00 P.M. through Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM")**

To,  
The Chairman  
Extra-Ordinary General Meeting  
Gallantt Ispat Limited  
"GALLANTT HOUSE",  
I-7, Jangpura Extension,  
New Delhi – 110014.

Dear Sir,

1. I have been appointed as the Scrutinizer by M/s. Gallantt Ispat Limited ("the Company", herein after), vide a resolution passed by the Board of Directors of the Company pursuant to section 108 of the Companies Act, 2013, read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Amendment Rules, 2015 and pursuant to the applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, to carry out the scrutiny of the Remote E-Voting as well as Electronic Voting at the Extra-Ordinary General Meeting (EOGM) of the Company, on Wednesday, December 20, 2023 at 3:00 P.M. IST through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM") as permitted by the Ministry of Corporate Affairs (MCA) vide its dated September 25, 2023 read with circulars dated April 8, 2020, April 13, 2020 and May 05, 2020 (collectively referred to as "MCA Circulars") and Securities and Exchange Board of India (SEBI) vide Circular dated October 07, 2023 and other applicable circulars.
2. Pursuant to the provisions of section 108 of the Companies Act, 2013, read with the relevant Rules thereof and read with the provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, I have conducted the scrutiny of the aforesaid Remote E-Voting and as well as Electronic Voting at the Extra-Ordinary General Meeting (EOGM) of the Company, held on Wednesday, December 20, 2023 at 3:00 P.M. IST through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM"), in respect of the aforesaid resolution no. 1 to 9.
3. Further pursuant to the MCA and SEBI Circulars, the Notice of EOGM was sent in electronic form only to those Members whose e-mail addresses are registered with the Company/Depositories. The Notice calling the EOGM had been uploaded on the website of the Company at <https://www.gallantt.com>. The Notice can be accessed from the website of the Stock Exchanges i.e. BSE Limited ("BSE") at [www.bseindia.com](http://www.bseindia.com) and the EOGM Notice is also available on the website of National Securities Depository Limited ("NSDL") (agency for providing the Remote e-Voting facility).



Since the EOGM was held pursuant to the MCA Circulars through VC or OAVM, physical attendance of Members had been dispensed with, accordingly, in terms of the above-mentioned MCA and SEBI Circulars, the facility for appointment of proxies by the Members were also dispensed with.

Members attended the meeting through VC or OAVM had been counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.

The Notice dated November 02, 2023 along with the statement setting out material facts Under Section 102 of the Act as confirmed by the Company were sent to the shareholders in respect of the resolutions proposed at the EOGM of the Company.

#### **4. Management's Responsibility**

The Management of the Company is responsible to ensure compliance with the requirements of (i) the Act and the Rules made thereunder; (ii) the MCA Circulars; and (iii) the SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015, ("LODR") relating to e-voting on the resolutions contained in the Notice calling the EOGM. The Management of the Company is responsible for ensuring a secured framework and robustness of the electronic voting systems.

#### **5. Scrutinizer's Responsibility**

My responsibility as Scrutinizer for e-voting process i.e, remote e-voting and Electronic Voting is restricted to making a Consolidated Scrutinizer's Report of the votes cast "in favor" or "against" the resolutions contained in the Notice, based on the reports generated from the e-voting system provided by M/s. National Securities Depository Limited ("NSDL", herein after) authorized under the Rules and engaged by the Company to provide e-voting facility and attended papers/documents furnished to me electronically by the company and/or NSDL for my verification.

#### **6. Cut-off date**

The Equity Shareholders of the Company as on the "cut-off" date, as set out in the Notice, i.e. December 13, 2023 were entitled to vote on the resolutions (item Nos. 1 to 9 as set out in the Notice calling the EOGM) and their voting rights were in the proportion to their share in the paid-up equity share capital of the Company as on the cut-off date.

#### **7. Remote e-voting process: -**

- I. The remote e-voting period remained open from Sunday, December 17, 2023 (9:00 A.M. IST) to Tuesday, December 19, 2023 (5:00 P.M. IST)
- II. The votes cast were unblocked on Wednesday, December 20, 2023 after the conclusion of the EOGM and was witnessed by two witnesses, Mr. Akram Ali Ansari and Md. Amin Ansari, who are not in the employment of the Company. They have signed below in confirmation of the same.



Mr. Akram Ali Ansari



Md. Amin Ansari



III. Thereafter, the details containing, *inter alia*, the list of Equity Shareholders who voted "in favor" or "against" on each of the resolutions that was put to vote, were generated from the e-voting website of NSDL, i.e, www.evoting.nsdl.com. Based on the report generated by NSDL and relied upon by me, data regarding the remote e-voting was scrutinized on test check basis.

#### **8. E-voting process at the EOGM: -**

- I. After the time fixed for closing of the e-voting by the Chairman, the electronic system recording the e-voting (e-votes) was locked by NSDL.
- II. The e-voting system was scrutinized on test check basis the e-votes were reconciled with the records maintained by the Company/NSDL on test check basis.
- III. The e-votes cast were unblocked on Wednesday, December 20, 2023 after the conclusion of the EOGM.

9. I Submit herewith the Consolidated Scrutinizer's Report on the results of the remote e-voting and electronic voting(remote) at the EOGM done through E-Voting system by the members attended through VC / OAVM, based on the reports generated by NSDL, scrutinized on test check basis and relied upon by me as under: -

#### **SPECIAL BUSINESS:**

##### **Item No. 1 as Special Resolution:**

#### **TO FIX BORROWING POWERS UNDER SECTION 180(1)(C) OF THE COMPANIES ACT 2013**

| Particulars                          | Remote e-voting           |   | Voting at the AGM         |   | Total                     |   | Percentage (%) |
|--------------------------------------|---------------------------|---|---------------------------|---|---------------------------|---|----------------|
|                                      | Number of Voters (Folios) | Number of Votes Cast (One Share One Vote basis) | Number of Voters (Folios) | Number of Votes Cast (One Share One Vote basis) | Number of Voters (Folios) | Number of Votes Cast (One Share One Vote basis) |                |
| Votes in <b>favour</b> of Resolution | 78                        | 135571960                                       | 12                        | 199   | 90                        | 135572159                                       | 99.9999        |
| Voted <b>against</b> the Resolution  | 6                         | 120   | 0                         | 0   | 6                         | 120   | 0.0001         |
| <b>TOTAL</b>                         | <b>84</b>                 | <b>135572080</b>                                | <b>12</b>                 | <b>199</b>                                      | <b>96</b>                 | <b>135572279</b>                                | <b>100.00</b>  |

Based on the aforesaid result, we report that the **Special Resolution** as set out in **Item No. 1** of the Notice of the EOGM dated November 02, 2023 has been **passed with requisite majority**.

##### **Item No. 2 as Special Resolution:**

#### **AUTHORITY FOR CREATION OF CHARGES ON THE MOVABLE AND IMMOVABLE PROPERTIES OF THE COMPANY IN RESPECT OF BORROWINGS UNDER SECTION 180(1)(A) OF THE COMPANIES ACT, 2013**



| Particulars                          | Remote e-voting           |   | Voting at the AGM         |   | Total                     |   | Percentage (%) |
|--------------------------------------|---------------------------|---|---------------------------|---|---------------------------|---|----------------|
|                                      | Number of Voters (Folios) | Number of Votes Cast (One Share One Vote basis) | Number of Voters (Folios) | Number of Votes Cast (One Share One Vote basis) | Number of Voters (Folios) | Number of Votes Cast (One Share One Vote basis) |                |
| Votes in <b>favour</b> of Resolution | 78                        | 135571960                                       | 12                        | 199   | 90                        | 135572159                                       | 99.9999        |
| Voted <b>against</b> the Resolution  | 6                         | 120   | 0                         | 0   | 6                         | 120   | 0.0001         |
| <b>TOTAL</b>                         | <b>84</b>                 | <b>135572080</b>                                | <b>12</b>                 | <b>199</b>                                      | <b>96</b>                 | <b>135572279</b>                                | <b>100.00</b>  |

Based on the aforesaid result, we report that the **Special Resolution** as set out in **Item No. 2** of the Notice of the EOGM dated November 02, 2023 has been **passed with requisite majority**.

**Item No. 3 as an Ordinary Resolution:**

**APPOINTMENT OF MR. PREM PRAKASH AGRAWAL (DIN: 01397585) AS A DIRECTOR OF THE COMPANY**

| Particulars                          | Remote e-voting           |   | Voting at the AGM         |   | Total                     |   | Percentage (%) |
|--------------------------------------|---------------------------|---|---------------------------|---|---------------------------|---|----------------|
|                                      | Number of Voters (Folios) | Number of Votes Cast (One Share One Vote basis) | Number of Voters (Folios) | Number of Votes Cast (One Share One Vote basis) | Number of Voters (Folios) | Number of Votes Cast (One Share One Vote basis) |                |
| Votes in <b>favour</b> of Resolution | 77                        | 135569898                                       | 12                        | 199   | 89                        | 135570097                                       | 99.9984        |
| Voted <b>against</b> the Resolution  | 7                         | 2182  | 0                         | 0   | 7                         | 2182  | 0.0016         |
| <b>TOTAL</b>                         | <b>84</b>                 | <b>135572080</b>                                | <b>12</b>                 | <b>199</b>                                      | <b>96</b>                 | <b>135572279</b>                                | <b>100.00</b>  |

Based on the aforesaid result, we report that the **Ordinary Resolution** as set out in **Item No. 3** of the Notice of the EOGM dated November 02, 2023 has been **passed with requisite majority**.

**Item No. 4 as Special Resolution:**

**APPOINTMENT OF MR. PREM PRAKASH AGRAWAL (DIN: 01397585) AS A WHOLE-TIME DIRECTOR OF THE COMPANY**

| Particulars                          | Remote e-voting           |   | Voting at the AGM         |   | Total                     |   | Percentage (%) |
|--------------------------------------|---------------------------|---|---------------------------|---|---------------------------|---|----------------|
|                                      | Number of Voters (Folios) | Number of Votes Cast (One Share One Vote basis) | Number of Voters (Folios) | Number of Votes Cast (One Share One Vote basis) | Number of Voters (Folios) | Number of Votes Cast (One Share One Vote basis) |                |
| Votes in <b>favour</b> of Resolution | 76                        | 135569845                                       | 12                        | 199   | 88                        | 135570044                                       | 99.9984        |
| Voted <b>against</b> the Resolution  | 8                         | 2235  | 0                         | 0   | 8                         | 2235  | 0.0016         |
| <b>TOTAL</b>                         | <b>84</b>                 | <b>135572080</b>                                | <b>12</b>                 | <b>199</b>                                      | <b>96</b>                 | <b>135572279</b>                                | <b>100.00</b>  |

Based on the aforesaid result, we report that the **Special Resolution** as set out in **Item No. 4** of the Notice of the EOGM dated November 02, 2023 has been **passed with requisite majority**.



**Item No. 5 as Special Resolution:**

**APPROVAL OF LOANS, INVESTMENTS, GUARANTEE OR SECURITY UNDER SECTION 185 OF THE COMPANIES ACT, 2013 IN SUPPRESSION OF ALL THE PREVIOUS RESOLUTIONS PASSED BY THE SHAREHOLDERS OF THE COMPANY**

| Particulars                          | Remote e-voting           |   | Voting at the AGM         |   | Total                     |   | Percentage (%) |
|--------------------------------------|---------------------------|---|---------------------------|---|---------------------------|---|----------------|
|                                      | Number of Voters (Folios) | Number of Votes Cast (One Share One Vote basis) | Number of Voters (Folios) | Number of Votes Cast (One Share One Vote basis) | Number of Voters (Folios) | Number of Votes Cast (One Share One Vote basis) |                |
| Votes in <b>favour</b> of Resolution | 76                        | 135569835                                       | 12                        | 199   | 88                        | 135570034                                       | 99.9983        |
| Voted <b>against</b> the Resolution  | 8                         | 2245  | 0                         | 0   | 8                         | 2245  | 0.0017         |
| <b>TOTAL</b>                         | <b>84</b>                 | <b>135572080</b>                                | <b>12</b>                 | <b>199</b>                                      | <b>96</b>                 | <b>135572279</b>                                | <b>100.00</b>  |

Based on the aforesaid result, we report that the **Special Resolution** as set out in **Item No. 5** of the Notice of the EOGM dated November 02, 2023 has been **passed with requisite majority**.

**Item No. 6 as Special Resolution:**

**APPOINTMENT OF MRS. SMITA MODI (DIN: 01141396) AS A NON-EXECUTIVE INDEPENDENT DIRECTOR OF THE COMPANY**

| Particulars                          | Remote e-voting           |   | Voting at the AGM         |   | Total                     |   | Percentage (%) |
|--------------------------------------|---------------------------|---|---------------------------|---|---------------------------|---|----------------|
|                                      | Number of Voters (Folios) | Number of Votes Cast (One Share One Vote basis) | Number of Voters (Folios) | Number of Votes Cast (One Share One Vote basis) | Number of Voters (Folios) | Number of Votes Cast (One Share One Vote basis) |                |
| Votes in <b>favour</b> of Resolution | 76                        | 135571807                                       | 12                        | 199   | 88                        | 135572006                                       | 99.9998        |
| Voted <b>against</b> the Resolution  | 8                         | 273   | 0                         | 0   | 8                         | 273   | 0.0002         |
| <b>TOTAL</b>                         | <b>84</b>                 | <b>135572080</b>                                | <b>12</b>                 | <b>199</b>                                      | <b>96</b>                 | <b>135572279</b>                                | <b>100.00</b>  |

Based on the aforesaid result, we report that the **Special Resolution** as set out in **Item No. 6** of the Notice of the EOGM dated November 02, 2023 has been **passed with requisite majority**.

**Item No. 7 as Special Resolution:**

**APPOINTMENT OF MR. PANKAJ KHANNA (DIN: 10377030) AS A NON-EXECUTIVE INDEPENDENT DIRECTOR OF THE COMPANY**

| Particulars                          | Remote e-voting           |   | Voting at the AGM         |   | Total                     |   | Percentage (%) |
|--------------------------------------|---------------------------|---|---------------------------|---|---------------------------|---|----------------|
|                                      | Number of Voters (Folios) | Number of Votes Cast (One Share One Vote basis) | Number of Voters (Folios) | Number of Votes Cast (One Share One Vote basis) | Number of Voters (Folios) | Number of Votes Cast (One Share One Vote basis) |                |
| Votes in <b>favour</b> of Resolution | 78                        | 135569899                                       | 12                        | 199   | 90                        | 135570098                                       | 99.9984        |



|                                     |           |                  |           |            |           |                  |               |
|-------------------------------------|-----------|------------------|-----------|------------|-----------|------------------|---------------|
| Voted <b>against</b> the Resolution | 6         | 2181             | 0         | 0          | 6         | 2181             | 0.0016        |
| <b>TOTAL</b>                        | <b>84</b> | <b>135572080</b> | <b>12</b> | <b>199</b> | <b>96</b> | <b>135572279</b> | <b>100.00</b> |

Based on the aforesaid result, we report that the **Special Resolution** as set out in **Item No. 7** of the Notice of the EOGM dated November 02, 2023 has been **passed with requisite majority**.

**Item No. 8 as Special Resolution:**

**RE-APPOINTMENT OF MR. PRASHANT JALAN (DIN: 06619739) AS A WHOLE-TIME DIRECTOR OF THE COMPANY TO BE DESIGNATED AS DIRECTOR-PLANT OPERATION**

| Particulars                          | Remote e-voting           |   | Voting at the AGM         |   | Total                     |   | Percentage (%) |
|--------------------------------------|---------------------------|---|---------------------------|---|---------------------------|---|----------------|
|                                      | Number of Voters (Folios) | Number of Votes Cast (One Share One Vote basis) | Number of Voters (Folios) | Number of Votes Cast (One Share One Vote basis) | Number of Voters (Folios) | Number of Votes Cast (One Share One Vote basis) |                |
| Votes in <b>favour</b> of Resolution | 76                        | 135569845                                       | 12                        | 199   | 88                        | 135570044                                       | 99.9984        |
| Voted <b>against</b> the Resolution  | 8                         | 2235  | 0                         | 0   | 8                         | 2235  | 0.0016         |
| <b>TOTAL</b>                         | <b>84</b>                 | <b>135572080</b>                                | <b>12</b>                 | <b>199</b>                                      | <b>96</b>                 | <b>135572279</b>                                | <b>100.00</b>  |

Based on the aforesaid result, we report that the **Special Resolution** as set out in **Item No. 8** of the Notice of the EOGM dated November 02, 2023 has been **passed with requisite majority**.

**Item No. 9 as Special Resolution:**

**RE-APPOINTMENT OF MR. ASHTBHUJA PRASAD SRIVASTAVA (DIN: 08434115) AS AN INDEPENDENT DIRECTOR OF THE COMPANY FOR A SECOND TERM OF 5 (FIVE) CONSECUTIVE YEARS**

| Particulars                          | Remote e-voting           |   | Voting at the AGM         |   | Total                     |   | Percentage (%) |
|--------------------------------------|---------------------------|---|---------------------------|---|---------------------------|---|----------------|
|                                      | Number of Voters (Folios) | Number of Votes Cast (One Share One Vote basis) | Number of Voters (Folios) | Number of Votes Cast (One Share One Vote basis) | Number of Voters (Folios) | Number of Votes Cast (One Share One Vote basis) |                |
| Votes in <b>favour</b> of Resolution | 76                        | 135569798                                       | 12                        | 199   | 88                        | 135569997                                       | 99.9983        |
| Voted <b>against</b> the Resolution  | 8                         | 2282  | 0                         | 0   | 8                         | 2282  | 0.0017         |
| <b>TOTAL</b>                         | <b>84</b>                 | <b>135572080</b>                                | <b>12</b>                 | <b>199</b>                                      | <b>96</b>                 | <b>135572279</b>                                | <b>100.00</b>  |

Based on the aforesaid result, we report that the **Special Resolution** as set out in **Item No. 9** of the Notice of the EOGM dated November 02, 2023 has been **passed with requisite majority**.

I hereby confirm that I was maintaining the registers received from the service provider both electronically and manually, in respect of the votes cast through e-voting and Electronic Voting



by the shareholders of the company at the EOGM. These documents and all other relevant records were sealed and handed over to the Company Secretary / Director authorized by the Board for safe keeping.

Thanking you,

Yours faithfully,

Anurag Fatehpuria



**ANURAG FATEHPURIA**  
Practicing Company Secretary  
Membership No. A34471  
UDIN: A034471E003013271

I accept

A handwritten signature in black ink.



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Dinesh K Agarwal  
CHAIRMAN  
(DIN: 01017125)  
GALLANTT ISPAT LIMITED

Place: Kolkata  
Date: 22.12.2023

Date: 22.12.2023