

WCL /SEC/2021**August 6, 2021**

To,

BSE Ltd. Listing Department, P. J. Towers, Dalal Street, Mumbai - 400 001. (Scrip Code: Equity - 532144), (NCD - 948505, 960468, 960491 and 973309)	National Stock Exchange of India Ltd. Exchange Plaza, Bandra-Kurla Complex, Bandra (E), Mumbai - 400 051. (Symbol: WELCORP, Series EQ)
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Dear Sirs/ Madam,

Sub: Scrutinizer's Report and Result of E-voting for the Extra Ordinary General Meeting of the Company held through Video Conferencing on August 5, 2021


In continuation to our letter dated July 12, 2021, please find enclosed:

1. Report of Scrutinizer dated August 5, 2021.
2. Voting results pursuant to Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
3. Minutes of the Meeting.

The voting results along with the scrutinizer's report will also be made available on the Company's website at www.welspuncorp.com

This above is for your information and record please.

Thanking You.

Yours faithfully,
For Welspun Corp Limited
Pradeep Joshi
Company Secretary and Compliance Officer
FCS-4959**Welspun Corp Limited**Welspun House, 5th Floor, Kamala City, Senapati Bapat Marg, Lower Parel (West), Mumbai 400 013, India.
T : +91 22 6613 6000 / 2490 8000 F : +91 22 2490 8020
E-mail : companysecretary_wcl@welspun.com Website : www.welspuncorp.comRegistered Address: Welspun City, Village Versamedi, Taluka Anjar, District Kutch, Gujarat 370 110, India.
T : +91 2836 662222 F : +91 2836 279060

Corporate Identity Number: L27100GJ1995PLC025609

CONSOLIDATED SCRUTINIZER'S 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 Board of Directors,
WELSPUN CORP LIMITED
Address: Welspun City, Village Versamedi,
Taluka Anjar, Dist. Kutch, Gujarat 370110.

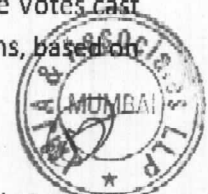
Subject: Consolidated Scrutinizer's Report on remote e-voting and e-voting at the Extra-Ordinary General Meeting (EGM) of the Members of the Welspun Corp Limited ("the Company") held on Thursday, August 05, 2021 at 11.00 A.M. (IST) through Video Conferencing (VC) or Other Audio-Visual Means (OAVM) which is deemed to be held at the Registered Office of the Company situated at Welspun City, Village Versamedi, Taluka Anjar, Dist. Kutch, Gujarat 370110 (the deemed venue of the Meeting).

Dear Sirs,

I, CS Mansi Damania, Designated Partner of M/s. JMJA & Associates LLP, Practising Company Secretaries, having office at 131, 1st Floor, Building No. 2, New Sonal Link Industrial Estate, Malad (W), Mumbai- 400 064, was appointed by the Board of Directors of Welspun Corp Limited ("the Company") at their meeting held on June 28, 2021 to act as the Scrutinizers in terms of Rule 20 of the Companies (Management and Administration) Rules, 2014 for the purpose of scrutinizing the process of remote e-voting and voting through electronic voting system during the Extra-Ordinary General Meeting on the resolutions set out in the Notice dated July 08, 2021 convening the Extra-Ordinary General Meeting of the Members of the Company conducted through Video Conferencing (VC) or Other Audio-Visual Means (OAVM) in accordance with General Circular Nos. 14/2020, 17/2020 and 20/2020 dated April 08, 2020, April 13, 2020 and May 05, 2020, respectively, issued by the Ministry of Corporate Affairs (collectively referred to as "MCA Circulars") and SEBI Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020 and SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021 (collectively referred to as "SEBI Circulars").

The Company's Management is responsible to ensure the compliance with the requirements of the Act read with the Rules, MCA and SEBI Circular/s relating to voting by electronic means, (remote e-voting as well as e-voting during the Extra-Ordinary General Meeting), on all the Resolutions contained in the Notice dated July 08, 2021.

Our responsibility as the Scrutiniser for the voting process, (remote e-voting as well as e-voting during the Extra-Ordinary General Meeting), is restricted to prepare a Scrutinizer's Report of the Votes cast "in favour" or "against" and "invalid, abstain or by interested parties" for all the Resolutions, based on



JMJA & Associates LLP | LLPIN: AAC-9388

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the Report/s generated from the e-voting system or platform provided by the National Securities Depository Limited ("NSDL"), the authorised agency engaged by the Company for facilitating voting through electronic means.

We do hereby submit our report as under:

1. The Company had, on July 13, 2021 completed the dispatch of the notice to all those Members of the Company whose email addresses are registered with the Company/ Depository Participant(s), as the case may be in compliance with MCA Circulars and SEBI Circulars.
2. On account of the threat posed by COVID – 19, and considering the relaxations granted by the Ministry of Corporate Affairs ("MCA") and the Securities and Exchange Board of India ("SEBI"), the Notice of the General Meeting and instructions for e-voting were sent only by email to all its members who have registered their email addresses with the Company / Depository Participants.
3. The Company also published an advertisement in Financial Express (English newspaper) and Kutch Mitra (Gujarati newspaper) on July 14, 2021 informing about the dispatch of Notice through email only for seeking consent of members of the Company by way of Special Resolutions for the Special Businesses mentioned in the Notice.
4. The Company had availed the e-voting facility offered by service provider NSDL for conducting the remote e-voting and voting through electronic voting system during the Extra-Ordinary General Meeting by the shareholders of the Company.
5. The remote e-voting period commenced on Monday, August 02, 2021 from 9:00 a.m. (IST) and ended on Wednesday, August 04, 2021 at 05:00 p.m. (IST). The remote e-voting was disabled thereafter.
6. The facility of voting through electronic voting system was also made available during the Extra-Ordinary General Meeting for the members participating in the meeting and who did not cast their vote through remote e-voting.
7. Voting rights were reckoned as on **Thursday, July 29, 2021** being the "Cut-off Date" for the purpose of deciding the entitlements of shareholders for remote e-voting and voting during the Extra-Ordinary General Meeting.
8. After the closure of the e-voting at the Extra-Ordinary General Meeting, the report on the e-voting done at the Extra-Ordinary General Meeting and the votes cast under remote e-voting facility prior to the Extra-Ordinary General Meeting were unblocked by using the Scrutinizer's login on e-voting platform of NSDL in the presence of two witnesses Mr. Jigar Shah and Ms. Shikha Sangodkar who are not in the employment of the Company as prescribed in Sub-rule 4(xii) of the said Rule 20, as amended. They have signed below in confirmation of the votes being unblocked in their presence.

CS Jigar Shah

Sign: 

CS Shikha Sangodkar

Sign: 



9. The remote e-voting results and the results of the electronic voting done at the meeting were then reconciled with the records maintained by the Company, Company's RTA and the authorisations lodged with us and were scrutinized by me thereafter in a fair and transparent manner.
10. The consolidated results of remote e-voting and e-voting during the Extra-Ordinary General Meeting are enclosed herewith as an **Annexure - I**;
11. Based on the consolidated results, we hereby report that the Special Resolutions as set out in the Item No. 1, 2, 3, 4 and 5 of the Notice of the Extra-Ordinary General Meeting dated July 08, 2021 have been passed with the requisite majority.

Thanking you.

**For JMJA & Associates LLP,
Practising Company Secretaries
Peer Review Certificate No. 980/2020**

Mansi Damania

**CS Mansi Damania
Designated Partner**

FCS: 7447 | COP: 8120

UDIN: F007447C000741939



Date: August 05, 2021

Place: Mumbai

ANNEXURE - I
CONSOLIDATED RESULTS

Item No.	Item of AGM Notice	Voting type	Votes in favour		Votes In against		Invalid votes	
			No. of votes	% of valid votes cast	No. of votes	% of votes cast	No. of votes	% of votes cast
1.	To amend and substitute existing Clause III (A)(1-B) of the Object Clause of the Memorandum of Association of the Company (Special Resolution)	E-Voting	17,68,28,981	99.992	14,135	0.008	0	0
		Poll	NA	NA	NA	NA	NA	NA
		Total	17,68,28,981	99.99	14,135	0.01	0	0
2.	To Insert new Clause III (A) (1-C) in the Object Clause of the Memorandum of Association of the Company (Special Resolution)	E-Voting	17,68,33,645	99.995	7,420	0.005	0	0
		Poll	NA	NA	NA	NA	NA	NA
		Total	17,68,33,645	99.995	7,420	0.005	0	0
3.	To Insert new Clause III (A) (1-D) in the Object Clause of the Memorandum of Association of the Company (Special Resolution)	E-Voting	17,68,38,464	99.998	2,601	0.002	0	0
		Poll	NA	NA	NA	NA	NA	NA
		Total	17,68,38,464	99.998	2,601	0.002	0	0
4.	To insert new Clause III (A) (1-E) in the Object Clause of the Memorandum of Association of the Company (Special Resolution)	E-Voting	17,68,33,715	99.996	5,600	0.004	0	0
		Poll	NA	NA	NA	NA	NA	NA
		Total	17,68,33,715	99.996	5,600	0.004	0	0
5.	To Insert new Clause III (A) (1-F) in the Object Clause of the Memorandum of Association of the Company (Special Resolution)	E-Voting	17,68,35,846	99.998	3,314	0.002	0	0
		Poll	NA	NA	NA	NA	NA	NA
		Total	17,68,35,846	99.998	3,314	0.002	0	0



Based on the aforesaid result, we report that the **Special Resolutions** as contained in **Item No. 1, 2, 3, 4 and 5** of the Notice of the Extra-Ordinary General Meeting dated July 08, 2021 has been passed with requisite majority.

Thanking you.

For JMJA & Associates LLP,
Practising Company Secretaries
Peer Review Certificate No. 980/2020



CS Mansi Damania
Designated Partner

FCS: 7447 | COP: 8120

UDIN: F007447C000741939



Date: August 05, 2021

Place: Mumbai

General information about company	
Scrip code	532144
NSE Symbol	WELCORP
MSEI Symbol	NOTLISTED
ISIN	INE191B01025
Name of the company	WELSPUN CORP LIMITED
Type of meeting	EGM
Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot)	05-08-2021
Start time of the meeting	11:00 AM
End time of the meeting	11:17 AM

Scrutinizer Details	
Name of the Scrutinizer	MANSI DAMANIA SHAH
Firms Name	JMJA & ASSOCIATES LLP
Qualification	CS
Membership Number	7447
Date of Board Meeting in which appointed	28-06-2021
Date of Issuance of Report to the company	05-08-2021

Voting results	
Record date	29-07-2021
Total number of shareholders on record date	106263
No. of shareholders present in the meeting either in person or through proxy	
a) Promoters and Promoter group	0
b) Public	0
No. of shareholders attended the meeting through video conferencing	
a) Promoters and Promoter group	3
b) Public	40
No. of resolution passed in the meeting	5
Disclosure of notes on voting results	Textual Information(1)

Text Block	
Textual Information(1)	Number of shareholders clubbed on the basis of same PAN Nos.

Resolution(1)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Alteration of the Object's Clause in the Memorandum of Association of the Company by way of addition of new objects related to Iron, Bars/Rebars, Sponge Iron/ DRI.				
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
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	130502154	130501954	99.9998	130501954	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		130502154	130501954	99.9998	130501954	0	100
Public-Institutions	E-Voting	48313259	42616324	88.2083	42616324	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		48313259	42616324	88.2083	42616324	0	100
Public- Non Institutions	E-Voting	82133982	3724838	4.5351	3710703	14135	99.6205	0.3795
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		82133982	3724838	4.5351	3710703	14135	99.6205
Total		260949395	176843116	67.7691	176828981	14135	99.992	0.008
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

Resolution(2)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Alteration of the Object's Clause in the Memorandum of Association of the Company by way of addition of new objects related to Marine Fabrication.				
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
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	130502154	130501954	99.9998	130501954	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		130502154	130501954	99.9998	130501954	0	100
Public-Institutions	E-Voting	48313259	42616324	88.2083	42616324	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		48313259	42616324	88.2083	42616324	0	100
Public- Non Institutions	E-Voting	82133982	3722787	4.5326	3715367	7420	99.8007	0.1993
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		82133982	3722787	4.5326	3715367	7420	99.8007
Total		260949395	176841065	67.7683	176833645	7420	99.9958	0.0042
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

Resolution(3)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Alteration of the Object's Clause in the Memorandum of Association of the Company by way of addition of new objects related to Industrial Fabrication.				
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
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)= [(4)/(2)]*100	(7)= [(5)/(2)]*100
Promoter and Promoter Group	E-Voting	130502154	130501954	99.9998	130501954	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		130502154	130501954	99.9998	130501954	0	100
Public-Institutions	E-Voting	48313259	42616324	88.2083	42616324	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		48313259	42616324	88.2083	42616324	0	100
Public- Non Institutions	E-Voting	82133982	3722787	4.5326	3720186	2601	99.9301	0.0699
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		82133982	3722787	4.5326	3720186	2601	99.9301
Total		260949395	176841065	67.7683	176838464	2601	99.9985	0.0015
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

Resolution(4)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Alteration of the Object's Clause in the Memorandum of Association of the Company by way of addition of new objects related to Alloy Steel.				
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
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	130502154	130501954	99.9998	130501954	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		130502154	130501954	99.9998	130501954	0	100
Public-Institutions	E-Voting	48313259	42616324	88.2083	42616324	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		48313259	42616324	88.2083	42616324	0	100
Public- Non Institutions	E-Voting	82133982	3721037	4.5304	3715437	5600	99.8495	0.1505
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		82133982	3721037	4.5304	3715437	5600	99.8495
Total		260949395	176839315	67.7677	176833715	5600	99.9968	0.0032
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

Resolution(5)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Alteration of the Object's Clause in the Memorandum of Association of the Company by way of addition of new objects related to Renewable Energy.				
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
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	130502154	130501954	99.9998	130501954	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		130502154	130501954	99.9998	130501954	0	100
Public-Institutions	E-Voting	48313259	42616324	88.2083	42616324	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		48313259	42616324	88.2083	42616324	0	100
Public- Non Institutions	E-Voting	82133982	3720882	4.5303	3717568	3314	99.9109	0.0891
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		82133982	3720882	4.5303	3717568	3314	99.9109
Total		260949395	176839160	67.7676	176835846	3314	99.9981	0.0019
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

MINUTES OF THE EXTRA ORDINARY GENERAL MEETING OF THE MEMBERS OF WELSPUN CORP LIMITED HELD ON THURSDAY, AUGUST 5, 2021 VIA VIDEO CONFERENCING WHICH COMMENCED AT 11:00 AM AND CONCLUDED AT 11:17 A.M. WHICH WAS DEEMED TO BE HELD AT THE REGISTERED OFFICE OF THE COMPANY, AND DECLARATION OF RESULTS OF VOTING ON AUGUST 6, 2021.

Present:

- Mr. Vipul Mathur* : Managing Director & CEO and a Member of the Risk Management Committee
- Ms. Amita Misra@ : Independent Director and a Member of the Audit Committee and Chairperson of the Risk Management Committee
- Mr. Deshraj Dogra# : Independent Director and a member of the Audit Committee, the Nomination and Remuneration Committee, the Risk Management Committee and the Chairman of the Finance & Administration Committee.
- Mr. K. H. Viswanathan* : Independent Director and the Chairman of the Audit Committee, the Share Transfer, Investors' Grievance and Stakeholders' Relationship Committee, the ESG & CSR Committee and the Nomination and Remuneration Committee and a member of the Risk Management Committee.
- Ms. Revathy Ashok^ : Independent Director and a member of the ESG & CSR Committee, the Nomination and Remuneration Committee and the Share Transfer, Investors' Grievance and Stakeholders' Relationship Committee.
- Mr. Neeraj Sharma\$: Partner of M/s. Price Waterhouse Chartered Accountants LLP (Statutory Auditors).
- Mr. Suthesh Shetty* : Representative of M/s. Price Waterhouse Chartered Accountants LLP (Statutory Auditors).
- Ms. Mansi Damania* : Scrutinizer
- Mr. Percy Birdy* : Chief Financial Officer
- Mr. Pradeep Joshi* : Company Secretary & Compliance Officer

*Attended from Mumbai
@ Attended from Noida
#Attended from Palampur
^Attended from Bengaluru
\$ Attended from Pune

In aggregate 40 individual members were present in person and 3 representatives of corporate members holding 13,438,000 (5.15%) equity shares participated in the meeting through Video Conferencing ("VC")/ Other Audio Visual Means ("OAVM") facility.

The proceedings of the meeting were deemed to be conducted at the registered office of the Company which was the deemed venue of the meeting.

In the absence of the Chairman of the Company, the directors present elected Mr. Vipul Mathur as the Chairman for the meeting in accordance with Article 105 of the Articles of Association of the Company.

The requisite quorum being present, the Chairman called the meeting to order.

It was informed that the proceedings of the meeting were being recorded and the transcript of the meeting would be uploaded on the website of the Company as soon as possible.

The directors, the key managerial personnel, auditors and scrutinizer attending the meeting through VC/ OAVM means were introduced to the meeting.

It was informed that in view of the continuing COVID-19 pandemic, the Ministry of Corporate Affairs had permitted holding of the General Meeting through Video Conferencing, without the physical attendance of the Members at the meeting venue.

It was further informed that the facility to appoint proxies was not available for the meeting.

It was further informed that the statutory registers and other documents as required under the Companies Act, 2013 and applicable corporate laws and the documents referred to in the Notice dated July 8, 2021 convening the meeting are kept open for inspection and accessible during the continuance of the meeting to the members attending the meeting.

It was further stated that the Notice convening the Extra Ordinary General Meeting was circulated to the members and was available on the website of the Company and stock exchanges. The Notice convening the meeting was taken as read.

The Company Secretary then explained to the members, the resolutions and the process of voting by way e-voting by the members present on the day of the Meeting and mentioned that the remote e-voting facility for voting on the resolutions proposed in the Notice convening the meeting remained open from Monday, August 2, 2021 (9:00 a.m. IST) to Wednesday, August 4, 2021 (5:00 p.m. IST)

The Company Secretary then mentioned that the members who had not participated in the remote e-voting but were present would get an opportunity to cast their votes till the end of fifteen minutes from the conclusion of the meeting. The members present who had cast their votes electronically would not get to cast their vote again and if cast again, the same would be considered as invalid. The meeting was held through VC/ OAVM, there would be no proposing and seconding of resolutions by members.

The Company Secretary also explained the resolutions as proposed in the Notice of the meeting and interest, as applicable, of the directors in the said resolutions before they were put to vote at the meeting.

The Chairman then permitted the members present to ask questions / clarifications through pertaining to the resolutions proposed for approval by the members. No questions were raised by any member.

The following were the resolutions proposed for voting:

1) ALTERATION / AMENDMENT TO THE MAIN OBJECT CLAUSE OF THE MEMORANDUM OF ASSOCIATION - IRON, BARS/REBARS, SPONGE IRON/ DRI.

“RESOLVED THAT pursuant to the provisions of Section 13 of the Companies Act, 2013, including any statutory modifications, amendment or re-enactments thereto, and the rules and regulations made thereunder (collectively “the Act”), and subject to the approval of statutory or regulatory authority, as may be necessary, the approval of the members of the Company be and is hereby accorded for amendment to the Object’s Clause, and for commencement of all or any of the business proposed in the amended Object’s Clause of the Memorandum of Association of the Company, as follows :

The existing Clause III (A)(1-B) be substituted with the below clause:

Clause III (A)(1-B) : Iron, Bars/Rebars, Sponge Iron/ DRI

“To carry on, in India or elsewhere in the world, directly or indirectly through subsidiaries, joint ventures, associations, partnerships or any combination thereof, the business of manufacturing, trading, marketing of iron and its by products, granulated pig iron, pig iron sintering, pellet, coke and its by products, Sponge iron,/ Direct Reduced iron, cast iron and foundry products, casting, grinding media ball, rolls, ingots, ingot moulds, cast iron pipes, steel and its by products, slabs, HR coils, CR coils, plates, billet, bloom, rebars, bars, wire rods, wires, structural products, flat products, galvanized products, sheets, galvanized sheets, colour coated sheet, strips, pilings, stainless steel and its products, by products and intermediate products such as power, steam, oxygen & inert gases.”

RESOLVED FURTHER THAT the Board of Directors of the Company (hereinafter referred to as "the Board", which term shall be deemed to include any Committee thereof, which may exercise its powers, including the powers, conferred by this resolution) be and is hereby severally authorized to do all such acts, deeds, matters and things as may be deemed proper, necessary, or expedient, including filing the requisite forms with Ministry of Corporate Affairs or submission of documents with any other authority, for the purpose of giving effect to this Resolution and for matters connected therewith or incidental thereto and to settle all questions, difficulties or doubts that may arise in this regard at any stage without requiring the Board to secure any further consent or approval of the Members of the Company to the end and intent that the Members shall be deemed to have given their approval thereto expressly by the authority of this resolution."

2) ALTERATION / AMENDMENT TO THE MAIN OBJECT CLAUSE OF THE MEMORANDUM OF ASSOCIATION - MARINE FABRICATION.

"RESOLVED THAT pursuant to the provisions of Section 13 of the Companies Act, 2013, including any statutory modifications, amendment or re-enactments thereto, and the rules and regulations made thereunder (collectively "the Act"), and subject to the approval of statutory or regulatory authority, as may be necessary, the approval of the members of the Company be and is hereby accorded for amendment to the Object's Clause, and for commencement of all or any of the business proposed in the amended Object's Clause of the Memorandum of Association of the Company, as follows :

After the substituted Clause III (A) (1-B) of the Object's clause of the Memorandum of Association of the Company, the following new Clause III (A) (1-C) be inserted as under:

Clause III (A) (1-C) : Marine Fabrication

"To construct and carry on, in India or elsewhere in the world, directly or indirectly through subsidiaries, joint ventures, associations, partnerships or any combination thereof, the business of ship building and ship construction, buy sale, break buy, repair, convert alter, treat, dismantle, degasify, or otherwise deal in any manner with ships, vessels, tugs, boats, ocean going vessels, harbors, crafts, pontoons, barges, dredgers, and any other floating structure or any part thereof, whether for passenger or cargo transportation and to act as designer, engineer, manufacturer, assembler and erector of various mechanical, structural, electrical and electronic equipment, fittings, piping, cabling, including refrigeration, ventilation, air-conditioning, instrumentation, all types machinery, implements and hardware required for marine, offshores, harbors, ports and ancillary services and to sell, transfer, lease or otherwise dispose of scrap material, machinery, equipment, implements, engineering goods, wooden and steel structures, hardware and hardware and hollow ware made of metal and to undertake and

execute any contracts for works involving the supply or use of machinery and to acquire any business, which is engaged in the aforesaid activities."

RESOLVED FURTHER THAT the Board of Directors of the Company (hereinafter referred to as "the Board", which term shall be deemed to include any Committee thereof, which may exercise its powers, including the powers, conferred by this resolution) be and is hereby severally authorized to do all such acts, deeds, matters and things as may be deemed proper, necessary, or expedient, including filing the requisite forms with Ministry of Corporate Affairs or submission of documents with any other authority, for the purpose of giving effect to this Resolution and for matters connected therewith or incidental thereto and to settle all questions, difficulties or doubts that may arise in this regard at any stage without requiring the Board to secure any further consent or approval of the Members of the Company to the end and intent that the Members shall be deemed to have given their approval thereto expressly by the authority of this resolution."

3) ALTERATION / AMENDMENT TO THE MAIN OBJECT CLAUSE OF THE MEMORANDUM OF ASSOCIATION - INDUSTRIAL FABRICATION.

"RESOLVED THAT pursuant to the provisions of Section 13 of the Companies Act, 2013, including any statutory modifications, amendment or re-enactments thereto, and the rules and regulations made thereunder (collectively "the Act"), and subject to the approval of statutory or regulatory authority, as may be necessary, the approval of the members of the Company be and is hereby accorded for amendment to the Object's Clause, and for commencement of all or any of the business proposed in the amended Object's Clause of the Memorandum of Association of the Company, as follows :

After the newly inserted Clause III (A) (1-C) of the Objects clause of the Memorandum of Association of the Company, the following new Clause III (A) (1-D) be inserted as under:

Clause III (A)(1-D) : Industrial Fabrication

"To carry on, in India or elsewhere in the world, directly or indirectly through subsidiaries, joint ventures, associations, partnerships or any combination thereof, all or any of the business of industrial mechanical, engineers and manufactures, fabricators, erectors, founders and dealers or manufacturing of industrial equipment, process plant and equipment, wind tower, container, monopiles, gravity base, jacket floating types and other associated structures such as transition pieces for wind tower and to carry on and operate workshop and foundries for casting Iron, steel and stainless steel, copper, aluminum, brass and other metals and any other substances."

RESOLVED FURTHER THAT the Board of Directors of the Company (hereinafter referred to as "the Board", which term shall be deemed to include any Committee thereof, which may exercise its powers, including the powers, conferred by this resolution) be and is hereby severally authorized to do all such acts, deeds, matters and things as may be deemed proper, necessary, or expedient, including filing the requisite forms with Ministry of Corporate Affairs or submission of documents with any other authority, for the purpose of giving effect to this Resolution and for matters connected therewith or incidental thereto and to settle all questions, difficulties or doubts that may arise in this regard at any stage without requiring the Board to secure any further consent or approval of the Members of the Company to the end and intent that the Members shall be deemed to have given their approval thereto expressly by the authority of this resolution."

4) ALTERATION / AMENDMENT TO THE MAIN OBJECT CLAUSE OF THE MEMORANDUM OF ASSOCIATION - ALLOY STEEL.

"RESOLVED THAT pursuant to the provisions of Section 13 of the Companies Act, 2013, including any statutory modifications, amendment or re-enactments thereto, and the rules and regulations made thereunder (collectively "the Act"), and subject to the approval of statutory or regulatory authority, as may be necessary, the approval of the members of the Company be and is hereby accorded for amendment to the Object's Clause, and for commencement of all or any of the business proposed in the amended Object's Clause of the Memorandum of Association of the Company, as follows :

After the newly inserted Clause III (A) (1-D) of the Object's clause of the Memorandum of Association of the Company, the following new Clause III (A) (1-E) be inserted as under:

Clause III (A)(1-E) : Alloy Steel

"To carry on business to manufacture, produce, process, excavate, quarry, melt, mould, roll, commercialize, cold, clean, cure, treat, mix and manipulate alloy, special steels, stainless steel, cold and hot rolled steel, all types of materials required for manufacture of alloy, tool and special steels, steel casting fabricating, smelting, rolling and forging, steel and alloy steel billets and all kinds and sizes of re-rolled sections, i.e., flats angles, rounds, T. Iron, squares, hexagons, octagons, rails, joints, channels, steel strips, sheets, plates, deformed bars, plain and cold twisted bars, bright bars, shafting's and steel structure."

RESOLVED FURTHER THAT the Board of Directors of the Company (hereinafter referred to as "the Board", which term shall be deemed to include any Committee thereof, which may exercise its powers, including the powers, conferred by this resolution) be and is hereby severally authorized to do all such acts, deeds, matters

and things as may be deemed proper, necessary, or expedient, including filing the requisite forms with Ministry of Corporate Affairs or submission of documents with any other authority, for the purpose of giving effect to this Resolution and for matters connected therewith or incidental thereto and to settle all questions, difficulties or doubts that may arise in this regard at any stage without requiring the Board to secure any further consent or approval of the Members of the Company to the end and intent that the Members shall be deemed to have given their approval thereto expressly by the authority of this resolution."

5) ALTERATION / AMENDMENT TO THE MAIN OBJECT CLAUSE OF THE MEMORANDUM OF ASSOCIATION - RENEWABLE ENERGY.

"RESOLVED THAT pursuant to the provisions of Section 13 of the Companies Act, 2013, including any statutory modifications, amendment or re-enactments thereto, and the rules and regulations made thereunder (collectively "the Act"), and subject to the approval of statutory or regulatory authority, as may be necessary, the approval of the members of the Company be and is hereby accorded for amendment to the Object's Clause, and for commencement of all or any of the business proposed in the amended Object's Clause of the Memorandum of Association of the Company, as follows :

After the newly inserted Clause III (A) (1-E) of the Objects clause of the Memorandum of Association of the Company, the following new Clause III (A) (1-F) be inserted as under:

Clause III (A) (1-F) : Renewable Energy.

"To manufacture produce, install, commission, operate, prepare, pay, import, buy, sell, supply, distribute or otherwise deal in all energy production and conversion activities in all its forms inclusive of but not restricted to various renewable sources like solar energy, wind energy, all forms of biomass, geothermal energy, hydel energy, tidal and wave energy, hydrogen energy as also effective and efficient utilization of conventional energy forms like coal, oil, gas, electricity and all equipment that may be associated with such energy related activities."

RESOLVED FURTHER THAT the Board of Directors of the Company (hereinafter referred to as "the Board", which term shall be deemed to include any Committee thereof, which may exercise its powers, including the powers, conferred by this resolution) be and is hereby severally authorized to do all such acts, deeds, matters and things as may be deemed proper, necessary, or expedient, including filing the requisite forms with Ministry of Corporate Affairs or submission of documents with any other authority, for the purpose of giving effect to this Resolution and for matters connected therewith or incidental thereto and to settle all questions, difficulties or doubts that may arise in this regard at any stage without requiring the Board to secure

any further consent or approval of the Members of the Company to the end and intent that the Members shall be deemed to have given their approval thereto expressly by the authority of this resolution."

6) VOTE OF THANKS.

The Chairman confirmed compliance with the Companies Act, 2013, the Rules and the Secretarial Standards made there under and the Circulars issued with respect to calling, convening and conducting the meeting.

There being no other business, the meeting concluded with a vote of thanks to the Chair.

7) DECLARATION OF RESULTS.

The Scrutinizer submitted her report dated August 5, 2021 to the Chairman on August 6, 2021.


The Chairman then announced the consolidated results of remote e-voting and poll at the meeting on August 6, 2021, a summary of which was as under:

Resl Sr. No.	Type of Resolution	Whether Promoter / Promoter Group Interested	Number of Outstanding Shares	No. of members voted	No. of votes cast	% of Votes cast on outstanding shares	No. of votes - in favor	No. of votes - against	% of votes in favor on votes polled	% of votes against on votes polled	Result
			(A)	(B)	(D)	(E) = D/A *100	(F)	(G)	(H) = (F)/(D)*100	(I) = (G)/(D)*100	
1	Special	No	260,949,395	446	176,843,116	67.76834	176,828,981	14,135	99.992	0.008	Approved
2	Special	No	260,949,395	444	176,841,065	67.76834	176,833,645	7,420	99.996	0.004	Approved
3	Special	No	260,949,395	444	176,841,065	67.76767	176,838,464	2,601	99.999	0.001	Approved
4	Special	No	260,949,395	443	176,839,315	67.76761	176,833,715	5,600	99.997	0.003	Approved
5	Special	No	260,949,395	441	176,839,160	67.76834	176,835,846	3,314	99.998	0.002	Approved

Date: August 6, 2021

Place: Mumbai


CHAIRMAN

Date of Entry in the Minutes Book :	August 6, 2021
Signature of the Company Secretary / Chairman:	Pradeep Joshi  Company Secretary FCS-4959

