

LATH DEEPAK & ASSOCIATES
Company Secretaries

Office: Block - AA, H. No. - 175,
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Delhi-110088
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December 22, 2015

Report of Scrutinizer(s)

[Pursuant to Section 110 of the Companies Act, 2013 and rule 22 of the Companies (Management and Administration) Rules, 2014]

To
The Chairman
APL Apollo Tubes Limited
37, Hargobind Enclave,
Vikas Marg, New Delhi-110092

Dear Sir,

Sub: Report on Postal ballot

1. I have been appointed as scrutinizer vide company letter dated November 9, 2015 for conducting the postal ballot voting process.
2. I submit my report as under :
 - 2.1 The Company has completed on November 11, 2015, the dispatch of Postal Ballot notices, Postal ballot forms and PIN MAILERS along with the self addressed postage pre-paid envelopes to its members whose names appeared in the Register of Members/ list of beneficiaries of the Company as on November 13, 2015.
 - 2.2 The Company published an advertisement in two newspapers namely 'Financial Express' (English) and 'Jansatta' (Hindi) in Delhi edition on November 20, 2015, in accordance with the aforesaid rules.
 - 2.3 The particulars as stated in the Postal ballot forms received from the members have been duly entered in the register maintained for this purpose.
 - 2.4 The postal ballot forms were kept under my safe custody in sealed envelopes, before commencing the scrutiny of the said forms.
 - 2.5 The postal ballot forms were opened in my presence and scrutinized and the details of shareholding were matched/confirmed with the Register of Members/ list of beneficiaries of the Company as on November 13, 2015. The signatures on the forms have been verified by the Company and its Registrar & Share Transfer Agent.
 - 2.6 All the Postal Ballot forms received up to the close of working hours i.e. 5:00 P.M. on December 21, 2015, the last date and time fixed by the Company for receipt of the forms, have been considered for my scrutiny. Any form received after the said date and time has been treated as if reply from the member has not been received and hence, not taken into record.



3. The result of the postal ballot is as under :

(a) Resolution No. 1- Issue of Equity Shares to the Employees of the Subsidiary Companies of M/s. APL Apollo Tubes Ltd. under APL Apollo Employee Stock Option Scheme - 2015

(i) Voted in favour of the resolution :

Particulars	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Postal Ballot in Physical form	3	9525195	100%
Postal Ballot in E-voting form	17	5894356	100%
Total	20	15419551	100%

(ii) Voted against the resolution :

Particulars	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Postal Ballot in Physical form	0	0	0
Postal Ballot in E-voting form	0	0	0
Total	0	0	0

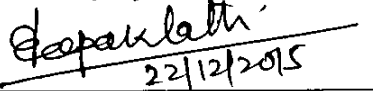
(iii) Invalid Votes:

Particulars	Number of members voted	Number of votes cast by them
Postal Ballot in Physical form	0	0
Postal Ballot in E-voting form	0	0
Total	0	0

4. You may accordingly declare the result of the voting by postal ballot. The Postal Ballot papers and all other relevant records were sealed and handed over to the Company Secretary for safe keeping.

Thanking You,

Yours faithfully,
For LATH DEEPAK & ASSOCIATES
Company Secretaries


22/12/2015

(DEEPAK KUMAR LATH)
FCS No.5309
C.P No. 3644

