

SCRUTINIZER'S REPORT

To,
The Chairman,
OCL IRON AND STEEL LIMITED,
Vill. Lamloi, PO. Garvana,
Rajgangpur, Orissa-770017

Subject: Scrutinizer's Report on e-voting and Postal Ballot pursuant to Section 110 of the Companies Act, 2013 read with Rule 22 of the Companies (Management and Administration) Rules, 2014

Dear Sir,

I, **Iqneet Kaur**, Company Secretary in Whole time Practice, was appointed as a Scrutinizer by the Board of Directors of M/s OCL Iron And Steel Limited at its meeting held on 13th January, 2015, pursuant to Section 110 of the Companies Act, 2013 read with Rule 22 of the Companies (Management and Administration) Rules, 2014, for conducting the postal ballot process (e-Voting & physical postal ballots) in fair and transparent manner on resolution(s) as mentioned hereafter.

1. The Company had appointed National Securities Depository Limited (NSDL) to provide the facility of e-Voting with respect to the Postal Ballot process.
2. As on the cut-off date (23rd January, 2015) there were 9370 Shareholders. Notice was sent to 3423 shareholders through email and to 5947 shareholders by registered post. The completion of dispatch of Notice was done on 5th February, 2015.
3. As per the said rules, the Company had mentioned in the Notice that the e-voting period will commence on Friday, 6th February, 2015 (10:00 a.m.) and will end on Saturday, 7th March, 2015 (6:00 p.m.) and that any votes cast after 6.00 p.m. on 7th March, 2015 would not be valid.
4. The Public Advertisement with respect to dispatch of notices and conducting of voting through electronic means was published in an English newspaper of wide circulation and a vernacular language newspaper.
5. At the end of the voting period on Saturday, 7th March, 2015, (6:00 p.m.), the voting portal was blocked by NSDL. On 7th March, 2015, after the end of voting period the votes casted through e-voting facility were duly unblocked by me as the Scrutinizer in presence of two witnesses.



6. I have compiled the details of the votes cast through e-voting and Postal Ballot Forms. Summary of the votes is given below:-

RESOLUTION NO.1: Appointment of Mr. Yogesh Kapur as an Independent Director of the Company : ORDINARY RESOLUTION

(i) Votes in favour of the resolution:

Particulars	No. of Members voted	No. of votes cast in favour of resolution	% of total no. of valid votes cast
E-Voting	27	105350698	99.988
Postal Ballot	6	5160	0.005
TOTAL	33	105355858	99.993

(ii) Votes against the resolution:

Particulars	No. of Members voted	No. of votes cast in favour of resolution	% of total no. of valid votes cast
E-Voting	1	15	0.000
Postal Ballot	3	7165	0.007
TOTAL	4	7180	0.007

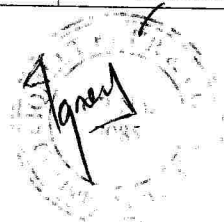
(iii) Invalid Votes:

Total no. of members whose votes were declared invalid	Total no. of votes cast by them
NIL	NIL

RESOLUTION NO.2: Appointment of Mr. Sanjay Tiku as an Independent Director of the Company : ORDINARY RESOLUTION

(i) Votes in favour of the resolution:

Particulars	No. of Members voted	No. of votes cast in favour of resolution	% of total no. of valid votes cast
E-Voting	27	105350698	99.988
Postal Ballot	6	5160	0.005
TOTAL	33	105355858	99.993



(ii) Votes against the resolution:

Particulars	No. of Members voted	No. of votes cast in favour of resolution	% of total no. of valid votes cast
E-Voting	1	15	0.000
Postal Ballot	3	7165	0.007
TOTAL	4	7180	0.007

(iii) Invalid Votes:

Total no. of members whose votes were declared invalid	Total no. of votes cast by them
NIL	NIL

RESOLUTION NO.3: To adopt altered Articles of Association of the Company in conformity with the Companies Act, 2013 : SPECIAL RESOLUTION

(i) Votes in favour of the resolution:

Particulars	No. of Members voted	No. of votes cast in favour of resolution	% of total no. of valid votes cast
E-Voting	28	105350713	99.988
Postal Ballot	6	5160	0.005
TOTAL	34	105355873	99.993

(ii) Votes against the resolution:

Particulars	No. of Members voted	No. of votes cast in favour of resolution	% of total no. of valid votes cast
E-Voting	0	0	0
Postal Ballot	3	7165	0.007
TOTAL	3	7165	0.007

A handwritten signature in black ink is written over a circular stamp. The stamp contains some illegible text and a central emblem. The signature appears to be 'S. S. S.' or similar.

(iii) Invalid Votes:

Total no. of members whose votes were declared invalid	Total no. of votes cast by them
NIL	NIL

All the aforesaid resolutions were passed with requisite majority.

The register, all other papers and relevant records relating to Electronic voting & Postal Ballot papers shall remain in my safe custody until the Chairman considers, approves and signs the minutes of the aforesaid postal ballot process.

Thanking you

Yours faithfully,

**For Iqneet Kaur & Co.
Company Secretaries**



**(Iqneet Kaur)
Proprietor**

Membership No.: F7669

Place: New Delhi

Dated: 10th March, 2015