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SECY/2020/Stock Exchange/371-372 Wednesday, the 23rd September, 2020

SUNFLAG IRON & STEEL CO. LTD. REGD, OFFICE 33, MOUNT ROAD, SADAR, NAGPUR - 440 001 (INDIA) PH.: 2524661, 2532901, 2520356, 2520358 FAX : 0712-2520360 E-Mail : admin@sunflagsteel.com Website : www.sunflagsleel.com CIN:L27100MH1954PLC034003

To,	To,
Deputy General Manager,	The Manager, Listing Department,
Department of Corporate Services,	National Stock Exchange of India Limited
BSE Limited	"Exchange Plaza", C - 1, Block G,
Phiroze Jeejeebhoy Towers,	Bandra - Kurla Complex, Bandra (East),
Dalal Street, MUMBAI - 400 001	MUMBAI-400 051
Ref: Script Code: BSE - 500404	Ref: Script Code: NSE - SUNFLAG

Sub: Disclosure of Voting Results of the 34th Annual General Meeting held on Monday, the 21st September, 2020 through Video Conference (VC) / Other Audio Visual Means (OAVM)

Pursuant to Regulation 44 (3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 please find enclosed herewith the voting results of 34th Annual General Meeting (AGM) of the Company held on 21st September, 2020 in the format as prescribed.

We are also enclosing herewith the Scrutinizer's Report on the remote e- voting and evoting at the AGM.

You are requested to take the above submissions on record.

Sincerely,

For Sunflag Iron and Steel Company Limited 8.5

CS Ashutosh Mishra Company Secretary ACS-23011 GP e-mail: avm@sunflagsteel.com Phone No: +91 712 2524661 Mobile No: +91 9373793288 33, Mount Road, Sadar, Nagpur - 440001.



Visit us at www.sunflagsteel.com

UNE OFFICE : SUGA FETHR DOP ALL DODA DUAL THE FUNE MUNEAL HIDHWAY OPP. KEE PUMPE, S. No. 1745. INARAWADI, PRIF RINE-411 018. TEL:020-27424585 FAX:800-27423070 no.leesphr.egs.ctin: la

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CHEMNAL OFFICE : TVE 7th FLOOR CHALLAMALL TI/TIA SPETHAGA/SAYA/ROAD. TMGAR CHERNIN-GIG 17 M4-M34282, 34342283 TAX-MAIL/MARKED

BHANDARA OFFICE : GHANDARA ROAD. WARTH - 441 905 TEL. \$7184-265851 TD 285585 EAX:02114-287740 GRAM - FLAGD/FR E-mail: admin@sanRepsteel.tarv

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MUMBAI OFFICE 307 HAMITON-B HIRAWANDANI BUSINESS PAPA GHOOBUNDER ROAD. THANE - 400 607 TEL 022-2588229456 FAX :022-25881931 E-mail: mag_vegeunlag

DECLARATION OF THE CONSOLIDATED VOTING RESULTS COMPRISING THE REMOTE E-VOTING AS WELL AS E-VOTING AT THE THIRTY-FOURTH (34th) ANNUAL GENERAL MEETING

On the basis of the Scrutiniser's Report submitted by M/s. Mukesh Parakh & Associates, Company Secretaries, Nagpur, [ICSI Membership No. FCS - 4343, Certificate of Practice No. 13693], ('the Scrutinizer'), appointed by the Board of Directors, at their 179th Meeting held on Thursday, the 13th day of August, 2020, for conducting remote e-voting as well as e-voting at the Thirty-fourth (34th) Annual General Meeting (AGM) of the Members of the Company in a fair and transparent manner in terms of the provisions of Section 108 and other applicable provisions, if any, of the Companies Act, 2013 read with Rule 20 and other applicable provisions, if any, of the Companies (Management and Administration) Rules, 2014 including Amendment Rules, 2015 and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended), I do hereby declare the results of the e-voting on all the Ordinary as well as Special Resolution/s by the Members of the Company in respect of the Thirty-fourth (34") Annual General Meeting held on Monday, the 21st day of September, 2020 through Video Conference (VC) / Other Audio-Visual Means (OAVM) as follows:-

Description of the Meeting	Thirty-fourth (34 th) Annual General Meeting of the Members of the Company
Day, Date and Time of the Meeting	Monday, the 21 st day of September, 2020 at 03:00 P.M. (IST) Through Video Conference (VC) / Other Audio Visual Means (OAVM)
Cut-off (Record) Date	Monday, the 14th day of September, 2020
Total Number of Members as on Cut- off (Record) Date	Sixty One Thousand Four Hundred Thirty Nine (61439)
Total Number of Members exercised their vote through remote e-Voting as well as e-voting at the AGM	One Hundred & Eight (108)
Promoter & Promoter Group Members	Five (5)
Members (Public)	One Hundred & Three (103)
Total Number of Members present in the Meeting through VC / OAVM	Sixty Eight (68)
Promoter & Promoter Group Members	Five (5)
Members (Public)	Sixty Three (63)

VOTING RESULTS OF ITEM NO. 1 TO ITEM NO. 11

Sr. No. of the Resolution	Particulars of Resolution		
-	Ordinary Resolution – Adoption of Audited Financial Statements (Standalone & Consolidated) of the Company for the Financial Year 2019-20 ended 31" March, 2020 including, the Balance Sheet as at 31" March, 2020, Profit and Loss and Cash Flow for the year 2019-20 ended 31" March, 2020, together with the Board's Report and Report of the Statutory Auditors thereon.		

Mode of	The second second second	den marine al	No. of Total	Votes in N	umbers	Votes in %	
Voting	Type of Shareholding	No. of Total Votes Polled	Valid Votes	Favour	Against	Favour	Agains
A	В	C	D	E	F	G	н
Remote e- Veting as well as e-voting at AGM	Promoters & Promoters Group	92194826	92194826	92194826	0	100%	0%
	Public - Institutional	0	D	0	0	0%	0%
	Public - Others	41747209	41747208	41744837	2371	99.99%	0.01%
	Total	133942035	133942034	133939663	2371	99.99%	0.01%

I, as the Authorised Representative of Chairman of the meeting, do hereby declare that the aforesaid resolution placed before the Thirty-fourth (34th) Annual General Meeting of the Members of the Company was passed as an Ordinary Resolution.

Sr. No. of the Resolution	Particulars of Resolution
2	Ordinary Resolution - To appoint a Director in place of Mr. Subrit Ravi Blushan Bhardwaj (DIN - 02318190), who retires by rotation and, being eligible, offers himself for re-appointment.

Mode of			No of Total	Votes in Numbers		Votes in %	
Voting	Type of Shareholding	No. of Total Votes Polled	No. of Total Valid Votes	Favour	Against	Favour	Agains
A	B	C	D	E	F	G	Н
Remote c- Voting as well as e-voting at AGM	Promoters & Promoters Group	92194826	*73775007	73775007	0	80.02%	0%
	Public - Institutional	0	0	U	0	0%	0%
	Public - Others	41747209	41747208	41252450	494758	98.81%	1.19%
	Total	133942035	133942034	115027457	494758	85.88%	0.37%

* Voting for 18419819 shares is not considered being Interested Parties to Resolution.

I, as the Authorised Representative of Chairman of the meeting, do hereby declare that the aforesaid resolution placed before the Thirty-fourth (34%) Annual General Meeting of the Members of the Company was passed as an Ordinary Resolution.

aforesaid re	solution placed before the Thirty-fourth (34%) Annual General Meeting of the f the Company was passed as an Ordinary Resolution.	GURON & STEE
Sr. No. of the Resolution	Particulars of Resolution	and CO
3	Ordinary Resolution – To appoint M/s. N S B P & Co., Chartered Accountants, New Delhi (ICAI Fire Registration No. 001075N; Peer Review Certificate No. 009284), as the Statutory Auditors of the Company in place of retiring Auditors M/s. S. S. Kothari Mehta & Co., Chartered Accountants, New Delhi (ICAI Firm Registration No. 000756N; Peer Review Certificate No. 008927) and fix their remuneration.	GPUR + OF

Madauf		Summer and the second	No. of Total	Votes in N	umbers	Votes in %	
Mode of Voting	Type of Shareholding	No. of Lotal	No. of Total Valid Votes	Favour	Against	Favour	Againt
A	В	C	D	E	F	G	н
Remote e-	Promoters & Promoters Group	92194826	92194826	92194826	0	100%	0%
Voting as well as e-	Public - Institutional	0	0	0	0	0%	0%
voting at AGM	Public - Others	41747209	41747208	41744832	2376	99.99%	0.01%
a service a	Total	133942035	133942034	133939658	2376	99.99%	0.01%

I, as the Authorised Representative of Chairman of the meeting, do hereby declare that the aforesaid resolution placed before the Thirty-fourth (34^a) Annual General Meeting of the Members of the Company was passed as an Ordinary Resolution.

Sr. No. of the Resolution	Particulars of Resolution							
•	Ordinary Resolution – To appoint Mr. Anand Sadashiv Kapre (DIN: 00019530), as a Director (Category Non-executive, Independent) of the Company, and also for a fixed first term of three (3) consecutive year as an Independent Director of the Company.							
Mode of	Type of Shareholding		No. of	Votes in Numbers		Votes in %		
Voting		No. of Total Votes Polled	Total Valid Votes	Favour	Against	Favour	Against	
Å	B	С	D	Е	F	G	H	
Remote e-	Promoters & Promoters Group	92194826	92194826	92194826	0	100%	0%	
Voting as well as c-	Public - Institutional	0	0	0	0	0%	0%	
voting at AGM	Public - Others	41747209	41255571	41252445	3126	98.81%	0.01%	
	Total	133942035	133450397	133447271	3126	99.63%	0.01%	

I, as the Authorised Representative of Chairman of the meeting, do hereby declare that the aforesaid resolution placed before the Thirty-fourth (34th) Annual General Meeting of the Members of the Company was passed as an Ordinary Resolution.

Sr. No. of the Resolution		Particulars of Resolution								
5	Ordinary Resolution - To appoint CA Vinita Bahri (DIN: 03109454), as a Director (Category - Non- executive, Independent) of the Company, and also for a fixed first term of five (5) consecutive years, as an Independent Director of the Company.									
Mode of Voting	Type of Shareholding		No. of	Votes in Numbers		Votes in %				
		No. of Total Votes Polled	Total Valid Votes	Favour	Against	Favour	Against			
A	В	C	D	E	F	G	н			
	Promoters & Promoters Group	92194826	92194826	92194826	0	100%	0%			
Remote e- Voting as	Public - Institutional	0	0	0	0	0%	0%			
well as e- voting at AGM	Public - Others	41747209	41746808	41743682	3126	99.99%	0.01%			
	Total	133942035	133941634	133938508	3126	99.99%	0.01%			

I, as the Authorised Representative of Chairman of the meeting, do hereby declare that the aforesaid resolution placed before the Thirty-fourth (34th) Annual General Meeting of the Members of the Company was passed as an Ordinary Resolution.

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Sr. No. of the Resolution	Particulars of Resolution
6	Special Resolution - To re-appoint CA Neelam Kothari (DIN: 06709241), as a Director (Category -Non- executive, Independent) of the Company for a fixed second term of Five (5) consecutive years.

Make	and the second se	100 200 10	No. of	Votes in Numbers		Votes in %	
Mode of Voting	Type of Shareholding No. of Total Votes Polled	Total Valid Votes	Favour	Against	Favour	Again	
A	B	Ç	D	E	F	G	Н
Remote c-	Promoters & Promoters Group	92194826	92194826	92194826	0	100%	0%
Voting as well as e-	Public - Institutional	0	0	0	0	0%	0%
voting at AGM	Public - Others	41747209	41747208	41252450	494758	98.81%	1.19%
Verseler.	Total	133942035	133942034	133447276	494758	99.63%	0.37%

I, as the Authorised Representative of Chairman of the meeting, do hereby declare that the aforesaid resolution placed before the Thirty-fourth (34^a) Annual General Meeting of the Members of the Company was passed as a Special Resolution.

Sr. No. of the Resolution	Particulars of Resolution
7	Ordinary Resolution - To re-appoint Mr. Pranav Bhardwaj (DIN: 00054805) as the Managing Director (Category - Non-independent, Executive), designated Key Managerial Personnel, of the Company, not liable to retire by rotation, for a further period of Five (5) years effective 17 th January, 2021.

Mode of			No. of	Votes in N	umbers	Votes	in %	
Voting	Type of Shareholding	No. of Total Votes Polled	Total Valid Votes	Favour	Against	Favour	Agains	
A	B	C	D	E	F	G	H	
Remote e-	Promoters & Promoters Group	92194826	*73775007	73775007	0	80.02%	0%	
Voting as well as e-	Public - Institutional	0	0	0	0	0%	0%	
voting at AGM	Public - Others	41747209	41747208	41252450	454758	98.81%	1.19%	
	Total	133942035	133942034	115027457	494758	85.88%	0.37%	

* Voting for 18419819 shares is not considered being Interested Parties to Resolution.

I, as the Authorised Representative of Chairman of the meeting, do hereby declare that the aforesaid resolution placed before the Thirty-fourth (34th) Annual General Meeting of the Members of the Company was passed as an Ordinary Resolution.

Sr. No. of the Resolution	Particulars of Resolution
8	Special Resolution - To re-appoint Mr. Surendra Kumar Gupta (DIN: 00054836) as the Deputy Managing Director (Category - Non-independent, Executive), designated Key Managerial Personnel, of the Company, liable to retire by rotation, for a further period of three (3) years effective 30 th July, 2020.

Mode of			No. of	Votes in N	umbers	Votes	in %	
Voting	Type of Shareholding	No. of Total Votes Polled	Total Valid Votes	Favour	Against	Favour	Against	
A	B	C	D	E	F	G	н	
Remote e-	Promoters & Promoters Group	92194826	92194826	92194826	0	100%	0%	ALAG IRO
Voting as well as c-	Public - Institutional	0	0		0	0%	0%	S/L-
voting at	Public - Others	41747209	41747208	41744087	3121	99.99%	0.019	
	Total	133942035	133942034	133938913	3121	99.99%	0.01%	CAUR + O

I, as the Authorised Representative of Chairman of the meeting, do hereby declare that the aforesaid resolution placed before the Thirty-fourth (34th) Annual General Meeting of the Members of the Company was passed as a Special Resolution.

Sr. No. of the Resolution		Part	iculars of Reso	Nution			
9	Ordinary Resolution - To re (Finance) (Category - No Company, liable to retire by	n-independent, E	Executive), de	signated Key	Manageria	l Personne	d, of the
101.1			No. of	Votes in N	ambers	Votes	in %
Mode of Voting	Type of Shareholding	No. of Total Votes Polled	Total Valid Votes	Favour	Against	Favour	Agains
A	В	С	D	E	F	G	н
Remote c-	Promoters & Promoters Group	92194826	92194826	92194826	0	100%	0%
Voting as well as c-	Public - Institutional		0	0	0	0%	0%
voting at	Public - Others	41747209	41747268	41252800	494408	98.82%	1.18%
77669981	Total	133942035	133942034	133447626	494408	99.63%	0.37%

I, as the Authorised Representative of Chairman of the meeting, do hereby declare that the aforesaid resolution placed before the Thirty-fourth (34th) Annual General Meeting of the Members of the Company was passed as an Ordinary Resolution.

Sr. No. of the Resolution		Part	iculars of Reso	olution			
10	Special Resolution - To n Director (Works) (Category Company, liable to retire by	- Non-independe	int, Executive)	, designated 8	cy Manage	rial Person	nei, of th
Mode of		1	No. of	Votes in N	umbers	Votes	in %
Voting	Type of Shareholding	No. of Tetal Votes Polled	Total Valid Votes	Favour	Agaiest	Favour	Against
A	В	C	D	E	F	G	н
	Promoters & Promoters Group	92194826	92194826	92194826	0	100%	0%
Remote e- Voting as well as e-	Public - Institutional	0	0	0	0	0%	0%
voting at AGM	Public - Others	41747209	41747208	41744092	3116	99.99%	0.01%
	Total	133942035	133942034	133938918	3116	99.99%	0.01%

I, as the Authorised Representative of Chairman of the meeting, do hereby declare that the aforesaid resolution placed before the Thirty-fourth (34th) Annual General Meeting of the Members of the Company was passed with requisite majority as a Special Resolution.

Sr. No. of the Resolution		Pi	erticulars of Res	olution			
u	Ordinary Resolution - Rat records of the Company for					tors to aud	it the co
Mode of		No. of Total	No. of Total	Votes in N	umbers	Votes	in %
Voting	Type of Shareholding	Votes Polled	Valid Votes	Favour	Against	Favour	Against
A	B	C	D	E	F	G	н
	Promoters & Promoters Group	92194826	92194826	92194826	0	100%	0%
Remote e- Voting as well as e-	Public - Institutional	0		0	0	0%	0%
voting at AGM	Public - Others	41747209	41747268	41744832	2376	99.99%	0.01%
	Tetal	133942035	133942034	133939658	2376	99.99%	0.01%

I, as the Authorised Representative of Chairman of the meeting, do hereby declare that the aforesaid resolution placed before the Thirty-fourth (34th) Annual General Meeting of the Members of the Company was passed as an Ordinary Resolution.

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RAMBHATLA MURALIDHAR EXECUTIVE DIRECTOR [FINANCE] [DIN – 00982212] 105, LAXMI NIWAS, K.T. NAGAR, GITTIKHADAN, KATOL ROAD, NAGPUR – 440013, MH, IN

Place : NAGPUR Date : 23rd SEPTEMBER, 2020



203, Level 2, Manomay Plaza, 272, Central Bazar Road Ramdaspeth, Nagpur - 440010, Maharashtra +917122434703/9371234703 E-mail ID: csmukesh@live.com

Tuesday, the 22 September 2020

To The Chairman of Thirty-fourth (34) Annual General Meeting (AGM) of the Shareholders (Members) of Sunflag Iron and Steel Company Limited held on Monday, the 21 day of September 2020 at 03:00 PM [15:00 Hours] (IST) at Nagpur [Maharashtra, India] through Video-Conferencing ("VC") or Other Audio-Visual Means ("OAVM")

Sub: Scrutiniser's Consolidated Report on Voting by electronic Means, [Remote e-Voting as well as e-Voting during the Meeting (34 AGM)], pursuant to the provisions of Section 108 and other applicable provisions, if any, of the Companies Act, 2013 ("the Act") read with Rule 20 and other applicable provisions, if any, of the Companies (Management and Administration) Rules, 2014 [as amended], ("the Rules"), Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 [as amended], ("SEBI (LODR) Listing Regulations"), MCA General Circular No. 20/2020 Dated 5 May 2020 read with MCA General Circular Nos. 14/2020 Dated 8 April 2020 & 17/2020 Dated 13 April 2020, and SEBI Circular No. SEBI / HO / CFD / CMD1 / CIR / P / 2020 / 79 Dated 12 May 2020 ("MCA and SEBI Circular/s"), in respect of the Thirty-fourth Annual General Meeting ("34 AGM") of Sunflag Iron and Steel Company Limited ("the Company") held on Monday, the 21 day of September 2020 at 03:00 PM [15:00 Hours] (IST) at Nagpur, [Maharashtra, India], through Video-Conferencing ("VC") or Other Audio-Visual Means ("OAVM")

Dear Sirs,

We, Messers Mukesh Parakh & Associates, Company Secretaries, Nagpur, [ICSI Membership No. FCS - 4343, Certificate of Practice No. 13693], have been appointed by the Board of Directors of Sunflag Iron and Steel Company Limited vide its Resolution passed at their 179 Meeting held on Thursday, the 13 day of August 2020, as a Scrutiniser for the Thirty-fourth Annual General Meeting (34 AGM) of the Equity Shareholders (Members) of the Company, to be held on Monday, the 21 day of September 2020 at 03:00 PM [15:00 Hours] (IST) at Nagpur, [Maharashtra, India], for the purpose of scrutinising the Voting by electronic Means, [Remote e-Voting as well as e-Voting during the Meeting (34 AGM)], in a fair and transparent manner and ascertaining the requisite majority on Voting by electronic Means, [Remote e-Voting as well as e-Voting during the Meeting (34 AGM)], carried out pursuant to the provisions of Section 108 and other applicable provisions, if any, of the Companies Act, 2013



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203, Level 2, Manomay Plaza, 272, Central Bazar Road Ramdaspeth, Nagpur - 440010, Maharashtra +91 712 2434703 / 9371234703 E-mail ID: csmukesh@live.com

("the Act"), read with Rule 20 and other applicable provisions, if any, of the Companies (Management and Administration) Rules, 2014 [as amended], ("the Rules"), Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 [as amended], ("SEBI (LODR) Listing Regulations"), MCA General Circular Nos. 14/2020 Dated 8 April 2020 & 17/2020 Dated 13 April 2020, and SEBI Circular No. SEBI / HO / CFD / CMD1 / CIR / P / 2020 / 79 Dated 12 May 2020, ("MCA and SEBI Circular/s"), on all the Ordinary and Special Resolution/s placed before the 34 AGM of the Company, and specifically referred to in this Report.

The Board of Directors of the Company have, vide its Resolution passed at their 179 Meeting held on Thursday, the 13 day of August 2020 decided to provide the Equity Shareholders (Members) of the Company, whose names appear as on Monday, the 14 day of September 2020 ["Cut-off (Record) Date"], a facility to exercise their right to Vote, on all the Ordinary and Special Resolution/s as set out in the Notice of Thursday, the 13 day of August 2020 ["Thirty-fourth (34) AGM Notice"], calling for the Thirty-fourth (34) Annual General Meeting to be held on Monday, the 21 day of September 2020 at 03:00 PM [15:00 Hours] at Nagpur, [Maharashtra, India], through Video-Conferencing (VC) or Other Audio-Visual Means (OAVM), by electronic Means, [Remote e-Voting as well as e-Voting during the Meeting (34 AGM)], through e-Voting System or Platform of National Securities Depository Limited ("NSDL") for the Equity Shareholders (Members) of the Company.

The Company 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 Meeting (34 AGM)], on all the Ordinary and Special Resolution/s contained in the Thirty-fourth (34) AGM Notice of the Company.

Our responsibility as a Scrutiniser for the Voting by electronic Means, [Remote e-Voting as well as e-Voting during the Meeting (34 AGM)], process is restricted to make a Scrutiniser's Consolidated Report of the Votes cast "in favour" "against" and "invalid, abstain or by interested parties" for all the Ordinary and Special Resolution/s, based on the Report/s generated from the e-Voting System or Platform provided by the National Securities Depository Limited ("NSDL"), the authorised agency to provide the Remote e-Voting as well as e-Voting during the Meeting (34 AGM) facilities, engaged by the Company.





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The Number of Shareholders (Members) of the Company as per BENPOS of Friday, the 21 August 2020 is 59,116 (Fifty Nine Thousand One Hundred Sixteen), to whom the Company was required to send the Thirty-fourth (34) AGM Notice of the Company along with the Explanatory Statement setting out the material facts pursuant to provisions of Section 102 of the Act and other relevant document/s, in respect of all the Ordinary and Special Resolution/s contained in the Thirty-fourth (34) AGM Notice of the Company.

However, considering the relaxation/s granted by the Ministry of Corporate Affairs ("MCA") and Securities and Exchange Board of India ("SEBI"), vide MCA and SEBI Circular/s [under reference], warranted due to the spread of the COVID-19 Pandemic, the Thirty-fourth (34) AGM Notice of the Company along with the Explanatory Statement setting out the material facts pursuant to the provisions of Section 102 of the Act and other relevant document/s, in respect of all the Ordinary and Special Resolution/s contained in the Thirty-fourth (34) AGM Notice of the Company, was sent only through electronic Means (e-Mail) on Saturday, the 29 day of August 2020 to 30,625 [after eliminating 4,324 invalid ID's or bounced back e-Mail/s] Equity Shareholders (Members) of the Company, whose names were appearing in the Register of Members or List of Beneficial Owners and who had provided e-Mail ID for receipt of such document/s through electronic Means.

The Company has also provided an opportunity to all those Shareholders (Members) of the Company, [Including 28,491 Shareholders (Members) of the Company as per BENPOS of Friday, the 21 August 2020], whose names were appearing in the Register of Members or List of Beneficial Owners of the Company, but who had either not provided e-Mail ID's or provided incorrect e-Mail ID's, for receipt of such document/s through electronic Means, to seek a soft copy [e-Annual Report] by electronic Means (e-Mail) through submission of a specific request containing temporary e-Mail ID and Mobile Number for receipt of such document/s of the Company.

The Company has also published a Notice of Saturday, the 29 August 2020 on Monday, the 31 day of August 2020 in "The Indian Express" in English Language & "Loksatta" in Marathi (Vernacular) Language, mentioning about the Thirty-fourth (34) AGM and also specifying therein the matters prescribed in the Act, Rules, SEBI (LODR) Listing Regulations, MCA and SEBI Circular/s, including and with regard to the Thirty-fourth (34) Annual General Meeting of the Company. The said Notice, amongst others, includes the Statement that:-





203, Level 2, Manomay Plaza, 272, Central Bazar Road, Ramdaspeth, Nagpur - 440010, Maharashtra +917122434703/9371234703 E-mail ID: csmukesh@live.com

- the 34 AGM of the Company will be convened through VC or OAVM in compliance with applicable provisions of the Act read with the Rules made there under, SEBI (LODR) Listing Regulations, MCA and SEBI Circular/s in this regards;
- the 34 AGM of the Company will be held on Monday, the 21 day of September 2020 at 03:00 PM [15:00 Hours] (IST) at Nagpur, [Maharashtra, India], through VC or OAVM and Voting by electronic Means, [Remote e-Voting as well as e-Voting during the Meeting (34 AGM)];\
- the 34 AGM Notice of the Company will be posted and available on the Website of the Company, NSDL and also, the Website of the Designated Stock Exchange/s, namely BSE Limited (BSE) and National Stock Exchange of India Limited (NSE);
- the manner in which the Shareholders (Members) of the Company who are holding Equity Shares in Physical form or who have not registered their e-Mail Addresses (ID) with the Company, can cast their Vote through Remore e-Voting or through the e-Voting System during the Meeting (34 AGM);
- the manner in which the Shareholders (Members) of the Company who have not registered their e-Mail Addresses (ID) with the Company can get the same registered with the Company, RTA and Depository Participants;
- the business at the 34 AGM of the Company may be transacted Voting by electronic Means, [Remote e-Voting as well as e-Voting during the Meeting (34 AGM)];
- the process and manner for Voting through electronic Means, [Remote e-Voting as well as e-Voting during the Meeting (34 AGM)], and mentioned that the Remote e-Voting period remained open from 09:00 AM [09:00 Hours] on Friday, the 18 day of September 2020 to 05:00 PM [17:00 Hours] on Sunday, the 20 day of September 2020 during which period the Shareholders (Members) of the Company as of Cut-off (Record) Date i. e. Monday, the 14 day of September 2020 may cast their Votes through electronic Means (Remote e-Voting System);





203, Level 2, Manomay Plaza, 272, Central Bazar Road Ramdaspeth, Nagpur - 440010, Maharashtra +917122434703/9371234703 E-mail ID csmukesh@live.com

- the NSDL has provided the e-Voting System or Facilities during the Meeting (34 AGM) to all those Shareholders (Members) of the Company as of Cut-off (Record) Date i. e. Monday, the 14 day of September 2020, and who have not exercised their Vote through Remote e-Voting during the specified period; and
- the NSDL has also provided the LOGIN ID and Password or facility for generating Password to enable casting of the Vote by electronic means [Remote e-Voting as well as e-Voting during the Meeting (34 AGM)].

The 61,439 [Sixty One Thousand Four Hundred Thirty Nine], [After Clubbing Two (2) Registered Folio Nos. 11 & 144880 of Promoter namely Sunflag Limited, UK into One (1) Registered Folio], Equity Shareholder/s (Member/s) of the Company holding Equity Shares as on Monday the 14 day of September 2020 ["Cut-off (Record) Date"] were entitled to Vote [Remote e-Voting as well as e-Voting during the Meeting (34 AGM)], on all the proposed Ordinary and Special Resolution/s, as set out at Agenda Item Nos. One (1) to Eleven (11) of the Thirty-fourth (34) AGM Notice of the Company.

The period for Remote e-Voting commenced at 09:00 AM [09:00 Hours] on Friday the 18 day of September 2020 and ended at 05:00 PM [17:00 Hours] on Sunday, the 20 day of September 2020. The NSDL Remote e-Voting Platform facility was blocked thereafter.

At the 34 AGM of the Company, the NSDL has also provided the e-Voting System or Facilities during the Meeting (34 AGM), to all those Shareholders (Members) of the Company, as of Cut-off (Record) Date, i. e. Monday, the 14 day of September 2020, and who have not exercised their Vote through Remote e-Voting during the specified period of Remote e-Voting.

Subsequently, the Voting by electronic Means, [Remote e-Voting as well as e-Voting during the Meeting (34 AGM)], were unblocked at 06:21 PM [18:21 Hours] on Sunday, the 20 day of September 2020 and 05:03 PM [17:03 Hours] on Monday, the 21 day of September 2020, respectively, in the presence of Two (2) Witnesses namely Ms. Kajal Jayanti Patel and Ms. Noopur Satish Deshkar, who were not in the employment of the Company. They have signed below in confirmation of the Voting being Unblocked in their presence:-

Ms. Kajal Jayanti Patel





FCS-4343 oP-13693

MUKESH PARAKH & ASSOCIATES COMPANY SECRETARIES

203, Level 2. Manomay Plaza. 272. Central Bazar Road Ramdaspeth, Nagpur - 440010, Maharashtra +917122434703/9371234703 E-mail ID csmukesh@live.com

- 1. Ms. Kajal Jayanti Patel K Patel 203, Saraswati Niwas, Congress Nagar, Nagpur - 440012, MH, IN
- Ms. Noopur Satish Deshkar 51, Verma Layout, North Ambazari Road, Nagpur – 440033, MH, IN

Thereafter, the details containing *inter-alia* List of 61,439 [Sixty One Thousand Four Hundred Thirty Nine], Equity Shareholders (Members) of the Company, with their respective Shareholding as on Cut-off (Record) Date, i. e. Monday, the 14 day of September 2020, who voted "In favour" "against" and "invalid, abstain or by interested parties" for each of the Ordinary and Special Resolution/s that were put to Vote, were generated from the e-voting website of the NSDL *https://www.evoting.nsdl.com* and based on such Report/s Generated, Scrutinised and Reviewed by us, the Consolidated Summary Results of the Voting by electronic Means, [Remote e-Voting as well as e-Voting during the Meeting (34 AGM)], is annexed herewith as an Annex and forms an integral part of this Report.

The e-Voting Register, all other relevant papers, documents and records relating to Voting by electronic Means, [Remote e-Voting as well as e-Voting during the Meeting (34 AGM)], shall remain in our safe custody until the Chairman considers, approves and sign the Minutes of the Thirty-fourth (34) AGM of the Company and the same are handed over to the Authorised Director or Company Secretary for safe keeping by the Company.

You may declare, the Consolidated Result of Voting by electronic Means, [Remote e-Voting as well as e-Voting during the Meeting (34 AGM)], in respect of 34 AGM of the Company, accordingly.

Signed and Issued on Tuesday, the 22 day of September 2020 at Nagpur

Sers Mukesh Parakh & Associates, Company Secretaries [Scrutiniser]

parenth

CS Mukesh Dulichandji Parakh ICSI Membership No. FCS – 4343 Unique Document Identification Number (UDIN) – F004343B000746722 Dated 22-09-2020



203, Level 2, Manomay Plaza, 272, Central Bazar Road Ram daspeth, Nagpur - 440010, Maharashtra +91 712 2434703 / 9371234703 E-mail ID: csmukesh@live.com

Based on the Scrutiniser's Consolidated Report including an Annex to the Scrutiniser's Consolidated Report of Even Date, the Resolution Nos. 1 to 11 are passed with Requisite Majority.

For Sunflag Iron and Steel Company Limited

CS Ashutosh Mishra Company Secretary & Compliance Officer ICSI Membership No. ACS – 23011 Rambhatla Muralidhar [Authorised Director] Executive Director (Finance) DIN - 00982212

Signed and Issued on Tuesday, the 22 day of September 2020 at Nagpur.



e-VOTING DURING THE 34 AGM	REMOTE & VOTING PERIOD -	CUT-OFF (RECORD) DATE -	THIRTY - FOURTH (34) ANNUAL GENERAL -	REGISTERED OFFICE -	CORPORATE IDENTIFICATION NUMBER (CIN) -	NAME OF THE COMPANY -	ANNEX TO THE SCRUTIN FOR VOTING BY ELECTRONIC MEANS [REMOTE &-V	Messers Mukesh Parakh & Associates Company Secretaries, Nagpur
MONDAY, THE 21 SEPTEMBER 2020 AT 03:00 PM [15:00 HOURS] (IST)	FROM 09:00 AM [09:00 HOURS] (IST) ON FRIDAY, THE 18 SEPTEMBER 2020 TO 05:00 PM [17:00 HOURS] (IST) ON SUNDAY, THE 20 SEPTEMBER 2020	MONDAY, THE 14 SEPTEMBER 2020	MONDAY, THE 21 SEPTEMBER 2020 AT 03:00 PM [15:00 HOURS] (IST) THROUGH VIDEO-CONFERENCING ("VC") OR OTHER AUDIO-VISUAL MEANS ("OAVM")	33, MOUNT ROAD, SADAR, NAGPUR - 440001, MH, IN	L 27100 MH 1984 PLC 034003	SUNFLAG IRON AND STEEL COMPANY LIMITED	ANNEX TO THE SCRUTINISER'S CONSOLIDATED REPORT FOR VOTING BY ELECTRONIC MEANS [REMOTE & VOTING AS WELL AS & VOTING DURING THE MEETING (34 AGM)]	

Messers Mukesh Parakh & Associates Company Secretaries, Nagpur

Continuation Sheet

Resolution No. 1:: Ordinary Resolution - To receive, consider and adopt the Audited Financial Statements (Standalone & Consolidated) of the Company for the Financial Year 2019-2020 ended 31 March 2020, including, the Balance Sheet as at 31 March 2020, Profit and Loss and Cash Flow for the Financial Year 2019-2020 ended 31 March 2020, together with the Board's Report and Report of the Statutory Auditors thereon

_	Grund-Total		-		Institutional)				Institutional	-		- Anna	Promoters	Promoters & 1		(1)	Shareholding	Type of
Grand Total	Postal Ballot	Physical Poll	e-Voting	Sub-Total	Postal Ballot	Physical Poll	e-Voing	Sub-Total	Postal Bailot	Physical Poll	e-Voting	Sub-Total	Postal Ballox	Physical Poll	e-Voting	9	Voting	Mode of
61439		61439		61415		61415		19		19		. 5		5			Maubers	Total No of
180219448		180219448	-	87860203		87880203		144419	The second s	144419		92194826		92194826		(9)	Held	Total No.
133942035	0	0	133942035	41747289	0	0	41747209	0	0	0	0	92194826	0	0	92194826	(4)	Polled	Total No.
74.32	0,00	0.00	74,32	47.51	0,00	0.00	47.51	0.00	0.00	0.00	0.00	100,00	0.00	0.00	100.00	(5)	Outstanding Shares	% of Votes Polled on
103	0	0	103	98	0	0	88		0	0	0	5	0	0	5	(6)	No. of Members	In Favour (
133939663	0	0	133939663	41744837	0	0	41744837	0	0	0	0	92194826	0	0	92194826	Ø	No. of Votes	In Favour (Assens) of the Resolution
99.99	0.00	0.00	99.99	99.99	000	00.0	66.66	00.0	0.00	000	0.00	100.00	0.00	0.00	100.00	(8)	8	Resolution
	0	0	4	+	0	0	4	0	0	0	0	0	0	0	0	(9)	No. of Members	Against (I
2371	0	0	2371	2371	0	0	2371		0	0	0		0	0	0	(10)	No. of Votes	Against (Dissent) the Resolution
10.0	0.00	0.00	0.01	0.01	0.00	0.00	0.01	0.00	0.00	0.00	0.00	8.00	0.00	0.00	0.00	(11)	8	esolution
-	0	0	-	1	0	0	1	0	0	0	0	0	0	0	0	(12)	No. of Members	Invals By Inter
_	0	0	-	-		0	-		0	0	0		0	0	0	(13)	No. of Votes	Invalid OR Abstain OR By Interested Parties Voting
0.00	0.00	0.00	0.00	0.00	0.00	0,00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	(14)	3	OR



Messers Mukesh Parakh & Associates Company Secretaries, Nagpur

Resolution No. 2:- Ordinary Resolution - To appoint a Director in place of Mr. Suhrit Ravi Bhushan Bhardwaj (DIN - 02318190), who retires by rotation and, being eligible, offers himself for re-appointment

	Grand-Total Pau	P	0	20	Institutional)	7	Public - Phy		8	-	Public Phy		+	Promotors Pos	Promoters & Phy	0	(1)	-	Type of b
Grand Total	Postal Ballot	Physical Poll	e-Voting	Sub-Total	Constant in the second	Postal Ballot	Physical Poll	e-Voting	Sub-Total	Postal Ballot	Physical Poll	e-Voting	Sub-Total	Postal Ballot	Physical Poll	e-Voting	0	Voting	Mode of
61439		61439		61415	1111		61415		19		19		5		5			Members	Total
180219448		180219448		87850203	- Horse		87880203		144419		144419	Strate.	92194826		92194825		(3)	Held	Total No.
133942035	0	0	133942035	41747209	Contraction of the	0	0	41747209	0	0	0	0	92194826	0	0	92194826	(4)	Polled	Total No.
74.32	0.00	0.00	74.32	47.51		0.00	0.00	47.51	0.00	0.00	0.00	0.00	100.00	0.00	0.00	100,001	(5)	Outstanding Shares	% of Votes Polled on
8	0	0	*	94	1000	0	0	\$		0	0	0	2	0	0	12	(6)	No. of Members	In Favour (
115027457	0	0	115027457	41252450		0	0	41252450	0	0	0	0	73775607	0	0	73775007	Ø	No. of Votes	In Favour (Assent) of the Resolution
85.88	0.00	0.00	85.88	18'86		0.00	0.00	98.81	0.00	0.00	0.00	0.00	80.02	0.00	0.00	80.02	(8)	*	Resolution
*	0	0	8			0	0	8	0	0	0	0	0	0	0	0	(9)	No. of Members	Against ()
494758	0	0	494758	494758		0	0	494758	0	0	0	0	0	0	0	0	(00)	No. of Votes	Against (Dissent) the Resolution
0.37	0.00	0.00	0.37	1.19	1000	0.00	0.00	1.19	9.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	(II)	×	esolution
4	0	0	4	1		0	0	-	0	0	0	0	3	0	0		(12)	No. of Members	Inval By Inte
18419820	0	0	18419820	1		0	0	-	0	0	0	0	18419819	0	0	18419819	(13)	No. of Votes	Invalid OR Abstain OR By Interested Parties Voting
13,75	0.00	0,00	13.75	0.00		0.00	0.00	0.00	0.00	0.00	0.00	0,00	19.98	0.00	0.00	19.98	(14)	%	COR Toting



Messers Mukesh Parakh & Associates Company Secretaries, Nagpur

Resolution No. 32: Ordinary Resolution – To appoint M/s. N S B P & Co., Chartered Accountants, New Delhi (ICAI Firm Registration No. 001075N, Peer Review Certificate No. 009284), as the Statutory Auditors of the Company in place of retiring Auditors M/s. S. S. Kothari Mehta & Co., Chartered Accountants, New Delhi (ICAI Firm Registration No. 000756N, Peer Review Certificate No. 008927) and fix their remuneration

	Grand-Tetal				Others (Non- Institutional)	Public -			Institutional	Building .		deens	Promoters	Promoters &		(1)	Shareholding	Type of
Grand Total	Postal Ballot	Physical Poll	e-Voting	Sub-Total	Postal Ballot	Physical Poll	e-Voting	Sub-Total	Postal Ballot	Physical Poll	e-Voting	Sub-Total	Postal Ballot	Physical Poll	e-Voting	(2)	Voting	Mode of
61439		61439		61415		61415		19		19		s		5			Members	Total
180219448		180219448		87880203		87880203		144419		144419		92194826		92194826		(0)	Held	Total No.
133942035	0	0	133942035	41747209	0	0	41747209	0	0	0	0	92194826	0	0	92194826	(4)	Polled	Total No.
74.30	0.00	0.00	74.32	47.51	0.00	0.00	47.51	0.09	0,00	0.00	0.00	100.00	0.00	0.00	100.00	6)	Outstanding Shares	% of Votes Polled on
102	0	0	102	76	0	0	16		0	0	0	5	0	0	s	(6)	No. of Members	In Favour (
133939658	0	0	133939658	41744832	0	0	41744832	0	0	0	0	92194826	0	0	92194826	(7)	No. of Votes	In Favour (Assent) of the Resolution
99.99	0.00	0.00	66'66	99.99	0.00	0.00	66'66	0.00	0.00	0.00	0.00	100.00	0.00	0.00	100.00	(8)	%	Resolution
5	0	0	5	54	0	0	5	0	0	0	0	0	0	0	0	(9)	No. of Members	Against ()
2376	0	0	2376	2376	0	0	2376	0	0	0	0	0	0	0	0	(10)	No. of Votes	Against (Dissent) the Resolution
0.01	0,00	0.00	10.0	0.01	0.00	0.00	0.01	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	(11)	8	osolution
1	0	0	1	-	0	0	-	0	0	0	0	0	0	0	0	(12)	No. of Members	Invab By Inter
_	0	0	-	-	0	0			0	0	0		0	0	0	(13)	No. of Votes	Invalid OR Abstain OR By Interested Parties Voting
0.00	0/00	0.00	0.00	060	0.0	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	000	(14)	*	OR



Messers Mukesh Parakh & Associates Company Secretaries, Nagpur

Continuation Sheet

Resolution No. 4:- Ordinary Resolution – Appointment of Mr. Anand Sadashiv Kapre (DIN: 00019530), as a Director (Category – Non-executive, Independent) of the Company, and also for a fixed first term of Three (3) consecutive years, as an Independent Director of the Company.

			1		Institutional) Postal	Public - Physic	e-V.	Sub-	Institutional Postal		0.V.	-	Group Postal	Promotors & Physic	0-V.	0 0	1FA	
SCOTTON .	Dallat	Physical Poll	e-Voting	Sub-Total	Postal Ballot	Physical Poll	e-Voting	Sub-Total	Postal Ballot	Physical Poll	e-Voting	Sub-Total	Postal Ballot	Physical Poll	e-Voling	2	ting	Mode of
61113		61439		61415		61415		19		61		5		5	+		Members	Total
180219448	A DAMAGE	180219448		87880283		87880203		144419		1444.19		92194826		92194826		(3)	Held	Total No.
STRUTOULL	0	0	133942035	41747269	0	0	41747209	0	0	0	0	92194826	0	0	92194826	(4)	Polled	Total No.
74.32	0.00	0.00	74.32	47.51	0.00	0.00	47.51	0,00	0.00	0.00	0.00	100.00	0.00	00.0	100.00	0)	Outstanding Shares	% of Votes Polled en
86	0	0	86	56	0	0	93	0	0	0	0	5	0	0	5	(6)	No. of Members	In Favour
133447271	0	0	133447271	41252445	0	0	41252445	0	0	0	0	92194826	0	0	92194826	Ø	No. of Votes	In Favour (Assent) of the Resolution
\$9.63	0.00	0.00	99.63	18'86	0.00	0.00	98.81	0.00	0.00	0.00	0.00	100.00	0.00	0.00	100.00	(8)	56	Resolution
	0	0		8	0	0		0	0	0	0	0	0	0	0	(9)	No. of Members	Against ()
3126	0	0	3126	3126	0	0	3126	0	0	0	0	0	0	0	0	(10)	No. of Votes	Against (Dissent) the Resolution
10.0	0.00	0.00	10.0	10'9	0.00	0.00	10.0	0.90	0.00	0.00	0.00	6.00	0.00	0.00	0.00	(11)	*	ssolution
2	0	0	2	2	0	0	2	0	0	0	0	0	0	0	0	(12)	No. of Members	Invals By Inter
491638	0	0	491638	491638	0	0	491638	0	0	0	0	0	0	0	0	(13)	No. of Votes	Invalid OR Abstain OR By Interested Parties Voting
0.36	0.00	0,00	0.36	1.18	0.00	0.00	1.18	0,00	0.00	0.00	0.00	0.00	0,00	0,00	0.00	(14)	%	oting



Messers Mukesh Parakh & Associates Company Secretaries, Nagpur

Resolution No. 5:- Ordinary Resolution - Appointment of CA Vinita Bahri (DIN: 03109454), as a Director (Category - Non-executive, Independent) of the Company, and also for a fixed first term of Five (5) consecutive years, as an Independent Director of the Company

Grand Tota	Grand-Total Postal	Physic	0-V	Sub	Institutional)	T	-	And a second	Sub	Institutional Postal	145	e-V.	+	Promoters Postal Group	Promoters & Physic	e.V.	0) (1)	ie.	-
Total	Postal Ballot	Physical Poll	e-Voting	Sub-Total	Control	Provint Parillet	e-Voling		Sub-Total	Postal Ballot	Physical Poll	e-Voting	Sub-Total	Postal Ballot	Physical Poll	e-Voting	2	ling	Mode of
61439		61439		61415		01410			19		19		5		5			Members	Total
190219449		180219448		87880203		crorogra	0100101	Concentration of the second	144419		144419		92194826		92194826	- AND	(3)	Held	Total No.
133942035	0	0	133942035	41747209			41747209			0	0	0	92194826	0	0	92194826	(4)	Polled	Total No.
74.32	0.00	0.00	74.32	47.51	00.00	0.00	47.51		0.00	0.00	0.00	0.00	100.00	0.00	0.00	100.00	(5)	Outstanding Shares	Polled on
86	0	0	86	93		2	93			0	0	0	ch	0	0	u	(6)	Na. of Members	In Favour (
133938568	0	0	133938508	41743682		0	41743682		0	0	0	0	92194826	0	0	92194826	9	No. of Votes	In Fayour (Assent) of the Resolution
99,99	0,00	0.00	99.99	99,99	anter .	00.00	00,00		0.00	0.00	0.00	0.00	100.00	0.00	0.00	100.00	(8)	36	Resolution
8	0	0	96			0 V			0	0	0	0	0	0	0	0	(9)	No. of Members	Against ()
3126	0	0	3126	3126		0	3116		0	0	0	0	0	0	0	0	(10)	No. of Votes	Against (Dissent) the Resolution
0.01	0.00	0.00	0.01	0.01	0.00	0.00	10.0		0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	(UD	8	esolution
2	0	0	2	22		0.0	2		0	0	0	0	0	0	0	0	(12)	No. of Members	By Interv
401	0	0	401	401	~	0	401		0	0	0	0	0	0	0	0	(13)	No. of Votes	By Interested Parties Voting
000	0.00	0.00	0.00	0.00		000	0.00		00.0	0.00	0.00	0.00	0.00	0.00	0.00	0.00	(14)	38	oting



Messers Mukesh Parakh & Associates Company Secretaries, Nagpur

Resolution No. 6:- Special Resolution - Re-appointment of CA Neelam Kothari (DIN: 06709241), as a Director (Category - Non-executive, Independent) of the Company for a fixed second term of Five (5) consecutive years, as an Independent Director of the Company

2	Grand-Total Po	Ph			TURNOVANIAN'	T			8	Institutional Pos			+	Promoters Po	Promotors & Phy		(1)	Shareholding	Type of 1
Grand Total	Postal Ballot	Physical Poll	e-Voting	Sup-1 ofai	-	Postal Bullot	Physical Poll	e-Voting	Sub-Total	Postal Ballot	Physical Poll	e-Voting	Sub-Total	Postal Ballot	Physical Poll	e-Voting	(2)	Voting	Mode of
61439		61439		01410	24.84A		61415		19		19		5		5			Members	Total
180219449		180219443		00700010	01000000		87880203		144419		144419		92194826		92194826		(3)	Held	Total No.
133942035	0	0	133942035	41510130	AULAS PALA	0	0	41747209		0	0	0	92194826	0	0	92194826	(4)	Polled	Total No.
74.32	0.00	0.00	74.32	1014	12 61	0.00	0.00	47.51	0.00	0.00	0,00	0.00	100.00	0.00	0.00	100.00	(5)	Outstanding Shares	Polled on
99	0	0	99		20	0	0	94	0	0	0	0	58	0	0	5	(6)	No. of Members	In Favour (
133447276	0	0	133447276	ACLOCATE.	11124 Jan	0	0	41252450	0	0	0	0	92194826	0	0	92194826	Ø	No. of Votes	In Favour (Assent) of the Resolution
99.63	0.00	0.00	99.63	70.01	00 61	0.00	0.00	18.86	0.00	0.00	0.00	0.00	100.00	0.00	0.00	100.00	(8)	*	Resolution
36	0	0	90		•	0	0	*	0	0	0	0	0	0	0	0	(9)	No. of Members	Against ()
494758	0	0	494758	001404	037101	0	0	494758	0	0	0	0		0	0	0	(10)	No. of Votes	Against (Dissent) the Resolution
0.37	0.00	0.00	0.37	1.12		0.00	0.00	1.19	6.00	0.00	0.00	0.00	0.0	0.00	0.00	0.00	(11)	*	rsolution
1	0	0	1		-	0	0	1		0	0	0		0	0	0	(12)	No. of Members	By Inter
-	0	0	1	-	-	0	0	1	0	0	0	0	0	0	0	0	(13)	No. of Votes	By Interested Parties Voting
0.00	0.00	0.00	0.00	000	-	0.00	0.00	0.00	0.00	000	0.00	000	0.00	0.00	0.00	000	(14)	8	(OR



Messers Mukesh Parakh & Associates Company Secretaries, Nagpur

Resolution No. 7:- Ordinary Resolution – Re-appointment of Mr. Pranav Bhardwaj (DIN: 00054805) as the Managing Director (Category - Non-independent, Executive), designated Key Managerial Personnel, of the Company not liable to retire by rotation for a further period of Five (5) years effective 17 January 2021

	Grand-Total			Transcenter	Others (Non-	Public -			Institutional	Bublio		Amore	Promoters	Promotors &		(1)	Shareholding	Type of
Grand Total	Postal Ballot	Physical Poll	e-Voting	Sub-Tetal	Postal Ballot	Physical Poll	e-Voting	Sub-Total	Postal Ballot	Physical Poll	e-Voting	Sub-Tetal	Postal Ballot	Physical Poll	e-Voting	(2)	Voting	Mode of
61439		61439		61415		61415		19		19	-	5		5			Members	Total
180219448		180219448		87889203		87880203		144419		144419		92194826		92194826		(3)	Held	Total No.
133942035	0	0	133942035	41747209	0	0	41747209		0	0	0	92194826	0	0	92194826	(4)	Polled	Total No.
74.32	0.00	0.00	74.32	47.51	0.00	0.00	47.51	0.00	0.00	0.00	0.00	100.00	0.00	0.00	100.00	(5)	Outstanding Shares	% of Votes Polled on
96	0	0	96	94	0	0	94		0	0	0	2	0	0	12	(6)	No. of Members	In Favour (
115927457	0	0	115027457	41252450	0	0	41252450	0	0	0	0	73775007	0	0	73775007	Ø	No. of Votes	In Payour (Assent) of the Resolution
85.88	0.00	0.00	85.88	98.81	0.00	0.00	18,86	0,00	0.00	0.00	0,00	80.02	0.00	0.00	80.02	(8)	%	Resolution
*	0	0	30	80	0	0	30	0	0	0	0	0	0	0	0	(9)	No. of Members	Against ()
494758	0	0	494758	494758	0	0	494758	0	0	0	0	0	0	0	0	(10)	No. of Votes	Against (Dissect) the Resolution
6.37	0.00	0.00	0.37	1.19	0.00	0.00	1.19	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	(0)	8	esolution
4	0	0	*	1	0	0	_	0	0	0	0	3	0	0	3	(12)	No. of Members	Inval By Inte
18419820	0	0	18419820	1	0	0	1	0	0	0	0	18419819	0	0	18419819	(13)	No. of Votes	Invalid OR Abstain OR By Interested Parties Voting
13.75	0.00	0.00	Ħ	0.00	0.00	0.00	0.00	900	0.00	0.00	000	19.98	0.00			(14)	*	OR



Company Secretaries, Nagpur

Resolution No. 8:- Special Resolution - Re-appointment of Mr. Surendra Kumar Gupta (DIN: 00054836) as the Deputy Managing Director (Category - Non Independent, Executive), designated Key Managerial Personnel, of the Company liable to retire by rotation for a further period of Three (3) years effective 30 July 2020

Total No. % of Votes Polled m In Favour (Assent) of the Resolution of Votes Polled m No. of No. of % Polled Shares Members Votes % (4) (5) (6) (7) (8)	% of Votes In Fervour (Assess) of the Resolution Polled an Outstanding Polled an Outstanding No. of Members No. of Votes (3) (6) (7)	% of Votes Polled an Ourstanding In Fervour (Assess) of the Resolution Ourstanding No. of Members No. of Votes % (3) (6) (7) (8)	% of Votes Pollet on Outstanding In Favour (Assess) of the Resolution Against (Dis No. of No. of Members Mo. of Votes Mo. of % Mo. of Members (5) (6) (7) (8) (9)	% of Votes Polled on Shares In Favour (Assent) of the Resolution Against (Dissent) the Resolution Outstanding Shares No. of Members No. of Votes No. of Votes No. of Members No. of Members <td< th=""><th>% of Votes Pollet on Outstanding In Favour (Assess) of the Resolution Against (Dessent) the Resolution Pollet on Outstanding No. of Members No. of Votes No. of % No. of Members No. of % (5) (6) (7) (8) (9) (10)</th></td<>	% of Votes Pollet on Outstanding In Favour (Assess) of the Resolution Against (Dessent) the Resolution Pollet on Outstanding No. of Members No. of Votes No. of % No. of Members No. of % (5) (6) (7) (8) (9) (10)
00	In Favour (Assess) of the Resolution No. of Members Ne. of Votes % N (6) (7) (8) N 0 5 92194826 100.00 0 0 0 0.00	In Favour (Assess) of the Resolution No. of Members Ne. of Votes % N (6) (7) (8) N 0 5 92194826 100.00 0 0 0 0.00	In Favour (Assess) of the Resolution No. of Members Ne. of Votes % N (6) (7) (8) N 0 5 92194826 100.00 0 0 0 0.00	In Favour (Assess) of the Resolution Against (Desent) the Resolution No. of Members No. of Votes 95 No. of Members No. of Votes No. Members No. Votes No. Members No. Votes No. Members No. Votes No. Members No. Votes No. Members No. Votes	In Favour (Assess) of the Resolution Against (Desent) the Resolution No. of Members No. of Votes 95 No. of Members No. of Votes No. Members No. Votes No. Members No. Votes No. Members No. Votes No. Members No. Votes No. Members No. Votes
r (Assent) of the Resolu Votes 9 (7) 0 92194826 10 92194826 10 0 92194826 10	r (Assess) of the Resolution Ne. of % 8 (7) (8) (7) (8) 92194826 100.00 92194826 100.00 92194826 100.00	r (Assent) of the Resolution Ne, of % % Votes % % (7) (8) 92194826 100.00 0 0.00 92194826 100.00 92194826 100.00	r (Assum) of the Resolution Against (Dissent) the Resolution No. of Votes 9. 9. No. of Members No. of Votes (7) (8) (9) (10) (1 (7) (8) (9) (10) (1 92194826 100.00 0 0 0 0 0.00 0 0 0 92194826 100.00 0 0 0 0 0.00 0 0 0 0 0.00 0 0 0 0 0.00 0 0 0	r (Assent) of the Resolution Against (Dissent) the Resolution Mo. of No. of No	r (Assess) of the Resolution Against (Dessent) the Resolution No. of Votes % No. of Members No. of Votes % Members (7) (8) (9) (10) (11) (10) (7) (8) (9) (00) 0 0.00 92194826 100.00 0 0 0.00 0 92194826 100.00 0 0 0.00 0 0 0.00 0 0 0.00 0 92194826 100.00 0 0 0.00 0 0.00 0 0 0.00 0 0.00 0 0 0.00
Assest) of the Resolution No. of 96 Votes 96 (7) (8) 92.194826 100.00 0 0.00 92.194826 100.00 92.194826 100.00 0 0.00 0 0.00 0 0.00			Against (Dessent) the Resolut Mo. of Members No. of User Q 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0	Against (Dissent) the Resolution No. of % Montons No. of 0 No. of % Montons No. of	Against (Dessent) the Resolution % % Mo. of Members Votes % % (9) (10) (11) (10) 0 0 0 0.00 0 0 0 0.00 0 0 0 0.00 0 0 0 0.00 0 0 0 0.00 0 0 0 0.00 0 0 0 0.00 0 0 0.00 0.00 0 0 0 0.00 0 0 0.00 0.00
keodution % (8) 100.00 0.00 0.00 0.00 0.00 0.00	• 000 • 000	e 000 e 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0	Against (Dissent) the Resolut Mo. of Members No. of Votes 9 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0	Against (Disvert) the Resolution No. of Members No. of Votes % Mode (9) (10) (11) (10) Mode 0 0 0 0.001 0 Mode 0 0 0 0.001 0 0.001 0 0 0 0 0.001 0.001 0 0.001 0 0 0 0 0 0.001 0 0.001 0 <td>Against (Dessent) the Resolution Mo. of Members No. of Votes % Mo (9) (10) (11) (10) Mo 0 0 0 0.000 Mo Mo 0 0 0 0.000 0.000 0 0.000 0 0 0 0.000 0.</td>	Against (Dessent) the Resolution Mo. of Members No. of Votes % Mo (9) (10) (11) (10) Mo 0 0 0 0.000 Mo Mo 0 0 0 0.000 0.000 0 0.000 0 0 0 0.000 0.
	Against (T No. of Members (9) 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0	Against (Dessent) the Re No. of No. of Members Votes (9) (10) 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0	(Dissert) the Resolut No. of 9 Votes 9 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0	(Dessent) the Resolution No. of 96 No Votes 96 Mar (10) (11) (0 0.00 0 0	(Dessent) the Resolution No. of % Mo Votes % Mo 0 0.00 0 0



Messers Mukesh Parakh & Associates Company Secretaries, Nagpur

Resolution No. 9:- Ordinary Resolution - Re-appointment of CA Rambhatla Muralidhar (DIN: 00982212) as an Executive Director (Finance) (Category - Non Independent, Executive), designated Key Managerial Personnel, of the Company liable to retire by rotation for a further period of Three (3) years effective 14 August 2020

0	Grand-Total P	di la			Institutional)		Public - Pl			Institutional P	-		+	-	Promotors & Pt		(1)	Sharoholding	
Grand Total	Postal Ballot	Physical Poll	e-Voting	Sub-Total		Postal Ballot	Physical Poll	e-Voting	Sub-Total	Postal Ballot	Physical Poll	e-Voing	Sub-Total	Postal Ballot	Physical Poll	e-Voting	0	Voting	Mode of
61439		61439		61415			61415		19		61		5		5			Members	Total
180219448		180219448		873890203			87880203		144419		144419		92194826		92194826		(0)	Held	Total No.
133942035	0	0	133942035	41747289	and and a second se	0	0	41747209	0	0	0	0	92194826	0	0	92194826	(4)	Polled	Total No.
74.32	0.00	0,00	74.32	47.51		0.00	0.00	47.51	9.00	0.00	0.00	0.00	103.00	0,00	0.00	100.00	(3)	Outstanding Shares	% of Votes Polled on
101	0	0	101	96		0	0	36	0	0	0	0	5	0	0	s	(6)	No. of Members	In Favour (
133447626	0	0	133447626	41252300		0	0	41252800	0	0	0	0	92194826	0	0	92194826	Ø	No. of Votes	In Favour (Assent) of the Resolution
99,63	0.00	0,00	99.63	98.82		0.00	0.00	98.82	0.00	000	0.00	0.00	160.00	0.00	0.00	100.00	(8)	*	Resolution
6	0	0	6	0		0	0	6	0	0	0	0	0	0	0	0	(9)	No. of Members	Against (I
494408	0	0	494408	494408		0	0	494408	0	0	0	0	0	0	0	0	(10)	No. of Votes	Against (Dissent) the Resolution
1.37	0.00	0.00	0.37	1.18		0.00	0.00	1.18	9,00	0.00	0,00	0,00	0.00	0.00	0,00	0.00	(11)	*	asolution
-	0	0	-	-		0	0	-	0	0	0	0	0	0	0	0	(12)	No. of Members	Invah By Inter
1	0	0	-	-		0	0	-		0	0	0	0	0	0	0	(13)	No. of Votes	Invalid CIR Abstain OR By Interested Parties Voting
0,00	0,00	0.00	0.00	000	200	0.00	0.00	0.00	0.00	0.00	0.00	0,00	0.00	0.00	0.00	0.00	(14)	*	Voting



Messers Mukesh Parakh & Associates Company Secretaries, Nagpur

Resolution No. 10:- Special Resolution - Re-appointment of Mr. Ramchandra Vasant Dalvi (DIN: 00012065) as an Executive Director (Works) (Category - Non Independent, Executive), designated Key Managerial Personnel, of the Company liable to retire by rotation for a further period of Three (3) years effective 14 August 2020

0	General-Total P	P		+	Institutional)	Public- P			Institutional P	-		+	Promoters P	Promoters & P		(1)	44	-
Grand Total	Postal Ballot	Physical Poll	e-Voting	Sub-Total	Postal Ballot	Physical Poll	e-Voting	Sub-Total	Postal Ballot	Physical Poll	e-Voting	Sub-Tetal	Postal Ballot	hysical Poll	e-Voting	(2)	Voting	Mode of
61439		61439		61415		61415		13		19		5		5			Members	Total
180219448		180219448	1000	87880203		87880203		144419	S.W.	144419		92194826		92194826		.(3)	Held	Total No.
133942035	0	0	133942035	41747209	0	0	41747209	0	0	0	0	92194826	0	0	92194826	(4)	Polled	Total No.
74.32	0,00	0.00	74.32	47.51	0.00	0.00	47.51	0.00	0.00	0.00	0.00	100.00	0.00	0.00	100.00	(5)	Outstanding Shares	Polled on
101	0	0	101	96	0	0	96		0	0	0	5	0	0	5	(6)	No. of Members	In Favour (
133938918	0	0	133938918	41744092	0	0	41744692		0	0	0	92194826	0	0	92194826	Ø	Ne. of Votes	In Favour (Assent) of the Resolution
99,99	0.00	0.00	66.66	99.99	0.00	0.00	66'66	0.00	0.00	0,00	0.00	100.00	0.00	0.00	100.00	(8)	%	Resolution
6	0	0	6	6	0	0	6	0	0	0	0	0	0	0	0	(9)	No. of Members	Against (I
3116	0	0	3116	3116	0	0	3116		0	0	0	0	0	0	0	(10)	No. of Voles	Against (Dissent) the Resolution
0.01	0.00	0.00	10'0	0.01	0.00	0.00	10'0	0.00	0.00	0.00	0.00	6.60	0.00	0.00	0.00	(11)	8	esolution
-	0	0	-	1	0	0	-	0	0	0	0	0	0	0	0	(12)	No. of Members	By Interv
1	0	0	-	1	0	0	1	0	0	0	0	0	0	0	0	(13)	No. of Votes	By Interested Parties Voting
0.00	0.00	0.00	0.00	0.00	0.00	0.00	00.0	0.00	0.00	0.00	000	0.00	0.00	000	0.00	(14)	\$	oting





Signed and Issued on Tuesday, the 22 day of September 2020 at Nagpur

Contraction of the second seco	Grand-Total Postal Ballot	Physical Poll	e-Voting	Sub-Tetal	Others (Non- Postal Ballot Institutional)	Public - Physical Poll	e-Voting	Sub-Total	bastitutional Postal Ballot	Physical Pell	e-Vo	Sub-Total	Promoters Postal Ballot	Promoters & Physical Poll	e-Voting	(I) Ø	Shareholding Voting	Type of Mode of
	Ballot	al Poll	sing	Total	Ballot	al Poll	ting	otal	Ballot	A Poll	cing	Total	Ballot	d Poll	ging	9		eof
61130		61439		61415		61415		19		19		5		5			Members	Total
180219448		180219448		87880203		87880203		144419		144419		92194826		92194826		(0)	Held	Total No.
133942035	0	0	133942035	41747289	0	0	41747209	0	0	0	0	92194826	0	0	92194826	(4)	Polled	Total No.
7433	0.00	0.00	74.32	47.51	0.00	0.00	47.51	0.00	0.00	0.00	0.00	100.00	0.00	0.00	100.00	(3)	Outstanding Sharea	% of Voies Polled on
102	0	0	102	97	0	0	97	0	0	0	0	5	0	0	5	(6)	No. of Members	In Favour (
133939458	0	0	133939658	41744832	0	0	41744832	0	0	0	0	92194826	0	0	92194826	Ø	No. of Votes	In Favour (Assent) of the Resolution
99.99	0.00	0.00	66.66	99.99	0.00	0.00	99.99	0.00	0.00	0.00	0.00	160.00	0.00	0.00	100.00	(8)	R	Resolution
5	0	0	5	3	0	0	5	0	0	0	0	0	0	0	0	(9)	No. of Members	Agninst ()
2376	0	0	2376	2376	0	0	2376		0	0	0	0	0	0	0	(10)	Na of Votes	Against (Dissent) the Resolution
0.01	0.00	0.00	0.01	6.01	0.00	0.00	0.01	6.00	0.00	0.00	0.00	6.00	0.00	0,00	0,00	(11)	*	esolution
-	0	0	1	1	0	0	1	0	0	0	0		0	0	0	(12)	No. of Members	By Inter
_	0	0	-	-	0	0	1	0	0	0	0	0	0	0	0	(13)	No. of Votes	Invalid OR Abstain OR By Interested Parties Voting
0.00	0.00	0,00	0.00	0.00	0,00	T	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	(14)	%	Voting

Messers Mukesh Parakh & Associates Company Secretaries, Nagpur

Resolution No. 11:- Ordinary Resolution - Ratification of Remuneration of Cost Auditors of the Company

Continuation Sheet

Messers Mukesh Parakh & Associates Company Secretaries, Nagpur

Notes:-

In respect of Resolution Nos. 1 to 11:-

- Ð The Number of Promoter & Promoter Group Shareholders (Members) of the Company, has been considered as Five (5), after Clubbing Two (2) Registered Folio Nos. 11 & 144880 of Sunflag Limited, UK, as One (1) Shareholder (Member), holding 65,253,582 Equity Shares, of the Company
- Ð A Shareholder (Member) of the Company, holding 5,000 Equity Shares, has exercised Remote e-Voting for 4,999 Equity Shares Only. Accordingly, One (1) Equity Share of that Shareholder (Member) for which No e-Voting has been exercised, is treated as "Abstain from Voting". However, for the sake of Number of Shareholders (Members), the Number has been counted Two (2) times, (i) Under the head "In Favour of the Resolution" and also, (ii) Under the head "Invalid, Abstain or By Interested Parties Voting".

-In respect of Resolution Nos. 4:

Ē A Shareholder (Member) of the Company, holding 491,637 Equity Shares has not exercised Voting through electronic Means, [Remote e-Voting as well as e-Voting through the Meeting (34 AGM)], and accordingly, has been considered under the head 'Invalid, Abstain or By Interested Parties Voting".

In respect of Resolution Nos. 5:

ş,

Ē A Shareholder (Member) of the Company, holding 400 Equity Shares has not exercised Voting through electronic Means, [Remote e-Voting as well as e-Voting daring the Meeting (34 AGM)], and accordingly, has been considered under the head "Invalid, Abstain or By Interested Parties Voting".

In respect of Resolution No. 2 and 7:-

8 The e-Voting exercised by Three (3) Shareholders (Members) of the Company, belonging to the Promoter & Promoter Group, holding 13,419,819 Equity Shares of the Company, has been considered as e-Voting by an Interested Parties and accordingly, has been classified under the head 'Invalid, Abstain or By Interested Parties Voting".

Signed and Issued on Tuesday, the 22 day of September 2020 at Nagpur

For Messers Mukesh Parakh & Associates **Company Secretaries** Scrutinizer

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FCS-4343 (UDIN) - F004343B000746722 OF Certificate of Practice No. 13693 ICSI Membership No. FCS - 4343 Mukesh Dulichandji Parakh

Tuesday, the 22 Day of September 2020

For Sunflag Iron and Steel Company Limited Company

Company

ICSI Membership No. CS Ashutosh Mishra **Company Secretary** ACS - 23011

Executive Director (Finance) Rambhatla Muralidhar Authorised Director DIN - 00982212