

P S CHANNE & ASSOCIATES
COMPANY SECRETARIES

**COMBINED SCRUTINIZER REPORT FOR E-VOTING & POLL FOR FACOR
STEELS LIMITED**

TO,
THE CHAIRMAN
FACOR STEELS LIMITED
46- A & B, MIDC IND. ESTATE,
HINGNA ROAD,
NAGPUR-440016.
INDIA. MAHARASHTRA.

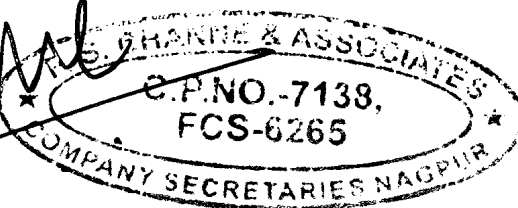
Sub: Passing of Resolution through electronic voting and poll conducted at the 11th Annual General Meeting ("AGM") of FACOR STEEL LIMITED held at 46 A & B, MIDC Industrial Estate, Hingna Road, Nagpur -440016 on Thursday, September, 11, 2014 at 2.30 p. m.

The Company had appointed me as a Scrutinizer to scrutinize the e-voting process together with Poll held at the 11th Annual General Meeting of the company held on the September, 11, 2014.

The e-voting was held between September 5 and September 6, 2014. The Company had appointed Central Depository Services (India) Limited (CDSL) as the service Provider, for extending the facility of electronic voting to the Shareholder of the company on September 5 and September 6, 2014. Link Intime India Pvt. Limited is the Registrar and Share Transfer Agent for the Company. The e-voting results were unblocked by me on September 8, 2014 in the presence of two witnesses. For further details kindly refer my Scrutinizers report dated September 9, 2014 attached herewith.

At the 11th Annual General Meeting of the Company held on September 11, 2014, the Chairman of the Company had Sou-motu i.e. on his own motion ordered for the poll under section 109 of the Companies Act 2013, to facilitate the members present in the Annual General Meeting who could not participate in the e-voting to record their votes through the poll process.

- The Chairman of the Company had appointed me as the Scrutinizer for the same. For further details kindly refer to my Scrutinizers report in form MGT 13 dated September 12, 2014.

PS Channe


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The result of the E-voting, together with the votes casted through the Poll are as under:

| Item No of Notice | Particulars of Business | Votes in favour of the Resolution | | Votes against the Resolution | | Abstained/Invalid Votes | |
|--|-------------------------|-----------------------------------|-------|------------------------------|-------|-------------------------|-------|
| | | Nos. | % age | Nos. | % age | Nos. | % age |
| Item No. 1 of the Notice (As an Ordinary Resolution) | E-Voting | 122894850 | 59.51 | 100 | 0.00 | 0.00 | 0.00 |
| | Poll | 3280728 | 1.59 | 0.00 | 0.00 | 0.00 | 0.00 |
| | Total | 126175578 | 61.09 | 100 | 0.00 | 0.00 | 0.00 |
| Item No. 2 of the Notice (As an Ordinary Resolution) | E-Voting | 122894850 | 59.51 | 100 | 0.00 | 19131539*** | 9.26 |
| | Poll | 3280728 | 1.59 | 0.00 | 0.00 | 0.00 | 0.00 |
| | Total | 126175578 | 61.09 | 100 | 0.00 | 19131539 | 9.26 |
| Item No. 3 of the Notice (As an Ordinary Resolution) | E-Voting | 122894850 | 59.51 | 100 | 0.00 | 0.00 | 0.00 |
| | Poll | 3280728 | 1.59 | 0.00 | 0.00 | 0.00 | 0.00 |
| | Total | 126175578 | 61.09 | 100 | 0.00 | 0.00 | 0.00 |
| Item No. 4 of the Notice (As an Ordinary Resolution) | E-Voting | 122894850 | 59.51 | 100 | 0.00 | 0.00 | 0.00 |
| | Poll | 3280728 | 1.59 | 0.00 | 0.00 | 0.00 | 0.00 |
| | Total | 126175578 | 61.09 | 100 | 0.00 | 0.00 | 0.00 |
| Item No. 5 of the Notice (As an Ordinary Resolution) | E-Voting | 122894850 | 59.51 | 100 | 0.00 | 0.00 | 0.00 |
| | Poll | 3280728 | 1.59 | 0.00 | 0.00 | 0.00 | 0.00 |
| | Total | 126175578 | 61.09 | 100 | 0.00 | 0.00 | 0.00 |
| Item No. 6 of the Notice (As an Ordinary Resolution) | E-Voting | 122894850 | 59.51 | 100 | 0.00 | 0.00 | 0.00 |
| | Poll | 3280728 | 1.59 | 0.00 | 0.00 | 2647*** | 0.00 |
| | Total | 126175578 | 61.09 | 100 | 0.00 | 2647 | 0.00 |
| Item No.7 of the Notice (As an Ordinary Resolution) | E-Voting | 122894850 | 59.51 | 100 | 0.00 | 0.00 | 0.00 |
| | Poll | 3280728 | 1.59 | 0.00 | 0.00 | 0.00 | 0.00 |
| | Total | 126175578 | 61.09 | 100 | 0.00 | 0.00 | 0.00 |
| Item No. 8 of the Notice (As an Ordinary Resolution) | E-Voting | 122894850 | 59.51 | 100 | 0.00 | 13701047*** | 6.64 |
| | Poll | 3280728 | 1.59 | 0.00 | 0.00 | 0.00 | 0.00 |
| | Total | 126175578 | 61.09 | 100 | 0.00 | 13701047 | 6.64 |

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|---|--------------|------------------|--------------|-------------|-------------|-------------|-------------|
| Item No. 9 of the Notice (As an Special Resolution) | E-Voting | 122894850 | 59.51 | 0.00 | 0.00 | 0.00 | 0.00 |
| | Poll | 3280728 | 1.59 | 0.00 | 0.00 | 0.00 | 0.00 |
| | Total | 126175578 | 61.09 | 0.00 | 0.00 | 0.00 | 0.00 |
| Item No. 10 of the Notice (As an Special Resolution) | E-Voting | 122894850 | 59.51 | 100 | 0.00 | 0.00 | 0.00 |
| | Poll | 3280728 | 1.59 | 0.00 | 0.00 | 0.00 | 0.00 |
| | Total | 126175578 | 61.09 | 100 | 0.00 | 0.00 | 0.00 |
| Item No. 11 of the Notice (As an Ordinary Resolution) | E-Voting | 122894850 | 59.51 | 100 | 0.00 | 0.00 | 0.00 |
| | Poll | 3280728 | 1.59 | 0.00 | 0.00 | 0.00 | 0.00 |
| | Total | 126175578 | 61.09 | 100 | 0.00 | 0.00 | 0.00 |
| Item No. 12 of the Notice (As an Ordinary Resolution) | E-Voting | 122894850 | 59.51 | 100 | 0.00 | 0.00 | 0.00 |
| | Poll | 3280728 | 1.59 | 0.00 | 0.00 | 0.00 | 0.00 |
| | Total | 126175578 | 61.09 | 100 | 0.00 | 0.00 | 0.00 |

Note:

***denotes Invalid votes being votes casted by interested director and their relatives falling within the definition of relatives covered u/s 2(77) of the Companies Act, 2013 and Rule 4 of Companies (Specification of definitions details) Rules, 2014.

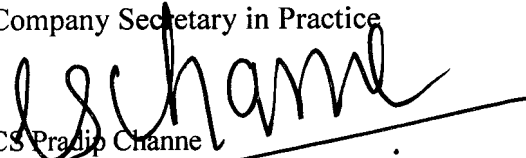
All the Resolution stands passed under e-voting and poll with the requisite majority.

I hereby confirm that I am maintaining the Registers received from the Service provider both electronically and manually, in respect of the votes cast through e-Voting and Poll by the Shareholders of the Company. I shall be arranging to hand over these records to the Chairman of the Company or such person to be authorized by him in due course.

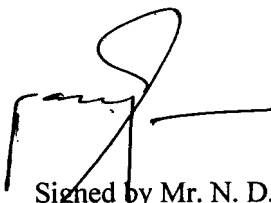
Thanking you,

Yours Faithfully

For P S Channe & Associates
Company Secretary in Practice


CS Pradiip Channe
(Proprietor)

M. No. FCS 6265
C. P. No.7138


Signed by Mr. N. D. Saraf
Chairman of the Company
In respect of item no.1 to 12

Place: Nagpur

Date: September 12, 2014