

Date: 07<sup>th</sup> July, 2018

To

The National Stock Exchange of India  
Exchange Plaza, C-1 Bandra Krla Complex,  
Bandra (E), Mumbai- 400051,  
NSE Symbol: SALASAR

The BSE Limited  
Phiroze Jeejeebhoy Towers,  
Dalal Street, Mumbai- 400001,  
BSE Scrip Code: 540642

**Sub: Summary of Proceeding and voting results of National Company Law Tribunal Convened Meeting ("Meeting") of the Equity Shareholders of the Company held on 07<sup>th</sup> July, 2018**


We hereby inform you that Meeting of Equity Shareholders of the Company Pursuant to the directions of the Hon'ble National Company Law Tribunal, New Delhi Bench ("the meeting") was held on July 07, 2018 at 11:00 a.m. at 'The Pearl Banquets, 21 Shivaji Marg, main Najafgarh Road, Opposite DLF Commercial Tower, Moti Nagar, New Delhi- 110015 to approve the scheme of Amalgamation of Salasar Stainless Limited with Salasar Techno Engineering Limited.


Enclosed please find the following disclosures:

- i. Summary of proceedings of Meeting as required under Regulation 30, Part A of schedule III of SEBI LODR Regulations is annexed as Annexure-A.
- ii. Pursuant to Regulation 44(3) of the SEBI (listing Obligations and Disclosure Requirements), Regulations, 2015 (SEBI LODR Regulations), the voting results, in prescribed format with respect to the business transacted at the meeting along with the Scrutinizer's Report is annexed herewith as Annexure B and Annexure C respectively.

This information is for the Exchanges and the Members.

Thanking you,  
Yours Truly,  
For Salasar Techno Engineering Limited

  
Rahul Rastogi  
Company Secretary and  
Compliance Officer



## **SALASAR TECHNO ENGINEERING LTD.**

Works : Unit-I : Khasra No. 265, 281- 283, Vill.- Parsaun- Dasna, P.O.- Jindal Nagar, Distt. Hapur- 201313 (U.P.)

Ph. : +91 8938802180 / 7351991000 Fax : +91-11-45823834

Unit-II : Khasra No. 1184, 1185, Vill.- Khera, P.O. Pilkhuwa, Teshil Dhaulana, Distt. Hapur- 245304 (U.P.) Ph. : +91 8938802184

Office : KL - 46, Kavi Nagar, Ghaziabad-201002 (U.P.) Ph. :+91 120 - 6546670, Fax : 91 - 11 - 45823834

CIN<sup>o</sup>. U23201DL2001PLC174076 E-mail : towers@salasartechno.com Website : www.salasartechno.com

**An ISO 9001:2015, 14001:2015 & 18001:2007 CERTIFIED COMPANY**

Regd office : E - 20, South Extension - 1, New Delhi - 110049

**SUMMARY OF PROCEEDINGS OF THE NCLT CONVENED MEETING**

National Company Law Tribunal (NCLT) Convened Meeting ("the Meeting") of the Equity Shareholders of the Company was held on July 07, 2018 at 11:00 a.m. at 'The Pearl Banquets, 21 Shivaji Marg, main Najafgarh Road, Opposite DLF Commercial Tower, Moti Nagar, New Delhi-110015.

Mr. Ashish Middha informed that meeting is convened pursuant to the order of NCLT, New Delhi bench dated 14<sup>th</sup> May, 2018 in the matter of scheme of Amalgamation of Salasar Stainless Limited with Salasar Techno Engineering Limited. He further informed that vide the said orders, NCLT has appointed him as the Chairman to preside over the Meeting.

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

The notice of the meeting, the Explanatory Statement under Sections 230(3), 232(2) and 102 of the Companies Act, 2013 read with rules framed there under and the scheme of Amalgamation of Salasar Stainless Limited with Salasar Techno Engineering Limited were dispatched to all the Shareholders. With the permission of members the Notice Convening the Meeting were taken as read. Thereafter, Chairman provided brief background and rationale of the Scheme.

The following Resolution set out in the Notice convening the Meeting was put up to the shareholders for voting:

Item No.	Details of the Resolution	Resolution Required
1.	Approval of the scheme of Amalgamation of Salasar Stainless Limited with Salasar Techno Engineering Limited	Requisite Majority*

\* Majority of persons representing 1559 in Nos OR 20% in value as per the order dated 14<sup>th</sup> may, 2018

The Chairman informed the Members that as required under the Companies Act, 2013 read with companies (Compromises, Arrangement and Amalgamation Rules, 2016 and the SEBI (Listing Obligations and Disclosure Requirements). Regulations, 2015 the Company had provided its Shareholders the facility to cast their vote through ballot paper or remote e-voting system administered by Central Depository Services Limited. The Chairman requested the Members, who were present at the Meeting but had not cast their votes by remote e-voting, could cast their vote at the Meeting.

The Chairman informed that Ms. Rachna Agarwal, Advocate, was the Alternate Chairperson and Ms. Deepti Grover of Deepti Grover & Associates, Practising Company Secretaries (Membership No. FCS 7654) was the scrutinizer appointed by the NCLT to conduct the voting through ballot paper and remote e-voting in an independent and fair manner.



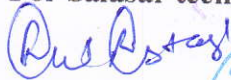
The Chairman then invited the members to speak at the meeting on the resolution proposed at the meeting. The Chairman responded to all the queries raised by the members.

The Chairman thanked to the Members for attending and participating in the Meeting and requested the members to continue voting. The Chairman authorized the Company Secretary to oversee and complete the voting process. He informed the members that the voting results will be made available on the website of the Company and Central Depository Services Limited within 48 hours of the conclusion of the meeting.

The scrutinizer's report was received on July 07, 2018 and as set out therein the resolution for approval of the Scheme was passed with the requisite majority.

Yours faithfully,

For Salasar techno Engineering Limited



Rahul Rastogi  
Company Secretary and  
Compliance Officer



## SALASAR TECHNO ENGINEERING LIMITED

07/07/2018

Date of the NCLT Meeting

9114

Total number of shareholders on record date

No. of shareholders present in the meeting either in person or through proxy:

129

Promoters and promoter Group:

12

Public:

117

No. of shareholders attended the meeting through Video Conferencing:

NOT ARRANGED

Promoters and promoter Group:

Public:

Resolution 1: The proposal for Scheme of Amalgamation between Salasar Stainless Ltd (Transferor Company) and Salasar Techno Engineering Ltd (Transferee Company)

Resolution required : (Ordinary / Special)

Whether promoter/promoter group are interested in the agenda/resolution ?

No

Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes in favor	No. of Votes against	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter & Promoter Group	E-VOTING	(1) 9956300	(2) 0	0.00	(4) 0	(5) 0	(6)=[(4)/(2)]*100 0.00	(7)=[(5)/(2)]*100 0.00
	POLL	9956300	8970300	90.10	8970300	0	100.00	0.00
	POSTAL BALLOT	0	0	0.00	0	0	0.00	0.00
Public - Institutions	TOTAL	9956300	8970300	90.10	8970300	0	100.00	0.00
	E-VOTING	128823	0	0.00	0	0	0.00	0.00
	POLL	128823	0	0.00	0	0	0.00	0.00
Public-Non Institutions	POSTAL BALLOT	0	0	0.00	0	0	0.00	0.00
	TOTAL	128823	0	0.00	0	0	0.00	0.00
	E-VOTING	3200141	54010	1.69	54010	0	100.00	0.00
TOTAL	POLL	3200141	2656	0.08	2656	0	100.00	0.00
	POSTAL BALLOT	0	0	0.00	0	0	0.00	0.00
	TOTAL	3200141	56666	1.77	56666	0	100.00	0.00
		13285264	9026966	67.95	9026966	0	100.00	0.00



## Report of Scrutinizer

To,  
**Mr Ashish Middha, Advocate**  
**Chairperson of the meeting of Shareholders**  
**of Salasar Techno Engineering Ltd (the Transferee Company)**

**Respected Sir**

I, Deepti Grover, Company Secretary in Practice, appointed as Scrutinizer by the Hon'ble National Company Law Tribunal, New Delhi Bench, New Delhi for the meeting of Shareholders of Salasar Techno Engineering Ltd (the Transferee Company/the Company) being held on Saturday, 7<sup>th</sup> July, 2018, at 11.00 A.M. at 'The Pearl Banquets', 21, Shivaji Marg, Main Najafgarh Road, Opposite DLF Commercial Tower, Moti Nagar, New Delhi-110 015, under the supervision of the Hon'ble National Company Law Tribunal, New Delhi Bench, New Delhi, to consider and, if thought fit, approve, with or without modification, the Scheme of Amalgamation of Salasar Stainless Ltd with Salasar Techno Engineering Ltd, submit my report as under:

1. After the time fixed for closing of the poll by the Chairman, two ballot boxes kept for polling were locked in my presence with due identification marks placed by me.
2. On conclusion of the voting, the locked ballot boxes were opened in my presence and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the SEBI Registered Registrar and Transfer Agents of the Company-Bigshare Services Pvt Ltd and the authorizations/proxies lodged with the Company.
3. The Shareholders of the Transferee Company were also provided facility of remote e-voting, in addition to the facility of voting in the meeting of Shareholders. Remote e-voting period commenced on 4<sup>th</sup> July, 2018 (9.00 A.M.) and ended on 6<sup>th</sup> July, 2018 (5 P.M.). Complete detail of the e-voting conducted by the Shareholders of the Company was provided to me by CDSL.
4. 7 (seven) Ballot Papers were found to be invalid for various reasons.
5. The result of the Poll and e-voting process is given as under:

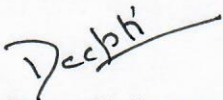
<b>Total Votes Cast in the meeting</b>	<b>110</b>	<b>89,72,981</b>
<b>Total Votes Cast through e-voting process</b>	<b>15</b>	<b>54,010</b>
<b>Invalid Votes</b>	<b>7<sup>1</sup></b>	<b>25<sup>1</sup></b>
<b>Valid Votes</b>	<b>118</b>	<b>90,26,966</b>
<b>Votes Against</b>	<b>Nil</b>	<b>Nil</b>
Votes Against as % of total valid votes cast	N.A.	N.A.
<b>Votes in Favour</b>	<b>118</b>	<b>90,26,966</b>
Votes in Favour as % of total valid votes cast	100%	100%

  
*factus*

- <sup>1</sup> 2 (two) Shareholders have participated in the e-voting process as well as voting through ballot papers in the meeting. Their voting in the e-voting process was counted for the result whereas their ballot papers in the meeting were considered as invalid.
6. List of **Shareholders** of the Company who voted "FOR", is enclosed herewith.
7. No one voted "AGAINST".
8. The poll papers, detail of e-voting provided by CDSL and all other relevant records are enclosed herewith for doing needful in the matter.

Thanking you

Yours Sincerely



**Deepti Grover**

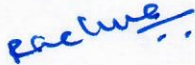
**FCS: 7654**

**Company Secretary in Practice**

**Scrutinizer for the meeting of Shareholders**

**of Salasar Techno Engineering Ltd (the Transferee Company)**

Counter signed by:



**Rachna Agrawal**

**Advocate**

**Alternate Chairperson of the meeting**

Dated: 7<sup>th</sup> July, 2018

Place: New Delhi

LIST OF SHAREHOLDERS OF SALASAR TECHNO ENGINEERING LIMITED WHO VOTED IN FAVOUR OF THE SCHEME				
Sr.NO	FOLIO/DPIDCLID	SHAREHOLDER'S NAME	POLL NO	SHARESFOR
1	IN30236510974910	ASHWANI KUMAR	1	1
2	IN30256610099186	ATUL JAIN	2	1
3	IN30236510989376	ANKUR CHANDA	3	1
4	IN30236510974928	ASHA RANI	4	1
5	IN30236510914729	ANKUR CHANDA	5	1
6	IN30070810036432	AJAY KHURANA	6	1
7	IN30299410048228	AJAY SOOD	7	1
8	IN30256610090775	AJAY JAIN	8	1
9	IN30236510985404	ANSHU AGARWAL	9	578000
10	IN30046810070476	ANIL KUMAR GUPTA	10	1
11	1201090005024126	ALOK KUMAR	11	894000
12	1203000001167899	BHUPENDRA SINGH REEN	12	1
13	IN30177418918185	BASE ENGINEERING PVT LTD	13	466000
14	IN30011810826627	CHETAN CHADHA	14	1
15	IN30020610869763	DAVINDER KAUR	15	1
16	IN30256610099135	DIPALI JAIN	16	1
17	1201910101967391	DAVINDER KAUR	17	1
18	IN30120910152728	DEEPA SHARMA	18	1
19	IN30236511103407	GEETU CHADHA	19	1
20	IN30236511084126	GYANENDRA KUMAR AGARWAL	20	293816
21	IN30020611044542	GAGAN KUMAR	21	1
22	IN30011811404807	HIMANSHU CHADHA	22	1
23	IN30236511110980	HILL VIEW INFRABUILD LIMITED	23	2874300
24	IN30131321529429	INDER MOHAN PANDEY	24	2
25	IN30011810459732	INDER KUMAR JAIN	25	5
26	1205820000043019	INDER KUMAR JAIN	26	5
27	IN30282210051663	JAI KUMAR SHARMA	27	1
28	IN30114311606237	JAGROOP SINGH RAIKWAR	28	2520
29	1203600002630711	JAI BHAGWAN GUPTA	29	1
30	IN30011811404856	JYOTI CHADHA	30	1
31	IN30046810013090	JAI BHAGWAN GUPTA	31	1
32	IN30011810043219	JAIPRAKASH NARAIN	32	1
33	IN30011811366279	KULDIP PARKASH SOOD	33	1
34	IN30011811615383	KAVITA KOHLI	34	1
35	IN30011811366743	KAUSHLYA	35	1
36	IN30226910038695	KISHORE BALANI	36	1
37	1201410000010073	KRISHAN LAL CHADHA	37	2
38	1201910101952995	KANTA JAIN	38	1
39	IN30114311279540	KRISHNA WADHWA	39	1
40	IN30020610494870	KESHO RAM	40	5
41	IN30046810029087	LAJ GUPTA	41	1
42	IN30020610907641	MANJIT SINGH	42	1
43	IN30256610099143	MANJU JAIN	43	1
44	IN30256610090767	MONIKA JAIN	44	1
45	IN30236511096246	MITHILESH AGGARWAL	45	204000
46	1201410000008655	NARENDER SINGH CHAUHAN	46	1
47	IN30236510914712	NISHA CHANDA	47	1
48	IN30011810578802	MURLIDHAR TALREJA	48	2
49	IN30011811357719	SHRI NIWAS GUPTA	49	2
50	IN30011811357702	SHRI NIWAS GUPTA	50	2
51	IN30011811014812	SHRI NIWAS GUPTA	51	2
52	IN30011810741422	SHRI NIWAS GUPTA	52	10
53	IN30011810528597	NITIN GUPTA	53	2
54	IN30256610054873	NEETU JAIN	54	1
55	1203000001071729	NAVNEET KAUR REEN	55	1
56	1201910102067601	OM PARKASH	56	2
57	IN30112715633348	PRADEEP SOOD	57	1
58	1202060000609678	PREM CHAND CHACHRA	58	1
59	IN30011810449827	PRAVEEN KUMAR	59	1
60	1201090006143819	TRIPTI GUPTA .	60	400000
61	1205820000051640	TARU AGARWAL	61	8000
62	IN30011810401292	URMILA JAIN	62	1
63	IN30282210293975	VIKRAM SHARMA	63	1
64	1202060000619076	VIRESH CHACHRA	64	1
65	1201910101473911	PREM WATI	65	1
66	IN30299410048236	PRAVIN SOOD	66	1
67	IN30236510003504	RAMA JAIN	67	1

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68	1203000001140452	RAMANDEEP SINGH	68	1
69	1205820000088164	RISHABH JAIN	69	1
70	1202060000618000	RITU CHACHRA	70	1
71	IN30070810023485	RAMESH CHANDER KHURANA	71	1
72	IN30256610054865	RAJESH JAIN	72	1
73	1201410000010225	RAKESH KUMAR	73	1
74	IN30011811367614	RADHA SOOD	74	1
75	IN30236510531725	REETU BATRA	75	1
76	IN30011810488754	ROOPALI GUPTA	76	2
77	IN30020610271865	SUDHIR ARORA	77	5
78	IN30078110012353	SHRINIWAS GUPTA	78	2
79	IN30236510985515	SHALABH AGARWAL	79	1280592
80	IN30156510000416	SANJAY KATHPAL	80	1
81	1203600003427271	SURENDRA KUMAR TANGRI	81	1
82	IN30011810047572	SWARAN LATA GUPTA	82	1
83	IN30011810129461	SWARAN LATA GUPTA	83	1
84	IN30070810592558	YASH PAL CHOPRA	84	10
85	IN30612210028018	VIJAY SHARMA	85	1
86	IN30096610732661	TONI BHATIA	86	1
87	IN30177418908192	SHIKHAR FABTECH PVT LTD	87	985000
88	1202060000617993	SONAKSHI CHACHRA	88	1
89	1201090005024151	SHIKHAR GUPTA	89	276000
90	IN30011811404784	SUNITA CHADHA	90	1
91	1201910101806440	SUNIL KUMAR JAIN	91	1
92	IN30236511001050	SUBHASH CHAND	92	1
93	1201910102090517	SARVJEET SINGH	93	1
94	IN30011810480132	SWARAN LATA GUPTA	94	3
95	IN30011810069770	SURENDRA KUMAR JAIN	95	1
96	IN30236510841443	SUSHMA CHANDA	96	1
97	1202060001052916	SANDEEP JAIN	97	1
98	IN30011811485891	SURENDER KUMAR ARORA	98	1
99	IN30294310018190	SUSHIL KUMAR GUPTA	99	1
100	IN30256610099194	SWAPNIL JAIN	100	1
101	IN30070810470605	SHEETAL KHURANA	101	1
102	IN30236510985429	SHASHANK AGARWAL	102	710592
103	IN30011810227960	SHASHI JAIN	103	1
104	1203660000201836	NIDHI BIYANI	e-VOTING	30092
105	1204720001907436	KOLAVENNU RAJA PROMOD	e-VOTING	25
106	1204720003534039	LATA L AGRAWAL	e-VOTING	125
107	1205660000098047	RAJAN ASHOKBHAI MANDALIYA	e-VOTING	25
108	1207510000005175	VIKAS GUPTA	e-VOTING	21850
109	1304140001647317	LOKESH GUPTA	e-VOTING	1
110	1304140007635382	AYUSH GUPTA	e-VOTING	1
111	IN30011810036150	HARMOHAN SINGH SAWHNEY	e-VOTING	5
112	IN30039414748203	VINITA JAIN	e-VOTING	2
113	IN30039414752520	PARMOD KUMAR JAIN	e-VOTING	2
114	IN30070810012312	SHRIPAL SINGH MOHNOT	e-VOTING	5
115	IN30070810182550	RAJNI GUPTA	e-VOTING	1
116	IN30105510039890	RASIK L PATEL	e-VOTING	125
117	IN30299410059342	ADITI JAIN	e-VOTING	1
118	IN30302850317540	TRILOCHAN SHARMA	e-VOTING	1750
			<b>TOTAL</b>	<b>9026966</b>

*Rachna*