

एनबीसी/एस/**4.5 एवं 4.5(ए)/2022/**1971

दिनांकः 22.09.2022

प्रबंधक/The Manager

बीएसई लिमिटेड/BSE Limited, फीरोज जीजीभोय टावर्स/

Phiroj Jeejeebhoy Towers, दलाल स्ट्रीट/Dalal Street,

मम्बई/MUMBAI- 400 001

स्क्रिप कोड/Scrip Code: 532234

NBC/S/4.5 & 4.5(A)/2022/1971

Date: 22.09.2022

प्रबंधक/The Manager

अनुसूचन विभाग/Listing Department

नेशनल स्टॉक एक्सचेंज ऑफ इंडिया लि...

National Stock Exchange of India Ltd.,

एक्सचेंज प्लाजा, बांद्रा-कुर्ला कम्प्लेक्स,

Exchange Plaza, Bandra-Kurla Complex,

बांद्रा ईस्ट/Bandra East,

मुम्बई/MUMBAI-400 051

प्रतीक/Symbol: NATIONALUM

विषय 22.09.2022 को हुई कंपनी के 41वीं वार्षिक साधारण बैठक के मतदान परिणाम.

Sub: Disclosure of Voting Results of the 41st Annual General Meeting of the Company held on 22.09.2022.

Dear Sir/ महोदय.

In continuation to our letter dated 25.08.2022 and in compliance with the provisions of the Regulation 44(3) of the SEBI (LODR) Regulations, 2015, please find enclosed herewith details of the voting results in prescribed format in respect of the businesses transacted at the 41st Annual General Meeting of the Company held on Thursday, the 22nd September, 2022 at 11.00 a.m. through Video Conferencing/ Other Audio Visual Means.

You are requested to please take a note and disseminate the same in your Exchange.

Thanking you/ धन्यवाद,

भवदीय/Yours faithfully, कृते नेशनल एल्युमिनियम कंपनी लिमिटेड for National Aluminium Co. Ltd.

(एन. के. महान्ति) (N.K. Mohanty) समूह महाप्रबंधक एबं कंपनी सचिव और अनुपालन अधिकारी **GGM & Company Secretary and Compliance Officer** 

Encl.: As above/ संलग्न

नेशनल एल्यमिनियम कम्पनी लिमिटेड

**National Aluminium Company Limited** 

निगम कार्यालय

(A Government of India Enterprise) **REGD. & CORPORATE OFFICE** 

नालको भवन, नयापल्ली, भवनेश्वर -751 013 भारत

NALCO Bhawan, Plot No. P/1, Navapalli, Bhubaneswar-751013, India

CIN # L27203OR1981GOI000920

Tel.:0674-2301988-999,Fax:0674-2300677,Email:company\_secretary@nalcoindia.co.in,Website:www.nalcoindia.com



1st Floor, B-50, Saheed Nagar, Bhubaneswar - 751007, Odisha Ph.: 0674-2545260, 9437078373 E-mail:skmandassociates@gmail.com

### **Consolidated Scrutinizer Report**

[Pursuant to Sections 108 of the Companies Act, 2013 read with Rules 20 of the Companies (Management and Administration) Amendment Rules, 2015 and Regulation 44 of the SEBI (LODR) Regulations, 2015

To
The Chairman-Cum-Managing Director
National Aluminium Company Limited
CIN: L27203OR1981GOI000920
NALCO Bhawan, Plot No. P/1,
Nayapalli, Bhubaneswar,
Odisha-751013

Sub,: Consolidated Scrutinizer's Report on Remote E-voting and the E-voting (Instapoll) conducted during the 41<sup>st</sup>Annual General Meeting of the shareholders of M/s. National Aluminium Company Limited held on Thursday, the 22<sup>nd</sup>September, 2022 at 11.00 a.m. through Video Conferencing ("VC")/ Other Audio Visual means ("OAVM").

Dear Sir,

- I, Sanjay Kumar Mahapatra, Partner of SKM & Associates, Company Secretaries having our office at Plot No.-B-50, Saheed Nagar, Bhubaneswar-751007, was appointed as the Scrutinizer, pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 & 21 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 to scrutinize the Remote E-voting and the E-voting (Instapoll) process in a fair and transparent manner in respect of the proposed resolutions as set out in the notice of the 41st Annual General Meeting (AGM) of the Company:
  - 1. The Company had provided facility of Remote E-voting and the E-voting (Instapoll) at AGM to enable its members to cast their votes electronically in respect of the resolutions set out in the Notice of the AGM. Pursuant to SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 9th December, 2020 on "e-Voting facility provided by Listed Companies", under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, E-voting process was enabled to all the individual demat account holders by way of single login credential, through their demat accounts/websites of Depositories/DPs. In conformity with the applicable regulatory requirements, the AGM Notice dated 16th August, 2022 was sent to all the eligible members on 25th August, 2022 through electronic mode to those shareholders whose e-mail addresses were registered with the Company/RTA or Depositories.



- The Company had appointed M/s. KFin Technologies Limited ("KFin") as service provider, who provided the facilities of Remote E-voting to the members of the Company and the E-voting (Instapoll) at AGM during the meeting.
- 3. The compliance with the provisions of Companies Act, 2013 and the Rules made thereunder relating to voting through electronic means by Remote E-voting and the E-voting (Instapoll) by the shareholders on the resolutions proposed in the Notice of the 41<sup>st</sup> AGM of the Company is the responsibility of the management of the Company. Our responsibility as Scrutinizer was to ensure that Remote E-voting and E-voting (Instapoll) processes were conducted in a fair and transparent manner and to render consolidated Scrutinizer's Report of the total votes cast in favour or against, if any, to the Chairman on the resolutions, based on the reports generated for both Remote E-voting and E-voting platform (provided during the meeting) as facilitated by KFin.
- 4. The equity shareholders holding shares as on "Cut-off date" i.e. Thursday, the 15<sup>th</sup> September, 2022 were entitled to vote on the resolutions stated in the Notice of the 41<sup>st</sup> AGM of the Company.
- 5. In accordance with the Notice of the 41stAGM sent to the shareholders and the 'Advertisement' published in "The New Indian Express' (English), "The Prameya" (Odia) and "The Navabharat" (Hindi) on 27th August, 2022 pursuant to Regulation 30 (6) read with Part A of Schedule III and Regulation 47 of SEBI (LODR) Regulations, 2015 and pursuant to Rule 20(4)(V) of the Companies (Management and Administration) Rules, 2014 (as amended), the Remote E-voting opened at 9:00 a.m. on Monday, the 19th September, 2022 and remained open upto 5:00 p.m. on Wednesday, the 21st September, 2022.
- 6. M/s. KFin, the service provider had set up electronically on its website .i.e. <a href="https://www.kfintech.com">https://www.kfintech.com</a>, for E-voting during the AGM.
- 7. The E-voting (Instapoll) was reconciled with the records maintained by the RTA of the Company. The votes were also scrutinized for the purpose of eliminating duplicate voting i.e. on Remote E-voting as well as by E-voting (Instapoll). As per the information given by the Company, the names of the shareholders who had voted on Remote E-voting through KFin facility had been blocked and E-voting (Instapoll) facility was available to those shareholders who were present at the AGM through VC/OAVM and who had not voted in Remote E-voting.



- 8. The E-voting (Instapoll) process was kept open for 15 minutes after conclusion of all businesses and proceedings and thereafter, the meeting came to an end.
- 9. After closure of Remote E-voting and E-voting (Instapoll) during the AGM, the voting processes were unblocked in the presence of two witnesses, CS Sujata Behera and CS Swarnalata Behera, who are not in the employment of the Company. They have signed at the end of the report. The list of equity shareholders who have voted for and against were downloaded from the e-voting website of KFin.
- 10. The total votes cast in favour or against on all the resolutions proposed in the Notice of the 41st AGM are as under:

#### **ORDINARY BUSINESS:**

## Resolution 1:- Ordinary Resolution.

To receive, consider and adopt the audited financial statements (including audited consolidated financial statements) of the Company for the financial year ended 31st March, 2022, the reports of the Board of Directors and Auditors thereon.

No. of members exercised votes through Remote E-voting & E-voting (Instapoll) during 41<sup>st</sup> AGM -1,355.

Type of poll	Total number of votes cast	Voted in fav		Voted against the resolution		
		Number of votes cast	% of Total number of valid votes cast	Number of votes cast	% of Total number of valid votes cast	
Remote E- voting	1380885886	1380883304	99.9998	2582	0.0002	
E-voting (Instapoll)	9241	9241	100	0	0	
Total	1380895127	1380892545	99.9998	2582	0.0002	

Note:25 shareholders having 1,46,85,004 shares abstained from voting and there was less voting in respect of the above resolution by 79,799 shares.



## Resolution 2:- Ordinary Resolution.

To confirm payment of 1<sup>st</sup> and 2<sup>nd</sup> interim dividend and declare final dividend on equity shares for the financial year ended 31<sup>st</sup> March, 2022.

No. of members exercised votes through Remote E-voting & E-voting (Instapoll) during AGM – 1,366.

Type of poll	Total number of votes cast	Voted in fav resolu		Voted against the resolution			
		Number of votes cast	% of Total number of valid votes cast	Number of votes cast	% of Total number of valid votes cast		
Remote E-voting	1395548913	1395545893	99.9998	3020	0.0002		
E-voting (Instapoll)	9241	9241	100	0	0		
Total	1395558154	1395555134	99.9998	3020	0.0002		

Note: 13 shareholders having 21,988 shares abstained from voting and there was less voting in respect of the above resolution by 79,788 shares.

#### Resolution 3:- Ordinary Resolution.

To appoint Director in place of Shri Manasa Prasad Mishra (DIN: 08951624), who retires by rotation and being eligible, offers himself for re-appointment.

No. of members exercised votes through Remote E-voting & E-voting (Instapoll) during AGM – 1,349.

Type of poll	Total number of votes cast	Voted in fav resolu		Voted against the resolution			
		Number of votes cast	% of Total number of valid votes cast	Number of votes cast	% of Total number of valid votes cast		
Remote E-voting	1395361028	1369574793	98.1520	25786235	1.8480		
E-voting (Instapoll)	9241	9241	100	0	0		
Total	1395370269	1369584034	98.1520	25786235	1.8480		

Note:35 shareholders having 2,09,173 shares abstained from voting and there was less voting in respect of the above resolution by 80,488 shares.



## Resolution 4:- Ordinary Resolution.

To appoint Director in place of Shri Sanjay Lohiya (DIN: 07151125), who retires by rotation and being eligible, offers himself for re-appointment.

No. of members exercised votes through Remote E-voting & E-voting (Instapoll) during AGM - 1,349.

Type of poll	Total number of votes cast	Voted in fav resolu		Voted against the resolution			
		Number of votes cast	% of Total number of valid votes cast	Number of votes cast	% of Total number of valid votes cast		
Remote E-voting	1395361933	1367607535	98.0110	27754398	1.9890		
E-voting (Instapoll)	9241	9241	100	0	0		
Total	1395371174	1367616776	98.0110	27754398	1.9890		

Note:35 shareholders having 2,08,968 shares abstained from voting and there was less voting in respect of the above resolution by 79,788 shares.

#### **SPECIAL BUSINESS:**

#### **Resolution 5:- Ordinary Resolution.**

To ratify the remuneration of Cost Auditors for the financial year ending 31<sup>st</sup> March, 2023.

No. of members exercised votes through Remote E-voting & E-voting (Instapoll) during AGM – 1,351.

Type of poll	Total number of votes cast	Voted in fav resolu		Voted against the resolution			
		Number of votes cast	% of Total number of valid votes cast	Number of votes cast	% of Total number of valid votes cast		
Remote E-voting	1395361265	1393150944	99.8416	2210321	0.1584		
E-voting (Instapoll)	9241	9241	100	0	0		
Total	1395370506	1393160185	99.8416	2210321	0.1584		

Note:31 shareholders having 2,09,610 shares abstained from voting and there was less voting in respect of the above resolution by 79,814 shares.

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# **SKM & ASSOCIATES**

With the above, all the above ordinary resolutions set out in the Notice of the AGM have been passed with requisite majority.

The results will be displayed on the Company's website, <a href="https://www.nalcoindia.com/">https://www.nalcoindia.com/</a> as also that of the Service Provider, KFin at <a href="https://evoting.kfintech.com/">https://evoting.kfintech.com/</a>. The results will also be communicated to BSE Limited and the National Stock Exchange of India Limited, being Stock Exchanges where the shares of the Company are listed.

All the relevant records relating to the Remote E-voting and the E-voting (Instapoll) during the AGM will remain in our safe custody until the Chairman considers, approves and signs the minutes of the 41st Annual General Meeting and the same shall be handed over to the Chairman/Company Secretary for safe keeping thereafter.

BHUBANESWAF

For SKM & Associates (Company Secretaries)

CS Sanjay K. Mahapatra, FCS

(Sr. Partner) M. No. 3488, C. P. No. 6002

UDIN - F003488D001021824

Place: Bhubaneswar

Date: 22<sup>nd</sup> September, 2022

Sujora Behera

Ms.Sujata Behera Witness No: 1

Swarnalata Behera

Ms. Swarnalata Behera

Witness No: 2

	NATIONAL ALUMINIUM COMPANY LIMITED
Date of the AGM/EGM	22-09-2022
otal number of shareholders on record date	671992
o. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group:	Not Applicable
Public:	Not Applicable
o. of Shareholders attended the meeting through Video Conferencing	
Promoters and Promoter Group:	1
Public:	49

Resolution No.	1											
Resolution required: (Ordinary/ Special)	ORDINARY - To receive, consider and adopt the audited financial statements (including audited consolidated financial statements) of the Company for the financial year ended 31st March, 2022, the reports of the Board of Directors and Auditors thereon.											
Whether promoter/ promoter group are nterested in the agenda/resolution?	No			WHE I								
Category	Mode of Voting	No. of shares held		% of Votes Polled on outstanding shares [(3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes –	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100	Votes Invalid	Votes Abstained		
	E-Voting		94,17,93,011	100.0000	94,17,93,011	. 0	100.0000	0.0000		0 0		
	Poll	1	C	0.0000	0	0	0.0000	0.0000		0 0		
	Postal Ballot (if	94,17,93,011										
Promoter and Promoter Group	applicable)		0	0.0000	0	0	0.0000	0.0000		o c		
	Total		94,17,93,011	100.0000	94,17,93,011	. 0	100.0000	0.0000		0 0		
	E-Voting		43,36,59,355	89.6474	43,36,59,355	0	100.0000	0.0000		0 1,44,77,053		
	Poll	48,37,38,933	0	0.0000	0	0	0.0000	0.0000		0 0		
	Postal Ballot (if	46,57,56,553										
Public- Institutions	applicable)	Į,	0	0.0000	0	0	0.0000	0.0000		0 0		
	Total		43,36,59,355	89.6474	43,36,59,355	0	100.0000	0.0000		0 14477053		
	E-Voting		54,33,520	1.3217	54,30,938	2,582	99.9524	0.0475		0 2,06,812		
	Poll	41,10,99,843	9,241	0.0022	9,241	. 0	100.0000	0.0000		0 1,139		
	Postal Ballot (if	41,10,53,643										
Public- Non Institutions	applicable)		C	0.0000	) C	0	0.0000	0.0000		0 0		
	Total		54,42,761					0.0474		0 207951		
	Total	1,83,66,31,787	1,38,08,95,127	75.1863	1,38,08,92,545	2,582	99.9998	0.0002	Control State	0 14685004		





Resolution No.	2									
Resolution required: (Ordinary/ Special)	ORDINARY - To co	onfirm payment of 1	șt and 2nd interim	dividend and declar	e final dividend on	equity shares for th	je financial year en	ded 31st March, 20	22.	
Whether promoter/ promoter group are interested in the agenda/resolution?	No	THE RE		STOR I						
Category	Mode of Voting	No. of shares held	No. of votes	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in		favour on votes polled	% of Votes against on votes polled (7)=[(5)/(2)]*100	Votes Invalid	Votes Abstained
sate 80-Y	E-Voting	141	94,17,93,011				100.0000			0 (
	Poll	1		0.0000	0,17,55,011	0	0.0000	0.0000		0 0
	Postal Ballot (if	94,17,93,011		0.0000	-	-	0.0000	0.0000		
Promoter and Promoter Group	applicable)		l .	0.0000		0	0.0000	0.0000		0 0
Tromoter and Fromoter Group	Total	4-1	94,17,93,011			0	100.0000	0.0000		0 0
-	E-Voting	i	44,81,36,408		44,81,36,408		100.0000	0.0000		0 0
	Poll	1		0.0000	0	0	0.0000			0 0
Public- Institutions	Postal Ballot (if applicable)	48,37,38,933	0	0.0000	0	0	0.0000			0 0
	Total		44,81,36,408	92.6401	44,81,36,408	0	100.0000	0.0000		ol c
	E-Voting		56,19,494	1.3669	56,16,474	3,020	99.9462	0.0537		0 20,849
	Poll	11 41 10 00 043	9,241	0.0022	9,241	0	100.0000	0.0000		0 1,139
Public- Non Institutions	Postal Ballot (if applicable)	41,10,99,843	C	0.0000	0	0	0.0000	0.0000		0 (
	Total	THE RESERVE	56,28,735	1.3691	56,25,715	3,020	99.9463	0.0537	No. of Concession, Name of Street, or other Persons, Name of Street, or ot	0 21988
	Total	1,83,66,31,787	1,39,55,58,154	75.9846	1,39,55,55,134	3,020			1000	0 21988





Resolution No.	3											
Resolution required: (Ordinary/ Special)	ORDINARY - To appoint Director in place of Shri Manasa Prasad Mishra (DIN 08951624), who retires by rotation and being eligible, offers himself for reappointment.											
Whether promoter/ promoter group are interested in the agenda/resolution?	No			Rang			MENT					
Category	Mode of Voting	No. of shares held	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes –	favour on votes polled	% of Votes against on votes polled (7)=[(5)/(2)]*100	<b>Votes</b> Invalid	Votes Abstained		
	E-Voting		94,17,93,011	100.0000	94,17,93,011					0 (		
	Poll	94,17,93,011	C	0.0000	C	0	0.0000	0.0000		0		
	Postal Ballot (if											
Promoter and Promoter Group	applicable)		c	0.0000	0	0	0.0000	0.0000		0 0		
	Total		94,17,93,011	100.0000	94,17,93,011	. 0	100.0000	0.0000	Jahr are he	0		
	E-Voting		44,81,36,408	92.6401	42,23,93,643	2,57,42,765	94.2555	5.7444		0 (		
	Poll	40 27 20 022	C	0.0000	C	0	0.0000	0.0000		0 0		
Public- Institutions	Postal Ballot (if applicable)	48,37,38,933	C	0.0000	C	0	0.0000	0.0000				
	Total		44,81,36,408	92.6401	42,23,93,643	2,57,42,765	94.2556	5.7444	-	0		
	E-Voting		54,31,609	1.3212	53,88,139	43,470	99.1996	0.8003		2,08,034		
	Poll	1	9,241	0.0022	9,241	. 0	100.0000	0.0000		1,139		
Public- Non Institutions	Postal Ballot (if applicable)	41,10,99,843	0	0.0000	0	0	0.0000	0.0000				
	Total		54,40,850			43,470				209173		
THE R. P. LEWIS CO., LANSING MICH. 49 IN CO., LANSING, MICH. 40 IN CO.	Total	1,83,66,31,787								209173		





Resolution No.	4												
Resolution required: (Ordinary/ Special)	ORDINARY - To appoint Director in place of Shri Sanjay Lohiya (DIN 07151125), who retires by rotation and being eligible, offers himself for re-appointment.												
Whether promoter/ promoter group are interested in the agenda/resolution?	No								REFERENCE.				
Category	Mode of Voting	No. of shares held	No. of votes	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100	Votes Invalid	Votes Abstained			
,	E-Voting	1	94,17,93,011				100.0000			0 0			
	Poll	i	0	0,0000		0	0.0000			0 0			
	Postal Ballot (if	94,17,93,011											
Promoter and Promoter Group	applicable)		0	0.0000	0	0	0.0000	0.0000		ol c			
	Total		94,17,93,011			0	100.0000			0 0			
	E-Voting	1	44,81,36,408	92.6401	42,04,29,056	2,77,07,352	93.8172	6.1827		0 0			
	Poll	7 40.27.20.022	0	0.0000	0	0	0.0000	0.0000		0 0			
Public- Institutions	Postal Ballot (if applicable)	48,37,38,933	0	0.0000	0	0	0.0000	0.0000		0 0			
	Total		44,81,36,408	92.6401	42,04,29,056	2,77,07,352	93.8172	6.1828		0 0			
	E-Voting		54,32,514	1.3215	53,85,468	47,046	99.1339	0.8660		0 2,07,829			
	Poll	1 41 10 00 043	9,241	0.0022	9,241	0	100.0000	0.0000		0 1,139			
	Postal Ballot (if	41,10,99,843											
Public- Non Institutions	applicable)		0	0.0000	0	0	0.0000	0.0000		0 0			
	Total		54,41,755	1.3237	53,94,709	47,046	99.1355	0.8645		0 208968			
	Total	1,83,66,31,787	1,39,53,71,174	75.9745	1,36,76,16,776	2,77,54,398	98.0110	1.9890		0 208968			





Resolution No.	5									
Resolution required: (Ordinary/ Special)	ORDINARY - To ra	tify the remuneration	on of Cost Auditors	for the financial year	ar ending 31st Mar	çh, 2023.				
Whether promoter/ promoter group are nterested in the agenda/resolution?	No		Ha, Mi						WIEDIS.	
	v	No. of shares held	No. of votes	% of Votes Polled on outstanding shares	No. of Votes – in	No. of Votes —	% of Votes in favour on votes polled	% of Votes against on votes polled		
Category	Mode of Voting	(1)	polled (2)	(3)=[(2)/(1)]* 100		against (5)			Votes Invalid	Votes Abstained
	E-Voting	1	94,17,93,011				100.0000		(	0
	Poll	1	0	0.0000		0	0.0000			0
	Postal Ballot (if	94,17,93,011	To The							
Promoter and Promoter Group	applicable)		0	0.0000	0	0	0.0000	0.0000		0
	Total	The second	94,17,93,011	100.0000	94,17,93,011	0	100.0000	0.0000		0
	E-Voting		44,81,36,408	92.6401	44,59,47,658	21,88,750	99.5115	0.4884		0
_	Poll	10 27 20 022	0	0.0000	0	0	0.0000	0.0000		0
	Postal Ballot (if	48,37,38,933								
Public- Institutions	applicable)		44.04.25.400	0.0000		0	0.0000			0
	Total	A STATE OF THE PARTY OF	44,81,36,408							0
	E-Voting	4	54,31,846							2,08,471
	Poll	41,10,99,843	9,241	0.0022	9,241	0	100.0000	0.0000		1,139
Public- Non Institutions	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000		0
	Total		54,41,087	1.3235	54,19,516	21,571	99.6036			209610
Designed to the second second second	Total	1,83,66,31,787	1,39,53,70,506	75.9744	1,39,31,60,185	22,10,321	99.8416		The second	209610



