

14th December, 2015

Corporate Relationship Department,
BSE Limited,
Dalal Street, Fort,
Mumbai 400 001
Fax – 022 – 22722039

Sub.: Scrip No. 522281 (RAM RATNA WIRES LIMITED)

Dear Sir,

Sub.: Outcome of voting through Postal Ballot including e-voting pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

With reference to the above and our earlier communication in this regard, we wish to inform that the special resolution set out in the Postal Ballot Notice dated 7th November 2015 has been duly passed by the shareholders of the Company with requisite majority.

Pursuant to Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are enclosing herewith voting results in respect of the resolution in the prescribed format. We are also enclosing the Scrutinizer's Report.

The Poll results are also being placed on the Company's website.

This is for your information and records.

Thanking you,

Yours faithfully,
For Ram Ratna Wires Limited,


Ramesh Chamadia
Company Secretary



Encl.: 1) Voting Results; and
2) Scrutinizer's Report

REPORT PURSUANT TO REGULATION 44 OF THE SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015

Date of the AGM/EGM	Not Applicable
Total number of shareholders on record date: (As on the cut-off date, i.e., Friday, 30 October 2015)	5107
No. of Shareholders present in the meeting either in person or through proxy: Promoters and Promoter Group: Public:	Not Applicable Not Applicable
No. of Shareholders attended the meeting through Video Conferencing: Promoters and Promoter Group: Public:	Not Applicable Not Applicable

RESOLUTION NO.1 OF THE POSTAL BALLOT NOTICE DATED 7th NOVEMBER 2015

Detail of the Agenda:		Authority to create security in terms of Section 180(1)(a) of the Companies Act, 2013						
Resolution required: (Ordinary/ special)		Special						
Whether promoter/promoter group are interested in the agenda / resolution		No						
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of votes polled on outstanding shares (3)= $\{(2)/(1)*100$	No. of shares in favour (4)	No. of shares in against (5)	% of votes in favour on votes polled (6)= $\{(4)/(2)*100$	% of votes against on Votes polled (7)= $\{(5)/(2)*100$
Promoter and Promoter Group	Postal Ballot (including e-voting and physical ballot)	16059354	12032886	74.927584	12032886	0	100.000000	0.000000
Public - Institutional holders	Postal Ballot (including e-voting and physical ballot)	3600	0	0.000000	0	0	0.000000	0.000000
Public-Others	Postal Ballot (including e-voting and physical ballot)	5937046	162083	2.730028	161213	870	99.463238	0.536762
Total		22000000	12194969	55.431677	12194099	870	99.992865	0.007134



Report of Scrutinizer

[Pursuant to Section 110 of the Companies Act, 2013 and Rule 22 of the Companies
(Management and Administration) Rules, 2014 as amended to date]

To,
The Chairman,
RAM RATNA WIRES LIMITED
Ram Ratna House,
Oasis Complex, P B Marg
Worli, Mumbai – 400 013

Dear Sir,

Sub: Passing of Resolution through Postal Ballot

I, Anup Vaibhav C. Khanna, Partner, M/s. Khanna & Co, Practicing Company Secretaries, appointed as Scrutinizer by the Company for the purpose of Postal Ballot carried out as per section 110 of the Companies Act, 2013 and rule 22 of the Companies (Management and Administration) Rules, 2014 on the resolution as mentioned in the Notice of Postal Ballot dated 7 November 2015 submit my report as under:

1. The dispatch of Notice of the Postal Ballot was completed on 7 November 2015.
2. The e-voting period commenced on Tuesday, 10 November 2015 (9.00 a.m. IST) and ended on the Wednesday, 9 December 2015 (6:00 p.m. IST).
3. The last date for receipt of physical Postal Ballot Forms was Wednesday, 9 December 2015 (6.00 p.m. IST).
4. The Shareholders holding the shares as on the "cut off" date i.e. Friday, 30 October 2015 were entitled to vote on the proposed resolution.
5. The Votes cast were unblocked on Thursday, 10 December 2015 in the presence of two witnesses Ms. Meenal Dabhade and Mr. Ajinkya Pawaskar, who are not in the employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence.



(Meenal Dabhade)



(Ajinkya Pawaskar)

6. Thereafter, the details containing inter alia, List of Equity Shareholders, who voted "for", "against" the resolution that was put to vote were generated from e-voting website of National Securities Depository Limited (NSDL)
7. With, the support of Sharepro Services (India) Private Limited, the Registrar and Transfer Agents of the Company, (the "RTA"), the Postal Ballot forms were scrutinized and signatures of members who had cast their votes were verified with their specimen signatures registered with RTA as provided by the depositories.

As a scrutinizer, the report of the postal ballot was duly compiled and accordingly the result of postal ballot which includes e-voting is as under:

Resolution No. 1 Special Resolution – To approve creation of charge up to a limit of Rs. 300 crores

"RESOLVED THAT consent of the Company be and is hereby accorded in terms of Section 180(1)(a) and other applicable provisions, if any, of the Companies Act, 2013 for mortgaging and / or charging by the Board of Directors (the "Board") of the Company by way of a charge of all or any of the immovable / movable properties of the Company wheresoever situated, present and future and the whole or substantially the whole of the undertaking/s of the Company together with power to take over management of the business and concern of the Company in certain events, to or in favour of the consortium of banks financing the working capital requirements of the Company and / or any other financial institutions / investment institutions / banks or their Agent/s or Trustee/s, if any from whom financial assistances are / would be availed by the Company to secure amounts lent and advanced / agreed to be lent and advanced to the Company by them either severally or jointly up to a limit of Rs. 300 crores (Rupees Three Hundred crores only) by way of loan (Foreign Currency or Rupee), subscription to debentures, any other instruments etc., together with interest thereon at the respective agreed rates, compound interest, additional interest, commitment charges, guarantee commission, remuneration payable to the Trustees, if any, costs, charges, expenses and other monies payable to all such financial institutions / investment institutions / banks, etc. in respect of financial assistance availed / to be availed from them or to the Trustees.

RESOLVED FURTHER THAT the charge / mortgage in favour of the consortium of banks / financial institutions / investment institutions / banks, etc. as aforesaid shall rank pari-passu or subordinate or subservient to the existing or future charges already created / to be created in favour of the consortium of banks / financial institutions / investments institutions / Debenture Trustees / banks / any other authority as may be decided by the Board in consultation with the said lenders.



RESOLVED FURTHER THAT the Board be and is hereby authorised to finalise with the lenders, the debenture-holders, their Agents or Trustees, the deeds and documents for creating the aforesaid mortgage and / or charge and to do all such acts and things as may be necessary for giving effect to the aforesaid resolution.

RESOLVED FURTHER THAT Shri Tribhuvanprasad Kabra, Managing Director and Shri Ramesh Chamadia, Company Secretary, be and are hereby severally authorized to take such actions and do all such things as may be necessary and desirable to give effect to this resolution.”

I. Voted in favour of the resolution:

Particulars	Number of members voted through electronic voting system and through postal ballot form	Number of votes cast (shares)	% of total number of valid votes cast
E-Voting	14	4547998	99.996262
Physical mode	59	7646101	99.990846
Total	73	12194099	99.992866

II. Voted against the resolution:

Particulars	Number of members voted through electronic voting system and through postal ballot form	Number of votes cast (shares)	% of total number of valid votes cast
E-Voting	1	170	0.003738
Physical	2	700	0.009154
Total	3	870	0.007134

III. Invalid votes:

Particulars	Number of members voted through electronic voting system and through postal ballot form	Total number of votes cast (shares)
E-Voting	Nil	Nil
Physical	3	37,300
Total	3	37,300



The consolidated results giving the category-wise voting is as below:

Category	Total Ballot Forms	No. of shares held (1)	No. of votes polled* (2)	% 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
Promoter and Promoter Group	14	16059354	12032886	74.927584	12032886	0	100.000000	0.000000
Public – Institutional holders	0	3600	0	0.000000	0	0	0.000000	0.000000
Public-Others	62	5937046	162083	2.730028	161213	870	99.463238	0.536762
Total	76	22000000	12194969	55.431677	12194099	870	99.992866	0.007134

* No. of votes polled does not include number of votes invalid.

The requisite number of votes cast in favour of the resolution were not less than three times the votes cast against in respect of resolution number 1. I hereby report that the above resolution was passed as special resolution with requisite majority.

The postal ballot and all other relevant records and papers relating to postal ballot including voting by electronic means, shall be under my safe custody till the chairman considers, approves and signs the minutes and thereafter, the same shall be returned to the Company.

Thanking you,

Yours faithfully,
For Khanna & Co
Company Secretaries



Anup Vaibhav C. Khanna
Partner
Mem. No. F6786
CP. No. 12906



Place: Mumbai
Dated: 14 December 2015