



LA TIM METAL & INDUSTRIES LTD.

(Formerly known as Drillco Metal Carbides Ltd.)

CIN : L99999MH1974PLC017951

Regd. Off. : 201, Navkar Plaza, Bajaj Road, Vile Parle (West), Mumbai - 400 056.

Tel : 26202299 / 26203434 Email : accounts@drillcometal.com Web : www.latimmetal.com

25th January, 2020

To,
BSE Limited
The Department of Corporate Services,
Phiroze Jeejeebhoy Towers
Dalal Street
Mumbai- 400001

Sub : Voting Results as per Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) (LODR) Regulations, 2015
Ref: Scrip Code: 505693
Scrip ID: LATIMMETAL

Dear Sir/Madam,

Pursuant to Regulation 44 (3) of SEBI (LODR) Regulations, 2015, please find enclosed the details of voting results for passing of the resolutions in the Extra Ordinary General Meeting held on 24th January, 2020. Also, find enclosed the Scrutinizers Report issued by M/s. Kothari H. & Associates, Company Secretaries dated 25th January, 2020.

The Voting Results has been uploaded in XBRL mode on BSE listing portal on 25th January, 2020

We request you to take the above information on your records.

Thanking You,
Yours Faithfully
For La Tim Metal & Industries Limited

Rahul Timbadia
Managing Director
(00691457)





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25th January, 2020

To,
The Manager,
Dept. of Corporate Services
BSE Limited
25th Floor, P.J. Towers,
Dalal Street,
Mumbai - 400 001

Sub: Voting Results of National Company Law Tribunal (NCLT) Convened Meeting of the Equity Shareholders of La Tim Metal & Industries Limited.

Ref.: Regulation 44(3) of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015

BSE Code: 505693

Dear Sir/Madam,

Pursuant to the Order passed by National Company Law Tribunal, Bench at Mumbai dated 16th November, 2019, the NCLT Convened meeting of the Equity Shareholders of La Tim Metal & Industries Limited was held on Friday, January 24, 2020 at 11. 30 A.M. at Rotary Service Centre, K.C. Hall, Ground Floor, Rotary Chowk, Juhu Tara Road, Santacruz (W), Mumbai- 400049 for approving the Scheme of Merger by Absorption of La Tim Sourcing (India) Private Limited ("Wholly Owned Subsidiary Company"/ "Transferor Company") by La Tim Metal & Industries Limited ("Transferee Company").

Further the Company has provided voting facility through (i) e-voting, (ii) postal ballot, and (iii) voting through ballot or polling paper at the venue of the meeting to the Equity Shareholders of the Company.

As per Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we enclose herewith the Voting results of Equity Shareholders (including public shareholders) along with the Consolidated Scrutinizer's Report.


The Voting Results has also been uploaded in **XBRL** mode on BSE portal.

We would like to inform you that the resolution mentioned in the Notice dated December 10, 2019 convening the meeting of the Equity Shareholders of the Company on January 24, 2020, has been passed with the requisite majority.

We request you to kindly take the same on your records.

Thanking You.

For La Tim Metal & Industries Limited


(RAHUL TIMBADIA)
Director
DIN: 00691457



LA TIM METAL & INDUSTRIES LIMITED

POLLING SUMMARY

Date of the EGM	24.01.2020
Total number of shareholders on record date	1757 (13.12.2019)
No. of shareholders present in the meeting either in person or through proxy: Promoters and Promoter Group: Public:	6 50
No. of shareholders attended the meeting through Video Conferencing: Promoters and Promoter Group: Public:	

Resolution required: Ordinary		1 FOR APPROVING THE SCHEME OF MERGER BY ABSORPTION OF LA TIM SOURCING (INDIA) PRIVATE LIMITED ("TRANSFEROR COMPANY") BY LA TIM METAL & INDUSTRIES LIMITED ("TRANSFeree COMPANy")						
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 $(3) = [(2)/(1)] * 100$	No. of votes - in favour 4	No. of votes - against 5	% of votes in favour on votes polled 6 $6 = [(4)/(2)] * 100$	% of votes against on votes polled 7 $7 = [(5)/(2)] * 100$
Promoter and Promoter Group	E-VOTING	5248250	0	0	0	0	0	0
Promoter and Promoter Group	PHYSICAL		0	0	0	0	0	0
Promoter and Promoter Group	Postal ballot if any		0	0	0	0	0	0
	Total	5248250	0	0	0	0	0	0
Public-Institutions	E-VOTING	28350	0	0	0	0	0	0
Public-Institutions	PHYSICAL		0	0	0	0	0	0
Public-Institutions	Postal ballot if any		0	0	0	0	0	0
	Total	28350	0	0	0	0	0	0
Public-Non-institutions	E-VOTING	3305830	43	0	43	0	100	0
Public-Non-institutions	PHYSICAL		596601	0	596601	0	100	0
Public-Non-institutions	Postal ballot if any		0	0	0	0	0	0
	Total	3305830	596644	18.05	596644	0	100	0
Total		8582430	596644	6.95	596644	0	100	0



CONSOLIDATED REPORT OF SCRUTINIZER

[Pursuant to section 108 and 110 of the Companies Act, 2013 read with rule 20 and 22 of the Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Amendment Rules, 2015]

To

The Chairman,

La Tim Metal & Industries Ltd
201, Navkar Plaza, Bajaj Road,
Vile Parle (West),
Mumbai, Maharashtra, 400056

Ref: The meeting of the Equity Shareholders of La Tim Metal & Industries Ltd conveyed on Friday, 24th January, 2020 at 11:30 A.M. at Rotary Service Centre, K. C. Hall Ground Floor, Rotary Chowk, Juhu Tara Road, Santacruz (W), Mumbai-400049 as directed by Hon'ble National Company Law Tribunal, Mumbai Bench ("NCLT") through its order dated 16th November, 2019.

Dear Sir,

Sub: Scrutinizer Report on Voting through Electronic mode, Postal Ballot and Ballot Paper at the Meeting of the Equity shareholders of the Company in terms of the provisions of Section 230 to 233 of the Companies Act, 2013 and other applicable provisions of the Companies Act 2013.

A. I, Hitesh Kothari, Partner of Hitesh Kothari & Associates, Practicing Company Secretaries, appointed as scrutinizer for the purpose of voting taken on resolution mentioned in the notice dated 10th December, 2019 in the following manner:


- i. **E-Voting** process pursuant to the provisions of Section 108 of the Companies Act, 2013 read with rule 20 of the Companies (Management and Administration) Rules, 2014;
- ii. **Voting at NCLT conveyed Meeting** under provisions of Sections 230 to 232 of the Companies Act, 2013 and rules made thereunder and Section 109 Companies Act, 2013 rule 21 of the Companies (Management and Administration) Rules, 2014 at the meeting held on Friday, 24th January, 2020; and
- iii. **Postal Ballot** process pursuant to the provisions of Section 110 of Companies Act, 2013 read with Companies (Management and Administration) Rules, 2014 and applicable Regulations of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with the Circular No. CFD/DIL3/CIR/2017/21 dated March 10, 2017 ("SEBI Circular") issued by Securities and Exchange Board of India as amended from time to time.



- B. The Compliance with relevant provisions of the Companies Act, 2013 and rules made thereunder and NCLT order delivered on 16th November, 2019 is responsibility of the management. My responsibility as a Scrutinizer is to ensure that the voting process in all modes are conducted in fair and transparent manner and render scrutinizer report based on reports generated on electronic voting system provided by the National Services Depository Limited ('NSDL') and the physical counting of votes by way of postal ballot papers and votes cast by shareholders at the NCLT conveyed meeting;
- C. The remote E-voting commenced on Wednesday, 25th December 2019 at 9.00 A.M. and ended on Thursday, 23rd January, 2020 at 5.00 PM (inclusive of both the days) and NSDL remote E-voting platform was unblocked thereafter. Further those Equity Shareholders of the Company as at Cut-off date Friday, 13th December, 2019 who had not voted either by way of remote e-voting or postal ballot earlier were allowed to vote at the meeting;
- D. The votes castes under remote e-voting were thereunder unblocked on 24th January 2020 at 12 :15 pm in the presence of two witnesses who are not in the employment of the Company and who have signed below in confirmation of the votes being unblocked

Signature: 

Ms Khadija Lokhandwala

Signature: 

Mr. Kalpesh Joshi

- E. I have relied on the information provided by the Company, the Registrar and Share Transfer Agents ('RTA') of the Company in relation to the details regarding number of shares held and signature of shareholders;
- F. The postal ballot papers and votes cast through the e-voting module of NSDL were diligently scrutinized. The ballot papers, votes cast through the e-voting module of NSDL and postal ballot were reconciled with the records maintained by the Company / Registrar and Transfer Agents of the Company (Satellite Corporate Services Private Limited) and the authorizations lodged with the Company. The votes were also scrutinized for eliminating duplicate voting.
- G. On the basis of votes exercised by the Shareholders of the Company through remote e-voting, postal ballot and ballot paper votes exercised by the Shareholders of the Company at the meeting held on 24th January, 2020, I have issued Independent Scrutinizer's Report dated 25th January, 2020;
- H. On scrutiny, we report that 56 Shareholders were present in the meeting in person. No proxy forms were received
- I. The report of the vote done at the meeting is done in my presence;



- J. The voting was conducted to consider, and if thought fit, to pass the following resolution with or without modification:

“RESOLVED THAT pursuant to the provisions of Section 230 - 233 of the Companies Act, 2013 (including any statutory modification(s) or re-enactment thereof for the time being in force), and other applicable provisions of the Companies Act, 2013 and the applicable provisions of the Memorandum and Articles of Association of the Company and subject to the approval of Hon’ble National Company Law Tribunal, Mumbai Bench, and subject to such other approvals, permissions and sanctions of regulatory and other authorities, as may be necessary and subject to such conditions and modifications as may be prescribed or imposed by the Hon’ble National Company Law Tribunal, Mumbai Bench or by any regulatory or other authorities, while granting such consents, approvals and permissions, which may be agreed to by the Board of Directors of the Company (herein after referred to as the “Board”, which term shall be deemed to mean and include one or more Committee(s) constituted/to be constituted by the Board or any other person authorised by it to exercise its powers including the powers conferred by this Resolution), the arrangement embodied in the Scheme of Merger by Absorption of **La Tim Sourcing (India) Private Limited** (“the Applicant Company No. 1”/ “Wholly Owned Subsidiary Company”/ “Transferor Company”) by **La Tim Metal & Industries Limited** (“the Applicant Company No. 2”/ “Transferee Company”) and their respective shareholders (‘the Scheme’) placed before this meeting, be and is hereby approved.

RESOLVED FURTHER THAT the Board be and is hereby authorized to do all such acts, deeds, matters and things, as it may, in its absolute discretion deem requisite, desirable, appropriate or necessary to give effect to this resolution and effectively implement the Amalgamation/ Merger embodied in the Scheme and to accept such modifications, amendments, limitations and/ or conditions, if any, which may be required and/or imposed by the Hon’ble National Company Law Tribunal, Mumbai Bench or such other regulatory/ statutory authorities, if and when applicable while sanctioning the Amalgamation/ Merger embodied in the Scheme or by any authorities under law, or as maybe required for the purpose of resolving any doubts or difficulties that may arise in giving effect to the Scheme, as the Board may deem fit and proper.

- K. The summary of the meeting by Equity Shareholders (Public) of La Tim Metal & Industries Ltd through remote e-voting, postal ballot and through Polling paper at the NCLT convened meeting is as under:

- i. Voted in favour of the resolution:

Mode of Voting	Number of Members Voted	Number of Votes cast by Members	% of total number of valid votes cast
Postal Ballot	NIL	NIL	NIL
E- Voting	15	43	Negligible
Ballot Paper	36	596601	99.99
Total	51	596644	100.00



ii. Voted against the resolution:

Mode of Voting	Number of Members Voted	Number of Votes cast by Members	% of total number of valid votes cast
Postal Ballot	NIL	NIL	NIL
E- Voting	NIL	NIL	NIL
Ballot Paper	NIL	NIL	NIL
Total	NIL	NIL	NIL

Note: Excluding invalid votes

iii. There were 2 invalid votes. (Member already exercised his votes through remote e-voting,)

As requested by the management, I am submitting this consolidated report on the results of e-voting, Postal Ballot together with the results of voting at the Meeting.

**For Kothari H. & Associates
Company Secretaries**


**Hitesh Kothari
Partner**



Membership No. 6038
COP No. 5502

Place: Mumbai
Date: 25th January, 2020