

April 14, 2023

**The National Stock Exchange of India Limited**  
“Exchange Plaza”, 5<sup>th</sup> Floor,  
Plot No. C/1, G Block,  
Bandra-Kurla Complex, Bandra (East),  
Mumbai – 400 051

Department of Corporate Services/Listing  
**BSE Limited**  
Phiroze Jeejeebhoy Towers,  
Dalal Street, Fort,  
Mumbai – 400 001

**NSE Symbol:** APOLLOPIPE

**SCRIP Code:** 531761

Dear Sir/Ma'am,

**Subject: Voting Results and report of Scrutinizer of Extra-Ordinary General Meeting (EGM) (1/2023) held on 14<sup>th</sup> April, 2023**

In terms of Regulation 44(3) of the SEBI (Listing obligations & Disclosure Requirements) Regulations, 2015 (“**Listing Regulations**”), please find attached herewith the Consolidated Voting Results (Remote E-voting & E-voting during the EGM) on the Resolutions forming part of the Notice of EGM dated March 14, 2023.

We further inform you that Mr. Jatin Gupta of M/s Jatin Gupta & Associates, Practising Company Secretary, Membership No. FCS 5651 & COP No. 5236, Scrutinizer has presented his consolidated report dated April 14, 2023 on remote e-voting and e-voting during the EGM. A copy of the said Report is also enclosed herewith.

Both the results and the scrutinizer's report are also available on Company's website:  
[www.apollopipes.com](http://www.apollopipes.com).

You are requested to take the above on record.

Yours Truly  
For **Apollo Pipes Limited**

**ANKIT SHARMA**  
Digitally signed by  
ANKIT SHARMA  
Date: 2023.04.14  
13:34:53 +05'30'

**Ankit Sharma**  
**Company Secretary**

Encl: a/a  
C/c :  
National Securities Depository Limited  
Central Depository Services (India) Limited

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## APOLLO PIPES LIMITED

Regd. Office : 37, Hargobind Enclave, Vikas Marg, Delhi-110092, India  
Corporate Office : A-140, Sector 136, Noida (U.P.) - 201301

Manufacturing Unit : Dadri (U.P.), Sikandrabad (U.P.), Ahmedabad (Gujarat), Tumkur (Karnataka), Raipur (Chhattisgarh) India

**Toll Free No.: 1800-121-3737**

info@apollopipes.com | www.apollopipes.com | CIN : L65999DL1985PLC022723

### SUMMARY OF VOTING RESULTS OF EXTRA-ORDINARY GENERAL MEETING

S. No	Particulars	Details
1	Date of Extra-Ordinary General Meeting	13 <sup>th</sup> April, 2023
2	Total number of shareholders as on cut-off date i.e. 6 <sup>th</sup> April, 2023	38,195 (Thirty Eight Thousand One Hundred and Ninety Five Only)
3	No. of shareholders present in the Meeting either in person or through proxy:  Promoters and Promoter Group: Public:	  01 03
4	No. of shareholders attended the Meeting through Video Conferencing:  Promoters and Promoter Group: Public:	  01 33

The mode for all the resolutions was:

- Remote E-voting conducted between Monday, 10<sup>th</sup> April, 2023 at 10:00 A.M.(IST) to Wednesday, 12<sup>th</sup> April, 2023 at 05:00 P.M.(IST), further, in line with the directions issued by the concerned stock exchange i.e. National Stock Exchange of India Limited, the members of the Company who have voted on the resolution no. 3 of Notice of EGM, have been given an opportunity to reconsider their votes within a time frame of 48 hours, which was ended on 13<sup>th</sup> April, 2023:
- E-voting conducted at the Meeting.

Resolution(1)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To approve the terms of remuneration of Mr. Sameer Gupta, Chairman & Managing Director of the Company				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	20464200	19980000	97.6339	19980000	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total		20464200	19980000	97.6339	19980000	0	100
	E-Voting		5493689	91.004	2503469	2990220	45.5699	54.4301

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Public- Institutions	Poll							
	Postal Ballot (if applicable)	6036754						
	Total	6036754	5493689	91.004	2503469	2990220	45.5699	54.4301
Public- Non Institutions	E-Voting		33313	0.2597	33298	15	99.955	0.045
	Poll							
	Postal Ballot (if applicable)	12827252						
	Total	12827252	33313	0.2597	33298	15	99.955	0.045
Total		39328206	25507002	64.8568	22516767	2990235	88.2768	11.7232
Whether resolution is Pass or Not.							Yes	

Resolution(2)								
Resolution required: (Ordinary / Special)			Special					
Whether promoter/promoter group are interested in the agenda/resolution?			No					
Description of resolution considered			To approve the appointment of Mr. Arun Agarwal (DIN: 10067312) as the Whole Time Director(Joint Managing Director) of the company					
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting		19980000	97.6339	19980000	0	100	0
	Poll							
	Postal Ballot (if applicable)	20464200						
	Total	20464200	19980000	97.6339	19980000	0	100	0
Public- Institutions	E-Voting		5493689	91.004	5493689	0	100	0
	Poll							
	Postal Ballot (if applicable)	6036754						
	Total	6036754	5493689	91.004	5493689	0	100	0
Public- Non Institutions	E-Voting		33313	0.2597	33298	15	99.955	0.045
	Poll							
	Postal Ballot (if applicable)	12827252						
	Total	12827252	33313	0.2597	33298	15	99.955	0.045
Total		39328206	25507002	64.8568	25506987	15	99.9999	0.0001
Whether resolution is Pass or Not.							Yes	

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Resolution(3)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Preferential Issue of upto 47,20,000 fully convertible warrants to the persons belonging to promoter and non -Promoter category				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	20464200	19980000	97.6339	19980000	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total		20464200	19980000	97.6339	19980000	0	100
Public-Institutions	E-Voting	6036754	5493689	91.004	378932	5114757	6.8976	93.1024
	Poll							
	Postal Ballot (if applicable)							
	Total		6036754	5493689	91.004	378932	5114757	6.8976
Public- Non Institutions	E-Voting	12827252	33313	0.2597	31726	1587	95.2361	4.7639
	Poll							
	Postal Ballot (if applicable)							
	Total		12827252	33313	0.2597	31726	1587	95.2361
Total		39328206	25507002	64.8568	20390658	5116344	79.9414	20.0586
Whether resolution is Pass or Not.							Yes	

For Apollo Pipes Limited

ANKIT SHARMA  
Digitally signed by ANKIT SHARMA  
Date: 2023.04.14 13:35:21 +05'30'

Ankit Sharma  
Company Secretary

Date: 14.04.2023

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# **Jatin Gupta & Associates**

## **Company Secretaries**

**Office: 109, First Floor, Rishabh IPEX Mall, I P Extension,**

**Pat Par Ganj, Delhi 110 092 (Opp. MAX Hospital)**

**Ph- +91-11- 45104789 ; E-Mail: jatinfcs@gmail.com**

### **SCRUTINIZER'S REPORT (8 PAGES) ON VOTES CAST BY REMOTE EVOTING AND VOTING IN EXTRA ORDINARY GENERAL MEETING (1/2023) OF APOLLO PIPES LIMITED INCLUDING THE FACILITY CONFERRED TO CAST VOTES BY EMAIL**

To,

The Chairman

APOLLO PIPES LIMITED

37, Hargobind Enclave,

Vikas Marg, Delhi – 110 092

I, CS Jatin Gupta, (FCS : 5651 and CP : 5236), Proprietor of M/s Jatin Gupta & Associates, Company Secretaries Firm having office at: 109, First Floor, Rishabh IPEX Mall, I P Extension, Patpar Ganj, Delhi 110092 (Opp. MAX Hospital) appointed as Scrutinizer by the Board of Directors of **APOLLO PIPES LIMITED**, (“the Company”) pursuant to Section 108 of The Companies Act, 2013 and Rule 20 of The Companies (Management and Administration) Rules, 2014 and Regulation 44 of the Listing Regulations, to scrutinize the Remote E-voting process and voting in EoGM to be held through Video Conferencing (“VC”)/ Other Audio Visual Means (“OAVM”) on 13<sup>th</sup> April, 2023, on the resolution(s) set out in the Notice dt. 14<sup>th</sup> March, 2023 also to be read in conjunction with corrigendum dt. 11<sup>th</sup> April, 2023 to the original notice conferring additional facility to tender vote via email (detailed in corrigendum to the original notice), submit as under :

1. The management of the Company is responsible to ensure compliance with the requirements of the relevant provisions of (i) The Companies Act, 2013 and the Rules made thereunder including various circulars to the effect governing convening of General Meetings through Video Conferencing (“VC”)/ Other Audio Visual Means (“OAVM”) (ii) The SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and (iii) The Secretarial Standards – 2 on General Meetings issued by The Institute of Company Secretaries of India, relating to E-voting facility to the shareholders via remote e voting and voting in EoGM and by way of email till 13<sup>th</sup> April, 2023. Our responsibility as a Scrutinizer is restricted to giving a Report (consolidated report) on the Votes casted by the members for the

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resolutions contained in the notice dt. 14<sup>th</sup> March, 2023 including corrigendum dt. 11<sup>th</sup> April, 2023, through Remote E-Voting and voting in EoGM including additional voting facilities (pursuant to the direction given by National Stock Exchange of India Limited (“NSE”), the Company has obtained revised Valuation Report dated March 27, 2023 (“Valuation Report”), wherein the price as per the Market Price Method was recomputed and accordingly the price as per the valuation report was increased from Rs. 312.57/- to Rs. 322.61/-.) as hereunder :

**a) For the shareholders who had not yet voted on the resolution as set out at Item No. 3:**

The shareholders of the Company, who were entitled to vote in the said resolution could vote accordingly by 12<sup>th</sup> April 2023 at 5:00 P.M. (being the last date of remote e-voting) or vote during the EGM.

**b) For the shareholders who had already voted on the resolution as set out at Item No. 3:**

The shareholders who had already voted in the said resolution and wished to change/ modify their votes on account of the above-mentioned information, could choose from one of the following options and send the same from their registered email to [jatinfcs@gmail.com](mailto:jatinfcs@gmail.com), i.e., the Scrutinizer’s mail id, within 48 hours from the receipt of corrigendum i.e. by April 13, 2023 (“Response Period”):

I vote in favour of the Resolution

I vote against the Resolution

It is confirmed that no such response was received by the undersigned from any of the member till the expiry of the Response Period i.e 13<sup>th</sup> April, 2023 and hence the votes already casted, if any, would be taken as the final votes.

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2. The EoGM notice dt. 14th March, 2023 including corrigendum dt. 11th April, 2023, as confirmed by the Company, was sent to the shareholders (through electronic mode to those Members whose email addresses were registered with the Company/Depository Participant ("DP")/Company's Registrar and Transfer Agent ("RTA") and a copy of the notice including corrigendum were placed on Company's website at [www.apollopipes.com](http://www.apollopipes.com), websites of the Stock Exchanges i.e. BSE Limited and National Stock Exchange of India Limited at [www.bseindia.com](http://www.bseindia.com) and [www.nseindia.com](http://www.nseindia.com) respectively, and on the website of Central Depository Services (India) Limited ("CDSL") at [www.evotingindia.com](http://www.evotingindia.com) :

The original EoGM notice was sent On 17<sup>th</sup> March, 2023 and corrigendum to the notice was sent on 11<sup>th</sup> April, 2023 by e-mail to all the members who had registered their e-mail-ids with the Company/Depositories, pursuant to MCA General Circular no. 14/2020 dated 8th April, 2020, General Circular no. 17/2020 dated 13th April, 2020, General Circular no. 22/2020 dated 15th June, 2020, General Circular no. 33/2020 dated 28th September, 2020, General Circular No. 39/2020 dated 31st December, 2020, General Circular No. 10/2021 dated 23rd June, 2021 and the General Circular No. 20/2021 dated 8th December, 2021, General Circular No. 2/2022 dated 5th May 2022 and General Circular No. 10/2022 dated 28th December 2022 in relation to extension of the framework provided in the aforementioned circulars up to 30th September, 2023 (collectively 'MCA Circulars'), permitted companies to conduct General Meeting through video conferencing ('VC') and SEBI Circular no. SEBI/ HO/ CFD/CMD1/CIR/P/2020/79 dated 12th May 2020 Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI LODR Regulations"), Secretarial Standard - 2 issued by the Institute of Company Secretaries of India and other applicable laws and regulations, if any, the EGM of the Company was convened and conducted through VC mode on 13th April, 2023.

3. The Company had appointed Central Depository Services (India) Limited (CDSL) for facilitating e-voting for the purpose of EoGM (remote and e voting in EoGM) so as to enable members of the Company to cast their votes electronically.

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4. The members of the Company, holding shares in physical or in dematerialized form, as on cut-off date i.e., Thursday the 6<sup>th</sup> day of April, 2023 were entitled to cast their votes on the resolutions as set out in item no(s) 1 to 3 of the Notice.
  
5. The facility provided for remote e-voting which commenced on 10<sup>th</sup> April 2023 at 10:00 A.M. and ended on 12<sup>th</sup> April 2023 at 5:00 P.M, (both days inclusive) remained open for 3 days and e voting facility was conferred to members attending meeting via VC mode so as to cast their vote and in addition to same, by way of corrigendum, the facility to tender their vote on item no. 3 of the original notice was also conferred (not repeated for the sake of brevity). The e-voting facility was blocked thereafter and it is affirmed that none of the members have sent mail in response to corrigendum to the notice and thus the voting done through e – voting mechanism was valid and taken note of while preparing present report. The Scrutinizer within 2 working days of conclusion of EGM also considering end of response period, was to submit a consolidated Scrutinizer's report of the total votes cast in favor of or against, if any, to the Chairman or any other person authorized by the Chairman, who shall countersign the same and declare the result of the voting forthwith and thus the report is being submitted accordingly.

### **Voting**

Keeping in line with Regulation 44(1) and 44(2) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and as prescribed under Rule 20 (4) (xiii) of The Companies (Management and Administration) Rules, 2014 including amendments therein, as the case may be, for the purpose of ensuring that members who had casted their votes through e-voting did not vote again at the general meeting, the Scrutinizer had access after closure of period of e-Voting and before the start of general meeting, to only such details relating to members who had casted their votes through e-voting, such as their names, DP ID and Client ID/folios, number of shares held but not the manner in which they had voted.

Accordingly, CDSL, the e-Voting Agency provided us with the names, DP ID & Client ID / folios and shareholding of the members who had casted their votes through e-voting.

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The Company gave facility of e-voting to the members who attended the meeting and had not cast their votes through remote e-Voting.

As per the information given by the Company the names of the shareholders who had voted by e-voting through the facility provided by CDSL had been blocked and only those members who were present at the EoGM through VC and had not voted on remote e-voting were allowed to cast their votes through e-voting system during the EoGM.

I have verified the e-voting.

After the conclusion of e-voting, the votes cast through E-Voting were unblocked in the presence of two witnesses(not in the employment of the Company) i.e., Ms. Kamlesh Gupta and Mr. Vinod Goel.

I have scrutinized and reviewed the e voting through electronic means based on the data downloaded from the E-Voting system of Central Depository Services (India) Limited (CDSL).

I now submit my Report (consolidated) on the Result of voting through e-voting in respect of the resolutions proposed in the notice dated 14<sup>th</sup> March, 2023 for EoGM as under :

#### **SPECIAL BUSINESS :**

**Item No. 1. TO CONSIDER AND TO APPROVE THE TERMS OF REMUNERATION OF MR. SAMEER GUPTA, CHAIRMAN & MANAGING DIRECTOR OF THE COMPANY: (SPECIAL RESOLUTION)**

**JATIN  
GUPTA** Digitally signed  
by JATIN GUPTA  
Date:  
2023.04.14  
11:58:22 +05'30'

# Jatin Gupta & Associates

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Mode of voting	Remote E-voting		E-Voting at the AGM		Voting via email, pursuant to corrigendum dt. 11 <sup>th</sup> April, 2023		Total		Percentage (%)	Invalid Votes, if any
	Number	votes	Number	votes	Number	votes	Number	votes		
Assent	60	22516767	0	0	0	0	60	22516767	88.28	Nil
Dissent	10	2990235	0	0	0	0	10	2990235	11.72	Nil
Total	70	25507002	0	0	0	0	70	25507002	100	Nil

Based on the aforesaid results, we report that the Special Resolution as contained in **Item No. 1** of the Notice dated 14<sup>th</sup> March, 2023 has been passed **as proposed**.

**Item No. 2. TO CONSIDER AND APPROVE THE APPOINTMENT OF MR. ARUN AGARWAL (DIN: 10067312) AS THE WHOLE- TIME DIRECTOR (JOINT MANAGING DIRECTOR) OF THE COMPANY:(SPECIAL RESOLUTION)**

Mode of voting	Remote E-voting		E-Voting at the AGM		Voting via email, pursuant to corrigendum dt. 11 <sup>th</sup> April, 2023		Total		Percentage (%)	Invalid Votes, if any
	Number	votes	Number	votes	Number	votes	Number	votes		
Assent	68	25506987	0	0	0	0	68	25506987	100	Nil
Dissent	2	15	0	0	0	0	2	15	0	Nil
Total	70	25507002	0	0	0	0	70	25507002	100	Nil

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Based on the aforesaid results, we report that the Special Resolution as contained in **Item No. 2** of the Notice dated 14<sup>th</sup> March, 2023 has been passed **as proposed**.

**Item No. 3. TO CONSIDER AND APPROVE THE PREFERENTIAL ISSUE OF UPTO 47,20,000 FULLY CONVERTIBLE WARRANTS TO THE PERSONS BELONGING TO PROMOTER AND NON-PROMOTER CATEGORY :(SPECIAL RESOLUTION)**

Mode of voting	Remote E-voting		E-Voting at the AGM		Voting via email, pursuant to corrigendum dt. 11 <sup>th</sup> April, 2023		Total		Percentage (%)	Invalid Votes, if any
	Number	votes	Number	votes	Number	votes	Number	votes		
Assent	47	20390658	0	0	0	0	47	20390658	79.94	Nil
Dissent	23	5116344	0	0	0	0	23	5116344	20.06	Nil
Total	70	25507002	0	0	0	0	70	25507002	100	Nil

Based on the aforesaid results, we report that the Special Resolution as contained in **Item No. 3** of the Notice dated 14<sup>th</sup> March, 2023 has been passed **as proposed**.

**JATIN  
GUPTA** Digitally signed  
by JATIN GUPTA  
Date: 2023.04.14  
11:58:52 +05'30'

# **Jatin Gupta & Associates**

## **Company Secretaries**

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The relevant records i.e., papers/records relating to electronic voting shall stay in our custody till the time the Chairman considers appropriate, and same shall thereafter be handed over to Mr. Ankit Sharma, Company Secretary for safe keeping.

Thanking You,

Yours faithfully

**For Jatin Gupta & Associates  
Company Secretaries**

**For APOLLO PIPES LIMITED**

**Jatin Gupta  
C. P. No. 5236  
M.No.: 5651**

**JATIN  
GUPTA** Digitally signed  
by JATIN GUPTA  
Date: 2023.04.14  
11:59:19 +05'30'

**ANKIT  
SHARMA** Digitally signed by  
ANKIT SHARMA  
Date: 2023.04.14  
13:31:47 +05'30'  
**Company Secretary  
(As authorised by the Chairman)**

**Date: 14.04.2023**

**Place: Delhi**

**UDIN:F005651E000084895**