



# SUJANA METAL PRODUCTS LIMITED



Date: 30<sup>th</sup> September, 2014

1. The Department of Corporate Services - CRD Bombay Stock Exchange Limited PhirozeJeejeebhoy Towers Dalal Street MUMBAI - 400 001	2. The National Stock Exchange of India Limited 5th Floor, Exchange Plaza Bandra (E) MUMBAI - 400 051
<b>Ref: Scrip Code: 513414</b>	<b>Ref: Scrip Symbol: S MPL</b>

**Sub : Proceedings of the 24<sup>th</sup> Annual General Meeting of Sujana Metal Products Limited held on Tuesday, September 30, 2014.**

Dear Sir/Madam,

The 24<sup>th</sup> Annual General Meeting ("the 24<sup>th</sup> AGM") of the Company was held on September 30, 2014 at 11.00 A.M. at 'Kohinoor', Taj Deccan, Road No.1, Banjara Hills, Hyderabad - 500034.

The meeting was chaired by Dr. V. Malakonda Reddy, Non-Executive Chairman and Independent Director. Total 51 members present in person and 'Nil' through proxies attended the meeting as per the records of attendance.

The Chairman gave an overview of the financial performance of the Company for the financial year 2013-14 and its future outlook.

On invitation by the Chairman, some of the members raised queries on the Company's financial statements and business operations which were then replied to by the Shri G Srinivasa Raju, Promoter Director and the Shri. Ch.Narayana Rao, Vice-President (Finance & Accounts)

The Chairman informed the members that pursuant to the provisions of Section 108 of the Companies Act, 2013 read with rule 20 of the Companies (Management and Administration) Rules, 2014, the Company had provided an electronic voting facility to members of the Company in respect of business to be transacted at the 24<sup>th</sup> AGM. The e-voting period commenced on September 22, 2014 at 9.30 a.m. and ended on September 24, 2014 at 6.00 p.m. The Chairman also informed about the Ballot Papers distributed at the 24<sup>th</sup> AGM to enable shareholders to vote, who do not have access to e-voting to cast their votes.

The members were informed of the appointment of Shri Y. Ravi Prasada Reddy, Company Secretary in Practice (CP No.5360) as the Scrutinizer for scrutinizing the process of electronic and ballot voting in a fair and transparent manner.



The Chairman informed the members that the Scrutinizer has submitted his report on the results of electronic voting on September 27, 2014 and all the resolutions contained in the Notice of the 24<sup>th</sup>AGM had received the requisite majority.

Members conveyed their support on all the resolutions contained in the Notice of 24<sup>th</sup>AGM and all resolutions contained in the Notice of 24<sup>th</sup>AGM were considered as duly passed.

The resolutions passed by the members are as follows:

### **Ordinary Business**

1. Adoption of the audited Balance Sheet as at March 31, 2014, the Statement of Profit and Loss of the Company for the year ended on that date together with the Reports of the Auditors thereon and Directors Report (Ordinary Resolution).
2. Re-appointment of Shri Y.S. Chowdary (DIN: 00061477), Director retiring by rotation (Ordinary Resolution).
3. Re-appointment of Shri G. Srinivasa Raju (DIN: 00132249), Director retiring by rotation (Ordinary Resolution).
4. Re-appointment of M/s. CRK & Associates (Registration No.010004S), Chartered Accountants, as Statutory Auditors of the Company to hold office from the conclusion of this 24<sup>th</sup>Annual General Meeting until the conclusion of the 25<sup>th</sup>Annual General Meeting (Ordinary Resolution).

### **Special Business**

5. Appointment of Shri. J. Ramakrishnan (DIN: 02153325) as an Independent Director in terms of Section 149 of the Companies Act,2013 to hold office for a term 5 (Five) consecutive years ending 29<sup>th</sup> September, 2019 (Ordinary Resolution).
6. Appointment of Dr. K. Srinivasa Rao (DIN: 02257745) as an Independent Director in terms of Section 149 of the Companies Act,2013 to hold office for a term 5 (Five) consecutive years ending 29<sup>th</sup> September, 2019 (Ordinary Resolution).
7. Appointment of Dr. V. Malakonda Reddy (DIN: 00839850) as an Independent Director in terms of Section 149 of the Companies Act,2013 to hold office for a term 5 (Five) consecutive years ending 29<sup>th</sup> September, 2019 (Ordinary Resolution).
8. Adoption of new set of Articles of Association of the Company pursuant to Section 14 of the Companies Act,2013 (Special Resolution).
9. Approval of variation in the terms of appointment of Shri. S. Hanumantha Rao (DIN: 00118801) Whole time Director of the Company (Ordinary Resolution).
10. Approval of variation in the terms of appointment of Shri. R. K. Birla (DIN: 00118776) Managing Director of the Company (Ordinary Resolution).
11. Approve the borrowing limits upto Rs.2500 crores in terms of Section 180(1) (c) of the Companies Act, 2013 (Special Resolution).



12. Mortgage and/or charge any movable and/or immovable properties of the Company in terms of Section 180(1)(a) of the Companies Act,2013 (Special Resolution).
13. Ratification of remuneration of the Cost Auditors of the Company (Ordinary Resolution).

Thereafter, the Chairman informed the members that the results of the electronic and ballot voting will be notified to the Stock Exchanges and will also be uploaded on the Company's website.

The meeting then concluded with a vote of thanks.

Thanking you,

**Yours faithfully,**  
**For SUJANA METAL PRODUCTS LIMITED**

  
**SHAIK IBRAHEEM**  
**COMPANY SECRETARY**

