



SOUTHERN MAGNESIUM AND CHEMICALS LIMITED

Deccan Chambers, 5th Floor, 6-3-666/B, Somajiguda, Hyderabad-500 082
Phones: 23311789, 23312341, Fax: 040-23319871 E-Mail: southernmagnesium@gmail.com
CIN : L27109AP1985PLC005303

To,
The Bombay Stock Exchange,
Phiroze Jeejeebhoy Towers
Dalal Street
Mumbai- 400001

Date: 31.08.2016

Sub: Submission of the Proceeding of Annual General Meeting (AGM)

We are hereby submitting proceedings of the 30th AGM of Southern Magnesium and Chemicals Limited held on 25th August, 2016 at 11:30 am under Regulation 30 read with Schedule III of the Securities and Exchange Board of India (Listing, Obligation and Disclosure Requirements) Regulations, 2015.

Thanking You,

For Southern Magnesium and Chemicals Limited

Mr. Rajender Prasad Nuthakki
Jt. Managing Director and CFO



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SUMMARY OF THE PROCEEDINGS OF THE 30TH ANNUAL GENERAL MEETING OF SOUTHERN MAGNESIUM AND CHEMICALS LIMITED HELD ON THURSDAY, 25TH AUGUST, 2016 AT 11:30 AM AT HOTEL I. K. LONDON RESIDENCY, 6-3-656, KAPADIA LANE, SOMAJIGUDA, HYDERABAD – 500 082

Proceedings:

Mr. Rajender Prasad Nuthakki was elected as the chairman of the meeting who ascertained the requisite quorum and declared that the required quorum for the meeting was present and requested the directors to take the seat on the dais.

Mr. Rajender Prasad Nuthakki announced that the Register of Key Managerial personnel and Directors and their shareholding maintained under section 170 of the Companies Act, 2013 was open for inspection as envisaged under section 171 of the Companies Act, 2013.

Mr. Rajender Prasad Nuthakki announced that the register of directors containing contracts or arrangements in which they are interested as maintained under section 189 of the Companies Act, 2013, and the secretarial audit report dated 27.07.2016 is placed on the table and is open for member's inspection.

The Chairman welcomed the members to the 30th Annual General Meeting and introduced the directors.

Later, he delivered the introductory speech and the various scenarios the company would be facing during the current financial year 2016-17.

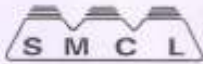
The chairman informed the members that the notice convening the AGM along with the balance sheet for the year ended 31.03.2016, Statement of Profit and loss for the year ended on that date and the reports of directors and auditors thereon have been with the members with them from quite some time and the same has been taken as read.

Before taking up the agenda items the chairman invited the members for their comments/questions on the accounts of the company and to make suggestions, if any.

The members in general appreciated the performance of the company and also sought information on revenue forecast, inventory management and energy consumption.

Upon the shareholders completing their observation/queries, the Chief Executive Officer and the Chief Financial Officer responded to the shareholders observation/queries.

The following items/resolution as per the notice of the AGM dated 25th August, 2016, under ordinary business and special business were transacted at the meeting.



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ORDINARY BUSINESS:

1. Ordinary resolution passed for the adoption of the financial statements for the financial year ended 31.03.2016 along with director's report and auditor's report thereon along with notes and schedules thereto.
2. Ordinary resolution passed to ratify appointment of statutory Auditors M/s. K. S. Rao & Co., Chartered Accountants (Firm Registration No. 003109S) Hyderabad, as Statutory Auditors of the Company to hold office from conclusion of this Annual General Meeting till the conclusion of 31st Annual General Meeting.

SPECIAL BUSINESS:

3. Ordinary resolution passed to Re-appoint Mr. Ravi Prasad Nuthakki as the Managing Director and Chief Executive Officer (CEO) of the company whose tenure is due to expire on 12.11.2016 for a further period of three years i.e. from 13.11.2016 to 12.11.2019.
4. Ordinary resolution passed to Re-appoint Mr. Rajender Prasad Nuthakki as the Joint Managing Director and Chief Financial Officer (CFO) of the company whose tenure is due to expire on 09.08.2016 for a period of three years i.e. from 10.08.2016 to 09.08.2019.

The chairman informed the members that:

- a) Remote e-voting facility has been provided to members from 23rd August, 2016 (5:00 pm) to 24th August, 2016 (5:00 pm) to vote on each resolution to be transacted at the AGM as set out in the Notice.
- b) The members who could not cast their vote through e-voting may cast their vote on the resolutions through ballot papers provided at the time of registration of members at the AGM venue. Members casted their votes and dropped the physical ballot papers in the ballot box. He also informed that any member who has exercised e-voting facility will not be eligible to cast physical ballot at the AGM.
- c) The Company has appointed D. Hanumanta Raju and Co., Company Secretaries as the scrutinizers for conducting the e-voting and poll procedure in a fair and transparent manner.
- d) The Chairman announced that the results of the AGM, along with the scrutinizer's combined report, would be announced within the stipulated timelines and it will be displayed on the company's website and would be intimated to the BSE Limited and also would be available at the registered office of the company. He further informed that subject to the receipt of the requisite number of votes, the resolutions shall be deemed to be passed on the date of AGM i.e. 25th August, 2016.
- e) The meeting concluded with vote of thanks to the chair.



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- f) Post conclusion of the AGM, the scrutinizer has submitted the consolidated voting results comprising of e-voting and ballot papers received at the AGM held on 25th August, 2016. As per the report of the scrutinizer, all the resolutions transacted at the AGM have been declared as passed with the requisite majority.

Date: 26th August, 2016
Place: Hyderabad

CERTIFIED TRUE COPY
FOR SOUTHERN MAGNESIUM AND CHEMICALS LIMITED

Mr. RAJENDER PRASAD NUTHAKKI
Joint Managing Director and Chief Financial Officer