



RHI MAGNESITA

RHI MAGNESITA INDIA LTD.

(Formerly Orient Refractories Ltd.)
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27 September 2024

To

**BSE Limited
Phiroze Jeejeebhoy Towers
Dalal Street, Mumbai-400001**

**National Stock Exchange of India Limited
Exchange Plaza, Bandra Kurla Complex,
Bandra (East), Mumbai**

STOCK CODE: 534076

STOCK CODE: RHIM

Sub: Proceedings of 14th Annual General Meeting (AGM) of the Company

We wish to inform that 14th AGM of the Company was held on Friday, 27 September 2024 through video conference/Other Audio-Visual Means.

Pursuant to Regulation 30 read with Part A of Schedule III of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), please find enclosed herewith summary of proceedings of the AGM.

This is for your information and records.

Thanking you,

Yours faithfully,

For **RHI Magnesita India Limited**



Sanjay Kumar

Company Secretary

ICSI Membership No.: A17021



Encl: As above

Summary of Proceedings of the 14th Annual General Meeting (AGM) of RHI Magnesita India Limited held through Video Conferencing (VC)/ Other Audio Video Means (OAVM) on 27 September 2024

Meeting Day, Date and Time: Friday, 27 September 2024 at 11.30 A.M.

Mode: Through Video Conferencing (VC)/ Other Audio Visual Means (OAVM), in compliance with various relevant circulars issued by Ministry of Corporate Affairs (MCA) and Securities and Exchange Board of India (SEBI) and as per applicable provisions of the Companies Act, 2013 and the rules made thereunder and Listing Regulations.

Attendees: Dr. Vijay Sharma, Chairman of the Board and Audit Committee along with Mr. Parmod Sagar, Managing Director & CEO, attended the meeting physically while Mr. Nazim Sheikh, Independent Director & Chairman of Nomination & Remuneration Committee, Ms. Sonu Chadha, Independent Director & Chairperson of Stakeholders' Relationship Committee and Corporate Social Responsibility Committee, Mr. Kamal Sarda, Independent Director, Mr. Gustavo Lucio Goncalves Franco, Non-executive Director, Mr. Erwin Jankovits, Non-executive Director, Ms. Ticiana Kobel, Non-executive Director, attended the meeting through video conference mode from their respective locations.

Mr. Azim Syed, Chief Financial Officer, Mr. Sanjay Kumar, Company Secretary and Mr. Abhishek Rara, representative of Price Waterhouse, Chartered Accountants LLP, Statutory Auditor attended the meeting physically while Mr. Naresh Verma, representative of M/s. Naresh Verma and Associates, Secretarial Auditors attended the AGM through video conference from his location.

Members attending the Meeting: 30 Members attended the meeting virtually/ in person (themselves/ through authorized representative) in terms of the circulars issued by MCA and SEBI, the requirement of appointing proxies was not applicable, except for authorized representatives of corporate shareholders.

Quorum: The Company Secretary confirmed that requisite quorum for the Meeting was present.

The Company Secretary gave brief instructions to the shareholders for smooth conduction of the Meeting.

With the consent of the Members, the Notice convening the Meeting was taken as read.

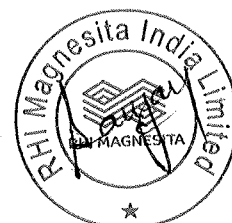
He further informed that the 'Register of Directors and Key Managerial Personnel and their Shareholdings' and 'Register of Contracts and Arrangements in which Directors are interested' were available for inspection of Members electronically during the Meeting.

The Chairman made his opening remarks covering safety measures, Risk Management, Internal Control, and performance of the Company in the financial year 2023-24. He further apprised the shareholders that his tenure as the Chairman of RHIM India will concludes from 11 November 2024 and Mr. Parmod Sagar will be taking over as the Chairman, MD & CEO of the Company, effective from 12 November 2024

The following resolutions as set out in the Notice convening the AGM were put to vote by Remote e-voting and e-voting during the meeting:

ORDINARY BUSINESS

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| 1. | To receive, consider and adopt:
a. the Audited Standalone Financial Statements of the Company for the financial year ended 31 March 2024, together with the Reports of the Board of Directors and the Auditors thereon and
b. the Audited Consolidated Financial Statements of the Company for the financial year ended 31 March 2024, together with the Report of the Auditors' thereon;
(ORDINARY RESOLUTIONS) |
|----|--|



2.	To declare final dividend of Rs. 2.50 per equity share for the financial year 2023-24; (ORDINARY RESOLUTION)
3.	To re-appoint Mr. Gustavo Lucio Goncalves Franco (DIN- 08754857), Director who retires by rotation and being eligible, offers himself for re-appointment; (ORDINARY RESOLUTION)
SPECIAL BUSINESS	
4.	To approve appointment of Mr. Kamal Sarda (DIN: 03151258) as a Director and an Independent Director of the Company; (SPECIAL RESOLUTION)
5.	To approve the remuneration of the Cost Auditors for the financial year 2023-24; (ORDINARY RESOLUTION)
6.	To approve re-appointment of Ms. Sonu Chadha (DIN: 00129923) as a Director and an Independent Director (SPECIAL RESOLUTION)

All the resolutions were passed through requisite majority.

The Chairman invited the members to express their views, make comments and seek clarifications on the operations and financial performance of the Company and on the resolutions set out in the Notice of the AGM. The Members were given an opportunity to speak in the order in which they had registered their names and Mr. Parmod Sagar replied to the queries raised by the Member.

The Chairman then thanked the Members for their continued support and participation in the meeting. He also thanked the Directors alongwith other valued stakeholders, including our customers, vendors and lenders.

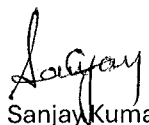
The Chairman further informed that the consolidated results of the e-voting would be announced within the prescribed timelines and the results along-with the Scrutinizer's Report would be intimated to the Stock Exchanges in terms of the Listing Regulations and would be placed on the website of the Company and National Securities Depository Limited (NSDL).

The Chairman then authorized the Company Secretary to carry out the voting process. The Chairman also authorized the Company Secretary to accept, acknowledge and counter sign the Scrutinizer's report in connection with the AGM and declare the results of the voting in accordance with the requirements prescribed under the Companies Act, 2013 and other applicable laws.

Then the Chairman conclude the meeting.

On completion of the e-voting during the AGM, The Meeting concluded at 12:05 P.M.

Yours faithfully,
For **RHI Magnesita India Limited**


Sanjay Kumar

Company Secretary
ICSI Membership No.: A17021

