



RHI MAGNESITA

RHI MAGNESITA INDIA LTD.

(Formerly Orient Refractories Ltd.)
301, 316-17, TOWER B, EMAAR DIGITAL
GREENS GOLF COURSE EXTENSION
ROAD, SECTOR 61, GURUGRAM,
HARYANA-122011, INDIA
T +91 124 4062930
E corporate.india@rhimagnesita.com
www.rhimagnesitaindia.com

14 March 2023

**Department of Corporate Services
Bombay Stock Exchange Ltd.
Phiroze Jeejeebhoy Towers
Dalal Street, Mumbai-400001.**

**Department of Corporate Services
National Stock Exchange of India Ltd.
Exchange Plaza, Bandra Kurla Complex
Bandra (East), Mumbai**

STOCK CODE: 534076

STOCK CODE: RHIM

Dear Sir(s),

Sub: Proceedings of 2nd Extra-ordinary General Meeting (EGM) of the Company

We wish to inform that 2nd EGM of the Company was held on Monday, 13 March 2023 through video conference.

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 EGM.

This is for your information and records.

Thanking you,

Yours Faithfully,

For **RHI Magnesita India Limited**

Sanjay Kumar
Company Secretary
(ACS-17021)

Encl: As above



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Summary of proceedings of the 2nd Extra-ordinary General Meeting (EGM) of RHI Magnesita India Limited held through Video Conferencing (VC)/ Other Audio Video Means (OAVM) on 13 March 2023

Meeting Day, Date and Time: Monday, 13 March 2023 at 2.30 p.m.(IST)

Mode : Through Video Conferencing (VC)/ Other Audio Video 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 and 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. Gustavo Lucio Goncalves Franco, Non-executive Director, Mr. Erwin Jankovits, Non-executive Director and Ms. Ticiana Kobel, Non-executive Director attended the meeting through video conference mode from their respective locations.

Mr. Abhishek Rara, representative of the Statutory Auditors attended the meeting physically and Mr. Naresh Verma, representative of Secretarial Auditors attended the EGM through video conference from his location

Ms. Vijaya Gupta, Chief Financial Officer and Mr. Sanjay Kumar, Company Secretary attended the meeting physically.

Members attending the Meeting: 61 Members attended the meeting virtually in person/ 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 Chairman 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.

The Chairman made his opening remarks covering the growth expectations of the Industry and Company's position with respect to the same.

The Managing Director appraised the members on acquisition of Dalmia OCL Limited and refractory plant of Hi-tech Chemicals Limited including its benefit to the Company and revised structure of the Company post acquisition.

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

SPECIAL BUSINESS

1.	To appoint Ms. Ticiana Kobel (DIN: 0009850411) as a Non-Executive Director. (ORDINARY RESOLUTION)
2.	To increase in borrowing limits to Rs. 5,000 Crore pursuant to Section 180(1)(c) of the Companies Act, 2013 (SPECIAL RESOLUTION)
3.	To create charge on the assets of the Company to secure borrowings up to Rs. 5,000 Crore (SPECIAL RESOLUTION)
4.	To raise funds through issuance of securities of the Company (SPECIAL RESOLUTION)



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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 EGM. 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 Members.

The Chairman then thanked the Members for their continued support and participation in the meeting. He also thanked the Directors and Auditors to join the meeting.

The Chairman further informed that the consolidated results of the e-voting would be announced within 48 hours of the conclusion of the meeting 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 Scrutinizers report in connection with the EGM 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.

The meeting concluded at 3:57 p.m.

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

Sanjay Kumar
Company Secretary
(ICSI Membership No. -17021)