

**BHEEMA/SE/2022-23**

**29<sup>th</sup> December, 2022**

To,  
Listing Department  
BSE Limited,  
Phiroze jeejeebhoy Tower,  
Dalal Street, fort, Mumbai-400001, Maharashtra

**Scrip Code: 518017**

**Subject: Submission of Proceedings of the 43<sup>rd</sup> Annual General Meeting of the Company held on Wednesday, 28 December 2022 pursuant to Regulation 30(2) read with Part A of Schedule III of the SEBI (LODR) Regulations, 2015.**

Dear Sir (s),

Pursuant to the Regulation 30(2) read with Part A of Schedule III of the SEBI (LODR) Regulations, 2015 we are pleased to submit the proceedings of the 43<sup>rd</sup> Annual General Meeting of Bheema Cements Limited duly held on Wednesday, 28<sup>th</sup> December 2022 at 12:30 P.M (IST) and concluded at 01:13 P.M. (IST) through Video Conferencing or other Audio Video Means (VC/OAVM) for which purposes the Registered office of the company situated at 6-3-652/C/A, Flat 5a, Kautilya Amrutha Estates, Somajiguda, Hyderabad. TG 500082 IN shall be deemed as the venue for the meeting.

Please note that the results of e-voting will be intimated separately upon receipt of Report from the Scrutinizer within 2 working days from the conclusion of the Annual General Meeting.

You are requested to please take on record the above said document for your reference and further needful.

Thanking You,

Yours Truly,  
For Bheema Cements Limited



**Anshul Singhai**  
Company Secretary & Compliance Officer  
M. No. A55037



Encl.: a/a

**PROCEEDING OF THE 43<sup>RD</sup> ANNUAL GENERAL MEETING OF BHEEMA CEMENTS LIMITED HELD ON WEDNESDAY THE 28<sup>TH</sup> DECEMBER, 2022 THROUGH VIDEO CONFERENCING FOR WHICH PURPOSES THE REGISTERED OFFICE OF THE COMPANY SITUATED AT 6-3-652/C/A, FLAT 5A, KAUTILYA AMRUTHA ESTATES, SOMAJI GUDA, HYDERABAD, TELANGANA STATE - 500082 SHALL BE DEEMED VENUE FOR THE MEETING COMMENCED AT 12:30 P.M. AND CONCLUDED AT 01:13 P.M.**

The 43<sup>rd</sup> Annual General Meeting of Bheema Cements Limited was held on Wednesday, the 28<sup>th</sup> December, 2022 at 12:30 P.M. (IST) and concluded at 01:13 P.M. (IST) through Video Conferencing ("VC")/Other Audio Visual Means (OAVM) in compliance with the applicable provisions of the Companies Act, 2013, and SEBI(Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") and various circulars issued by the Ministry of Corporate Affairs and the SEBI.

#### **PRESENCE IN THE MEETING THROUGH VC/OAVM:**

##### **I. DIRECTORS:**

<b>S.NO.</b>	<b>NAME OF DIRECTOR</b>	<b>DESIGNATION</b>
1.	Mr. Kandula Prasanna Sai Raghuv eer	Managing Director & Chairman of the meeting
2.	Mr. Kuchampudi Srinivasa Upendrasaketh Varma	Wholetime Director
3.	Mr. Raja Kishore Tadimalla	Executive Director
4.	Mr. Pawan Jain	Non-executive Independent Director
5.	Mr. Ruthwesh Argula	Non-executive Independent Director
6.	Mr. Shailesh Shivappa Biradar	Non-executive Independent Director
7.	Mr. Anantha Ramaiah Srinivasula	Non-executive Independent Director

##### **II. OFFICERS IN PRESENCE:**

<b>S.NO.</b>	<b>NAME OF OFFICER</b>	<b>DESIGNATION</b>
1.	Mr. Varmavenkatasatya Suryanarayana Rudhraraju	CEO(KMP)
2.	Mrs. Uma Tadimalla	CFO (KMP)
3.	Mr. Anshul Singhai	Company Secretary & Compliance Officer (KMP)

##### **III. SPECIAL INVITEE:**

<b>S.NO.</b>	<b>NAME OF OFFICER</b>	<b>DESIGNATION</b>
	Mr. A Krishna Rao	Statutory Auditors
	Ms. Surabhi Agrawal	Secretarial Auditors and Scrutinizer for remote E-voting and E-voting at AGM



## PROCEEDINGS OF THE MEETING:

The Company Secretary welcomed the members to the meeting and briefed them the procedural/ technical points relating to participation at the meeting through VC.

He further informed that, Mrs. Bhavani Lakshmi Kilaru, the Chairperson of the Company will not be attending the meeting due to some personal exigency and with the permission of all the participants and shareholders the Company secretary requested Mr. Kandula Prasanna Sai Raghuvver, Managing Director of the Company to Chair the meeting.

Thereafter, the Company Secretary requested Mr. Kandula Prasanna Sai Raghuvver, Chairman of the meeting to continue the proceedings of this meeting and to address the members on current and future prospectus of the company.

The Chairman welcomed the shareholders at the meeting and called the meeting in order as the requisite quorum for the meeting was present. He further requested all the Board members present to introduce themselves to the shareholders of the Company.

After the brief introduction, he informed that Mrs. Uma Tadimalla, Chief Financial Officer of the Company, Mr. Varmavenkatasatya Suryanarayana Rudhraraju, Chief Executive Officer of the Company, Representatives of M/s P. Murali & Co., Chartered Accountants, the Statutory Auditors of the Company and Ms. Surabhi Agrawal, Secretarial Auditor of the Company are also participating in the meeting. The Chairman Informed that due to COVID-19 concerns the 43<sup>rd</sup> Annual General Meeting is convened through Audio Visual Means and the format is in compliance with the directions of the Ministry of Corporate affairs as well as SEBI guidelines.

The Chairman further informed that physical attendance of shareholders at this Annual General Meeting is dispensed with so the requirement of appointing proxy is not applicable.

The chairman informed that registers as required under the Companies Act, 2013 are open for inspection through electronic mode and the shareholders who wish to inspect the same may reach out to the company secretary of the Company at the email address mentioned in the notice convening the

meeting.



He further, informed that the shareholders who have not cast their votes already may cast their votes through remote E-voting facility provided at this Annual General Meeting.

The Chairman made his remarks on the performance of the Company including a brief overview of the strategy and business operations of the Company.

The Chairman further informed that since the notice of the meeting was circulated well in advance to all the shareholders the said notice is taken as read. He further informed that there is no observation, qualification or adverse remarks or comments by the statutory auditors in their report for the financial year ended 31<sup>st</sup> March, 2022 so the same is also taken as read.

Thereafter the chairman closed his address by expressing gratitude to all the colleagues on the Board and thanked all the shareholders for your relentless trust and support and confidence in the Company and its Management.

The Chairman of the meeting, then authorised and requested the Company Secretary to carry out the voting process and to control the meeting ahead.

The Company Secretary requested the shareholders, one after another, to express their views, ask questions seek clarifications, if any. Various shareholders raised various queries and also praised the Management and the Secretarial Department for the efforts being made to revive the plant.

The queries raised by the shareholders were duly addressed by the Chairman of the meeting.

Then, the Company Secretary informed that the e-voting facility will remain active at the CDSL e-voting website for next 15 minutes to enable Members to cast votes. He further informed that, the results of the E- voting will be announced within 48 (Forty-eight) hours from the conclusion of this meeting and the same shall be intimated to the BSE Limited and also uploaded on the website of the Company.

The meeting was concluded at 01.13 P.M. with a vote of thanks to the chair and all the Stakeholders of the Company.



As per the Notice of the 43<sup>rd</sup> Annual General Meeting of the Company dated 2<sup>nd</sup> December, 2022, the following resolutions were put to vote by remote E-voting and E-voting at the AGM:

### Ordinary Business:

1. To receive, consider approve and adopt the Standalone Audited Financial Statements containing the Balance Sheet as at March 31, 2022, the Statement of Profit & Loss and Cash Flow for the financial year ended March 31, 2022 along with the report of the Board of Directors and of the Auditors thereon. (Ordinary Resolution)
2. To re-appoint Director liable to retire by rotation. (Ordinary Resolution)

### Special Business:

3. To re-appoint Mr. Kuchampudi Srinivasa Upendrasaketh Varma (DIN: 07087346) as the Whole-Time Director of the company. (Special Resolution)
4. To re-appoint Mr. Kandula Prasanna Sai Raghuv eer (DIN:07063368) as the Whole-Time Director of the company. (Special Resolution)
5. To approve sub-division of equity shares of the company. (Ordinary Resolution)
6. To approve alteration of memorandum of association of the company. (Special Resolution)
7. To Ratify/ approve material related party transaction entered during the financial year 2021-22. (Ordinary Resolution)
8. To approve material related party transactions proposes to be entered into by the company during the financial year 2022-23. (Ordinary Resolution)
9. To approve giving loan or guarantee or providing security in connection with loan availed by any other person specified under section 185 of the Companies Act, 2013. (Special Resolution)

For Bheema Cements Limited



Anshul Singhai

Company Secretary & Compliance Officer

M. No. A55037

