



## RHI MAGNESITA

**RHI MAGNESITA INDIA LTD.**  
(Formerly Orient Refractories Ltd.)  
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22 October 2022

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 1<sup>st</sup> Extra-ordinary General Meeting (EGM) of the Company**

We wish to inform that 1<sup>st</sup> EGM of the Company was held on Wednesday, 21 December 2022 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.

Webcast of 1<sup>st</sup> EGM will also be made available on the Company's website i.e. [www.rhimagnesitaindia.com](http://www.rhimagnesitaindia.com)

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

**Summary of proceedings of the 1<sup>st</sup> Extra-ordinary General Meeting (EGM) of RHI Magnesita India Limited held through Video Conferencing (VC)/ Other Audio Video Means (OAVM) on 21 December 2022**

**Meeting Day, Date and Time:** Wednesday, 21 December 2022 at 3.30 p.m.

**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 Ms. Sonu Chadha, Independent Director & Chairperson of Stakeholders' Relationship Committee and Corporate Social Responsibility Committee, Mr. Gustavo Lucio Goncalves Franco, Independent Director and Mr. Erwin Jankovits, Independent Director and Mr. RVS Rudraraju, Whole-time Director attended the meeting through video conference mode from their respective locations.

Mr. Abhishek Rara, representative of the Statutory Auditors 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:** 39 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 performance and growth expectations of the Industry till end of 2022.

The Managing Director appraised the members on details of proposed acquisition of Dalmia OCL Limited through issue of equity shares on preferential basis.

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:

<b>SPECIAL BUSINESS</b>	
1.	To increase the limits applicable for making investments/ extending loans and giving guarantees or providing securities in connection with loans to Persons / Bodies Corporate. <b>(SPECIAL RESOLUTION)</b>
2.	To issue further equity shares through preferential allotment. <b>(SPECIAL RESOLUTION)</b>

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 4:25 p.m.

Yours faithfully,

For RHI Magnesita India Limited



Sanjay Kumar

Company Secretary

(ICSI Membership No. -17021)

