

एन एम डी सी



NMDC

# एन एम डी सी लिमिटेड NMDC Limited

(भारत सरकार का उद्यम) (A GOVT. OF INDIA ENTERPRISE)

पंजीकृत कार्यालय : 'खनिज भवन', 10-3-311/ए, कैसल हिल्स, मासाब टैंक, हैदराबाद - 500 028.

Regd. Office : 'Khanij Bhavan' 10-3-311/A, Castle Hills, Masab Tank, Hyderabad - 500 028.

नैगम पहचान संख्या / Corporate Identity Number : L13100AP1958 GOI 001674

No. 18(1)/2019- Sectt

6<sup>th</sup> December 2019

1) The BSE Limited Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai- 400001	2) National Stock Exchange of India Ltd., Exchange Plaza, C-1, Block G, Bandra Kurla Complex, Bandra (E), Mumbai – 400 051
3) The Calcutta Stock Exchange Limited, 7, Lyons Range, Kolkata – 700001	

Dear Sir/Madam,

**Sub: Amendment to Articles of Association of the Company**

**Ref: Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015; Security ID: NMDC**

The Members of the Company have passed Special Resolutions for the following as set out in the Postal Ballot Notice dated 11<sup>th</sup> October 2019, with requisite majority:

1. Amendment to 'Articles of Association' with regard to Borrowing Powers
2. Authorization to offer, issue and allot secured or unsecured Non Convertible Debentures (NCD's) or bonds on private placements aggregating Rs.5000 crores
3. Approval for creation of charge, mortgage or hypothecation on the assets of the Company in connection with borrowings

The results of the Postal Ballot were declared and submitted to the exchanges on 5<sup>th</sup> December 2019.

Pursuant to Regulation 30 of SEBI (LODR) Regulations, 2015, please find enclosed, in brief, the amendment to 'Articles of Association' with regard to Borrowing Powers.

You are requested to please take a note of the same.

Thanking you

Yours faithfully,

For NMDC Limited

  
A S Pardha Saradhi  
Company Secretary



Encl: A/a

**Amendment to 'Articles of Association' with regard to Borrowing Powers:**

The existing Articles 39, 40 and 42 of the Articles of Association of the Company are amended as follows:

**39. Subject to the** provisions of the Act, these Articles and the extant guidelines/instructions, if any, of the Government of India in this regard, the directors shall have the power to pass a resolution at a meeting of the Board and not by circulation to raise or borrow or secure the payment of any sum or sums of monies for the purposes of the Company provided that the total amount borrowed at any time together with monies already borrowed by the Company (apart from temporary loans obtained from the company's bankers in the ordinary course of business) shall not, without the consent of the Company in General Meeting, exceed the aggregate of the paid up capital of the company and its free reserves, that is to say, reserves not set apart for any specific purpose.

40. The Directors may secure the repayment of such moneys in such manner and upon such terms and conditions in all respects as they think fit and in particular by the issue of bonds, perpetual, or redeemable debentures or debenture stock or any mortgage, charge or other security on the undertaking of the whole or any part of the property of the Company (both present and future) including its uncalled capital for the time being.

42. **Subject to** the provisions of the Act and the extant guidelines/ instructions, if any, of the Government of India in this regard, any bonds, debentures, debenture stock or other securities may be issued at a discount, premium or otherwise and with any special privileges as to redemption, surrender, drawings and allotment of shares, Bonds, debentures, debenture stock or other securities with the right to allotment of or conversion into shares shall be issued only with the consent of the company in general meeting.

*[Handwritten signature]*

