

एनएमडीसी



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 : L13100TG1958 GOI 001674

No. 18(1)/2021- Sectt

30th September 2021

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: Proceedings of 63rd Annual General Meeting of NMDC Limited held on 30th September 2021

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

The 63rd Annual General Meeting (AGM) of NMDC Limited was held on Thursday the 30th September 2021 at 1130 (A.M.) hours IST through video conferencing ("VC") / Other Audio Visual Means ("OAVM"), in compliance with the Ministry of Corporate Affairs General Circular No.s 02/2021, 20/2020, 17/2020 and 14/2020 and other applicable provisions of the Companies Act, 2013 and Circulars issued by the Securities and Exchange Board of India.

Please find attached the proceedings of 63rd AGM pursuant to Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The AGM concluded at 12.40 (P.M.) hours IST.

This is for your information and record please.

Thanking you

Yours faithfully,
For NMDC Limited

A S Pardha Saradhi
Company Secretary



Encl: A/a

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Summary of the Proceedings of 63rd Annual General Meeting of NMDC Limited

The 63rd Annual General Meeting (AGM) of NMDC Limited was held on Thursday the 30th September 2021 at 11.30 (A.M.) hrs IST through video conferencing ("VC") / Other Audio Visual Means ("OAVM").

The deemed venue for 63rd AGM being the Registered Office of the Company at 10-3-311/A, Khanij Bhavan, Castle Hills, Masab Tank, Hyderabad - 500028, Telangana.

Total number of Shareholders as on record date (24th September 2021): 5,27,082

Members present through Video Conferencing: 96

Directors' present through video conferencing ("VC") / Other Audio Visual Means ("OAVM"):

1. Shri Sumit Deb, Chairman and Managing Director
2. Shri Amitava Mukherjee, Director (Finance)
3. Shri Alok Kumar Mehta, Director (Commercial)
4. Shri Somnath Nandi, Director (Technical)

Auditors present through video conferencing ("VC") / Other Audio Visual Means ("OAVM"):

1. M/s Sagar & Associates, Statutory Auditors
2. Shri D Hanumanta Raju, M/s D Hanumanta Raju & Co., Secretarial Auditors & Scrutinizers
3. M/s B. Mukhopadhyay & Co., Cost Auditors
4. M/s JVSL & Associates, Internal Auditors

In attendance present through video conferencing ("VC") / Other Audio Visual Means ("OAVM"):

1. Shri A S Pardha Saradhi, Company Secretary and Compliance Officer
2. Shri Bhaskara Murthy, M/s Aarthi Consultants Private Limited, Registrar and Share Transfer Agents

I) The 63rd Annual General Meeting (AGM) of NMDC Limited was held on Thursday the 30th September 2021 at 1130 hours IST through video conferencing ("VC") / Other Audio Visual Means ("OAVM"), in compliance with the Ministry of Corporate Affairs General Circular No. 02/2021, 20/2020, 17/2020 and 14/2020 and other applicable provisions of the Companies Act, 2013 and Circulars issued by the Securities and Exchange Board of India.

II) Shri Sumit Deb, Chairman and Managing Director (CMD) of the Company chaired the proceedings of the meeting and welcomed the Members and their representatives, the Directors, and Auditors, to the





63rd Annual General Meeting (AGM) of the Company and informed that the meeting is being held through video conference (VC) / other audio visual means (OAVM) in accordance with the MCA Circulars, applicable provisions of the Companies Act, 2013 and SEBI Regulations.

- III) CMD requested Directors to introduce themselves to the Members of the Company and thereafter Shri Amitava Mukherjee, Director (Finance), Shri Alok Kumar Mehta, Director (Commercial) and Shri Somnath Nandi, Director (Technical) introduced themselves one after the other to the Members of the Company.
- IV) Thereafter, Company Secretary welcomed the Members and their representatives, the Directors, Statutory Auditors, Secretarial Auditors and Scrutinizers, Cost Auditors, Internal Auditors and the Registrar and Share Transfer Agents to the 63rd AGM of the Company.
- V) Company Secretary informed about receipt of nomination of Representative of President of India, Shri Amit Pankaj, Under Secretary, Ministry of Steel, Govt. of India.
- VI) Company Secretary informed that the Company being a Central Public Sector Enterprise under administrative control of Ministry of Steel, Govt. of India and as per Articles of Association, the President of India shall appoint all members on the Board of Directors. The Company doesn't have requisite number of Independent Directors and hence the Company has not been able to re-constitute Audit Committee, Nomination and Remuneration committee and Stakeholders Relationship Committee and hence there is no representation of the committee's Chairman at the Annual General Meeting.
- VII) Company Secretary confirmed the presence of requisite quorum and thereafter Chairman and Managing Director called the meeting to be in order.
- VIII) Company Secretary informed Members that in compliance with provisions of the Companies Act, 2013, SEBI (LODR) Regulations, 2015, and the Circulars issued by the Ministry of Corporate Affairs and SEBI, the Company has provided the facility to attend/join the 63rd AGM through VC/OAVM through the NSDL e-Voting system.
- IX) Company Secretary informed to Members about availability of the Registers of Directors and KMP and their Shareholding, Register of Contracts and other related documents for inspection electronically.
- X) Company Secretary informed Members that in compliance with provisions of SEBI (LODR) Regulations, 2015, the Companies Act, 2013 and the Circulars issued by the Ministry of Corporate Affairs, the Company has provided remote e-voting facility through National Securities Depository Limited (NSDL) to the members as on the cut-off date (24th September 2021) for a period of 3 days from 27th September





2021 at 10.00 a.m. to 29th September 2021 at 5.00 p.m. The Company has also provided the facility to vote, through NSDL e-Voting system, available during the AGM to the Members, who are present at the AGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting, to enable them to cast their vote electronically on the items mentioned in the Notice of AGM.

- XI) The Chairman delivered his Speech.
- XII) Company Secretary informed the Members that M/s Sagar & Associates, Statutory Auditors and M/s D. Hanumanta Raju & Co., Secretarial Auditor have expressed unqualified opinion in their respective reports for the financial year 2020-21. With the permission of the Members, Annual Report including Notice of 63rd AGM of the Company, the Reports of Board of Directors' along with annexures, Financial Statements for the financial year ended 31st March 2021, Statutory Auditors' Report, C&AG Report and Secretarial Auditors' Report were taken as read.
- XIII) The resolutions relating to following items of business, as set forth in the Notice of 63rd AGM, were tabled at the meeting: -

A) ORDINARY BUSINESS:

- (1) To receive, consider and adopt (a) the Audited Standalone Financial Statements of the Company for the financial year ended 31st March 2021 together with the reports of the Board of Directors', Statutory Auditors and Comptroller and Auditor General of India thereon; and (b) the Audited Consolidated Financial Statements of the Company for the financial year ended 31st March 2021 together with the reports of Statutory Auditors and Comptroller and Auditor General of India thereon. **(Ordinary Resolution)**
- (2) To approve and ratify the payment of Interim Dividend of Rs. 7.76 ps. per equity share of Re. 1.00 each already paid for the financial year 2020-21. **(Ordinary Resolution)**
- (3) To appoint a Director in place of Shri Amitava Mukherjee, Director (Finance) (DIN: 08265207), who retires by rotation and being eligible, offers himself for re-appointment. **(Ordinary Resolution)**
- (4) To appoint a Director in place of Smt. Rasika Chaube, Govt. Nominee Director, (DIN: 08206859), who retires by rotation and being eligible, offers herself for re-appointment. **(Ordinary Resolution)**
- (5) To authorize the Board of Directors for fixing the remuneration of Statutory Auditors for the financial year 2021-22. **(Ordinary Resolution)**





B) SPECIAL BUSINESS:

- (6) To appoint Shri Somnath Nandi (DIN: 08859169) as Director (Technical) of the Company. **(Ordinary Resolution)**
- (7) To appoint Smt Sukriti Likhi (DIN: 01825997) as Government Nominee Director of the Company. **(Ordinary Resolution)**
- (8) To ratify the remuneration of the Cost Auditors of the Company for the financial year 2021-22. **(Ordinary Resolution)**
- XIV) Company Secretary allowed Members to speak, who registered themselves as a speaker to express their views/ask questions during the meeting.
- XV) Members asked questions on production, sales, prices, status of Demerger, and general issues about the operations of the Company and the Chairman and Managing Director, Director (Finance) and other Directors suitably replied to the queries raised by the Members.
- XVI) Company Secretary instructed the moderator to keep the e-voting window open for 15 minutes and requested the Members who had not already cast their vote to cast their vote.
- XVII) CMD informed Members that M/s D. Hanumanta Raju & Co., Company Secretaries were appointed as the Scrutinizer to scrutinize the remote e-voting process and voting during AGM in a fair and transparent manner.
- XVIII) CMD further informed that the combined result of voting through remote e-voting and e-voting at AGM and the Scrutinizer's Report will be placed on the website of the Company and on the website of NSDL and also will be communicated to the Stock Exchanges.
- XIX) CMD also informed that the resolutions, if approved by the Members, shall be deemed as passed effective today i.e., 30th September 2021.
- XX) Chairman and Managing Director declared the meeting closed.
- XXI) Company Secretary proposed vote of thanks to the Chairman, Directors, the Members and their representatives, Statutory Auditors, Secretarial Auditors, Cost Auditors, Internal Auditors, Scrutinizers and the Registrar and Share Transfer Agents for attending the Meeting.
- XXII) The meeting concluded at 12.40 (P.M.) hrs IST.

