

## ALKALI METALS LTD

MINUTES OF 42nd ANNUAL GENERAL MEETING OF THE COMPANY  
HELD ON FRIDAY THE 30<sup>TH</sup> JULY 2010 AT 10.00AM AT HOTEL GREEN  
PARK, GREEN LANDS, AMEERPET, HYDERABAD- 500 016.

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### THE FOLLOWING DIRECTORS WERE PRESENT:

- |                          |                      |
|--------------------------|----------------------|
| 1. Dr.J.S.Yadav          | Chairman             |
| 2. Sri.Y.S.R Venkata Rao | Managing Director    |
| 3. Sri.P.C. Patnaik      | Independent Director |
| 4. Sri.G.Jayaraman       | Independent Director |

### IN ATTENDANCE:

- |                          |                   |
|--------------------------|-------------------|
| 1. Sri.P.S.Chandra Mouli | Company Secretary |
| 2. Sri.P.Shankara Rao    | GM-Finance        |
| 3. Sri.C.K.Babu          | Auditors          |

Number of members present in person      51  
No.of members present in Proxy            4

Since the requisite quorum was present, Dr.J.S.Yadav, Chairman presided over the meeting and declared that the meeting could commence.

The Register of Directors' share holding maintained by the company pursuant to section 307 of the companies Act 1956 was kept open at the meeting for shareholders who are entitled to have access and right to inspect the said Register.

The Chairman extended a warm welcome to the shareholders who are attending the 42<sup>nd</sup> Annual General meeting of the Company. The chairman after introducing Directors to the audience, informed about the sad demise Dr.Y.V.S.S.Murty garu, on 30<sup>th</sup> March 2010 and lighted the lamp along with other Directors and paid rich floral tributes to Late Dr.Y.V.S.S. Murty garu, and requested all the members present to observe two minutes silence as a mark of respect to the departed soul. Later, he also lauded the excellent services rendered by Late.Dr.Y.V.S.S.Murty garu who was instrumental in bringing up the Company to this level and created livelihood to several hundreds of families and also served the society by giving free medical aid to the rural people and scholarships to the poor and merited Engineering and medical students through his family Trust.



*Certified true copy*  
For ALKALI METALS LTD.

*[Signature]*  
Company Secretary &  
Compliance Officer

Before proceeding with the items of agenda, the Chairman in his speech briefed the members on global scenario in Chemical industry and the challenges faced by export houses, general economy and the present status of the Company and the future outlook etc.

Notice of the meeting was taken as read with the permission of shareholders. The Company Secretary read out the Auditors Report. The questions raised by shareholders were clarified to their satisfaction on Profit & Loss Account and Balance sheet.

There being no questions from shareholders, the following business was transacted item wise as under:

**ORDINARY BUSINESS:**

**ITEM NO.1**

**CONSIDERATION AND ADOPTION OF ANNUAL ACCOUNTS FOR THE YEAR ENDED 31<sup>ST</sup> MARCH 2010**

The following resolution was proposed as an ordinary resolution by Mr. Shujath Ali Khan and Seconded by Mr. Mohd.Anwar Sufi.

"Resolved that the Balance sheet for the financial year ended 31<sup>st</sup> March 2010, and the Profit and Loss Account for the year ended on that date and the Report of the Auditors and Directors, together with other information and schedules thereon, of the Company as placed before the meeting, be and are hereby adopted".

On being put to Vote by show of hands, the resolution was adopted unanimously.

**ITEMNO.2**

**DECLARATION OF DIVIDEND:**

The following resolution was proposed as an ordinary resolution by Mr.Kamal Kishore and Seconded by Mr. Jaya Prakash Rao.

"Resolved that the dividend at Rs.4/- (ie.40%) per share on Equity shares of Rs.10/-each be and is hereby declared for payment to those members whose names appear on the Register of Members of the Company on 28<sup>th</sup> July 2010"

On being put to vote by show of hands, the resolution was adopted unanimously.



*certified true copy*  
For ALKALI METALS LTD.  
*Ambarhadia*  
Company Secretary &  
Compliance Officer

### ITEM NO.3

#### RE-APPOINTMENT OF DR.J.S.YADAV AS DIRECTOR.

As the item pertains to re-appointment of himself as Director, Dr.J.S.Yadav requested Managing Director to act as Chairman for this item and thereupon Sri.Y.S.R.Venkata Rao conducted the Proceedings.

The following resolution was proposed as an ordinary resolution by Mr. Shantilal C Shah and Seconded by Mr..A.V.Shastry.

"Resolved that Dr.J.S.Yadav, Director who retires by rotation and eligible for re-appointment be and is hereby re-appointed as Director of the Company".

On being put to Vote by show of hands, the resolution was adopted unanimously.

Since the item pertaining to the election of Dr.J.S.Yadav, Director was over, Sri.Y.S.R.Venkata Rao, Managing Director, requested Dr.J.S.Yadav, to conduct the meeting and thereupon he proceeded with the residual items of Agenda.

### ITEM NO.4

#### RE-APPOINTMENT OF SRI. P.C.PATNAIK AS DIRECTOR:

The following resolution was proposed as an ordinary resolution by Mr. Suresh Chandra Jain and Seconded by Mr.P.Jayaprakash Rao.

"Resolved that Sri.P.C.Patnaik, Director who retires by rotation and eligible for re-appointment be and is hereby re-appointed as Director of the Company".

On being put to Vote by show of hands, the resolution was adopted unanimously.

### ITEM NO.5

#### APPOINTMENT OF M/S.C K S ASSOCIATES, CHARTERED ACCOUNTANTS, HYDERABAD AS STATUTORY AUDITORS.

The following resolution was proposed as an ordinary resolution by Mr.Shantilal C Shah and Seconded by Mr.Kamal Kishore



*certified true copy*  
For ALKALI METALS LTD.

*Shantilal C Shah*  
Company Secretary &  
Compliance Officer

"Resolved that M/s. C K S Associates, Chartered Accountants, Hyderabad (Peer Review Certificate No.004353) be and are here by appointed as Auditors of the Company from the conclusion of this meeting until the conclusion of next annual general meeting at a remuneration as may be fixed by the Board"

On being put to Vote by show of hands, the resolution was adopted unanimously.

**SPECIAL BUSINESS:**

**ITEM NO.6**

**APPOINTMENT OF SMT.LALITHYA POORNA ,ADDITIONAL DIRECTOR AS DIRECTOR.**

The following resolution was proposed as an ordinary resolution by Mr.Sujjath Ali Khan and Seconded by Mr.Shaik Ahmed.

"Resolved that Smt. Y.Lalithya Poorna who was appointed as an Additional Director as per the provisions of the Companies Act 1956, by the Board of Directors, who holds office up to the ensuing annual general meeting and in respect of whom the Company received a request proposing her candidature for the office of the Director, be and is hereby appointed as a Director of the Company whose period of office shall be liable to determination by retirement of Directors by rotation"

On being put to Vote by show of hands, the resolution was adopted unanimously.

**ITEM NO.7**

**RE-APPOINTMENT OF SRI.Y.S.R.VENKATA RAO, MANAGING DIRECTOR.**

The following resolution was proposed as an ordinary resolution by Mr. Ramesh Manguluri and Seconded by Mr.U.Nagaraju.

"Resolved that in accordance with the provisions of Sections 198, 269, 309, 310 read with Schedule XIII and all other applicable provisions, if any, of the Companies Act,1956 and any statutory modifications or enactments thereof, approval of the Company be and is hereby accorded to the re-appointment of Managing Director Sri.Y.S.R. Venkata Rao for a period of 5 years w.e.f 1<sup>st</sup> May 2010 on the following terms and conditions:

Basic pay	:Rs.1,50,000/- per month
H.R.A.	:Rs. 50,000/- per month

*Certified true copy*  
For ALKALI METALS LTD.

*Chandrababu*  
Company Secretary &  
Compliance Officer



Commission	:3%(Three Percent)on net profit calculated in accordance with Section 309 of the Companies Act.
Medical benefit	: Medi claim policy for Rs. 5 lakhs for family.
Insurance	: Accidental Insurance for Rs. 25 lakhs for self.
Leave Travel	: One month's basic pay per year which can be accumulated up to 2 years.
Vehicle	: Company car with a driver for official use.
Telephone & Email	: Free telephone, fax and email service at residence for Official use.
Gratuity	: One month's basic pay for each completed Year of service.

RESOLVED FURTHER THAT total remuneration payable to Sri Y.S.R. Venkata Rao, Managing Director be and is hereby limited to a over all ceiling limit of 5% per annum on net profit as per section 309 of the Companies Act, 1956.

RESOLVED FURTHER THAT where in any financial year, the Company has no profits or its profits are inadequate, Sri. Y.S.R. Venkata Rao, Managing Director shall be paid such remuneration not exceeding the ceiling limits specified under Schedule XIII of the Companies Act, 1956."

On being put to vote by show of hands, the resolution was adopted unanimously.

**Vote of thanks:**

The Chairman thanked all the shareholders, Board of Directors and staff and other personnel who are directly and indirectly connected for the smooth conduct of the meeting.

Sd/-  
Y.S.R. Venkata Rao  
Managing Director

Sd/-  
Dr.J.S.Yadav  
Chairman

Date: 30.07.2010  
Place: Hyderabad

*Certified true Copy*  
For ALKALI METALS LTD.



*[Signature]*  
Company Secretary &  
Compliance Officer

HP LaserJet M1522nf MFP

# Fax Activity Log

HP LASERJET FAX

Sep 14 2010 6:03PM

Job	Date	Time	Type	Identification	Duration	Pages	Result
6567	9/13/2010	4:04:16PM	Receive	+91 40 24755768	0:50	1	OK
6568	9/13/2010	5:15:16PM	Send	27201454	0:30	2	OK
6569	9/13/2010	5:36:00PM	Send	27201454	0:27	1	OK
6570	9/13/2010	5:39:34PM	Send	27201454	0:24	1	OK
6561	9/13/2010	5:39:01PM	Receive	++91 40 27201454	0:21	1	OK
6572	9/14/2010	10:32:00AM	Receive	++91 40 27201454	0:33	1	OK
6573	9/14/2010	10:38:50AM	Receive		0:40	0	No fax detected
6564	9/14/2010	10:28:22AM	Receive	++91 40 27201454	0:33	1	OK
6565	9/14/2010	10:35:11AM	Receive	++91 40 27201454	0:48	2	OK
6566	9/14/2010	10:43:12AM	Receive	++91 40 27201454	0:22	1	OK
6567	9/14/2010	11:00:08AM	Send	08418255363	1:19	1	OK
6568	9/14/2010	11:14:20AM	Receive		1:27	1	OK
6569	9/14/2010	11:21:26AM	Receive	++91 40 27201454	0:35	2	OK
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6574	9/14/2010	1:57:34PM	Receive		2:28	2	OK
6575	9/14/2010	2:11:12PM	Send	27201454	0:00	0	Busy
6576	9/14/2010	2:12:26PM	Send		0:00	0	Stop
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6579	9/14/2010	2:33:02PM	Send	27201454	0:00	0	Busy
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