

# MADRAS CEMENTS LTD.

**MINUTES OF THE EXTRAORDINARY GENERAL MEETING OF THE  
COMPANY HELD AT 11.00 A.M. ON THURSDAY,  
THE 18<sup>TH</sup> OCTOBER, 2012 AT NO:47, P.S.K.NAGAR,  
RAJAPALAIYAM - 626 108.**

Members attended in person	..	12
Members attended through proxy	..	5
		-----
Total	..	17
		-----

Sri.P.R.Ramasubrahmaneya Rajha, Chairman and Managing Director of the Company presided.

The Chairman welcomed the Members to take part in the proceedings of the Meeting.

The Notice convening the Meeting was read by the Secretary.

## **1. TO INCREASE THE LIMIT OF CORPORATE SOCIAL RESPONSIBILITY EXPENDITURE**

The Chairman informed the members that Section 293(1)(e) of the Companies Act, 1956, inter alia, provides that any amount contributed to any charitable or other funds not directly relating to the business of the Company or the welfare of the employees, the aggregate of which exceeds the greater of Rs.50,000 or Five percent of the Company's average net profits as determined in accordance with the provisions of Sections 349 and 350 of the Companies Act, 1956 during the 3 financial years immediately preceding the year in which the contribution has been made needs the approval of the members of the Company.

The Board of Directors considered that keeping in view the Company's increased activities and its obligations to the society at large, the annual limit provided under Section 293(1)(e) of the Companies Act, 1956, requires to be increased to Rs.50 crores or 5% of the Company's average net profits as determined in accordance with the provisions of Sections 349 and 350 during the three financial years immediately preceding, whichever is greater.



CHAIRMAN'S  
INITIAL

1/2

SOA

# MADRAS CEMENTS LTD.

- 2 -

Proposed by Sri.S.N.Rama Raju, a shareholder and seconded by Sri.P.Sivasubramanian, a shareholder, the following resolution was passed as an Ordinary Resolution by way of show of hands.

"RESOLVED that the Board of Directors of the Company, be and are hereby authorised pursuant to Section 293(1)(e) of the Companies Act, 1956, to contribute from time to time, in any financial year to any body, institute, society, person, trust or fund for any charitable or other purposes not directly related to the business of the Company or to the welfare of its employees upto a total amount of Rupees Fifty Crores or Five percent of the average net profits as determined in accordance with the provisions of Sections 349 and 350 of the Companies Act, 1956, during the three financial years immediately preceding, whichever is greater."

As no other subject was to be transacted, the meeting ended with a vote of thanks to the Chair.




P.R.RAMASUBRAHMANEYA RAJHA  
CHAIRMAN

Rajapalaiyam  
18.10.2012

CERTIFIED TRUE COPY

For MADRAS CEMENTS LTD.



K. SELVANAYAGAM  
SECRETARY



CHAIRMAN'S  
INITIAL

SJA