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**I G PETROCHEMICALS LIMITED**

MINUTES OF THE PROCEEDINGS OF THE TWENTY-FOURTH ANNUAL GENERAL MEETING OF THE MEMBERS OF I G PETROCHEMICALS LIMITED HELD ON SATURDAY THE 27<sup>TH</sup> JULY, 2013 AT 3.00 P.M. AT HOTEL MANDOVI, D B BANDODKAR ROAD, PANAJI, GOA - 403 001.

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The Twenty-Fourth Annual General Meeting of the members of I G Petrochemicals Limited was held on Saturday, 27<sup>th</sup> July, 2013 at 3.00 p.m. at Hotel Mandovi, D B Bandodkar Road, Panaji, Goa - 403 001.

17 members including 3 members through proxy attended the meeting.

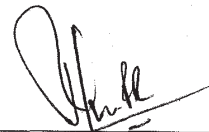
Shri J K Saboo proposed the name of Shri Rajesh Muni as the Chairman of the meeting and Dr. A K A Rathi seconded the same. Thereafter Shri Rajesh Muni took the Chair pursuant to Article 95 of the Articles of Association of the Company.

As the requisite quorum was present, the Chairman called the meeting to order. The Chairman then welcomed the members at the Twenty-Fourth Annual General Meeting.

The Chairman informed the members that the Register of Directors' shareholding under Section 307 of the Companies Act, 1956 as also the audited statement of accounts and the Directors' Reports and the Auditors' Reports thereon have been laid on the table and are open for inspection.

With the permission of the members present, Notice convening the Twenty-Fourth Annual General Meeting was taken as read. In his welcome speech he informed the members that Company has achieved a healthy performance during the year 2012-2013 with the Gross Revenues crossing the ONE THOUSAND CRORE mark at Rs. 1067.18 crores as against Rs. 955.37 crores during the previous year 2011-2012. The production of PA was 1,06,662 MT at 91.86% for the year as against 1,15,673 MT at 99.62% for the previous year 2011-2012. The production was marginally less due to closure of Plant on a couple of occasions. The Net Profit before extraordinary item (Depreciation relating to earlier years) was Rs. 31.54 crores as against Rs. 16.59 crores during the previous year. The Net Profit after extraordinary item and taxation was Rs. 3.07 crores. The operating margins increased during the first half of the year due to healthy growth in the domestic markets and improved realizations as imports became dearer because of Safeguards duty on PA from January 2012 for one year. However due to high international crude oil prices the downstream products including the raw material prices witnessed exponential price rise due to which the margins of PA saw declining trends especially during the third quarter of the year. There was some easing on the raw material price and the margins in PA saw some improvement in the domestic as well as export markets. The Government has imposed the anti-dumping duty during December 2012 for a period of five years on PA originating/exported from Korea, Taiwan and Israel. In order to conserve resources the Directors have not recommended any Dividend for the year 2012-2013.

As regards economic scenario and future outlook he informed that the Indian economic growth has been moderated during the year due to various internal and external factors. The GDP growth was 5% during 2012-13 and is expected to be in the range of 5.5-6.5%



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in the current year despite subdued economic sentiments as the general consensus remains optimistic about the long term growth. The PA market is expected to show steady growth as the overall momentum is expected to revive soon. The Governments thrust on infrastructure development continues with the result that the construction industry and the related industries such as paints, PVC, plasticizers, resins, plastic products, textile dyes, printing inks and other chemicals are on an upward movement. It is therefore expected that the PA industry would do well in the years to come. The Company's expansion project for increase in capacity by 50000 MT. is progressing as per schedule and the trial runs would commence by the end of July 2013. After expansion the Company would be the largest producer of PA in India and one of the lowest cost producers of PA in the world. This would result in increased profits due to optimum utilization of existing facilities. The production of PA was 26,026 MT. during the quarter ended 30<sup>th</sup> June 2013 and Gross Sales amounted to Rs. 266.50 crores.

He further stated that the Audit Committee and the Shareholders Committee meetings are held regularly and review the Company's financial statements, Internal Control systems, investor services etc. and recommend the same to the Board. All the statutory requirements are complied with the various authorities. Shareholders are requested to contact the Registrars and Transfer Agents M/s. Bigshare Services directly for any share related work at the address mentioned in the Annual Report. In continuation of the "Green Initiative" as per the MCA Circular of April 2011, the Company sends the Annual Reports to those shareholders whose email addresses are registered with the Depository Participants. It is therefore requested that shareholders holding shares in physical mode and electronic mode should register their e-mail id's with the Registrars and the Depository Participants. 2,84,07,897 equity shares (92.25%) of the total paid up share capital have been demated into NSDL and CDSL accounts up to 30 June 2013.

He concluded his speech by thanking the Government authorities, Institutions, Banks and business partners and employees at all levels for their valuable support in the growth of the Company. He also thanked his fellow shareholders and all those who had attended the Meeting for their continued support to the Company.

After addressing the members he requested Shri Anand Kadkol, Company Representative to read the Auditors' Report.

Thereafter the Chairman proposed the following resolution and Shri Sadashiv Shet seconded the same –

1. "RESOLVED THAT the Directors' Report and the audited Statement of Accounts of the Company for the year ended 31<sup>st</sup> March 2013 be and are hereby adopted."

The Chairman Shri Rajesh Muni as also the Chairman of Audit Committee invited the members for their comments and queries, if any, relating to the financial statements of the Company.

Queries from shareholders were responded by the Chairman, Shri J K Saboo, Executive Director and Shri Anand Kadkol.



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The Chairman then put the resolution to vote by show of hands and declared the same as carried unanimously.

2. The following resolution was proposed by Dr. A K A Rathi and Shri Bharatkumar Pomai seconded the same –

“RESOLVED THAT Shri Rajesh Muni who retires by rotation be and is hereby re-appointed as a Director of the Company.”

Shri Rajesh Muni being interested Director did not participate in the resolution and voting.

The resolution was put to vote by show of hands and declared the same as carried unanimously.

3. The following resolution was proposed by Shri Rajesh Muni and Shri Vishnu Naik seconded the same –

“RESOLVED THAT pursuant to the provisions of Section 224 and other applicable provisions, if any, of the Companies Act, 1956, M/s. Hariharan & Co., Chartered Accountants, Bengaluru (Registration No. 001083S), the retiring Auditors, be and are hereby re-appointed auditors of the Company to hold office from the conclusion of this meeting until the conclusion of the next Annual General Meeting of the Company at a remuneration to be fixed by the Board of Directors.”

The resolution was put to vote by show of hands and declared the same as carried unanimously.

The meeting terminated with a vote of thanks to the Chair.



**Rajesh Muni**  
Chairman

Date : 29<sup>th</sup> July, 2013