



ISO 9001:2008
Certified Company

VAMA INDUSTRIES LIMITED



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PROCEEDINGS OF THE TWENTY NINTH ANNUAL GENERAL MEETING OF VAMA INDUSTRIES LIMITED HELD ON THURSDAY, SEPTEMBER 25, 2014 AT 10:00 A.M. AT HOTEL INNER CIRCLE RAJ BHAVAN ROAD, SOMAJIGUDA, HYDERABAD – 500082

MEMBERS PRESENT:

57 members were present in person

9 members were present by Proxy

DIRECTORS PRESENT:

- | | | |
|----|---------------------------|--------------------------------|
| 1. | Mr. V. Atchyuta Rama Raju | Chairman and Managing Director |
| 2. | Mr. V. Rajam Raju | Executive Director |
| 3. | Mr. R. Venkateswara Rao | Director |
| 4. | Mr. V. Rama Krishna Rao | Director |
| 5. | Mr. K. Vara Prasad Raju | Director |

ALSO PRESENT:

- | | | |
|----|----------------|-------------------|
| 1. | Mr. G. Siva | CFO |
| 2. | Mrs. K. Shilpa | Company Secretary |

BY INVITATION:

- | | | |
|----|--------------------|--|
| 1. | Mr. Grandhi Vittal | Proprietor, M/s G. V. & Co, Chartered Accountants,
Statutory Auditors |
| 2. | Mr. Vikas Sirohiya | Scrutinizer, Company Secretary in Practice |

The meeting commenced at 10:00 A.M.

1. Mr. V. Atchyuta Rama Raju, Chairman and Managing Director of the Company welcomed the members and others present to the Annual General meeting. After ascertaining the presence of the requisite quorum, he called the meeting to order and commenced the proceedings.
2. Mr. V. Atchyuta Rama Raju, Chairman and Managing Director of the Company addressed the members highlighting the business operations, future prospects, industry scenario etc.
3. With the consent of the members present, the Notice convening the 29th Annual General Meeting and the Report of Directors of the Company were taken as read.

V. Atchyuta Rama Raju



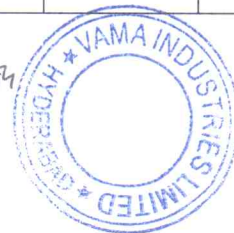
4. The Chairman requested the Auditors to read out their Report on the audited annual accounts of the Company for the financial year ended 31st March, 2014. Thereafter Mr. Grandhi Vittal, Proprietor, M/s. G. V. Co, Chartered Accountants, the Statutory Auditors, read out the Auditors Report.
5. Thereafter, the Chairman invited the members to raise their queries, if any.
6. The Chairman along with the management responded to the queries from members.
7. The Chairman requested the Scrutinizer to commence the poll proceedings in respect of items of business as laid in the Notice of AGM.
8. All the items of business as per the Notice were put up for Poll in the Meeting, in respect of which e-voting had been completed.
8. Mr. Praful Chawda, a shareholder of the Company and Mr. Piyush Dwivedi were requested to act as witness to the poll proceedings.
9. Members were explained about the poll process and were requested to drop their Ballot papers in the Ballot Box.
10. The Chairman announced that the e-voting process was kept open during the period 19th September, 2014 to 21st September, 2014 (both days inclusive). The Scrutinizer appointed for the said purpose of handling the e-voting process, Mr. Vikas Sirohiya, a Company Secretary in practice, has made his Report and has been handed over to the Chairman within the prescribed period.
10. The members present in the Meeting casted their votes by dropping the Ballot papers in the Ballot Box.
11. The Ballot Box was opened in the presence of Mr. Praful Chawda and Mr. Piyush Dwivedi, who acted as witness to the poll proceedings.
12. The scrutinizer counted the votes cast in favour / against and submitted the Report to the Chairman, which was counter signed by the Chairman.
13. The Chairman, based upon the combined results as per the Report on e-voting process and that of Physical poll announced the results.
14. The Chairman declared that all the following items of business, as laid down in the Notice have been transacted and been passed with requisite majority as detailed hereunder:

M. Atchuta Kumar



Sl. No.	Details of Agenda	Resolution required (Ordinary / Special)	Votes in favour	Votes against	Remarks
1	Adoption of Annual audited Accounts for the Financial Year ended 31 st March, 2014	Ordinary	44,02,597	100	Passed with requisite majority
2	Declaration of Dividend @ Rs.0.10 per share on 70,38,000 Equity Shares of Rs.10 each	Ordinary	44,02,597	100	Passed with requisite majority
3	Re-appointment of Mr. V. Rajam Raju, as Director of the company liable to retire by rotation	Ordinary	32,22,087	110	Passed with requisite majority
4	Re-appointment of M/s GV& Co., Chartered Accountants, as Statutory Auditors of the Company for a period of 3 years	Ordinary	44,02,587	110	Passed with requisite majority
5.	Appointment of Mr. V. Ramakrishna Rao as an Independent Director for a period of 5 years	Ordinary	44,02,587	110	Passed with requisite majority
6.	Appointment of Mr. K. Vara Prasad Raju as an independent Director for a period of 5 years	Ordinary	44,02,587	110	Passed with requisite majority
7.	Appointment of Mr. R. Venkateswara Rao as an Independent Director for a period of 5 years	Ordinary	44,02,587	110	Passed with requisite majority
8.	Increase in Authorised share capital from Rs.8 Crores to Rs.9 Crores	Special	44,02,587	110	Passed with requisite majority
9.	Issue of 12 lacs Equity Shares on preferential basis	Special	44,02,587	110	Passed with requisite majority
10	Issue of 6 lacs Warrants on preferential basis	Special	23,74,063	110	Passed with requisite majority

V. Atchayuta Kumar Rj



As all the items of business of the meeting was transacted and there was no other item to discuss, the Chairman thanked the members for their participation in the meeting.

The Company Secretary extended vote of thanks.

The Chairman declared the meeting as concluded.

Place: Hyderabad
Date: 25.04.2014

V. Atchuta Rama Raju
V. Atchuta Rama Raju
Chairman

