

एन एम डी सी



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 : L13100AP1958 GOI 001674

No. CS/57-AGM/2015

01.10.2015

The Secretary  
Bombay Stock Exchange Limited  
Phiroze Jeejeebhoy Towers,  
Dalal Street,  
MUMBAI – 400 001

Sir / Madam,

**Sub:- Outcome of the 57<sup>th</sup> Annual General Meeting of the Company as per Clause 35A of the Listing Agreement.**

This is with reference to our earlier communication regarding the Annual General Meeting of the Company. Please note that the 57<sup>th</sup> Annual General Meeting (AGM) of the Company was held on 29.09.2015 at Hyder Mahal, ITC Kakatiya, 6-3-1187, Begumpet, Hyderabad – 500 016.

As per the requirements of the Companies Act, 2013 and the Listing Agreement, the Company had provided remote e-voting facility and voting facility at the AGM to its Shareholders for voting on the business to be transacted at the AGM of the Company. The Company had appointed Mr. D. Hanumanta Raju from M/s D. Hanumanta Raju & Co., Practicing Company Secretaries of the Company as a scrutinizer for the remote e-voting and voting at the AGM. As per the Scrutinizer's report, all Resolutions as set out in the Notice of 57<sup>th</sup> AGM have been duly approved by the Shareholders with requisite majority.

Pursuant to Clause 35A of the Listing Agreement, please find attached the consolidated outcome of voting held through remote e-voting and voting at the 57<sup>th</sup> AGM of the company.

You are requested to kindly take above information on your records.

Thanking you,

Yours faithfully,  
for NMDC Limited

A.S. Pardha Saradhi  
Company Secretary

Encl:- As above.

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B-13, F-1, P.S. Nagar,  
Vijayanagar Colony, Hyderabad - 500 057.  
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**CS DATLA HANUMANTA RAJU**  
B.COM., LL.B., PGDT, M.B.A., FCS  
PARTNER

**D. HANUMANTA RAJU & CO.**  
**COMPANY SECRETARIES**

### Scrutinizer(s) Combined Report

[Pursuant to section 108 and 109 of the Companies Act, 2013 and Rule 20 and 21 of the Companies (Management and Administration) Rules, 2014]

To  
The Chairman of 57<sup>th</sup> Annual General Meeting of the members of  
NMDC Limited held on the 29<sup>th</sup> day of September, 2015 at 11.30 A.M  
at Hyder Mahal, ITC Kakatiya, 6-3-1187, Begumpet,  
Hyderabad – 500 016, Telangana.

Dear Sir,

I, D.Hanumanta Raju, Partner, D.Hanumanta Raju & Co, Practising Company Secretaries, having my office at B-13, F-1 & F-2, P.S.Nagar, Vijayanagar Colony, Hyderabad – 500 057, has been appointed as a Scrutinizer of NMDC Limited (“the Company”) having its Registered Office at Khanij Bhavan 10-3-311/A, Castle Hills, Masab Tank, Hyderabad – 500 028 for the purpose of scrutinizing the e- voting process and physical ballot process in a fair and transparent manner & ascertaining the requisite majority on e-voting and ballot carried out as per the provisions of Companies Act, 2013 and Rule 20 and 21 of the (Management and Administration) Rules, 2014 as amended from time to time on below mentioned resolution(s), at the 57<sup>th</sup> Annual General Meeting of the Equity shareholders of NMDC Limited held on Tuesday, 29<sup>th</sup> day of September, 2015 at 11.30 A.M at Hyder Mahal, ITC Kakatiya, 6-3-1187, Begumpet, Hyderabad – 500 016, Telangana, India. I submit my report as under:

1. The e-voting period remained opened from Friday, September 25, 2015 (10.00 AM IST) to Monday, September 28, 2015(5.00 PM IST).
2. The shareholders holding shares as on the “cut off” date i.e. September 22, 2015, were entitled to vote through e-voting and those who were present on the date of AGM, and not opted to vote through e-voting were entitled to vote through physical ballot process on the resolution(s) 1 to 12 as set out in the Notice of 57<sup>th</sup> AGM of NMDC Limited.
3. The remote e-voting was closed on September 28, 2015 at 5.00 PM. The votes cast were unblocked on 29<sup>th</sup> September, 2015 at 12.50 PM in the presence of two witnesses, Ms. Shaik Razia and Ms. Sanjana Goel who are not in the employment of the company.

Thereafter, the details containing, inter-alia list of equity shareholders, who voted “for” and “against” were downloaded from the e-voting website of <https://www.evoting.nsdl.com/>.



4. Further, on the date of Annual General Meeting, Sixty (60) (58 members and 2 Proxies) have voted through physical ballot process.
5. The result of e-voting as well as physical ballot is as under:

**Item No. 1:-**

Ordinary Resolution to receive, consider and adopt the statement of Profit & loss for the financial year ended 31<sup>st</sup> March, 2015, the Balance Sheet, the Cash Flow Statement including consolidated financial statements as at that date and the Directors' and Auditors' reports thereon.

i. **Voted in favour** of resolution:

Number of members present and voted	Number of votes cast	% of total number of valid votes cast
677	3316292509	99.995

ii. **Voted against** the resolution

Number of members voted	Number of votes cast	% of total number of valid votes cast
14	169607	0.005

iii. **Invalid votes:**

Number of members whose votes were declared invalid	Number of votes cast
6	111261



**Item No.2:-**

Ordinary Resolution to declare final dividend of Rs. 1.30 per equity share of Re. 1/- each and confirm the payment of interim dividends on equity shares aggregating to Rs. 7.25 per equity share of Re. 1/- each for the financial year 2014-15.

(i) Voted **in favour** of the resolution

Number of members voted	Number of votes cast by them	% of total number of valid votes cast (Favour and Against)
689	3316734140	99.999

(ii) Voted **against** the resolution

Number of members voted	Number of votes cast by them	% of total number of valid votes cast (Favour and Against)
8	2681	0.001

(iii) **Invalid Votes**

Total number of members whose votes were declared invalid	Total number of votes cast by them
6	111261

**Item No.3:-**

Ordinary Resolution to appoint a Director in place of Shri. Narendra Kothari (DIN: 06393713), who retires by rotation and being eligible, offers himself for re-appointment as Chairman-cum-Managing Director of the Company.

(i) Voted **in favour** of the resolution

Number of members voted	Number of votes cast by them	% of total number of valid votes cast (Favour and Against)
606	3305625920	99.673



(ii) Voted **against** the resolution

Number of members voted	Number of votes cast by them	% of total number of valid votes cast (Favour and Against)
83	10842595	0.327

(iii) **Invalid Votes**

Total number of members whose votes were declared invalid	Total number of votes cast by them
6	111261

**Item No.4:-**

Ordinary Resolution to appoint a Director in place of Shri. Narendra K Nanda (DIN: 02455894), who retires by rotation and being eligible, offers himself for re-appointment as Director (Technical) of the Company.

(i) Voted **in favour** of the resolution

Number of members voted	Number of votes cast by them	% of total number of valid votes cast (Favour and Against)
545	3211283491	96.828

(ii) Voted **against** the resolution

Number of members voted	Number of votes cast by them	% of total number of valid votes cast (Favour and Against)
144	105185369	3.172

(iii) **Invalid Votes**

Total number of members whose votes were declared invalid	Total number of votes cast by them
6	111261



**Item No.5:-**

Ordinary Resolution to appoint a Director in place of Shri. Syedain Abbasi (DIN: 01790604), who retires by rotation and being eligible, offers himself for re-appointment.

(i) Voted **in favour** of the resolution

Number of members voted	Number of votes cast by them	% of total number of valid votes cast (Favour and Against)
532	3233053925	97.485

(ii) Voted **against** the resolution

Number of members voted	Number of votes cast by them	% of total number of valid votes cast (Favour and Against)
148	83413969	2.515

(iii) **Invalid Votes**

Total number of members whose votes were declared invalid	Total number of votes cast by them
6	111261

**Item No.6:-**

Ordinary Resolution to authorize the Board to fix the remuneration of the Statutory Auditors of the Company for the year 2015-16, as may be deemed fit.

(i) Voted **in favour** of the resolution

Number of members voted	Number of votes cast by them	% of total number of valid votes cast (Favour and Against)
657	3316720765	99.999



(ii) Voted **against** the resolution

Number of members voted	Number of votes cast by them	% of total number of valid votes cast (Favour and Against)
30	16618	0.001

(iii) **Invalid Votes**

Total number of members whose votes were declared invalid	Total number of votes cast by them
6	111261

**Item No.-7:-**

Ordinary Resolution to appoint Dr. T.R.K.Rao (DIN: 01312449) as a Whole-Time Director of the Company.

(i) Voted **in favour** of the resolution

Number of members voted	Number of votes cast by them	% of total number of valid votes cast (Favour and Against)
558	3225791255	97.266

(ii) Voted **against** the resolution

Number of members voted	Number of votes cast by them	% of total number of valid votes cast (Favour and Against)
120	90675903	2.734

(iii) **Invalid Votes**

Total number of members whose votes were declared invalid	Total number of votes cast by them
6	111261



**Item No.8:-**

Ordinary Resolution to appoint Shri P.K. Satpathy (DIN: 07036432) as a Whole-Time Director of the Company.

(i) Voted **in favour** of the resolution

Number of members voted	Number of votes cast by them	% of total number of valid votes cast (Favour and Against)
553	3225764309	97.266

(ii) Voted **against** the resolution

Number of members voted	Number of votes cast by them	% of total number of valid votes cast (Favour and Against)
123	90676296	2.734

(iii) **Invalid Votes**

Total number of members whose votes were declared invalid	Total number of votes cast by them
6	111261

**Item No.9:-**

Ordinary Resolution to appoint Shri. D.S Ahluwalia (DIN: 02164448) as a Whole-Time Director of the Company.

(i) Voted **in favour** of the resolution

Number of members voted	Number of votes cast by them	% of total number of valid votes cast (Favour and Against)
549	3225785416	97.266





(ii) Voted **against** the resolution

Number of members voted	Number of votes cast by them	% of total number of valid votes cast (Favour and Against)
130	90679046	2.734

(iii) **Invalid Votes**

Total number of members whose votes were declared invalid	Total number of votes cast by them
6	111261

**Item No.10:-**

Ordinary Resolution to appoint Smt. Bharati S. Sihag (DIN: 02154196) as a Director of the Company.

(i) Voted **in favour** of the resolution

Number of members voted	Number of votes cast by them	% of total number of valid votes cast (Favour and Against)
564	3229882082	97.389

(ii) Voted **against** the resolution

Number of members voted	Number of votes cast by them	% of total number of valid votes cast (Favour and Against)
120	86585131	2.611

(iii) **Invalid Votes**

Total number of members whose votes were declared invalid	Total number of votes cast by them
6	111261



**Item No.11:-**

Ordinary Resolution to ratify the remuneration of the Cost Auditors of the Company for the financial year 2014-15.

(i) Voted **in favour** of the resolution

Number of members voted	Number of votes cast by them	% of total number of valid votes cast (Favour and Against)
648	3316715698	99.999

(ii) Voted **against** the resolution

Number of members voted	Number of votes cast by them	% of total number of valid votes cast (Favour and Against)
40	20074	0.001

(iii) **Invalid Votes**

Total number of members whose votes were declared invalid	Total number of votes cast by them
6	111261

**Item No.12:-**

Ordinary Resolution to approve the remuneration of Cost Auditors of the Company for the financial year 2015-16.

(i) Voted **in favour** of the resolution

Number of members voted	Number of votes cast by them	% of total number of valid votes cast (Favour and Against)
654	3316436713	99.999



(ii) Voted **against** the resolution

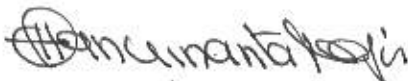
Number of members voted	Number of votes cast by them	% of total number of valid votes cast (Favour and Against)
41	33467	0.001

(iii) **Invalid Votes**

Total number of members whose votes were declared invalid	Total number of votes cast by them
6	111261

6. The register, all other papers and relevant records relating to e-voting and physical ballot shall remain in our safe custody until the chairman considers, approves and signs the minutes of the aforesaid Annual General Meeting and thereafter the same would be handed over to Mr A.S.Pardha Saradhi, Company Secretary for safe keeping.

Thanking You,  
Yours faithfully,



D.HANUMANTA RAJU  
FCS: 4044, C.P. No: 1709  
PARTNER

D. HANUMANTA RAJU & CO.  
COMPANY SECRETARIES



Place: Hyderabad  
Date: 01.10.2015