



To,
**The Department of Corporate Services
BSE Limited**
Floor 25, P J Towers
Dalal Street, Mumbai-400 001

SCRIP CODE: 533758

To,
**The Manager – Listing
National Stock Exchange of Limited**
Exchange Plaza, Plot No. C/1, “G” Block
Bandra- Kurla Complex
Bandra (E) Mumbai 400051
NSE Symbol: APLAPOLLO

Respected Sir(s),

Sub: Proceedings of the 31st Annual General Meeting held on 24th September, 2016

In continuation of our letter dated 31 August, 2016 and pursuant to Regulation 30 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, we enclosing herewith gist of proceedings of the 31st Annual General Meeting held on Saturday, 24th September, 2016 at 11:00 A.M. at JP Hotel & Resorts, 6B, I.P. Extension, Patparganj, Near Max Hospital, Delhi- 110 092.

Kindly take the above information on your record.

Yours Faithfully
For APL Apollo Tubes Limited

Adhish Swaroop
Company Secretary

Date: 24.09.2016
Place: Ghaziabad

Encl: as above

GIST OF PROCEEDINGS OF THE 31ST ANNUAL GENERAL MEETING OF APL APOLLO TUBES LIMITED

1. Date, time and venue of the meeting:

The 31st Annual General Meeting of the Company was held on Saturday, 24th September, 2016 at 11:00 A.M. at JP Hotel & Resorts, 6B, I.P. Extension, Patparganj, Near Max Hospital, Delhi- 110 092. The meeting concluded at 12:30 P.M. on the same day.

2. Brief details of items deliberated at the Meeting and result thereof:

- Shri Ashok Kumar Gupta, Managing Director, chaired the proceedings of the Meeting.
- The requisite quorum being present, the Chairman called the meeting to order.
- The chairman then delivered his speech.
- The Chairman informed the Board that remote e-voting commenced at 9:00 A.M. on Tuesday, 20 September, 2016 and ended at 5:00 P.M. on Friday, 23 September, 2016.
- The following items of business as set out in the Notice calling the Meeting were put for Shareholder's approval:

Ordinary Business:

1. Consideration and adoption of (a) audited financial statements of the Company for the financial year ended March 31, 2016 and the Reports of the Board of Directors and Auditors thereon and (b) the audited consolidated financial statements of the Company for the financial year ended March 31, 2016 and the Reports of the Auditors thereon.
2. Declaration of dividend on the equity shares of the Company for the financial year 2015-16.
3. Re-appointment of Shri Vinay Gupta (DIN:00005149) as a Director of the Company.
4. Ratification of appointment of M/s. Deloitte Haskins & Sells LLP, (FRN No.117366W/W-100018), Chartered Accountants, Gurgaon, as Statutory Auditors of the Company and remuneration payable.

Special Business:

5. Approval of appointment of Romi Sehgal (DIN: 00005149) as Director of the Company.
6. Ratification of remuneration payable to Cost Auditors M/s R. J. Goel & Co., Cost Accountant for conducting the cost audit of the Company for the financial year 2016-2017.

For APL APOLLO TUBES LTD.

COMPANY SECRETARY

- Clarifications were provided to the queries raised by the members at the meeting.
- The Chairman informed the Board that M/s Lath Deepak and Associates, Company Secretaries was appointed as the scrutinizer for the purpose of scrutinizing the insta poll and remote e-voting process.
- The Chairman informed the members that the results of e-voting shall be disseminated to the Stock exchanges and also uploaded on the website of the Company and the agency providing e-voting facility on or before Monday, 26 September, 2016.

Manner of approval

- Pursuant to provisions of companies Act, 2013 and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company had provide remote e-voting facility to its members to cast votes electronically, on all the resolutions set out in the Notice.
- Further the facility for voting through electronic voting system i.e. Insta Poll was made available to the members who were present at the meeting and had not cast their votes by remote e-voting.
- All the resolutions set out in the Notice of calling the Annual General Meeting were passed with the requisite majority and are deemed to be passed on the date of Annual General Meeting i.e. September 24, 2016.

Yours Faithfully
For APL Apollo Tubes Limited

For APL APOLLO TUBES LTD.


Adhish Swarup COMPANY SECRETARY
Company Secretary

Date: 24.09.2016
Place: Ghaziabad