



**THE ANDHRA
PETROCHEMICALS LIMITED**

Regd. Office :
VENKATARAYAPURAM
(Tanuku) - 534 215
West Godavari Dist. (A.P.)
Tel : 08819-224075, 224755, 224911 (7 Lines)
Fax : 08819-224168
E-mail : info.tnk@andhrapetrochemicals.com
CIN : L23209AP1984PLC004635
Website : www.andhrapetrochemicals.com

No. APL/SEC/32 AGM/2016

dt. 29.9. 2016

The Relationship Manager,
Corporate Relationship Department
The Bombay Stock Exchange Ltd,
1st Floor, New Trading Ring
Rotunda Building
Phiroze Jeejeebhoy Towers
Dalal Street, FORT,
MUMBAI - 400 001

Dear Sirs,

Sub: Proceedings of the 32nd Annual General Meeting of the Company held on
29th September, 2016

Ref: Scrip Code: 500012

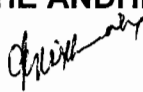
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Please find enclosed herewith, pursuant to Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("the Regulations"), summarised proceedings of the 32nd Annual General Meeting of the Company held on 29th September, 2016 at 3 p.m. for your kind perusal and record.

Voting results of the AGM pursuant to Regulation 44(3) of the Regulations will be filed separately.

Thanking you,

Yours faithfully,
for **THE ANDHRA PETROCHEMICALS LIMITED,**


(Y V Krishna Rao)
Special Grade Officer (Secretarial)

Encl: as above

SUMMARY PROCEEDINGS OF 32nd ANNUAL GENERAL MEETING OF THE COMPANY

The 32nd Annual General Meeting (AGM) of the Members of The Andhra Petrochemicals Ltd., (the Company) was held on Thursday, 29th September, 2016 at 3 P.M. at the Registered Office of the Company Venkatarayapuram, Tanuku – 534215.

In the absence of Sri M R B Punja, Chairman of the Company, Dr. B B Ramaiah, Managing Director chaired the Meeting and welcomed the Directors on the dias and Members present.

The requisite quorum being present, the Chairman called the Meeting to order. The Chairman delivered his speech covering the Company's performance during the year 2015-16 and other developments of the Company. He informed the Meeting that the Company has provided e-voting facility and those who are present at the AGM and who have not exercised their votes electronically were provided an opportunity to cast their votes in the Meeting. Sri Nekkanti Satyanarayana of Nekkanti SRVVS Narayana & Co., Practising Company Secretaries, Hyderabad, Scrutinizer, conducted poll proceedings. It was further informed that there would be no voting by show of hands. The Notice was read.

The following items of Ordinary and Special Business, as per the Notice of AGM dated 11th August, 2016, were transacted at the Meeting.

Ordinary Business:

1. To receive, consider and adopt the Audited Accounts for the year ended 31st March, 2016 and Reports of Board of Directors and Auditors thereon.
2. To appoint a Director in place of Sri Ravi Pendyala (DIN 03375555) who retires by rotation and being eligible offers himself for reappointment.
3. To appoint a Director in place of Smt Y V Anuradha, I.A.S., (DIN 07097311) who retires by rotation and being eligible offers herself for reappointment.
4. To ratify the appointment of M/s Brahmayya & Co., as Statutory Auditors for the Financial Year 2016-17 and fix their remuneration.

Special Business:

5. Re-appointment of Dr. B B Ramaiah as Managing Director for a period of 5 years from 12th November, 2016, not liable to retire by rotation, without any remuneration.
(for this Item No.5, Dr B B Ramaiah vacated the Chair and was not present during the discussion on this Item. Sri Surinder Kumar Kapoor took the Chair to conduct the said Item)

(Dr B B Ramaiah re-took the Chair to conduct further proceedings).



6. Ratification of remuneration of Cost Auditors M/s Narasimha Murthy & Co., Cost Accountants, Hyderabad for the Financial year 2016-17.
7. Appointment of Sri B Sreedhar, I.A.S., (DIN 02591298) as Director liable to retire by rotation.
8. According permission to Board of Directors to invite / accept Fixed Deposits from the public and Members, within the limits prescribed in the Companies Act, Fixed Deposit Rules and overall borrowing limits of the Company.
9. Increase of Authorised Share Capital of the Company from existing Rs.85 crores to Rs.125 crores.
10. Alteration of provisions of Memorandum of Association and Articles of Association of the Company with regard to increase of the Authorised Share Capital to Rs.125 crores

Clarifications were provided to the queries raised by the Members. Audit Committee Member Sri Surinder Kumar Kapoor and Stakeholders Relationship Committee Chairman Sri P Narendranath Chowdary were present.

All the Resolutions set out in the Notice calling the Annual General Meeting with regard to above business were passed with requisite majority and are deemed to be passed on the date of Annual General Meeting i., 29th September, 2016.

Voting results and other details in prescribed format as per SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 is being filed separately as per online filing requirement.

The Meeting concluded with a vote of thanks to the Chair.

