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CIN : L70109GJ1983PLC006460



RM TL/SEC/33RD AGM MINUTES/2017-18/3X

3rd October, 2017

BSE Ltd. Corporate Relationship Department 1 st Floor, New Trading Ring, Rotunda Building, P. J. Tower, Dalal Street, Fort, Mumbai – 400 001 Company Code : 520111	National Stock Exchange of India Ltd. "Exchange Plaza", 5th Floor, Bandra – Kurla Complex, Bandra (E), Mumbai - 400 051 Company code : RATNAMANI
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Subject: Minutes of the 33rd Annual General Meeting of the Company held on Tuesday, 12th September, 2017

Dear Sir,

Pursuant to Regulations 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed herewith the Minutes of the 33rd Annual General Meeting of members of the Company held on Tuesday, 12th September, 2017 at 10.00 A.M. at The Conference Hall of "The Ahmedabad Textile Mills Association", Near "Gurjari", Ashram Road, Ahmedabad – 380 009.

Please take the above on your record.

Thanking you,

Yours faithfully,

FOR RATNAMANI METALS & TUBES LIMITED

Jigar Shah
JIGAR SHAH
COMPANY SECRETARY



MINUTES OF THE PROCEEDINGS OF THE 33RD ANNUAL GENERAL MEETING OF THE MEMBERS OF RATNAMANI METALS & TUBES LTD. HELD ON TUESDAY, 12TH SEPTEMBER, 2017 BETWEEN 10:00 A.M. AND 10.35 A.M. AT THE CONFERENCE HALL OF "THE AHMEDABAD TEXTILE MILLS ASSOCIATION", NEAR "GURJARI", ASHRAM ROAD, AHMEDABAD - 380 009

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The Following were present:

DIRECTORS:

- | | | |
|--------------------------------|---|---|
| 1. Shri Prakash M. Sanghvi | - | Chairman and Managing Director |
| 2. Shri Divyabhash C. Anjaria | - | Independent Director
(Chairman of Audit Committee,
Nomination & Remuneration
Committee & Stakeholders
Relationship Committee) |
| 3. Shri Jayanti M. Sanghvi | - | Whole Time Director |
| 4. Smt. Nidhi G. Gadhecha | - | Independent Director |
| 5. Shri Pravinchandra M. Mehta | - | Independent Director |
| 6. Shri Shanti M. Sanghvi | - | Whole Time Director |
| 7. Dr. Vinod M. Agrawal | - | Independent Director |

IN ATTENDANCE:

- | | | |
|-----------------|---|-------------------|
| Shri Jigar Shah | - | Company Secretary |
|-----------------|---|-------------------|

INVITEES:

- | | | |
|-------------------------|---|---|
| 1. Shri Vimal Katta | - | Chief Financial Officer |
| 2. Shri Sukrut Mehta | - | Representative, S. R. B. C. & Co. LLP,
Chartered Accountants – Jt. Statutory
Auditors |
| 3. Shri Nikhil Jhanwar | - | Representative, S. R. B. C. & Co. LLP,
Chartered Accounts – Jt. Statutory
Auditors |
| 4. Shri Prakash D. Shah | - | Representative, Mehta Lodha & Co.,
Chartered Accountants – Jt. Statutory
Auditor |
| 5. Shri M. C. Gupta | - | Proprietor, M. C. Gupta & Co.,
Practising Company Secretaries –
Secretarial Auditor and Scrutiniser |
| 6. Shri Anil Seth | - | Partner, M/s. G.K. Chokshi & Co.,
Chartered Accountants - Internal
Auditors |

1. MEMBERS / PROXIES:

Total 62 members were present in person at the meeting. 1 valid proxy for 32,000 Equity Shares was received.

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2. WELCOME:

Shri Jigar Shah, Company Secretary introduced the dignitaries on dais as well as Joint Statutory Auditors, Secretarial Auditors and Internal Auditors.

3. CHAIRMAN:

Shri Prakash M. Sanghvi, Chairman and Managing Director of the Company occupied the Chair and extended a warm welcome to the members at the 33rd Annual General Meeting.

4. QUORUM:

Shri Jigar Shah, Company Secretary informed that 62 members were present in person and after ascertaining that requisite quorum being present, the meeting having been validly constituted, the Chairman called the meeting to order. Thereafter, the proceeding of the meeting was commenced.

5. STATUTORY REGISTERS:

Shri Jigar Shah, Company Secretary announced that Register of Directors and KMP, Register of Directors and KMP Shareholding, Register of Contracts, Register of Members and Proxies Register along with Proxy form and Original Minutes of the General Meeting and other Statutory Registers, new set of Articles of Association and all material documents related to explanatory statement annexed to notice convening the 33rd Annual General Meeting were available for inspection during the meeting by the Members.

6. NOTICE CONVENING THE ANNUAL GENERAL MEETING:

With the permission of the members present at the Meeting, the Notice dated 17th May, 2017 convening 33rd Annual General Meeting of the Company, as circulated to the Shareholders of the Company was taken as read.

7. AUDITORS' REPORT:

Shri Jigar Shah, Company Secretary read the Auditors' report and informed the members that the Auditors' Report does not contain any qualifications, observations or comments on the financial transactions or matters. Further, Secretarial Audit Report issued by M/s. M. C. Gupta & Co., Practising Company Secretary also does not contain any qualifications, observations or comments or remarks.

8. CHAIRMAN'S SPEECH:

Shri Prakash M. Sanghvi, the Chairman and Managing Director delivered his speech by giving the overall review of the working of the Company, achievements, developments during the year under review and future prospects and concluded the speech by thanking the Governments, Ministry, Members, Fellow Board Members, Customers, Suppliers, Other Stakeholders and the team of Ratnamani.

Chairman's Initials

9. E-VOTING & POLL:

Shri Jigar Shah, Company Secretary informed that in accordance with the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 (voting through electronic means) of the Companies (Management and Administration) Rules, 2014 and as per Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) 2015, as amended from time to time, the Company had provided E-Voting facility through Central Depository Services (India) Limited to the members of the Company for exercising their voting rights in electronic form. The Remote E-Voting started at 10.00 A.M. on Friday, 8th September, 2017 and ended on Monday, 11th September, 2017 at 5.00 P.M. He further informed that the ordinary resolutions and special resolution as prescribed in the Notice convening the 33rd Annual General Meeting of the Company will also be passed through the process of poll by the members, and proxy holders present at this meeting on all the resolutions of businesses as set out in Item Nos. 1 to 10 of the Notice convening 33rd Annual General Meeting. Thereafter, he explained the procedure in details for exercising the votes by the members through process of the poll.

Thereafter, the Chairman announced that the poll on the resolutions as set out in the Item Nos.1 to 10 of the Notice of the 33rd Annual General Meeting and requested the members and proxy holder present to participate in the poll taken immediately after formal closure of the meeting at the same venue of the meeting.

10. SCRUTINISER:

The Chairman stated that pursuant to the provision of Section 109 of the Companies Act, 2013, Shri M. C. Gupta, proprietor of M/s M. C. Gupta & Co., Company Secretaries, having Membership No.2047 and Certificate of Practice No.1028 had been appointed as a Scrutiniser to conduct the process of the poll in a fair and transparent manner and scrutinize the poll process and submit his report.

The Chairman informed that the results of the voting of each resolution shall be determined by aggregating the votes of poll in favour of or against resolutions with the electronic votes casted by the members in favour or against the respective resolution. He declared that on receipt of the Scrutiniser's Report, result on the resolutions shall be declared within 48 hours after the Annual General Meeting of the Company i.e. latest by 14th September, 2017. The result for vote on each resolution shall indicate separately the votes on poll and electronic voting and would immediately be intimated to the Stock Exchanges i.e. BSE Ltd. and National Stock Exchange of India Ltd. He further stated that the results shall be uploaded on the Company's website i.e. www.ratnamani.com and also in the CDSL's website i.e. www.evotingindia.com with the respective reports of the scrutiniser for the electronic voting and the poll. The same will also be available at the Registered Office of the Company.

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Thereafter, the following businesses were taken up for consideration and approval of the members:

11. ORDINARY BUSINESS:

ITEM NO.1 (AS AN ORDINARY RESOLUTION)

ADOPTION OF THE AUDITED STANDALONE FINANCIAL STATEMENTS (INCLUDING CONSOLIDATED FINANCIAL STATEMENTS) OF THE COMPANY FOR THE FINANCIAL YEAR ENDED ON 31ST MARCH, 2017 INCLUDING AUDITED BALANCE SHEET AS AT 31ST MARCH, 2017 AND THE STATEMENT OF PROFIT AND LOSS ACCOUNT FOR THE YEAR ENDED ON THAT DATE AND REPORTS OF THE AUDITORS AND DIRECTORS THEREON

Proposed By : Shri Jashwant C. Modi

Seconded By : Shri Mayank K. Patwa

"RESOLVED THAT the Audited Standalone & Consolidated Financial Statements of the Company for the Financial Year ended on 31st March, 2017 including Audited Balance Sheet as at 31st March, 2017 and the Statement of Profit & Loss and Cash flow Statements for the year ended on that date and the reports of Directors and the Joint Statutory Auditors as duly circulated to the members and laid before the Meeting be and are hereby approved and adopted."

As the poll had been announced on all resolutions, the same was taken at the end.

ITEM NO.2 (AS AN ORDINARY RESOLUTION)

DECLARATION OF DIVIDEND @5.50 PER EQUITY SHARE OF RS.2.00 EACH FOR THE FINANCIAL YEAR ENDED ON 31ST MARCH, 2017

Proposed By : Shri Satish A. Mehta

Seconded By : Shri Mohansinh Tomer

"RESOLVED THAT pursuant to the recommendations made by the Board of Directors of the Company, dividend of Rs.5.50/- per Equity Share having face value of Rs.2/- each (i.e. 275%) on the Equity Share Capital of Rs.934.56 Lacs of the Company for the financial year ended on 31st March, 2017, be and is hereby declared and the same be paid in respect of shares held in physical form, to those Members whose names appear in the Company's Register of Members as on 6th September, 2017 and also in respect of shares held in electronic form to those members whose name appear on the statement of beneficial owners furnished by NSDL and CDSL as at the end of business hours on 5th September, 2017."


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Since, Shri Prakash M. Sanghvi and Shri Shanti M. Sanghvi were interested in the next item of agenda relating to appointment of Shri Jayanti M. Sanghvi, Shri Jigar Shah, Company Secretary requested Shri D. C. Anjaria, Independent Director of the Company to occupy the chair as Chairman. Then, Shri D. C. Anjaria, Independent Director of the Company occupied the chair as Chairman.

ITEM NO.3 (AS AN ORDINARY RESOLUTION)

APPOINTMENT OF A DIRECTOR IN PLACE OF SHRI JAYANTI M. SANGHVI (DIN: 00006178), WHO, PURSUANT TO THE APPLICABLE PROVISIONS OF THE COMPANIES ACT, 2013, RETIRES BY ROTATION AND BEING ELIGIBLE OFFERS HIMSELF FOR RE-APPOINTMENT

Proposed By : Shri Vinodrai Pandya

Seconded By : Shri Kirit Shah

"RESOLVED THAT Shri Jayanti M. Sanghvi (DIN: 00006178), Director of the Company who retires by rotation in terms of section 152(6) of the Companies Act, 2013 and being eligible for re-appointment, be and is hereby re-appointed as a Director of the Company, whose period of office shall be liable to determination of retirement of directors by rotation."

As the poll had been announced on all resolutions, the same was taken at the end.

Shri D. C. Anjaria, Independent Director of the Company, thereafter requested Shri Prakash M. Sanghvi to re-occupy the chair. Then, Shri Prakash M. Sanghvi occupied the Chair and conducted the remaining items of agenda of the Notice.

ITEM NO.4 (AS AN ORDINARY RESOLUTION)

RATIFICATION OF APPOINTMENT OF M/S. S.R.B.C. & CO., LLP, CHARTERED ACCOUNTANTS, HAVING FIRM REGISTRATION NO.324982E / E300003, AS A STATUTORY AUDITORS OF THE COMPANY TO HOLD OFFICE UNTIL THE CONCLUSION OF THE NEXT ANNUAL GENERAL MEETING AND TO FIX THEIR REMUNERATION

Proposed By : Shri Janardan Suratwala

Seconded By : Shri Sureshchandra V. Parekh

"RESOLVED THAT pursuant to the provisions of Section 139, 142 and other applicable provisions, if any, of the Companies Act, 2013, and the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof, for the time being in force) the appointment of M/s. S. R. B. C. & Co. LLP, Chartered Accountants, Ahmedabad, having Firm Registration No. 324982E/E300003, as Statutory Auditors of the Company for a term of four years i.e. till the conclusion of the 35th Annual General Meeting to be held

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in the year 2019, which was subject to ratification at every Annual General Meeting, be and is hereby ratified to hold the office from the conclusion of this Annual General Meeting till the conclusion of 34th Annual General Meeting to be held in the year 2018, at such remuneration plus applicable service tax, reimbursement of out-of-pocket expenses, travelling and other expenses incurred in connection with audit to be carried out by them, as may be decided by the Board of Directors."

As the poll had been announced on all resolutions, the same was taken at the end.

12. SPECIAL BUSINESS:

ITEM NO.5 (AS AN ORDINARY RESOLUTION)

RATIFICATION OF REMUNERATION OF M/S. N. D. BIRLA & CO., COST ACCOUNTANTS, HAVING FIRM REGISTRATION NO.000028 AS COST AUDITORS OF THE COMPANY FOR THE FINANCIAL YEAR ENDED ON 31ST MARCH, 2018

Proposed By : Shri Mahendra B. Shah

Seconded By : Shri Anil Jhunjunwala

"RESOLVED THAT pursuant to the provisions of Section 148 and other applicable provisions of the Companies Act, 2013 and Rule No. 14 of Companies (Audit and Auditors) Rules, 2014, (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), M/s. N. D. Birla & Co., Cost Accountants, Ahmedabad, having Firm Registration No. 000028, being the Cost Auditor appointed by the Board of Directors of the Company to conduct the Cost Audit for the financial year ending on 31st March, 2018, be paid Rs.100,000/- plus applicable service tax and reimbursement of travelling and out-of-pocket expenses incurred by them in connection with aforesaid audit as remuneration."

As the poll had been announced on all resolutions, the same was taken at the end.

ITEM NO.6 (AS AN ORDINARY RESOLUTION)

FIXATION OF MINIMUM CHARGES FOR SERVICE OF VARIOUS DOCUMENTS ON MEMBERS OF THE COMPANY

Proposed By : Shri Kirti Shah

Seconded By : Shri Hetal Umang Shah

"RESOLVED THAT pursuant to the provisions of Section 20 of the Companies Act, 2013 and other applicable provisions, if any, of the Companies Act, 2013 read with Companies (Incorporation) Rules, 2014 or any other law for the time being in force (including any statutory modification(s) or re-enactment

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thereof, for the time being in force), whereby a document may be served to any shareholder by the Company by sending it to him/her by post or by registered post or by speed post or by courier or by electronic or other mode as may be prescribed depending on event and circumstances of each case from time to time, the consent of the members be and is hereby accorded to charge from the shareholder, the fee in advance amount to Rs.100/- for each service of document pursuant to any request made by the shareholder for delivery of such document to him/her, through a particular mode of service mentioned above provided such request along with requisite fee has been duly received by the Company at least one week in advance of the dispatch of document by the Company.

RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, the Board of Directors and the Company Secretary of the Company be and is hereby authorised to do all acts, deeds, matters and things as they may in their absolute discretion deem necessary, proper or desirable and to settle any question, difficulty, doubt that may arise in respect of the matter aforesaid and further to do all acts, deeds, matters and things as may be necessary, proper or desirable or expedient to give effect to above resolution."

As the poll had been announced on all resolutions, the same was taken at the end.

Since, Shri Prakash M. Sanghvi, Shri Jayanti M. Sanghvi and Shri Shanti M. Sanghvi were interested in the next item of agenda relating to appointment and fixing the remuneration payable to Shri Manoj P. Sanghvi as Business Head (C.S. Pipes), Shri Prashant J. Sanghvi, as Business Head (L.S.A.W.), Shri Nilesh P. Sanghvi, as Chief Executive (Strategic Business Development), Shri Jigar Shah, Company Secretary requested Shri D. C. Anjaria, Independent Director of the Company to occupy the chair as Chairman. Then, Shri D. C. Anjaria, Independent Director of the Company occupied the chair as Chairman.

ITEM NO.7 (AS AN ORDINARY RESOLUTION)

APPOINTMENT AND FIXING THE REMUNERATION PAYABLE TO SHRI MANOJ P. SANGHVI, AS BUSINESS HEAD (C.S. PIPES)

Proposed By : Shri Kamlesh S. Goyal

Seconded By : Shri Dilipkumar N. Doshi

"RESOLVED THAT pursuant to provisions of Section 188 and other applicable provisions, if any, of the Companies Act, 2013 and Rules made thereunder from time to time, the consent of the Company be and is hereby accorded for payment of remuneration to Shri Manoj P. Sanghvi, son of Shri Prakash M. Sanghvi, Chairman and Managing Director of the Company, as Business Head (C.S. Pipes) and/or to hold office or place of profit in the Company for a period of one year with effect from 1st October, 2017 on a salary and perquisites not exceeding Rs.8,00,000/- (Rupees : Eight Lacs) per month as may be decided by the Board.

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RESOLVED FURTHER THAT the Board of Directors be and is hereby authorized to do all such acts, deeds and things as may be necessary, proper, expedient and desirable for the purpose of giving effect to this resolution."

As the poll had been announced on all resolutions, the same was taken at the end.

ITEM NO.8 (AS AN ORDINARY RESOLUTION)

APPOINTMENT AND FIXING THE REMUNERATION PAYABLE TO SHRI PRASHANT J. SANGHVI AS BUSINESS HEAD (L.S.A.W.)

Proposed By : Shri Sitaram C. Goyal

Seconded By : Shri Narendra Porwal

"RESOLVED THAT pursuant to provisions of Section 188 and other applicable provisions, if any, of the Companies Act, 2013 and Rules made thereunder from time to time, consent of the Company be and is hereby accorded for payment of remuneration to Shri Prashant J. Sanghvi, son of Shri Jayanti M. Sanghvi, Whole Time Director of the Company, as Business Head (L.S.A.W.) and/or to hold office or place of profit in the Company for a period of one year with effect from 1st October, 2017 on a salary and perquisites not exceeding Rs.8,00,000/- (Rupees : Eight Lacs) per month as may be decided by the Board.

RESOLVED FURTHER THAT the Board of Directors be and is hereby authorized to do all such acts, deeds and things as may be necessary, proper, expedient and desirable for the purpose of giving effect to this resolution."

As the poll had been announced on all resolutions, the same was taken at the end.


ITEM NO.9 (AS AN ORDINARY RESOLUTION)

APPOINTMENT AND FIXING THE REMUNERATION PAYABLE TO SHRI NILESH P. SANGHVI, AS CHIEF EXECUTIVE (STRATEGIC BUSINESS DEVELOPMENT)

Proposed By : Shri Ashutosh Acharya

Seconded By : Shri Naman Brahmbhatt

"RESOLVED THAT pursuant to provisions of Section 188 and other applicable provisions, if any, of the Companies Act, 2013 and Rules made thereunder from time to time, consent of the Company be and is hereby accorded for payment of remuneration to Shri Nilesh P. Sanghvi, son of Shri Prakash M. Sanghvi, Chairman and Managing Director of Company as Chief Executive (Strategic Business Development) and/or to hold office or place of profit in the Company for a period of one year with effect from 1st October, 2017 on a


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salary and perquisites not exceeding Rs.7,00,000/- (Rupees : Seven Lacs) per month as may be decided by the Board.

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RESOLVED FURTHER THAT the Board of Directors be and is hereby authorized to do all such acts, deeds and things as may be necessary, proper, expedient and desirable for the purpose of giving effect to this resolution."

As the poll had been announced on all resolutions, the same was taken at the end.

ITEM NO.10 (AS A SPECIAL RESOLUTION)

ADOPTION OF NEW SET OF ARTICLES OF ASSOCIATION OF THE COMPANY IN CONFORMITY WITH THE COMPANIES ACT, 2013

Proposed By : Shri Himanshu Sonara

Seconded By : Shri Satish Mehta

"RESOLVED THAT pursuant to the provisions of Section 14 and other applicable provisions of the Companies Act, 2013 ("the Act") read with Companies (Incorporation) Rules, 2014 (including any statutory modification(s) or re-enactment thereof, for the time being in force), the approval of the members of the company be and is hereby accorded for alteration of the existing Articles of Association of the company by the adoption of a new set of Articles of Association in total exclusion, substitution and superseding the existing Articles of Association of the Company.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorised to do all such acts, deeds, things and also to take all such steps as may be necessary, proper or expedient to give effect to this resolution including but not limited to incorporation of amendment / suggestion / observations made by the Registrar of Companies, Gujarat."

Thereafter, the Chairman invited members to address their queries and suggestions, if any on the agenda items set out in the Notice of Annual General Meeting and other matters. The questions asked by the Shareholders were replied by the Chairman satisfactorily.

The Chairman then, requested Shri M. C. Gupta, Scrutiniser appointed for the poll to conduct the poll and requested him to submit his report.

The Chairman announced the formal closure of the 33rd Annual General Meeting of the Company and thanked all the members present for their participation and suggestions.

Thereafter, Shri M. C. Gupta, Scrutiniser conducted the poll, which included distribution of the polling papers, showing empty polling box to the members, locking and sealing empty polling box in the presence of members and proxy holders participating in the poll and who have casted their votes. The scrutiniser thereafter closed the poll process at 10:35 A.M.

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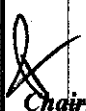


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11. RESULTS OF THE ELECTRONIC VOTING AND THE POLL:**RESULTS OF THE ELECTRONIC VOTING AND THE POLL ON THE ORDINARY AND SPECIAL BUSINESSES AS SET OUT IN ITEM NOS. 1 TO 10 OF THE NOTICE CONVENING 33RD ANNUAL GENERAL MEETING OF THE COMPANY HELD ON TUESDAY, 12TH SEPTEMBER, 2017:**

On the basis of the Consolidated Scrutinizer's Report dated 12th September, 2017 the summary of which is mentioned hereunder. The Chairman announced the results of voting on 13th September, 2017 that all the resolutions for the businesses as set out in the Item Nos.1 to 10 in the Notice of the 33rd Annual General Meeting of the Company have been duly passed with requisite majority :

Sr. No.	Type of Resolution Ordinary / Special	Particulars	Votes in favour of the Resolution		Votes Against the Resolution		Result
			Nos.	% of Votes in favour	Nos.	% of Votes in Against	
1.	Ordinary Resolution	Adoption of the audited Standalone Financial Statements of the Company for the financial year ended on 31st March, 2017, together with the Reports of the Board of Directors and Auditors thereon and also the audited Consolidated Financial Statements of the Company for the financial year ended on 31st March, 2017 and the Report of the Auditors thereon.	35683468	99.99	330	0.00	Carried by Majority
2.	Ordinary Resolution	Declaration of Dividend @ Rs.5.50/- per Equity Shares of Rs.2/- on equity shares for the financial year ended on 31st March, 2017.	35683468	99.99	330	0.00	Carried by Majority
3.	Ordinary Resolution	Appointment of a Director in place of Shri Jayanti M. Sanghvi (DIN: 00006178), who, pursuant to the applicable provisions of the Companies	35568610	99.68	115188	0.32	Carried by Majority


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		Act, 2013, retires by rotation and being eligible offers himself for re-appointment.					
4.	Ordinary Resolution	Ratification of appointment of M/s. S. R. B. C. & Co., LLP, Chartered Accountants, having firm Registration No.324982E / E300003, as a Statutory Auditors of the Company to hold office until the conclusion of the next Annual General Meeting and fixing their remuneration.	35681815	99.99	460	0.00	Carried by Majority
5.	Ordinary Resolution	Ratification of Remuneration payable to M/s. N. D. Birla & Co., Cost Accountants, having firm Registration No.000028 as a Cost Auditors of the Company for the financial year ending on 31st March, 2018	35683468	99.99	330	0.00	Carried by Majority
6.	Ordinary Resolution	Fixing minimum charges for service of various documents on members of the Company.	35636056	99.87	47742	0.13	Carried by Majority
7.	Ordinary Resolution	Appointment and fixing the remuneration payable to Shri Manoj P. Sanghvi, as Business Head (C.S. Pipes) for a period of one year with effect from 1st October, 2017 on a salary and perquisites not exceeding Rs.8,00,000/- (Rupees: Eight Lacs) per month as may be decided by the Board.	35636186	99.87	47612	0.13	Carried by Majority
8.	Ordinary Resolution	Appointment and fixing the remuneration payable to Shri Prashant J. Sanghvi, as Business Head (L.S.A.W.) for a period of one year with effect from 1st	35636186	99.87	47612	0.13	Carried by Majority

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		October, 2017 on a salary and perquisites not exceeding Rs.8,00,000/- (Rupees: Eight Lacs) per month as may be decided by the Board.					
9.	Ordinary Resolution	Appointment and fixing the remuneration payable to Shri Nilesh P. Sanghvi, as Chief Executive (Strategic Business Development) for a period of one year with effect from 1st October, 2017 on a salary and perquisites not exceeding Rs.7,00,000/- (Rupees: Seven Lacs) per month as may be decided by the Board.	35636186	99.87	47612	0.13	Carried by Majority
10.	Special Resolution	Adoption of new set of Articles of Association of the Company in conformity with the Companies Act, 2013	35458863	99.37	224935	0.63	Carried by Majority

The Resolutions for the ordinary and special businesses as set out in Item Nos. 1 to 10 of the notice of the 33rd Annual General Meeting, duly approved by the members are recorded as part of the proceedings of the 33rd Annual General Meeting held on Tuesday, 12th September, 2017.

The meeting, which was commenced at 10.00 a.m., was concluded at 10:35 a.m. with a vote of thanks to the Chair.



PRAKASH M. SANGHVI
CHAIRMAN
DIN: 00006354

PLACE: AHMEDABAD
DATE: 03/10/2017