

एनएमडीसी



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. 18(1)/2008- Sectt

13th September 2017

1) The BSE Limited Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai- 400001	2) National Stock Exchange of India Ltd., Exchange Plaza, C-1, Block G, Bandra Kurla Complex, Bandra (E), Mumbai – 400 051
3) The Calcutta Stock Exchange Limited, 7, Lyons Range, Kolkata - 700001	

Dear Sir / Madam,

Sub: Addendum to the Notice of the 59th AGM of NMDC Limited
Ref: Security ID: NMDC

This is further to our announcement dated 1st September 2017. The 59th Annual General Meeting of NMDC Limited will be held on Friday, the 22nd September 2017 at 1130 hours at The Park, 22, Raj Bhavan Road, Somajiguda, Hyderabad – 500 082.

In terms of Regulations 36 of SEBI (LODR) Regulations, 2015, one copy of Notice of 59th AGM along with the Annual Report 2016-17 has already been sent to each shareholder to their registered email ID and physical copy is sent to other shareholders in the permitted mode. The Notice of 59th AGM along with the Annual Report 2016-17 is also uploaded on the website of the Company: www.nmdc.co.in

Addendum to 59th AGM Notice is enclosed. This is for your information and record please.

Thanking you

Yours faithfully,
For **NMDC Limited**

A S Pardha Saradhi
Company Secretary

Encl: As above.

ADDENDUM TO THE NOTICE OF 59th ANNUAL GENERAL MEETING

Addendum to the Notice ("Original Notice") of 59th Annual General Meeting (AGM) of the Members of "NMDC Limited" to be held on Friday, the 22nd September 2017 at 1130 hours at The Park, 22, Raj Bhavan Road, Somajiguda, Hyderabad – 500 082, Telangana.

Whereas circumstances have arisen after publication of Original Notice requiring certain additions/modifications to the Original Notice, therefore, Members are hereby notified as follows:

This addendum shall be deemed to be a part of the Original Notice, and shall be read along with Original Notice. Further, Original Notice shall be deemed amended as provided herein:

1. Insertion of a new item as Item No. 8. In the Original Notice

SPECIAL BUSINESS

Item No: 8 -To consider and if thought fit, to pass, with or without modification(s) the following resolution as an Ordinary Resolution:

"RESOLVED THAT in terms of Order No. 3(2) / 2015 – BLA (Vol-III) dated 4th September 2017 issued by Government of India, Ministry of Steel, New Delhi, Shri. N. Bajendra Kumar, IAS (DIN: 03289526) who was appointed as an Additional Director and Chairman-cum-Managing Director of the Company by the Board of Directors as per the provisions of the Companies Act, 2013 (the Act) and the Articles of Association of the Company and who holds office up to the date of this Annual General Meeting in terms of Section 161 of the Companies Act, 2013 and in respect of whom the Company has received a notice in writing from a member under Section 160 of the Companies Act, 2013 signifying his intention to propose Shri. N. Bajendra Kumar as a candidate for the office of Director of the Company, be and is hereby appointed as a Director and Chairman-cum-Managing Director of the Company, liable to retire by rotation.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to do all acts, deeds, things, matters and take all such steps as may be necessary, proper or expedient to give effect to this resolution."

By Order of the Board
For **NMDC Limited**

(A.S. Pardha Saradhi)
Company Secretary

Date : 13th September 2017
Place : Hyderabad

NOTES:-

1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF/ HERSELF AND SUCH PROXY NEED NOT BE A MEMBER OF THE COMPANY.
2. A proxy shall not have the right to speak and shall not be entitled to vote except on a poll.
3. Proxies, if any, in order to be effective must be received at the Company's Registered Office, either in person or through post, not later than 48 hours before the time fixed for holding the meeting.
4. A member holding more than 10% of the total share capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy for any other person/shareholder.
5. Documents, if any, referred to in the Addendum Notice may be inspected at the Registered Office of the Company on any working day during business hours between 11.00 A.M. to 01.00 P.M. upto the date of Meeting as well as at the Meeting.
6. The Explanatory Statement pursuant to section 102(1) of the Companies Act, 2013, in respect of Special Business is enclosed.
7. The Company deems it appropriate to bring factual position to the notice of the Members of the Company by this Addendum to the AGM Notice to enable the Shareholders to exercise their voting rights through e-voting facility or at the AGM on informed basis.
8. The Addendum to the Notice of AGM is available on the website of the Company www.nmdc.co.in.

By Order of the Board
For **NMDC Limited**

(A.S. Pardha Saradhi)
Company Secretary

Date : 13th September 2017
Place : Hyderabad

EXPLANATORY STATEMENT PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013:

The following Statement sets out all material facts relating to Special Business mentioned in the accompanying Notice:

Item No: 8

Pursuant to the Order No. 3(2) / 2015 – BLA (Vol-III) 4th September 2017 issued by Government of India, Ministry of Steel, New Delhi, Shri. N. Bajindra Kumar, IAS (DIN: 03289526), presently in the cadre, in the rank and pay of Additional Secretary to the Government of India was appointed as Chairman-cum-Managing Director of NMDC Limited.

The Board of Directors, vide circular resolution had appointed Shri N. Bajindra Kumar as an Additional Director and Chairman-cum-Managing Director of the Company with effect from 6th September 2017, pursuant to the provisions of the Companies Act, 2013. Hence, he will hold office upto the date of ensuing 59th AGM.

The notice under Section 160 of the said Act has been received from a member proposing the name of Shri. N. Bajindra Kumar as a candidate for the office of Director of the Company.

The Company has received from Shri N. Bajindra Kumar, IAS (i) consent in writing to act as Director in / Form DIR-2 pursuant to Rule 8 of Companies (Appointment & Qualification of Directors) Rules 2014, and (ii) intimation in Form DIR-8 in terms of Companies (Appointment & Qualification of Directors) Rules, 2014, to the effect that he is not disqualified under sub-section (2) of Section 164 of the Companies Act, 2013.

As the order was received from the Ministry of Steel appointing Shri N. Bajindra Kumar, IAS as Chairman-cum-Managing Director of the Company subsequent to the circulation of the 59th Notice of the forthcoming Annual General Meeting dated 21st August 2017 to the Members, this addendum is placed on the website of the Company and submitted to the Stock Exchanges. Members are requested to consider, and if thought fit, to pass, with or without modification(s) the proposed resolution as an Ordinary Resolution as Item No. 8.

The Brief Bio-Data of the above Director is given below: -

(a) Brief Resume of the Director	
Name	Shri. N. Bajindra Kumar
Date of Birth & Age	25 th July 1960 & 57 years
Date of Appointment	6 th September 2017
Qualifications	M.Sc and M.Phil degree in Environmental Biology from the University of Kerala

<p>(b) <u>Nature of expertise in specific functional areas</u></p>	<p>Shri N. Bajendra Kumar, an IAS officer of 1985 batch of Chhattisgarh Cadre. Earlier, he was holding the post of Additional Chief Secretary to the Chief Minister, Chhattisgarh as well as Commerce & Industries and Energy Departments in the State Government of Chhattisgarh. He has, during his service tenure of over 32 years, held important positions such as Collector and District Magistrate of Districts in Madhya Pradesh, Secretary/Principal Secretary/Additional Chief Secretary of various departments. He headed the Administration of the prestigious All India Institute of Medical Sciences (AIIMS) New Delhi. He was the Chairman of Naya Raipur Development Authority (NRDA) which is the 1st greenfield capital smart city of 21st Century with an area of 237 sq.kms and Chhattisgarh Housing Board (CGHB). He has worked extensively in the field of Forest & Environment, Housing, Urban Planning and Mining. He also has rich and varied experience in Administration, Public Relations, Information and Broadcasting both at Centre and at State Level. He had been instrumental in streamlining numerous projects of Chhattisgarh Government. He represented India in many International Conferences.</p> <p>He was Chairman / Managing Director of many Corporations including Chhattisgarh Mineral Development Corporation Limited, Chhattisgarh State Industrial Development Corporation Limited etc.</p>
<p>(c) <u>Disclosure of relationships between Directors inter-se</u></p>	<p>There exists no relationship between Directors inter-se.</p>
<p>(d) <u>Directorship held in other listed entities companies and the membership of Committees of the Board</u></p>	<p>Chhattisgarh State Power Distribution Company Limited</p>
<p>(e) <u>No. of Equity Shares held in NMDC Limited</u></p>	<p>NIL</p>

Save and except Shri. N. Baijendra Kumar and his relatives, to the extent of their shareholding interest, if any, in the Company, none of the other Directors/Key Managerial personnel of the Company/their relatives are, in any way, concerned or interested financially or otherwise, in the Resolution.

Board recommends the resolution set forth at Item No: 8 for approval of the shareholders.

By Order of the Board
For **NMDC Limited**

(A.S. Pardha Saradhi)
Company Secretary

Date : 13th September 2017
Place : Hyderabad