



**Usha Martin Limited**

Regd. Office : 2A, Shakespeare Sarani, Kolkata - 700 071, India  
Phone : (00 91 33) 39800300, Fax : (00 91 33) 2282 9029, 39800400/500  
CIN : L31400WB1986PLC091621  
Website : www.ushamartin.com

UML/SECT/

September 22, 2017

The Secretary  
The BSE Limited  
Phiroze Jeejeebhoy Towers,  
Dalal Street  
Mumbai – 400 001  
[Scrip Code: 517146]

Societe de la Bourse de Luxembourg  
35A Boulevard Joseph II  
L-1840, Luxembourg  
[Scrip Code: US9173002042]

The Secretary  
National Stock Exchange of India Ltd  
Exchange Plaza, 5<sup>th</sup> Floor,  
Plot No.C/1, G Block,  
Bandra Kurla Complex, Bandra (E)  
Mumbai – 400 051  
[Scrip Code: USHAMART]

Dear Sir,

**31<sup>st</sup> Annual General Meeting**

Pursuant to the provisions of Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 (“Regulations”), a summary of the proceedings of the 31<sup>st</sup> Annual General Meeting (AGM) of the Company held on Thursday, 21<sup>st</sup> September 2017 at Vidya Mandir, 1 Moira Street, Kolkata-700 017 is enclosed for your record.

All the Resolutions for approval at the 31<sup>st</sup> AGM, as set out in the Notice dated 30<sup>th</sup> May 2017 were proposed and put to vote by Ballot at the AGM venue as well. The voting results, in the prescribed format in terms of Regulation 44(3) of the Regulations will be submitted subsequent to the Scrutiniser providing the voting result.

Thanking you,

Yours faithfully,  
For Usha Martin Limited

  
**Shampa Ghosh Ray**  
Company Secretary





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### **Summary of the proceedings of the 31<sup>st</sup> Annual General Meeting**

The 31<sup>st</sup> Annual General Meeting (AGM) of the Members of Usha Martin Limited was convened at 11:30 A.M. on Thursday, 21<sup>st</sup> September 2017 at Vidya Mandir, 1 Moira Street, Kolkata-700 017 and concluded at 1.15 P.M.

- In the absence of Mr. Ghyanendra Nath Bajpai, Chairman of the Company, Mr. Jitender Balakrishnan chaired the Meeting in accordance with the provision of the Articles of Association of the Company. The requisite quorum being present, the business at the Meeting was taken up and quorum remained present throughout the Meeting. 395 members were present in person or through proxy at the Meeting.
- The Chairman of the Meeting covered the items of Ordinary Business and Special Business at the Meeting, as listed under Serial Nos. 1 to 7. Opportunity was given to all attending Members to seek clarifications on the Resolutions placed at the meeting and accordingly the same were addressed by the Chairman of the Meeting.
- The facility of casting votes by remote e-voting was provided to Members from 9:00 A.M. on 18<sup>th</sup> September, 2017 till 5:00 P.M. on 20<sup>th</sup> September 2017. Voting through Ballot Paper was also provided at the AGM Venue.

The following items of business as per the Notice of the 31<sup>st</sup> AGM dated 30<sup>th</sup> May 2017 were transacted:

#### **Ordinary Business**

1. Adoption of the financial statements of the company (both standalone and consolidated basis) for the year ended 31<sup>st</sup> March, 2017 together with the Directors' and Auditors' Report thereon.
2. Appointment of a Director in place of Mr. Basant Kumar Jhavar (DIN: 00086237), who retires by rotation and being eligible, offered himself for re-appointment.





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3. Ratification of appointment of S R Batliboi & Co. LLP, Chartered Accountants (Firm Registration No. 301003E/E300005) for the Financial Year 2017-18 and fixing their remuneration.

**Special Business**

4. Appointment of Mrs. Aarthi Ramakrishnan [DIN: 07672826] as an Independent Director of the Company.
5. Appointment of Mr. Mukesh Rohatgi [DIN: 00136067] as an Independent Director of the Company.
6. Ratification of remuneration of Rs. 1,75,000/- (plus service tax as applicable and reimbursement of actual out of pocket expenses) payable to Messers Guha, Ghosh, Kar & Associates, the Cost Auditors of the Company for Financial Year ending 31<sup>st</sup> March 2018.
7. Approval of new Articles of Association of the Company and that such Articles of Association be adopted in substitution, and to the entire exclusion, of the Regulations contained in the existing Articles of Association of the Company.

The voting results shall be intimated as and when the Scrutinizer's Report is available.



*Handwritten signature or initials in blue ink.*