



HIGH ENERGY BATTERIES (INDIA) LIMITED

(ISO 9001 : 2008 & ISO 14001 : 2004 Company) CIN L36999TN1961PLC004606



Registered Office :
Esvin House,
P.B. No.5068, Perungudi,
Chennai - 600 096.
India

Ref: SECY/2018 -19/074

October 1, 2018

BSE Ltd
Phiroze Jeejeebhoy Towers
Dalal Street, Fort,
Mumbai – 400 001.

Dear Sirs,

Sub: AGM Proceedings

In deference to Regulation 30 read with Part –A of the Listing Regulations, we send herewith a copy of the proceedings of the 57th Annual General Meeting of our Company, held on 28th July 2018, for your reference and records.

Thanking you

Yours' faithfully,

For High Energy Batteries (India) Limited

S V Raju
Company Secretary

Encl: as above

Phone : 91-44-24960335, 39279319 Fax: 91-44-24961785, E-mail: hebcnn@md4.vsnl.net.in

Works : Pakkudi Road, Mathur 622 515, Pudukottai District. Phone: 91-431- 2660 323, 2660 324 Fax: 91-4339-250 516 E-mail: info@highenergyltd.com
Accounts Office : Pakkudi Road, Mathur 622 515, Near Trichirappalli, India
Delhi Office : No. B-213, IInd Floor, Phase - 1, Naraina Industrial Area, New Delhi - 110 028. Phone : 91-11-25792559 Fax : 91-11-25792560
LAB / Unit : IV High Energy Batteries (India) Ltd., (Lead Acid Battery Plant) SFNo. 22-24, Rasipuram Road, Mathur - 622 515, Pudukkottai Dist. Phone 91-431-2905554, 2905555
Website : www.highenergyltd.com

HIGH ENERGY BATTERIES (INDIA) LIMITED

Proceedings of the 57th Annual General Meeting of the Company held at 11.00 A.M. on Saturday, the 28th July 2018 at New Woodlands Hotel Pvt. Ltd, No.72 -75, Dr. Radhakrishnan Road, Mylapore, Chennai 600 004.

Present

Mr N Gopalaratnam
Dr G.A. Pathanjali
Mr A L Somayaji

Chairman
Managing Director
Independent Director, Chairman of the
Nomination-cum-Remuneration Committee
and Chairman of the Audit Committee.
Independent Director
Independent Director
Independent Director
Nominee Director, LIC
Company Secretary
Chief Financial Officer

Cmdr R P Premkumar
Mr M Natarajan
Mrs Lalitha Lakshmanan
Mr Rajeev Chaturvedi
Mr S V Raju
Mr R Swaminathan

Members Attendance and Quorum

Present in Person:

725 Members holding 759313 shares

Present by Proxy:

4 Members holding 850 shares

Chairman of the Meeting

Mr N Gopalaratnam, Chairman of the Board of Directors, who by virtue of Article 75 of the Articles of Association of the Company is also the Chairman of the General Meetings of the Company, took the Chair.

Quorum

Chairman noted that 725 members were present in person and 4 members by proxy. Having ascertained that the requisite quorum of 30 Members (Thirty members) stipulated under Section 103 of the Companies Act, 2013 as applicable to the company was present in person, Chairman called the Meeting to order. The Meeting commenced at 11.00 A.M.

Introduction

Chairman welcomed all the shareholders to the 57th Annual General Meeting. Chairman introduced all the Directors seated on the dais. He also introduced the Internal Auditor Mr. R Prakash representing M/s. R Subramanian and Company LLP, the Statutory Auditor Mr. N R Suresh, representing M/s. Maharaj N R Suresh and Company to the Members. Chairman conveyed the Leave of Absence of Mr R Vaidyanathan, Director and the Secretarial Auditor Mr B Kalyanasundaram of M/s. B.K.Sundaram & Associates. Chairman informed the Members that Mr A S Kalyanaraman has been appointed as the scrutinizer for the polls.

Notice & Board's Report

The Notice for the Meeting and the Board's Report to Shareholders was taken as read with the consent of the Members present.

Audit Report

Chairman informed that the company has obtained Auditors' Report from M/s. Maharaj N R Suresh and Company and included in page 43 - 49 of the Annual Report pursuant to Section 134(2) of the Companies Act, 2013. He confirmed to the members that there were no qualifications, observations or comments or other remarks by the Auditors which have adverse effect on the functioning of the company. Thereupon the Auditors' Report to shareholders was taken as read.

Secretarial Audit Report

Chairman informed that the company has obtained Secretarial Audit Report from M/s.B.K.Sundaram & Associates, Company Secretaries pursuant to Section 204 (1) of the Companies Act, 2013 which is included in page 40 - 42 of the Annual Report. He confirmed to the members that there were no qualifications, observations or comments or other remarks mentioned in the Secretarial Audit Report.

Registers & Reports

Chairman announced that following were kept open and made accessible for members at the meeting venue:

- (i) The Register of Directors and Key Managerial Personnel and their shareholdings.
- (ii) Auditors' Report
- (iii) Secretarial Audit Report
- (iv) Documents referred to in the Statement pursuant to Sec.102(1) of the Companies Act, 2013 attached to AGM Notice.

Chairman's speech

Chairman delivered his speech. Printed text of the Chairman's speech was distributed to the members and others present. Chairman covered the state of economy, company performance and outlook in his address.

Presentation

Dr G A Pathanjali, Managing Director made a brief technical presentation about the Company's Products, Customers and application requirements.

Introduction to resolutions

Chairman observed that there were two resolutions proposed to be passed at the 57th AGM and both were Ordinary resolutions. He briefly narrated the background and purpose of each of these resolutions.

Voting options

Chairman mentioned that the company has offered two alternative voting options to shareholders (i) Remote e-voting (ii) Poll at AGM venue.

Shareholders holding shares as on **the cut-off date** fixed for the purpose, namely, **21st July, 2018** alone were entitled to cast the vote under any one of the aforesaid options.

Remote E-voting

Chairman mentioned that remote E-voting facility has been offered pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. The company has engaged the services of Central Depository Services (India) Limited (CDSL) for this purpose. The remote E-voting commenced at 9.00 A.M. on 25th July, 2018 and ended at 5.00 PM on 27th July 2018.

Conduct of Poll

Chairman informed the members that pursuant to Rule 20 of the Companies (Management and Administration) Rules, 2014, the company was also offering the facility to vote on a polling paper at this meeting. However, only shareholders who had not already exercised their voting rights under remote e-voting would now be entitled to cast their vote on the polling paper. The Polling papers were distributed to the members who had not availed the remote e-Voting facility, to cast their vote in the Polling box.

Scrutinizer

The Scrutinizer conducted the poll which included showing of empty Polling Box to the Members, locking and sealing of empty polling box in the presence of members. Chairman informed that the results of voting on each resolution shall be determined by adding the votes of the Poll in favour of or against a resolution with electronic votes in favour of or against the same resolution.

Queries and Reply

- (i) The Chairman invited queries from the shareholders on the Financial Statements. Five shareholders spoke at the meeting.
- (ii) The following issues were raised:
 - Declaration / Payment of dividend.
 - Stock option scheme for employees.
 - Sharing of technology with other battery manufacturers.
 - Profitability of the products.
 - Future prospects for products like Battery for BrahMos, Torpedoes, etc.
 - R & D expenses
 - Exports
 - CAPEX

- Working capital cycle
- Diversification plan as the company is static.
- Dematerialization of shares
- Offset programmes
- Scaleability of business
- Request of details for expenses, shareholding pattern, nature of deposits, reason for Liquidated damages(LD), etc...

(iii) Responding to the queries raised by shareholders, the Chairman replied that he would give answer as precisely as possible.

(iv) Chairman explained the company started as SIMCO Meters, supplying Trivector meters for EB and only in the year 1980, it diversified into batteries for the Defence department. The Company having defence customer cannot go leap and bounds and mostly the defence contract were difficult to execute as the company has to develop, test, get customer (especially defence) clearance and supply. Earlier, for 2 years, the company did not receive orders from defence and the company had to wait for orders and consequently incurred losses.

Now, the company has made a recovery and the future prospects look good.

Dividend will be given in the coming years based on the understanding of where the company is today. The Company has enough orders and expects to receive further orders from both domestic & export fronts.

The expansion of Lead Acid Battery is still a long way to go for making profit. The company is to work for the defence and for the nation and the idea is to develop innovative products through R & D. The expenditure of R & D depends on the development orders received.

Delays are inevitable because of development, testing, analysis, etc... The company is striving hard to overcome the difficulties and to achieve good performance and profit. Silver Zinc is the most profitable followed by Nickel Cadmium Division and the company is on the road to recovery in a fairly big way.

The Company envisages an investment of Rs.5 crores in Nickel Cadmium division for a turnover of Rs.12 crores.

Completion of Voting

There being no further query, Chairman informed that the Poll would end in 30 minutes after the conclusion of the meeting. He further informed the members that the Scrutinizer would submit his report in the evening and thereafter the results would be declared in the evening and also uploaded in the website of the company, Stock Exchange, and CDSL.

Conclusion of Meeting

Mr. Parthiv Shah, a shareholder proposed vote of thanks to the Chairman and the members.

Chairman declared the meeting as closed at 1.00 P.M.

Scrutinizer Report

The Report submitted by the Scrutinizer to Chairman is given below:

Resolution Nos. as given in the Notice of 57 th Annual General Meeting	Particulars of Votes Cast							Result declared	
		Electronic Voting		Poll		Voting (Total)			Result
		Nos.	%	Nos.	%	Nos.	%		
Ordinary Business									
1. Ordinary Resolution for Adoption of Financial Statements for the FY 2017 - 18	Votes cast in favour	1064570	100	19439	100	1084009	100	Passed the resolution with requisite Majority	
	Votes cast against	-	-	-	-	-	-		
	Invalid Votes	-	-	-	-	-	-		
2. Ordinary Resolution for Re-appointment of Mr. N Gopalaratnam who retires by rotation	Votes cast in favour	1064570	100	19439	100	1084009	100	Passed the resolution with requisite Majority	
	Votes cast against	-	-	-	-	-	-		
	Invalid Votes	-	-	-	-	-	-		

Voting Results

The Scrutinizer submitted the voting results to the Chairman on the same day ie. 28th July, 2018.

Chairman's Declaration

Chairman announced the overall results in respect of both the resolutions at 4.00 P.M on 28th July, 2018. Both the Ordinary resolutions for the Ordinary Business as set out in item Nos.1 & 2 in the Notice of the 57th Annual General Meeting of the Company have been duly passed with requisite majority.

The Ordinary resolutions duly approved by the Members with requisite majority are recorded hereunder as part of the proceedings of the 57th Annual General Meeting held on 28th July, 2018.

Item No.1 Ordinary Resolution for Adoption of Financial Statements for the FY 2017 -2018.

“RESOLVED THAT the Financial Statements for the year ended 31st March 2018, the Auditors' Report thereon and the Board's Report be and are hereby approved and adopted”.

Item No.2. Ordinary Resolution for re-appointment of Mr. N Gopalaratnam, who retires by rotation.

“RESOLVED THAT Mr N Gopalaratnam (DIN:00001945), who retires by rotation, in accordance with the provisions of Article 104 of the Articles of Association of the Company and the Companies Act, 2013 and who has offered himself for reappointment, be and is hereby reappointed as a Director of the Company”.

Both the above Ordinary resolutions which were put to vote were passed with requisite majority.

Place: Chennai
Date: 28.07.2018

N. GOPALARATNAM
Chairman