

ALKALI METALS LIMITED
Plot B5, Block III, Uppal, IDA, Hyderabad, Telangana – 500 039

MINUTES OF 50TH ANNUAL GENERAL MEETING OF THE COMPANY HELD ON SATURDAY THE 30TH JUNE 2018 AT 11:00 A.M. AT PLOT B5, BLOCK III, UPPAL, IDA, HYDERABAD, TELANGANA – 500 039 CONCLUDED AT 11.55 A.M.

THE FOLLOWING DIRECTORS WERE PRESENT:

1. Dr. J.S. Yadav	Chairman
2. Sri. Ch.S. Prasad	Independent Director
3. Sri. G. Jayaraman	Independent Director
4. Sri. P.C. Patnaik	Independent Director
6. Sri. Y.S.R.Venkata Rao	Managing Director
7. Sri. Y.V. Prashanth	Executive Director

INVITEES

Sri. P. Ganapati Rao	Statutory Auditor
Sri. M. Ramakrishna	Internal Auditor
Sri. B. Venkatesh Babu	Secretarial Auditor
Sri. P. Sankara Rao	CFO

Number of members present in person	281
Number of members present in Proxy	<u>87</u>
Total	<u>368</u>

The CFO introduced the Directors to the shareholders and requested them to occupy the dais.

The CFO introduced the Auditor's of the company to the shareholders.

CFO humbly expressed his best wishes for the Golden Jubilee year to the Board of Directors, Shareholders and colleagues.

Since the requisite quorum was present, Dr. J.S.Yadav, Chairman presided over the meeting and declared that the meeting could commence.

The Chairman extended a warm welcome to the shareholders who attended the Golden Jubilee Annual General Meeting i.e 50th AGM of the Company.

The Register of Directors' Key Managerial Personnel and their share holding maintained by the company was kept open at the meeting for shareholders who are entitled to have access and right to inspect the said Register.

Sri. P. Ganapati Rao, Statutory Auditors, Sri. M. Ramakrishna, Internal Auditors and Sri. B. Venkatesh Babu, Secretarial Auditor were present at the meeting. Sri. B. Venkatesh Babu, Practicing Company Secretary who has been appointed as a Scrutinizer for the remote e-voting/ Poll Process was present to assist the chairman to conduct the poll and submit his report on the remote e-voting and ballot at the meeting.

The CFO read the Notice, Director Report, Auditor Report and with the consent of the shareholders taken as read the total Annual Report.

The Chairman informed that in terms of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management & Administration) Rules, 2014 and in terms of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations 2015, Company has provided remote e-voting facility to the members to exercise their voting right electronically.

The Chairman informed that the ballot papers were already circulated to the members and the ballot box was kept open in the meeting hall till the end of the meeting and requested all the shareholders who have not exercised remote e-voting may exercise the poll during the meeting.

The Chairman delivered his speech and briefed the members on Present Scenario of Indian Chemical Industry and the present focus and prospects of the Company.

Thereupon Chairman requested the shareholders to ask any questions relating to Balance Sheet and Profit & Loss Account and other operations of the Company.

The questions raised by shareholders were clarified by Sri.Y.S.R.Venkata Rao, Managing Director to their satisfaction on the Operations of the Company as a whole.

The Chairman informed that the final combined results of e-voting/poll shall be declared on completion of the counting of the ballots and scrutinizer report as per the provisions of the act and same to be submitted to stock exchanges accordingly.

The following resolutions as listed out in the Notice of the Meeting were taken up for remote e-voting and poll:

ORDINARY BUSINESS:

ITEM NO.1

CONSIDERATION AND ADOPTION OF ANNUAL ACCOUNTS FOR THE FINANCIAL YEAR ENDED 31ST MARCH 2018

"RESOLVED THAT the Balance sheet for the year ended 31st March 2018, and the Statement of Profit & Loss as on that date together with the Cash Flow Statement and Notes on accounts and Reports of the Directors and Auditors thereon be and are hereby adopted".

ITEMNO.2

RE-APPOINTMENT OF SMT Y. LALITHYA POORNA, AS DIRECTOR.

"RESOLVED THAT Smt. Y. Lalithya Poorna (DIN: 00345471), Director who retires by rotation and being eligible for re-appointment be and is hereby re-appointed as Director of the Company".

ITEM NO.3

DECLARATION OF DIVIDEND

"RESOLVED THAT the dividend of INR 1.00 Per Share on Equity Shares of INR 10 each be and is hereby declared for payment to those members whose names appear on the Register of Members of the company as on Book Closure i.e. 24th June 2018 close of business hours."

SPECIAL BUSINESS

ITEM NO.4

TO RE-APPOINT MR. Y.V. PRASHANTH AS EXECUTIVE DIRECTOR.

"RESOLVED THAT in accordance with the provisions of Sections 196, 197 and 203 read with Schedule V and all other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), approval of the members be and is hereby accorded for the re-appointment of Mr. Y.V. Prashanth (DIN: 00345418), Executive Director of the Company, subject to retirement by rotation, for a further period of 3 years with effect from 10th January 2018 and the following remuneration w.e.f 1st April 2018 with liberty to the Board of Directors (hereinafter referred to as "the Board" which term shall be deemed to include Nomination and Remuneration Committee of the Board) to alter and vary the terms and conditions of the said appointment and / or remuneration as it may deem fit and as may be acceptable to Mr. Y.V. Prashanth, subject to the same not exceeding the limits specified under Schedule V of the Companies Act, 2013 or any statutory modification(s) or re-enactment thereof:

Basic Pay	: INR 2,75,000/- Per Month
H.R.A	: INR 75,000/- Per Month
Commission	: 5% on profits (calculated u/s 198 of the Companies Act, 2013)
Insurance	: Accidental Insurance for INR 25 lakhs for self.
Medical benefit	: Medi-claim policy for INR 5 lakhs.
Leave Travel	: One month's basic pay per year which can be accumulated upto 2 years.
Vehicle	: Company car with a driver for official use.
Telephone & Email	: Free Cell and email service for Official use.
Gratuity	: Half month's basic pay for each completed year of service.

RESOLVED FURTHER THAT the above remuneration will be paid as the minimum remuneration and in any case if the amount exceeds the limits specified in Schedule V, Company may obtain the approval in compliance with the provisions of the Companies Act, 2013"

ITEM NO.5

TO RE-APPOINT SRI. Y.S.R. VENKATA RAO AS MANAGING DIRECTOR.

"RESOLVED THAT in accordance with the provisions of Sections 196, 197 and 203 read with Schedule V and all other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), approval of the members be and is hereby accorded for the re-appointment of Sri Y.S.R. Venkata Rao (DIN: 00345524), Managing Director of the Company, for a further period of 3 years with effect from 1st May 2018 on the following remuneration w.e.f. 1st April 2018 with liberty to the Board of Directors (hereinafter referred to as "the Board" which term shall be deemed to include Nomination and Remuneration Committee of the Board) to alter and vary the terms and conditions of the said appointment and / or remuneration as it may deem fit and as may be acceptable to Sri. Y.S.R. Venkata Rao, subject to the same not exceeding the limits specified under Schedule V of the Companies Act, 2013 or any statutory modification(s) or re-enactment thereof:

Basic Pay	: INR 3,75,000/- Per Month
H.R.A	: INR 1,25,000/- Per Month
Commission	: 5% on profits (calculated u/s 198 of Companies Act, 2013)

Medical benefit : Medi-claim policy for INR 5 Lakhs.
Insurance : Accidental Insurance for INR 25 Lakhs for self.
Leave Travel : One month's basic pay per year which can be accumulated upto 2 years.
Vehicle : Company car with a driver for official use.
Telephone & Email : Free Cell and Email service for Official use.
Gratuity : Half month's basic pay for each completed Year of service.

RESOLVED FURTHER THAT the above remuneration will be paid as the minimum remuneration and in any case if the amount exceeds the limits specified in Schedule V, Company may obtain the approval in compliance with the provisions of the Companies Act."

Vote of thanks:

The Managing Director thanked all the shareholders, Board of Directors and staff and other personnel who are directly and indirectly connected for the smooth conduct of the meeting. The Meeting Concluded at 11.55 AM.

The remote e-voting/poll results as per the scrutinizers report received in this regard and submitted to stock exchanges and the results declared by the Chairman is given below:

Sr. No	Item No	Type of Resolution	No of votes in favour	% of Votes in favour	No of votes against	% of Votes Against
1	Adoption of Financial Statement for the financial year ended 31 st March 2018.	Ordinary	70,04,189	99.9999	10	0.0001
2	Re-appointment of Smt. Y. Lalithya Poorna (DIN: 00345471), who retires by rotation.	Ordinary	70,04,189	99.9999	10	0.0001
3	Declaration of dividend for the financial year ended 31 st March 2018.	Ordinary	70,04,199	100.000	0	0.0000
4	Re-appointment of Mr. Y.V. Prashanth as Executive Director.	Special	70,480	99.9858	10	0.0142
5	Re-appointment of Sri Y.S.R. Venkata Rao as Managing Director	Special	70,480	99.9858	10	0.0142

All the resolutions as set out in the Notice of 50th Annual General Meeting have been duly approved by the members with requisite majority as specified in the results above.

Dr. J. S. Yadav
Chairman
DIN:02014136

Date:
Place: Hyderabad

For ALKALI METALS LTD.

YV Prashanth
Executive Director