



# SOUTHERN MAGNESIUM AND CHEMICALS LIMITED

Deccan Chambers, 5<sup>th</sup> Floor, 6-3-666/B, Somajiguda, Hyderabad-500 082  
Phones: 23311789, 23312341, Fax: 040-23319871 E-Mail: southernmagnesium@gmail.com  
CIN : L27109TG1985PLC005303

## 32<sup>nd</sup> ANNUAL GENERAL MEETING HELD ON 29TH SEPTEMBER, 2018

### Declaration of Results of e-voting and poll

In terms of provisions of the Companies Act, 2013 and regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 the Company had provided the facility of e-voting to the Shareholders to enable them to cast their vote electronically on the resolutions proposed in the Notice of the 32<sup>nd</sup> Annual General Meeting (AGM). The e-voting was open from 26<sup>th</sup> September, 2018 (9.00 A.M.) to 28<sup>th</sup> September, 2018 (5.00 P.M).

In line with the provisions of the Companies Act, 2013 and in terms of the clarification issued by MCA, voting by Show of hand was not permitted at the general meeting where e-voting has been offered to the Shareholders. Therefore, at the 32<sup>nd</sup> AGM, voting was conducted by means of poll for members who have not opted to vote electronically.

In accordance with regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we herewith submit the Voting Results:

Date of Annual General Meeting	29 <sup>th</sup> September 2018	
Total Number of Shareholders as on Record date i.e. 21.09.2018	4024	
Number of Shareholders present in the meeting either in person or through proxy:	In person	Through Proxy
a) Promoters and Promoters group	7	0
b) Public	9	0
Number of Shareholders attended the meeting through video conferencing:	In person	Through Proxy
a) Promoters and Promoters group	Not applicable	Not applicable
b) Public	Not applicable	Not applicable

#### Mode of Voting:

1. Remote E-voting was conducted between September 26, 2018 (9:00 A.M) and September 28, 2018 (5:00 P.M) and
2. Poll was conducted at the AGM held on September 29, 2018.

Given below is the resolutions with combined results of e-voting and poll:

Resolution:1								
Resolution required: (Ordinary / Special)			Ordinary					
Whether promoter/promoter group are interested in the agenda/resolution?			No					
Description of resolution considered			To receive, consider and adopt the financial statements containing audited balance sheet as at 31.03.2018 and the profit and loss account for the year ended on that date, cash flow statement, notes and schedules to accounts and the reports of the directors and auditors thereon.					
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	1525400	0	0	0	0	0	0
	Poll		889344	58.3023	889344	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		1525400	889344	58.3023	889344	0	100
Public-Institutions	E-Voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public- Non Institutions	E-Voting	1474600	300	0.0203	0	300	0	100
	Poll		76600	5.1946	76600	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		1474600	76900	5.215	76600	300	99.6099
Total		3000000	966244	32.2081	965944	300	99.969	0.031



## **SOUTHERN MAGNESIUM AND CHEMICALS LIMITED**

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Based on the Scrutinizer's combined report dated 29.09.2018, all resolutions as set out in the 32<sup>nd</sup> AGM notice have been passed by the members with requisite majority.

A copy of the Scrutinizer's Combined Report dated 29.09.2018 issued by D. Hanumanta Raju & Co, Company Secretaries on e-voting and poll conducted at the 32<sup>nd</sup> Annual General Meeting of the company is attached herewith.

Thanking You,

**For Southern Magnesium and Chemicals Limited**

**N.Rajender Prasad**  
**Joint Managing Director and Chief Finance Officer**

**Date: 29.09.2018**

Office :  
B-13, F-1, P.S. Nagar,  
Vijayanagar Colony, Hyderabad - 500 057.  
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**MOHIT KUMAR GOYAL**

B.COM. (Hons), LL.B., ACS  
PARTNER

**D. HANUMANTA RAJU & CO.**  
**COMPANY SECRETARIES**

### Scrutinizer(s) Combined Report

[Pursuant to section 108 and 109 of the Companies Act, 2013 and Rule 20 and 21 of the Companies (Management and Administration) Rules, 2014 as amended from time to time]

To

The Chairman of 32<sup>nd</sup> Annual General Meeting (AGM) of the Equity Shareholders of Southern Magnesium And Chemicals Limited held on Saturday, the 29<sup>th</sup> day, of September, 2018 at 11.30 A.M at Hotel I. K. London Residency, 6-3-656, Kapadia Lane, Somajiguda, Hyderabad – 500 082, Telangana.

Dear Sir,

We, D. Hanumanta Raju & Co, Practicing Company Secretaries, having our office at B-13, F-1, P.S. Nagar, Vijay Nagar Colony, Hyderabad – 500 057, have been appointed as Scrutinizers of SOUTHERN MAGNESIUM AND CHEMICALS LIMITED (“the Company”) having its Registered Office at Deccan Chambers, 5<sup>th</sup> Floor, 6-3-666/B, Somajiguda, Hyderabad – 500 082 for the purpose of scrutinizing the e- voting process and ballot process in a fair and transparent manner & ascertaining the requisite majority on e-voting and ballot carried out as per the provisions of Companies Act, 2013 and Rule 20 & 21 of the (Management and Administration) Rules, 2014 as amended from time to time on below mentioned resolution(s), at the 32<sup>nd</sup> Annual General Meeting (AGM) of the Equity Shareholders of SOUTHERN MAGNESIUM AND CHEMICALS LIMITED held on Saturday, the 29<sup>th</sup> day, of September, 2018 at 11.30 A.M at Hotel I. K. London Residency, 6-3-656, Kapadia Lane, Somajiguda, Hyderabad – 500 082, Telangana.

The Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules relating to voting through electronic means and physical ballot process on the resolutions contained in the notice to the 32<sup>nd</sup> Annual General Meeting (AGM) of the members of the Company. Our responsibility as a scrutinizer for the e-voting and physical ballot process is restricted to make a Scrutinizer’s report of the votes cast “in favour” or “against” the resolutions stated above, based on the reports generated by Central Depository Services (India) Limited (CDSL), the authorized agency engaged by the Company.

We submit our report as under:

1. The e-voting period remained open from Wednesday, 26<sup>th</sup> September, 2018 (09.00 A.M. IST) to Friday, 28<sup>th</sup> September, 2018 (05.00 P.M. IST)



2. The shareholders holding shares as on the "cut off" date i.e. 21<sup>st</sup> September, 2018 were entitled to vote through e-voting and those who were present on the date of AGM, and not opted to vote through e-voting were entitled to vote through physical ballot process on the resolution 1 as set out in the Notice of 32<sup>nd</sup> AGM of Southern Magnesium And Chemicals Limited.
3. The remote e-voting was closed at 28<sup>th</sup> September, 2018 at 5.00 P.M. The votes cast were unblocked on 29<sup>th</sup> September, 2018 at 12:36 PM. in the presence of two witnesses, M Santosh and Shaik Shavali, who are not in the employment of the company.

Thereafter, the details containing, inter-alia list of equity shareholders, who voted "in favour" or "against" were downloaded from the e-voting website of Central Depository Services (India) Limited (CDSL).

4. Further, on the date of Annual General Meeting, 14 have voted through physical ballot process.
5. The result of e-voting as well as physical ballot is as under:

1. **Ordinary Resolution to receive, consider and adopt the Audited Balance Sheet as at March 31, 2018, the Profit & Loss Account and Cash Flow Statement for the year ended on that date together with the Schedules and Notes attached thereto, along with the Reports of Auditors and Directors thereon.**

(i) Voted **in favour** of the resolution:

Number of members voted	Number of votes cast	% of total number of valid votes cast
14	965944	99.97

(ii) Voted **against** the resolution:

Number of members voted	Number of votes cast	% of total number of valid votes cast
3	300	0.03

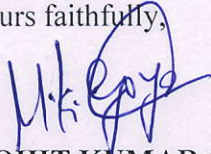


(iii) Invalid votes (Including abstained votes):

Number of members whose votes were declared invalid	Total number of votes cast/abstain by them
0	0

6. The register, all other papers and relevant records relating to e-voting and physical ballot shall remain in our safe custody until the Chairman considers, approves and signs the minutes of the aforesaid Annual General Meeting and thereafter the same would be handed over to Mr. Rajender Prasad Nuthakki, Jt. Managing Director & CFO of the company for safe keeping.

Thanking You,  
Yours faithfully,



**MOHIT KUMAR GOYAL**  
ACS: 32655, C.P. No: 12751  
PARTNER  
D. HANUMANTA RAJU & CO.  
COMPANY SECRETARIES



Place: Hyderabad  
Date: 29.09.2018