



# CSS TECHNERGY LIMITED

CIN No:U72200TG1994PLC017415

CSTL/SEC/LT/ 026 /2014

1<sup>st</sup> October, 2014

The Manager  
Deptt. Of Corporate Services  
**BOMBAY STOCK EXCHANGE LIMITED**  
P J Towers, Dalal Street  
MUMBAI - 400 001

Dear Sir

**Sub:** Proceedings of 20<sup>th</sup> Annual General Meeting of the Company. & Voting Results.

**Ref:** CSS Technergy Limited, Scrip Code : 590050. ISIN: INE029B01019

In compliance with Clause 31 of the Listing Agreement, we wish to inform below proceedings of 20<sup>th</sup> Annual General Meeting of the members of the Company held on Tuesday 30<sup>th</sup> September. Further, in compliance with Clause 35A please find enclosed voting results along with Scrutinizer's report on voting.

Proceedings of 20<sup>th</sup> Annual General Meeting

**Ordinary business:**

1. Adoption of the audited Balance Sheet as 31<sup>st</sup> March 2014 and the statements of Profit & Loss for the year ended on that date together with Report of Directors' and Auditors' thereon - Ordinary resolution
2. Re-appointment of Mr. D Vikram Reddy as the Director of the Company who retired on the AGM and being eligible, offered himself for re-appointment - Ordinary resolution.
3. Appointment of M/s. Rambabu & Co., Chartered Accountants of the Company as the statutory auditors of the Company - Ordinary resolution.

**Special business:**

4. Appointment of Mr. T V Prasad as an Independent Director of the Company to hold office for 5 consecutive years commencing from 30.09.2014., not liable to retire by rotation - ordinary resolution.
5. Appointment of Mr. T Krishna Rao as an Independent Director of the Company to hold office for 5 consecutive years commencing from 30.09.2014., not liable to retire by rotation - ordinary resolution.



21

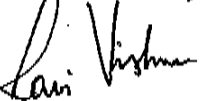
5. Appointment of Mr. T Krishna Rao as an Independent Director of the Company to hold office for 5 consecutive years commencing from 30.09.2014., not liable to retire by rotation - ordinary resolution.
6. Appointment of Wg. Cdr. V L Nanda Kumar as an Independent Director of the Company to hold office for 5 consecutive years commencing from 30.09.2014., not liable to retire by rotation - ordinary resolution.
7. Appointment of Mr. V Sivarama Krishna Murthy as an Independent Director of the Company to hold office for 5 consecutive years commencing from 30.09.2014., not liable to retire by rotation - ordinary resolution.
8. Appointment of Mr. A Bhopal Reddy as the Whole Time Director of the Company for a period of 5 years commencing from 07.08.2014 - special resolution.
9. Approval of borrowing powers of the board - special resolution.
10. Approval to hypothecate, mortgage the properties belonging to the Company in connection with borrowings - special resolution.

20<sup>th</sup> AGM Voting Results : is enclosed herewith

This is for your information and records.

Thanking You,

Yours Faithfully,



RAVI VISHNU  
MANAGING DIRECTOR



3/

**CSS TECHENERGY LIMITED**

CIN: U72200TG1994PLC017415

ADDRESS: 6-1-85/10, Opp Telephone Bhavan, Saifabad, Hyderabad-500 004

PHONE: +91-40-23230305, 23230306

EMAIL: [comsec@csstechnergy.com](mailto:comsec@csstechnergy.com)WEBSITE: [www.csstechnergy.com](http://www.csstechnergy.com)

DETAILS OF VOTING RESULTS OF E VOTING AND POLL CONDUCTED AT THE 20<sup>TH</sup> AGM OF CSS TECHENERGY LIMITED HELD ON TUESDAY THE 30<sup>TH</sup> DAY OF SEPTEMBER 2014 AT FILM NAGAR CULTURAL CENTRE, DR. D RAMANAU DU BUILDING, ROAD NO: 6, JUBILEE HILLS, HYDERABAD 500 033, IN FORMAT PRESCRIBED BY CLAUSE 35A OF THE LISTING AGREEMENT.

Date of AGM	:	30 <sup>th</sup> September 2014
Total number of shareholders on record	:	2079
No. of shareholders present in the meeting either in person or Through proxy	:	
Promoter & Promoter Group	:	12
Public	:	14
Total	:	26
Number of shareholder attended through video conferencing	:	Not arranged
Details of resolution passed in the meeting	:	Annexed



Item No: 1 - Ordinary Resolution: Adoption of the Audited Balance Sheet, Statement of Profit and Loss, accounts for the Year ended 31<sup>st</sup> March, 2014  
Mode of voting: E-Voting and Poll

Promoter / public	No. Of shares held	No. Of votes polled	% of votes polled on outstanding shares	Votes in favour	Votes against	% of votes in favour on votes polled	% of votes in against on votes polled
	(1)	(2)	(3)=(2/1*100)	(4)	(5)	(6)=(4/2*100)	(7)=(5/2*100)
Promoter & promoter group	4419333	3641945	82.409	3641945	-	100%	-
Public-institutional groups	-	-	-	-	-	-	-
Public - others	3080667	3557	0.001	3557	-	100%	-
Grand Total	7500000	3645502	48.602	3645502	-	100%	-

Item No: 2 - Ordinary Resolution : Appointment of Mr. D Vikram Reddy as a Director  
Mode of voting: E-Voting and Poll

Promoter / public	No. Of shares held	No. Of votes polled	% of votes polled on outstanding shares	Votes in favour	Votes against	% of votes in favour on votes polled	% of votes in against on votes polled
	(1)	(2)	(3)=(2/1*100)	(4)	(5)	(6)=(4/2*100)	(7)=(5/2*100)
Promoter & promoter group	4419333	3641945	82.409	3641945	-	100%	-
Public-institutional groups	-	-	-	-	-	-	-
Public - others	3080667	3557	0.001	3557	-	100%	-
Grand Total	7500000	3645502	48.607	3645502	-	100%	-

Item No: 3 - Ordinary Resolution : Appointment of M/s. Rambabu & Co as Statutory Auditors of the Company  
Mode of voting: E-Voting and Poll

Promoter / public	No. Of shares held	No. Of votes polled	% of votes polled on outstanding shares	Votes in favour	Votes against	% of votes in favour on votes polled	% of votes in against on votes polled
	(1)	(2)	(3)=(2/1*100)	(4)	(5)	(6)=(4/2*100)	(7)=(5/2*100)
Promoter & promoter group	4419333	3641945	82.409	3641945	-	100%	-
Public-institutional groups	-	-	-	-	-	-	-
Public - others	3080667	3557	0.001	3557	-	100%	-
Grand Total	7500000	3645502	48.607	3645502	-	100%	-



Item No: 4 – Ordinary Resolution : Appointment of Mr. T V Prasad as an Independent Director  
Mode of voting: E-Voting and Poll

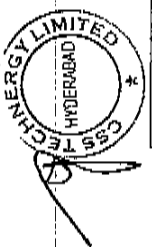
Promoter / public	No. Of shares held (1)	No. Of votes polled (2)	% of votes polled on outstanding shares (3)=(2/1*100)	Votes in favour (4)	Votes against (5)	%of votes in favour on votes polled (6) = (4/2*100)	%of votes in against on votes polled (7) = (5/2*100)
Promoter & promoter group	4419333	3641945	82.409	3641945	-	100%	-
Public-institutional groups	-	-	-	-	-	-	-
Public – others	3080667	3457	0.001	3457	-	100%	-
Grand Total	7500000	3645402	48.605	3645402	-	100%	-

Item No: 5 – Ordinary Resolution : Appointment of Mr. T Krishna Rao as an Independent Director  
Mode of voting: E-Voting and Poll

Promoter / public	No. Of shares held (1)	No. Of votes polled (2)	% of votes polled on outstanding shares (3)=(2/1*100)	Votes in favour (4)	Votes against (5)	%of votes in favour on votes polled (6) = (4/2*100)	%of votes in against on votes polled (7) = (5/2*100)
Promoter & promoter group	4419333	3641945	82.409	3641945	-	100	-
Public-institutional groups	-	-	-	-	-	-	-
Public – others	3080667	3557	0.001	3457	100	97.189	2.811
Grand Total	7500000	3645502	48.607	3645402	100		2.811

Item No: 6 – Ordinary Resolution : Appointment of W/g. Cdr. V L Nanda Kumar as an Independent Director  
Mode of voting: E-Voting and Poll

Promoter / public	No. Of shares held (1)	No. Of votes polled (2)	% of votes polled on outstanding shares (3)=(2/1*100)	Votes in favour (4)	Votes against (5)	%of votes in favour on votes polled (6) = (4/2*100)	%of votes in against on votes polled (7) = (5/2*100)
Promoter & promoter group	4419333	3641945	82.409	3641945	-	100	-
Public-institutional groups	-	-	-	-	-	-	-
Public – others	3080667	3557	0.001	3457	100	97.189	2.811
Grand Total	7500000	3645502	48.607	3645402	100		2.811



Item No: 7 – Ordinary Resolution : Appointment of Mr. V Siva Rama Krishna Murthy as an Independent Director  
Mode of voting: E-Voting and Poll

Promoter / public	No. Of shares held (1)	No. Of votes polled (2)	% of votes polled on outstanding shares (3)=(2/1*100)	Votes in favour (4)	Votes against (5)	%of votes in favour on votes polled (6) = (4/2*100)	%of votes in against on votes polled (7) = (5/2*100)
Promoter & promoter group	4419333	3641945	82.409	3641945	-	100	-
Public-institutional groups	-	-	-	-	-	-	-
Public – others	3080667	3557	0.001	3457	100	97.189	2.811
Grand Total	7500000	3645502	48.607	3645402	100		2.811

Item No: 8 – Ordinary Resolution : Appointment of Mr. A Bhopal Reddy as Whole Time Director  
Mode of voting: E-Voting and Poll

Promoter / public	No. Of shares held (1)	No. Of votes polled (2)	% of votes polled on outstanding shares (3)=(2/1*100)	Votes in favour (4)	Votes against (5)	%of votes in favour on votes polled (6) = (4/2*100)	%of votes in against on votes polled (7) = (5/2*100)
Promoter & promoter group	4419333	3641945	82.409	3641945	-	100%	-
Public-institutional groups	-	-	-	-	-	-	-
Public – others	3080667	3557	0.001	3557	-	100%	-
Grand Total	7500000	3645502	48.607	3645502	-	100%	-

Item No: 9 – Ordinary Resolution : Borrowing in excess of paid up share capital and free reserves subject to ceiling of Rs.15 Crores.  
Mode of voting: E-Voting and Poll

Promoter / public	No. Of shares held (1)	No. Of votes polled (2)	% of votes polled on outstanding shares (3)=(2/1*100)	Votes in favour (4)	Votes against (5)	%of votes in favour on votes polled (6) = (4/2*100)	%of votes in against on votes polled (7) = (5/2*100)
Promoter & promoter group	4419333	3641945	82.409	3641945	-	100%	-
Public-institutional groups	-	-	-	-	-	-	-
Public – others	3080667	3457	0.001	3457	-	100%	-
Grand Total	7500000	3645402	48.605	3645402	-	100%	-



6+1

Item No: 10 – Ordinary Resolution : Hypothecation, mortgaging, charges etc of properties for loans upto Rs.15 Crores.  
Mode of voting: E-Voting and Poll

Promoter / public	No. Of shares held (1)	No. Of votes polled (2)	% of votes polled on outstanding shares (3)=(2/1*100)	Votes in favour (4)	Votes against (5)	%of votes in favour on votes polled (6) = (4/2*100)	%of votes in against on votes polled (7) = (5/2*100)
Promoter & promoter group	4419333	3641945	82.409	3641945	-	100%	-
Public-institutional groups	-	-	-	-	-	-	-
Public – others	3080667	3557	0.001	3557	-	100%	-
Grand Total	7500000	3645502	48.607	3645502	-	100%	-



Handwritten signature or mark.



DEVENDRA SHARMA ACS, CPA(USA), LLB

Company Secretary in Practice

203 Shakti Sai Complex Chapel Road Abids Hyderabad 500 001

Phone 040 23232050 Mobile 9959059050 email devsharma.k@gmail.com

6+1/

**Report of Scrutinizer**

[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014]

To  
The Chairman  
CSS Technergy Limited  
Hyderabad

Dear Sir,

I, Devendra Sharma, a Company Secretary in Practice, appointed by the Board of Directors of M/s CSS Technergy Limited ("the Company") as Scrutinizer for the purpose of the scrutinizing the e-voting process in a fair and transparent manner and also for ascertaining the requisite majority on e-voting carried out as per the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 on the resolutions contained in the notice of the 20<sup>th</sup> Annual General Meeting of the shareholders of the Company to be held on 30<sup>th</sup> Day of September, 2014 at 10.00 am at Film Nagar Cultural Centre, Dr. D Ramanaidu Building, Road No: 6, Jubilee Hills, Hyderabad 500 033.

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 on the resolutions contained in the notice to 20<sup>th</sup> Annual General Meeting (AGM) of the shareholders of the Company. My responsibility as a Scrutinizer for the e-voting process is restricted to make a Scrutinizer's report of the votes cast "in favor" or "against" the resolutions stated above, based on the reports generated from the e-voting system provided by Central Depository Services Limited ("CSDL"), the authorized agency to provide e-voting facilities, engaged by the Company.

In this regard, I submit my report as under:

1. In accordance with the Notice of the 20<sup>th</sup> AGM sent to the shareholders, the e-voting period commenced on 24<sup>th</sup> September, 2014 at 10.00 AM and ended on 26<sup>th</sup> September, 2014 at 6:00 PM.
2. The votes cast were unblocked in the presence of 2 witnesses who are not in the employment of the Company.
3. The details containing *inter-alia*, list of Equity Shareholders, who voted "for", "against" each of the resolutions that were put to vote, were downloaded from the e-voting website of CDSL, i.e. [www.evotingindia.com](http://www.evotingindia.com).
4. Pursuant to clause 35B of the Listing Agreement entered by the Company, the company has also provided facility of voting through the physical ballot form to those members who do

*Devendra*



+1/5



81

not have access to the e-voting facility. The physical ballot forms received by the Company were kept in my safe custody. My report includes the result of voting through the physical ballot forms in addition to votes casted through e-voting website of CDSL by the eligible shareholders.

5. I have scrutinized the votes casted through electronic means and through physical ballot forms for the purpose of this report.
6. The result of the voting is as per annexure attached herewith.
7. The relevant records relating to electronic voting shall remain in our safe custody until the Chairman considers, approves and signs the minutes of the Annual General Meeting and the same shall thereafter be handed over to the Company Secretary for safe keeping.

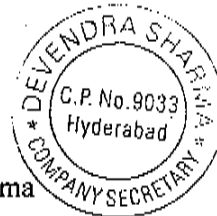
Thanking you.

Date: 29/09/2014

Place: Hyderabad

*Devendra Sharma*

Devendra Sharma  
M.No. A19674  
C.P. No. 9033



**Annexure to Scrutinizer's Report**  
**Result of E-Voting**

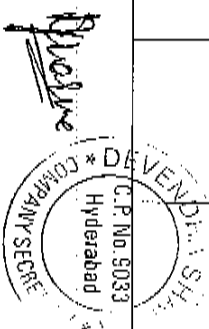
Sl.No.	Heading	Type	Valid votes			Invalid votes		
			Voting in favor	Voting against	No. of members voting	No. of votes casted	% of valid votes	No. of votes casted
1	Adoption of Financial Statements, Directors' and Auditors' Report for the year ended 31 <sup>st</sup> March, 2014	Ordinary	2	110	100.00	0	0	0
2	Appointment of Mr. D. Vikram Reddy as Director, who retires by rotation	Ordinary	2	110	100.00	0	0	0
3	Appointment of M/s. Rambabu & Co. as Statutory Auditors and to fix their remuneration	Ordinary	2	110	100.00	0	0	0
4	Appointment of Mr. T.V.Prasad, as an Independent Director	Ordinary	1	10	100.00	0	0	0
5	Appointment of Mr. T. Krishna Rao, as an Independent Director	Ordinary	1	10	9.091	1	100	90.909
6	Appointment of W/g.Cdr. V.L.Nanda Kumar, as an Independent Director	Ordinary	1	10	9.091	1	100	90.909
7	Appointment of Mr. V. Sivarama Krishnamurthy, as an Independent Director	Ordinary	1	10	9.091	1	100	90.909
8	Appointment of Mr. A. Bhupal Reddy as the Whole Time Director	Special	2	110	100.00	0	0	0
9	To authorize borrowing in excess of paid up share capital and free reserves subject to ceiling of Rs.15 crores	Special	1	10	100.00	0	0	0
10	To authorize hypothecation, mortgaging, charge etc of properties of the Company for borrowings upto Rs.15 crores	Special	2	110	100.00	0	0	0

*(Signature)*  
C.P. No. 903331  
Hyderabad  
COMPANY SECRETARY

## Annexure to Scrutinizer's Report

## Result Of Voting Through Physical Ballot Forms

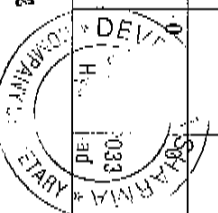
Resolutions			Valid votes						Invalid votes	
Sl.No.	Heading	Type	Voting in favor No. of members voting	No. of votes casted	% of valid votes	Voting against No. of members voting	No. of votes casted	% of valid votes	No. of members voting	No. of votes casted
1	Adoption of Financial Statements, Directors' and Auditors' Report for the year ended 31 <sup>st</sup> March, 2014	Ordinary	12	27	100.00	0	0	0	0	0
2	Appointment of Mr. D. Vikram Reddy as Director, who retires by rotation	Ordinary	12	27	100.00	0	0	0	0	0
3	Appointment of M/s.Rambabu & Co. as Statutory Auditors and to fix their remuneration	Ordinary	12	27	100.00	0	0	0	0	0
4	Appointment of Mr. T.V.Prasad, as an Independent Director	Ordinary	12	27	100.00	0	0	0	0	0
5	Appointment of Mr. T.Krishna Rao, as an Independent Director	Ordinary	12	27	100.00	0	0	0	0	0
6	Appointment of Wg.Cdr. V.L.Nanda Kumar, as an Independent Director	Ordinary	12	27	100.00	0	0	0	0	0
7	Appointment of Mr.V.Sivarana Krishnamurthy, as an Independent Director	Ordinary	12	27	100.00	0	0	0	0	0
8	Appointment of Mr. A. Bhopal Reddy as the Whole Time Director	Special	12	27	100.00	0	0	0	0	0
9	To authorize borrowing in excess of paid up share capital and free reserves subject to ceiling of Rs.15 crores	Special	12	27	100.00	0	0	0	0	0
10	To authorize hypothecation, mortgaging, charge etc of properties of the Company for borrowings upto Rs.15 crores	Special	12	27	100.00	0	0	0	0	0



## Annexure to Scrutinizer's Report

## Consolidated Result Of e-Voting and Voting Through Physical Ballot Forms

Sl.No.	Heading	Type	Valid votes				Invalid votes	
			Voting in favor	No. of members voting	No. of votes casted	% of valid votes	Voting against	No. of members voting
1	Adoption of Financial Statements, Directors' and Auditors' Report for the year ended 31 <sup>st</sup> March, 2014	Ordinary	14	137	100.00	0	0	0
2	Appointment of Mr. D. Vikram Reddy as Director, who retires by rotation	Ordinary	14	137	100.00	0	0	0
3	Appointment of M/s. Rambabu & Co. as Statutory Auditors and to fix their remuneration	Ordinary	14	137	100.00	0	0	0
4	Appointment of Mr. T.V. Prasad, as an Independent Director	Ordinary	13	37	100.00	0	0	0
5	Appointment of Mr. T. Krishna Rao, as an Independent Director	Ordinary	13	37	27.007	1	100	72.993
6	Appointment of Wg.Cdr. V.L.Nanda Kumar, as an Independent Director	Ordinary	13	37	27.007	1	100	72.993
7	Appointment of Mr. V. Sivarama Krishnamurthy, as an Independent Director	Ordinary	13	37	27.007	1	100	72.993
8	Appointment of Mr. A. Bhupal Reddy as the Whole Time Director	Special	14	137	100.00	0	0	0
9	To authorize borrowing in excess of paid up share capital and free reserves subject to ceiling of Rs.15 crores	Special	13	37	100.00	0	0	0
10	To authorize hypothecation, mortgaging, charge etc of properties of the Company for borrowings upto Rs.15 crores	Special	14	137	100.00	0	0	0



**DEVENDRA SHARMA ACS, CPA(USA),LLB****Company Secretary in Practice**

203 Shakti Sai Complex Chapel Road Abids Hyderabad 500 001

Phone 040 23232050 Mobile 9959059050 email devsharma.k@gmail.com

12/

**Form No. MGT-13****Report of Scrutinizer(s)**

*[Pursuant to section 109 of the Companies Act, 2013 and rule 21(2) of the Companies  
(Management and Administration) Rules, 2014]*

To,

The Chairman of 20<sup>th</sup> Annual General Meeting of the Equity Shareholders of CSS Technergy Limited (the Company) Held on 30<sup>th</sup> September 2014 at, Film Nagar Cultural Centre, Dr. D Ramanaidu Building, Road No: 6, Jubilee Hills, Hyderabad 500 033

Dear Sir,

I, Devendra Sharma, Company Secretary in Practice, appointed as Scrutinizer for the purpose of the poll taken on the below mentioned resolution, at the annual general meeting of the Equity Shareholders of CSS Technergy Limited, held on 30<sup>th</sup> September, 2014 at 10.00 am at Film Nagar Cultural Centre, Dr. D Ramanaidu Building, Road No: 6, Jubilee Hills, Hyderabad 500 033, submit my report as under:

1. After the time fixed for closing of the Poll by the Chairman, ballot box kept for polling was locked in my presence with due identification marks placed by me.
2. The locked ballot box was subsequently opened in my presence and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Company/ Registrar and Transfer Agents of the Company and the authorization/proxies lodged with the Company.
3. I did not found any polling papers invalid.
4. The result of the Poll is annexed herewith and the list of equity shareholders who voted 'for' or 'against' is enclosed.
5. The poll papers and all other relevant records were sealed and handed over to the Company Secretary for safe custody.

Thanking you

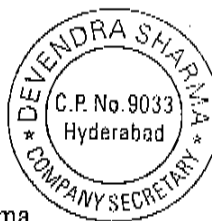
Date: 01/10/2014

Place: Hyderabad

Devendra Sharma

M.No.A19674

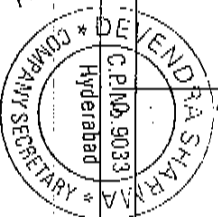
C.P. No.9033



## Annexure to Scrutinizer's Report

Result of Poll Conducted at 20<sup>th</sup> Annual General Meeting of CSS Technery Limited held on 30<sup>th</sup> September 2014

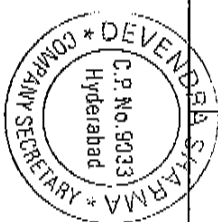
Resolutions			Valid votes						Invalid votes	
Sl.No.	Heading	Type	No. of members present & voting (in person or by proxy)	No. of votes casted	% of valid votes	No. of members present & voting (in person or by proxy)	No. of votes casted	% of valid votes	No. of members present & voting (in person or by proxy)	No. of votes casted
1	Adoption of Financial Statements, Directors' and Auditors' Report for the year ended 31 <sup>st</sup> March, 2014	Ordinary	20	3645365	100.00	0	0	0	0	0
2	Appointment of Mr. D. Vikram Reddy as Director, who retires by rotation	Ordinary	20	3645365	100.00	0	0	0	0	0
3	Appointment of M/s.Rambabu & Co. as Statutory Auditors and to fix their remuneration	Ordinary	20	3645365	100.00	0	0	0	0	0
4	Appointment of Mr. T. V. Prasad, as an Independent Director	Ordinary	20	3645365	100.00	0	0	0	0	0
5	Appointment of Mr. T. Krishna Rao, as an Independent Director	Ordinary	20	3645365	100.00	0	0	0	0	0
6	Appointment of Wg.Cdr. V.L.Nanda Kumar, as an Independent Director	Ordinary	20	3645365	100.00	0	0	0	0	0
7	Appointment of	Ordinary	20	3645365	100.00	0	0	0	0	0



14/

	Mr. V. Sivarama Krishnamurthy, as an Independent Director												
8	Appointment of Mr. A. Bhopal Reddy as the Whole Time Director	Special	20	3645365	100.00	0	0	0	0	0	0	0	0
9	To authorize borrowing in excess of paid up share capital and free reserves subject to ceiling of Rs.15 crores	Special	20	3645365	100.00	0	0	0	0	0	0	0	0
10	To authorize hypothecation, mortgaging, charge etc of properties of the Company for borrowings upto Rs.15 crores	Special	20	3645365	100.00	0	0	0	0	0	0	0	0

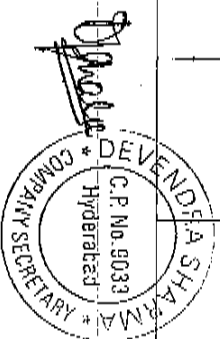
*Signature*



## Annexure to Scrutinizer's Report

Consolidated Result of e-Voting and Voting Through Physical Ballot Forms

Sl.No.	Heading	Type	Valid votes						Invalid votes	
			Voting in favor (Assent)			Voting against (Dissent)			No. of members voting	No. of votes casted
			No. of members voting	No. of votes casted	% of valid votes	No. of members voting	No. of votes casted	% of valid votes		
1	Adoption of Financial Statements, Directors' and Auditors' Report for the year ended 31 <sup>st</sup> March, 2014	Ordinary	34	3645502	100.00	0	0	0	0	0
2	Appointment of Mr. D. Vikram Reddy as Director, who retires by rotation	Ordinary	34	3645502	100.00	0	0	0	0	0
3	Appointment of M/s.Rambabu & Co. as Statutory Auditors and to fix their remuneration	Ordinary	34	3645502	100.00	0	0	0	0	0
4	Appointment of Mr. T. V. Prasad, as an Independent Director	Ordinary	33	3645402	100.00	0	0	0	0	0
5	Appointment of Mr. T. Krishna Rao, as an Independent Director	Ordinary	33	3645402	99.997	1	100	0.003	0	0
6	Appointment of Wg.Cdr. V.L.Nanda Kumar, as an Independent Director	Ordinary	33	3645402	99.997	1	100	0.003	0	0
7	Appointment of Mr. V. Sivarama Krishnamurthy, as an Independent Director	Ordinary	33	3645402	99.997	1	100	0.003	0	0

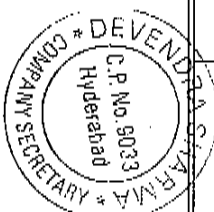




16/

8	Appointment of Mr. A. Bhopal Reddy as the Whole Time Director	Special	34	3645502	100.00	0	0	0	0	0	0
9	To authorize borrowing in excess of paid up share capital and free reserves subject to ceiling of Rs.15 crores	Special	33	3645402	100.00	0	0	0	0	0	0
10	To authorize hypothecation, mortgaging, charge etc of properties of the Company for borrowings upto Rs.15 crores	Special	34	3645502	100.00	0	0	0	0	0	0

Signature



45