

PROCEEDINGS OF THE 9TH ANNUAL GENERALMEETING OF THE MEMBERS OF SREE RAYALASEEMA HI-STRENGTH HYPO LIMITED HELD ON MONDAY, 29TH SEPTEMBER, 2014 AT REGISTERED OFFICE AT GONDIPARLA, KURNOOL – 518004 AT 11.00 A.M.

PRESENT:

Sri T G Bharath Chairman and Managing Director

Sri N Ramachandra Rao Director (Audit Committee Chairman)

Dr A H Praveen Director

Sri P Ramachandra Gowd Director

Sri Krishnamoorthy Chandraiah Naik Director

ALSO PRESENT:

Sri M T Sreenivasa Rao Statutory Auditor

Sri A Sambasiva Rao C G M (F&A), C F O

Smt V Surekha Company Secretary

Sri M Nirmal Kumar Reddy Scrutinizer

And 31 members were present in person and 4 members by proxy. This is as per the Attendance Register of the Annual General Meeting of the Company.

Smt V Surekha, Company Secretary invited Sri T G Bharath, Chairman and Managing Director of the Company to occupy the Chair on dais. Directors and Statutory Auditor were invited on to the dais.

For Sree Rayalaseema Hi-Strength

Company Secretary



After ascertaining that the requisite quorum for the meeting as per the provisions of the Companies Act, 2013 was present, the Chairman declared the meeting validly convened. He informed the Members that the proceedings of the AGM would be carried out as per the requirements of the Act.

With the unanimous consent of the Members present in the Meeting, the Notice convening the Meeting was taken as read .

He further stated that the Company had provided electronic voting facility , postal ballot to comply with Clause 35 B of Listing Agreement . He also informed the members present in the Meeting that who did not vote through electronic voting, postal ballot would be given opportunity to cast their vote through poll . He further informed that Sri M Nirmal Kumar Reddy , Practising Chartered Accountant had been appointed by the Board as "Scrutinizer".

The Chairman speech covered the topics such as Economy, Overall Performance of the Company, future growth etc. While concluding his speech he thanked one and all for the progress of the Company.

The Chairman stated that the combined results of e-voting , postal ballot and poll conducted at the AGM will be announced within statutory time limit.

The details of resolutions on which voting carried out through e-voting, postal ballot and poll at the Meeting are as follows:

 To receive, consider and adopt the Balance Sheet as at 31st March, 2014, and the statement of Profit and Loss Account and Cash Flow Statement for the period ended on that date and the Reports of Directors' and Auditor's thereon. (Ordinary Resolution)

"RESOLVED THAT the Balance sheet as at 31st March, 2014 and Statement of Profit & Loss Account for the period ended on that date together with the notes to accounts attached thereto and Cash Flow Statement and the Report of the Auditors and the Report of the Directors to the Shareholders be and are hereby adopted."

2. To appoint Statutory-Auditors and to fix their remuneration .(Ordinary Resolution)

"RESOLVED THAT the retiring Auditors M/S S T Mohite & Co., Chartered Accountants, Hyderabad be and are hereby appointed as Auditors of the Company to hold office from the conclusion of this Annual General Meeting until the conclusion of the next Annual General Meeting on a remuneration as decided by the Board of Directors as Audit Fee exclusive of reimbursement of out of pocket expenses."

For Sroe Rayalaseema Hi-Strangth

(V. Surekha)



3. To appoint Sri. N.Ramachandra Rao (DIN 06843417) as an Independent Director and in this regard to consider and if thought fit, to pass, with or without modification(s), the following resolution as an **Ordinary Resolution:**

"RESOLVED THAT in accordance with the provisions of Sections 149, 152, 160 read with Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Appointment and Qualification of Directors) Rules, 2014 and other applicable rules, if any, Sri. N. Ramachandra Rao, (DIN 06843417) who was appointed as an Additional Director pursuant to Section 161(1) of the Companies Act, 2013 and Article 115 of Articles of Association of the Company and who holds office up to the date of this Annual General Meeting and in respect of whom the Company has received a notice in writing under Section 160 of the Companies Act, 2013 from a member proposing his candidature for the office of the Director, be and is hereby appointed as an Independent Director of the Company to hold office for 5 (Five) consecutive years for a term up to the conclusion of the 14th Annual General Meeting of the Company in the calendar year 2019 and further that he shall not be liable to retire by rotation."

4. To appoint Smt. D. Sai Leela (DIN:06948544) as an Independent director and in this regard to consider and if thought fit, to pass, with or without modification (s) the following resolution as an **Ordinary Resolution**:

"RESOLVED THAT in accordance with the provisions of Sections 149, 152, 160 read with Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Appointment and Qualification of Directors) Rules, 2014 and other applicable rules, if any, Smt D. Sai Leela, (DIN 06948544) who was appointed as an Additional Director pursuant to Section 161(1) of the Companies Act, 2013 and Article 115 of Articles of Association of the Company and who holds office up to the date of this Annual General Meeting and in respect of whom the Company has received a notice in writing under Section 160 of the Companies Act, 2013 from a member proposing his candidature for the office of the Director, be and is hereby appointed as an Independent Director of the Company to hold office for 5 (Five) consecutive years for a term up to the conclusion of the 14th Annual General Meeting of the Company in the calendar year 2019 and further that she shall not be liable to retire by rotation."

5. To appoint Dr. A. H. Praveen (DIN: 01658123) as an Independent Director and in this regard to consider and if thought fit, to pass, with or without modification(s), the following resolution as an **Ordinary Resolution**:

"RESOLVED THAT pursuant to Sections 149, 152 read with Schedule IV and all other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Qualifications of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) and Clause 49 of the Listing Agreement, Dr. A. H. Praveen (DIN: 01658123),

Hypo Ltd.

(V. Surekha)

V. Surekha.



who was appointed as a Director liable to retire by rotation and whose term expires at this Annual General Meeting and in respect of whom the Company has received a notice in writing under Section 160 of the Companies Act, 2013 from a member proposing his candidature for the office of Director , be and is hereby appointed as an Independent Director of the Company to hold office for 5 (Five) consecutive years for a term up to the conclusion of the 14th Annual General Meeting of the Company in the calendar year 2019 and further that he shall not be liable to retire by rotation."

- 6. To appoint Sri P. Ramachandra Gowd (DIN: 06948557) as a Director to fill up the vacancy of the retiring Director Sri D V Narendra Babu (DIN 02692392) who retires at this Annual General Meeting and in this regard to consider and if thought fit, to pass, with or without modification(s), the following resolution as an Ordinary Resolution:
 - "RESOLVED THAT Sri P. Ramachandra Gowd (DIN: 06948557) who is appointed in the casual vacancy of Sri D V Narendra Babu (DIN 02692392) and in respect of whom the Company has received a notice in writing under Section 160 of the Companies Act, 2013 from a member proposing his candidature for the office of Director, be and is hereby appointed as a Director of the Company, liable to retire by rotation."
- 7. To appoint Sri Krishnamoorthy Chandraiah Naik (DIN 06948531) as a Director liable to retire by rotation and in this regard to consider and if thought fit, to pass, with or without modification(s), the following resolution as an **Ordinary Resolution:**
 - "RESOLVED THAT in accordance with the provisions of Sections 149, 152, 160 and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Appointment and Qualification of Directors) Rules, 2014 and other applicable rules, if any, Sri Krishnamoorthy Chandraiah Naik (DIN 06948531) who was appointed as an Additional Director pursuant to Section 161(1) of the Companies Act, 2013 and Article 115 of Articles of Association of the Company and who holds office up to the date of this Annual General Meeting and in respect of whom the Company has received a notice in writing under Section 160 of the Companies Act, 2013 from a member proposing his candidature for the office of the Director, be and is hereby appointed as a Director of the Company, who shall be liable to retire by rotation."
- 8. To approve the remuneration of the Cost Auditors for the financial year ending March 31, 2015 and in this regard to consider and if thought fit, to pass with or without modification(s), the following resolution as on **Ordinary Resolution**:

For Sree Rayalaseema Hi-Strength

Hypo Ltd.,

(V. Surekha)

Company Secretary



"RESOLVED THAT pursuant to the provisions of section 148 and all other applicable provisions of the Companies Act, 2013 and the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof, for the time being in force), the Cost auditors appointed by the Board of Directors of the Company to conduct the audit of the cost records of the Company for the financial year ending March 31, 2015, be paid the remuneration as set out in the Statement annexed to the Notice convening this Meeting.

- RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to
 do all acts and take all such steps as may be necessary, proper or expedient to give effect to this
 resolution."
- 9. To consider and if thought fit, to pass with or without modification(s), the following resolution as a **special resolution**:

"RESOLVED that in suppression of the Resolution passed under section 293 (1)(d) of the companies Act, 1956 at the Annual General Meeting of members of the company held on 25th September, 2009 and pursuant to the provisions of Section 180(1) (C) and other applicable provisions, if any, of the Companies Act,2013 and rules made there under and as may be amended from time to time, the consent of the Company be and is hereby accorded to the Board of Directors of the Company for borrowing from time to time such sum or sums of money as the Board may deem fit for the purpose of the business of the Company notwithstanding that the moneys to be so borrowed by the Company (apart from temporary loans obtained or to be obtained from the company's bankers in the ordinary course of business) will exceed the aggregate of the paid share capital of the Company and its free reserves that is to say reserves not set apart for any specific purpose, provided however that the total amount so borrowed by the Board of Directors and outstanding at any one time shall not exceed Rs.500 Crores (Rupees Five Hundred Crores)."

10. To consider and if thought fit, to pass with or without modification(s), the following resolution as a **special resolution**:

"RESOLVED that pursuant to the provisions of Section 180(1) (a) and other applicable provisions if any, of the Companies Act,2013, and rules made there under and as may be amended from time to time, the consent of the Company be and is hereby accorded to the Board of Directors of the Company for mortgaging and / or charging the whole or any part of the undertaking or undertakings of the Company or any assets of the Company both present and future or the whole or substantially the whole of the undertaking or undertakings of the Company on such terms and in such manner as the Board may deem fit together with power to takeover the management of business and concern of the Company in certain events for securing any loans and /or advances already obtained or that may be obtained from any financial institutions, banks, insurance companies, investment companies, mutual funds, venture capital funds, utilities or any bodies corporate, person or persons, entity or entities and or to secure any debentures that may be issued and all interest, commitment charges, costs, charges and all other moneys payable by the Company to the concerned lenders."

V. Swetten.



11. To adopt new Articles of Association of the company containing regulations in conformity with the Companies Act, 2013, and in this regard to consider and if thought fit, to pass, with or without modifications(s) the following resolution as a **Special Resolution**:

"RESOLVED THAT pursuant to the provisions of Section 14 and all other applicable provisions of the Companies Act, 2013 read with Companies (Incorporation) Rules, 2014 (including any statutory modification(s) or re-enactment thereof, for the time being in force), the draft regulations contained in the Articles of Association submitted to this meeting be and are hereby approved and adopted in substitution, and to the entire exclusion, of the regulations contained in the existing Articles of Association of the Company;

RESOLVED FURTHER THAT the Board of directors of the Company be and is hereby authorized to do all acts and take all such steps as may be necessary , proper or expedient to give effect to this resolution."

12. To consider and if thought fit, to pass with or without modification(s), the following resolution as a **special resolution**:

"RESOLVED THAT pursuant to sections 197 read with Schedule V and other applicable provisions, if any of the Companies Act, 2013, subject to approval of the Central Government, consent and approval of the Company be and is hereby accorded to increase consolidated salary of Sri T G Bharath, Chairman & Managing Director from existing Rs. 4,00,000/- per month to Rs. 10,00,000/- per month w.e.f.01.04.2014, during his tenure as Chairman & Managing Director which expires on 24.07.2016."

The Meeting concluded with a vote of thanks to the chair and members by Mr. Ashok M Shah.

Date: 29.09.2014

Place: Kurnool

Sd/-

T G Bharath

Chairman and Managing Director

DIN: 00125087

Fer Spee Rayalaseema Hi-Strength

Hypo Lid.,

(V. Surekha)

Company Socretary



CA. Nirmal Kumar Reddy. M

B.Com., F.C.A., I.S.A., I.R.M. CHARTERED ACCOUNTANT

9TH ANNUAL GENERAL MEETING

Scrutinizer's Report

[On **E-Voting** pursuant to Section 108 of the Companies Act, 2013, rule 20 of the Companies (Management and Administration) Rules, 2014, **physical ballot** forms received from the shareholders who do not have access to e-voting and voting conducted by **Poll** process at the AGM venue as per the direction of the Chairman of the Meeting.]

To

The Chairman,

M/s. Sree Rayalaseema Hi-Strength Hypo Limited

(CIN: L24110AP2005PLC045726)

Regd. Office : Gondiparla, KURNOOL-518 004 (A.P.)

Dear Sir,

1. I, M. Nirmal Kumar Reddy, Practising Chartered Accountant, have been appointed as scrutinizer, by the Board of Directors of M/s.SREE RAYALASEEMA HI-STRENGTH HYPO LIMITED (CIN: L24110AP2005PLC045726), vide Board Resolution dated 30th May, 2014, to scrutinize the votes casted through e-voting, physical ballot(s) received by post and voting by poll process at the 9th Annual General Meeting as per the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and other applicable provisions of Companies Act, 2013.

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M.No.

The 9th Annual General Meeting (AGM) of the Equity Shareholders of the Company, was held on Monday, the 29th September, 2014 at Regd. Office: Gondiparla, Kurnool-518 004 (A.P) at 11.00 A.M.

- 2. My responsibility as a scrutinizer for the e-voting, physical ballot processes and voting by poll, is restricted to make a Scrutinizer's report of the votes cast in "favour" or "against" the resolutions stated in the notice, based on the reports generated from the e-voting system provided by Central Depository Services (India) Limited, the authorized agency to provide e-voting facilities engaged by the Company and physical ballots received by the Company by post and voting by poll process at the AGM venue as per the directions of the Chairman of the Meeting.
- 3. The Chairman at the 9th Annual General Meeting, held on 29th September, 2014 announced that members, who have not exercised their votes either through e-voting or through physical ballot by post, can exercise their votes through polling process being conducted at the meeting.
- 4. The members of the Company as on the "cut-off" date i.e. 22nd August, 2014 were entitled to vote on the resolutions (item no. 1 to 12 as set out in the notice of the 9th Annual General meeting).
- 5. My combined report on the results of voting through e-voting, ballot received by post and voting conducted by poll, at the 9th Annual General meeting is as under:

| Particulars | No. of Shares | % |
|---|---------------|--------|
| Total No. of Votes eligible for voting as per | 1,47,16,689 | 100.00 |
| Paid-up Capital | | |
| Total No. of votes casted | 77,76,176 | 52.84 |





Item No. 1:-

To receive, consider, approve and adopt the Audited Statement of Profit and Loss for the year ended 31st March, 2014, the Balance Sheet as at that date and the Cash Flow Statement for the year ended on that date and the Reports of Directors' and Auditors; thereon. (Ordinary Resolution)

| Particulars | No of | No of | No of Votes | No of | % of | votes* | No of |
|-------------------------------|----------------|-------------|-------------|------------------|-------|---------|------------------|
| | Shares held | Shares cast | in Favor | Votes against | Favor | Against | Invalid Votes |
| E-Voting | 2313 | 2313 | 2313 | 0 | 100 | 0 | |
| Ballot received by post | 428590 | 428524 | 428441 | 83 | 99.98 | 0.02 | 66 |
| Voting by Poll | 7345273 | 7345273 | 7345273 | 0 | 100 | 0 | 0 |
| Total | 7776176 | 7776110 | 7776027 | 83 | 99.99 | 0.01 | 66 |

^{*} Percentage of votes of 'favour' and 'against' are calculated on the basis of valid votes.

Item No. 2:-

To Appoint M/s. S T Mohite &Co., Chartered Accountants, Hyderabad, as Statutory Auditors and to fix their Remuneration: (Ordinary Resolution)

| Particulars | No of | No of | No of Votes | No of | % 0 | f votes* | No of |
|-------------------------------|----------------|----------------|-------------|------------------|-------|----------|------------------|
| | Shares held | Shares cast | in Favor | Votes against | Favor | Against | Invalid Votes |
| E-Voting | 2313 | 2313 | 2313 | 0 | 100 | 0 | 0 |
| Ballot received by post | 428590 | 428524 | 428499 | 25 | 99.99 | 0.01 | 66 |
| Voting by Poll | 7345273 | 7345273 | 7345273 | 0 | 100 | 0 | 0 |
| Total | 7776176 | 7776110 | 7776085 | 25 | 99.99 | 0.01 | 66 |

^{*} Percentage of votes of 'favour' and 'against' are calculated on the basis of valid votes.

Item No. 3:-

To appoint Sri. N. Ramachandra Rao as Independent Director (Ordinary Resolution)

| Particulars | No of | No of | No of Votes | No of | % o | f votes* | No of |
|-------------------------------|----------------|----------------|-------------|------------------|-------|----------|------------------|
| | Shares held | Shares cast | in Favor | Votes against | Favor | Against | Invalid Votes |
| E-Voting | 2313 | 2313 | 2312 | 1 | 99.96 | 0.04 | 0 |
| Ballot received by post | 428590 | 428561 | 428303 | 258 | 99.94 | 0.06 | 29 |
| Voting by Poll | 7345273 | 7345273 | 7345273 | 0 | 100 | 0 | 0 |
| Total | 7776176 | 7776147 | 7775888 | 259 | 99.97 | 0.03 | 29 |

^{*} Percentage of votes of 'favour' and 'against' are calculated on the basis of valid votes.



Item No. 4:-

To appoint Smt. D Sai Leela as Woman Director: (Ordinary Resolution)

| Particulars | No of | No of Shares cast | No of Votes in Favor | No of Votes against | % o | f votes* | No of | |
|-------------------------------|-------------|-------------------------|-------------------------|---------------------------|-------|----------|------------------|--|
| | Shares held | | | | Favor | Against | Invalid Votes | |
| E-Voting | 2313 | 2313 | 2313 | 0 | 100 | 0 | 0 | |
| Ballot received by post | 428590 | 428561 | 428528 | 33 | 99.99 | 0.01 | 29 | |
| Voting by Poll | 7345273 | 7345273 | 7345273 | 0 | 100 | 0 | 0 | |
| Total | 7776176 | 7776147 | 7776114 | 33 | 99.99 | 0.01 | 29 | |

^{*} Percentage of votes of 'favour' and 'against' are calculated on the basis of valid votes.

Item No. 5:-

To appoint Dr.A.H.Praveen as Independent Director: (Ordinary Resolution)

| Particulars | No of | No of | No of Votes | No of | % o | f votes* | No of |
|-------------------------------|-------------|---------|-------------|------------------|-------|----------|------------------|
| | Shares held | Shares | in Favor | Votes against | Favor | Against | Invalid Votes |
| E-Voting | 2313 | 2313 | 2313 | 0 | 100 | 0 | 0 |
| Ballot received by post | 428590 | 428590 | 428470 | 120 | 99.97 | 0.03 | 0 |
| Voting by Poll | 7345273 | 7345273 | 7345273 | 0 | 100 | 0 | 0 |
| Total | 7776176 | 7776176 | 7776056 | 120 | 99.99 | 0.01 | 0 |

^{*} Percentage of votes of 'favour' and 'against' are calculated on the basis of valid votes.

Item No. 6:-

To appoint Sri.P.Ramachandra Gowd as Rotational Director: (Ordinary Resolution)

| Particulars | No of | No of | No of Votes | No of | % of | f votes* | No of |
|-------------------------------|-------------|---------|-------------|---------|-------|----------|---------|
| | Shares held | Shares | in Favor | Votes | Favor | Against | Invalid |
| | | cast | | against | | | Votes |
| E-Voting | 2313 | 2313 | 2313 | 0 | 100 | 0 | 0 |
| Ballot received by post | 428590 | 428561 | 428441 | 120 | 99.97 | 0.03 | 29 |
| Voting by Poll | 7345273 | 7345273 | 7345273 | 0 | 100 | 0 | 0 |
| Total | 7776176 | 7776147 | 7776027 | 120 | 99.99 | 0.01 | 29 |

^{*} Percentage of votes of 'favour' and 'against' are calculated on the basis of valid votes.



Item No. 7:-

To appoint Sri.krishnamoorthy Chandraiah Naik as Rotational Director: (Ordinary Resolution)

| Particulars No of Shares held | No of | No of | No of Votes | No of | % of | votes* | No of | |
|-------------------------------|-------------|----------|------------------|-------|---------|------------------|-------|--|
| | Shares cast | in Favor | Votes against | Favor | Against | Invalid Votes | | |
| E-Voting | 2313 | 2313 | 2313 | 0 | 100 | 0 | 0 | |
| Ballot received by post | 428590 | 428561 | 428348 | 213 | 99.95 | 0.05 | 29 | |
| Voting by Poll | 7345273 | 7345273 | 7345273 | 0 | 100 | 0 | 0 | |
| Total | 7776176 | 7776147 | 7775934 | 213 | 99.98 | 0.02 | 29 | |

^{*} Percentage of votes of 'favour' and 'against' are calculated on the basis of valid votes.

Item No. 8:-

To ratify the remuneration payable to Cost Auditor for the year 2014-15 : (Ordinary Resolution)

| Particulars N | No of | No of Shares cast | No of Votes | No of Votes against | % 0 | f votes* | No of | |
|-------------------------------|----------------|-------------------------|-------------|---------------------------|-------|----------|------------------|--|
| | Shares held | | in Favor | | Favor | Against | Invalid Votes | |
| E-Voting | 2313 | 2313 | 2313 | 0 | 100 | 0 | 0 | |
| Ballot received by post | 428590 | 428439 | 428123 | 316 | 99.93 | 0.07 | 151 | |
| Voting by Poll | 7345273 | 7345273 | 7345273 | 0 | 100 | 0 | 0 | |
| Total | 7776176 | 7776025 | 7775709 | 316 | 99.98 | 0.02 | 151 | |

^{*} Percentage of votes of 'favour' and 'against' are calculated on the basis of valid votes.





Item No. 9:-

Delegation of Borrowing Powers of the Board: (Special Resolution)

| Particulars | No of | No of | No of Votes | No of | % o: | f votes* | No of |
|-------------------------------|----------------|----------------|-------------|------------------|-------|----------|------------------|
| | Shares held | Shares cast | in Favor | Votes against | Favor | Against | Invalid Votes |
| E-Voting | 2313 | 2313 | 2313 | 0 | 100 | 0 | 0 |
| Ballot received by post | 428590 | 428468 | 428222 | 246 | 99.94 | 0.06 | 122 |
| Voting by Poll | 7345273 | 7345273 | 7345273 | 0 | 100 | 0 | 0 |
| Total | 7776176 | 7776054 | 7775808 | 246 | 99.98 | 0.02 | 122 |

^{*} Percentage of votes of 'favour' and 'against' are calculated on the basis of valid votes.

Item No. 10:-

To continue and provide security in favour of Financial Institutions and Banks: (Special Resolution)

| Particulars | No of | No of | No of Votes | No of | % of | f votes* | No of |
|-------------------------------|----------------|----------------|-------------|------------------|-------|----------|------------------|
| | Shares held | Shares cast | in Favor | Votes against | Favor | Against | Invalid Votes |
| E-Voting | 2313 | 2313 | 2313 | 0 | 100 | 0 | 0 |
| Ballot received by post | 428590 | 428561 | 428203 | 358 | 99.92 | 0.08 | 29 |
| Voting by Poll | 7345273 | 7345273 | 7345273 | 0 | 100 | 0 | 0 |
| Total | 7776176 | 7776147 | 7775789 | 358 | 99.97 | 0.03 | 29 |

^{*} Percentage of votes of 'favour' and 'against' are calculated on the basis of valid votes.

Item No. 11:-

To carry out modifications and changes in Articles of Assocation: (Special Resolution)

| | No of | No of | No of Votes | No of | % of | f votes* | No of | |
|-------------------------------|-------------|-------------|-------------|------------------|-------|----------|------------------|--|
| | Shares held | Shares cast | in Favor | Votes against | Favor | Against | Invalid Votes | |
| E-Voting | 2313 | 2313 | 2313 | 0 | 100 | 0 | 0 | |
| Ballot received by post | 428590 | 428435 | 428010 | 425 | 99.90 | 0.10 | 155 | |
| Voting by Poll | 7345273 | 7345273 | 7345273 | 0 | 100 | 0 | 0 | |
| Total | 7776176 | 7776021 | 7775596 | 425 | 99.97 | 0.03 | 155 | |

^{*} Percentage of votes of 'favour' and 'against' are calculated on the basis of valid votes.



Item No. 12:-

To Increase remuneration of Chairman & Managing Director Sri T G Bharath subject to the approval of the Central Government . (Special Resolution)

| Particulars | No of Shares held | No of Shares cast | No of Votes in Favor | No of Votes against | % of votes* | | No of |
|-------------------------------|-------------------------|-------------------------|-------------------------|---------------------------|-------------|---------|------------------|
| | | | | | Favor | Against | Invalid Votes |
| E-Voting | 2313 | 2313 | 2313 | 0 | 100 | 0 | 0 |
| Ballot received by post | 428590 | 428557 | 427599 | 958 | 99.78 | 0.22 | 33 |
| Voting by Poll | 7345273 | 7345273 | 7345273 | 0 | 100 | 0 | 0 |
| Total | 7776176 | 7776143 | 7775185 | 958 | 99.93 | 0.07 | 33 |

^{*} Percentage of votes of 'favour' and 'against' are calculated on the basis of valid votes.

- 6. The list containing details of equity shareholders who voted "FOR", or "AGAINST" and those whose votes were declared invalid for each resolution under the e-voting, Ballot received by post, and voting conducted by poll process at the AGM is enclosed.
- 7. The relevant records relating to e-voting, Ballot received by post, and voting conducted by poll process at the Annual General Meeting is handed over to the Company Secretary authorized by the Board for safe keeping.

Thanking you,

Place: Kurnool

Date: 29th September, 2014

Yours faithfully,

M. NIRMAL KUMAR REDDY, FCA

Practicing Chartered Accountant - Scrutinizer

F.C.A. No. 211032



SREE RAYALASEEMA
HI-STRENGTH HYPO LTD.
CIN: L24110AP2005PLC045726

ANNOUNCEMENT OF CONSOLODATED RESULTS OF E-VOTING, POSTAL BALLOT AND POLL CONDUCTED WITH RESPECT TO 9TH ANNUAL GENERAL MEETING OF SREE
- RAYALASEMMA HI-STRENGTH HYPO LIMITED HELD ON MONDAY, 29TH SEPTEMBER, 2014.

Pursuant to provisions of Section 108 and 109 of the Companies Act, 2013 read with Rules prescribed there under and Clause 35B of Listing Agreement, the Company has provided the e-voting and postal ballot facility to its members to cast their vote/s on all the resolutions mentioned in the Notice of the 9th Annual General Meeting.

The members attending the AGM either in person or through proxy and who have not casted their vote either through electronic mode or postal ballot were provided the facility to cast their vote through poll at the meeting on all resolutions.

Based on scrutinizer's report , I, T.G.Bharath, Chairman of the meeting declare the resolutions contained in the Notice of the 9th Annual General Meeting are passed with requisite majority.

Cont..2





The details of the results are furnished below.

| Resolution No. | Type of resolution | Total votes cast by E- voting,postal ballot,Physical Poll) | No. of Votes in favour | | No. of Votes against | |
|-------------------|--------------------|--|---------------------------|-------|-------------------------|------|
| | | | Number | % | Number | % |
| 1 | Ordinary | 7776110 | 7776027 | 99.99 | 83 | 0.01 |
| 2 | Ordinary | 7776110 | 7776085 | 99.99 | 25 | 0.01 |
| 3 | Ordinary | 7776147 | 7775888 | 99.97 | 259 | 0.03 |
| 4 | Ordinary | 7776147 | 7776114 | 99.99 | 33 | 0.01 |
| 5 | Ordinary | 7776176 | 7776056 | 99.99 | 120 | 0.01 |
| 6 | Ordinary | 7776147 | 7776027 | 99.99 | 120 | 0.01 |
| 7 | Ordinary | 7776147 | 7775934 | 99.98 | 213 | 0.02 |
| 8 | Ordinary | 7776025 | 7775709 | 99.98 | 316 | 0.02 |
| 9 | Special | 7776054 | 7775808 | 99.98 | 246 | 0.02 |
| 10 | Special | 7776147 | 7775789 | 99.97 | 358 | 0.03 |
| 11 | Special | 7776021 | 7775596 | 99.97 | 425 | 0.03 |
| 12 | Special | 7776143 | 7775185 | 99.93 | 958 | 0.07 |

Place: Kurnool

Date: 30th September, 2014

SREE RAND RSEELING TO THE SEELING THE SEEL

T.G. BHARATH
CHAIRMAN AND MANAGING DIRECTOR

DIN: 00125087