

MINUTES OF EIGHTH ANNUAL GENERAL MEETING OF SREE RAYALASEEMA HI- STRENGTH HYPO LIMITED HELD ON FRIDAY, 27TH SEPTEMBER, 2013 AT REGD OFFICE: GONDIPARLA. KURNOOL - 518004 AT 11.30 A M

PRESENT:

Sri T G Bharath	Chairman and Managing Director
Sri P T Reddy	Director (Audit Committee Chairman)
Dr A H Praveen	Director

ALSO PRESENT:

Sri M T Sreenivasa Rao	Statutory Auditor
Sri A Sambasiva Rao	C G M (F&A)
Smt V Surekha	Company Secretary

And 31 members were present in person and 7 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.

The Chairman verified whether the quorum was present and after satisfying himself announced that the Meeting has quorum and called the Meeting to order.

The Notice of the Meeting was taken as read with the permission of the Members present.

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

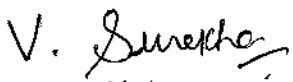
FIRST ITEM OF AGENDA :

ADOPTION OF ACCOUNTS

The Chairman invited the Members for any clarifications from Annual Accounts and chairman's speech. All the queries raised during the discussion were answered to the satisfaction of the members. Then he moved the following resolution for adoption of Annual Accounts for members approval .

For Sree Rayalaseema Hi-Strength
Hypo Ltd.,

Contd2


(V. Surekha)
Company Secretary

"RESOLVED THAT the Balance sheet as at 31st March, 2013 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."

Proposed by : Sree Rayalaseema Alkalies & Allied Chemicals Ltd (Client ID 20160832)

Seconded by : M D Ismail (Folio No 532735)

The chairman put the motion to vote by show of hands. The Chairman declared that the resolution was passed Unanimously.

SECOND ITEM OF AGENDA :

The Chairman proceeded with the second item of Agenda was that Dr A H Praveen , Director of the Company , whose directorship is due for retirement by rotation and being eligible for reappointment has given his consent for reappointment.

Then he moved the following Ordinary Resolution for members approval .

"RESOLVED THAT Dr A H Praveen , the retiring Director be and is hereby appointed as a Director of the Company , whose office is liable for determination by rotation."

Proposed by : S Sreenivasulu (Folio No 549771)

Seconded by: B S Subramanyam (Folio No 549776)

The chairman put the motion to vote by show of hands. The Chairman declared that the resolution was passed Unanimously.

THIRD ITEM OF AGENDA :

APPOINTMENT OF DIRECTOR

The Chairman proceeded with the third item of Agenda was that Sri D V Narendra Babu , Director of the Company whose directorship is due for retirement by rotation and being eligible for reappointment has given his consent for reappointment.

Then he moved the following Ordinary Resolution for members approval .

"RESOLVED THAT Sri D V Narendra Babu , the retiring Director be and is hereby appointed as a Director of the Company , whose office is liable for determination by rotation."

For Sree Rayalaseema Hi-Strength
Hypo Ltd.,

Contd3


(V. Surekha)
Company Secretary

Proposed by : S Shakira Banu (Folio No 518530)
Seconded by : K Mary Madhuri (Client ID No 1201910100714560)

The chairman put the motion to vote by show of hands. The Chairman declared that the resolution was passed Unanimously.

FOURTH ITEM OF AGENDA :

APPOINTMENT OF STATUTORY AUDITORS

The Chairman informed the members about the reappointment of Statutory auditors M/s S T Mohite & Co., and moved the following ordinary resolution for members approval.

"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."

Proposed by : T Krishna (Folio No 532729)
Seconded by : KMD Haneef (Folio No 532704)

The chairman put the motion to vote by show of hands. The Chairman declared that the resolution was passed Unanimously.

SPECIAL BUSINESS

FIFTH ITEM OF AGENDA

INCREASE OF REMUNERATION OF SRI T G BHARATH , CHAIRMAN & MANAGING DIRECTOR

As Sri T G Bharath ,Chairman & Managing Director was interested in this item , he vacated the Chair and Sri P T Reddy , Director occupied the Chair and conducted the meeting.

The Chairman informed the members about the increase of remuneration of Sri T G Bharath, Chairman & Managing Director as per provisions of Companies Act, 1956 and moved the following Special Resolution for members approval.

for Sree Rayalaseema Hi-Strength
Hypo Ltd.,

Contd....4


(V. Surekha)
Company Secretary

::4::

"RESOLVED THAT in partial modification of the resolution passed by the members of the Company at the 6th annual General Meeting held on 26.09.2011 and pursuant to sections 198, 269, 309 and 310 read with Schedule XIII and other applicable provisions, if any of the Companies Act, 1956, consent and approval of the Company be and is hereby accorded to increase salary of Sri T G Bharath, Chairman & Managing Director from Rs. 1,25,000/- per month to Rs. 4,00,000/- per month in pursuance to clause 1 (B) of Section II in Part-II of Schedule XIII of the Companies Act, 1956 with effect from 01.10.2013 and during his tenure as Chairman & Managing Director which will expires on 24.07.2016 and commission, allowances and perquisites components of remuneration passed on 26.09.2011 will remain unaltered subject to overall limit of 5% of net profits of the Company as per section 198 of the Companies Act, 1956."

Proposed by: V Ravindranath (Folio No 556251)

Seconded by : P Venkateswarlu (Folio No 500013)

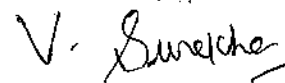
The chairman put the motion to vote by show of hands. The Chairman declared that the resolution was passed Unanimously.

The Meeting concluded with a vote of thanks to the chair and members by Mr. V Ravindranath.

Sd/-

**T G BHARATH
CHAIRMAN OF THE MEETING**

**For Sree Rayalaseema Hi-Strength
Hypo Ltd.,**


(V. Surekha)
Company Secretary