



## VISHNU CHEMICALS

Date: 28<sup>th</sup> September 2016.

|                                                                                                                                                 |                                                                                                                |                                                                                                                                                                          |
|-------------------------------------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| 1. The Department of Corporate Services - CRD<br>Bombay Stock Exchange Limited<br>Phiroze Jeejeebhoy Towers<br>Dalal Street<br>MUMBAI - 400 001 | 2. The National Stock Exchange of India Limited<br>5th Floor, Exchange Plaza<br>Bandra (E)<br>MUMBAI - 400 051 | 3. The Manager – Dept. of Corporate Service<br>The Ahmedabad Stock Exchange Ltd.,<br>Kamdhenu Complex,<br>Opp: Sahajanand, College, Panjara Pole,<br>Ahmedabad – 380 015 |
| Ref: Scrip Code: 516072                                                                                                                         |                                                                                                                | Ref: Scrip Symbol: VISHNU                                                                                                                                                |

**Sub: Proceedings of the 23<sup>rd</sup> Annual General Meeting of Vishnu Chemicals Limited held on Wednesday, the 28<sup>th</sup> day of September, 2016.**

Dear Sir/Madam,

The 23<sup>rd</sup> Annual General Meeting ("the 23<sup>rd</sup> AGM") of the Company was held on **Wednesday, the 28<sup>th</sup> day of September, 2016** at 11.00 a.m. at Hotel I.K. London, 6-3-656, Kapadia Lane, Somajiguda, Hyderabad-500082.

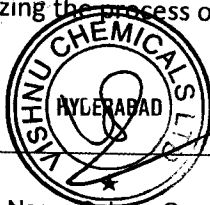
The meeting was chaired by Sri Ch. Krishna Murthy, Chairman & Managing Director of the Company. Total 148 members in person and 'Nil' through proxies attended the meeting as per the records of attendance.

The Chairman gave an overview of the financial performance of the Company for the financial year 2015-16 and its future outlook in his speech.

On invitation by the Chairman, some of the members raised queries on the Company's financial statements and business operations, which were then suitably replied to by Sri Ch. Krishna Murthy, Chairman & Managing Director and Sri P. Anjaneyulu, Vice President (Finance) and Sri. T. Ramakrishna - CFO.

The Chairman informed the members that pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, the Company had provided an electronic voting facility to members of the Company in respect of business to be transacted at the 23<sup>rd</sup> AGM. The e-voting period commenced on 25<sup>th</sup> September, 2016 at 10.00 a.m. and ended on 27<sup>th</sup> September, 2016 at 5.00 p.m. The Chairman also informed about the Ballot Papers distributed at the 23<sup>rd</sup> AGM to enable shareholders to vote, who do not have access to e-voting to cast their votes. The Chairman also informed that, members who have cast their votes through e-voting shall not be entitled to cast their vote again.

The members were informed of the appointment of Sri L.D. Reddy, Company Secretary in Practice (CP No.3752) as the Scrutinizer for scrutinizing the process of electronic and ballot voting in a fair and transparent manner.



### VISHNU CHEMICALS LIMITED

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The Chairman informed the members that the Scrutinizer will submit his consolidated report on the results of electronic voting and ballot voting in terms of LODR Regulations.

The resolutions placed before the members for their approval are as follows:

**Ordinary Business**

1. Adoption of the audited Balance Sheet as at March 31, 2016, the Statement of Profit and Loss of the Company for the year ended on that date together with the Reports of the Auditors thereon and Directors' Report (Ordinary Resolution).
2. Re-appointment of Smt. Ch. Manjula, Director retiring by rotation (Ordinary Resolution).
3. Confirmation of interim Dividend already paid as Final dividend for the year ending on 31.03.2016.
4. Appointment of Ms/. Jampani & Associates, Chartered Accountants (Firm No. 016581S) as Statutory auditor.

**Special Business**

5. Special Resolution for Re-appointment of Sri. Ch. Krishna Murthy as Managing Director of the Company.
6. Ordinary resolution for appointment of Dr. Srivari Chadraseshwar as Independent Director of the Company.
7. Special Resolution for appointment of Ch. Siddartha as Joint Managing Director of the Company.
8. Ordinary resolution for ratification of remuneration of the Cost Auditors of the Company.
9. Ordinary resolution for approving the agreement with M/s. Vasantha Transport corporation.

Thereafter, the Chairman informed the members that the results of the e-voting and ballot voting will be notified to the Stock Exchanges and will also be uploaded on the Company's website as per LODR Regulations.

The meeting then concluded with a vote of thanks.

Thanking you,

Yours faithfully,  
For VISHNU CHEMICALS LIMITED

  
Ch. Krishna Murthy  
Managing Director

