CIN : L27109TG1989PLC010654

SATHAVAHANA ISPAT LIMITED

H.O. : 505, Block 1, Divyashakti Complex, Ameerpet, Hyderabad - 500 016.
Phones : 23730812,3,4 Fax : +91-40-23730566 E-mail : sathavahana@eth.net
web : www.sathavahana.com

REF: SIL/SEC/2018 Date: 13.10.2018

To
BSE Limited,
Corporate Relationship Department,
Rotunda Building, New Trading Ring,
1st Floor, P J Towers, Dalal Street,
MUMBAI – **400 001**.
Ph. No. 022-22723121/2037/39

Stock Code: 526093

To
The National Stock Exchange of India Limited,
Listing Department
Regd. Office: "Exchange Plaza"
Bandra Kurla Complex,
Bandra (East),
MUMBAI —- 400 051.
Ph. No. 022-26598237/38.

Stock Code : SATHAISPAT

Dear Sirs,

SUB: SUBMISSION OF PROCEEDINGS OF 29TH AGM

****

Pursuant to Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015, we are herewith filing extracts of minutes of 29th AGM held on 29.09.2018.

Please take the above on record.

Thanking you,

Yours faithfully
For SATHAVAHANA ISPAT LIMITED

(K V KRISHNA RAO)
CFO & COMPANY SECRETARY

Encl: As above.

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EXTRACTS OF MINUTES OF 29TH ANNUAL GENERAL MEETING OF SATHAVAHANA ISPAT LIMITED, HELD ON SATURDAY, THE 29TH SEPTEMBER 2018 AT 3.00 P.M. AT SRI SAGI RAMAKRISHNAM RAJU COMMUNITY HALL, MADURANAGAR, HYDERABAD - 500 038

PRESENT:

Shri K.Thanu Pillai	Chairman
Shri A.S.Rao	Executive Vice Chairman
Shri S.N.Rao	Independent Director
Shri A.Naresh Kumar	Managing Director
Dr. Shailendra Dasari	Executive Director (Operations)

IN ATTENDANCE:

Shri K.V.Krishna Rao	CFO & Company Secretary

SPECIAL INVITEE:

Shri Majeti Kiran	Partner, M/s Majeti & Co., Chartered Accountants, Statutory Auditors of the Company.
Shri D. Hanumanta Raju	Partner, D. Hanumanta Raju & Co., Practicing Company Secretaries, Secretarial Auditors of the Company - Polling scrutinizer

Shri K.V.Krishna Rao, CFO & Company Secretary welcomed the members to the 29th Annual General Meeting of the Company. The Company Secretary introduced the Directors and the Auditors on the dais to the members. The Company Secretary then handed over the proceedings to the Chairman of the meeting to conduct the business.

The Chairman called the meeting to order and announced that the requisite quorum was present for the meeting. The Chairman informed shareholders that Shri Syed Anis Hussain, an Independent Director could not attend the meeting as he is abroad on a pressing work. He informed that Shri Syed Anis Hussain has authorized Shri S.N.Rao to represent him at the Annual General Meeting. Chairman noted the attendance of 360

Note : Please address all the correspondence to head office

Regd. Office : 314, Sri Rama Krishna Towers, Nagarjuna Nagar, Hyderabad - 500 073.
Works : (1) Haresamudram Village, Bommanahal Mandal, Anantapur Dist. (2) Kudithini Village, Kurugodu Road, Bellary Dist. Karnataka State
Bellary Office Phones : 242355, 242455, 242655 Fax : 08392 - 242955

members including three promoters holding 7741612 equity shares and 462 proxies including six from promoters group representing members holding of 11065094 equity shares. Later, Chairman informed that the registers, documents, the Independent Auditors' Report, Secretarial Audit Report in Form MR-3, as prescribed in the Company's Act 2013 are available for inspection. The Chairman then, with the consent of the shareholders announced that the notice of the 29th Annual General Meeting as already circulated amongst the members, was taken as read.

The Chairman then addressed the members, statement of which was circulated to the members present, highlighting the economic and industrial scenario, performance of the Company, reasons for not considering the dividend, outlook for industry as well as of the Company etc.

The Chairman then called on the Auditors M/s Majeti & Co., Chartered Accountants, Hyderabad Statutory Auditors of the Company to present the Auditors' Report for the financial year ended 31st March 2018 to the Shareholders. Shri Majeti Kiran informed that the Independent Auditors Report is qualified and then he read out the qualifications. Later Shri. Majeti Kiran informed that the balance part of Audit Report and the Report on Legal and Regulatory Requirements of the Auditors, Report on Internal Controls were taken as read with the permission of the Shareholders.

The Chairman later invited Shri A.Naresh Kumar, Managing Director to read the Directors' Report to the Shareholders. The Directors' Report was taken as read with the permission of the Shareholders. The observations in the Secretarial Audit Report was then read out by the Company Secretary.

The Chairman then called on the Managing Director to give brief on the industrial scenario, performance specifics of the Company etc. The shareholders also wanted to know the status of restructuring plan of the company pending before the bankers and the other plans in the eventuality of restructuring plan not going through with the banks and chances of going to NCLT. Shri Naresh Kumar explained at length the contours of the restructuring plan and its methodology inter alia that the plan involves increased repayment schedules and do not envisage haircuts to the banks as also there is a recompense clause towards the marginal sacrifices made by the banks. Amongst other things the company also demonstrated to the banks that the restructuring

plan is the best option to the banks. Mr Naresh Kumar expressed confidence that the restructuring plan would be sanctioned by the banks as the same has got merits and is a better solution. Mr Kumar went on giving market outlook to the products manufactured by the company and informed that once the restructuring plan is sanctioned by the banks, the working capital situation eases and operations will come back to normalcy. Later Shri A.S.Rao Executive Vice Chairman explained to the shareholders; issued that led stress, future prospects and informed that the company is putting its best possible effort to bring back to normalcy in the operations which he said could happen only after restructuring of the debt is done by the banks. He also explained as to how the operations were sustained during the last year. The other queries raised were answered to the satisfaction of the shareholders.

The Chairman then announced that the business as given in the Notice be taken up for approval of the Shareholders.

The Chairman called on the Company Secretary to read out the items listed in the business. The Company Secretary read out the following resolutions while explaining the content of each resolution. While reading out the fourth and fifth resolution the Company Secretary introduced to the Shareholders the proposed appointee Directors who later thanked the shareholders for their re-appointment.

Resolution No.	Description	Type
	As Ordinary business:	
1.	To receive, consider and adopt the Audited Accounts of the Company for the year ended 31st March, 2018 along with the Reports of Directors and Auditors thereon.	Ordinary
2.	To appoint a Director in place of Shri A.S.Rao (DIN:00899415) who retires by rotation and being eligible offers himself for reappointment as Director.	Ordinary
3.	To appoint a Director in place of Dr. Shailendra Dasari (DIN: 07263439) who retires by rotation and being eligible, offers himself for reappointment as Director.	Ordinary
	As Special Business:	

Resolution No.	Description	Type
4.	To re-appoint Shri A.S.Rao (DIN:00899415) as Executive Vice Chairman and in this regard to consider and if thought fit, to pass, with or without modifications the following resolution as a Special Resolution:	Special
5.	To appoint Dr. Shailendra Dasari (DIN:07263439) as Executive Director (Operations) and in this regard to consider and if thought fit, to pass, with or without modifications the following resolution as a Special Resolution:	Special
6.	To approve/fix the remuneration payable to Cost Auditors, M/s. S. Mahadevan & Co., (Firm's Registration Number: 00007) for the year ending 31st March 2019.	Ordinary

The Chairman then announced that the voting on resolutions by show of hands will not be allowed as mandated by the Companies Act 2013. He then requested the shareholders who have not cast their vote in e-voting or through physical Ballot Paper to cast their vote through Ballot paper available at the Ballot box in the hall. He later informed that the voting results of the Annual General Meeting would be announced and disseminated within 48 hours.

VOTE OF THANKS:

After carrying out all the business listed in the Notice the Chairman once again thanked all the members and called on the Company Secretary to propose vote of thanks. The Company Secretary did so. He also conveyed seasonal greetings to the members on behalf of the Company, Board of Directors and on his own behalf.

The meeting concluded thereafter at 4.25 pm.

D. Hanumanta Raju & Co., Practicing Company Secretaries, Hyderabad, the Poll Scrutinisers, submitted the voting results and the same were approved by the Chairman. The Voting results of the Annual General Meeting based on the Report of Scrutiniser(s) were declared on 30th September 2018 and the following resolutions were accordingly considered as passed:

SATHAVAHANA ISPAT LIMITED

Extracts of Minutes of 29th Annual General Meeting held on 29.09.2018

1. To receive, consider and adopt the Audited Accounts of the Company for the year ended 31st March, 2018 along with the Reports of Directors and Auditors thereon:

Type of Resolution: Ordinary, passed with 99.998% percentage of votes polled in favor and 0.002% against. Accordingly the following Resolution stands passed with requisite majority.

"Resolved that the Audited Accounts of the Company for the year ended 31st March 2018 along with the Reports of Directors and Auditors there on be and are hereby approved".

2. To appoint a Director in place of Shri A.S.Rao (DIN:00899415) who retires by rotation and being eligible offers himself for reappointment as Director.

Type of Resolution: Ordinary, passed with 99.998% percentage of votes polled in favor and 0.002% against. Accordingly the following Resolution stands passed with requisite majority.

"RESOLVED That **Shri A.S.Rao (DIN:00899415)** be and is hereby re-appointed as Director of the Company".

3. To appoint a Director in place of Dr. Shailendra Dasari (DIN: 07263439) who retires by rotation and being eligible, offers himself for reappointment as Director.

Type of Resolution: Ordinary, passed with 99.998% percentage of votes polled in favor and 0.002% against. Accordingly the following Resolution stands passed with requisite majority.

"RESOLVED That **Dr. Shailendra Dasari (DIN: 07263439)** be and is hereby re-appointed as Director of the Company".

4. To re-appoint Shri A.S.Rao (DIN:00899415) as Executive Vice Chairman and in this regard to consider and if thought fit, to pass, with or without modifications the following resolution as a Special Resolution:

Type of Resolution: Special, passed with 99.998% percentage of votes polled in favor and 0.002% against. Accordingly the following Resolution stands passed with requisite majority.

"RESOLVED that pursuant to the provisions of Sections 2 (78), 2 (94),196,197 and 203, read with Schedule V and

other applicable provisions if any, of the Companies Act 2013, and Companies (Appointment and Remuneration of Managerial personnel) Rules 2014, approval be and is hereby accorded to the appointment of Shri A.S.Rao (DIN:00899415) Executive Vice Chairman for a period of three years effect from 27.07.2018 to 26.07.2021 on the following remuneration:

1. SALARY :

Salary of Rs.4,60,000/- per month.

2. PERQUISITES:

The following perquisites may be allowed in addition to salary.

CATEGORY A:

i. Housing I : The expenditure incurred by the Company on hiring furnished accommodation which will be subject to the following ceiling:

Sixty percent of the salary over and above ten percent payable by the appointee;

Or

Housing II: In case the accommodation is owned by the Company, ten percent of the salary of the appointee shall be deducted by the Company; or

In case no accommodation is provided by the Company a House Rent Allowance subject to the ceiling laid down in Housing I.

Explanation: The expenditure incurred by the Company on gas, electricity, water and furnishings shall be valued as per the Income-tax Rules, 1962 and shall be subject to a ceiling of ten percent of salary of the appointee.

ii. Medical Reimbursement : Expenses incurred for self and dependent family subject to a ceiling of one month's salary in a year or three month's salary over a period of three years.

iii. Leave Travel Concession for self and family, once in a year incurred in accordance with any rules specified by the Company.

iv. Club fee subject to a maximum of two Clubs. This will not include admission and life membership fee.

v. Personal accident insurance the premium of which shall not exceed Rs.1,00,000/- per annum.

vi. Medical Insurance premium for self and dependent family the premium of which shall not exceed Rs. 50,000/- per annum.

CATEGORY B:

i. Contribution to Provident Fund, Superannuation Fund and Annuity Fund to the extent these either singly or put together are not taxable under Income Tax Act 1961.

ii. Gratuity payable at a rate not exceeding half a month's salary for each completed year of service, and

iii. Encashment of leave at the end of the tenure.

CATEGORY C:

Provision of car for use on Company's business and telephone at residence / mobiles. Personal long distance calls on telephone and the use of car for private purpose shall be billed by the Company to the appointee.

3. MINIMUM REMUNERATION:

In the event of losses or inadequacy of profits during the period of appointment, the appointee is entitled to a minimum salary and perquisites as provided in Schedule V and other applicable provisions to the Companies Act 2013".

4. REMUNERATION TENOR AND CEILING:

The remuneration fixed herein is for a period of three years from 27.07.2018 to 26.07.2021 and the Board of Directors of the Company be and is hereby authorised to vary or modify the terms of remuneration in the said

tenure without any further reference to the Company in General Meeting subject to however that the overall remuneration payable to the appointee is within the ceiling limits laid down in Section 197 read with Schedule V to the Companies Act 2013."

"RESOLVED further that the office of Executive Vice Chairman held by Shri A.S.Rao pursuant to this resolution is liable to determination by retirement of Directors by rotation".

5. To appoint Dr. Shailendra Dasari (DIN:07263439) as Executive Director (Operations) and in this regard to consider and if thought fit, to pass, with or without modifications the following resolution as a Special Resolution:

Type of Resolution: Special, passed with 99.998% percentage of votes polled in favor and 0.002% against. Accordingly the following Resolution stands passed with requisite majority.

"RESOLVED that pursuant to the provisions of Sections 2 (78), 2 (94), 197 and 203, read with Schedule V and other applicable provisions if any, of the Companies Act 2013, approval be and is hereby accorded to the appointment of Dr. Shailendra Dasari (DIN: 07263439), as Executive Director (Operations) for a period of three years effect from 01.10.2018 to 30.09.2021 on the following remuneration.

1. SALARY :

   Salary of Rs.3,00,000/- per month.

2. PERQUISITES:

   The following perquisites may be allowed in addition to salary.

   CATEGORY A:

   i. Housing: The expenditure incurred by the Company on hiring furnished accommodation which will be subject to the following ceiling:

   Sixty percent of the salary over and above ten percent payable by the appointee;

   Or

In case no accommodation is provided by the Company a House Rent Allowance subject to the ceiling laid down in the above.

Explanation: Where accommodation is owned by the Company, the appointee is not entitled to the above housing perquisite. In all the above cases, the expenditure incurred by the Company on free housing, gas, electricity, water and furnishings shall be valued as per the Income-tax Rules, 1962 and shall be subject to a ceiling of ten percent of salary of the appointee.

ii. Medical Reimbursement : Expenses incurred for self and dependent family subject to a ceiling of one month's salary in a year or three month's salary over a period of three years.

iii. Leave Travel Concession for self and dependent family, once in a year incurred in accordance with any rules specified by the Company.

iv. Personal Accident Insurance the premium of which shall not exceed Rs.50,000/- per annum.

v. Medical Insurance premium for self and dependent family the premium of which shall not exceed Rs. 25,000/- per annum.

CATEGORY B:

i. Contribution to Provident Fund, Superannuation Fund and Annuity Fund to the extent these either singly or put together are not taxable under Income Tax Act,1961.

ii. Gratuity payable at a rate not exceeding half a month's salary for each completed year of service, and

iii. Encashment of leave at the end of the tenure.

CATEGORY C:

Provision of car for use on Company's business and telephone at residence / mobiles. Personal long distance calls on telephone and the use of car for

private purpose shall be billed by the Company to the appointee.

3. MINIMUM REMUNERATION:

In the event of losses or inadequacy of profits during the above period, the appointee is entitled to a minimum salary and perquisites as provided in Schedule V and other applicable provisions to the Companies Act 2013".

4. REMUNERATION TENOR AND CEILING:

The remuneration fixed herein is for a period of three years from 1st October 2018 to 30th September 2021 and the Board of Directors of the Company be and is hereby authorized to vary or modify the terms of remuneration in the said period without further reference to the Company in General Meeting subject to however that the overall remuneration payable to the appointee is within the ceiling limits laid down in Section 197 read with Schedule V to the Companies Act 2013."

"RESOLVED further that the office of Executive Director (Operations) held by Dr. Shailendra Dasari pursuant to this resolution is liable to determination by retirement of Directors by rotation".

6. To approve/fix the remuneration payable to Cost Auditors, M/s. S. Mahadevan & Co., (Firm's Registration Number: 00007) for the year ending 31st March 2019:

Type of Resolution: Ordinary, passed with 99.998% percentage of votes polled in favor and 0.002% against. Accordingly the following Resolution stands passed with requisite majority.

"RESOLVED that pursuant to the provisions of Section 148 and other applicable provisions if any, 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, M/s. S. Mahadevan & co., Practicing Cost Accountants (Firm's Registration Number:00007) be and hereby, based on the recommendation of the Audit Committee, appointed as Cost Auditor of the Company to conduct Cost Audit of the Cost Records of the Company for the financial year ending 31st March 2019 and be paid a

remuneration of Rs.2.50 lakhs (Rupees two lakhs fifty thousand only) plus Service Tax and travelling / out of pocket expenses at actuals.

RESOLVED further that the Board of Directors of the Company be and are hereby authorized to do all such acts, matters, deeds and things as may be necessary to give effect to the above resolution."

Entered on 04.10.2018

SD/-

Place: Hyderabad
Date: 05.10.2018

(K. Thanu Pillai)
Chairman

CERTIFIED TRUE COPY

For Sathavahana Ispat Limited

(K.V. Krishna Rao)
Chief Financial Officer &
Company Secretary