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

Dated: 5th October 2017

To
The National Stock Exchange of India Limited,
Listing Department,
Exchange Plaza, Bandra Kurla Complex,
Bandra (East),
MUMBAI – 400 051

Dear Sirs,

SUB: PROCEEDINGS OF 28TH AGM.
REF: STOCK CODE: SATHAISPAT

In accordance with Regulation 30 of the Listing Regulations 2015 we herewith submit the minutes of 28th AGM held on 29th September 2017.

Please take the same on record and relay to the esteemed members of the Exchange.

Thanking you,

Yours faithfully,
For Sathavahana Ispat Limited,

CFO & Company Secretary

Encl: As above

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EXTRACTS OF MINUTES OF 28TH ANNUAL GENERAL MEETING OF SATHAVAHANA ISPAT LIMITED, HELD ON FRIDAY, THE 29TH SEPTEMBER 2017 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 Syed Anis Hussain	Independent Director
Shri S.N.Rao	Independent Director
Shri M.S.Ramamohan Rao	Independent Director
Smt. Y Prameela Rani	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 P.V.R.K.Nageaswara Rao	Partner, M/s P.V.R.K.Nageswara Rao&Co.,Chartered Accountants, Statutory Auditors of the Company.
Shri Majeti Kiran	Partner, M/s Majeti & Co., Chartered Accountants, Proposed 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 28th 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 noted the attendance of 362 members including seven promoters holding 13060945 equity shares and 550 proxies including two from promoters group representing members

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

holding of 5985460 equity shares. The Chairman then, with the consent of the shareholders announced that the notice of the 28th 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, Expansion project, outlook etc.

The Chairman then called on the Auditors M/s P.V.R.K.Nageswara Rao & Co., Chartered Accountants, and Statutory Auditors of the Company to present the Auditors' Report for the financial year ended 31st March 2017 to the Shareholders. The Auditor's report was read by Shri. P.V.R.K. Nageswara Rao and the Report on Legal and Regulatory Requirements of the Auditors 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 Chairman then called on the Executive Vice Chairman to give brief on the industrial scenario, performance specifics of the Company etc. Shri A.S.Rao in his brief stated that the performance during the first half was good but during the second half the performance suffered due to working capital constraints and demonetization. The Coking Coal prices unexpectedly increased rendering the working capital insufficient and the banks were not considering the requests of the Company for release of limits. He attributed the factors like working capital constraints, continuous servicing of debt obligations and unexpected increase in Coking Coal prices for the negative performance. As a result there was a gradual fall in capacity utilization leading further to plant shut downs. He went on to state that there is no dearth of orders but the high prices of minerals have come in the way. Although the stabilization of DI Pipe took time but the financial problems did not permit to improve the capacity utilization. He further stated that demand is not picking up due to global slow down, halted private investment and reduced economic activity. He submitted that the management did whatever possible but without banks support they cannot do much but the banks also have restrictions. Big

companies engaged in the manufacture and infrastructure have landed into big trouble because of these adverse factors. On the part of the Company he informed that the management is doing best exploring various options including restructuring of the loans with the banks.

The Chairman then announced that the meeting is opened for discussion and invited the Shareholders to raise their questions and seek clarification on issues concerning the industry and the Company. The Shareholders raised queries on performance of the Company, basic reason for loss and time frame for recovery, higher Interest outgo in the past and at present, Status of restructuring of loans with banks and modalities thereof, sending of hard copies of annual reports in place of soft copies, details of S4A schemes including the possible dilution of equity if any, rumors in the market, impact of working capital shortage and demonetization etc. Shareholders also suggested for produce, sell and make profits with different product mix and to work-on only in those areas where profits are possible. Shareholders also suggested approaching the banks for interest rate reduction.

The Chairman directed the Company Secretary to answer the queries. The queries raised were answered by the Company Secretary and some questions were answered by the Managing Director to the satisfaction of 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 reading out the third resolution the Company Secretary introduced to the Shareholders the proposed appointee Statutory Auditors.

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, 2017 along with the Reports of Directors and Auditors thereon.	Ordinary
2.	To appoint a Director in place of Dr. Shailendra Dasari (DIN: 07263439) who retires by rotation and being eligible,	Ordinary

Resolution No.	Description	Type
	As Ordinary business:	
	offers himself for reappointment as Director.	
3.	To consider the appointment of Majeti & Co., Chartered Accountants, Hyderabad (Firm's Registration Number: 15975S) as Auditors under Sections 139, 141 and other applicable provisions of the Companies Act 2013 and fix their remuneration in place of retiring Auditors M/S.P.V.R.K.Nageswara Rao & Co., Chartered Accountants, Hyderabad, (Firm's Registration Number: 002283S).	Ordinary
	As Special Business:	
4.	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 2018.	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 4.15 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 2017

and the following resolutions were accordingly considered as passed:

1. To receive, consider and adopt the Audited Accounts of the Company for the year ended 31st March, 2017 along with the Reports of Directors and Auditors thereon:

Type of Resolution: Ordinary, passed with 100% percentage of votes polled.

"Resolved that the Audited Accounts of the Company for the year ended 31st March 2017 along with the Reports of Directors and Auditors there on be and are hereby approved".

2. 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 100% percentage of votes polled.

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

3. To consider the appointment of Majeti & Co., Chartered Accountants, Hyderabad (Firm's Registration Number: 15975S) as Auditors under Sections 139, 141 and other applicable provisions of the Companies Act 2013 and fix their remuneration in place of retiring Auditors M/S.P.V.R.K.Nageswara Rao & Co., Chartered Accountants, Hyderabad, (Firm's Registration Number: 002283S).

Type of Resolution: Ordinary, passed with 100% percentage of votes polled.

"RESOLVED that, pursuant to Section 139,141 and other applicable provisions, if any, of the Companies Act, 2013 and Rules made there under as amended from time to time and for the time being in force, M/s. MAJETI & CO., Chartered Accountants, Hyderabad (Firm's Registration Number: 15975S) be and is hereby appointed as Auditors of the Company to hold office from conclusion of this Annual General Meeting till the conclusion of thirty three Annual General Meeting, on a remuneration plus Goods and Service Tax and travelling/out of pocket expense to be mutually agreed upon by the Board of Directors of the Company and the Auditors".

SATHAVAHANA ISPAT LIMITED

Extracts of Minutes of 28th Annual General Meeting held on 29.09.2017

4. 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 2018:

Type of Resolution: Ordinary, passed with 100% percentage of votes polled.

"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 2018 and be paid a remuneration of Rs.5.00 lakhs (Rupees five lakhs 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 03.10.2017
Place: Hyderabad
Date: 05.10.2017

SD/-
(K. Thanu Pillai)
Chairman

For Sathavahana Ispat Limited

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