

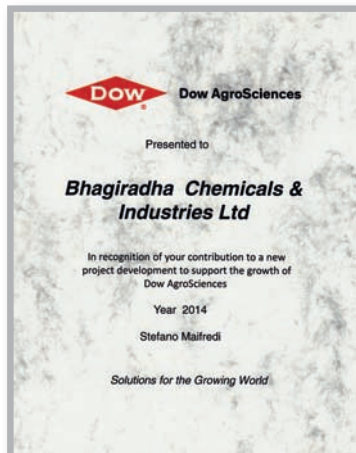


# **Bhagiradha Chemicals & Industries Limited**

21<sup>st</sup> ANNUAL REPORT  
2013-2014







## Our Customer Philosophy & Accolades

Strong customer relationships are at the heart of any successful services business. We pride ourselves on our ability to operate in partnership with our customers, working closely to deliver jointly agreed objectives and knowing each customer and their environment well enough to be able to anticipate their future requirements.

Bhagiradha Chemicals & Industries Limited (BCIL) believes that the most enduring partnering arrangements are built around trust, honesty, identifying mutual trust, and most importantly, meeting, even exceeding the expectation.

BCIL has always aimed at building an enduring reputation that BCIL is not just an organization which delivers the agrochemical, but is easy and pleasurable to do business with.

Our customers stand testimony to our delivery, quality and value addition over years of association.

Recently, one of our esteemed customers, M/s Dow Agrosciences applauded by presenting a memento to BCIL, for the contributions made to a new project development to support its growth.

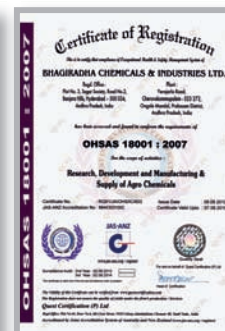
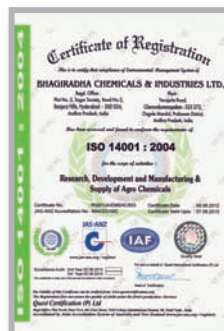
## Our Certifications

Manufacturing without comprising on quality and environment has been the prime objective of BCIL.

For strict management, satisfactory products and first-class customer service, our company is highly praised in the trade.

BCIL adheres to a Quality Policy that calls for every employee to pursue total customer satisfaction through continual quality improvement. Our dedication to that policy is evident in our products, our processes and our work environment itself. The company has received ISO9001:2008 Quality System Certification, ISO14001: 2004 Environmental Management System Certification and OHSAS18001: 2007 Occupational Health and Safety Management Certification.

On 28th April 2014, the company was felicitated by the Department of Factories, Government of Andhra Pradesh on the 'World Day for Safety and Health at work for following the best safety and health practices at work place especially in the use of chemicals.





## BOARD OF DIRECTORS

<b>D. Ranga Raju</b>	Chairman
<b>K.S. Raju</b>	Director
<b>Sudhakar Kudva</b>	Director
<b>D. Sadasivudu</b>	Director
<b>S. Chandra Sekhar</b>	Managing Director

## BANKERS

State Bank of India  
Axis Bank Limited  
Bank of India

## AUDITORS

R. Kankaria & Uttam Singhi  
Chartered Accountants  
Hyderabad - 500 082

## COST AUDITORS

Sagar & Associates  
Cost Accountants  
Hyderabad - 500 001

## REGISTERED OFFICE

8-2-269/S/3/A, Plot No. 3  
Sagar Society, Road No. 2  
Banjara Hills, Hyderabad - 500 034  
Tel. (040) 23608083  
Fax (040) 23540444  
Email: [info@bhagirad.com](mailto:info@bhagirad.com)  
Website: [www.bhagirad.com](http://www.bhagirad.com)

## FACTORY

Cheruvukommupalem Village  
Yerajarla Road, Ongole Mandal  
Prakasam District, Andhra Pradesh

## REGISTRAR & SHARE TRANSFER AGENT

XL Softech Systems Limited  
Plot No. 3, Sagar Society,  
Road No. 2, Banjara Hills,  
Hyderabad - 500 034  
Tel. (040) 23545913  
Fax (040) 23553214  
Email: [xlfield@rediffmail.com](mailto:xlfield@rediffmail.com)

## 21<sup>st</sup> Annual General Meeting

Day	:	Monday
Date	:	11 <sup>th</sup> August 2014
Time	:	11.00 AM
Venue	:	Marigold by Green Park, Greenlands, Begumpet, Hyderabad - 500 016.

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## NOTICE

NOTICE is hereby given that the Twenty First Annual General Meeting of the Shareholders of Bhagiradha Chemicals & Industries Limited will be held on **Monday the 11th day of August, 2014 at 11.00 hrs at Marigold by Green Park, Greenlands, Ameerpet, Hyderabad 500016** to transact the following business:

### ORDINARY BUSINESS

1. To receive, consider and adopt the financial statements of the company for the year ended 31<sup>st</sup> March 2014 including the audited Balance Sheet as at 31st March, 2014 and Statement of Profit and Loss for the year ended on that date and the Reports of the Directors and Auditors thereon of the company.
2. To declare a dividend of ₹ 1.00 /- per Equity Share on 50, 53,700 Equity Shares of ₹ 10/- each for the financial year 2013-14.
3. To appoint a Director in the place of Shri Kanumuru Satyanarayana Raju (holding DIN number 00008177), who retires by rotation and being eligible, offers himself for re-appointment.
4. **To re-appoint auditors of the Company to hold office from the conclusion of this AGM until the conclusion of the 24th 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 subject to ratification by the shareholders at every Annual General Body Meeting, M/s. R. Kankaria & Uttam Singhi, Chartered Accountants, (bearing ICAI Firm Registration No.000442S) be and are hereby appointed as the Auditors of the Company to hold office from the conclusion of this 21<sup>st</sup> Annual General Meeting until the conclusion of the 24<sup>th</sup> Annual General Meeting of the company and that their remuneration be fixed by the Board of Directors.

### SPECIAL BUSINESS

5. **To appoint Shri D. Ranga Raju (holding DIN 00066546) 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 the provisions of Sections 149, 150, 152 and any other applicable provisions of the Companies Act, 2013 and the rules made thereunder (including any statutory

modification(s) or re-enactment thereof for the time being in force) read with Schedule IV to the Companies Act, 2013 and Listing Agreement, Shri D. Ranga Raju (holding DIN 00066546), Director of the Company in respect of whom the Company has received a notice in writing 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 from 11<sup>th</sup> August 2014 to 10<sup>th</sup> August 2019.

6. **To appoint Shri Sudhakar Kudva (holding DIN 02410695) 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 the provisions of Sections 149, 150, 152 and any other applicable provisions of the Companies Act, 2013 and the rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force) read with Schedule IV to the Companies Act, 2013 and Listing Agreement, Shri Sudhakar Kudva (holding DIN 02410695), Director of the Company in respect of whom the Company has received a notice in writing 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 five consecutive years for a term up to 10<sup>th</sup> August 2019”

7. **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 an Ordinary Resolution**

“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, M/s. Sagar & Associates, Cost Accountants are be and hereby appointed for the financial year ending 31<sup>st</sup> March 2015 on remuneration recommended by the Audit Committee and approved by the Board of Directors.

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

By Order of the Board

Sd/-

Place : Hyderabad  
Date : 28.05.2014

**JR NAGAJAYANTHI**  
Company Secretary





## ANNEXURE TO NOTICE:

### I. EXPLANATORY STATEMENT IN RESPECT OF THE SPECIAL BUSINESS PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013

The following statement sets out all material facts relating to the business mentioned in Item no. 4 to 7 of the accompanying Notice:

#### Item No. 4:

This explanatory statement is provided though strictly not required as per section 102 of the Act.

M/s. R. Kankaria & Uttam Singhi, Chartered Accountants, (bearing ICAI Registration No.000442S have been appointed as the statutory auditors of the Company since inception and have completed over 20 (Twenty) years.

As per the provisions of section 139 of the Companies Act 2013 read along with rules framed there under, no listed company can appoint or re-appoint an audit firm or firms under the same network, as auditor for more than two terms of five consecutive years. The period for which the individual or the firm has held office as auditor prior to the commencement of the Act i.e., prior to 1<sup>st</sup> April 2014, shall be taken into account for calculating the period of five consecutive years or ten consecutive years, as the case may be. Section 139 of the Act has also provided a period of three years from the date of commencement of the Act to comply with this requirement.

In view of the above, M/s. R. Kankaria & Uttam Singhi, Chartered Accountants, (bearing ICAI Registration No.000442S being eligible for re-appointment and based on the recommendation of the Audit Committee, the Board of Directors has, at its meeting held on May 28th, 2014, proposed the appointment of M/s. R. Kankaria & Uttam Singhi, as the statutory auditors of the Company for a period of three years to hold office from the conclusion of this AGM till the conclusion of the 24<sup>th</sup> AGM of the Company to be held in the year 2017, subject to ratification of their appointment at every AGM.

None of the other Directors / Key Managerial Personnel of the Company / their relatives is, in any way, concerned or interested, financially or otherwise, in this resolution.

This statement may also be regarded as a disclosure under Clause 49 of the Listing Agreement with the Stock Exchanges.

The Board commends the Ordinary Resolution set out at Item No.4 of the Notice for approval by the shareholders.

#### Item No. 5 & 6

Shri D.Ranga Raju & Shri Sudhakar Kudva have been appointed as Directors of the Company, at various times, pursuant to Clause 49 of the Listing Agreement, whose office was liable to retirement by rotation. With the enactment of the Companies Act, 2013 ('Act') it is now incumbent upon every listed company to appoint 'Independent Directors' as defined in section 149 of the Act, which has been notified w.e.f 1st April 2014, who are not liable to retire by rotation and shall hold office for a term up to 5 (five) consecutive years. The Securities and Exchange Board of India (SEBI) has also amended Clause 49 of the Listing Agreement inter-alia stipulating similar conditions for the appointment of Independent Directors by a Listed Company.

It is proposed to appoint Shri D.Ranga Raju & Shri Sudhakar Kudva as Independent Directors under Section 149 of the Act and Clause 49 (revised) of the Listing Agreement to hold office for 5 (five) consecutive years from 11<sup>th</sup> August 2014 up to 10<sup>th</sup> August 2019.

The Company has received declarations from Shri D.Ranga Raju & Shri Sudhakar Kudva that they meet with criteria of Independence as prescribed under sub-section (6) of Section 149 of the Act and under Clause 49 of the Listing Agreement.

Brief resume of Shri D.Ranga Raju & Shri Sudhakar Kudva, nature of their expertise in specific functional areas and names of companies in which they hold directorships and memberships / chairmanships of Board Committees, shareholding and relationships between directors inter-se as stipulated under Clause 49 of the Listing Agreement with the Stock Exchanges, are provided in the Corporate Governance Report forming part of the Annual Report.

The Company has received notices in writing from members alongwith the deposit of requisite amount under Section 160 of the Act proposing the candidatures of each of Shri D.Ranga Raju & Shri Sudhakar Kudva for the office of Directors of the Company.

Shri D.Ranga Raju & Shri Sudhakar Kudva are not disqualified from being appointed as Directors in terms of Section 164 of the Act. The Board of Directors of your Company, after reviewing the provisions of the Act, is of the opinion that Shri D.Ranga Raju & Shri Sudhakar Kudva fulfills the conditions specified in the Act and the Rules made thereunder to be eligible to be appointed as Independent Director pursuant to the provisions of section 149 of the Act and Clause 49 of the Listing Agreement. The Board of Directors of your Company is also of the opinion that Shri D.Ranga Raju & Shri Sudhakar Kudva are independent of the management of the Company.



The Board considers that their continued association would be of immense benefit to the Company and it is desirable to continue to avail services of Shri D.Ranga Raju & Shri Sudhakar Kudva as an Independent Director. Accordingly, the Board recommends the resolution in relation to appointment of Shri D.Ranga Raju & Shri Sudhakar Kudva as an Independent Director pursuant to provisions of section 149 read with schedule IV of the Act for the approval by the shareholders of the Company.

Copy of the draft letters for respective appointments of Shri D.Ranga Raju & Shri Sudhakar Kudva as Independent Directors setting out the terms and conditions are available for inspection by members at the Registered Office of the Company.

Shri D.Ranga Raju & Shri Sudhakar Kudva are interested in the resolutions set out respectively at Item Nos. 5 & 6 of the Notice with regard to their respective appointments.

The relatives of Shri D.Ranga Raju & Shri Sudhakar Kudva may be deemed to be interested in the resolutions set out respectively at Item Nos. 5 & 6 of the Notice, to the extent of their shareholding interest, if any, in the Company.

Save and except the above, none of the other Directors / Key Managerial Personnel of the Company / their relatives is, in any way, concerned or interested, financially or otherwise, in these resolutions.

This statement may also be regarded as a disclosure under Clause 49 of the Listing Agreement with the Stock Exchanges.

The Board recommends the Ordinary Resolutions set out at Item Nos.6 and 7 of the Notice for approval by the shareholders.

**Item No 7:**

The Board of Directors, on recommendation of the Audit committee, at their meeting held on May 28th 2014, has approved the appointment and remuneration of the M/s. Sagar & Associates , Cost Accountants in practice, as Cost Auditors of the company to conduct the audit of the cost records of the Company for the financial year ending March 31, 2015 on a remuneration of ₹ 75,000/- (Rupees Seventy five Thousand Only).

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 remuneration payable to the Cost Auditors needs to be ratified by the shareholders of the Company, if appointed.

Accordingly, consent of the members is sought for passing an Ordinary Resolution as set out at Item No. 5 of the Notice for ratification of the remuneration payable to the Cost Auditors for the financial year ending March 31, 2015.

None of the other Directors / Key Managerial Personnel of the Company / their relatives is, in any way, concerned or interested, financially or otherwise, in this resolution.

This statement may also be regarded as a disclosure under Clause 49 of the Listing Agreement with the Stock Exchanges.

By Order of the Board

Sd/-

Place : Hyderabad  
Date : 28.5.2014

**JR NAGAJAYANTHI**  
Company Secretary



### Details of the Directors seeking appointment/reappointment as Directors at this Annual General Meeting (In pursuance of Clause 49 of the Listing Agreement)

Particulars	Shri KS RAJU	Shri D. Ranga Raju	Shri Sudhakar Kudva
DIN	00008177	00066546	02410695
Date of Birth	29th June 1950	20th June 1934	6th December 1950
Date of Appointment	29th July 2005	4th March 1995	31st October 2010
Qualifications	Graduate in Mechanical Engineering from the University of Mysore	Graduate in commerce	Fellow Member of the Institute of Chartered Accountants of India.
Expertise in Specific Functional Areas	Industrialist having rich business experience in managing various industrial enterprises	Has extensive experience in manufacturing and marketing of agricultural chemicals	Highly experienced in various senior positions and his experience includes International Trading and Contracting, Financial Services, Manufacturing of alloy and carbon steel, seamless tubes, Mining, Port operations and Logistics. His areas of experience include Accounting, Financial Management, Treasury Management and General Management.
Directorships held in other Public Limited Companies	Nagarjuna Fertilizers and Chemicals Ltd Nagarjuna Oil Corporation Limited Jaiprakash Engineering and Steel Company Ltd Nagarjuna Oil refinery Limited Nagarjuna Agrichem Ltd New India Finance Limited	Vijaynagar Biotech Limited Nagarjuna Agrichem Limited Nagarjuna Oil Refinery Limited	Nagarjuna Agrichem Limited Nagarjuna Oil Refinery Limited
Memberships / Chairmanships of Committees of other Companies	<b>Nagarjuna Fertilizers and Chemicals Ltd</b> Shares and debenture committee <sup>(C)</sup> Investor Grievances committee <sup>(C)</sup> Audit Committee-(M) <b>Nagarjuna Oil refinery Limited</b> Audit Committee <sup>(M)</sup> Shareholders/Investor Grievance Committee <sup>(M)</sup> <b>Nagarjuna Agrichem Ltd</b> Audit Committee (M) <b>Nagarjuna Corporation Limited</b> Audit Committee (M),	<b>Vijaynagar Biotech Limited</b> Audit Committee <sup>(M)</sup> <b>Nagarjuna Corporation Limited</b> Audit Committee <sup>(M)</sup> Shareholders & Investor Grievance Committee <sup>(C)</sup>	<b>Nagarjuna Agrichem Ltd</b> Audit Committee <sup>(M)</sup> Share Transfer Committee <sup>(M)</sup>
Number of shares held in the company	Nil	Nil	Nil

<sup>(C)</sup>Chairman and <sup>(M)</sup>Member



## NOTES:

- 1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT ONE OR MORE PROXIES TO ATTEND AND VOTE INSTEAD OF HIMSELF AND A PROXY NEED NOT BE A MEMBER.**

A person can act as proxy on behalf of members not exceeding fifty and holding in the aggregate not more than ten percent of the total share capital of the Company carrying voting rights. A member holding more than ten percent of the total share capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as proxy for any other person or shareholder.

The instrument of Proxy, in order to be effective, should be duly completed and deposited at the registered office of the Company, not less than 48 hours before the commencement of the Meeting.

2. The Board of Directors has recommended for consideration of the Members a dividend of ₹ 1 (10% on equity shares of the nominal value of ₹ 10 each) for the year ended 31st March, 2014.
3. The Explanatory Statement pursuant to Section 102 of the Companies Act, 2013, relating to Items No. is annexed hereto.
4. The Register of Members and the Share Transfer books of the Company will remain closed from Monday 4<sup>th</sup> August, 2014, to Monday, 11<sup>th</sup> August, 2014 (both days inclusive) for the purpose of Annual General Meeting and Dividend.
5. Shareholders may be aware that the Companies Act, 2013, permits service of the Notice of the Annual General Meeting through electronic mode. Electronic copy of the Annual Report including Notice of the 21<sup>st</sup> Annual General Meeting of the Company inter alia indicating the process and manner of e-voting along with admission Slip and Proxy Form is being sent to all the members whose e-mail IDs are registered with the Company/ Depository Participant(s) for communication purposes.

However, those members who desire to have a physical copy may request for the same. For members who have

not registered their e-mail address, physical copies of the Annual Report are being sent in the permitted mode.

6. Pursuant to the provisions of Sections 205A and 205C of the Companies Act, 1956, the amounts of dividends remaining unclaimed for a period of seven years are to be transferred to Investor Education and Protection Fund. Information in respect of such unclaimed dividend when due for transfer to the said Fund is given below:

Financial year	Date of declaration of dividend	Last date for claiming unpaid dividend	Due date for transfer to IEP Fund
2006-2007	30-07-2007	29-07-2014	28-08-2014
2007-2008	31-07-2008	30-07-2015	29-08-2015
2008-2009	14-11-2008	13-11-2015	12-11-2015
2008-2009	31-07-2009	30-07-2016	29-07-2016

Members who have not encashed the dividend warrants so far in respect of the aforesaid periods are requested to send their claims, if any, to the company well in advance of the above due dates. Once the amounts in the unpaid dividend is transferred to the IEPF, no claim shall lie against IEPF or the company in respect thereof and the Members will lose their right to claim such dividend.

Pursuant to Section 205A(5) of the Companies Act 1956, the company has transferred ₹ 81,625/- (₹ Eighty One Thousand Six Hundred and Twenty Five only which was lying unclaimed for a period of seven years to Investor Education and Protection Fund account established under section 205(1) of the Companies Act 1956.

7. The shareholders who are holding shares in demat form and have not yet registered their e-mail IDs, are requested to register their e-mail IDs with their Depository participant at the earliest, to enable the Company to use the same for serving documents to them electronically, hereinafter. Shareholders holding shares in physical form may kindly provide their e-mail IDs to the RTA sending an e-mail at of the Company would also be made available on the Company's website [www.bhagirad.com](http://www.bhagirad.com).





## 8. E-voting:

In compliance with Section 108 of the Companies Act 2013 and Rule 20 of the Companies Management and Administration Rules 2014, the company is pleased to provide its shareholders with facility to exercise their right to vote at the 21<sup>st</sup> Annual General Meeting (AGM) by electronic means and the Business may be transacted through e-voting services provided by Central Depository Services (India) Limited (CDSL)

The Company has signed an Agreement with CDSL for facilitating e voting to enable the shareholders to cast their vote electronically.

### The instructions given are as under:-

#### In case of members receiving e-mail:

- (i) Log on to the e-voting website [www.evotingindia.com](http://www.evotingindia.com)
- (ii) Click on "Shareholders" tab.
- (iii) Now, select the "company name- **BHAGIRADHA CHEMICALS & INDUSTRIES LIMITED**" from the drop down menu and click on "SUBMIT"
- (iv) Now enter your User ID as given in overleaf in the Box.
  - a. For CDSL: 16 digits beneficiary ID,
  - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
  - c. Members holding shares in Physical Form should enter Folio Number registered with the Company.
- (v) Next enter the Image Verification as displayed and Click on Login.
- (vi) If you are holding shares in demat form and had logged on to [www.evotingindia.com](http://www.evotingindia.com) and voted on an earlier voting of any company, then your existing password is to be used.
- (vii) If you are a first time user follow the steps given below:

	For Members holding shares in Demat Form and Physical Form
PAN*	<p>Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders)</p> <ul style="list-style-type: none"> <li>Members who have not updated their PAN with the Company/Depository Participant are requested to use the first two letters of their name and the 8 digits of the sequence number in the PAN field.</li> <li>In case the sequence number is less than 8 digits enter the applicable number of 0's before the number after the first two characters of the name in CAPITAL letters. Eg. If your name is Ramesh Kumar with sequence number 1 then enter RA00000001 in the PAN Field.</li> </ul>
DOB#	<p>Enter the Date of Birth as recorded in your demat account or in the company records for the said demat account or folio in dd/mm/yyyy format.</p>
Dividend Bank Details#	<p>Enter the Dividend Bank Details as recorded in your demat account or in the company records for the said demat account or folio.</p> <ul style="list-style-type: none"> <li>Please enter the DOB or Dividend Bank Details in order to login. If the details are not recorded with the depository or company please enter the member id / folio number in the Dividend Bank details field.</li> </ul>

# Please enter any one of the details in order to login. Incase both the details are not recorded with the depository or company please enter the member id/ folio number in the Dividend Bank details field

- (viii) After entering these details appropriately, click on "SUBMIT" tab.
- (ix) Members holding shares in physical form will then reach directly the Company selection screen. However, members holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote,



## Bhagiradha Chemicals & Industries Limited

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provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.

- (x) For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (xi) Click on the EVSN for the relevant **Bhagiradha Chemicals & Industries Limited** on which you choose to vote.
- (xii) On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- (xiii) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
- (xiv) After selecting the resolution you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.
- (xv) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- (xvi) You can also take out print of the voting done by you by clicking on "Click here to print" option on the Voting page.
- (xvii) If Demat account holder has forgotten the changed password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
  - Institutional shareholders (i.e. other than Individuals, HUF, NRI etc.) are required to log on to <https://www.evotingindia.co.in> and register themselves as Corporates. They should submit a scanned copy of the Registration Form bearing the stamp and sign of the entity to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com). After receiving the login details they have to create a user who would be able to link the account(s) which they wish to vote on. The list of accounts should be mailed to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) and on approval of the accounts they would be able to cast their vote. They should upload a scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, in PDF format in the system for the scrutinizer to verify the same.

### GENERAL INSTRUCTIONS:

- (A) In case of members receiving the physical copy, Please follow all steps from sl. no. (i) to sl. no. (xvii) above to cast vote.
- (B) The voting period begins on **Monday the 4<sup>th</sup> day of August 2014, at 10.00 AM** and ends on **Wednesday the 6<sup>th</sup> of August 2014 at 6.00 PM** During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of 7<sup>th</sup> July 2014 may cast their vote electronically. **The e-voting module shall be disabled by CDSL for voting thereafter.**
- (C) In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions ("FAQs") and e-voting manual available at [www.evotingindia.co.in](http://www.evotingindia.co.in) under help section or write an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com).
- (D) Mr. Hari Vara Prasada, Practising Chartered Accountant (Membership number 29740) of M/s. Hari Vara Prasada & Associates have been appointed as Scrutiniser for conducting the e voting process in a fair and transparent manner.
- (E) The Results shall be declared on or after the AGM of the company. The results declared along with the scrutiniser Report shall be placed on the company's website of CDSL within two (2) days of passing the resolutions at the AGM of the company and communicated to the BSE limited.

By Order of the Board

Sd/-

**JR NAGAJAYANTHI**  
Company Secretary

Place : Hyderabad  
Date : 28.5.2014