

National Aluminium Company Limited

(A Government of India Enterprise)

CIN: L27203OR1981GOI000920

Regd. Office : NALCO Bhawan, Plot No. P/1,
Nayapalli, Bhubaneswar – 751 013 (Odisha)

Tel.: 0674-2301988-999, Fax: 0674-2300677, Email: investorservice@nalcoindia.co.in, Website: www.nalcoindia.com

NOTICE

Notice is hereby given that the 33rd Annual General Meeting of the Company will be held on Saturday, the 27th September, 2014 at 11.00 A.M. at NALCO Bhawan, Plot No. P/1, Nayapalli, Bhubaneswar - 751 013 to transact the following business:

ORDINARY BUSINESS :

1. To receive, consider and adopt the audited financial statements of the Company for the financial year ended 31st March, 2014, the reports of the Directors and the Auditors thereon.
2. To declare dividend.
3. To appoint a Director in place of Shri S.S. Mahapatra (DIN: 03619725), who retires by rotation at this Annual General Meeting and being eligible, offers himself for re-appointment.

SPECIAL BUSINESS :

4. **To appoint Shri K C Samal (DIN: 03618709) as Director, whose period of office is liable to be determined by rotation.**

To consider and if thought fit, to pass the following resolution as an Ordinary Resolution with or without modification(s) :

"RESOLVED THAT Shri K C Samal (DIN: 03618709) who was appointed as an Additional Director and designated as Director (Finance) of the Company in terms of Order No. 2(2)/2013-Met.I dated 03.01.2014 of Government of India and who holds the office upto the date of this Annual General Meeting and in respect of whom, the Company has received a notice in writing from a member under Section 160 of the Companies Act, 2013, be and is hereby appointed as Director (Finance) of the Company, liable to retire by rotation."

5. **To appoint Ms. Soma Mondal (DIN: 06845389) as Director, whose period of office is liable to be determined by rotation.**

To consider and if thought fit, to pass the following resolution as an Ordinary Resolution with or without modification(s) :

"RESOLVED THAT Ms. Soma Mondal (DIN: 06845389) who was appointed as an Additional Director and designated as Director (Commercial) of the Company in terms of Order No. 2(3)/2013-Metal-I dated 11.03.2014 of Government of India and who holds the office upto the date of this Annual General Meeting and in respect of whom, the Company has received a notice in writing from a member under Section 160 of the Companies Act, 2013, be and is hereby appointed as Director (Commercial) of the Company, liable to retire by rotation."

6. **To ratify the remuneration of the Cost Auditors for the financial year 2014-15.**

To consider and if thought fit, to pass the following resolution as an Ordinary Resolution, with or without modification(s):

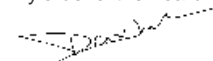
"RESOLVED THAT pursuant to Section 148 and all other applicable provisions of the Companies Act, 2013 and rules made thereunder, the decision of the Board approving remuneration of ₹ 2,00,000/- plus service tax at applicable rates plus out of pocket expenses fixed for M/s. S. Dhal & Co., the Cost Auditors appointed by the Board of Directors to conduct the audit of the cost records of the Company for the financial year 2014-15 be and is hereby ratified.

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

20-08-2014

Registered Office:
NALCO Bhawan
P/1, Nayapalli
Bhubaneswar - 751013

By order of the Board



(K. N. RAVINDRA)
COMPANY SECRETARY

Notes:

- a) A member entitled to attend and vote at the Annual General Meeting (the "Meeting") is entitled to appoint a proxy to attend and vote instead of himself and the proxy need not be a member of the Company. The instrument appointing the proxy should, however, be deposited at the Registered Office of the Company not less than forty-eight hours before the commencement of the Meeting.
- b) A person can act as a 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 a proxy for any other person or shareholder.
- c) A blank proxy form is attached to this notice.
- d) Corporate members intending to send their authorized representatives to attend the Meeting are requested to send to the Company a certified copy of the Board Resolution authorizing their representative to attend and vote on their behalf at the Meeting.
- e) A Statement pursuant to Section 102(1) of the Companies Act, 2013, relating to the Special Business to be transacted at the Meeting is annexed hereto.
- f) The Register of Members and Share Transfer Books of the Company shall remain closed from Tuesday, the 16th September, 2014 to Friday, the 19th September, 2014 (both days inclusive) for determining the names of members eligible for dividend on equity shares, if declared at the meeting.



- g) If dividend on shares as recommended by the Board of Directors is approved at the Annual General Meeting, payment of such dividend will be made within 30 days of its declaration to those shareholders, whose names appear :
- as Beneficial Owners as at the end of the business on 15th September, 2014 as per the beneficial owners position to be provided by NSDL and CDSL in respect of the shares held in the electronic form and
 - as members in the Register of Members of the Company, after giving effect to all valid share transfers in physical form lodged with the Company on or before 15th September, 2014.
- h) Details of Directors seeking re-appointment/appointment as new directors in this Annual General Meeting are attached separately to the Notice.
- i) Pursuant to the provisions of Section 205A(5) of the Companies Act, 1956, the Company has transferred the unpaid and unclaimed dividends for the FY 1995-96 to 2005-06 and interim dividend for the FY 2006-07 to the Investors Education and Protection Fund (IEPF) on due dates. The Company has also uploaded the details of unpaid and unclaimed dividends lying with the Company as on the date of last AGM i.e. 27.09.2013 in the website of Ministry of Corporate Affairs.

Unpaid or unclaimed dividend as on 30.06.2014 is given below:

UNPAID/UNCLAIMED DIVIDEND			
Financial Year	Date of Declaration of Dividend	Last date for claiming unpaid/unclaimed dividend	Unclaimed/ Unpaid Amount (₹)
2006-07 (Final)	21.09.2007	20.09.2014	4,83,376
2007-08 (Interim)	29.01.2008	28.01.2015	8,30,232
2007-08 (Final)	20.09.2008	19.09.2015	2,94,922
2008-09 (Interim)	28.01.2009	27.01.2016	6,93,113
2008-09 (Final)	19.09.2009	18.09.2016	3,22,520
2009-10 (Interim)	19.03.2010	18.03.2017	4,03,393
2009-10 (Final)	30.09.2010	29.09.2017	3,11,884
2010-11 (Interim)	31.01.2011	30.01.2018	5,65,206
2010-11 (Final)	29.09.2011	28.09.2018	5,53,794
2011-12 (Interim)	20.03.2012	19.03.2019	13,01,817
2011-12 (Final)	14.08.2012	13.08.2019	1,82,987
2012-13 (Interim)	20.03.2013	19.03.2020	10,23,951
2012-13 (Final)	27.09.2013	26.09.2020	6,22,677
2013-14 (Interim)	25.02.2014	24.02.2021	12,64,998

- j) Members holding shares in physical form are requested to notify immediately, change in their address in block letters with PIN CODE and/or change in their Bank particulars, if any, to the Registered Office of the Company, quoting their Folio Number. Members holding shares in electronic form are requested to notify their change of address and/or bank particulars to their respective Depository Participants (DPs) only.
- k) As per the provisions of the Companies Act, 2013, facility for making nominations is available to shareholders in respect of the shares held by them. Shareholders who are holding shares in physical mode in sole name, are advised to avail of the nomination facility by submitting the prescribed Form SH-13 for initial registration of nomination and Form SH-14 for cancellation and variation of nomination. The Forms may be downloaded from the Company's website www.nalcoindia.com.
However, if shares are held in demat mode, nomination has to be registered with the respective Depository Participants (DPs) without referring the matter to the Company.
- l) The Company provides the facility of centralized NECS (Credit Clearing) to the shareholders holding shares both in electronic and physical forms, electronically through RBI which have implemented Core Banking Solutions (CBS). This extends to all over the country. A blank NECS Mandate form is attached for use by the shareholders. This form can also be downloaded from the Company's website www.nalcoindia.com. The mandate given by the shareholder would be used for all future payments unless amended/withdrawn.
Shareholders holding shares in electronic form may please note that the Company will use 9 digit MICR Code along with Bank particulars, as provided by their respective Depositories, for the purpose of payment of dividend through NECS.
- m) Members holding shares in electronic form may please note that their bank details as provided by the respective Depositories to the Company will be printed on their dividend warrants as per the applicable regulations of the Depositories. The Company will not entertain any direct request from such members for change/deletion of such bank details. However, if there is any change in their Bank particulars and/or change in address after the date of providing beneficial owners position by the Depositories but before the date of dispatch of dividend warrant/demand draft/NECS credit, the Company may consider such requests provided that such requests are received through their respective Depository Participants, duly certified by them. Further, instructions, if any, already given to the Company by them in respect of shares held in physical form will not be automatically applicable to the dividend payable on shares held in electronic form. Members may therefore give fresh instructions regarding particulars of their bank accounts and address in which they wish to receive dividend, to their respective Depository Participants only.
- n) Shareholders may write to the Company or send e-mail to investorservice@nalcoindia.co.in in furnishing the particulars of the dividend not received, and quoting the folio number /DPID and Client ID particulars (in case of dematerialised shares). On expiry of the validity period, if the dividend warrant is still shown as unpaid in the records of the Company, the Company will request the concerned shareholder to execute an indemnity bond before issuing a Demand Draft in lieu thereof.
- o) No dividend warrant will be issued against shares wherein a 'stop transfer indicator' has been instituted either by virtue of a complaint or by law, unless the procedure for releasing the same has been completed.

- p) Shareholders/Investors are advised to send their queries/complaints to the dedicated e-mail Id i.e investorservice@nalcindia.co.in for quick and prompt redressal of their grievances.

SEBI has introduced a centralized web based system called SEBI Complaints Redress System (SCORES) for online movement of complaints to concerned Companies and for online view of the action taken by the Companies on the complaints. Members may also use this system introduced by SEBI for lodging their complaints/ grievances.

- q) The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in the securities market. Members holding shares in electronic form are therefore requested to submit their PAN details to their respective Depository Participants (DPs). Members holding shares in physical form can submit their PAN details to the Company.

Any person desirous of transferring shares in his name in physical mode must enclose copy of PAN along with other share transfer related documents. Any transfer request without PAN copy will be rejected.

- r) Shareholders who have not registered their e-mail addresses so far are advised to register their e-mail address for receiving communications viz. Notice, Annual Report, Dividend payment intimation etc. Shareholders holding shares in electronic form are requested to update their e-mail address with their respective DPs.

- s) Voting through electronic means:

Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Companies (Management and Administration) Rules, 2014 and Clause 35 B of the Listing Agreement, the Company is providing the facility to its members to exercise their vote at the Annual General Meeting (AGM) by electronic means and the business may be transacted through e-voting services provided by Central Depository Services (India) Ltd (CDSL).

A member may exercise his votes at any General Meeting by electronic means and company may pass any resolution by electronic voting system in accordance with the Companies (Management and Administration) Rules, 2014. During the e-voting period, members of the company holding shares either in physical form or dematerialized form, as on the cut off date i.e., 14th August, 2014, may cast their votes electronically.

The e-voting period commences at 0930 hours on Thursday, 18th September, 2014 and ends at 1730 hours on Saturday, 20th September, 2014. The e-voting module shall be disabled by CDSL for voting thereafter. Once the vote on a resolution is cast by a shareholder, the shareholder shall not be allowed to change it subsequently. Further, the members who have cast their vote electronically shall not be able to vote at the Annual General Meeting.

A copy of this notice has been placed on the website of the Company and the website of CDSL.

CS Saroj Kumar Ray, FCS, Practicing Company Secretary (FCS: 5098 CP: 3770), Partner of M/s. Saroj Ray & Associates, Company Secretaries has been appointed as the Scrutinizer to scrutinize the e-voting process in a fair and transparent manner.

The Scrutinizer shall within a period not exceeding three (3) working days from the conclusion of the e-voting period unblock the votes in the presence of at least two (2) witnesses not in the employment of the Company and make a Scrutinizer's Report of the votes cast in favour or against, if any, forthwith to the Chairman. The Results declared along with the Scrutinizer's Report shall be placed on the Company's website www.nalcindia.com and on the website of CDSL within two (2) days of passing of the resolution at the AGM of the Company and communicated to the Stock Exchanges where the Company's shares are listed.

The process and instructions for e-voting are as under :

- (i) Log on to the e-voting website www.evotingindia.com during the voting period
- (ii) Click on "Shareholders" tab.
- (iii) Now Enter your User ID
 - 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.
 - d. Next enter the Image Verification Code / Captcha Code as displayed and Click on Login.
 - e. If you are holding shares in Demat form and had logged on to www.evotingindia.com and cast your vote earlier for EVSN of any company/entity, then your existing password is to be used. If you are a first time user follow the steps given below.
- (iv) Now, fill up the following details in the appropriate boxes:

PAN*	<p>Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (in Capital) (Applicable for both demat shareholders as well as physical shareholders)</p> <ul style="list-style-type: none"> 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 last 8 digits of the demat account/folio number in the PAN field. In case the folio 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 folio number 100 then enter RA00000100 in the PAN field.
DOB #	Enter the Date of Birth as recorded in your demat account or in the Bank records for the said demat account or folio in dd/mm/yyyy format.
Dividend Bank Details#	<p>Enter the Dividend Bank Details as recorded in your demat account or in the Bank records for the said demat account or folio.</p> <p># 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 number of shares held by you as on the cut off date in the Dividend Bank details field.</p>



- (v) After entering these details appropriately, click on "SUBMIT" tab.
- (vi) Members holding shares in physical form will then reach directly the EVSN 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 also to be used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, 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.
- (vii) For Members holding shares in physical form, the details can be used only for e-voting on the resolution contained in this Notice.
- (viii) Click on the relevant EVSN of National Aluminium Company Limited on which you choose to vote.
- (ix) 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 have given assent to the Resolution and option NO implies that you have expressed dissent to the Resolution.
- (x) Click on the "Resolutions File Link" if you wish to view the entire resolution.
- (xi) 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.
- (xii) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- (xiii) You can also take out print of the voting done by you by clicking on "Click here to print" option on the Voting page.
- (xiv) If Demat account holder has forgotten the changed password then enter the User ID and image verification code / Captcha Code and click on Forgot Password & enter the details as prompted by the system.
- (xv) A. Institutional shareholder (i.e. other than Individuals, HUF, NRI etc.) are required to log on to <https://www.evotingindia.com> and register themselves as Corporates.
B. They should submit a scanned copy of the Registration Form bearing the stamp and sign of the entity to helpdesk.evoting@cdslindia.com.
C. 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.
D. The list of accounts should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
E. 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.
- (xvi) In case of members receiving the physical copy
 - I. Please follow all steps from sl.no. (i) to sl.no. (xv) above to cast vote.
 - II. 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.com under help section or write an email to helpdesk.evoting@cdslindia.com.
- t) Annual Report is sent separately by post.

ANNEXURE TO NOTICE

Statement pursuant to Section 102 (1) of the Companies Act, 2013

Item No. 4 :

Pursuant to the provisions of the Companies Act, 1956 and the Articles of Association of the Company, the Board of Directors of the Company had appointed Shri K.C. Samal as an Additional Director of the Company with effect from January 03, 2014.

In terms of the provisions of Section 161(1) of the Companies Act, 2013, Shri K.C. Samal would hold office up to the date of the ensuing Annual General Meeting.

The Company has received a notice in writing from a member along with the deposit of requisite amount under Section 160 of the Act proposing the candidature of Shri K.C. Samal for the office of Director of the Company.

Shri Samal is not disqualified from being appointed as a Director in terms of Section 164 of the Act and has given his consent to act as a Director.

Born on 20.08.1958, Shri Samal was working as Executive Director (Finance) of the Company before assuming the Office of Director (Finance). A Fellow Member of Institute of Cost Accountants of India, Shri Samal has significant exposure in the areas of Treasury Functions, Foreign Exchange Management, Corporate Accounts, Budgeting and Control. He has played a key role in large scale computerization in Finance, Capital Restructuring, Foreign Debt Management, introducing Risk Management against Foreign Exchange Exposure. He was also associated with various Academic Institutions as Visiting Faculty, viz. XIMB, Utkal University, KIIT, ICAI.

Shri Samal holds 400 shares in the Company.

Shri Samal may be deemed to be concerned or interested, financially or otherwise, to the extent of the aforesaid shareholding in respect of his appointment as a Director. Save and except the above, none of the other Directors / Key Managerial Personnel of the Company / their relatives are, in any way, concerned or interested, financially or otherwise, in the resolution set out at Item No.4 of the Notice.

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

Item No. 5 :

Pursuant to the provisions of the Companies Act, 1956 and the Articles of Association of the Company, the Board of Directors of the Company had appointed Ms. Soma Mondal as an Additional Director of the Company with effect from March 11, 2014.

In terms of the provisions of Section 161(1) of the Companies Act, 2013, Ms. Soma Mondal would hold office up to the date of the ensuing Annual General Meeting.

As per the provisions of Section 149(1) of the Act and amended Clause 49 of the Listing Agreement, the Company should have at least one woman director. The Company has received a notice in writing from a member along with the deposit of requisite amount under Section 160 of the Act proposing the candidature of Ms. Soma Mondal for the office of Director of the Company.

Ms. Mondal is not disqualified from being appointed as a Director in terms of Section 164 of the Act and has given her consent to act as a Director.

Born on 21.04.1963, Ms. Soma Mondal graduated in Electrical Engineering from National Institute of Technology, Rourkela in the year 1984. She started her career as a Graduate Engineer Trainee in NALCO and was involved in various project implementation activities as a part of the Technology Cell.

She has vast experience in Marketing of Alumina & Aluminium and has in-depth understanding of the global and domestic scenario of the Industry having worked for 27 years in Marketing Department of the company in both Regional & Corporate Office. She is well known in the Aluminium Industry for her contribution in various Industry forums. She has been instrumental in devising marketing strategies of different products for NALCO in the Domestic & Overseas market and also has been actively involved in launch of various new products by the Company. Under her guidance several systemic improvement initiatives have been implemented in Marketing and Materials Management functions.

Ms. Mondal holds 1600 shares in the Company.

Ms. Mondal may be deemed to be concerned or interested, financially or otherwise, to the extent of the aforesaid shareholding in respect of her appointment as a Director. Save and except the above, none of the other Directors / Key Managerial Personnel of the Company / their relatives are, in any way, concerned or interested, financially or otherwise, in the resolution set out at Item No.5 of the Notice.

The Board commends the Ordinary Resolution set out at Item No. 5 of the Notice for approval by the shareholders.

Item No. 6 :

The Board, on the recommendation of the Audit Committee, had approved the appointment of M/s. Dhal & Co., Cost Accountants as Cost Auditors and fixed a remuneration of ` 2,00,000/- plus service tax at applicable rates plus out of pocket expenses to conduct the audit of the cost records of the Company for the financial year 2014-15.

In accordance with the provisions of Section 148 of the Act read with the Companies (Audit and Auditors) Rules, 2014, the remuneration payable to the Cost Auditors has to be ratified by the shareholders of the Company.

Accordingly, consent of the members is sought for passing an Ordinary Resolution ratifying the decision of the Board for fixation of remuneration to the Cost Auditors for the financial year 2014-15.

None of the Directors / Key Managerial Personnel of the Company / their relatives are, in any way, concerned or interested, financially or otherwise, in the resolution set out at Item No. 6 of the Notice.

The Board commends the Ordinary Resolution set out at Item No. 6 of the Notice for approval by the shareholders.

By order of the Board


(K. N. RAVINDRA)
COMPANY SECRETARY

Place : Bhubaneswar

Date: 20.08.2014

Details of Directors seeking re-appointment / appointment in the 33rd Annual General Meeting on Saturday, the 27th September, 2014 (In terms of Clause - 49 of the Listing Agreement)

Details of Directors seeking re-appointment (Ordinary Business in the notice)		
1.	Shri S.S. Mahapatra Father's Name Date of Birth Date of Appointment Expertise in specific functional areas Qualifications List of outside Directorships held Member of Committees of the Board Member of Committees in other companies	Shri Nrusimha Prasad Mahapatra 20.12.1954 01.10.2011 Mechanical Engineer having varied experience in Boiler manufacturing industries and aluminium industries and rich experience in plant and process equipment design to project execution and plant operation. B.Sc. (Engg.) Mechanical & PG Diploma in Materials Management. Nil Nil Nil



Details of Directors seeking appointment (Special Business in the notice)

2.	<p>Shri K. C. Samal Father's Name Date of Birth Date of Appointment Expertise in specific functional areas</p> <p>Qualifications List of outside Directorships held Member of Committees of the Board Member of Committees in other companies</p>	<p>Shri Krupasindhu Samal 20.08.1958 03.01.2014</p> <p>Shri Samal was working as Executive Director (Finance) of the Company before assuming the Office of Director (Finance). A Fellow Member of Institute of Cost Accountants of India, Shri Samal has significant exposure in the areas of Treasury Functions, Foreign Exchange Management, Corporate Accounts, Budgeting and Control. He was associated with the capital restructuring of the Company that took place in 1999 to bring down the capital base and to enhance the EPS of the Company. He also played a key role in large scale computerization in Finance, Foreign Debt Management, introducing Risk Management against Foreign Exchange Exposure. He was also associated with various Academic Institutions as Visiting Faculty, viz. XIMB, Utkal University, KIIT, ICAI etc.</p> <p>Fellow Member of Institute of Cost Accountants of India Nil Nil Nil</p>
3.	<p>Ms. Soma Mondal Father's Name Date of Birth Date of Appointment Expertise in specific functional areas</p> <p>Qualifications List of outside Directorships held Member of Committees of the Board Member of Committees in other companies</p>	<p>Shri Harikumar Dasgupta 21.04.1963 11.03.2014</p> <p>Ms. Soma Mondal started her career as a Graduate Engineer Trainee in NALCO and was involved in various project implementation activities as a part of the Technology Cell.</p> <p>She has vast experience in Marketing of Alumina & Aluminium and has in-depth understanding of the global and domestic scenario of the Industry having worked for 27 years in Marketing Department of the company in both Regional & Corporate Office. She is well known in the Aluminium Industry for her contribution in various Industry forums. She has been instrumental in devising marketing strategies of different products for NALCO in the Domestic & Overseas market and also has been actively involved in launch of various new products by the Company. Under her guidance several systemic improvement initiatives have been implemented in Marketing and Materials Management functions.</p> <p>Electrical Engineering from National Institute of Technology, Rourkela Nil Nil Nil</p>

Chairmanship/membership of the Audit Committee and the Stakeholders Relationship Committee have only been considered as per Clause 49 of the Listing Agreement.

**National Aluminium Company Limited**

CIN: L27203OR1981GOI000920

Regd. Office : NALCO Bhawan, Plot No. P/1,
Nayapalli, Bhubaneswar – 751 013 (Odisha)

Tel.: 0674-2301988-999, Fax: 0674-2300677, Email: investorservice@nalcoindia.co.in, Website: www.nalcoindia.com

PLEASE FILL ATTENDANCE SLIP AND HAND IT OVER AT THE ENTRANCE OF THE MEETING HALL

ATTENDANCE SLIP

DP ID.		Folio No/Client Id		No of Shares	
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NAME OF THE SHAREHOLDER:**NAME OF THE PROXY :**

I hereby record my/our presence at the 33rd ANNUAL GENERAL MEETING of the Company held on Saturday, the 27th September, 2014 at 11.00 a.m. at NALCO Bhawan, P/1, Nayapalli, Bhubaneswar - 751013.

(Only shareholders/proxies are allowed to attend the meeting)

Signature of the Shareholder/Proxy :

**National Aluminium Company Limited**

CIN: L27203OR1981GOI000920

Regd. Office : NALCO Bhawan, Plot No. P/1,
Nayapalli, Bhubaneswar – 751 013 (Odisha)

Tel.: 0674-2301988-999, Fax: 0674-2300677, Email: investorservice@nalcoindia.co.in, Website: www.nalcoindia.com

PROXY FORM

Name of the Member(s) :		E-mail ID :	
Registered address :		Folio No./client ID :	
		DP ID :	

I / We being the member(s) of shares of National Aluminium Company Ltd., hereby appoint -

- 1) of having email id or failing him
 2) of having email id or failing him
 3) of having email id or failing him

and whose signature(s) are appended below as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 33rd ANNUAL GENERAL MEETING of the Company to be held on Saturday, the 27th September, 2014 at 11.00 a.m. at NALCO Bhawan, P/1, Nayapalli, Bhubaneswar - 751013 and at any adjournment thereof in respect of such resolutions as are indicated below:

I wish my above proxy to vote in the manner as indicated in the box below: (This is optional)

(Please put a () in the appropriate column as indicated below. If you leave any of the columns blank in any or all the resolutions, your Proxy will be entitled to vote in the manner as he/she thinks appropriate.)

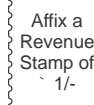
Resolution No.	Subject Matter of the Resolution	For	Against
	Ordinary Business		
1	Adoption of the audited financial statements of the Company for the financial year ended 31st March, 2014, the reports of the Directors and the Auditors thereon.		
2	Declaration of dividend		
3	Re-appointment of Shri S.S. Mahapatra, who retires by rotation		
	Special Business		
4	Appointment of Shri K C Samal as Director, whose period of office is liable to be determined by rotation		
5	Appointment of Ms. Soma Mondal as Director, whose period of office is liable to be determined by rotation		
6	Ratification of the remuneration of the Cost Auditors for the financial year 2014-15		

Signed this.....day of.....2014

Signature of first proxy holder

Signature of second proxy holder

Signature of third proxy holder



Signature of shareholder across Revenue Stamp

Notes:

- This form of Proxy in order to be effective should be duly filled, stamped, signed and delivered at the Registered office of the Company, not less than 48 hours before the commencement of the meeting.
- A Proxy need not be a member of the Company.
- Appointing a Proxy does not prevent a member from attending the meeting in person if he so wishes.



33rd ANNUAL REPORT 2013-14



PERFORMANCE...
Nurturing Growth and Happiness





Vision

To Be a Reputed
Global Company
in the Metals and
Energy Sectors