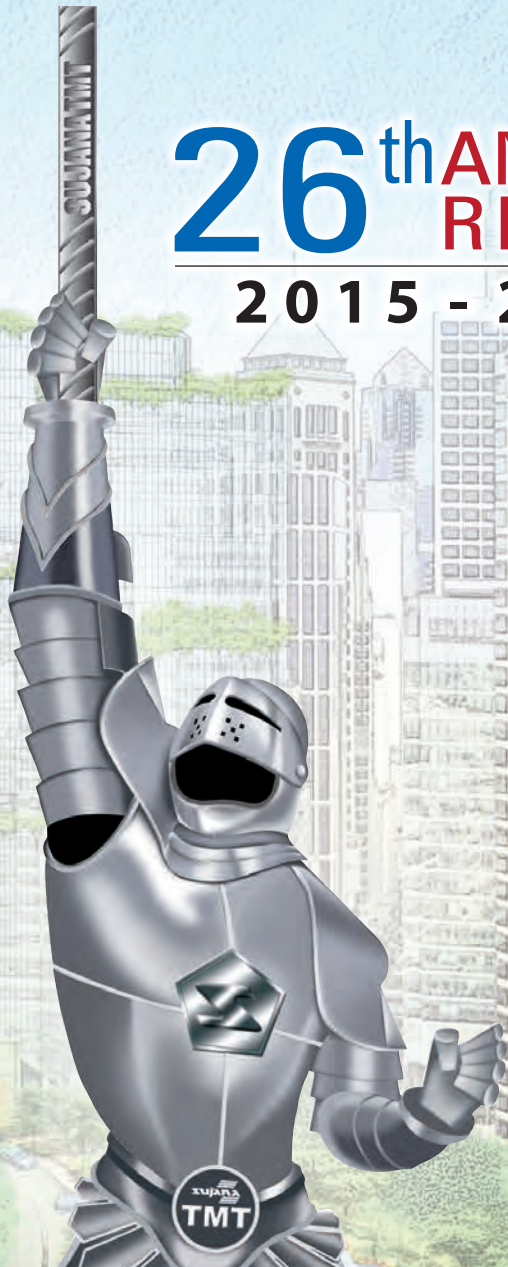




# 26<sup>th</sup> ANNUAL REPORT

2015 - 2016



## SUJANA METAL PRODUCTS LIMITED

**SUJANA TMT®**  
SUJANA TMT 500 CR  
SUPER STRENGTH • SUPERIOR QUALITIES

**SUJANA®**  
**PLUS**  
TMT REBAR

**SUJANA®**  
CORROSION  
RESISTANT  
STEEL **CRS**

**SUJANA®**  
**SMART**  
**STEEL** ✓  
Customized • Convenient • Cost-saving

**SUJANA**  
**STRUCTURAL**  
**STEEL**

## CORPORATE INFORMATION

### BOARD OF DIRECTORS

<i>Non-Executive Chairman</i>	:	Dr. V. Malakonda Reddy*
<i>Managing Director</i>	:	Shri R.K.Birla
<i>Director</i>	:	Shri G.Srinivasa Raju
		Shri J. Ramakrishnan*
		Dr. K.Srinivasa Rao*
		Shri S.Hanumantha Rao
		Smt. A. Syamala Reddy*
		Shri Ch. Srinivasu, IDBI Nominee
		Shri Vimlesh Kumar, PNB Nominee
		(*Independent & Non-Executive Director)

<b>MANAGEMENT COMMITTEE</b>	:	Shri G.Srinivasa Raju
		Shri R.K.Birla
		Shri S.Hanumantha Rao

<b>AUDIT COMMITTEE</b>	:	Dr.K.Srinivasa Rao
		Shri S.Hanumantha Rao
		Dr.V.Malakonda Reddy

<b>SHARE TRANSFER COMMITTEE</b>	:	Shri R.K.Birla
		Shri G.Srinivasa Raju

<b>SHAREHOLDERS' GRIEVANCES COMMITTEE</b>	:	Shri S.Hanumantha Rao
		Shri G.Srinivasa Raju

<b>NOMINATION AND REMUNERATION COMMITTEE</b>	:	Dr.K.Srinivasa Rao
	:	Shri J.Ramakrishnan
		Dr. V. Malakonda Reddy

<b>CORPORATE SOCIAL RESPONSIBILITY COMMITTEE</b>	:	Shri G.Srinivasa Raju
		Shri S.Hanumantha Rao
		Dr.K.Srinivasa Rao

<b>RISK MANAGEMENT COMMITTEE</b>	:	Shri.G.Srinivasa Raju
		Shri S.Hanumantha Rao
		Dr.K.Srinivasa Rao

<b>KEY MANAGERIAL PERSONNEL</b>	:	Shri R.K.Birla, Managing Director
		Shri Ch. Narayana Rao, Chief Financial Officer
		Shri Shaik Ibraheem, Company Secreatery

<b>STATUTORY AUDITORS</b>	:	M/s. T. Raghavendra & Associates
		Chartered Accountants, Hyderabad

<b>INTERNAL AUDITORS</b>	:	Shri M. Balarama Krishnaiah
		Chartered Accountant, Hyderabad

<b>COST AUDITORS</b>	:	M/s. Nageswara Rao & Co
		Cost Accountants, Secunderabad

<b>BANKERS</b>	:	Andhra Bank
		Bank of Baroda
		Bank of India
		IDBI Bank Limited
		Indian Overseas Bank
		Indian Bank
		Karnataka Bank Limited

# SUJANA METAL PRODUCTS LIMITED

State Bank of Patiala  
Punjab National Bank (PNB)  
Lakshmi Vilas Bank  
Oriental Bank of Commerce

## REGISTERED OFFICE & CORPORATE OFFICE

: Plot No. 18, Nagarjuna Hills, Panjagutta  
Hyderabad-500082, Telangana

## WORKS

### Hyderabad:

- (i) Survey No.296/7/9,
- (ii) Plot No. 4, Survey No.296/7/7, 8 & 11,
- (iii) Survey No. 296/7/7, 296/7/8, 296/7/11
- (iv) Survey No. 296/7/7, 8 & 11  
IDA Bollaram, Jinnaram Mandal,  
Medak District - 502325, Telangana.
- (v) Survey No. 196 & 197, Parigi Road,  
Elikatta Village, Shadnagar,  
Mahaboobnagar District, Telangana.
- (vi) Cut and Bend Division: Survey No. 204, 205 & 206,  
Elakatta Gram Panchayat, Farooq Nagar Mandal,  
Mahaboob Nagar District-509216, Telangana.
- (vii) Trading Division : Plot No. 4, Survey No. 296/7/7A,  
IDA Bollaram, Jinnaram Mandal,  
Medak District-502325, Telangana.
- (viii) Survey No.473, 576 & 442,  
Chikatigudem, Kethepally Mandal,  
Nalgonda District, Telangana-508211.

### Chennai:

- (i) Survey No. 204/8B, Manjankaranai Village,  
Chennai, M.G.R. District - 620 502, Tamilnadu
- (ii) Plot No. B-20E, SIPCOT Industrial Complex,  
Gummidipondi, Chennai, Tamilnadu.

### Visakhapatnam:

Sanivada Village, Rajeevnagar,  
Visakhapatnam-530046, Andhra Pradesh.

## LISTING

: **Equity**  
BSE Limited (BSE)  
Phiroze Jeejeebhoy Towers, Dalal Street,  
Mumbai - 400 001  
National Stock Exchange of India Ltd (NSE)  
Exchange Plaza, Bandra-Kurla Complex,  
Bandra (E), Mumbai - 400 051.

## REGISTRAR & SHARE TRANSFER AGENTS

: M/s Bigshare Services Pvt. Ltd.  
306, Right Wing, 3rd Floor, Amrutha Ville,  
Opp: Yashoda Hospital, Raj Bhavan Road,  
Somajiguda, Hyderabad - 500 082.  
Phone No: 040 - 2337 4967.  
Email: [bsshyd@bigshareonline.com](mailto:bsshyd@bigshareonline.com)  
Website: [www.bigshareonline.com](http://www.bigshareonline.com)

## NOTICE

**NOTICE is hereby given that the Twenty Sixth (26th) Annual General Meeting of the members of the Company will be held on Friday, the 30th day of September, 2016 at Katriya Hotel & Towers, # 8, Raj Bhavan Road, Somajiguda, Hyderabad - 500 082, Telangana at 12.00 noon to transact the following business:**

### ORDINARY BUSINESS

1. To receive, consider and adopt the Audited Financial Statements of the Company (including Audited Consolidated Financial Statements) for the financial year ended March 31st, 2016 and the reports of the Board of Directors and Auditors thereon.
2. To appoint a director in place of Shri S. Hanumantha Rao, who retires by rotation and being eligible, offers himself for re-appointment.
3. To re-appoint M/s. T. Raghavendra & Associates, Chartered Accountants (Registration No. 003329S) as Statutory Auditors of the Company to hold office from the conclusion of this (26th Annual General Meeting until the conclusion of the 30th Annual General Meeting (i.e., for Four Financial Years) pursuant to provisions of Section 139 of the Companies Act, 2013 (as amended or re-enacted from time to time) read with Rule No. 3 of the Companies (Audit and Auditors) Rules, 2014 and to authorise the board to fix their remuneration, subject to ratification of the members at every Annual General Meeting.

### SPECIAL BUSINESS

4. **To consider and appoint Smt. A. Syamala Reddy (DIN: 02224082) as an Independent Director and in this regard, 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, 152 & 161 read with Schedule IV and all other applicable provisions, if any, of the Companies Act, 2013, (“the Act”) and the Companies (Appointment and Qualification of

Directors) Rules, 2014 [Including any statutory modification(s) or re-enactment(s) thereof, for the time being in force] read with Regulation 17 of the SEBI(Listing Obligations And Disclosure Requirements) Regulations, 2015, Smt. A. Syamala Reddy (DIN: 02224082), who was appointed as an Additional Director (Independent) of the Company by the Board of Directors w.e.f. August 27th, 2016 and who holds office up to the date of this Annual General meeting and in respect of whom the Company has received a notice in writing from a member proposing the candidature of Smt. A. Syamala Reddy (DIN: 02224082) for the Director of the Company, be and is hereby appointed as an Independent Director of the Company, not liable to retire by rotation and to hold office for 5 (five) consecutive years commencing from September 30th , 2016 to September 30th, 2021.”

5. **To fix the remuneration of Shri R.K.Birla, Managing Director of the Company for the balance tenure of his term and in this regard if thought fit, to pass with or without modifications(s), the following resolution as Special Resolution:**

“RESOLVED FURTHER THAT pursuant to the provisions of Sections 196, 197 and any other applicable provisions of the Companies Act, 2013 (“The Act”) and the rules, circulars, orders and notifications issued there under (including any statutory modification(s) or re-enactment thereof for the time being in force), read with Schedule V to the Companies Act (including any statutory modification(s) or re-enactment thereof, for time being in force), subject to all guidelines for managerial remuneration issued by the Central Government from time to time, and approval of Central Government, required if any, and such other consents and approvals as may be required, and as recommended by the Nomination and Remuneration Committee, the consent of the Company be and is hereby accorded to pay existing remuneration of Rs. 120.36 lakhs per annum subject to deduction of applicable taxes to Shri R.K. Birla, Managing Director of the Company for the balance tenure of his term i.e upto 27.01.2018.

# SUJANA METAL PRODUCTS LIMITED

“RESOLVED FURTHER THAT in the event of loss or inadequacy of profits in any financial year during his tenure, the Company will, subject to applicable laws and such sanctions and approvals as may be required, pay remuneration to Shri R.K.Birla, Managing Director as provided in this resolution.”

“RESOLVED FURTHER THAT the remuneration specified above for Shri R.K.Birla, Managing Director may, subject to overall ceiling under the Companies Act, 2013 and subject to Schedule V of the Companies Act, 2013 be modified, during the tenure of office as Managing Director, as may be agreed by the Board of Directors and Shri R.K.Birla.”

“RESOLVED FURTHER THAT the Board of Directors of the Company or any committee thereof be and is hereby authorized to do all such acts, deeds and things as in its absolute discretion it may think necessary, expedient or desirable; to settle any question or doubt that may arise in relation thereto in order to give effect to the foregoing resolution and to seek such approval/ consent from the government departments, as may be required in this regard.”

“RESOLVED FURTHER THAT the Board of Directors of the Company or the Company Secretary of the Company be and are hereby directed and severally authorised to complete necessary statutory formalities to give effect to the resolution and to do all such acts, deeds, matter and things as it may, in its absolute discretion deem desirable, necessary, expedient, usual or proper to implement this resolution from time to time and execute all necessary documents, applications and returns along with filing of necessary E-form with the Registrar of Companies, Andhra Pradesh & Telangana”.

6. **To consider and approve the change of the name of the Company from “Sujana Metal Products Limited” to “Splendid Metal Products Limited” and consequent alteration to Memorandum of Association and Articles of Association of the Company and in this regard, if thought fit, to pass, with or without modification(s),**

## **the following resolution as Special Resolution:**

“RESOLVED THAT pursuant to the provisions of Sections 4,13,14 and 15 and all other applicable provisions if any of the Companies Act, 2013 read with Companies (Incorporation) Rules, 2014 (including any statutory modifications or re-enactment thereof for the time being in force) and subject to approval of Central Government, Registrar of Companies and any other statutory approvals as may be required in this matter, consent of the members of the Company be and is hereby accorded for changing the name of the Company from “Sujana Metal Products Limited” to “Splendid Metal Products Limited” as made available by the Registrar of Companies, Central Registration Centre, Ministry of Corporate Affairs(MCA).

RESOLVED FURTHER THAT upon receipt of fresh Certificate of Incorporation consequent upon change of name, the old name, i.e. “Sujana Metal Products Limited” be substituted with the new name, i.e. “Splendid Metal Products Limited” in the Memorandum and Articles of Association of the Company, other necessary documents and at all other places wherever appearing.

RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, Shri R.K.Birla, Managing Director, Shri S. Hanumantha Rao, Director of the Company be and are hereby severally authorized to make necessary application for obtaining approval to the change of name accordingly to the Registrar of Companies, Andhra Pradesh & Telangana.

RESOLVED FURTHER THAT Shri R.K.Birla-Managing Director and Shri S. Hanumantha Rao-Director of the Company be and are hereby severally authorised, on behalf of the Company, to do all acts, deeds, matters and things as deem necessary, proper or desirable and to sign and execute all necessary documents, applications and returns for the purpose of giving effect to the aforesaid resolution along with filing of necessary E-form as return of change of name with the Registrar of Companies, Andhra Pradesh & Telangana.”

**7. To consider and approve the increase of Authorised Share Capital of the Company from Rs.200 crores to Rs.1000 crores, and in this regard, if thought fit, to pass, with or without modification(s), the following resolution as Special Resolution:**

“RESOLVED that pursuant to the provisions of Sections 13 and 61 and other applicable provisions, if any, of the Companies Act, 2013 (including any statutory modification(s) or re-enactment thereof, for the time being in force), the existing Authorised Share Capital of the Company be and is hereby increased from from Rs. 200,00,00,000/- (Rupees Two Hundred Crores only) divided into 31,00,00,000 (Thirty One Crores only) Equity Shares of Rs.5/- (Rupees Five only) each and 45,00,000 (Forty Five Lakhs only) Preference Shares of Rs.100/- (Rupees One Hundred only) each to Rs.1000,00,00,000/- (Rupees One Thousand Crores only) divided into 50,00,00,000 (Fifty One Crores only) Equity Shares of Rs.5/- (Rupees Five only) each and 7,50,00,000 (Seven Crores Fifty Lakhs only) Preference Shares of Rs.100/- (Rupees One Hundred only) each by further creation of 19,00,00,000 (Nineteen crores only) Equity shares of Rs. 5/- (Rupees Five only) and 7,05,00,000 (Seven Crores Five Lakhs only) Preference Shares Shares of Rs.100/- (Rupees One Hundred only) each.”

“RESOLVED FURTHER that, the consent of the members of the Company be and is hereby accorded to the Board/Management Committee of the Board of Directors of the Company to finalise the desired level/limit of authorized share capital of the Company upto Rs. 1000 Crores (Rupees One Thousand Crores only) keeping in view the proposed further issues of the Company and to file necessary e-forms with the Registrar of Companies, Andhra Pradesh and Telangana, Hyderabad and to do all such acts, deeds, matters and things as it may in its absolute discretion deem necessary, proper, desirable or expedient.”

“RESOLVED FURTHER that the date on which the resolution passed by the Board/ Management Committee of the Board to increase the authorized share capital of the

Company basing the consent given by the members to the desired levels as above, shall be treated as date of consent given by the members of the Company.”

“RESOLVED FURTHER that the Clause V(a) of the Memorandum of Association of the Company and Article 3 of Articles of Association be altered as follows:

The Authorised Share Capital of the Company is Rs.1000,00,00,000/- (Rupees One Thousand Crores only) divided into 50,00,00,000 (Fifty Crores only) Equity Shares of Rs.5/- (Rupees Five only) each and 7,50,00,000 (Seven crores Fifty Lakhs only) Preference Shares of Rs. 100/- each (Rupees One Hundred only).”

**8. To consider and approve the issue of Cumulative Redeemable preference shares (CRPS) and in this regard, if thought fit, to pass, with or without modification(s), the following resolution as Special Resolution:**

“RESOLVED that in accordance with the provisions of Sections 42, 55, 62 and other applicable provisions, if any, of the Companies Act, 2013 (“Act”) read with the Rules framed there under, as may be amended from time to time and the Articles of Association of the Company and the Listing Agreements entered into by the Company with the Stock Exchanges where the shares of the Company are listed, Financial Institutions (FIs), Securities and Exchange Board of India (SEBI), Reserve Bank of India (RBI) and the regulations/guidelines, if any, prescribed by any relevant authorities from time to time, to the extent applicable and subject to such other approvals, permissions and sanctions, as may be necessary and subject to such conditions and modifications as may be considered necessary by the Board of Directors (hereinafter referred to as the “Board” which term shall be deemed to include any Committee thereof for the time being exercising the powers conferred on the Board by this Resolution) or as may be prescribed or imposed while granting such approvals, permissions and sanctions which may be agreed to by the Board, the consent

# SUJANA METAL PRODUCTS LIMITED

of the Company be and is hereby accorded to the Board to offer or invite to subscribe, issue and allot, such number of Preference Shares of the Company of the face value of Rs. 100/- each, for an aggregate value not exceeding Rs. 750 crore (including existing paid up preference share capital), as Cumulative Redeemable Preference Shares ("CRPS"), to the lenders who are proposing to invoke the provisions of Strategic Debt Restructuring (SDR) formulated by Reserve Bank of India, as set out in Resolution No. 9 of this notice through conversion of existing loans and / or interest on such loans at such price or prices as the Board or Committee thereof may in its absolute discretion think fit."

RESOLVED FURTHER that in accordance with provisions of Section 43 of the Act, the CRPS shall be non participating, carry a preferential right, vis-à-vis Equity Shares of the Company, with respect to payment of dividend and repayment in case of a winding up or repayment of capital and shall carry voting rights as per the provisions of Section 47(2) of the Act.

RESOLVED FURTHER THAT the said Cumulative Redeemable Preference Shares shall not be convertible with equity shares and accordingly the same shall not be listed with any Stock Exchange.

RESOLVED FURTHER THAT the Board be and is hereby authorized to do all such acts, deeds and things and execute all such deeds, documents and writings, as it may in its absolute discretion deem necessary or incidental, and pay such fees and incur such expenses in relation thereto as it may deem appropriate.

RESOLVED FURTHER THAT the Board be and is hereby authorized to delegate all or any of the powers herein conferred to any Committee of Directors, or Executive Director or any other Director(s) or officer(s) of the Company to give effect to the aforesaid resolution."

9. **To approve and confirm the Strategic Debt Restructuring Scheme(SDR)/outside SDR formulated by the Reserve Bank of India and in this regard, if thought fit, to pass, with or without modification(s),**

## **the following resolution as Special Resolution:**

"RESOLVED THAT subject to the applicable provisions of the Companies Act, 2013 and all other applicable laws (including any statutory modification(s) or re-enactment thereof for the time being in force) and in accordance with the provisions of the Memorandum and Articles of Association of the Company, listing agreements entered into with stock exchanges on which the equity shares of the Company are listed (the "Equity Shares"), the applicable rules, notifications, guidelines issued by the Government of India, the Reserve Bank of India and any regulatory or other appropriate authorities (including but not limited to Securities and Exchange Board of India ("SEBI"), and subject to approvals, permissions, sanctions and consents as may be necessary from any regulatory or other appropriate authorities (including but not limited to SEBI, the Reserve Bank of India (the "RBI") and pursuant to the Strategic Debt Restructuring Scheme (SDR) Scheme formulated by the Reserve Bank of India vide Circular I DBR.BP.BC.No.101/21.04.132/2014-15, dated June 8, 2015, Circular II DBR.BP.BC.No.41/21.04.048/2015-16 dated September 24, 2015, Circular III DBR.BP.BC.No.82/21.04.132 / 2015-16 dated February 25, 2016 and Circular IV DBR.No.BP.BC.103 /21.04.132/2015-16 dated June 13, 2016 issued by the Reserve Bank of India (hereinafter referred to as the "SDR Circulars"), the action taken / proposed to be taken stipulating the invocation of the provisions of SDR Circulars, by Punjab National Bank, Andhra Bank, Bank of Baroda, Bank of India, IDBI Bank Limited, Indian Overseas Bank, Indian Bank, Karnataka Bank Limited, State Bank of Patiala, Lakshmi Vilas Bank, Oriental Bank of Commerce and Stressed Assets Stabilisation Fund (SASF) (hereinafter referred to as the "Lenders") vide the Minutes of the Meeting of Joint Lenders' Forum held on 18th July, 2016, agreed to by the Board of Directors of the Company (hereinafter referred to as the "Board", which terms shall be deemed to include any committee which the Board has constituted or may constitute to exercise its powers, including the powers conferred

under this resolution), be and is hereby approved and the consent of the members of the Company be and is hereby accorded to adopt and implement the provisions of the SDR Circulars between the Company and the Lenders of the Company whose loans are being restructured under the Strategic Debt Restructuring Scheme issued by the RBI and the Board and/or any person authorized by the Board in respect thereof from time to time, be and is hereby authorized on behalf of the Company to discuss, negotiate, amend, if required, the terms and conditions of the SDR Circulars in the manner as may be approved by and between the Company and the Lenders, amend or make changes to the documents and enter into other documents in pursuance of the SDR Scheme, implement the SDR Scheme, on the basis of the terms set out in the SDR Scheme and as may be agreed between the respective parties, and execute the necessary documents for the same including, inter-alia issuance of Equity Shares/Preference shares/convertible securities to the Lenders of the Company by conversion of loans into fully paid equity shares/preference shares / convertible securities in terms of the SDR Scheme.”

“RESOLVED FURTHER THAT in such event of invocation and implementation of SDR Circulars, by the Lenders as agreed by the Company, there will be change of management in the Company and the new persons / entities as may be identified by the Lenders will have management and control over the entire affairs of management of the Company and the members of the Company hereby accord their consent and approval for such change of management and change of persons having control over the Company subject to the provisions of Companies Act, 2013, and rules made thereunder, Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009 (SEBI ICDR Regulations) and Securities and Exchange Board of India (Substantial Acquisition of Shares And Takeovers) Regulations, 2011 (SEBI SAST Regulations) post conversion of equity shares”.

“RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, the Board of Directors of the Company be and are hereby severally authorised to do all such acts, deeds and things which are necessary for the purpose of giving effect to this Resolution.”

**10. To ratify the remuneration of the Cost Auditors for the financial year ending March 31st , 2017 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 Companies (Audit and Auditors) Rules, 2014 (including any statutory modifications(s) or re-enactment thereof, for the time being in force), the remuneration of Rs. 2,00,000/- (Rupees Two Lakh Only) plus reimbursement of actual expenses, to be paid to M/s. Nageswara Rao & Co, (Member Ship No: 000332) Cost Auditors of the Company, for the financial year 2016-17, as approved by the Board of Directors of the Company, be and is hereby ratified.

RESOLVED FURTHER THAT the Board 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

Place: Hyderabad

Date: August 27th, 2016

**R.K.BIRLA**

Managing Director  
(DIN: 00118776)

**NOTES:**

1. The Explanatory Statements pursuant to Section 102(1) of the Companies Act, 2013 with respect to the special businesses set out in the Notice are annexed.
2. A MEMBER ENTITLED TO ATTEND AND VOTE IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE ON HIS / HER BEHALF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY. Pursuant to the provisions of Section 105 of the

# SUJANA METAL PRODUCTS LIMITED

Companies Act, 2013, a person can act as a proxy on behalf of not more than fifty (50) members and holding in aggregate not more than ten percent of the total Share Capital of the Company. Members holding more than ten percent of the total Share Capital of the Company may appoint a single person as proxy, who shall not act as a proxy for any other Member. The instrument of Proxy, in order to be effective, should be deposited at the Registered Office of the Company, duly completed and signed, not later than 48 hours before the commencement of the meeting. A Proxy Form is annexed to this Report

3. Corporate Members intending to send their authorised representatives to attend the Meeting pursuant to Section 113 of the Companies Act, 2013 are requested to send to the Company, a certified copy of the relevant Board Resolution together with their respective specimen signatures authorising their representative(s) to attend and vote on their behalf at the Meeting.
4. During the period beginning 24 hours before the time fixed for the commencement of the meeting and ending with the conclusion of the meeting, a member would be entitled to inspect the proxies lodged at any time during the business hours of the Company, provided that not less than three days of notice in writing is given to the Company.
5. Members/ proxies should bring the duly filled Attendance Slip enclosed herewith to attend the meeting.
6. In case of joint holders attending the Meeting, only such joint holder who is higher in the order of names will be entitled to vote at the Meeting.
7. Relevant documents referred to in the accompanying Notice and in the Explanatory Statements are open for inspection by the Members at the Company's Registered Office on all working days of the Company, during business hours up to the date of the Meeting.
8. The Share Transfer Books and Register of Members of the Company will remain closed on September 29th , 2016 (One day only).
9. Copy of the draft letters for respective appointment of Smt. A. Syamala Reddy as an Independent Director setting out the terms and conditions is available for inspection by members at the Registered Office of the Company and also available @ [www.sujana.com](http://www.sujana.com)
10. Details under SEBI (Listing Obligations & Disclosure Requirements) 2015 in respect of the Directors seeking appointment/ re-appointment at the Annual General Meeting, forms integral part of the notice. The directors have furnished the requisite declarations for their appointment/ re-appointment.
11. Shareholders desiring any information as regards the accounts are requested to write to the Company at an early date so as to enable the Management to keep the information ready at the meeting.
12. The registration of share transfers and other related correspondence will be dealt at M/s. Bigshare Services Private Limited of Mumbai, having its branch office at 306, Right Wing, 3rd Floor, Amruta Ville, Opp: Yashoda Hospital, Raj Bhavan Road, Somajiguda, Hyderabad - 500 082.
13. The shareholders / members of the Company, who are having equity shares of the Company in physical form, are advised to get dematerialized of their respective equity shares by way of surrendering their physical share certificates to the Registrar and Share Transfer Agents (RTA) of the Company (i.e., M/s Bigshare Services Pvt. Ltd., Hyderabad) through their respective Depository Participants. The shareholders /members, who are not having demat accounts are requested to open the demat accounts and thereafter approach the RTA for dematerialization of their equity shares.
14. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are, therefore, requested to submit the PAN to their Depository Participants with whom they are maintaining their demat accounts.

Members holding shares in physical form can submit their PAN details to the Company's RTA.

15. In accordance with the provisions of Section 72 of the Companies Act, 2013, members are entitled to make nominations in respect of the Equity Shares held by them, in physical form. Members desirous of making nominations may procure the prescribed form from the Registrar & Share Transfer Agent of the Company (i.e., M/s Bigshare Services Pvt. Ltd., Hyderabad).
16. Members who hold shares in physical form in multiple folios in identical names or joint holding in the same order of names are requested to send the share certificates to RTA, for consolidation into a single folio.
17. Pursuant to Section 101 and Section 136 of the Companies Act, 2013 read with relevant Rules issued there under, Companies can serve Annual Reports and other communications through electronic mode to those shareholders who have registered their email address either with the Company or with the Depository. It is a welcome move for the society at large, as this will reduce paper consumption to a great extent and allow shareholders to contribute towards a greener environment. This is a golden opportunity for every shareholder of Sujana to contribute to the cause of Green Initiative. Members who have not registered their e-mail address with the Company are requested to register the same by submitting the letter to Companies RTA. The Members holding shares in electronic form are requested to register their e-mail address with their Depository Participants only. The Members of the Company, who have registered their e-mail address, are entitled to receive communications in physical form, upon request.
18. Electronic copy of the Annual Report for 2015-16 (including Notice of the 26th Annual General Meeting of the Company along with Attendance Slip and Proxy Form) is being sent to all the members whose email IDs are registered with the Company/Depository Participants(s) for communication purposes unless any member has requested for hard copy of the same. For members who have not registered their email address, physical copies of the Annual Report for 2015-16 is being sent in the permitted mode.
19. Members holding shares in electronic form are requested to intimate immediately any change in their address or bank mandates with their respective Depository Participants to receive all the communications in electronic mode. Members holding shares in physical form are requested to advise any change in their address or bank mandates immediately to the Company RTA.
20. Members may also note that the Notice of the 26th Annual General Meeting and the Annual Report for 2015-16 will also be available on the Company's website [www.sujana.com](http://www.sujana.com) for their download. The physical copies of the aforesaid documents will also be available at the Company's Registered Office in Hyderabad for inspection during normal business hours on working days.
21. Members who have not registered their e-mail addresses so far, are requested to register their e-mail address for receiving all communication including Annual Report, Notices, Circulars, etc., from the Company electronically
22. To prevent fraudulent transactions, members are advised to exercise due diligence and notify the Company of any change in address or demise of any member as soon as possible. Members are also advised not to leave their demat account(s) dormant for long. Periodic statement of holdings should be obtained from the concerned Depository Participant and holdings should be verified.
23. **Instructions for members for voting electronically are as under:-**
  - In compliance with the provisions of Section 108 of the Companies Act, 2013, Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Amendment Rules, 2015 ("Amended