

NARAYANI STEELS LIMITED

Manufacturers of Rebars / MS, Carbon & Alloy Steel Rounds / RCS / Profiles / Structural / Wire Drawing Unit for Auto and Engg. Industries.

CIN : U27109WB1996PTC082021

To,
The Assistance General Manager
Department of Corporate Services
Bombay Stock Exchange Limited
P.J. Towers, Dalal Street,
Mumbai-400 001,
Maharashtra, India.

Dear Sir,

Sub: Proceedings of 22nd Annual General Meeting ('AGM')
Ref: Scrip Code: 540080, Scrip ID: Narayani.

In continuation to our letter dated 04.08.2017 the 22nd Annual General Meeting ('AGM') of the Company was held today (August 30th, 2017). In this regard, please find enclosed proceedings of the 22nd Annual General Meeting as required under Regulation 30, Part – A of Schedule – III of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

This is for your information and records.

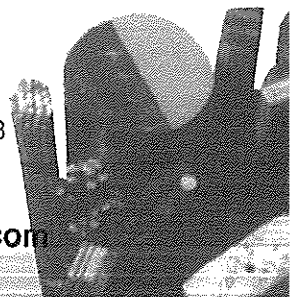
Thanking You,
Yours faithfully,
For Narayani Steels Limited

Arun Kumar Mishra
Company Secretary
Narayani Steels Limited.



Factory Unit-1 : A I & A II, Industrial Estate, Vizianagaram - 535 004. Ph. 08922-255405
Factory Unit-II : S.No. 202/31-38, NH-Highway Road, Modavalasa Village, Denkada Mandal, Vizianagaram - 535 004, Ph : 08922-243558
Office : #30-15-138/20, II Floor, Binayaka Complex, Dabagardens, Visakhapatnam - 530 020. Ph : 0891-2501182, Fax : 0891-6643653
Regd. Office : 23A, N.S.Road, 7th Floor, Room-31, Kolkata - 700 001, Mobile : 7382602726
(Converted into Public Limited Company with effect from 24.08.2015) info@narayanitmt.com

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**Proceedings of the 22nd Annual General Meeting of M/s. Narayani Steels Ltd held on
August 30th, 2017**

The 22nd Annual General Meeting (AGM) of the Members of M/s. Narayani Steels Limited ("the Company") was held on Wednesday, August 30, 2017 at 10.00 A. M. at the Registered Office of the Company situated at 23A, N.S Road, 7th Floor, Room No-31, Kolkata-700001, West Bengal, India. Directors of the Company elect Mr. Bivor Bagaria as Chairman of the said AGM. The Chairman after ascertaining that sufficient quorum as required under Companies Act, 2013 was present, called the Meeting to order. The Chairman commenced the meeting and welcomed the Members and Auditors, present at the 22nd Annual General Meeting.

The Chairman introduced the Directors seated on the dais.

With the consent of the Members present, the Notice of the 22nd Annual General Meeting of the Company, Audited Accounts for the Financial Year 2016-17, the Board's Report, the Auditors' Report on the Accounts and the Secretarial Auditors' Report for the Financial Year 2016-17 which had already been circulated to the Members were taken as read.

The Chairman informed the Members that the registers, documents and records as required under the Companies Act, 2013 were kept at the venue and were available for inspection by the Members till the conclusion of the Meeting.

The Chairman delivered his speech.

The Chairman informed the Members that the Company had provided facility to the Members to cast their votes electronically in terms of Section 108 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. He added that Mr. Navneet Agrawal, Practicing Chartered Accountant had been appointed by the Board as Scrutinizer for remote e-voting and ballot paper voting process. Members who were present to cast their votes in the ballot papers handed over to them.



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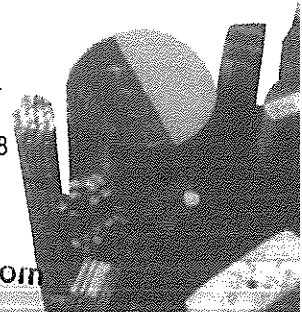
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The following items of ordinary businesses, as per the notice of AGM dated 04.08.2017 were considered at the meeting:

1. Adoption of

- a) the Audited Financial Statements of the Company for the Financial year ended 31st March, 2017 and the Reports of the Board of Directors and Auditors thereon.
- b) the Audited Consolidated Financial Statements of the Company for the Financial year ended 31st March, 2017 and the Reports of the Board of Directors and Auditors thereon.

2. Appointment of M/S. A C Bhuteria and Co Chartered Accountants, Kolkata, West Bengal as Statutory Auditors of the Company for 2017 -18

3. Appointment of a Director in place of Shri Kishan Lal Choudhary(DIN: 00289428),who Retires by Rotation and being eligible offers himself for Re-appointment.

4. Appointment of a Director in place of Shri Sunil Choudhary (DIN: 00289479), who Retires by Rotation and being eligible offers himself for Re-appointment.

The following items of Special businesses, as per the notice of AGM dated 04.08.2017 were considered at the meeting:

5. Grant relief to Kishan Lal Choudhary (DIN:00289428) from the Chairmanship of the Company.

6. Appoint Shri Sunil Choudhary (DIN:00289479) to act as Chairman of the Company

7. Approval of Related party transactions under Section 188 of the Companies Act,2013

8. Accord consent for Re-Appointment of Remuneration to M/S. A.S.Rao & Co., Cost Auditors of the Company

9. Appointment of Mr. Bivor Bagaria as Wholetime Director of the Company and Fix his Remuneration.

10. Delegate the Borrowing Power to the Board of Directors of the Company.

11. Mortgage and/or Charge on the Properties of the Company both present and future for availing the Loan/Credit Facilities from the Banks and Financial Institutions from time to time



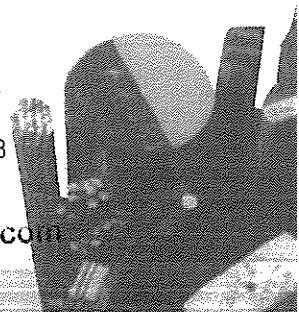
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Clarifications were provided to the queries raised by the Members.

The Chairman informed the Members that the consolidated result of e-voting and votes cast through ballots along with Scrutinizer report will be disseminated to the Stock Exchange and will also be placed on the Website of the Company within 48 hours of conclusion of AGM. He thanked all the Members for their presence and after casting of the votes by the Members declared the 22nd Annual General Meeting closed at 02.30 P.M.



A handwritten signature in black ink, appearing to read "Atul Kumar Saxena".

(Atul Kumar Saxena, Ind. Director)

DIN:07230335

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