



**VIKASH METAL & POWER LIMITED**  
AN ISO 9001 : 2008 COMPANY  
An Integrated Steel Plant

**Corporate Office :**

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3rd Floor, Room No. 312, Kolkata-700 001  
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E-mail : marketing@vikashmetalpower.com  
Website : www.vikashmetalpower.com

21<sup>st</sup> October, 2011

The Listing Department  
Bombay Stock Exchange Limited  
Phiroze JeeJeebhoy Towers,  
Dalal Street,  
Mumbai - 400 001

Dear Sir/Madam,

Sub: Minutes of Annual General Meeting

Re: Scrip Code - 532677  
Scrip ID - VIKASHMET

Please find enclosed the minutes of the 15<sup>th</sup> Annual General Meeting held on 30<sup>th</sup> September, 2011.

The above may be treated as information under Clause 31(d) of the Listing Agreement.

Thanking You,

Yours faithfully,  
For Vikash Metal & Power Limited

Company Secretary

Encl: As above

**Minutes of the 15<sup>th</sup> Annual General Meeting of the members of the Company held at Purbashree, Bharatiyam Cultural Multiplex, EZCC, IB-201, Sector-III, Salt Lake City, Kolkata-700 106 on Friday the 30<sup>th</sup> day of September, 2011 at 10:30 A.M.**

**Present:**

1. Mr. V.K. Patni	Chairman
2. Mr. Vikash Patni	Managing Director
3. Mr. Akkash Patni	Director
4. Mr. Kailash Chand Jain	Director

**In attendance:**

1. Mr. M. K. Patwari	DGM (Accounts & Finance)
2. Mr. Debendra Banthiya	Company Secretary

**MEMBERS PRESENT:**

159(One hundred fifty nine) members and 5 (Five) Proxies were present in the meeting.

**CHAIRMAN**

Mr. V.K. Patni was unanimously voted to the Chair.

**QUORUM**

Mr. V.K. Patni took the chair and formally declared that the necessary Quorum was present to transact the business set in the notice calling the Annual General Meeting.

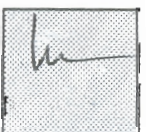
The notice convening the meeting and the Directors' Report, as already circulated to the members were taken as read with the general consent.

The Auditors' Report was read by Mr. Mahesh Kumar Patwari, DGM (Accounts & Finance) at the request of the Chairman.

The Chairman informed the members that the Register of Directors' Shareholdings was available at the meeting for inspection by any members till the conclusion of the meeting.

Proceeding of the Company were then handed over by the Chairman to Mr. Akkash Patni, Director of the Company, who proceeded with the business:

CHAIRMAN'S  
INITIALS



**ORDINARY BUSINESS****1. ADOPTION OF ANNUAL ACCOUNTS FOR THE YEAR ENDED 31<sup>ST</sup> MARCH, 2011**

Proposed by : Mr. Arup Das  
Seconded by : Mr. Gautam Nandy

**“RESOLVED THAT** the Audited Balance Sheet as at 31<sup>st</sup> March, 2011 and the Profit and Loss Account for the year ended on that date together with the Auditors’ and Directors’ Report thereon be and are hereby received considered and adopted.”

The motion was then put on vote, and on a voting by show of hands it was carried unanimously.

**2. DECLARATION OF DIVIDEND**

Proposed by : Mr. B K Mehta  
Seconded by: Mr. S.N Rathi

**“RESOLVED THAT** the Company hereby declares dividend Re.0.25 per equity share of Rs. 10 each, which shall be paid to all the shareholders as on the record date within 30 days from the date of declaration of dividend.”

**“RESOLVED FURTHER THAT** the total dividend amount be deposited in the dividend account within 5 days from the date of the Meeting.”

**“RESOLVED FURTHER THAT** the Board of Directors be and is hereby authorized to take all steps as may be necessary, proper and expedient to give effect to this resolution.”

The motion was then put on vote, and on a voting by show of hands it was carried unanimously.

**3. RE-APPOINTMENT OF MR. VIJAY KUMAR JAIN AS DIRECTOR OF THE COMPANY**

Proposed by: Mr. Sanjay Banerjee  
Seconded by: Mr. Gautam Nandy

**“RESOLVED THAT** Mr. Vijay Kumar Jain, who retires by rotation and being eligible offers himself for reappointment be and is hereby re- appointed as a director of the Company.”

CHAIRMAN'S  
INITIALS



The motion was then put on vote, and on a voting by show of hands it was carried unanimously.

#### **4. APPOINTMENT OF AUDITORS**

Proposed by: Mr. S N Rathi

Seconded by: Mr. K N Mullick

**"RESOLVED THAT** M/s. S. Jaykishan, Chartered Accountants, be and are hereby appointed as Auditors of the Company, to hold office from the conclusion of this annual general meeting till the conclusion of the next Annual General Meeting of the Company.

**RESOLVED FURTHER THAT,** the Board of Directors be and is hereby authorized to fix the remuneration payable and reimbursement of out-of-pocket expenses, if any, to the said Auditors."

The motion was then put on vote, and on a voting by show of hands it was carried unanimously.

#### **SPECIAL BUSINESS**

Proposed by: Mr. S K Saraf

Seconded by: Mr. B K Mehta

**"RESOLVED** that in partial modification of Resolution No. 6 passed at the 12<sup>th</sup> Annual General Meeting of the Company held on 27<sup>th</sup> September, 2008 for the re-appointment and terms of remuneration of Mr. Vikash Patni as Managing Director of the Company for a period of five years with effect from 1<sup>st</sup> April 2008 to 31<sup>st</sup> March 2013 and in accordance with the provisions of Sections 198, 269, 309 and 310 and other applicable provisions, if any, of the Companies Act, 1956, the Company hereby approves the revision in the remuneration of Mr. Vikash Patni, Managing Director w.e.f. 1<sup>st</sup> October, 2011 for the remaining period of his tenure of office, as set out in the draft Supplemental Agreement mentioned in the Explanatory Statement to this resolution with authority to the Board of Directors to alter and vary the terms and conditions of the said remuneration and/ or Agreement in such manner as may be agreed to between the Board and Mr. Vikash Patni."

**"RESOLVED FURTHER THAT** all other terms and conditions of re-appointment of Mr. Vikash Patni as approved by the members shall remain unchanged."

CHAIRMAN'S  
INITIALS

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“RESOLVED FURTHER THAT the Board of Directors be and are hereby authorized to take all steps as may be necessary, proper and expedient to give effect to the aforesaid resolution.”

The motion was then put on vote, and on a voting by show of hands it was carried unanimously.

**5. VOTE OF THANKS**

There being no other business to transact and the meeting concluded with a vote of thanks to the Chair.

**DATED: 1<sup>st</sup> October, 2011**

  
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**CHAIRMAN**

CHAIRMAN'S  
INITIALS

