

The Manager BSE Limited, Phiroze Jeejeebhoy Towers, Dalal Street, <b>MUMBAI - 400 001</b> <b>Scrip Code : 532234</b>	The Manager Listing Department National Stock Exchange of India Ltd., Exchange Plaza, Bandra-Kurla Complex, Bandra East, <b>MUMBAI - 400 051</b> <b>Symbol : NATIONALUM</b>
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**Sub: Proceedings of 37<sup>th</sup> Annual General Meeting of the Company held on 29.08.2018.**

Dear Sir,

As per the requirement of Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find attached herewith the summary of proceedings of 37<sup>th</sup> Annual General Meeting of the Company held on 29<sup>th</sup> August, 2018.

The above is for information and record.

Thanking you,

Yours faithfully,  
for **National Aluminium Co. Ltd.**

  
(N K MOHANTY)  
COMPANY SECRETARY

Encl: As above

नेशनल एल्युमिनियम कम्पनी लिमिटेड  
(भारत सरकार का उद्यम)  
निगम कार्यालय  
नालको भवन, नयापल्ली, भुवनेश्वर -751 013 भारत

National Aluminium Company Limited  
(A Government of India Enterprise)  
REGD. & CORPORATE OFFICE  
Nalco Bhawan, Nayapalli, Bhubaneswar-751013, India

CIN # L27203OR1981GOI000920

Tel.:0674-2301988-999, Ext.:2265, 2266, 2267, 2585, 2587, E-mail:company\_secretary@nalcoindia.co.in,Website:www.nalcoindia.com

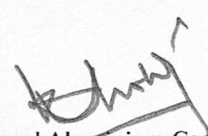
**SUMMARY OF PROCEEDINGS OF 37<sup>th</sup> ANNUAL GENERAL MEETING OF NATIONAL ALUMINIUM COMPANY LIMITED**

37<sup>th</sup> Annual General Meeting (AGM) of the Company was held on Wednesday, 29<sup>th</sup> August, 2018 at 11:00 a.m. at NALCO Bhawan, P/1, Nayapalli, Bhubaneswar, 751013.

In terms of Regulation 30 read with Schedule III of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the proceedings of 37<sup>th</sup> AGM were as follows:

01. At the outset, Company Secretary welcomed all the members to the 37<sup>th</sup> AGM and confirmed that requisite quorum was present for the meeting.
02. Dr. Tapan Kumar Chand, Chairman-cum-Managing Director chaired the Meeting. He introduced all Functional Directors, Shri P K Nayak, Independent Director and Chairman of Audit Committee (also represented Shri Maheswar Sahu, Independent Director and Chairman of Nomination and Remuneration Committee since he could not attend the meeting due to his pre-occupation), Shri S Sankararaman Independent Director and Chairman of Stakeholders Relationship Committee. He informed that the registers and documents, as statutorily required, were available for inspection during the meeting.
03. The requisite quorum being present, the Chairman called the Meeting to order. The Chairman then delivered his speech. With the consent of all the Members present, the Notice of 37<sup>th</sup> AGM and the Directors' Report were taken as read. Company Secretary read out the observations in the Secretarial Auditors' Report and Managements' Reply to the observations made in the Secretarial Auditors' Report.
04. Company Secretary stated that in compliance with the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company had provided remote e-voting facility to the shareholders of the Company to enable them to cast their votes electronically from 0900 hours on Saturday, the 25<sup>th</sup> August, 2018 till 1700 Hours on Tuesday, the 28<sup>th</sup> August, 2018. Further, it was informed that the Company had fixed 22.08.2018 as the cut-off date for determining the eligibility to vote by electronic means or through Instapoll in the AGM.
05. Further, the facility for voting through electronic voting system (Instapoll) at the meeting was made available to the members who were present at the meeting and had not cast their votes by remote e-voting.

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06. Thereafter, Company Secretary read out the items of the ordinary business and special business to be transacted at the 37<sup>th</sup> AGM as detailed below:

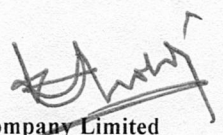
Item No.	Subject Matter of the Resolution	Type of Resolution
<b>ORDINARY BUSINESS</b>		
1	To receive, consider and adopt the audited financial statements (including audited consolidated financial statements) of the Company for the financial year ended 31st March, 2018, the reports of the Board of Directors and Auditors thereon.	Ordinary
2	To confirm payment of interim dividend and declare final dividend on equity shares for the financial year ended 31st March, 2018.	Ordinary
3	To appoint a Director in place of Shri Basant Kumar Thakur (DIN: 07557093), who retires by rotation and being eligible, offers himself for re-appointment.	Ordinary

<b>SPECIAL BUSINESS</b>		
4	To appoint Dr. K. Rajeswara Rao (DIN: 08071005) as Director of the Company.	Ordinary
5	To appoint Shri Anil Kumar Nayak (DIN: 08097669) as Director of the Company.	Ordinary
6	To appoint Shri Pradip Kumar Mishra (DIN: 06445517) as Director (Commercial) of the Company.	Ordinary
7	To ratify the remuneration of Cost Auditors for the financial year ending 31st March, 2019.	Ordinary

07. Company Secretary informed the members that CS Deba Mohapatra, Practicing Company Secretary & Partner of M/S Deba Mohapatra & Co., Company Secretaries were appointed as the Scrutinizer to scrutinize the e-voting process as well as voting through Instapoll at the AGM. It was informed that the result of the Instapoll along with the result of remote e-voting would be hosted on website of the Company, KARVY and Stock Exchanges within the scheduled time.

08. It was informed that the above resolutions will be deemed to be passed on the date of 37<sup>th</sup> AGM, i.e. 29<sup>th</sup> August, 2018 subject to receipt of the requisite number of votes in favour of the resolution.

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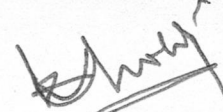
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09. Members present were given the opportunity to ask questions and seek clarifications. Shri S K Roy, Director (P&T) proposed a vote of thanks to the members, after the queries raised by the members were answered.

The meeting concluded at 1235 Hours.

Yours faithfully,  
for **National Aluminium Co. Ltd.**



**(N K MOHANTY)**  
**COMPANY SECRETARY**

**Note:** The dividend declared at the Meeting will be credited/dispatched to the members on 24<sup>th</sup> September, 2018.

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