



INDSIL HYDRO POWER AND MANGANESE LIMITED

Regd. Office :
"Indsil House",
T.V. Samy Road (West), R.S. Puram
Coimbatore - 641 002.
Phone : (+91/0) (422) 4522922, 23
Fax : (+91/0) (422) 4522925
e-mail : indsilho@indsil.com
website : www.indsil.com
CIN : L27101TZ1990PLC002849

25th September 2021

To
Listing Department
BSE Limited
25th Floor, PJ Towers, Dalal Street
Mumbai – 400 001

Scrip Code: 522165

Dear Sir,

Sub: Proceedings of the 31st Annual General Meeting of the Company held on 24th September 2021 through video conferencing / other audio-visual means

Pursuant to Regulation 30 read with Para A of Part A of Schedule III of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, it is hereby informed that the 31st Annual General Meeting (AGM) of the Company was duly held on Friday, 24th September 2021 at 4:00 PM (IST) through video conferencing (VC) / other audio visual means (OAVM) in compliance with the Circulars dated 5th May 2020 read with Circulars dated 8th April 2020, 13th April 2020 and 13th January 2021 issued by the Ministry of Corporate Affairs and Circulars dated 12th May 2020 and 15th January 2021 issued by the Securities and Exchange Board of India (SEBI) and as per the applicable provisions of the Companies Act, 2013 read with the relevant rules made thereunder and the proceedings of the same are given hereunder:

The following persons were present through Video Conferencing/ other audio-visual means

1. Mr. Vinod Narsiman, Managing Director
2. Mr.S.Varadarajan, Non-Executive Director
3. Mr. S.K.Viswanathan, Independent Director and Chairman of the Stakeholders Relationship Committee
4. Mr.V.Murali, Independent Director and Chairman of the Audit Committee & Nomination and Remuneration Committee
5. Mr. R.Murali, Chief Financial Officer

Mr. E.R. Rajaram of M/s. Raja & Raman, Chartered Accountants, Statutory Auditors, Mr. M D Selvaraj, FCS, of M/s. MDS & Associates, the Secretarial Auditors & Scrutiniser also participated in the meeting from their respective locations.





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A total of 41 members representing 1,70,67,805 equity shares attended the meeting through the video conferencing / other audio-visual means.

Mr. Vinod Narsiman, Managing Director, chaired the 31st Annual General Meeting.

Before commencing with the proceedings of the meeting, the Chairman informed that in view of the COVID-19 pandemic, the meeting was being conducted through video conferencing facility in accordance with the framework issued by the Ministry of Corporate Affairs & SEBI through their respective circulars.

He then, briefed the members about the procedure for participation in the meeting through video conferencing and he stated that the Company had availed the facility provided by National Securities Depository Limited for holding the AGM through VC / OAVM and for remote e-voting as well as e-voting at the time of AGM.

He then proceeded to explain the process of e-voting at the meeting and informed that the Company had provided the members with the facility to cast their vote on all the resolutions as set out in the Notice of AGM through the remote e-voting system administered by M/s. National Securities Depository Limited during the period from 21st September 2021 to 23rd September 2021.

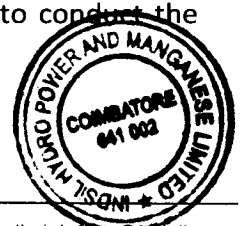
The Chairman further informed that the facility for voting at the meeting was also provided to members present in the meeting and who had not cast their votes through remote e-voting.

He further stated that Mr. M.D. Selvaraj FCS, of MDS & Associates, Company Secretary in Practice, Coimbatore has been appointed as the Scrutinizer for the e-voting process.

The Chairman then introduced the Directors present at the 31st Annual General Meeting and informed that the Statutory Auditors and the Secretarial Auditors were present at the meeting.

The Chairman further informed that due to some prior commitments, Mr.K.Ramakrishnan, Whole-time Director and Mrs. Manjusharma, Independent Director were unable to attend the meeting.

Requisite quorum in accordance with Section 103 of the Companies Act, 2013 being present, the Chairman then called the 31st Annual General Meeting to order and proceeded to conduct the meeting.





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The Chairman then informed that the Registers as required under the Companies Act, 2013 has been made available electronically for inspection by the members during the AGM and that the Company had received a Certificate from the Statutory Auditors of the Company that the Indsil Hydro Power and Manganese Power Limited Employee Stock Option Plan 2018 has been implemented in accordance with the SEBI (Share Based Employee Benefits) Regulations, 2014 and the resolutions passed by the members in this regard.

The Chairman then gave a brief speech on the performance of the Company during the financial year ended 31st March 2021.

Thereafter, the following items of business as mentioned in the Annual General Meeting Notice dated 12th August 2021 were transacted at the meeting.

Ordinary Business:

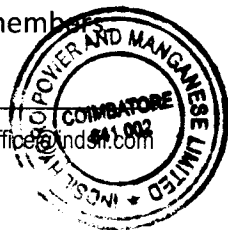
1. Adoption of the Audited Standalone and Consolidated Financial Statements of the Company for the financial year ended 31st March 2021 together with the Reports of the Board of Directors and Auditors thereon. (Ordinary Resolution)
2. Re-appointment of Sri. S. Varadarajan (DIN: 08744090) as a Director on retirement by rotation. (Ordinary Resolution)

Special Business:

3. Ratification of the remuneration payable to Sri. B. Venkateswar (Membership No.27622) Cost Auditors of the Company for the financial year ending 31st March 2022 (Ordinary Resolution)
4. Re-appointment of Sri S K Viswanathan (DIN: 08850168) as an Independent Director of the Company. (Special Resolution)
5. Re-appointment of Smt Manjusharma (DIN: 08855406) as an Independent Director of the Company. (Special Resolution)
6. Re-appointment of Sri V Murali (DIN: 08999898) as an Independent Director of the Company. (Ordinary Resolution)

The Chairman then opened the floor for the registered speaker shareholders to raise their queries and explained the procedure to be followed by the shareholders for the same.

The Chairman then invited the shareholders who had registered as speakers to ask their queries through video conferencing facility. The Chairman then clarified the queries raised by the members.





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He further informed the members that the e-voting facility on the platform of M/s. National Securities Depository Limited would remain open for the next 15 minutes to enable those shareholders who had not cast their vote to vote on the resolutions set out in the Notice.

He further informed that the results would be declared, after considering both Remote e-voting and e-voting during the meeting, within 2 days and the consolidated Scrutinizers' Report will be placed in the Company's website and on the website of National Securities Depository Limited and the results will also be intimated to the Stock Exchanges.

The Chairman then declared the proceedings of the meeting as closed.

Kindly take this intimation on record.

Thanking you

Yours faithfully

For **INDSIL HYDRO POWER AND MANGANESE LIMITED**

VINOD NARSIMAN
MANAGING DIRECTOR
DIN: 00035746

