



S.S.ORGANICS LIMITED

We are in Quality Business

To,
The Department of Corporate Services,
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street, Fort,
MUMBAI – 400 001.

Date: 25-12-2015

Dear Sir/Madam,

Sub: Proceedings for the 22nd Annual General Meeting.
Ref: Security Code: 524636

With reference to the cited subject above, we hereby send you the Proceedings for the 22nd Annual General Meeting of the Company dated. 24.12.2015.

Kindly take on the record of the same.

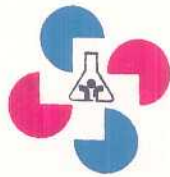
Thanking You,
For S.S. Organics Limited

V.N. Sunanda Reddy

V.N. Sunanda Reddy
Managing Director



(ISO 9001 : 2008, ISO 14001:2004 & OHSAS 18001:2007 Certified Company)



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Proceedings of the 22nd Annual General Meeting of S.S. Organics Limited held on Thursday, 24th December, 2015 at 4.00pm at Registered Office of the Company Situated at Survey No. 252/1, Aroor Village, Sadasivapet Mandal, Medak Dist, Telangana State-502291.

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|-------------------------------|-------------------------|
| 1. Sri V.N. Sunanda Reddy | - Managing Director. |
| 2. Dr. Sai Sudhakar Vankineni | - Executive Director. |
| 3. Sri N. Gangi Reddy | - Independent Director. |
| 4. Sri Vidya Sagar D | - Independent Director. |
| 5. Mr. D. Venkateswalru | - Statutory Auditor. |
| 6. Mr. J. Vijay Kumar | - Company Secretary. |

BY INVITATION

Mrs. N. Vanitha: Scrutinizer

MEMBERS PRESENT

Members: 37

Proxies: 2

After ascertaining the quorum, Mr J. Vijay Kumar, Company Secretary of the Company welcomed the shareholders to the 22nd Annual General Meeting. Sri V.N. Sunanda Reddy, Managing Director of the Company presided over the meeting.

Sri V.N. Sunanda Reddy, Chairman, commenced the proceedings of the meeting. The Chairman welcomed the shareholders to the 22nd Annual General Meeting and introduced the Directors present on the dais.

The Chairman, in his speech thanked all the stakeholders for the support extended to the Management in achieving the positive results during the Financial Year 2014-15.

The Compliance Officer informed the Members that the Register of Directors shareholding was available for inspection by the members during the meeting.

The Notice of the Meeting was taken as read with the permission of the members.

The Auditors' Report to the shareholders on the Accounts of the Company for the year ended 31st March, 2015 was read by the representative of Statutory Auditors.

The Chairman, in his speech, spoke about the Company's future plans. He expressed his optimism on the future prospects of the Company and answered the questions raised by the shareholders.



(ISO 9001 : 2008, ISO 14001:2004 & OHSAS 18001:2007 Certified Company)

The Chairman informed the members that the Company has arranged for a poll on all the 6 resolutions to be passed at the meeting.

Thereafter the Chairman ordered for a poll to be taken at the meeting and announced that the combined results of e-voting and poll will be put on the Company's website. Thereafter the following resolutions specified in the Notice calling the meeting were put to the members present at the meeting for a poll and poll was carried by the scrutinizer:

ORDINARY BUSINESS

Item No.1

Ordinary Resolution to consider and adopt the Audited Financial Statements of the Company for the Financial Year 2014-15 together with the Report of the Board of Directors and Auditors thereon;

“RESOLVED THAT the Audited Financial Statements of the Company for the Financial Year 2014-15 together with the Report of the Board of Directors and Auditors thereon be and are hereby received, considered, approved and adopted.”

Item No.2

Ordinary resolution for Appointment of Dr. Sumanth Simha Vankineni, Who retires by rotation and being eligible, seek re-appointment.

“ RESOLVED THAT Dr. Sumanth Simha Vankineni, who is retiring director appointed as Director of the Company.”

Item No.3

Appointment. M/s. VDNR & Associates, Chartered Accounts, as the Statutory Auditors of the Company.

“RESOLVED THAT pursuant to the provisions of Section 139, 142 and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 and other applicable rules, if any, as may be applicable, **M/S. VDNR & ASSOCIATES., CHARTERED ACCOUNTANTS (Firm Registration No. 011251S)** retiring Auditors of the Company, be and are hereby appointed as Auditors of the Company for a period of Two (2) year, to hold office from the conclusion of this Annual General Meeting until the conclusion of the 24th Annual General Meeting of the Company and, on such remuneration as may be decided by the Board of Directors or any Committee thereof.”



SPECIAL BUSINESS:

Item No.4

Ordinary Resolution for appointment of P. Santosh Kumar (DIN-00143703) as Independent Director.

“RESOLVED THAT pursuant to the provisions of Sections 149, 150, 152, 160 and any other applicable provisions of the Companies Act, 2013 and the rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force) read with Schedule IV to the Companies Act, 2013, P. Santosh Kumar who was appointed as an Additional Director of the Company by the Board of Directors as per Section 161(1) of the Companies Act, 2013 and who holds office only 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 that her term as an Independent Director be for a period of **five years**, be and is hereby appointed as an Independent Director of the Company, for a period of five consecutive years from the ensuing Annual General Meeting.

Item No.5

Ordinary Resolution for appointment of Smt Sudi Vijaya Lakshmi (DIN 073312976), as an Independent Director.

“RESOLVED THAT pursuant to the provisions of Sections 149, 150, 152, 160 and any other applicable provisions of the Companies Act, 2013 and the rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force) read with Schedule IV to the Companies Act, 2013, Sudi Vijaya Lakshmi who was appointed as an Additional Director of the Company by the Board of Directors as per Section 161(1) of the Companies Act, 2013 and who holds office only 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 that her term as an Independent Director be for a period of five years, be and is hereby appointed as an Independent Director of the Company, for a period of five consecutive years from the ensuing Annual General Meeting.”

Item No.6

Special Resolution for Adoption of New Articles of Association of the Company Containing regulations in conformity with the Companies Act, 2013.

“RESOLVED THAT pursuant to the provisions of Section 14 and all other applicable provisions of the Companies Act, 2013 readwith Companies (Incorporation) Rules, 2014 (including any statutory modifications(s) or re-enactment thereof, for the time being in force), the draft regulations contained in the Articles of Association be and are hereby approved and adopted in substitution, and to the entire exclusion, of the regulations contained in the existing Articles of Association of the



Company.”

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



V.N. Sunanda Reddy.

V.N. Sunanda Reddy
Managing Director & Chairman

Date: 25.12.2015
Place: Hyderabad.