



Ref No.: Minechem/Stock Exch/Letter/7646

30th September, 2016

The Dy. General Manager,
Bombay Stock Exchange Limited
Corporate Relations & Services Dept.,
PhirojshaJeejibhoy Towers,
Dalal Street,
Mumbai - 400 023.

The Dy. General Manager,
National Stock Exchange of India Ltd.,
Corporate Relations Dept.,
Exchange Plaza,
Bandra-KurlaComplex, Bandra (E),
Mumbai – 400 051.

Scrip Code: 527001

Scrip Code: ASHAPURMIN

Dear Sir/Madam,

Sub: Proceedings of the 35th Annual General Meeting of the Company held on 29th September, 2016

We wish to inform you that the 35th Annual General Meeting (AGM) of the Members of the Company was held on Thursday, 29th September, 2016 at 3.00 p.m. at Walchand Hirachand Hall, 4th Floor, Indian Merchants' Chamber, Mumbai-400 020.

In this regard, please find enclosed herewith summary of the proceedings of the 35th Annual General Meeting of the Members of the Company as per the requirement of the Regulation 30, Part-A of Schedule -III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Kindly take the same on record.

Thanking you,
Yours faithfully,
For ASHAPURA MINECHEM LTD.


SACHIN POLKE

COMPANY SECRETARY & VP

Encl.: As Above



RECORD IN BRIEF OF THE PROCEEDINGS OF THE 35TH ANNUAL GENERAL MEETING OF THE SHAREHOLDERS OF ASHAPURA MINECHEM LIMITED HELD ON THURSDAY, 29TH SEPTEMBER, 2016 AT 3.00 P.M AT WALCHAND HIRACHAND HALL, 4TH FLOOR, INDIAN MERCHANTS' CHAMBER, MUMBAI - 400 020

Shri Chetan Shah, Chairman (Non-Executive) occupied the Chair and welcomed the Members at the 35th Annual General Meeting of the Company.

Announcing that the requisite quorum being present, he commenced the proceedings of the Meeting and informed that the Register of Directors' Shareholding and the Register of Proxies were available for inspection at the Meeting.

He further informed the Members that the Company had received proxies representing 2,63,86,394 Equity Shares i.e. 30 % of the voting power.

The Chairman thereafter introduced his colleagues on the Board and the Company Secretary sitting on the dais. He specially acknowledged the presence of Shri Pundarik Sanyal, newly elected Independent Director on the Board of Directors of the Company.

With the permission of Members present, the Notice convening the 35th Annual General Meeting and Reports forming part of the Annual Report for the Financial Year 2015-2016 were taken as read. Shri Sachin Polke, Company Secretary & VP informed the Members that the Company had published a Corrigendum to the Annual Report for FY 2015-16 as there were certain printing errors in the said Report and being circulated & published, the same was taken as read after the due permission of the Members present.

The Chairman then requested Shri Sachin Polke to read out the Auditors' Report to the Members of the Company. Shri Sachin Polke informed to the Members that there were no qualifications/observations in the Auditors' Report and with the concurrence of the Members present the same was taken as read. He then read out the observation made by the Secretarial Auditor in his report and invited attention of the Members to the explanation provided by the Board of Directors in its Report.

Shri Sachin Polke then requested the Chairman to address the shareholders of the Company. At the outset, the Chairman introduced certain Key Executives of the Company heading certain business verticals to the Members present and requested them to share their views/thoughts on the business performance & future outlook of the Company with the Members present. Ms. Geetha Nerurkar, Executive Director of Ashapura International Ltd., Wholly Owned Subsidiary apprised the Members about the Bentonite business operations and informed that the business of Bentonite

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CIN No. L14108MH1982PLC026396



reached volume of 1.3 million tonnes and is considered to be the 3rd largest market player in the world. The Management is focusing its efforts from Commodity Business to Value Creation Business. There are plans to grow the capacity utilization to 3 million tonnes as also moving towards achieving a leadership position in next 3-5 years. Shri Chetan Mehra, Executive Director of Ashapura Perfoclay Ltd., Joint Venture Company then shared his thoughts on the business performance of Bleaching Clay division. He informed the Members that Bleaching Clay product was the 1st value addition business of Ashapura Group. The Bleaching Clay division is the 3rd largest single location in the world. The Company has its main facility at Bhuj which is state of art, zero effluent plant in the country and other plants are in Antwerp, & Malasiya and a new location is being identified in Indonesia. He further informed that the Company has achieved 70% of the market share in India and is exporting to almost 40 countries worldwide. He shared the vision to be the largest player of Bleaching Earth in the world by FY 2018-19 and stated that the captive bentonite reserves would help to achieve the said vision.

The Chairman then briefed the Members about the new initiative taken by the Company in the year 2016, i.e., implementation of SAP and it being the biggest achievement of the year for the Company, he then directed Shri Ashish Desai, Sr. G.M. -Accounts & Team Leader for the SAP project to share his experience on implementation of SAP. Shri Ashish Desai informed the Members that the said new project was christened as ASAP 3.0 (Ashapura SAP) being a brainchild of the third generation of Ashapura Group. The project went Live on 5th September, 2016. He mentioned that Ashapura Group is 10th in India and 39th across the world having gone live with the latest version-HANA. The dedicated team of more than 120 employees of the Company worked on the SAP project and Price Waterhouse Copper was taken on the board as the implementation partner. The SAP project was implemented across the Ashapura Group covering 12 entities and 150 plants in India. He then concluded by stating that the implementation of SAP would help to achieve benefits such end-to-end integration, standardization of processes, harmonization of plants/units and to analyse & release the accurate data & accounts.

The Chairman then addressed the Members of the Company. He expressed his pleasure in interacting with the Co-owners and the Ashapura family. He first took the Members through the current economic scenario, Indian economy vis-à-vis global economy and informed that as per the International Monetary Fund, Indian will be the fastest growing economy in the world in 2017, which will lead into increase in consumption of steel, cement, automobile, etc. He then informed that the Chinese economy, one of the biggest economies of the world, is slowing down which in turn had impacted the economies of the world. It also had major impact on the commodity market players which lost their market share and were forced to shut down their business operations.



The Chairman apprised the Members that Ashapura Group had already thought about shifting its focus from being the commodity player to a speciality player. Several initiatives were taken to increase its value added items which helped it to move from being a mining player to Mineral processing player. While speaking on the tough period the Ashapura Group had gone through, he stated how the business of Bauxite came to sudden halt due to certain policies of the Government of Gujarat and also about the mining regulations affecting the basic mining & processing. He thanked the employees of Ashapura Group and the shareholders for their trust, faith and continued support. The Ashapura Group took the lead to make sure to be the mining solution provider group and will continue to deliver the value added products in years to come. He further stated that even though there may be a stressed Top-Line for the financial year ended 2017; the bottom line could be well maintained due to value added products & its value creation.

He further stated that Research & Development played an important role in creating value and thus the Ashapura Group will keep on investing in Research & Development facilities. Implementation of SAP was well planned and well thought decision and it would help to keep control on many things at one point and will also help in running a professionally managed company.

He then informed that Ashapura Group is the only player in India making propants, organoclay, refractory ceramics (besides Carborandum). The slowing down of Chinese economy is a boon in disguise for the Company as many engineering products/plats are available at a much lower price. The Ashapura Group has taken this opportunity to expand its product basket. Ashapura Group has 70 different products in its basket and will keep on adding new products which are backed by good Research & Development support and new technology. He informed that the Company is highly optimistic of coming out of BIFR status in the near future. The negotiations to reach settlement are going on and all necessary steps are being taken by the Company to achieve positive Networth. He assured that the shareholders who have been with the Company for so long would not regret their participation and should be able to reap good rewards in due course of time. He then briefed the Members on the CSR activities being undertaken by the Group and stated that Ashapura Group is known not only as mineral processing group but also as a socially responsible group. He also updated the Members about the progress of implementation of 'Vande Mataram Project', a big museum that is being set telling the story of Indian independence which again is one of its kind in India. Concluding his speech, the Chairman expressed his optimism and positive attitude towards future outlook about the Company and Ashapura Group.

Shri Sachin Polke then provided the opportunity to the Members to speak their mind and give their reactions and/or seek clarifications, if any at the Meeting and raise any



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queries on the Audited Financial Statements for the year ended 31st March, 2016 and business performance of the Company.

There was a general discussion in which the members, particularly Shri J. P. Maheshwari, Ms. Shobhana Mehta, Shri Parag Shah and Shri Shailesh Mahadevia participated.

The Members asked questions regarding decrease in revenue from operation and Profits for the year under review but stated that Members have confidence in the Management and is hopeful of better business performance. There were suggestions on increasing the Market visibility of the Company. The Members also raised their queries and concerns about status of shipping claims, BIFR and settlements. The Members also appreciated the CSR activities that were carried out by the Company.

The Chairman then addressed the concerns and queries raised by the Members to their satisfaction. The suggestions of the Members were also taken on record by the Management.

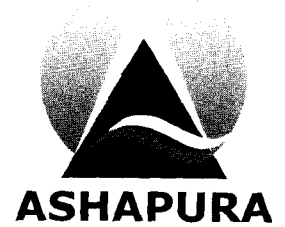
He assured the Members that the Company has plans in place for expanding its mineral basket and is working hard to shed its 'BIFR status'. He stated that with the co-operation, trust, faith and encouragement from its members and employees, it would come out of this difficult situation and is very much hopeful of turning around in the near future. He once again expressed his sincere appreciation for their understanding and continued support to Company.

Shri Sachin Polke then informed the Members that pursuant to the provisions of Section 108 of the Companies Act, 2013 and Rules framed thereunder, the Company had provided e-voting facility to the Members, holding shares in Demat form and in Physical form, to cast their votes in respect of all the businesses mentioned in the Notice of the 35th Annual General Meeting. The Company engaged the services of National Securities Depository Limited (NSDL) to provide e-voting facility to its members. The e-voting facility was kept open from Monday, 26th September, 2016 (9.00 a.m.) to Wednesday, 28th September, 2016 (5.00 p.m).

He informed that Shri Virendra Bhatt, Practicing Company Secretary was appointed as the Scrutinizer to scrutinize the voting at the AGM and remote e-voting process in a fair and transparent manner.

He further informed that in order to enable the members present at the meeting, either in person or through proxy who had not cast their votes under the E-voting facility, the Company had provided a facility to vote by ballot in respect of all the resolutions contained in the Notice of the said Annual General Meeting.

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He then requested the Scrutinizer to lock and seal the empty ballot boxes in the presence of Members/Proxies and ordered a voting by ballot in respect of all subjects/resolutions contained in the Notice of the 35th Annual General Meeting.

Accordingly, voting by ballot was conducted at the Meeting and thereafter, the Scrutinizer took custody of the ballot box.

The Chairman informed that the result of the e-voting and voting by ballot will be announced later on after receipt of the Scrutinizer's Report and that the results of the E-Voting/by ballot Paper along with the Scrutinizer's Report will be placed on the website of the Company and NSDL and will also be sent to the Stock Exchanges.

Shri Shailesh Mahadevia proposed vote of thanks to the Chair.

There being no other business, the Chairman declared the Meeting as concluded.

Place: Mumbai
Date: 29/09/2016

For ASHAPURA MINECHEM LIMITED

A handwritten signature in black ink, appearing to read "Sachin Polke", written in a cursive style. The signature is positioned above the printed name and title of the signatory.

SACHIN POLKE
COMPANY SECRETARY & VP