

# MINUTE BOOK

## BHARTIYA INTERNATIONAL LIMITED

Minutes of the 25<sup>th</sup> Annual General Meeting of Bhartiya International Ltd. held on Thursday, 27<sup>th</sup> September, 2012 at 11.00 a.m. at "Sri Sathya Sai International Centre", Pragati Vihar, Lodhi Road, Institutional Area, New Delhi-110003.

Present	Mr. Snehideep Aggarwal	Managing Director & Member
	Mr. Ramesh Bhatia	Director & Member
	Mr. C.L.Handa	Director
	Maj. A.K.Gadhok	Director
	Mr. Sandeep Seth	Director & Chairman of the Audit Committee
Also Present		
	Mr. Ajay Malhotra	Group CFO
	Mr. Sanjay Govil	Vice President
	Mr. Manoj Khattar	Vice President
	Mr. Sushil Poddar	M/s Sushil Poddar & Co., Chartered Accountants

### In Attendance

Mrs. Deepti Gambhir                      Company Secretary

### Shareholders Present

Shareholders ( in Person)	1020
Shareholders ( by proxy)	24

Ms. Deepti Gambhir, Company Secretary welcomed the Members and introduced the dignitaries seated on the dais.

She further informed the members that the proxies, statutory registers and records as required under the law were available for inspection by the members, at the venue of the meeting.

Company Secretary confirmed that the requisite quorum for the Meeting was present and invited the members to elect the Chairman of the meeting.

Mr. Vikas Jain(DP ID-IN300468 Client ID -10023863) proposed Mr. Snehdeep Aggarwal to take the chair, proposal was seconded by Mr. Sudhir Kumar Gupta( DP ID-IN300118 Client ID - 10453447).

Thus Mr. Snehdeep Aggarwal was elected as Chairman of the Meeting, unanimously

While welcoming the members Chairman explained the activities of the Company.

Thereafter at the direction of the Chairman and with the permission of the members present, Notice, Director's Report together with Audited Accounts having been previously circulated to the members were taken as read. The Auditors' Report was read by Ms. Deepti Gambhir . With the consent of the members present, the Annexure to the Auditor's Report was taken as read.

Thereafter with the general consent of the shareholders the following agenda items as per the Notice dated August 10, 2012 were taken up for consideration.

#### ORDINARY BUSINESS :

##### 1. ADOPTION OF AUDITED ANNUAL ACCOUNTS ( Ordinary Resolution)

The Chairman took up the first matter relating to adoption of annual accounts.

Mr. Rattan Kumar Jain (DP ID- IN300468 Client ID - 10023855 ) proposed the following resolution which was seconded by Ms. Sangita Jain (DP ID- IN300118 Client ID - 10220890 ).

“RESOLVED THAT the audited Balance Sheet as at 31<sup>st</sup> March, 2012, the Statement of Profit & Loss , the cash flow statement for the year ended on that date together with Reports of Auditor's and Directors' thereon be and are hereby approved and adopted.”

The above resolution was then put to vote by show of hands and passed unanimously.

**2. DECLARATION OF DIVIDEND ON EQUITY SHARES ( Ordinary Resolution)**

The following resolution was proposed by Mr. Kishore Balani (DP ID- IN301151 Client ID – 12551252 ) and seconded by Mr. Rajesh Garg (DP ID- IN301428 Client ID – 10009929).

“RESOLVED THAT the dividend @10% i.e. Rs.1.00/- per Equity Share as recommended by the Board of Directors on 1,10,63,848 Equity Shares ( One Crore Ten Lakh Sixty Three Thousand Eight Hundred and Forty Eight Only) of Rs.10/- each fully paid-up amounting to Rs. 1,10,63,848 /- (Rupees One Crore Ten Lakh Sixty Three Thousand Eight Hundred and Forty Eight Only) be and is hereby declared for payment to the shareholders, whose names are borne on the Register of Members of the Company as on 27<sup>th</sup> September, 2012.”

The above resolution was then put to vote by show of hands and passed unanimously.

**3. RE-APPOINTMENT OF MR. A.SAHASRANAMAN AS DIRECTOR ( Ordinary Resolution)**

Mr. Pradeep Sood (DP ID- IN301127 Client ID – 15633348 ) proposed the following resolution and was seconded by Mr. Ashok Kumar Gupta (Folio No. 16025 ).

“RESOLVED THAT Mr. A. Sahasranaman, Director of the Company retiring by rotation and being eligible, be and is hereby re-appointed as Director of the Company.”

The above resolution was then put to vote by show of hands and passed unanimously.

**4. RE-APPOINTMENT OF MR. SHASHANK AS DIRECTOR ( Ordinary Resolution)**

Mr. Ajay Khurana (DP ID- IN300708 Client ID – 10036432 ) proposed the following resolution and was seconded by Ms. Sheetal Khurana (DP ID- IN300708 Client ID – 10470605).

“RESOLVED THAT Mr. Shashank, Director of the Company retiring by rotation and being eligible, be and is hereby re-appointed as Director of the Company.”

The above resolution was then put to vote by show of hands and passed unanimously.

5. RE-APPOINTMENT OF MR. RAMESH BHATIA AS DIRECTOR (Ordinary Resolution)

Mr. M. L. Wadhwa (DP ID- IN300708 Client ID - 10084462) proposed the following resolution and was seconded by Mr. Gurbir Singh (DP ID- IN301959 Client ID - 10016108).

“RESOLVED THAT Mr. Ramesh Bhatia, Director of the Company retiring by rotation and being eligible, be and is hereby re-appointed as Director of the Company.”

The above resolution was then put to vote by show of hands and passed unanimously.

6. RE-APPOINTMENT OF AUDITOR ( Ordinary Resolution)


Mr. Viresh Chachra (DP ID & Client ID - 12020600000619076) proposed the following resolution and was seconded by Ms. Prem Chachara (DP ID & Client ID- 12015000000003633).

“RESOLVED THAT M/s. Sushil Poddar & Co., Chartered Accountants (Registration No. 014969N), be and is hereby appointed as Auditors of the Company, to hold office from the conclusion of this Annual General Meeting until the conclusion of the next Annual General Meeting of the Company on such remuneration as shall be fixed by the Board of Directors.”

The above resolution was then put to vote by show of hands and passed unanimously.

As there was no other business to transact, Ms. Deepti Gambhir proposed a vote of thanks to the chair. The Chairman thanked the Members and the meeting was declared as concluded.

Place:- New Delhi  
Date:- 15.10.2012

  
Snehddeep Aggarwal  
(Chairman)