



KOTHARI FERMENTATION AND BIOCHEM LTD.

REGD. OFFICE: 16, COMMUNITY CENTRE, 1ST FLOOR, SAKET, NEW DELHI-110017
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Certified true copy of resolutions passed by shareholders of KOTHARI FERMENTATION AND BIOCHEM LTD., at 22nd Annual General Meeting of the company, held at "Bipin Chandra Pal Memorial Trust Auditorium", Satindra Mohandev Charitable Medical Centre, A-81, Chittranjan Park, New Delhi-110019 at 02.30 P.M. on Saturday the 29th September, 2012.

AS ORDINARY RESOLUTION

1. Resolution for adoption of accounts:

"RESOLVED THAT the audited Profit & Loss Account for the year ended on 31st March, 2012 and audited Balance Sheet as at 31st March 2012 together with Directors' and Auditors' Reports thereon be and are hereby received, approved and adopted".

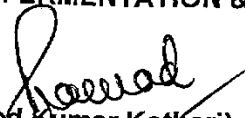
2. Resolution for appointment of a Director in place of Sh. Prasanna Kumar Pagaria, who retires by rotation and being eligible offers himself for re-appointment:

"RESOLVED THAT Sh. Prasanna Kumar Pagaria, who retires by rotation and being eligible offers himself for re-appointment, be and is hereby re-appointed as a Director of the Company liable to retire by rotation".

3. Resolution for re-appointment of M/s Nahata Jain & Associates, Chartered Accountants,, as Auditors of the Company from the conclusion of this Annual General Meeting until the conclusion of the next Annual General Meeting.

"RESOLVED THAT M/s Nahata Jain & Associates, Chartered Accountants, the retiring Auditors be and are hereby re-appointed as Auditors of the Company to hold office from the conclusion of this Annual General Meeting until the conclusion of next Annual General Meeting of the Company and that the Chairman & Managing Director, be and is hereby authorised to fix their remuneration for the said period."

Certified True Copy
for KOTHARI FERMENTATION & BIOCHEM LTD.


(Pramod Kumar Kothari)
Managing Director