

**SNS TEXTILES LIMITED**  
Registered Office:  
330-A, GIDC, Opp. Atul Products,  
Ankleshwar, Dist: Bharuch – 393 002 (Gujarat).

**MINUTES OF THE 20<sup>TH</sup> ANNUAL GENERAL MEETING**

**THE 20<sup>TH</sup> ANNUAL GENERAL MEETING OF THE MEMBERS OF SNS TEXTILES LIMITED WAS HELD ON SATURDAY, THE 29<sup>TH</sup> SEPTEMBER, 2012 AT 11.30 A.M. AT THE REGISTERED OFFICE OF THE COMPANY AT 330-A, GIDC, OPP. ATUL PRODUCTS, ANKLESHWAR, DIST: BHARUCH – 393 002 (GUJARAT).**

Total 20 members were present in the meeting constituted valid quorum.

The following Director of the Company was also present in the meeting:

1. Mr. Mansukh K. Patel
2. Mr. Dinesh K. Patel

**IN ATTENDANCE:**

1. Dipak S. Patel - Assistant Manager

**PROXIES:**

Total 16 valid proxies representing 89,62,669 Equity Shares were received by the Company. The Register of Proxies was kept open for inspection.

**CHAIRMAN:**

Mr. Dilip K. Pankhi proposed and Mr. Ganesh C. Menon seconded the following Resolution, which was passed unanimously:

“RESOLVED THAT Mr. Mansukh K. Patel be and is hereby elected as Chairman for the purpose of this 20<sup>th</sup> Annual General Meeting of the Company.”

As requested, Mr. Mansukh K. Patel occupied the Chair to lead the meeting.

**REGISTER OF DIRECTORS' SHAREHOLDING:**

The Chairman informed the members that Register of Directors' shareholding under Section 307 of the Companies Act, 1956 was open for inspection to the members during the continuance of the meeting.

**NOTICE OF THE MEETING:**

The Chairman instructed Mr. Dipak S. Patel to read the Notice dated 30<sup>th</sup> July, 2012 convening 20<sup>th</sup> Annual General Meeting of the Company held on Saturday, the 29<sup>th</sup> September, 2012 and the same was taken as read by the consent of the members present at the meeting.

**AUDITORS' REPORT:**

The Chairman instructed Mr. Dipak S. Patel to read Auditors' Report dated 30<sup>th</sup> July, 2012 to the Shareholders of the Company on Statement of Profit and Loss for the year ended on 31<sup>st</sup> March, 2012 and Balance Sheet as on that date.

## **CHAIRMAN'S STATEMENT:**

The Chairman informed the members about the general progress of the Company and then he invited queries, if any, from the members present at the meeting to reply to their satisfaction. Some of the members present at the meeting asked few queries which were adequately answered by the Chairman.

## **ORDINARY BUSINESS:**

### **1. ANNUAL ACCOUNTS AND REPORTS:**

The Chairman of the meeting placed before the meeting the audited Accounts of the Company i.e. Balance Sheet as at 31<sup>st</sup> March, 2012 and also the Statement of Profit and Loss of the Company for the year ended on 31<sup>st</sup> March, 2012 for the consideration and adoption of the same in the meeting by the Members of the Company.

Mr. Kanaiyalal B. Salavat proposed and Mr. Rajendrakumar Ahluwalia seconded the proposal that the following resolution for the consideration and adoption of Annual Accounts for the year 2011-12 be passed as an **ORDINARY RESOLUTION:**

### **ORDINARY RESOLUTION:**

“RESOLVED THAT the Directors' Report including Report on Corporate Governance, Audited Balance Sheet as at 31<sup>st</sup> March, 2012 and Statement of Profit and Loss of the Company for the year ended on 31<sup>st</sup> March, 2012 which have already been circulated to the Members are now laid before this meeting be and the same are hereby approved and adopted.”

Before the aforesaid resolution was put to vote, the Chairman enquired with the members present at the meeting in case they had any query in relation to Directors' Report, the Balance Sheet and Statement of Profit and Loss referred to herein aforesaid resolution. The Chairman satisfactorily and properly answered the queries put forth by some of the members present at the meeting and thereafter the aforesaid resolution was put to vote and on show of hands, the Chairman declared the same to have been passed as an **ORDINARY RESOLUTION.**

### **2. REAPPOINTMENT OF DIRECTOR MR. MR. DINESH K. PATEL AS DIRECTOR OF THE COMPANY:**

The Chairman informed the members that Mr. Dhinesh K. Patel retired by rotation from the office of Director at this 20<sup>th</sup> Annual General Meeting and that he being eligible has offered himself for reappointment as a Director of the Company.

Mr. Dipak S. Patel proposed and Mr. Kantilal C. Savalia seconded the proposal that the following resolution reappointing Mr. Mr. Dhineshchandra K. Patel as a Director of the Company be passed as an **ORDINARY RESOLUTION:**

### **ORDINARY RESOLUTION:**

“RESOLVED THAT the retiring Director Mr. Dhinesh K. Patel be and is hereby reappointed as a Director of the Company, liable to retire by rotation.”

The Chairman put the above resolution to vote and on show of hands by the members, the said resolution was declared by the Chairman of the meeting as passed as an **ORDINARY RESOLUTION.**

**3. APPOINTMENT OF M/S. NATVARLAL VEPARI & CO., CHARTERED ACCOUNTANTS, SURAT AS AUDITORS FOR THE YEAR 2012-13:**

The Chairman informed the members that the present Auditors of the Company M/s. Natvarlal Vepari & Co., Chartered Accountants, Surat were appointed as Auditors of the Company for the year 2011-12 at the 19<sup>th</sup> Annual General Meeting of the Company held on 23<sup>th</sup> September, 2011 and as such they retire from the office of Auditors of the Company from the conclusion of this 20<sup>th</sup> Annual General Meeting. However, the Company has received a letter from Auditors M/s. Natvarlal Vepari & Co., Chartered Accountants, Surat that their re-appointment if made, will be within the limits prescribed under Sub- Section (1-B) of Section 224 of the Companies Act, 1956 and they being eligible have offered themselves for reappointment for the year 2012-13 i.e. from the conclusion of this 20<sup>th</sup> Annual General Meeting to the conclusion of next Annual General Meeting of the Company.

Mr. Bharat P. Kothia proposed and Mr. Rajesh Radadia seconded the said proposal that the following resolution appointing M/s. Natvarlal Vepari & Co., Chartered Accountants, Surat as Auditors of the Company be passed as an ORDINARY RESOLUTION.

**ORDINARY RESOLUTION:**

“RESOLVED THAT M/s. Natvarlal Vepari & Co., Chartered Accountants, Surat be and are hereby appointed as Auditors of the Company to hold the office until conclusion of the next Annual General Meeting on a remuneration payable to them be fixed by the Board of Directors of the Company in consultation with them.”

The Chairman put the above resolution to vote and on show of hands by the members, the said resolution was declared by the Chairman as passed as an ORDINARY RESOLUTION.

**VOTE OF THANKS:**

The meeting was, thereafter, concluded with a Vote of Thanks to the Chair by the members present at the meeting and the Chairman also responded to that.

**CHAIRMAN**

**THE STOCK EXCHANGE,  
MUMBAI/VADODARA/RAJKOT/CHENNAI**

**DISTRIBUTION SCHEDULE**

Name of the Company	<b>SNS TEXTILES LIMITED</b>
Company Code	<b>BSE(514240),VSE(14240),SKSE, CSE</b>
Distribution of	<b>Equity Shares</b>
As on	<b>29<sup>th</sup> September, 2012</b>
Total nominal value	<b>Rs. 15,25,00,000</b>
Nominal value of each share	<b>Rs.10/-</b>
Total number of shares	<b>1,52,50,000</b>
Paid up value per share	<b>Rs.10/-</b>
Distinctive Nos.	<b>From 1 To 15250000</b>

**TABLE 1**

**DISTRIBUTION OF HOLDINGS**

<b>No. of Shares</b>		<b>Share holders</b>		<b>Share Amount</b>	
<b>From</b>	<b>To</b>	<b>Number</b>	<b>% to Total.</b>	<b>In Rs.</b>	<b>% to Total</b>
1	500	3628	76.15	9475420	6.21
501	1000	549	11.52	4968180	3.26
1001	2000	262	5.50	4357200	2.86
2001	3000	84	1.76	2180800	1.43
3001	4000	33	0.69	1174960	0.77
4001	5000	52	1.09	2552680	1.67
5001	10000	56	1.18	4394100	2.88
10001	above	100	2.10	123396660	80.92
<b>Total</b>		<b>4764</b>	<b>100.00</b>	<b>152500000</b>	<b>100.00</b>

**TABLE II**  
**NAME OF SHARE HOLDERS AND SHARES HELD BY THE FOLLOWING, viz**

Name Share holders		No. of Shares	% of Total no. of Shares	
(a) Foreign Holdings	(i) Foreign Collaborators			
	(ii) Foreign Financial Institutions			
	(iii) Foreign Nationals			
	(iv) Non-Resident Indians (Persons holding Indian passport staying abroad and persons of Indian Origin staying abroad)	796342	5.22	
	<b>Total</b>	796342	5.22	
(b) Govt./Govt. sponsored Financial Institutions	(i) Life Insurance Corporation of India			
	(ii) Unit Trust of India			
	(iii) Industrial Finance Corporation of India			
	(iv) Industrial Development Bank of India			
	(v) ICICI Ltd.			
	(vi) General Insurance Corporation of India and its subsidiaries			
	(vii) National Banks			
	(viii) Government Companies			
	(ix) Central Government			
	(x) State Government			
	(xi) Gujarat State Financial Corporations	409000	2.68	
	(xii) Banks - Indus Ind Bank Ltd.	15000	0.10	
<b>Total</b>	424000	2.78		
(c) Bodies corporate {not covered under (a) and (b)}	(i) Holding Company			
	(ii) Subsidiary Companies			
	(iii) Other Bodies corporate	1384612	9.08	
	<b>Total</b>	1384612	9.02	
(d) Directors and their relatives (as defined in Sec-6 of the Companies Act, 1956)		8595153	56.36	
(e) Other top 50 Share holders other than those listed above)	1	Priyeshbhai G. Shah	139574	0.92
	2	Kesharben Patel	136116	0.89
	3	Meenaben Babaria	131500	0.86
	4	Dharmik Himanshubhai Kothari	87500	0.57
	5	Darshil Himanshukumar Kothari	87500	0.57
	6	Radharani Sahu	83273	0.55
	7	Naveen Gupta	65986	0.43
	8	Chetna R. Jhaveri	65000	0.43
	9	Tulsibhai Ragavbhai Patel	60000	0.39
	10	Meenaben Ranchhodhbhai Tanti	50000	0.32
	11	H V Gupta	49000	0.32
	12	Himanshukumar Navinchandra Kothari	46800	0.31
	13	Anilbhai Manharlal Jasani	45948	0.30

14	Rohit Dhanvantray Ashara	43700	0.29
15	Chhaya Satish Varaiya	37511	0.25
16	Samvegbhai Arvindbhai Lalbhai	33000	0.22
17	Nishant R. Jhaveri	30000	0.20
18	H. N. Kothari	28500	0.19
19	Rajesh S. Jhaveri	26000	0.17
20	Khushali Dharmik Kothari	25000	0.16
21	Karsanbhai Patel	25000	0.16
22	Manish Lakhi	22009	0.14
23	Rman Goyal	21500	0.14
24	Bharat Parsotam Kothia	21500	0.14
25	Prakash Kumar Patel	21433	0.14
26	Mahesh Meetal	20000	0.13
27	Manharbhai Muljibhai Khunt	20000	0.13
28	Vaishali Kaushal	20000	0.13
29	Jayesh Lalji Jawia	19888	0.13
30	Vallabhbhai R. Dhanani	17283	0.11
31	Vivek Kaushal	17192	0.11
32	Dilip Hajarilal Agrawal	17012	0.11
33	Odhavjibhai Ravjibhai Patel Huf	17000	0.11
34	Ashokbhai Odhavjibhai Patel Huf	17000	0.11
35	Jaysukhbhai Odhavjibhai Patel Huf	17000	0.11
36	Pravinbhai Odhavjibhai Patel Huf	17000	0.11
37	Hemlata V Dhanani	16500	0.11
38	Savitri Devi Kakwani	15000	0.10
39	Kanhaiyalal Bhawarlal Salawat	14694	0.10
40	Nishi Goel	14500	0.10
41	Neelam Garg	14300	0.09
42	Sagar Garg	14000	0.09
43	Sanjay Mansukhbhai Patel	13469	0.09
44	Dharmendhar Shankar Gurnani	13300	0.09
45	Malaykumar A Bavaria	13000	0.09
46	Pramila Pokharna	12497	0.08
47	Hitesh Amrutlal Shah	12000	0.08
48	Amrutlal Narshibhai Shah	11700	0.08
49	Babulal Devji Vaviya	10980	0.07
50	L Narendar Marlecha	10354	0.07
	<b>TOTAL</b>	<b>1769019</b>	<b>11.59</b>

**TABLE III**  
**HOLDINGS OF OFFICE BEARERS**

<b>Names of Directors, Managing Director, Chairman, President, Secretary and Manager</b>	<b>Official relationship to the Company</b>	<b>Number of Shares</b>
Mr. Mansukh K. Patel	Whole time Director	1010700
Mr. Ranjitsinh A. Parmar	Director	Nil
Mr. Priyesh G. Shah	Director	139574
Mr. Satish V. Batavia	Director	159800
Mr. Dinesh K. Patel	Director	821500
<b>Total</b>		<b>2131574</b>

Certified Correct,

for SNS TEXTILES LIMITED

*Milani*  
DIRECTOR

Date: 29<sup>th</sup> September, 2012

NOTE: Separate forms should be completed for each class of Security, e.g. debentures, preference shares, equity shares, etc. Similarly, separate terms should be completed for shares of the same class, which are not identical in all respects. Shares are identical in all respects only if -

- (i) They are of the same nominal value and the same amount per share has been called up;
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