

MINUTES OF THE 22ND ANNUAL GENERAL MEETING OF TARA FOODS LIMITED HELD ON SATURDAY, 29TH SEPTEMBER, 2012 AT 9:30 A.M. AT ELORA HOUSE, 422, OKHA INDUSTRIAL ESTATE, PHASE-III, NEW DELHI-110020

Present:

Mr. Gurprit Singh Sandhu	Managing Director
Mr. Vijay Jolly	Director
Dr. Rampyare Singh	Director

and 20 shareholders present in person.

Requisite quorum being present, Mr. Gurprit Singh Sandhu took the chair and the meeting was called to order.

The Chairman welcomed the members of the Company.

Thereafter the notice convening the meeting and the Directors' report were taken as read with the permission of the shareholders of the Company.

The Chairman read out the Auditors' Report.

AS ORDINARY BUSINESS:

1. Adoption of Accounts:

The Chairman laid before the members of the Company, the audited Balance Sheet as on 31st March, 2012 and the Profit and Loss Account for the year ended on that date together with the Directors' Report and the Auditors' Report.

Thereafter, the Chairman proposed and moved the following resolution as an Ordinary resolution:

"Resolved that the audited Balance Sheet as on 31st March, 2012 and the Profit and Loss Account for the year ended on that date together with the Directors' Report and the Auditors' Report be and is hereby approved and adopted."

Mr. Navneet Goel (Folio no. 10330784 DP ID IN 300118) seconded the resolution.

The resolution was put to vote and was adopted unanimously by show of hands.





Mr. G.S. Sandhu being interested in the following resolution vacated the chair and Mr. Rampyare Singh took the chair.

2. Re-appointment of Mr. Gurprit Singh Sandhu , Director retiring by rotation:

The Chairman proposed and moved the following resolution as an **Ordinary resolution:**

"Resolved that Mr. Gurprit Singh Sandhu, Director of the Company, who retires by rotation at this meeting, being eligible for re-appointment, be and is hereby re-elected as the Director of the Company whose period of office shall be liable to determination by retirement of Directors by rotation."

Sudershan Goel (Folio no. 10371156 DP ID IN 300118) seconded the resolution.

The resolution was put to vote and was adopted unanimously by show of hands.

Dr. Rampyare Singh vacated the Chair and Mr. G.S. Sandhu again took the chair for rest of the meeting.

3. Re-Appointment of Auditors:

M/s. RATTAN ANIL & CO, Chartered Accountants, retire at the end of this Annual General Meeting and are eligible for reappointment. They have signified their consent to continue as Auditors.

The Chairman proposed and moved the resolution and Mrs. Maninder Kaur (Folio no. 50084) seconded the following to be passed as an **Ordinary Resolution:**

"RESOLVED THAT M/s. RATTAN ANIL & CO, Chartered Accountants, A-90, Gali No. 6, 1st Floor, Madhu Vihar Market, Patpar Ganj Bus Depot., New Delhi, Chartered Accountants, the retiring statutory auditors of the Company be and are hereby re-appointed as Statutory 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 may be fixed by the Board of Directors of the Company."

AS SPECIAL BUSINESS:

4. Appointment of Dr. Rampyare Singh as Director of the Company:

The Chairman proposed and moved the following resolution as an **Ordinary resolution:**

(Signature)

(Signature)

"RESOLVED THAT pursuant to the provisions of Section 260 of the Companies Act, 1956 (including any statutory modification (s)/ or re-enactment there of for the time being in force), Dr. Rampyare Singh, who was appointed as an additional director of the Company by the Board of Directors of the Company on 10th April, 2012 and who shall hold the office upto the date of this Annual General Meeting be and is hereby appointed as Director of the Company."

Mr. Inder Pratap Singh (Folio No. 0000063) seconded the resolution.

The resolution was put to vote and was adopted unanimously by show of hands.

Vote of Thanks:

The Chairman conveyed the sincere thanks to the shareholders for their continued cooperation extended to the Company.

Thereafter, there being no other item of agenda, the meeting ended with a vote of thanks to the chair.



CHAIRMAN OF THE MEETING



PART CHAIRMAN OF THE MEETING
