

LGB FORGE LIMITED

PROCEEDINGS OF THE 6th ANNUAL GENERAL MEETING OF THE COMPANY HELD ON MONDAY THE 09TH DAY OF JULY 2012 AT 09.15 A.M. AT "ARDRA CONVENTION CENTRE, KAANCHAN, 9 NORTH HUZUR ROAD, COIMBATORE- 641 018.

MEMBERS PRESENT:

In Person : 50

In Proxy : Nil

Sri.B.Vijayakumar Chairman occupied the Chair.

Sri.P.Shanmugasundaram, Chairman of the Audit Committee was present at the meeting.

The Chairman announced that since the quorum for the meeting was present, the formal proceedings of the meeting commenced. He then formally extended a very warm welcome to the Members for the 6th Annual General Meeting and introduced his colleagues on the Dais to the shareholders present at the meeting.

The Chairman also informed the meeting that the Register maintained in terms of Section 307 of the Companies Act, 1956, is being kept open for inspection by the members who may so desire.

With the unanimous consent of the shareholders present, the Chairman informed that the Notice convening the meeting and Directors report has been taken as read.

The Auditor Sri.C.S.Sathyanarayanan, Partner, M/s.Haribhakti & Co, Chartered Accountants, Statutory Auditors of the Company read the Auditors' Report"

Then the subjects in the Agenda were taken up

1. ADOPTION OF ACCOUNTS:

The following resolution was proposed by Sri.S.Haribaskar and Seconded by Sri.N.Selvaraj.



“RESOLVED THAT the Balance Sheet for the year ended 31st March, 2012 and the Profit & Loss Account as at that date and the Reports of the Directors and the Auditors thereon be and are hereby received and adopted.

Before putting the resolution to vote, the Chairman invited the members present, to express their views on the accounts and welcomed suggestions, if any from members. He also requested the members to have the doubts that they may have on the accounts clarified and the Chairman suitably answered all the points raised by the shareholders

The Resolution was put to vote by the Chairman and declared carried unanimously passed as an **Ordinary Resolution by show of hands.**

2. ELECTION & RE- APPOINTMENT OF DIRECTOR

Election of Retiring Director - Sri.P.Shanmugasundaram:

The following resolution was proposed by Sri.S.Haribaskar and Seconded by Sri.PL.Eagappan.

RESOLVED THAT Sri.P.Shanmugasundaram, who retires by rotation and being eligible for re-appointment, be and is hereby re-appointed as Director of the Company.

The Resolution was put to vote by the Chairman and declared carried unanimously passed as an **Ordinary Resolution by show of hands.**

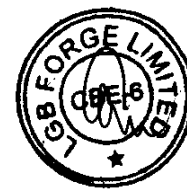
3. ELECTION & RE-APPOINTMENT OF DIRECTOR

Election of Retiring Director - Sri.P.V.Ramakrishnan

The following resolution was proposed by Sri.N.Nagarajan and Seconded by Sri.K.L.Arunachalam.

RESOLVED THAT Sri.P.V.Ramakrishnan, who retires by rotation and being eligible for re-appointment, be and is hereby re-appointed as Director of the Company.

The Resolution was put to vote by the Chairman and declared carried unanimously passed as an **Ordinary Resolution by show of hands.**



4. APPOINTMENT OF AUDITORS:

The following resolution was proposed by Chairman and Seconded by Smt.V.Rajsri.

RESOLVED THAT the retiring auditors M/s.Haribhakti & Co, Chartered Accountants, Statutory Auditors be and are hereby reappointed as Auditors of the Company to hold office from the conclusion of this Annual general meeting till the conclusion of the next Annual General Meeting on a remuneration of Rs.3.00 Lakhs exclusive of out of pocket expenses.

The Resolution was put to vote by the Chairman and declared carried unanimously passed as an **Ordinary Resolution by show of hands.**

Vote of Thanks to the Chair.

There being no other business to transact, Sri.G.Gopal a member proposed vote of thanks to the Chairman & the Members and the meeting was declared as concluded.

Date:09.07.2012

Sd/-

CHAIRMAN

For LGB FORGE LIMITED


A. JAMES CHANDRA MOHAN
Company Secretary

