

MINUTES OF THE PROCEEDINGS OF THE SIXTEENTH ANNUAL GENERAL MEETING OF THE MEMBERS OF ADITYA BIRLA MONEY LIMITED HELD ON FRIDAY, THE 3RD AUGUST, 2012 AT 10.30 A.M., AT THE REGISTERED OFFICE, INDIAN RAYON COMPOUND, VERAVAL - 362 266, GUJARAT

**Present : -
Directors**

Mr. Sudhakar Ramasubramanian (Managing Director)
Mr. P. Sudhir Rao (Chairman – Audit Committee)

Shareholders

12 Shareholders were present in person at the meeting

**Proxy Holders &
Representatives**

1 person was present at the meeting through proxy
and 1 person was present as authorized representative
at the meeting.

12 valid proxies covering 41,478 Equity Shares constituting 0.07% of the paid-up equity shares of the Company and 1 representation covering 41,550,000 Equity Shares constituting 75% of the paid-up equity shares of the Company were laid before the meeting.

CHAIRMAN

Mr. S. Balaji, Company Secretary welcomed all the Shareholders/ Proxeis/ Representation present at the 16th Annual General Meeting of the Company and requested the Directors present to elect one of the Directors as the Chairman of the meeting.

Mr. P. Sudhir Rao, Director, proposed the name of Mr. Sudhakar Ramasubramanian, Managing Director of the Company, as the Chairman of the meeting, which was seconded by Mr. Manoj Kumar Gandhi, a Shareholder. On a show of hands, Mr. Sudhakar Ramasubramanian was unanimously elected as Chairman of the meeting.

Accordingly, Mr. Sudhakar Ramasubramanian took the Chair and thanked the Shareholders for electing him as the Chairman of the Meeting.

QUORUM

The Chairman enquired from the Company Secretary, whether the requisite quorum was present. The Company Secretary confirmed that the requisite quorum was present, requested the Chairman to commence the proceedings of the meeting.

The Chairman welcomed the shareholders and other representatives and introduced the fellow director/persons seated on the dais.



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FOR ADITYA BIRLA MONEY LTD.,

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Company Secretary

PROXY REGISTER & REGISTER OF DIRECTORS' SHAREHOLDING

The Chairman informed that the Register of Directors' shareholding under Section 307 and the Proxy Register were available for inspection during the continuance of the meeting.

NOTICE OF THE MEETING

With the consent of the shareholders present, the Notice of the Annual General Meeting dated 3rd May, 2012 was taken as read.

AUDITORS' REPORT

The Auditors' report on the Accounts of the Company for the year ended 31st March, 2012 was read by the Company Secretary.

WELCOME ADDRESS

The Chairman welcomed the Shareholders at the 16th Annual General Meeting and made a brief speech on the overall market scenario, outlook and the Company's performance during the year 2011-12.

Thereafter, the following resolutions were proposed and passed one after the other.

1. **As an Ordinary Resolution:**

"RESOLVED THAT the Audited Balance Sheet as at 31st March, 2012 and the Statement of Profit and Loss Account of the Company for the year ended 31st March, 2012 along with the notes forming part of the accounts, the Cash Flow Statement, the Directors' Report and the Auditors' Report as circulated to the Shareholders and placed before the members be and are hereby approved and adopted."

Proposed by : Mr. Sudhakar Ramasubramanian

Seconded by : Mr. Manoj Kumar Gandhi

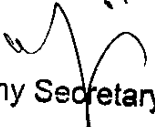
Thereafter, the Chairman invited questions from the shareholders present, in relation to the Annual Accounts for the year 2011-12.

Since no question was asked on the Audited Annual Accounts, the Chairman put the duly proposed and seconded resolution to vote and on show of hands declared the resolution was passed unanimously.



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FOR ADITYA BIRLA MONEY LTD.,


Company Secretary

2. **As an Ordinary Resolution:**

“RESOLVED THAT Mr. P. Sudhir Rao who retires by rotation and being eligible for re-appointment be and is hereby appointed as a Director of the company, liable for retirement by rotation.”

Proposed by : Mr. Uday P Menon

Seconded by : Ms. Kalpanaben Dipakbhai Tripathi

The Chairman put the above resolution to vote and on show of hands the Chairman declared that the Resolution was passed unanimously.

3. **As an Ordinary Resolution:**

“RESOLVED THAT pursuant to the provisions of Section 224 and other applicable provisions, if any of the Companies Act, 1956, M/s. S. R. Batliboi & Co, Chartered Accountants, Mumbai (Firm Registration No.301003E) be and is hereby appointed as the Statutory Auditors of the Company to hold office as such from the conclusion of this Annual General Meeting until the conclusion of the next Annual General Meeting of the Company, at such remuneration as may be decided by the Board/Audit Committee of the Board, plus reimbursement of out of pocket expenses as may be incurred in the performance of their duties (excluding service tax, if any).”

Proposed by : Mr. Kishor Jerambhai Dushara

Seconded by : Ms. Kiran Gopal Pamnani

The Chairman put the above resolution to vote and on show of hands the Chairman declared that the Resolution was passed unanimously.

VOTE OF THANKS

Mr. P.Sudhir Rao, Director proposed the vote of thanks to the Chair.

As there was no other business, the Chairman declared the meeting as concluded and thanked the members for their co-operation for the smooth conduct of the meeting.

Place : Veraval

Date : August 3, 2012

CHAIRMAN



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FOR ADITYA BIRLA MONEY LTD.,

Company Secretary