

Chairman before proceeding for formal agenda, informed the members that as the notice convening the 6th Annual General Meeting was already circulated to the members, the same may be taken as read with the permission of the members.

The signed Auditors' Report was kept on the table throughout the meeting.

On request of chairman, auditors report on annual accounts for the year ended 31.3.2012 as circulated to members was read by the Company Secretary.

The business of the meeting as per agenda circulated with notice was thereafter taken up.

ORDINARY BUSINESS:

1) ADOPTION OF AUDITED ANNUAL ACCOUNTS, DIRECTORS' REPORT AND AUDITORS' REPORT FOR THE YEAR ENDED ON 31ST MARCH, 2012:

Proposed by: Ramesh Gupta
Seconded by: Anu Jain Tijaria

The following ordinary resolution having been proposed and seconded by the aforesaid shareholders was taken up for consideration:

"RESOLVED THAT Audited Balance Sheet of the Company as at 31st March, 2012, the Statement of Profit and Loss of the Company for the financial year ended on that date together with the Directors' Report and Auditors' Report thereon be and are hereby approved and adopted."

"RESOLVED FURTHER THAT the Audited cash flow statement of the company for the year ended 31st March, 2012 be and is also hereby approved and adopted."

Thereafter, Chairman invited the members, with questions pertaining to accounts and others.

The members raised various questions on the following:

- Return on capital employed
- Prospects for dividend
- Activities and achievements of the Company in last year
- Future prospects of the Company

Mr. Alok Jain Tijaria, Chairman thanked the members for the questions and replied to all the questions satisfactorily.

After the satisfaction of the members present at the meeting, the above resolution was put to vote by show of hands and was passed unanimously.



2) RE-APPOINTMENT OF MR. ALOK JAIN TIJARIA:

Proposed by: Reema Jain
Seconded by: Purnima Jain

The following ordinary resolution having been proposed and seconded by the aforesaid shareholders was taken up for consideration:

“RESOLVED THAT Mr. Alok Jain Tijaria, Director of the Company, who retires by rotation at this meeting, being eligible for re-appointment, be and is hereby re-appointed as the Director of the company, liable to retire by rotation.”

On being put to vote by show of hands, the above Ordinary Resolution was carried out unanimously.

3) RE-APPOINTMENT OF MR. SANTOSH KUMAR:

Proposed by: Sonal Jain Tijaria
Seconded by: Amit Agarwal authorised Representative of shareholder Tijaria Industries Limited

The following ordinary resolution having been proposed and seconded by the aforesaid shareholders was taken up for consideration:

“RESOLVED THAT Mr. Santosh Kumar, Director of the Company, who retires by rotation at this meeting, being eligible for re-appointment, be and is hereby re-appointed as the Director of the company, liable to retire by rotation.”

On being put to vote by show of hands, the above Ordinary Resolution was carried out unanimously.

4) APPOINTMENT OF STATUTORY AUDITOR:

Proposed by: B.K. Mittal Authorised Representative of shareholder Tijaria Vinyl Pvt. Ltd.
Seconded by: Ramesh Gupta

The following ordinary resolution having been proposed and seconded by the aforesaid shareholders was taken up for consideration:

“RESOLVED THAT pursuant to the provisions of Section 224 and other applicable provisions, if any, of the Companies Act, 1956 M/s Agarwal Jain & Gupta, Chartered Accountants, Jaipur, be and is hereby appointed as the Statutory Auditor of the company to hold office from conclusion of ensuing Annual General Meeting till the conclusion of next Annual General Meeting at such remuneration as may be decided by the Board in consultation with them.”



On being put to vote by show of hands, the above Ordinary Resolution was carried out unanimously.

SPECIAL BUSINESS

5) APPOINTMENT OF MR. ANAND PRAKSH JAIN:

Proposed by: Ramesh Gupta

Seconded by: B.K. Mittal Authorised Representative of shareholder Tijaria Vinyl Pvt. Ltd.

With modification , the following ordinary resolution having been proposed and seconded by the aforesaid shareholders was taken up for consideration:

“RESOLVED THAT Mr. Anand Prakash Jain, who was appointed as an Additional Director of the Company by the Board and who holds office under section 260 of the Companies Act, 1956 up to the date of this Annual General Meeting of the Company and in respect of whom the Company has received notice under Section 257 of the Companies Act, 1956 proposing his candidature for the office of Director of the Company, be and is hereby appointed as a Director of the Company liable to retire by rotation.”

On being put to vote by show of hands, the above Ordinary Resolution was carried out unanimously.

6) APPOINTMENT OF MR. VINOD PATNI:

Proposed by: Amit Agarwal Authorised Representative of shareholder Tijaria Industries Limited

Seconded by: Purnima Jain

With modification, the following ordinary resolution having been proposed and seconded by the aforesaid shareholders was taken up for consideration:

“RESOLVED THAT Mr. Vinod Patni, who was appointed as an Additional Director of the Company by the Board and who holds office under section 260 of the Companies Act, 1956 up to the date of this Annual General Meeting of the Company and in respect of whom the Company has received notice under Section 257 of the Companies Act, 1956 proposing his candidature for the office of Director of the Company, be and is hereby appointed as a Director of the Company liable to retire by rotation.”

On being put to vote by show of hands, the above Ordinary Resolution was carried out unanimously.

7) APPOINTMENT OF MR. SANJEEV KUMAR MISHRA:

Proposed by: Anu Jain Tijaria



Seconded by: B.K. Mittal Authorised Representative of shareholder Tijaria Vinyl Pvt. Ltd

With modification the following ordinary resolution having been proposed and seconded by the aforesaid shareholders was taken up for consideration:

“RESOLVED THAT Mr. Sanjeev Kumar Mishra, who was appointed as an Additional Director of the Company by the Board and who holds office under section 260 of the Companies Act, 1956 up to the date of this Annual General Meeting of the Company and in respect of whom the Company has received notice under Section 257 of the Companies Act, 1956 proposing his candidature for the office of Director of the Company, be and is hereby appointed as a Director of the Company liable to retire by rotation.”

On being put to vote by show of hands, the above Ordinary Resolution was carried out unanimously.

8) RATIFYING THE VARIATION IN UTILIZATION OF AND IN DEPLOYMENT SCHEDULE , OF IPO PROCEEDS:

Proposed by: Purnima Jain

Seconded by: Amit Agarwal Authorised Representative of shareholder Tijaria Industries Limited

The following Special resolution having been proposed and seconded by the aforesaid shareholders was taken up for consideration:

“RESOLVED THAT pursuant to Section 61 and other applicable provisions, if any, of the Companies Act,1956 and other applicable rules, regulations, guidelines and other statutory provisions for the time being in force , approval of the members of the Company be and is hereby accorded by ratifying the variation in utilization of and in deployment schedule , of IPO proceeds, and all items and conditions of the documents/agreements /contracts specified in the prospectus dated 12.09.2011 and the Board of Directors (hereinafter called the “Board” which term shall include any committee authorised to exercise its powers including the powers conferred by this resolution), be and is hereby authorised to vary the terms, all items and conditions of the documents/agreements /contracts specified/ referred to in the prospectus dated September 12 ,2011 filed by the company with the Registrar of Companies, Rajasthan, Jaipur (the prospectus) including to vary and /or revise the utilisation of the proceeds from the initial public offering (IPO) of equity shares made in pursuance of the said prospectus including but not limited to change in allocation, purposes, or in amount or in schedule of deployment .

RESOLVED FURTHER THAT for the purpose of giving effect to this resolution , the Board be and is hereby authorised to do all such acts , deeds, matters, and things , deal with such matters, take necessary steps in the matter as the Board may in its absolute discretion deem necessary , desirable or expedient and to settle any question that may arise in this regard and incidental thereto ,without being required to seek any further consent or approval of the members

or otherwise to the end and intent that the members shall be deemed to have given their approval thereto expressly by the authority of this resolution.

RESOLVED FURTHER THAT the Board be and is hereby authorised to delegate all or any of the powers herein conferred to any committee of directors or any other officer(s) / authorised representative(s) of the Company to give effect to the aforesaid resolution.”

On being put to vote by show of hands, the above Special Resolution was carried out unanimously.

The business before the Annual General Meeting of the Company having been transacted, the Chairman thanked the members present and declared the meeting as concluded.

PLACE: JAIPUR

DATE : 20.09.2012


CHAIRMAN