

MINUTES OF THE TWENTY FIRST ANNUAL GENERAL MEETING OF THE MEMBERS OF
"BARTRONICS INDIA LIMITED" HELD AT THE REGISTERED OFFICE OF THE COMPANY SITUATED
AT SURVEY NO. 351, RAJ BOLLARAM VILLAGE, MEDCHAL MANDAL, R.R. DIST, ANDHRA
PRADESH – 501 401 ON MONDAY, DECEMBER 24, 2012 AT 11:00 A.M

Present on Dias:

- | | |
|----------------------------|---------------------|
| 1. Mr. Sudhir Rao | - Managing Director |
| 2. Mr. Y. Raghavendra Rao | - Director |
| 3. Mr. R. V. Panchapakesan | - Director |
| 4. Mr. A. Subrahmanyam | - Nominee Director |
| 5. Mr. T. Raghavendra | - Statutory Auditor |
| 6. Mr. A. Chand Basha | - Company Secretary |

Members/Proxies Present:

Members present in person: - 46
Proxies present - Nil

Mr. Sudhir Rao chaired the meeting as per the Articles of Association of the Company. The Chairman announced that the quorum for the meeting was present and directed the Company Secretary to commence the proceedings of the meeting.

The Company Secretary welcomed the members to the meeting and commenced the proceedings. He declared that the Register of Director's Shareholding will remain open during the meeting and introduced the Directors present on the Dias.

Thereafter the Company Secretary requested the Chairman to deliver his Speech.

The Chairman addressed the meeting giving inter alia, economy and industry scenario, a summery of the operations and working of the Company and its subsidiary and future outlook and plans of the Company.

The Notice of the meeting, Directors Report, Annual Accounts and Report of the Auditors having been already circulated was taken as read with the permission of the members.

The items on the agenda were then taken up for consideration.



1. ADOPTION OF ACCOUNTS AND REPORTS

Mr. G. Ramesh Shanker proposed the following resolution:

“RESOLVED THAT the Balance Sheet as at September 30, 2012 and the Profit and Loss Account for the period ended on that date as audited by the Company’s Auditors together with the Report of Auditors and Directors for the relevant period be and are hereby received, considered and adopted.”

Mr. Mohd. Abdul seconded the resolution.

The resolution was put to vote on show of hands and carried unanimously.

2. APPOINTMENT OF MR. A.B. SATYAVAS REDDY AS DIRECTOR OF THE COMPANY

Mr. Kamal Kishore proposed the following resolution:

“RESOLVED that Mr. A. B. Satyavas Reddy, who was appointed as a Director of the Company at the Board Meeting held on December 28, 2010 retiring by rotation being eligible for reappointment, be and is hereby appointed as director of the Company.”

Mr. Mohd. Waheed seconded the resolution.

The resolution was put to vote on show of hands and carried unanimously.

3. APPOINTMENT OF MR. Y. RAGHAVENDRA RAO AS DIRECTOR OF THE COMPANY

Mr. Krishna Gopal proposed the following resolution:

“RESOLVED that Mr. Y. Raghavendra Rao, who was appointed as a Director of the Company at the Annual General Meeting of the Company held on December 28, 2010 retiring by rotation being eligible for reappointment, be and is hereby appointed as director of the Company.”

Mr. R. Shiva Kumar seconded the resolution.

The resolution was put to vote on show of hands and carried unanimously.



4. APPOINTMENT STATUTORY AUDITORS OF THE COMPANY

Mr. K. Subba Rao proposed the following resolution:

“RESOLVED THAT M/s T. Raghavendra & Associates, Chartered Accountants, Hyderabad, bearing ICAI registration number 003329S, be and are hereby appointed as Statutory Auditors of the Company to hold office from the conclusion of this Annual General Meeting until the conclusion of next Annual General Meeting on such remuneration as may be fixed by the Board of Directors.”

Mr. Krishna Gopal seconded the resolution.

The resolution was put to vote on show of hands and carried unanimously.

Vote of Thanks

Mr. A. Chand Basha, Company Secretary presented vote of thanks to the Shareholders of the Company.

The Chairman declared the meeting as concluded.

Place: Hyderabad
Date: December 24, 2012


 Sudhir Rao
Chairman