

MINUTES OF THE TWENTY NINTH (29th) ANNUAL GENERAL MEETING OF GUJARAT TOOLROOM LIMITED HELD ON MONDAY, 30TH SEPTEMBER, 2013 AT 3.30 P.M. AT 402, SHEEL COMPLEX, NR. MITHAKHALI UNDER BRIDGE, NAVRANGPURA, AHMEDABAD – 380 009

MEMBERS PRESENT

33 Members and NIL proxies were present in the meeting.

DIRECTORS PRESENT

Mr. Bhavin S. Parikh	<i>Director</i>
Mr. Vishal M. Shah	<i>Director</i>
Mr. Viral N. Shah	<i>Director</i>
Mr. Tushar S. Shah	<i>Director</i>
Mr. Kunjan N. Vora	<i>Director</i>

IN ATTENDANCE

Mr. Shyam Sunder Nanwal	M/S. SHYAM SUNDER & ASSOCIATES (Chartered Accountants)
Mr. Viren G. Gurjar	Compliance Officer

Mr. Viren G. Gurjar Compliance Officer after confirming that necessary quorum was informed that **Mr. Suryakant Hiralala Parikh** is not present as he is out of India, therefore it is required to appoint Chairman of the Meeting. The Members present in the Meeting appointed Mr. Bhavin S. Parikh, Director of the Company as Chairman of the meeting.

Mr. Bhavin S. Parikh, Chairman of the meeting started the meeting by extending a warm welcome to the Members.

Chairman introduced the Directors and officers present on the dais and informed that Mr. Shyam Sunder Nanwal, proprietor of M/s. Shyam Sunder & Associates., Auditors of the Company were present.

He also announced that the relevant registers maintained under the Companies Act, 1956 (Sec 307) and required to be made available at the Annual General Meeting were available for inspection by the members at the venue of Meeting.

The Chairman also informed that the Report of the Directors and the audited financial statements for the year ended 31st March, 2013 has already been circulated. With the permission of the Members, the same were taken as read.

Chairman then asked the Compliance officer to read the Notice.

With the consent of the members present, the Notice convening the 29th Annual General Meeting was taken as read.

Mr. Bhavin S Parikh Director & Shareholder moved the following as an Ordinary Resolution:

“RESOLVED THAT the audited Balance Sheet of the Company as at 31st March, 2013 and Statement of Profit and Loss and Cash Flow Statement for the year ended on that date annexed thereto and the Report of Board of Directors and Auditors attached thereto, be and are hereby received approved and adopted.”

Mr. Rajnikant C. Adani Shareholder seconded the Resolution.

Before putting the resolution to vote, the Auditors Report was read by the Compliance Officer.

Chairman then invited comments / questions from the shareholder.

There were no questions raised by shareholders and with the permission of shareholders, the resolution was then put to vote.

The chairman then declared the resolution as carried by unanimously.

Mr. Bhavik S Parikh shareholder moved the following Resolution as an Ordinary Resolution:

“RESOLVED THAT Shri Bhavin S. Parikh, be and is hereby re-appointed as a Director of the Company, liable to retire by rotation.”

Mr. Mukesh N. Shah shareholder seconded the Resolution.

The Resolution was then put to vote. The Chairman then declared the resolution as carried by requisite majority.

Mr. Rajnikant C. Adani shareholder moved the following Resolution as an Ordinary Resolution:

“RESOLVED THAT Shri Kunjan N. Vora, be and is hereby re-appointed as a Director of the Company, liable to retire by rotation.”

Purvi B. Parikh shareholder seconded the Resolution.

The Resolution was then put to vote. The Chairman then declared the resolution as carried by requisite majority.

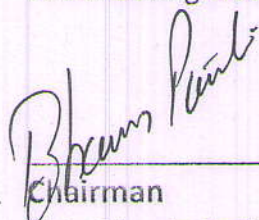
Mr. Bhavin S. Parikh Director & Shareholder moved the following as an Ordinary Resolution:

"RESOLVED THAT M/s. Shyam Sunder & Associates., Chartered Accountants, Ahmedabad be and are hereby re-appointed as Statutory Auditors of the Company to hold such office until the conclusion of the next Annual General Meeting at remuneration to be fixed by the Board of Directors of the Company."

Purvi Parikh, shareholder seconded the resolution.

The Resolution was then put to vote. The Chairman then declared the resolution as carried by requisite majority.

The meeting was then declared "Closed" by the Chairman thanking all those present.



Chairman

(Mr. Bhavin S. Parikh)

Date: 30.09.2013