MINUTES OF THE ANNUAL GENERAL MEETING OF THE MEMBERS OF M/S. MUNOTH CAPITAL MARKET LIMITED HELD ON 26TH SEPTEMBER, 2013 AT 11:00 A. M. AT THE REGISTERED OFFICE OF THE COMPANY:

PRESENT :

- 1. Mr. Shantilal M Jain
- 2. Mr. Siddharth S Jain
- 3. Mr. Bhavridevi S Jain
- 4. Mr. Jinesh K Gulecha
- 5. Mr. Vinay Kankaria
- 6. Mr. Aakesh K Gulecha

Total 9 Members were present in person.

CHAIRMAN:

Mr. Shantilal M Jain, the Chairman of the Company occupied the Chair.

The Chairman welcomed the Members Attending the Meeting and declared that total 6 Members were present at the Meeting as per Members Attendance Register. As proper quorum was present, he ordered to commence the business of the Meeting.

The Chairman stated that the "the Members Attendance Register" "Register of Directors" "Register of Directors Shareholdings" were placed before the Meeting, as required under the provisions of the Companies Act, 1956.

NOTICE:

With the consent of the Members present, the Notice convening the Meeting and Directors Report & Accounts were taken as read.

Auditors Report was read out at the meeting.

ORDINARY BUSINESS:

ACCOUNTS:

The Chairman invited queries and comments on the Report and Accounts and replied some queries satisfactorily.

Thereafter, the Chairman proposed the following resolution:

"RESOLVED THAT the Audited Statement of Profit & Loss for the year ended on 31st March, 2013, Cash Flow Statement, the Balance Sheet as on that date, Directors Report and Auditors Report thereon, be and are hereby approved and adopted."

Mr. Siddharth S Jain, seconded the Resolution.

On being put to vote, the resolution was carried-out unanimously.

Reappointment of Director:

The Chairman proposed and Mrs. Bhavridevi S Jain seconded the following resolution as an Ordinary Resolution :

"RESOLVED THAT Mr. Siddharth Shantilal Jain, who retires by rotation at this Meeting, be and is hereby reappointed as director of the company."

On being put to vote, the resolution was carried-out unanimously.

APPOINTMENT OF AUDITORS:

Mr. Siddharth S. Jain proposed and Mrs. Bhavridevi S Jain seconded the following resolution:

"RESOLVED THAT M/s. Vijay R. Tater & Co., Chartered Accountants, Mumbai, having Firm Registration No. 111426W, be and is hereby reappointed as Auditors of the company to hold the office from the conclusion of this Meeting until the conclusion of the next Annual General Meeting at a remuneration as may be determined by the Board of Directors of the Company."

On being put to vote, the resolution was carried-out unanimously.

VOTE OF THANKS:

Thereafter, Mr. Siddharth S Jain, Director of the Company, offered a vote of thanks to the Chair and the Chairman declared the Meeting as concluded.

CHAIRMAN.

Date :27.09.2013 Place : Mumbai