



**Rama
Paper
Mills
Limited**

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PROCEEDINGS OF THE 28th ANNUAL GENERAL MEETING OF THE MEMBERS OF M/S RAMA PAPER MILLS LIMITED HELD ON MONDAY THE 30TH SEPTEMBER 2013 AT 10:00 AM AT THE REGISTERED OFFICE OF THE COMPANY AT 4TH KM STONE, NAJIBABAD ROAD, KIRATPUR, DISTT BIJNOR U.P 246731

PRESENT:

Pramod Agarwal	-	Chairman & Managing Director & Member
Arun Goel	-	Executive Director & Member
Sunita Agarwal	-	Member
Apurve Goel	-	Member
Rachna Goel	-	Member
Vandani Goel	-	Member
Pankaj Misra	-	Company Secretary

& 27 other members present in person and 5 others present in proxy.

In attendance: _____ Pankaj Misra (Company Secretary)

QUORUM

The Quorum being present, the Chairman called the meeting to order.

CHAIRMAN

Shri Pramod Agarwal, was requested to occupy the Chair at the meeting.

READING OF THE NOTICE

The notice of the meeting was taken as read with the permission of the Chairman.

ADOPTION OF ANNUAL ACCOUNTS OF THE COMPANY

Mr. Pramod Agarwal proposed and Ms. Vandani Goel seconded the resolution to be passed as on **Ordinary Resolution:**

"RESOLVED THAT the statement of Profit and Loss Account for the period ended 31st March 2013 and the Balance Sheet as at that date along with the Reports of Auditors' and Directors' thereon be and are hereby received, considered, approved and adopted."

The resolution was passed unanimously.

RE-APPOINTMENT OF DIRECTOR LIABLE TO RETIRE BY ROTATION

Mr. Arun Goel proposed and Mrs. Sunita Agarwal seconded the resolution to be passed as an **Ordinary Resolution**:

"RESOLVED THAT Shri H.S Bhimrao, who retires by rotation and being eligible, offers himself for re-appointment."

The resolution was passed unanimously.

RE-APPOINTMENT OF STATUTORY AUDITORS OF THE COMPANY

Mr. Apurve Goel proposed and Mrs. Rachna Goel seconded the resolution for appointment of statutory auditor for the financial year 2013-14 to be passed as an **Ordinary Resolution**:

The matter was discussed at the meeting and the following resolution was passed unanimously:

"RESOLVED THAT M/S SHIAM & Co. be and is hereby appointed as statutory Auditors of the Company to hold office from the conclusion of this Annual General Meeting till the conclusion of next Annual General Meeting of the Company on a remuneration to be decided by the Board of Directors of the Company."

REGULARISATION OF APPOINTMENT OF ADDITIONAL DIRECTOR

The resolution was proposed by Mr. Apurve Goel and further Ms. Vandani Goel seconded the resolution to be passed as an Ordinary Resolution:

RESOLVED THAT Sh. Manish Garg, who was appointed as an Additional Director with effect from February 14, 2013 on the Board of the Company in terms of Section 260 of the Companies Act, 1956 who holds office up to the date of this Annual General Meeting, and in respect of whom a notice has been received from a Member in writing, under Section 257 of the Companies Act, 1956, proposing his candidature for the office of a Director, be and is hereby appointed as a director of the company.

The resolution was passed unanimously.

REGULARISATION OF APPOINTMENT OF ADDITIONAL DIRECTOR

The resolution was proposed by Ms. Rachna Goel and further Ms. Vandani Goel seconded the resolution to be passed as an **Ordinary Resolution**:

RESOLVED THAT Smt. Sunita Agarwal, who was appointed as an Additional Director with effect from April 01, 2013 on the Board of the Company in terms of Section 260 of the Companies Act, 1956 who holds office up to the date of this Annual General Meeting, and in respect of whom a notice has been received from a Member in writing, under Section 257 of the Companies Act, 1956, proposing his candidature for the office of a Director, be and is hereby appointed as a director of the company.

The resolution was passed unanimously.

VOTE OF THANKS

There being no other business to transact, the meeting terminated with a vote of thanks to the Chair.

Place: Kiratpur

Date: 01.10.2013

For RAJAT PAPER MILLS LTD.


CHAIRMAN

CHAIRMAN & Managing Director