

**REVATHI EQUIPMENT LIMITED**

Pollachi Road,  
Malumachampatti PO  
Coimbatore 641050,

MINUTES OF PROCEEDINGS HELD ON FRIDAY THE 27<sup>TH</sup> DAY OF SEPTEMBER 2013 AT 4.00 P.M. AT POLLACHI ROAD, MALUMACHAMPATTI POST, COIMBATORE-641 050 OF REVATHI EQUIPMENT LIMITED, RELATING TO DECLARATION OF THE RESULT ON THE VOTING BY POSTAL BALLOT CONDUCTED PURSUANT TO SECTION 192A OF THE COMPANIES ACT, 1956 ON THE ORDINARY RESOLUTION UNDER SECTION 293(1)(a) OF THE SAID ACT AS SET OUT IN THE NOTICE DATED 16<sup>TH</sup> SEPTEMBER 2013 PURSUANT TO SECTION 192A(2) OF THE ACT.

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**MEMBERS PRESENT:-**

1. Mr. S. Hariharan
2. Mr. M. N. Srinivasan
3. G. Prakash
4. P. Subramani
5. Avalokiteshvar Valin Ltd

Mr. S. Hariharan, Whole-time Director was elected as Chairman of the Meeting to declare the results of the Postal Ballot.

The Chairman informed the members present that as per Section 192A of the Companies Act, 1956 read with Companies (Passing of the Resolution by Postal Ballot) Rules, 2011 the following Ordinary Resolution was required to be passed through Postal Ballot. He further mentioned that Postal Ballot was conducted as per the aforesaid provisions of the Act/Rules and out of the total of 129 members holding 22,41,411 shares who have exercised the voting rights (valid votes) through postal ballot; 109 members holding 22,39,891 shares have voted in favour of the Ordinary Resolution which works out to 99.93% of the total votes polled in favour of the Ordinary Resolution. The final report of the Scrutinizer reporting the results of the Postal Ballot was placed before the Meeting.

Accordingly since the votes cast in favour of the resolution are more than the votes cast against the resolution the Chairman declared the following Resolution as duly passed as an Ordinary Resolution by Postal Ballot.

**AUTHORITY TO CREATE A MORTGAGE AND / OR CHARGE OVER ALL THE MOVABLE AND IMMOVABLE PROPERTIES OF THE COMPANY**

**“RESOLVED THAT** the consent of the Company be and is hereby granted in terms of Section 293(1)(a) and all other applicable provisions of the Companies Act, 1956, (including any statutory modification or re-enactment thereof, for the time being in force), to the Board of Directors (hereinafter referred to as “the Board” which term shall be deemed to include any Committee which the Board may constitute for this purpose) to mortgage and/or charge, in addition to the mortgages/charges created/to be created by the Company, in such form and manner and with such ranking and at such time and

on such terms as the Board may determine, on all or any of the moveable and/or immovable properties of the Company, both present and future and/or the whole or any part of the undertaking(s) of the Company together with the power to take over the management of the business and concern of the Company in certain events of default, in favour of the Lender(s), Agent(s) and Trustee(s) for securing the borrowings availed/to be availed by the Company and/or any of the Company's holding / subsidiary / affiliate / associate company, by way of loan(s) (in foreign currency and/or rupee currency) and Securities (comprising fully/partly Convertible Debenture and/or Non Convertible Debentures with or without detachable or non-detachable Warrants and/or secured premium notes and/or floating rates notes/bonds or other debt instruments), issued /to be issued by the Company, from time to time, subject to the limits approved under Section 293(1)(d) of the Companies Act, 1956, together with interest at the respective agreed rates, additional interest, compound interest in case of default, accumulated interest, liquidated damages, commitment charges, premia on prepayment, remuneration of the Agent(s)/Trustees, premium (if any) on redemption, all other costs, charges and expenses, including any increase as a result of devaluation/revaluation/ fluctuation in the rates of exchange and all other monies payable by the Company in terms of the Loan Agreement(s)/Heads of Agreement(s), Debenture Trust Deed(s) or any other document, entered into/to be entered into between the Company and the Lender(s)/Agent(s) and Trustee(s), in respect of the said loans/borrowing/debentures and containing such specific terms and conditions and covenants in respect of enforcement of security as may be stipulated in that behalf and agreed to between the Board of Directors or Committee thereof and the Lender(s)/Agent(s) and Trustee(s)".

**"RESOLVED FURTHER THAT** for the purpose of giving effect to this resolution, the Board and/or its duly constituted Committee be and are hereby authorized to finalize, settle and execute such documents/deeds/writings/papers/agreements as may be required and do settle all difficulty or doubt that may arise in regard to creating mortgages/charges as aforesaid."

With vote of thanks to the Chair the meeting terminated.

27.09.2013  
Coimbatore

*Sd/-*  
**Chairman of the Meeting**

*Certified true copy*  
For REVATHI EQUIPMENT LIMITED  
*[Signature]*  
M.N. SRINIVASAN  
Company Secretary