



MINUTES OF THE FORTIETH ANNUAL GENERAL MEETING OF THE COMPANY HELD ON FRIDAY THE 27TH DAY OF SEPTEMBER 2013 AT 10.15 A.M. AT Sri. P. OBUL REDDY HALL, VANI MAHAL, NO.103, G.N.CHETTY ROAD, T.NAGAR, CHENNAI 600 017.

DIRECTORS PRESENT

JUSTICE Mr. S. NATARAJAN
CHAIRMAN

Mr. P.DWARAKNATH REDDY
MANAGING DIRECTOR

Mr. R. P. KHAITAN
JOINT MANAGING DIRECTOR

Mr.V.R. GUPTE
DIRECTOR

Dr.S.A. DAVE
DIRECTOR

Mr. P.ADITYA REDDY
DIRECTOR

Mr. M.SUBRAMANYAM
DIRECTOR

Mr.S.OBUL REDDY
DIRECTOR

Members present in person : 136 (Share holding – 44.23 %)

Members present in proxy : [49 persons as proxies representing
63 Shareholders (Share holding – 29.22%)]

Justice Mr. S. Natarajan, Chairman of the Company, occupied the Chair.

The Secretary informed the number of shareholders present in person and by proxy to the Chairman totaling to 73.45%. The Chairman then announced that the quorum is present and called the meeting to order.

The Chairman informed the members that the Register of Members and other Statutory Registers are available for inspection. With the permission of the members present the notice of the meeting and Director's Report were taken as read.

Then the Chairman delivered his speech, a copy of which was circulated to all the members present. The Auditors' Report was read by Mr. J.Srinivasan, Company Secretary. Thereafter the following items in the agenda were taken up for consideration.

ITEM NO.1

Mr. Thachile Devassey John D.P.ID:IN301313 Client ID: 21074991 proposed the following resolution to be passed as an Ordinary Resolution.

The Audited Balance Sheet as on 31st March 2013, the Statement of Profit and Loss and the Director's Report for the year ended on that date, were presented by the Chairman. After some discussion on the same, proposed the following resolution as an Ordinary Resolution.

RESOLVED THAT the Audited Balance Sheet of the Company as at March 31, 2013 the Statement of Profit and Loss and the Directors Report for the year ended on that date together with the Audited Report thereon be and are hereby received, approved and adopted.

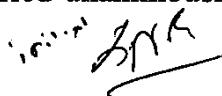
The resolution was seconded by Mr. Kasi Viswanathan (D.P.ID: IN300610 Client ID: 10179758) put to vote and was carried unanimously as an Ordinary Resolution.

ITEM NO.2

Mr. M Kasi Viswanathan (D.P.ID:IN300610 Client ID: 10179758) proposed the following resolution to be passed as an Ordinary Resolution.

RESOLVED THAT a dividend of 100% be and is hereby declared for the Financial Year 1st April 2012 to 31st March 2013 out of the profits of the said period for payment to the Shareholders, whose names appear in the Register of Members as on 27TH September, 2013.

Mr Thachile Devassey John (D.P.ID:IN301313 Client ID: 21074991) seconded the proposal and the resolution was put to vote and carried unanimously as an Ordinary Resolution.

ITEM NO.3



Mr. Ranga Rajan (DP ID 1204470 CLIENT ID: 006289410) proposed the following resolution to be passed as an Ordinary Resolution.

“RESOLVED THAT Mr. V.R.Gupte who retires by rotation under Article 147 of the Articles of Association of the company and as per applicable provisions of the Companies Act 1956, be and is hereby re-appointed as Director of the Company liable to retire by rotation.

Mr. Viswanathan (DP ID: IN302679 CLIENT ID 33200946) seconded the proposal and the resolution was put to vote and carried unanimously as an Ordinary Resolution.

ITEM NO.4

Mr. V. Rajeswaran (DP ID: IN301549 CLIENT ID 37139161) proposed the following resolution to be passed as an Ordinary Resolution.

“RESOLVED THAT Dr. S.A.Dave who retires by rotation under Article 147 of the Articles of Association of the company and as per applicable provisions of the Companies Act 1956, be and is hereby re-appointed as Director of the Company liable to retire by rotation.

Mr. Ranga Rajan (DP ID 1204470 CLIENT ID:006289410) seconded the proposal and the resolution was put to vote and carried unanimously as an Ordinary Resolution.

ITEM NO.5

Mr. K. THYAGARAJAN (FOLIO T0122) proposed the following resolution to be passed as an Ordinary Resolution.

“RESOLVED THAT M/s. P. Srinivasan & Co., Chartered Accountants be and are hereby appointed as Auditors to hold office from the conclusion of this Annual General Meeting to the conclusion of the next Annual General Meeting on a remuneration of Rs.5,50,000/- (Rupees Five Lakhs and Fifty Thousand only).”

Mr. R. Vidya Shankar DP ID: IN12044700 CLIENT ID: 05731511 seconded the proposal and the resolution was put to vote and carried unanimously as an Ordinary Resolution.

ITEM NO.6

Mr. T.V.Sampath Kumar (Client ID: IN300183 12351328) proposed the following resolution to be passed as an Ordinary Resolution.



“RESOLVED THAT Mr. M. Subramanyam who was appointed as Additional Director of the Company w.e.f. 31st July, 2012 under Section 260 of the Companies Act 1956, be and is hereby appointed as Director of the Company liable to retire by rotation.

Mr. S. Parthasarathy (D.P.ID: IN30169610084983) seconded the proposal and the resolution was put to vote and carried unanimously as an Ordinary Resolution.

ITEM NO.7

Mr. S. Parthasarathy (D.P.ID: IN30169610084983) proposed the following resolution to be passed as an Ordinary Resolution.

“RESOLVED THAT Mr. S. Obul Reddy , who was appointed as Director of the Company with effect from 31st July 2013 under Section 262 of the Companies Act, 1956 and who holds office up to the date of this Annual General Meeting be and is hereby appointed as Director of the Company and shall be liable to retire by rotation

Mr. M. Ganesan (Client ID: IN301696 10046026) seconded the proposal and the resolution was put to vote and carried unanimously as an Ordinary Resolution.

ITEM NO.8

Mr. M. Ganesan (Client ID: IN301696 10046026) proposed the following resolution to be passed as an Ordinary Resolution.

“RESOLVED THAT Mr. P.Aditya Reddy , who was appointed as Director of the Company with effect from 31st July 2013 under Section 262 of the Companies Act, 1956 and who holds office up to the date of this Annual General Meeting be and is hereby appointed as Director of the Company and shall be liable to retire by rotation

Mr. T.V.Sampath Kumar (Client ID: IN300183 12351328) seconded the proposal and the resolution was put to vote and carried unanimously as an Ordinary Resolution.

There being no other matter, the meeting concluded with vote of thanks to the Chairman.

Place: CHENNAI -34
Date : 30-09-2013


CHAIRMAN