

**OUTCOME OF EGM OF SHAREHOLDERS OF BURNPUR CEMENT LTD
HELD AT ASANSOL CLUB LTD. COURT COMPOUND, ASANSOL - 713304
ON MONDAY THE 25TH DAY OF FEBRUARY, 2013 AT 3.00 P.M.**

Date of the EGM: 25th February, 2013

Venue: Asansol Club Ltd. Court Compound, Asansol - 713304.

Time: 3.00 P.M.

Total number of shareholders on record date: 34176

Present: Mr. Ashok Gutgutia, Vice Chairman & Managing Director

Chairman : Mr. Ashok Gutgutia was elected as chairman of the meeting.

No. of Shareholders present in the meeting either in person or through proxy:

Promoters and Promoter Group: 4 in Person
1 through Proxy

Public: 15 in Person

No. of Shareholders attended the meeting through Video Conferencing

Promoters and Promoter Group: Nil

Public: Nil

Detail of the Agenda:

Item: Issue of Convertible Warrants to non promoters.

Proposed by: Mr. Sanjoy Banerjee proposed the resolution as special resolution.

Seconded by: Mr. S. K. Mondol Seconded the resolution.

"RESOLVED THAT pursuant to provision of section 81(1A) and all other applicable provisions, if any of the Companies Act, 1956 (including any amendment thereto and any re-enactment thereof) (herein after referred to as "the Act") and subject to enabling provisions of the Memorandum and Article of Associations of the Company, the Listing Agreements entered into by the Company with the Stock Exchanges where the shares of the Company are listed and in accordance with the applicable Guidelines/Regulations issued by the Securities and Exchange Board of India ("SEBI"), the Reserve Bank of India ("RBI"), Government of India ("GOI") or any other relevant authority and clarifications thereon issued from time to time, if any, and subject to all such Statutory, Regulatory and Government approval and subject to such conditions and modifications as may be prescribed and imposed by any of them while granting such approvals, permissions or sanctions, which may be

For BURNPUR CEMENT LIMITED

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Company Secretary

agreed to by the Board of Directors or any committee thereof (herein after referred to as the "Board"), the consent of the Shareholders be and is hereby accorded to the Board to offer and / or allot upto 10000000 (One Crore) Convertible Warrants (Convertible Warrants No. 3) with an option to subscribe upto 10000000 (One Crore) equity shares of Rs. 10/- each of the Company by way of Preferential Allotment basis to the persons mentioned in the following table Viz:

Serial No.	Persons	Number of Convertible Warrants No.3	Category of the Investor
1	Solex Finance Pvt. Ltd.	2500000	Non Promoter
2	Grade Merchandise Pvt. Ltd.	2500000	Non Promoter
3	Imtihan Distributors Pvt. Ltd.	2000000	Non Promoter
4	Altimate Vyapar Pvt. Ltd.	1200000	Non Promoter
5	North East Tradelink Pvt. Ltd	1500000	Non Promoter
6	Rashmi Modi	300000	Non Promoter
	Total	10000000	

The resolution was put to motion on show of hands and was passed with unanimously.

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For BURNPUR CEMENT LIMITED


Company Secretary