

**PROCEEDING OF THE EXTRA ORDINARY GENERAL MEETING OF THE COMPANY**

The Extra Ordinary General Meeting of the Company was held on Tuesday the 7<sup>th</sup> Day of May, 2013 at Plot No. 73-74, Phase -III, Industrial Area, Dharuhera, District – Rewari, Haryana – 123106.at 9:30 A.M.

The Meeting was attended by the following directors and members:-

Mr. Sagato Mukerji..... Chairman & Director

Mr. Vinod Kumar Uppal..... Director

Members personally present ..... 44 (Forty Four)

Members present by proxy ..... 9 (Nine)

1. Shareholders elected Mr. Sagato Mukerji as Chairman of the Meeting.

Mr. Sagato Mukerji, Chairman of the Meeting, took the chair.

2. The Chairman then asked the Company Secretary to ascertain the quorum. After ascertaining the same the Company Secretary called the meeting in order and with the consent of the members present took notice as read.
3. The Company Secretary then read out the Notice of Extra Ordinary General Meeting.
4. Then Resolution No. 1 for increasing the limit of FII(Foreign Institutional Investors) Investment in the Company to 74% of the paid up equity share capital of the company was taken up and it was passed unanimously by show of hands.
5. Then Resolution No. 2 for issue of Equity Shares/Warrants and/or any instruments convertible into Equity Shares whether optionally or otherwise /Global Depository Receipt (GDR)/ American Depository Receipt (ADR) Foreign Currency Convertible Bonds (FCCB's) upto US\$ 100 million was taken up and it was passed unanimously by show of hands.
6. Then Resolution No. 3 regarding increase of Authorised Share Capital of the Company from Rs. 40,00,00,000/- (Rupees Forty Crores) to Rs. 65,00,00,000/- (Rupees Sixty Five crores) was taken up and it was passed unanimously by show of hands.
7. Then Resolution No. 4 regarding alteration of existing clause (Clause 5) of the Memorandum of Association of the Company was taken up and it was passed unanimously by show of hands.
8. Then Resolution No. 5 regarding alteration of existing Article 5 (a) of the Articles of Association of the Company was taken up and it was passed unanimously by show of hands.

For ROLLATAINERS LTD.

  
Company Secretary

9. Then Resolution No. 6 As per the Section 372A of the Companies Act, 1956 the limit of investment raised to Rs. 500 crores (Rupees Five Hundred crores) was taken up and it was passed unanimously by show of hands.

The meeting then concluded with a vote of thanks to the Chair.

**FOR ROLLATAINERS LIMITED**



**(COMPANY SECRETARY)**