KARTIK INVESTMENTS TRUST LIMITED

Parry House, 2nd Floor, No. 43, Moore Street, Parrys, Chennai - 600 001.

Phone: 044-2530 7123 Fax: 044-2534 6466

PROCEEDINGS OF THE THIRTY FIFTH ANNUAL GENERAL MEETING OF KARTIK INVESTMENTS TRUST LIMITED HELD AT 4 P.M. ON THURSDAY, THE 8th AUGUST 2013 AT THE REGISTERED OFFICE OF THE COMPANY AT 'PARRY HOUSE, NO.43, MOORE STREET, CHENNAI 600 001.

- 1. Mr. R Surendran took the Chair and declared that the requisite quorum is present for the meeting.
- 2. The Chairman welcomed the members and introduced the other Directors.
- 3. The Chairman announced that the Register of Directors' shareholdings maintained under Section 307 of the Companies Act, 1956 was on the table and that it was available for inspection by the members at any time during the meeting.
- 4. With the permission of the members present, the notice convening the meeting was taken as read.
- 5. The Chairman requested Mr.V Suryanarayanan, Director to read the auditors' report for the year ended 31st March 2013.
 - Mr. Suryanarayanan read the Auditors' Report.
- 6. The Chairman proposed the following as an Ordinary Resolution:

RESOLVED THAT the directors' report, the statement of profit and loss for the year ended 31st March, 2013 and the balance sheet as at that date together with independent auditors' report thereon be and are hereby considered, approved and adopted.

Mr. D Arul Selvan representing M/s. Chola Business Services Limited seconded the motion.

Before presenting the motion to the meeting, the Chairman invited queries from the members on Accounts. As there were no queries, the Chairman put the motion to the meeting and the same was passed unanimously.

7. The Chairman proposed the following as an Ordinary Resolution:

RESOLVED THAT Mr. V Suryanarayanan who retires by rotation and being eligible for re-appointment, be and is hereby re-appointed as a director of the Company.

Mr. S. Suresh representing M/s. Tube Investments of India Limited seconded the motion.

The Chairman then put the motion to the meeting and the same was passed unanimously.

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8. The Chairman to propose the following as an Ordinary Resolution:

RESOLVED THAT M/s. Shanker Giri & Prabhakar, Chartered Accountants, Chennai bearing registration no. 003671S be and are hereby re-appointed as auditors of the Company to hold office from the conclusion of thirty fifth Annual General meeting till the conclusion of the thirty sixth Annual General Meeting at a remuneration of Rs.45,000/- in addition to service tax as applicable and reimbursement of actual travelling and out of pocket expenses incurred by them in connection with the audit.

Mr. R Chandrasekar representing M/s. Chola Insurance Services Private Limited seconded the motion.

The Chairman then put the motion to the meeting and the same was passed unanimously.

Mr. D Arul Selvan proposed a vote of thanks.

As there was no other business to be transacted, the Chairman declared the meeting as closed.