

Super Sales India Limited

PROCEEDINGS OF THE 31st ANNUAL GENERAL MEETING OF THE SHAREHOLDERS OF THE COMPANY HELD ON THURSDAY, THE 8TH AUGUST, 2013 AT 3:15 P.M. AT 'NANI KALAI ARANGAM', MANI HIGHER SECONDARY SCHOOL, PAPPANAICKENPALAYAM, COIMBATORE – 641 037.

No. of shareholders present : 59

Audit Committee Chairman was also present.

Sri Sanjay Jayavarthanavelu, Chairman presided over the meeting.

The Chairman welcomed the shareholders present.

The Chairman informed that 10 proxies for 4,49,922 Equity Shares were received, scrutinized and found in order.

The Audit Report was read at the meeting.

The Register of Directors' shareholding maintained by the Company under Section 307 of the Companies Act, 1956 was produced at the commencement of the meeting and kept open for inspection and was accessible during the continuance of the meeting.

Then the subjects in the agenda were taken up.

ORDINARY BUSINESS:

1. The Chairman proposed that the statement of Profit and Loss for the financial year ended 31st March, 2013, the Balance Sheet as at that date, cash flow statement, the Reports of the Board of Directors and the Report of the Auditors be adopted.

The Chairman invited the shareholders for their comments. After detailed discussion, the motion was seconded by Sri. A S Senthilkumar and the resolution was passed unanimously as an ordinary resolution.

2. Proposed by Sri P Balasubramanian and seconded by Smt Saradhameenakshi, the following resolution was passed unanimously as an Ordinary Resolution:

RESOLVED that a dividend of Rs.2.50 per equity share of Rs.10/- each be declared and paid out of the profits of the Company for the financial year ended 31st March, 2013 to all the shareholders whose names appear in the Register of Members as on 8th August, 2013 in respect of shares held in physical form and in respect of shares held in dematerialized form, the dividend shall be paid on the

basis of beneficial ownership as per the details furnished by the depositories for this purpose at the end of the business hours on 31st July, 2013.

3. Proposed by Sri M Ranganathan and seconded by Sri N Kathirvel, the following resolution was passed unanimously as an Ordinary Resolution:

RESOLVED that Sri J Raghupathy, who retires by rotation and being eligible offer him self for re-appointment, be and is hereby re-appointed as a Director of the Company.

4. Sri R Satagopan Director though eligible for re-appointment does not opt for re-appointment. His retirement was recorded.

5. Proposed by Sri R Ramamurthy and seconded by Sri K Muthu, the following resolution was passed unanimously as an Ordinary Resolution:

RESOLVED that M/s S.Krishnamoorthy & Co., Chartered Accountants, Coimbatore be and are hereby re-appointed as Auditors of the Company till the conclusion of the next Annual General Meeting on a total remuneration of Rs. 1,50,000/- (Rupees One Lakh and fifty thousands only) for the services plus applicable taxes and reimbursement of travelling and out of pocket expenses incurred by them.

SPECIAL BUSINESS:

6. Proposed by Chairman and seconded by Sri V Krishnamoorthy, the following resolution was passed unanimously as an Ordinary Resolution:

RESOLVED that Sri N R Selvaraj be and is hereby appointed as Director of the Company, who is liable to retire by rotation.

7. Proposed by Sri N R Selvaraj and seconded by Sri R Raghunathan, the following resolution was passed unanimously as an Ordinary Resolution:

RESOLVED that Sri S Venkataraman be and is hereby appointed as Director of the Company, who is liable to retire by rotation.

The meeting terminated with vote of thanks to Chair.

CHAIRMAN