

PREMIER POLYFILM LIMITED

MINUTES OF THE TWENTY FIRST ANNUAL
GENERAL MEETING OF PREMIER POLYFILM LTD.
HELD ON FRIDAY, THE 06TH DAY OF
SEPTEMBER, 2013 AT 12.30 P. M. AT SHAH
AUDITORIUM, 2, RAJ NIWAS MARG, CIVIL
LINES, DELHI 110054.

DIRECTORS

1. Shri Amar Nath Goenka - In the chair
Managing
Director
2. Shri Amitabh Goenka - Executive
Director
3. Shri J S Marwah - Director and
Chairman of
Audit
Committee.
4. Shri Kamlesh Kumar Sinha- Director
5. Shri Manoj Kumar Gupta - Director
6. Shri S P Jain - Executive
Director

MEMBERS PRESENT IN PERSON

7. 65 Nos. Members present in person.
(As per list of Members
present in person is
attached as Annexure "A" to
the Minutes.)

STATUTORY AUDITORS

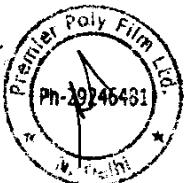
Shri Subrata De - Partner

SECRETARY

Shri N. K. Bhandari - - Company
Secretary

Shri Amar Nath Goenka, Managing Director,
was elected chairman of the Meeting by
the Directors in terms of Article No. 70

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of the Articles of Association of the Company and accordingly Shri Amar Nath Goenka took the Chair.

QUORUM

Quorum being present, the meeting commenced to transact business. The Chairman welcomed the Members present to the Twenty First Annual General Meeting.

NOTICE

The Notice convening Twenty First Annual General Meeting, Director's Report and Auditor's Report to the Members were read at the Meeting. Items of Notice for Annual General Meeting were taken up in order of the Notice as under :

ORDINARY BUSINESS

ITEM NO. 1 ANNUAL ACCOUNTS

Shri Praddep Sood (Demat Account No. IN 301127/15633348) proposed the following resolution for the adoption of Annual Accounts as at 31st March, 2013 as an **Ordinary Resolution**.

"Resolved That the Audited Balance Sheet as at 31st March, 2013 and the profit and Loss Account for the period from 1st April, 2012 to 31st March, 2013 and the reports of the Directors and Auditors thereon together with the Notes on Accounts annexed to and forming part thereof be and are hereby considered, approved and adopted."

Shri Piara Singh (Folio No. 14772) seconded the resolution.

The resolution was put to vote and passed unanimously.

ITEM NO. 2 DIRECTORS

Shri Puran Dass Taneja (Demat account No. IN300095/10177733) proposed the following resolution for the reappointment of Shri Kamlesh Kumar Sinha as an **Ordinary Resolution**.



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"Resolved That Shri Kamlesh Kumar Sinha, Director of the Company, be and hereby reappointed as a Director of the Company liable to retire by rotation be and is hereby considered, approved and adopted."

Shri Narinder Pal Singh (Folio No. 14769) seconded the resolution.

The resolution was put to vote and passed unanimously.

ITEM NO. 3 DIRECTORS

Shri Gagan Kumar (Folio No. 19401) proposed the following resolution for the reappointment of Shri S. P. Jain as an **Ordinary** Resolution.

"Resolved That Shri S. P. Jain, Director of the Company, be and hereby reappointed as a Director of the Company liable to retire by rotation be and is hereby considered, approved and adopted."

Shri Kulvinder Singh (Folio No. 14771) seconded the resolution.

The resolution was put to vote and passed unanimously.

ITEM NO. 4 APPOINTMENT OF AUDITORS

Shri H S Sahni (Folio No. 23458) proposed the following resolution as an **Ordinary** Resolution.

"Resolved That M/s. De & Bose, Chartered Accountants, the retiring Auditors of the company be and are hereby reappointed to hold such office until the conclusion of the next Annual General Meeting at a remuneration to be fixed by Shri Amar Nath Goenka, Managing Director of the Company."

Shri Kamlesh Kumar Sinha (Folio No. 23) seconded the resolution.

The resolution was put to vote and passed unanimously.



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SPECIAL BUSINESS

ITEM NO. 5

Shri Puran Dass Taneja (Demat account No. IN300095/10177733) proposed the following resolution **as an Ordinary resolution.**

"RESOLVED THAT in accordance with the provisions of Article 116 of the Articles of Association of the company & Section 269, 198, 309, 310 & 311 and all other applicable provisions, if any, of the Companies Act, 1956 and subject to the limits specified in Schedule XIII to the said Act, the Company hereby reappoints Shri Amitabh Goenka as an Executive Director of the company for a period of three (3) years with effect from 1st November, 2013.

RESOLVED THAT remuneration including perquisites payable to Shri Amitabh Goenka, Executive Director, with effect from 01-11-2013 shall be as under :

(A) Remuneration

(i) Salary:

The Executive Director shall continue to be paid a sum of Rs.70,000/- (Rupee Seventy Thousand only) as basic salary plus perquisites as per (A) (ii) per month in the pay scale of Rs.70,000/- - Rs.1,50,000/- with annual increment as may be decided by the Remuneration Committee and the Board of Directors of the company.

(ii) Perquisites:

In addition to (i) above, the Executive Director shall be entitled to following perquisites:



Amitabh Goenka

PREMIER POLYFILM LIMITED

a) House Rent Allowance:

The Executive Director shall be paid House Rent Allowance @ 30% of basic salary per month.

b) Payment against Employees Provident Fund contribution:

The Executive Director shall be paid 10% or more of basic salary in lieu of Employees Provident Fund per month as may be fixed by the company from time to time for senior officers of the company.

c) Conveyance:

The Executive Director shall be provided with the facility of company car.

d) Reimbursement of Medical expenses:

The Executive Director shall be provided with the facility of reimbursement of actual medical expenses incurred by him & his family subject to a maximum of 8.33% of basic salary in a year and can be accumulated for a period of three years.

e) Leave Travel Assistance:

The Executive Director shall be provided with the facility of reimbursement of actual fare but not hotel expenses incurred by him for himself and his wife and dependent children once in two years subject to a maximum of one month's basic salary.

f) Telephone Expenses :

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The Executive Director shall be paid telephone expenses on actual basis against telephone connection installed at his residence.

In addition to this he shall be provided with a cell phone on actual expenses basis.

g) Leave and Gratuity :

The Executive Director will be also entitled to Leave/Leave Encashment and Gratuity as per rules of the Company applicable to Senior officers of the Company.

(B) OVERALL REMUNERATION

The aggregate of salary and perquisites in any financial year shall not exceed the limits prescribed from time to time under Section 198, 309 & other applicable provisions of the Companies Act, 1956 read with Schedule XIII to the said Act as may, for the time being, be in force.

(C) MINIMUM REMUNERATION

In the event of loss or inadequacy of profits, the Executive Director shall be paid the same salary as mentioned in para (A) (i) above and he shall also continue to enjoy all the perquisites as mentioned in para (A) (ii) above. be and is hereby considered, approved and adopted."

Shri Gagan Kumar (Folio No. 19401)
seconded the resolution.



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The resolution was put to vote and passed unanimously.

VOTE OF THANKS

There being no other business to transact, the Chairman expressed his thanks to every one for their attendance and participation in the proceedings of the Meeting.

Shri Pradeep Sood (Demat account No. 301127/15633348) proposed the vote of thanks to the chair.

Shri Ajay Khurana (Demat Account No. IN 300708-10036432) seconded the proposal.

Vote of thanks to the Chair was passed unanimously.

DATED: 09-09-2013
PLACE: NEW DELHI

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CHAIRMAN OF
THE MEETING



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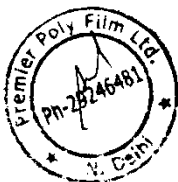
PREMIER POLYFILM LIMITED

ANNEXURE "A"

LIST OF MEMBERS WHO ATTENDED THE 21ST ANNUAL GENERAL MEETING OF PREMIER POLYFILM LTD ON FRIDAY, THE 06TH DAY OF SEPTEMBER, 2013 AT 12.30 P. M. AT SHAH AUDITORIUM, 2, RAJ NIWAS MARG, CIVIL LINES, DELHI 110054.

MEMBER

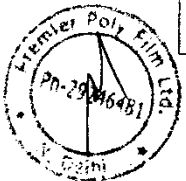
Sr. No.	Folio/Demat Account No.	Name of member
001	IN300020/30059670	Amar Nath Goenka
002	IN300020/30203345	Amar Nath Goenka (HUF)
003	INE30451/12987021	Amitabh Goenka
004	IN301452/10051047	Premier Polyplast & Processors Ltd represented through Shri P D Taneja
005	IN300095/10177733	Puran Dass Taneja
006	IN301055/10828626	Sri Yishvanath Enterprises Ltd represented through Shri S K Pandit
007	IN303989/10002464	D L Millar & Co. Ltd represented through Shri S. K. Pandit
008	IN301127/15633348	Pradeep Sood & Madhu Sood
009	1201410000010225	Rakesh Kumar
010	1201410000011949	Shanti Devi
011	IN300118/11383116	Kiran Ghai
012	IN300206/10998712	Shanti Devi
013	1201910101909731	Sachin Jain
014	300206-11015388	Ankit Gupta
015	IN300394/14752520	Parmod Kumar Jain
016	IN 300118-1045470	Ashok Kumar Gupta
017	IN302269/1529059	Vishnu Dutt Sharma & Vijay Sharma
018	IN303948/10007276	Rekha Gupta
019	IN301356/20485499	Vikas Kumar Gupta



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020	IN301209/10148909	Parveen Kumar Goyal
021	IN 300118-10036553	Dharam Pal Singh
022	IN 300708-10023485	Ramesh Chander Khurana
023	IN 300708-10036432	Ajay Khurana and Sheetal Khurana
024	IN 300708-10470605	Sheetal Khurana and Ajay Khurana
025	IN 300708-10036424	Naveen Khuarna, Sheetal Khurana and Ajay Khurana
026	IN 300206- 10907608	Raju & Permanand
027	IN 300206-10489618	Permanand and Raju
028	12014100000-15354	Manish Kapur
029	1202060000-637866	Rakesh Gupta
030	IN 300118-11529059	Santosh Sharma
031	59	Jaspal Singh Marwah
032	5920	N K Madan
033	5921	Sangeeta
034	5938	Asha Rani Madan
035	6773	Rajrani Aggarwal
036	12859	S N Gupta & Shashi Gupta
037	14542	Arun Kumar Gupta
038	14769	Narinder Pal Singh
039	14770	N P Singh
040	14771	Kulvinder Singh
041	14772	Piara Singh
042	15156	Sushil Kumar
043	15776	Naresh Hemrajni
044	15888	Niraj Gupta
045	16990	Nagendra Kumar Rawat
046	17324	Kiran Jain
047	18027	Chander Mohan & Atul Seth
048	18051	S R Kumar
049	18082	Nirmal Jeet Singh Nayar



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PREMIER POLYFILM LIMITED

050	18083	Inderjeet Nayar
051	19401	Gagan Kumar
052	20796	Rajander Prasad jain
053	20799	Sanjiv Jain
054	20850	Vijay Kumar
055	21087	Rajiv Jain
056	21556	Promila Sharma
057	21829	Prem Chachra and Asha Chachra
058	23370	Savita Rani Kumar
059	23440	Ajay Ajmani
060	23441	Ajay Ajamni
061	23504	Manju Bhargava
062	23505	Neeraj Bhargava
063	23515	Murli Dhar Khanna
064	23458	H S Sahni, B K Sahni
065	23	Kamlesh Kumar Sinha

DATED: 09-09-2013
PLACE: NEW DELHI

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CHAIRMAN OF
THE MEETING

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