

AGRI-TECH (INDIA) LTD.

Nath House, Nath Road, P.B. No. 318, Aurangabad 431 005.
Tel. : 2376314 to 17, Fax : 0240 2376188, E-mail : info@nathseeds.com.

PROCEEDINGS OF THE ANNUAL GENERAL MEETING OF THE MEMBERS OF AGRI-TECH (INDIA) LIMITED HELD ON SATURDAY THE 5TH OF JULY 2014 AT 1.00 P.M AT THE REGISTERED OFFICE OF THE COMPANY AT NATH HOUSE, NATH ROAD, AURANGABAD

DIRECTORS PRESENT

Mr. Satish Kagliwal	Director
Mr. Shrirang Agrawal	Director
Mr. Kashinath Iyer	Director

IN ATTENDANCE

Mr. Devinder Khurana	Vice-President-Finance
Ms. Reshma Talbani	Company Secretary

Members Present

Members present in person: 29
Members present in proxy: 2
Members via E-voting: 0

Mr. Akash Kagliwal, Chairman of the Board was absent and the Board of Directors proposed to appoint Mr. Satish Kagliwal, Director of the company as the Chairman for the Annual General Meeting.

Mr. Satish Kagliwal was elected as the Chairman to preside over the Annual General Meeting by majority of the members by show of hands. Mr. Satish Kagliwal took the Chair and thereafter with the permission of the Members the Chairman's speech was read.

The Notice of the meeting was read with the permission of the Members. After ascertaining that the requisite Quorum for the meeting was present the Chairman called the meeting to order.

The Chairman welcomed the Members to the Annual General Meeting. The Chairman briefed about the performance of the Company in the financial year and also highlighted the plans for the future.

The Chairman also informed the Board & the members that pursuant to the amended Clause 35B of the listing agreement, the company has provided the E-voting facility to its members for passing all the resolutions in this Annual General



Meeting. The report of the Scrutinizer has been obtained from the Neha P. Agrawal; scrutinizer of the Company.

The Following business was transacted at the meeting.

1. Adoption of Accounts

The Audited Annual Accounts together with the schedules and other relevant information were placed before the members for their Adoption & Approval. After due deliberations and discussions the Members considered the Profit & Loss Account for the year ended 31st March 2014 & Balance Sheet as on that date with the Auditors Report, Directors' Report. In this respect a resolution was put forth by the Chairman and accordingly Mr. Satish Kagliwal proposed and Mr. Hitesh Purohit seconded the following resolution.

“RESOLVED THAT, the Audited Profit & Loss Account for the year ended 31st March, 2014 and the Balance Sheet of the company as at that date together with Directors' Report and Auditors Report, thereon, be and the same are hereby received, approved and adopted.”

The Chairman put the resolution for voting by show of hands and the resolution was passed unanimously.

2. Re-Appointment of Director

The Matter concerning the Re-appointment of Mr. Shrirang Agrawal as the Director was placed before the Members for their consideration and Approval. In this regard a resolution was put forward by the Chairman and accordingly Mr. Satish Kagliwal proposed and Mr. Kashinath Iyer seconded the following resolution to be passed as an ordinary resolution.

“RESOLVED THAT Mr. Shrirang Agrawal, Independent Director of the Company who retires by rotation and being eligible offers himself for re-appointment be and is hereby re-appointed as the Director of the Company.”

The Chairman put the resolution for voting by show of hands and the resolution was passed unanimously.

3. Re-Appointment of Auditors

The matter concerning the Re-appointment of M/s Gautam N Associates, Chartered Accountants was placed before the Members for their consideration and Approval. In this respect a resolution was put forward by the Chairman and accordingly Mr. Kashinath Iyer proposed and Mr. Hitesh Purohit seconded the following resolution as ordinary resolution.

“RESOLVED THAT pursuant to the provisions of Section 139 of the Companies Act, 2013, M/s Gautam N Associates, Chartered Accountants, Aurangabad, (Firm registration no: 103117W) the retiring Auditors be and are hereby re-appointed as the Statutory Auditors of the Company for a period of three years from the

conclusion of this meeting until the conclusion of the Fourth Annual General Meeting, on such remuneration as may be determined by the Board of Directors of the Company.”

The Chairman put the resolution for voting by show of hands and the resolution was passed unanimously.

4. APPOINTMENT OF MANAGING DIRECTOR

The Matter concerning the appointment of Managing Director as the Director was placed before the Members for their consideration and Approval. In this respect a resolution was put forward by the Chairman and accordingly Mr. Kashinath Iyer proposed and Mr. Shrirang Agrawal seconded the following resolution as ordinary resolution.

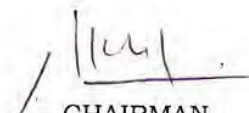
“RESOLVED THAT pursuant to the provisions of Section 196 & 203 of the Companies Act 2013 (including any amendment, modification, variation or re-enactment thereof), (Section 198, 269, 309 Schedule XIII to the Companies Act, 1956) and subject to approval of the Central Government, if any, the approval of the Company be and is hereby accorded to the re-appointment of Mr. Akash Kagliwal as the Managing Director of the Company for a period of five years effective from 5th July 2014 to 5th July 2019 without any remuneration.

RESOLVED FURTHER THAT Mr. Satish Kagliwal, Director of the Company be and is hereby authorized to do all such acts things and deeds as may be necessary to give effect to the above resolution.”

The Chairman put the resolution for voting by show of hands and the resolution was passed unanimously.

The Meeting concluded with a Vote of Thanks to the Chair.

Date: 05.07.2014
Place: Aurangabad


CHAIRMAN
Mr. Satish Kagliwal