

EXTRACT FROM THE MINUTES OF THE RESOLUTIONS PASSED BY SHAREHOLDERS BY WAY OF POSTAL BALLOT ON MONDAY, 16TH MARCH, 2015 & RESULTS DECLARED AT REGISTERED OFFICE OF THE COMPANY AT 6-3-648/401, IV FLOOR, PADMAJA LANDMARK, SOMAJIGUDA, HYDERABAD, TELANGANA

Special Resolution

1. Sub-division of 1(one) Equity Share of face value of Rs.10/- each into 2(two) Equity Shares of Rs.5/- each

“RESOLVED THAT pursuant to the provisions of Section 61, 64 and other applicable provisions, if any, of the Companies Act, 2013, (including any statutory modification or re-enactment thereof for the time being in force), subject to regulation 26 of Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeover) Regulations, 2011, subject to such other laws as may be applicable and in accordance with the provisions of the Memorandum and Articles of Association of the Company and subject to such other approval(s), consent(s), permission(s) and sanction(s) as may be necessary from the concerned Statutory Authority(ies), each Equity Share of the Company having a face value of Rs.10/- (Rupees Ten only) each fully paid-up be sub-divided into 2 (two) Equity Shares of the face value of Rs.5/- (Rupees Five only) each fully paid-up.

RESOLVED FURTHER THAT on sub-division, 2 (Two) Equity Shares of face value of Rs.5/- (Rupees Five only) each be allotted in lieu of existing 1 (one) Equity Share of Rs. 10/- (Rupees Ten only) each subject to the terms of the Memorandum and Articles of Association of the Company and shall rank *pari passu* in all respects with the existing fully paid Equity Shares of Rs.10/- (Rupees Ten only) each of the Company and shall be entitled to participate in full in dividends to be declared after the subdivided Equity Shares are allotted.

RESOLVED FURTHER THAT on sub-division of Equity Shares as aforesaid, the existing share certificate(s) in relation to the existing Equity Shares of the face value of Rs.10/- (Rupees Ten only) each held in physical form shall be deemed to have been automatically cancelled and be of no effect on and from the Record Date and the Company may, without requiring the surrender of the existing share certificate(s), issue and dispatch the new share certificate(s) of the Company in lieu of such existing share certificate(s) subject to the provisions of the Companies (Share Capital and Debentures) Rules, 2014 and in the case of Equity Shares held in the dematerialised form, the number of sub-divided Equity Shares be credited to the respective beneficiary accounts of the Members with the depository participants, in lieu of the existing credits representing the Equity Shares of the Company before sub-division.

For PITTI LAMINATIONS LTD.



Satyabrata Padhi
Company Secretary

Regd. & H.O : 6-3-648 / 401, 4th floor, Padmaja Landmark, Somajiguda, Hyderabad - 500 082., Telangana, India.
Plant-I : Survey No. 1603 & 1607, Nandigaon (V), Mahaboob Nagar Dist. - 509 223, Telangana, India.
Plant-II : Survey No. 1837 & 1838, Jingoniguda Road, Nandigaon (V), Mahaboob Nagar Dist.- 509 223, Telangana, India.
Plant-III : Plot No. PAP-K-11 MIDC Near Village Khalumbre, Chakan Post, Tal-Khad, Dist-Pune-410501, India.
Tool Room : Survey No. 1603 & 1607, Nandigaon (V), Mahaboob Nagar Dist. - 509 223, Telangana, India.



RESOLVED FURTHER THAT the Board of Directors of the Company (which expression shall also include a Committee thereof) be authorised to take such steps as may be necessary including the delegation of all or any of its powers herein conferred to Shri Y B Sahgal, Executive Director and Shri Satyabrata Padhi, Company Secretary for obtaining approvals, statutory, contractual or otherwise, in relation to the above and to settle all matters arising out of and incidental thereto, and to execute all deeds, applications, documents and writings that may be required, on behalf of the Company and generally to do all acts, deeds, matters and things that may be necessary, proper, expedient or incidental for the purpose of giving effect to this Resolution”.

Ordinary Resolution

2. Alteration of Capital Clause of Memorandum of Association


“RESOLVED THAT subject to Section 13, 61 and other applicable provisions of the Companies Act, 2013 (including any statutory modification or re-enactment thereof for the time being in force) and subject to such other approval(s) from the concerned Statutory Authority(ies), Clause V of the Memorandum of Association of the Company relating to Capital be substituted by the following Clause:

Clause V would be substituted as follows:

The Authorised share Capital of the Company is Rs.15,00,00,000/- (Rupees Fifteen crores only) divided in 3,00,00,000 (Three Crores) Equity shares of Rs.5/- (Rupees Five only) with the rights, privileges and conditions attaching thereto as are provided by the regulations of the company for the time being, with the power to increase and reduce the capital of the company and to divide the shares in the capital of the time being into several classes and to attach thereto respectively such preferential rights privileges or conditions as may be determined by or in accordance with the regulations of the Company and to vary, modify or abrogate any such rights, privileges or conditions in such manner as may, for the time being be provided by the regulations of the Company.

RESOLVED FURTHER THAT the Board of Directors of the Company (which expression shall also include a Committee thereof) be authorised to take such steps as may be necessary including the delegation of all or any of its powers herein conferred to Shri Y B Sahgal, Executive Director and Shri Satyabrata Padhi, Company Secretary for obtaining approvals, statutory, contractual or otherwise, in relation to the above and to do all acts, deeds, matters and things that may be necessary, proper, expedient or incidental for the purpose of giving effect to this Resolution”.

For PITTI LAMINATIONS LTD.


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