

MINUTES OF THE ANNUAL GENERAL MEETING OF NEIL INDUSTRIES LIMITED HELD ON 28<sup>TH</sup> SEPTEMBER 2012 AT 11.00 A.M. AT ITS REGISTERED OFFICE AT 203, Sarat Bose Road, 3<sup>rd</sup> floor, Near Deshpriya Park, Kolkata -700029:

**PRESENT**

Mr. Arvind Kumar Mittal  
Mr. Chandra Kant Dwivedi  
Mr. Rajesh Bajpai

Director  
Director  
Director

With several other members who were present

**CHAIRMAN**

Mr. Arvind Kumar Mittal, Chairman of the meeting occupied the chair and ordered the meeting to commence.

**QUORUM**

After having verified the requisite quorum, the Chairman called the meeting to order. The Chairman welcomed the members to the meeting.

**NOTICE CONVENING THE MEETING AND DIRECTOR'S REPORT**

With the permission of Chairman, the Notice convening the Meeting and Directors' Report, as circulated to the Members was taken as read.

**AUDITORS' REPORT**

The Chairman read out the Auditor's Report on Annual Accounts for the period ended on 31st March, 2012 to the Members.

**APPROVAL OF ACCOUNTS**

The Chairman then explained the activities of the company and invited the members present to ask queries arising out of the balance sheet, profit and loss account, Director's Report and Auditor's Report.

  
Chairman's Initial



Several questions (not involving any important point of principle) were asked and suitably replied by the Chairman. The Chairman proposed the following resolution:

**RESOLVED THAT** the Profit and Loss Account for the year ended 31.03.2012 and the Balance Sheet as on that date and the Director's Report and the Auditor's Report thereon be and are hereby received and adopted."

The Resolution was put to vote and was unanimously passed on show of hands.

#### **RE-APPOINTMENT OF THE RETIRING DIRECTOR**

It was informed by the Board that in pursuance of the provisions of Section 255 of the Companies Act 1956, Shri Arvind Kumar Mittal who retires by rotation and is eligible for re appointment be and is hereby re- appointed.

**RESOLVED THAT** Pursuant to Section 255 of the Companies Act 1956 along with other corresponding sections of the Companies Act 1956 if any, Mr. Arvind Kumar Mittal who retires by rotation and makes himself eligible for re-appointment be and is hereby re appointed."

#### **REGULARIZATION OF ADDITIONAL DIRECTOR**

The Chairman informed the board that Mr. Rajesh Bajpai who was appointed as Additional Director by the Board to hold the office upto the date of this Annual General Meeting, Board have received notice form members for his regularization so from this Annual General Meeting he has been regularized and appointed as Director of the Board.

"Resolved that Mr. Rajesh Bajpai, who was appointed as an Additional Director by the Board under the provisions of section 260 of the Companies Act, 1956 and hold the office upto the date of this Annual General Meeting and in respect of whom the Company has received a notice in writing from a member signifying his intention to propose his candidature for the office of Director of the Company, be and is hereby appointed as a Director of the Company liable to retire by rotation."

  
Chairman's Initial

The Resolution was put to vote and was passed on show of hands.

**APPOINTMENT OF AUDITORS**

The Chairman informed the board that the auditors of the Company i.e Mr. R K Patodi, Chartered Accountants 2 Church Lane 4<sup>th</sup> Floor, Kolkata retire at the conclusion of this Annual General Meeting of the Company be and are re appointed as the Statutory Auditors of the Company for conducting the audit of the Company for the financial year 2012-2013.

**"RESOLVED THAT** pursuant to section 224 and other applicable provisions of the Companies Act 1956, Mr. R K Patodi, (Chartered Accountants), 2 Church Lane 4<sup>th</sup> Floor, Kolkata be and are hereby re appointed as the Statutory Auditors of the Company for conducting the statutory audit of the Company for the financial year 2012-2013."

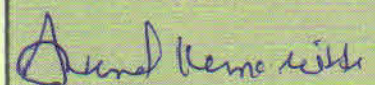
The resolution was put to vote and passed unanimously by show of hands.

**VOTE OF THANKS**

There being no other business to transact, meeting ended with a vote of thanks to the Chair.

**DATE:** 18.10.2012

**PLACE:** KOLKATA



Chairman's Initial