MINUTES OF THIRTY FOURTH (34th) ANNUAL GENERAL MEETING OF M/S INTERNATIONAL CONSTRUCTIONS LIMITED HELD ON MONDAY 4th SEPTEMBER, 2017 AT 11:00 AM AT ITS REGISTERED OFFICE AT NO. 8, THE ICON, 5TH FLOOR, 80 FEET MAIN ROAD, INDIRANAGAR, HAL 3RD STAGE, BANGALORE 560075

DIRECTORS PRESENT:

Mr. Anil Kumar Sethi

Mrs. Priti Devi Sethi

ALSO PRESENT:

Mr. S Nakkiran- Company Secretary

MEMBERS PRESENT:

IN PERSON: 6

IN PROXY: NIL

1. ELECTION OF THE CHAIRMAN

Mr. Anil Kumar Sethi, Chairman of the Board, took the 'Chair' and presided over the meeting.

2. ASCERTAINMENT OF QUORUM

After ascertaining that the requisite quorum is present for the meeting, the Chairman called the meeting to order.

3. INSPECTION OF REGISTER

The Chairman informed the Members that the Statutory Books and Registers were kept in the meeting and are open for inspection.

4. READING OF NOTICE

With the permission of the Members, the notice convening the Annual General Meeting of the Company was taken as read.

5. AUDITORS' REPORT

Mr. S Nakkiran Company secretary read the Auditors' Report for the year ended 31st March 2017 and the Annexure to the Auditors' Report with the permission of the shareholders.

6. BOARDS' REPORT

With the consent of the Members present at the meeting, the Boards' Report and Accounts annexed thereto which was having been circulated to the members along with the notice were taken as read.

The Chairman informed that the Company had provided the Members the facility to cast their vote electronically, on all resolutions set forth in the Notice. Members who were present at the AGM and had not cast their votes electronically were provided an opportunity to cast their votes. It was further informed that there would be no voting by show of hands.

The following items of business, as per the Notice of AGM dated August 7, 2017, were transacted at the meeting.

1. Adoption of Financial Statements (including the consolidated financial statements) of the Company for the financial year ended March 31, 2017 and the reports of the Board of Directors (`the Board') and Auditors thereon.

2. Appointment of Mr. Subhash Kumar Jain as a director liable to retire by rotation

3. Appointment of M/s Maheshwari & Associates, Chartered Accountants Bangalore as auditors of the company in place of M/s Vijay Kumar Agarwal and Co, Chartered Accountants, Kolkata as Auditors for 5 years and fixation of their remuneration.

Clarifications were provided to the queries raised by the members. In case of Appointment of Auditors, the Company secretary clarified the members that the term of appointment of M/s Vijay Kumar Agarwal and Co, Chartered Accountants, Kolkata as Auditors expired with 2016-17 and accordingly M/s Maheshwari & Associates, Chartered Accountants Bangalore were recommended by the Board after receiving due recommendation from the audit committee as

auditors of the company in place of M/s Vijay Kumar Agarwal and Co, for a period of 5 years

The Board of Directors had appointed PCS S Jayaraman as the Scrutinizer to supervise the e-voting and ballot voting process. The Chairman authorized the Company secretary to declare the results of voting.

The scrutinizers report was received and accordingly all the resolutions as set out in the notice were declared as passed.

VOTE OF THANKS TO CHAIR

As there being no other business, the meeting was ended with a 'Vote of Thanks' to the 'Chair'.

PLACE: BANGALORE
DATE OF ENTRY: 11.09.201

Sd/-xxx
CHAIRMAN
DATE OF SIGNING: 11.09.2017

CERTIFIED TRUE COPY

For International Constructions Limited

S. Nakkiran
AGM & Company Secretary