

NATIONAL BUILDINGS CONSTRUCTION CORPORATION LIMITED
(A Govt. of India Enterprise)

MINUTES OF THE 53rd ANNUAL GENERAL MEETING OF
SEPTEMBER 10, 2013

The 53rd Annual General Meeting of the Company was held on Tuesday, the September 10, 2013 at 10.30 a.m at Air Force Auditorium, Subroto Park, New Delhi -110 010.

All the directors of the Company were present except Mr V K Gupta, who was abroad.

Members present in person/proxy were 3776 as per attendance recorded at the venue.

Shri Anoop K Mittal, Chairman of the Company took the Chair.

With the permission of the members, the Notice of the meeting was taken as read.

The Chairman informed the members that the Register of Directors' shareholding maintained by the Company pursuant to Section 307 of the Companies Act, 1956 was open and accessible to the members for inspection.

The Chairman delivered his address at the 53rd Annual General Meeting of the Company.

Item No. 1: To receive, consider and adopt the Audited Accounts as at March 31, 2013 and the reports of the Directors' and Auditors' thereon.

The following resolution proposed by Mr Naresh Gupta and seconded by Mrs Sushma Aggarwal, members of the Company, duly adopted as an Ordinary Resolution in the meeting.

"RESOLVED THAT the Audited Balance Sheet as at 31st March, 2013 and the Profit and Loss Account for the year ended 31st March, 2013 together with Reports of Directors' and Auditors' thereon, be and are hereby, approved and adopted."

Called True Copy
As. 23/09/13

Item No. 2: To declare dividend for the financial year 2012-13.

The following resolution proposed by Mrs Manju Gupta and seconded by Mr Jaswinder, members of the Company, duly adopted as an Ordinary Resolution in the meeting.

"RESOLVED THAT a dividend of 37.5%, on the paid-up equity capital of the Company, as recommended by the Board of Directors for the year 2012-13, be and is hereby, confirmed and approved and the same be paid to those Members, whose names appear on the Register of Members of the Company as on 04th September, 2013."

Item No.3: To fix and/or determine the payment of remuneration to the Auditors of the Company to be appointed by the Comptroller and Auditor General of India for auditing the accounts of the Company for the financial year 2013-14.

The following resolution proposed by Mr Perminder Singh and seconded by Mr Jaswinder Singh, members of the Company, duly adopted as an Ordinary Resolution in the meeting.

"RESOLVED THAT, subject to the recommendations of Audit Committee, the Board of Directors be and are hereby authorized to fix the remuneration of the Statutory Auditors appointed by the C&AG for the year 2013-14."

Item No.4: To consider and if thought fit, to pass with or without modification(s), the following resolution as an Ordinary Resolution:

The following resolution proposed by Mr M L Wadhwa and seconded by Mr Yogesh Sharma, members of the Company, duly adopted as an **Ordinary Resolution in the meeting.**

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"RESOLVED THAT Shri S K Pal, who was appointed as an Additional Director and designated as Director (Finance) under Section 260 of the Companies Act, 1956, effective February 01st, 2013 and holds office up to the 53rd Annual General Meeting and in respect of whom, the Company has received a notice in writing, under Section 257 of the Companies Act, 1956, from a member proposing his candidature for the office of director, be and is hereby appointed as a Director of the Company."

Item No.5: To consider and if thought fit, to pass with or without modification(s), the following resolution as an Ordinary Resolution:

The following resolution proposed by Mr Rattan Kumar Jain and seconded by Mr Raj Kumar Jain, members of the Company, duly adopted as an **Ordinary Resolution in the meeting.**

"RESOLVED THAT Shri Naresh Salecha, who was appointed as an Additional Director (Government Nominee Director) under Section 260 of the Companies Act, 1956, effective February 14th, 2013 and holds office up to the 53rd Annual General Meeting and in respect of whom, the Company has received a notice in writing, under Section 257 of the Companies Act, 1956, from a member proposing his candidature for the office of director, be and is hereby appointed as a Director of the Company."

The meeting ended with a vote of thanks to the Chair.

*Copy
Certified True
Joshi
Cs
23/08/13*