Nahar CAPITAL AND FINANCIAL SERVICES LTD.

(A NON-BANKING FINANCIAL COMPANY)
Regd. Office & Corporate Office : "Nahar Tower", 375, Industrial Area-A, Ludhiana -141 003 (INDIA)
Phones : 91-161-2600701 to 705, 5066330 to 335 Fax : 91-161-2222942, 2601956
Email : secnsm@ownnahar.com Website : www.ownnahar.com

NCFSL/SD/2012-13/2107

October 11, 2012

1. The Manager,
   The National Stock Exchange of India Limited
   Exchange Plaza, 5th Floor, Plot No. C/1, G-Block
   Bandra-Kurla Complex, Bandra (E)
   MUMBAI – 400 051

2. The General Manager,
   The Bombay Stock Exchange Limited
   25th Floor, P.J. Tower,
   Dalal Street, Mumbai
   MUMBAI – 400 001

SUB: MINUTES OF ANNUAL GENERAL MEETING

Dear Sir,

This is in continuation of our earlier letter vide which we have informed you that all the resolutions contained in the Notice of Annual General Meeting have been carried unanimously and that the shareholders of the Company have approved the dividend @ 30% i.e. Rs. 1.50/- each share of the Equity Share Capital for the year 2011-12 in their Annual General Meeting held on 29th September, 2012 as recommended by Board of Directors.

Now Pursuant to the Clause 31 (d) of the Listing Agreement, we are sending herewith Minutes of 7th Annual General Meeting of the Company held on 29th September, 2012 for your reference and records.

This is for your information please.

Thanking you,

Yours faithfully,
For NAHAR CAPITAL AND FINANCIAL SERVICES LTD.

COMPANY SECRETARY
Encl: As above

Mumbai : 414, Raheja Chambers, 213 Nariman Point, Mumbai - 400 021
Phones : 91-22-22835262, 22835362
Fax : 91 -22-22872863
Email: mumbai@ownnahar.com

Gurgaon : Flat No. 22-B, Sector-18, Gurgaon-120 015 (India)
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NAHAR CAPITAL AND FINANCIAL SERVICES LIMITED
Regd. Office: 375, INDUSTRIAL AREA – A, LUDHIANA

MINUTES OF SEVENTH ANNUAL GENERAL MEETING OF THE COMPANY HELD ON SATURDAY, 29TH SEPTEMBER, 2012 AT 11.15 A.M. AT THE PREMISES OF NAHAR INDUSTRIAL ENTERPRISES LIMITED, FOCAL POINT, LUDHIANA.

PRESENT

DIRECTORS	MEMBERS (AS PER ATTENDANCE REGISTER)
1. SH. S.K SHARMA 2. SH. DINESH GOGNA 3. PROF. K.S. MAINI 4. DR. S. K. SINGLA 5. DR. O.P. SAHNI 6. DR. YASH PAUL SACHDEVA	83 Shareholders holding 11504529 Equity Shares attended the meeting.

BY INVITATION: Mr. Vinod Khanna, Partner of M/s. Gupta Vigg & Co., Auditors of the Company.

CHAIRMAN OF THE MEETING

In the absence of the Chairman, Sh. J.L. Oswal, the members unanimously elected Sh. Dinesh Gogna, Director of the Company, as Chairman to preside over the meeting. The Chairman welcomed the members present and introduced the Board members sitting on the Dias to the shareholders.

On being informed by Mr. Preet Kanwar Singh, Company Secretary that the quorum for the meeting is present, the Chairman called the meeting to order so that formal proceedings of the meeting could commence.

Thereafter the Chairman drew the attention of the members that statutory books were available for inspection at the meeting. He further informed that the Company received 1 proxy and 14 authorisation from the Corporate Shareholders holding totaling 1,14,84,696 Equity Shares of the Company, equivalent to 68.58% of the total Share Capital. Thereafter he asked Mr. Preet Kanwar Singh, Company Secretary of the Company, to read out the Auditor's report. The Report was read out at the meeting.

Thereafter the Chairman gave a brief speech highlighting the performance as well as achievements of the company during the year.

For Nahar Capital & Financial Services Ltd.

Co. Secretary

With the consent of the members present, the Notice convening the meeting was taken as read. Thereafter, the meeting proceeded as per the items specified in the Notice.

ORDINARY BUSINESS:

1. ADOPTION OF ANNUAL ACCOUNTS

The Chairman drew the attention of the members to the first item of the Notice. Thereafter Sh. Mukesh Sood proposed and Sh. G.T Pillai seconded the following resolution as an Ordinary Resolution.

"RESOLVED that the Statement of Profit & Loss for the year ended 31st March, 2012 and Balance Sheet as on date together with the Directors Report and Auditor's Report thereon, as laid before the members, be and are hereby adopted and confirmed."

Before putting the resolution to vote, the Chairman invited the Members to offer their comment or seek clarification, if any, on the reports and Annual Accounts. Thereupon some members asked questions regarding the working of the Company. The Chairman thanked the shareholders for showing keen interest in the working of the Company. Thereafter, Prof. K.S. Maini, Chairman of the Audit Committee, replied to the queries of the members to their satisfaction.

Thereafter, the Chairman put the resolution to vote on a show of hands. He declared the resolution carried unanimously by the show of hands.

2. DECLARATION OF DIVIDEND ON EQUITY SHARES

The Chairman drew the attention of the members to the second item of the Notice. He informed that the Board has recommended equity dividend @ 30% i.e. Rs. 1.50 per Equity Share for the year ended on 31st March, 2012. Thereafter Sh. H.R. Kapoor proposed and Sh. Dharam Paul seconded the following resolution as an Ordinary Resolution:

"RESOLVED that a dividend @ 30% i.e. Rs. 1.50 per fully paid up share on Equity Share Capital of the Company for the year ended 31st March, 2012 be and is hereby declared out of the current year's profits."

"RESOLVED FURTHER THAT dividend in respect of physical shares be paid to those shareholders whose names appear in the Register of Members of the Company on 29th September, 2012 and in respect of shares held in Electronic form, the dividend be paid on the basis of Beneficial Ownership data on the close of business on 20th September, 2012 as furnished by the Depositories, viz. National Securities Depository Limited and Central Depository Services (India) Limited and the dividend warrants be posted within prescribed period under the Companies Act, 1956, to all the shareholders who are entitled to receive the payment."

For Nahar Capital & Financial Services Ltd.

Co. Secretary

Thereafter, the Chairman put the resolution to vote on a show of hands. He declared the resolution carried unanimously by the show of hands.

3. APPOINTMENT OF DIRECTOR

The Chairman drew the attention of the members to the third item of the Notice regarding reappointment of Sh. Jawahar Lal Oswal who was retiring by rotation pursuant to Section 256 of the Companies Act, 1956 and seeking reappointment. Thereafter Sh. Manjit Singh proposed and Sh. G.T. Pillai seconded the following resolution as an Ordinary Resolution.

"RESOLVED that Sh. Jawahar Lal Oswal who retires by rotation pursuant to Section 256 of the Companies Act, 1956 and being eligible offers himself for re-appointment be and is hereby re-appointed as a Director of the Company liable to retire by rotation."

Thereafter, the Chairman put the resolution to vote on a show of hands. He declared the resolution carried unanimously by the show of hands.

4. APPOINTMENT OF DIRECTOR

The Chairman drew the attention of the members to the fourth item of the Notice regarding reappointment of Sh. Kamal Oswal who was retiring by rotation pursuant to Section 256 of the Companies Act, 1956 and seeking reappointment. Thereafter Sh. H.R. Kapoor proposed and Sh. P.K Vashishth seconded the following resolution as an Ordinary Resolution.

"RESOLVED that Sh. Kamal Oswal who retires by rotation pursuant to Section 256 of the Companies Act, 1956 and being eligible offers himself for re-appointment be and is hereby re-appointed as a Director of the Company liable to retire by rotation."

Thereafter, the Chairman put the resolution to vote on a show of hands. He declared the resolution carried unanimously by the show of hands.

5. APPOINTMENT OF DIRECTOR

The Chairman drew the attention of the members to the fifth item of the Notice regarding reappointment of Sh. Dinesh Gogna who was retiring by rotation pursuant to Section 256 of the Companies Act, 1956 and seeking reappointment. Thereafter Sh. Anil Garg proposed and Sh. Shibhu Thomas seconded the following resolution as an Ordinary Resolution.

"RESOLVED that Sh. Dinesh Gogna who retires by rotation pursuant to Section 256 of the Companies Act, 1956 and being eligible offers himself for re-appointment be and is hereby re- appointed as a director of the Company liable to retire by rotation."

For Nahar Capital & Financial Services Ltd.

Co. Secretary

Thereafter, the Chairman put the resolution to vote on a show of hands. He declared the resolution carried unanimously by the show of hands.

6.APPOINTMENT OF DIRECTOR

The Chairman drew the attention of the members to the sixth item of the Notice regarding reappointment of Dr. Om Parkash Sahni who was retiring by rotation pursuant to Section 256 of the Companies Act, 1956 and seeking reappointment. Thereafter Sh. Dharampaul proposed and Sh. Anil Garg seconded the following resolution as an Ordinary Resolution.

"RESOLVED that Dr. Om Parkash Sahni who retires by rotation pursuant to Section 256 of the Companies Act, 1956 and being eligible offers himself for re-appointment be and is hereby re- appointed as a director of the Company liable to retire by rotation."

Thereafter, the Chairman put the resolution to vote on a show of hands. He declared the resolution carried unanimously by the show of hands.

7. APPOINTMENT OF AUDITORS AND TO FIX THEIR REMUNERATION

The Chairman drew the attention of the members to the seventh item of the Notice. He informed that period of appointment of M/s Gupta Vigg. & Co. Chartered Accountants, Ludhiana, the Statutory Auditors of the Company is expiring today and they have given certificate under Section 224A and other applicable provisions of the Companies Act, 1956. Thereafter Sh. Manjit Singh proposed and Sh. Atul Sud seconded the following resolution as an Ordinary Resolution.

"RESOLVED THAT pursuant to the provisions of Section 224A and other applicable provisions, if any, of the Companies Act, 1956, M/s Gupta Vigg. & Co. Chartered Accountants, Ludhiana, the retiring Auditors of the Company be and are hereby re-appointed as Statutory Auditors of the Company for the financial year 2012-13 to hold office up to the conclusion of the next Annual General Meeting of the Company at such remuneration as may be fixed and decided by the Board of Directors of the Company in consultation with the Audit Committee and Statutory Auditors."

Thereafter, the Chairman put the resolution to vote on a show of hands. He declared the resolution carried unanimously by the show of hands.

There being no other matter for discussion, the meeting concluded with a vote of thanks to the chair.

Sd/-

DATED: 29.09.2012
PLACE: LUDHIANA

CHAIRMAN

CERTIFIED TO BE TRUE COPY

For Nahar Capital & Financial Services Ltd.

Co. Secretary