



National Oxygen Limited

Manufacturers of : Liquid & Gaseous Oxygen, Liquid & Gaseous Nitrogen,
Liquid & Gaseous Medical Oxygen & Dissolved Acetylene Gas

Registered Office : No.80, (Old No.141), Greams Road, Chennai - 600 006.

Phone : (044) 28290707 Fax : (044) 28290770

E-mail : sales@nolgroup.com, contact@nolgroup.com Website : WWW.nolgroup.com

Chennai

NOL:RO: 724

Date : 28.09.2012

Madras Stock Exchange Ltd,
Exchnage Building
30, Second Line Beach,
Chennai-600001

Sir,

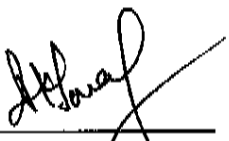
Sub: Proceedings of the Annual General Meeting 2011-12

We are forwarding herewith the proceedings of the Thirty Seventh Annual General Meeting of the shareholders of our Company held on 28th September, 2012 at " Hotel Kanchi", 28, Commander-in-chief Road, Egmore, Chennai-600 105.

This is for your information and records.

Yours faithfully,

For National Oxygen Ltd


Rajesh Kumar Saraf
Joint Managing Director



Encl:

Proceedings of the AGM



An ISO 9001 : 2000 Company

Breathing Life Into Industry

FACTORY 1 : Pondy - Villupuram Road, Thiruvandar Koil, Puducherry - 605 102.

Ph : (0413)-2640446 to 48, Fax : (0413) 2640181 E-mail : nolpondy@nolgroup.com

FACTORY 2 : Trichy - Pudukottai Road, Mathur- 622 515, Pudukottai District. Ph : (0431) 2660400



National Oxygen Limited

Manufacturers of : Liquid & Gaseous Oxygen, Liquid & Gaseous Nitrogen,
Liquid & Gaseous Medical Oxygen & Dissolved Acetylene Gas

Registered Office : No.80, (Old No.141), Greams Road, Chennai - 600 006.

Phone : (044) 28290707 Fax : (044) 28290770

E-mail : sales@nolgroup.com, contact@nolgroup.com Website : WWW.nolgroup.com

PROCEEDINGS OF THE THIRTY SEVENTH ANNUAL GENERAL MEETING OF THE MEMBERS OF THE COMPANY HELD ON THE 28TH DAY OF SEPTEMBER 2012 AT 10.30 A.M. AT HOTEL KANCHI, 28, COMMANDER IN CHIEF ROAD, EGMORE, CHENNAI-600 105

Name of the Company	:	National Oxygen Limited
Date of AGM	:	28 th September 2012
Total Number of shareholders as on record date	:	4478
Number of shareholders present in the meeting either in person or through proxy	:	251
Promoters and Promoter Group	:	1
Public	:	250 (in person – 250 Proxy – Nil)
No.of shareholders attended the meeting through video conferencing	:	No Video conferencing was established for AGM

DIRECTORS PRESENT:

Mr.Rajesh Kumar Saraf, Joint Managing Director

Mr.P.Siva (Chairman of the Audit Committee)

Dr D M Mohunta, Director

Mr. Rajesh Kumar Saraf, was unanimously elected as the Chairman and he occupied the Chair. He, then announced that as the required quorum being present, the meeting was in order. He also announced that the registers as per the statutory requirements were kept open for inspection by the members.

The Chairman then addressed the shareholders of the Company. He then invited questions and comments on the working of the company. Mr Ravi, a shareholder enquired about the growth prospects of the Company for the forthcoming year, production details and new plant project costs and funding through rights issue. The Chairman replied that the company had a very good product demand from the customers and the starting up of a new factory at Perundurai would help them to cater the vide demand if the power supply would be constant. He also added that this would help the company in improving its



An ISO 9001 : 2000 Company

Breathing Life Into Industry

FACTORY 1 : Pondy - Villupuram Road, Thiruvandar Koil, Puducherry - 605 102.

Ph : (0413)-2640446 to 48, Fax : (0413) 2640181 E-mail : nolpondy@nolgroup.com

FACTORY 2 : Trichy - Pudukottai Road, Mathur- 622 515, Pudukottai District. Ph : (0431) 2660400



National Oxygen Limited

Manufacturers of : Liquid & Gaseous Oxygen, Liquid & Gaseous Nitrogen,
Liquid & Gaseous Medical Oxygen & Dissolved Acetylene Gas

Registered Office : No.80, (Old No.141), Greams Road, Chennai - 600 006.

Phone : (044) 28290707 Fax : (044) 28290770

E-mail : sales@nolgroup.com, contact@nolgroup.com Website : WWW.nolgroup.com

production capacity and profitability. Another shareholder Mr Srinivasan asked that the Company can also look towards entering in the Medical Oxygen Segment, for which the Chairman replied that the Company is already supplying Medical Oxygen and will look forward for expanding in the particular segment in the coming years. As no further questions were raised, the Chairman then proceeded with the meeting.

With the permission of the Members, the notice calling the meeting and the Auditor's report was taken as read. Then the first item in the agenda was taken up for consideration.

ORDINARY BUSINESS:

ITEM NO.1:

"RESOLVED that Balance Sheet as on 31st March 2012, the Profit and Loss Account for the year ended as on that date together with the report of the Directors and Auditors thereon as placed before this meeting be and is hereby approved and adopted."

PROPOSED BY: Mr Srinivasan

SECONDED BY: Mr. Shanmukam

CARRIED UNANIMOUSLY AS AN ORDINARY RESOLUTION

ITEM NO.2:

"RESOLVED THAT the interim dividend declared on 3rd May 2012 by the Board of Directors at the rate of 10% aggregating to Rs. 31,16,550/- paid to those persons whose names appeared in the Register of Members as on 12th May 2012, be and is hereby confirmed as the final dividend."

PROPOSED BY: Mr Nyanaprakash

SECONDED BY: Mr Srinivasan

CARRIED UNANIMOUSLY AS AN ORDINARY RESOLUTION

ITEM NO.3:

"RESOLVED that Mr Anil Seth, Director retiring by rotation and who is eligible for re-appointment be and is hereby re-appointed as a Director of the Company."



An ISO 9001 : 2000 Company

Breathing Life Into Industry

FACTORY 1 : Pondy - Villupuram Road, Thiruvandar Koil, Puducherry - 605 102.
Ph : (0413)-2640446 to 48, Fax : (0413) 2640181 E-mail : nolponddy@nolgroup.com

FACTORY 2 : Trichy - Pudukottai Road, Mathur- 622 515, Pudukottai District. Ph : (0431) 2660400



National Oxygen Limited

Manufacturers of : Liquid & Gaseous Oxygen, Liquid & Gaseous Nitrogen,
Liquid & Gaseous Medical Oxygen & Dissolved Acetylene Gas

Registered Office : No.80, (Old No.141), Greams Road, Chennai - 600 006.

Phone : (044) 28290707 Fax : (044) 28290770

E-mail : sales@nolgroup.com, contact@nolgroup.com Website : WWW.nolgroup.com

PROPOSED BY: Mr Deepak
SECONDED BY: Ms Yashodha

CARRIED UNANIMOUSLY AS AN ORDINARY RESOLUTION

ITEM NO. 4:

"RESOLVED that Mr P Siva, Director retiring by rotation and who is eligible for re-appointment be and is hereby re-appointed as a Director of the Company."

PROPOSED BY: Mr Srinivasan

SECONDED BY: Mr Deepak

CARRIED UNANIMOUSLY AS AN ORDINARY RESOLUTION

ITEM NO. 5:

"RESOLVED that M/s. Singhi & Co. Chartered Accountants, be and are hereby appointed as Auditors of the Company who will hold office from the conclusion of this Annual General Meeting until the conclusion of the next Annual General Meeting and the Board of Directors shall fix their remuneration."

PROPOSED BY: Mr Shanmukam
SECONDED BY: Ms Srinivasan

CARRIED UNANIMOUSLY AS AN ORDINARY RESOLUTION

ITEM NO.6 - SPECIAL BUSINESS:

"RESOLVED THAT pursuant to Section 314 (1) of the Companies Act, 1956 read with Directors Relatives (Office or Place of Profits) Amendment Rules, 2011, Ms Aarti Saraf, be and is hereby appointed as General Manager – Information Technology with effect from 1st October, 2012 on a remuneration not exceeding Rs. 2,50,000/- per month, as approved by the Remuneration Committee and the Board of Directors at their meeting held on 13th August 2012."

Aarti Saraf



An ISO 9001 : 2000 Company

Breathing Life Into Industry

FACTORY 1 : Pondy - Villupuram Road, Thiruvandar Koil, Puducherry - 605 102.
Ph : (0413)-2640446 to 48, Fax : (0413) 2640181 E-mail : nolponddy@nolgroup.com

FACTORY 2 : Trichy - Pudukottai Road, Mathur- 622 515, Pudukottai District. Ph : (0431) 2660400



National Oxygen Limited

Manufacturers of : Liquid & Gaseous Oxygen, Liquid & Gaseous Nitrogen,
Liquid & Gaseous Medical Oxygen & Dissolved Acetylene Gas

Registered Office : No.80, (Old No.141), Greams Road, Chennai - 600 006.

Phone : (044) 28290707 Fax : (044) 28290770

E-mail : sales@nolgroup.com, contact@nolgroup.com Website : WWW.nolgroup.com

"RESOLVED FURTHER THAT Mr Rajesh Kumar Saraf, Joint Managing Director be and is hereby authorized to file necessary Forms with the Registrar of Companies and to do all acts and deeds as may be necessary in this regard."

PROPOSED BY: Mr Yashodha

SECONDED BY: Mr Dakshayani

CARRIED UNANIMOUSLY AS A SPECIAL RESOLUTION

VOTE OF THANKS:

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

DATE: 28.09.2012

PLACE: CHENNAI



Rajesh Kumar Saraf
RAJESH KUMAR SARAF
CHAIRMAN



An ISO 9001 : 2000 Company

Breathing Life Into Industry

FACTORY 1 : Pondy - Villupuram Road, Thiruvandar Koil, Puducherry - 605 102.
Ph : (0413)-2640446 to 48, Fax : (0413) 2640181 E-mail : nolpondy@nolgroup.com
FACTORY 2 : Trichy - Pudukottai Road, Mathur- 622 515, Pudukottai District. Ph : (0431) 2660400