

MINUTES OF THE TWENTY-FIFTH ANNUAL GENERAL MEETING OF SHRI LAKSHMI COISYN LIMITED HELD ON MONDAY, 30TH DECEMBER, 2013 AT 11:30 A.M. AT REGISTERED OFFICE OF THE COMPANY AT 19/X-1, KRISHNAPURAM, G.T. ROAD, KANPUR-208007

PRESENT:

Dr. M.P. Agarwal	Chairman & Managing Director
Shri Pawan Kumar Agarwal	Jt. Managing Director
Shri Devesh Narain Gupta	Dy. Managing Director
Smt. Sharda Agarwal	Director
Shri R. K. Garg	Director
Shri Pradeep Gupta	Statutory Auditor
Shri R.K. Srivastava	Company Secretary cum Finance Controller
Shri A.K. Srivastava	Cost Auditor

31 Members were present in person.

CHAIRMAN:

Dr. M.P. Agarwal, Chairman & Managing Director of the Company took the chair.

QUORUM

The requisite quorum having been found present, the Chairman called the meeting to order and welcomed the members to the Twenty-Fifth Annual General Meeting of the Company.

STATUTORY REGISTERS:

The Chairman informed the Members that the Statutory Registers of the Company were placed on the table and open for inspection to the Members of the Company.

NOTICE, DIRECTORS' REPORT AND AUDITOR'S REPORT:

With the consent of the Members present, Notice convening the meeting, Directors' Report, Corporate Governance Report and the Annual Accounts were taken as read and Auditor's Report was read out by the Company Secretary Shri R. K. Srivastava.

Thereafter, Chairman took up the item wise agenda of the meeting.

RESOLUTION NO. 1 - ADOPTION OF ACCOUNTS

The Chairman made a brief statement on the state of the affairs of the Company. He thereafter moved the following resolution for adoption of Accounts:

Proposed by: Shri Vikas Anand

Seconded by: Shri Rajesh Kumar Saxena

"RESOLVED THAT the Audited Balance Sheet as on 30th June, 2013 and Profit and Loss Account for the year ended 30th June, 2013 together with Auditor's Report thereon and the Directors' Report, Corporate Governance Report be and the same are hereby received and adopted."

The Resolution having been proposed and seconded was put to vote and declared by the Chairman as carried unanimously on show of hands.

RESOLUTION NO. 2 - RE-APPOINTMENT OF DIRECTOR:

Proposed by: Shri Abhishek Agarwal

Seconded by: Shri Neelesh Gupta

"RESOLVED THAT Dr. G. N. Mathur, a Director of the company who retires by rotation and is eligible for re-appointment be and is hereby re-appointed as a Director of the Company."

The resolution having been proposed and seconded was put to vote and declared by the Chairman as carried unanimously on show of hands.


Chairman's Initial

RESOLUTION NO. 3 – RE-APPOINTMENT OF DIRECTOR:

Proposed by: Shri Manish Agarwal

Seconded by: Shri Vikas Agarwal

“RESOLVED THAT Shri R K Garg, a Director of the company who retires by rotation and is eligible for re-appointment be and is hereby re-appointed as a Director of the Company.”

The resolution having been proposed and seconded was put to vote and declared by the Chairman as carried unanimously on show of hands.

RESOLUTION NO. 4 - RE-APPOINTMENT OF AUDITORS:

The Chairman informed that Item No.4 was for the appointment of Auditors of the Company to conduct Audit of Accounts for the year 2013-2014. M/s PRADEEP & ASSOCIATES, Chartered Accountants, Kanpur, the retiring Auditors have confirmed their availability for re-appointment as such and have also furnished to the Company a Certificate to the effect that their appointment would be in accordance with limits specified under sub-section (1-B) of Section 224 of the Companies Act, 1956

Proposed by: Mrs. Kamini Agarwal

Seconded by: Mrs. Barsha Agarwal

“RESOLVED THAT M/s PRADEEP & ASSOCIATES, Chartered Accountants, Kanpur, the retiring Auditors of the Company be and are hereby re-appointed as Auditors of the Company to hold office from the conclusion of this Meeting until the conclusion of the next Annual General Meeting of Company at a remuneration to be decided by the Board of Directors of the Company.”

The Resolution having been proposed and seconded was put to vote and declared by the Chairman as carried unanimously on show of hands.

ITEM NO. 5: APPOINTMENT OF SHRI PRAMOD KUMAR SINGH AS A DIRECTOR OF THE COMPANY:

Chairman informed the members that Shri Pramod Kumar Singh was appointed as an Additional Director on the Board of the Company with effect from 28th February 2013 under the provisions of Section 260 of the Companies Act, 1956 to hold the office upto the date of this Annual General Meeting. With the consent of the members present, the ordinary resolution mentioned at Item no 5 of the Notice for the appointment of Shri Pramod Kumar Singh as a Director of the Company, was taken as read.

Proposed by: Shri Suresh Mishra

Seconded by: Shri Alok Agarwal

“RESOLVED that Shri Pramod Kumar Singh, who was appointed as an Additional Director by the Board of the Company under the provisions of Section 260 of the Companies Act, 1956 (Section 161 of the Companies Act, 2013) 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 under Section 117 of the Act, proposing 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”.

The Resolution having been proposed and seconded was put to vote and declared by the Chairman as carried unanimously on show of hands.

NOTE OF THANKS:

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

Date: 25.01.2014

Place: Kanpur


CHAIRMAN

Chairman's Initial