

PROCEEDINGS of 18th ANNUAL GENERAL MEETING OF SKM EGG PRODUCTS EXPORTS INDIA LIMITED HELD ON MONDAY THE 30TH SEPTEMBER, 2013 AT 4.00 P.M. AT NSA MAHAL CLUB MELANGE, 314-315, PERUNDURAI ROAD, ERODE – 638011.

Directors Present:

Name of the Director Present	Designation
1. Shri. SKM. Maeilanandhan	Executive Chairman
2. Shri. SKM. Shree Shivkumar	Managing Director
3. Smt.S.Kumutaavalli	Director
4 Dr.LM.Ramakrishnan	Director
5. Shri. S.M.Venkatachalapathy	Director
6. Shri. M. Chinnayan	Director
7. Shri. P. Kumarasamy	Director
8. Shri. B.Ramakrishnan	Director

Also Present:

Shri.V.Raviganesh
Shri.N.C.Vijaykumar
Shri. R.Muralidharan

: Company Secretary in Practice
: Statutory Auditor
: Internal Auditor

Members Present:

In Person : 93
By Proxy : 14

Shri.SKM Maeilanandhan, Executive Chairman took the chair and conducted the meeting.

As requested, leave absence was given to Shri.C.Devarajan, Director.

The Quorum being present, the meeting commenced with a prayer. The Company Secretary in Practice welcomed the Members. The above Directors and Auditors were present in the meeting.

The Company Secretary in Practice requested the Chairman to deliver his speech. Shri SKM.Maeilanandhan, Executive Chairman delivered speech and highlighted the performance of the company and future prospects and business plan of the company. After that Executive Chairman asked the Company Secretary in Practice to read the Auditor's Report and accordingly the Auditor's Report was read.

The Company Secretary in Practice proceeded with the conduct of the meeting as per agenda of the Notice of Annual General Meeting sent to Members. He explained the objective and implications of each Resolution before the Resolution was put to vote.



FOR SKM EGG PRODUCTS EXPORT
(INDIA) LIMITED,


(SKM. MAEILANANDHAN)
EXECUTIVE CHAIRMAN)

The following Resolutions were passed unanimously.

ORDINARY BUSINESS:

01. Adoption of Annual Accounts:

The Company Secretary in Practice has taken up the business of adoption of Annual Accounts for the financial year 2012-2013 and placed before the Annual General Meeting for adoption.

The following resolution was proposed as an ordinary resolution by Shri.K.M.Subbian and was seconded by Shri.C.Velusamy shareholders of the Company.

"RESOLVED that the Audited Balance Sheet as at 31st March, 2013 and Profit and Loss Account for the financial year ended 31st March, 2013 together with Directors' Report and Auditors' Report thereon placed before this meeting be and are hereby adopted."

The Company Secretary in Practice explained the objective and implication of the Resolution in detail and requested the members to raise questions or to seek clarifications on the Annual Accounts. As the members present didn't raise any questions, the resolution was put to vote on show of hands. All the members present in person or by proxy raised their hands in support of the resolution and the Company Secretary in Practice declared that the resolution was duly adopted by the meeting.

02. Re-appointment of Retiring Director:

The Company Secretary in Practice took up the item of re-appointment of Shri P.Kumarasamy, as Director who retires by rotation and placed the same before the meeting.

The following resolution was proposed as an ordinary resolution by Shri.V.Ramasamy which was seconded by Smt.R.Sarasu.

"RESOLVED that Shri.P.Kumarasamy, Director of the company who retires by rotation and being eligible, offer himself for re-appointment be and is hereby reappointed as a director of the company."

The Company Secretary in Practice explained to the members about the requirements for moving the resolution and requested the members to express their views or to make their comments on the resolution. The members didn't express any view on the resolution. The Company Secretary in Practice put the resolution to vote on show of hand and all members present in the meeting raised their hand in token of their consent to this resolution. He declared that the resolution was duly passed in the meeting.



FOR SKM EGG PRODUCTS EXPORT
(INDIA) LIMITED,

S. H. Maail
(SKM. MAEILANANDHAN)
EXECUTIVE CHAIRMAN)

03. **Re-appointment of Retiring Director:**

The Company Secretary in Practice took up the item of re-appointment of Shri S.M.Venkatachalapathy, as Director who retires by rotation and placed the same before the meeting.

The following resolution was proposed as an ordinary resolution by Shri.S.Jayaprakasam and was seconded by Shri. V.Periyasamy.

"RESOLVED that Shri S.M.Venkatachalapathy, Director of the company who retires by rotation and being eligible, offer himself for re-appointment be and is hereby reappointed as a director of the company."

The Company Secretary in Practice explained to the members about the requirements for moving the resolution and requested the members to express their views or to make their comments on the resolution. The members didn't express any view on the resolution. The Company Secretary in Practice put the resolution to vote on show of hand and all the members present in the meeting consented to the resolution by raising their hand. The Company Secretary in Practice declared that the resolution was duly passed in the meeting.

04. **Re-appointment of Retiring Director:**

The Company Secretary in Practice took up the item of re-appointment of Shri M.Chinnayan, as Director who retires by rotation and placed the same before the meeting.

The following resolution was proposed as an ordinary resolution by Shri.K.R.Arumugam and was seconded by Shri.R.Krishnamoorthy.

"RESOLVED that Shri M.Chinnayan, Director of the company who retires by rotation and being eligible, offer himself for re-appointment be and is hereby reappointed as a director of the company."

The Company Secretary in Practice explained to the members about the requirements for moving the resolution and requested the members to express their views or to make their comments on the resolution. The members didn't express any view on the resolution. The Company Secretary in Practice put the resolution to vote on show of hand and all the members present in the meeting consented to the resolution by raising their hand. The Company Secretary in Practice declared that the resolution was duly passed in the meeting.



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(INDIA) LIMITED,

SKM. Maeilanandhan
(SKM. MAEILANANDHAN)
EXECUTIVE CHAIRMAN

05. **Appointment of Auditors and fix their remuneration:-**

The Company Secretary in Practice placed before the meeting the item of appointment of statutory auditors of the company for the period from the date of conclusion of this meeting till the date of the next Annual General Meeting and to fix their remuneration.

The following resolution was proposed as an ordinary resolution by Shri.M.Lakshmanan and was seconded by Shri.C.Mani.

"RESOLVED that M/s N.C.Rajagopal & Co, Chartered Accountants, Erode, the retiring auditors of the company be and are hereby appointed as Auditors of the company to hold office from the conclusion of this Annual General Meeting till the conclusion of the next Annual General Meeting on such remuneration to be fixed by the Board of Directors of the company."

The Company Secretary in Practice explained in detail about the legal requirements of appointment of statutory auditors of the company and invited the members to offer their comments on the resolution. As there were no comments from the members, the Company Secretary in Practice put the resolution to vote on show of hands. All the members consented to the resolution by show of their hand. The Company Secretary in Practice declared that the resolution was passed by the members unanimously.

The vote of thanks was given by Managing Director of the company.

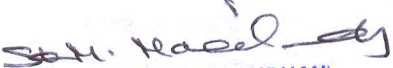
There being no other business for transaction at the meeting, the meeting came to a close with national anthem.

Place : ERODE

Date : 04.10.2013



FOR SKM EGG PRODUCTS EXPORT
(INDIA) LIMITED,


(SKM. MAEILANANDHAN)
EXECUTIVE CHAIRMAN
Executive Chairman.