

MINUTES BOOK

SURANA TELECOM AND POWER LIMITED

REGD. OFFICE : 5TH FLOOR, SURYA TOWERS,
S.P. ROAD, SECUNDERABAD – 500 003

MINUTES OF 24TH ANNUAL GENERAL MEETING OF THE MEMBERS OF THE COMPANY HELD ON FRIDAY, 27TH SEPTEMBER, 2013 AT 12.30 P.M. AT KAMAT LINGAPUR HOTEL, 1-10-44/2, CHIKOTI GARDENS, BEGUMPET, HYDERABAD – 500 016.

DIRECTORS PRESENT:

01. SHRI NARENDER SURANA	- CHAIRMAN
02. SHRI NIRMAL KUMAR JAIN	- DIRECTOR
03. SHRI VENKATA SUBBAIAH	- DIRECTOR
04. DR. R.N. SREENATH	- DIRECTOR
05. SHRI DEVENDRA SURANA	- DIRECTOR
06. SHRI N. RAJAN FRANCIS	- WHOLETIME DIRECTOR

IN ATTENDANCE

SHRI G. GANESH	- STATUTORY AUDITORS
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MEMBERS PRESENT:

45 Members including 2 directors who are also members attended in person and 8 Members through proxies were present.

After ascertaining that the requisite members were present to form the quorum, Shri Narendra Surana, Chairman of the Company, declared that the meeting is in order. The Chairman welcomed all the shareholders, proxies and invitees to the 24th Annual General Meeting (AGM) and briefed the members on the Company's performance and the future project initiatives of the Company.

With the consent of the Members, the notice dated 30th July, 2013 convening the meeting and the Director's report for the year 2012-13 was taken as read.

The Chairman conducted the proceedings of the AGM as per business agenda laid before the meeting and requested the shareholders to take up the subject one after the other.

Item No. 1 of the notice regarding the adoption of Audited Balance Sheet as at 31st March, 2013 and Profit & Loss Account for the year ended 31st March, 2013 and the Reports of Directors and the Auditors was taken up for consideration.

Thereafter suggestions/comments/queries were invited from the members. The queries were responded by the Chairman.



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The following Ordinary Resolution was proposed by Shri Rajkumar Khandelwal (DP ID: 54500/Client ID: 1205450000043115) and seconded by Shri Ramamoorthy G (DP ID: IN301313 /Client ID: 20516022)

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

On being put to vote by show of hands, the Chairman declared that above Ordinary Resolution was passed unanimously.

Item No. 2 of the notice regarding declaration of dividend was taken up for consideration.

The following Ordinary Resolution was proposed by Smt Najmunnisa Begum (DP ID: IN302734/Client ID: 10037869) and seconded by Shri P Srinivas Rao (DP ID: 38100/Client ID: 1203810000175228)

"RESOLVED THAT Dividend at the rate of 12% on the Equity Share Capital of the Company for the financial year ended 31st March, 2013 be and is hereby declared for payment to those shareholders whose names appear in the Register of Members as on 27th day of September 2013".

On being put to vote by show of hands, the Chairman declared that above Ordinary Resolution was passed unanimously.

Item No. 3 of the Notice regarding Appointment of Director in place of Shri Narender Surana, Director retiring by rotation and who offered himself for re-appointment was taken up for consideration.

The following Ordinary Resolution was proposed by Shri T C S Krishna Kumar (DP ID: 38400 Client ID: 1203840000080743) and seconded by Shri N Yadagiri (DP ID: IN301022 Client ID: 13129649)

"RESOLVED THAT Shri Narender Surana, Director of the Company retiring by rotation at this Annual General Meeting be and is hereby re-appointed as Director of the Company".

On being put to vote by show of hands, the Chairman declared that the above Ordinary Resolution was passed unanimously.

Item No. 4 of the notice regarding appointment of a Director in place of Shri Nirmal Kumar Jain, Director retiring by rotation and who offered himself for re-appointment, was taken up for consideration.



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The following Ordinary Resolution was proposed by Shri Somaiah Vummagoni (DP ID: 38400/Client ID: 1203840000446678) and seconded by Shri J V Ganesh Kumar (Authorized Representative of Surana Infocom Private Limited) (DP ID: 30700/Client ID: 1203070000102957)

"RESOLVED THAT Shri Nirmal Kumar Jain, Director of the Company retiring by rotation at this Annual General Meeting be and is hereby re-appointed as Director of the Company".

On being put to vote by show of hands, the Chairman declared that above Ordinary Resolution was passed unanimously.

Item No. 5 of the notice regarding the re-appointment of M/s. Sekhar & Company, Chartered Accountants, as Auditors was taken up for consideration.

The following Ordinary Resolution was proposed by Smt Gadale Manju (DP ID: 38100/Client ID: 1203810000174199) and seconded by Shri Lalit Kumar Baid (DP ID: IN300020/Client ID: 10282714)

"RESOLVED THAT M/s. Sekhar & Co., Chartered Accountants, (Registration No. 003695S), be and are hereby appointed as Auditors of the Company, to hold office from the conclusion of this Annual General Meeting until the conclusion of the next Annual General Meeting of the Company on such remuneration as shall be fixed by the Board of Directors."

On being put to vote by show of hands, the Chairman declared that above Ordinary Resolution was passed unanimously.

There being no other business to transact, the meeting was concluded by Shri Devendra Surana proposing vote of thanks to the Chair, the Board, Shareholders and the employees of the Company for their all round support.

Date: 11.10.2013

Place: Secunderabad


CHAIRMAN

CHAIRMAN'S INITIALS