



Technocraft Industries (India) Limited

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A-25, M.I.D.C., STREET NO. 3,
MAROL INDUSTRIAL AREA,
OPP. E.S.I.S. HOSPITAL, ANDHERI (E),
MUMBAI - 400 093 (INDIA)

03rd October, 2012

Bombay Stock Exchange Limited
Department of Corporate Services
P.J. Towers, 1st Floor,
Dalal Street, Fort,
Mumbai - 400 001

National Stock Exchange Limited
Exchange Plaza,
Bandra Kurla Complex,
Bandra (E)
Mumbai- 400051

Ref: Script Code: 532804

Script Name: TIIL

Subject: Minutes of 20th Annual General Meeting of the Company held on 28th September, 2011

Sirs,

Please find enclosed herewith approved minutes of the 20th Annual General Meeting of the Company held on 28th September, 2012

This is in compliance of Clause 31 (d) of the Listing agreement

Thanking you,

Your faithfully,

For Technocraft Industries (India) Limited

Manoj Jain
Company Secretary

Encl: A/a

MINUTES OF THE 20TH ANNUAL GENERAL MEETING OF TECHNOCRAFT INDUSTRIES (INDIA) LIMITED HELD ON FRIDAY THE 28TH SEPTEMBER 2012, AT 11 A.M. AT A-25, MIDC, MAROL INDUSTRIAL AREA, ROAD NO. 3, OPP. ESIS HOSPITAL, ANDHERI (E), MUMBAI-400093, THE REGISTERED OFFICE OF THE COMPANY

Present:

Mr. Madhoprasad Saraf	Director and Member (In Chair)
Mr. Sharad Kumar Saraf	Managing Director and Member
Mr. S.B. Agarwal	Independent Director (Chairman of Audit Committee)
Mr. Manoj Jain	Company Secretary

15 members marked their attendance in person

03 Members marked their attendance through Proxy

The Company Secretary introduces the Dignitaries on the dais and read the Notice of the meeting. He informed that the requisite quorum for the meeting is present.

The chairman of the meeting declared the meeting as open and welcomed all the shareholders and proxies to the 20th Annual general Meeting.

The Chairman stated that the Register of Directors, Register of Directors' Shareholding and the Proxy Register are available during the Meeting for Inspection of the Members.

With the consent of the Members the Directors' Report, Auditor's Report and Annual Accounts, which were mailed to the shareholders, were taken as read.

Thereafter, it was decided to take up the business agenda laid before the meeting:

- 1. To receive, consider and adopt the Audited Balance Sheet as at March 31, 2012 and Statement of Profit and Loss for the financial year ended on that date together with Report of the Board of Directors and Auditors thereon.**

The following **Ordinary Resolution** was proposed by Mrs. Renuka Kumari Ajbani and seconded by Mr. Gunavanti K Patel

"RESOLVED THAT in terms of section 210 and other applicable provision, if any of the Companies Act, 1956, the Balance Sheet as at March 31, 2012 and Statement of Profit and Loss for the financial year ended 31st March, 2012 together with the Auditors' Report thereon and Report of Board of Directors' as placed before the meeting be and are hereby received, considered and adopted."

Thereafter, the resolution was put to vote by chairman of the meeting and was carried out unanimously by show of hands.

- 2. To declare dividend for the financial year 2011-12**

The following **Ordinary Resolution** was proposed by Mrs. Nita Dayanand Ochani and seconded by Mr. Ravi Shanker Damania

"REOLLVED THAT pursuant to the recommendation of the Board of Directors, final dividend @ 10% of the paid up equity share capital of the Company amounting to Rs. 3, 15, 26,750/- payable to the Individual shareholders be and is hereby declared out of the profits of the Company for the financial year 2011-12 and be paid to the Equity Shareholders of the Company whose name appear on the Company's Register of Members on 28th September, 2012."



Thereafter, the resolution was put to vote by chairman of the meeting and was carried out unanimously by show of hands.

3. To appoint a Director in place of Mr. S.B Agarwal, who retires by rotation and being eligible, offers himself for re-appointment

The following **Ordinary Resolution** was proposed by Mr. Parshotamdas H Shroff and seconded by Mr. Yomesh Clark

"RESOLVED THAT pursuant to Section 256 and other applicable provisions, if any, of the Companies Act, 1956 read with the related provision of Article of Association of the Company, Shri S.B. Agarwal, who retires by rotation, be and is hereby re-appointed as a Director of the Company

Thereafter, the resolution was put to vote by chairman of the meeting and was carried out unanimously by show of hands.

4. To appoint a Director in place of Mr. Anand Didwania, who retires by rotation and being eligible, offers himself for re-appointment

The following **Ordinary Resolution** was proposed by Mr. Vinod Gadodia (and seconded by Mrs. Johna Mates Rebello

"RESOLVED THAT pursuant to Section 256 and other applicable provisions, if any, of the Companies Act, 1956 read with the related provision of Article of Association of the Company, Shri Anand Didwania, who retires by rotation, be and is hereby re-appointed as a Director of the Company

Thereafter, the resolution was put to vote by chairman of the meeting and was carried out unanimously by show of hands.

5. Appointment of Auditors

The following **Ordinary Resolution** was proposed by Mrs. Pooja S Bajaj and seconded by Mrs. Shobha Dilip Kothari.

"RESOLVED THAT pursuant to provisions of section 224 and other applicable provisions, if any, of the Companies Act, 1956 M/s M.L.Sharma & Co, Chartered Accountants, (Registration No. 109963W) be and is hereby appointed as the Statutory Auditors of the Company to hold office from the conclusion of this Annual General Meeting till the conclusion of next Annual General Meeting on the remuneration as may be fixed by the Board of Directors of the Company."

Thereafter, the resolution was put to vote by chairman of the meeting and was carried out unanimously by show of hands.

After business items set out in the notice of AGM had been taken up, the Chairman of the meeting invited the members to offer their comments and observations.

The queries made by the Shareholders were appropriately replied.

The meeting concluded with a vote of thanks to the shareholders, other stakeholders and Chair.

