



CERTIFIED TRUE COPY OF RESOLUTIONS PASSED BY THE MEMBERS IN THE EXTRA-ORDINARY GENERAL MEETING OF THE COMPANY HELD ON THURSDAY, THE 26TH DAY OF AUGUST, 2010 AT HOTEL PARK-VIEW, 37, LALLUBHAI PARK ROAD, NEXT TO LALLUBHAI PARK, ANDHERI (WEST), MUMBAI- 400 058 AT 11:00 A. M.

"RESOLVED THAT pursuant to the applicable provisions of the Companies Act, 1956, Articles of Association of the Company, recommendation of Board of Directors of the Company and subject to the compliance of relevant guidelines issued by the Securities and Exchange Board of India, Foreign Exchange Management Act, and subject to the approvals, permissions if any required, from the Reserve Bank of India and such other authorities as may be applicable, the consent of the members be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as the "Board" which term shall be deemed to include any committee thereof) to capitalise a sum of Rs. 7,97,55,800 (Rupees Seven Crores Ninety Seven Lakhs Fifty Five Thousand Eight Hundred Only) being a part of the amount standing to the credit of company's Securities Premium Account/General Reserve Account and/or such other accounts of Company, as are permissible to be utilised for the purpose, as per the audited accounts of the Company for the financial year ended March 31st, 2010 and the said sum being available and set free for distribution be applied in paying up in full for 15951160 Equity Shares of Rs. 5/- (Rupees Five Only) each in the capital of the Company to be allotted and distributed as fully paid up Bonus Shares to and amongst the holders of existing fully paid equity shares of Rs. 5/- (Rupees Five Only) each of the Company, whose name will appear as a member/beneficial owner of the Company on a date to be decided by the Board in that behalf as a record date, in the proportion of 1 (One) new equity share for every 1 (One) existing fully paid equity share held by such member on the said date, on the footing that such member become entitled to the new equity share as capital and not as income.

"RESOLVED FURTHER THAT the said bonus shares shall be subject to the following terms and conditions :

- (i) the new equity shares of Rs. 5/- (Rupees Five Only) each to be allotted as bonus shares shall be allotted subject to the terms of the Memorandum and Articles of Association of the company and shall be treated for all purposes as an increase in the nominal amount in the share capital of the company held by each such member and not as an income or distribution in lieu of Dividend
- (ii) the new equity shares of Rs. 5/- (Rupees Five Only) each shall rank *pari passu* in all respects with and carry the same rights as the existing fully paid-up equity shares of the Company and notwithstanding the date or dates of allotment thereof shall be entitled to participate in full in any dividend to be declared in respect of the financial year in which the allotment of the new equity shares pursuant to this resolution is made;



KABRA EXTRUSIONTECHNIK LTD.

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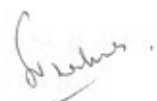
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- (iii) no Letter(s) of Allotment shall be issued by the Company to the allottees of the bonus equity shares. However, the equity share certificates in respect thereof will be ready for delivery to the allottees holding shares in physical mode or shall be credited in their demat account held with respective depositories, within the time limit stipulated therefore from the date of allotment thereof;
- (iv) the issue and allotment of bonus shares to the Non-Resident Indians, Other Foreign Members shall be subject to the approval if any of Reserve Bank of India and Foreign Exchange Management Act, and for the purpose of giving effect to this resolution, the Board be and is hereby authorised :
- to do all such acts, deeds, matters and things as it may, in its absolute discretion, deem necessary, expedient or proper to settle any question, doubt or difficulty that may arise with regard to, or in relation to, the issue or allotment and listing of the bonus shares;
 - and to agree on behalf of the Company any conditions, modifications relating to the issue of bonus shares prescribed by the Reserve Bank of India and/or any other authorities while granting any requisite approval, without requiring the Board to secure any further consent or approval of the members of the Company to the intent that they shall be deemed to have given their approval thereto expressly by the authority of this Resolution(s).

Certified to be true
For Kabra Extrusiontechnik Ltd.


Director

Works

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