

**MEMBERS PRESENT:**

19 BY MEMBERS  
17 BY PROXY

**DIRECTORS PRESENT:**

1. SHRI ASHOK KUMAR GOENKA, CHAIRMAN
2. SHRI ASHOK BHAT
3. SHRI RAJESH GOENKA
4. SHRI RAJ KUMAR BAJORIA
5. DR SUBASH R. KAMATH
6. SHRI JAGDISH CHAND KUMBHAT

1. SHRI ASHOK KUMAR GOENKA took the chair.
2. The Register of Directors' shareholdings kept pursuant to Section 307 of the Companies Act, 1956 was produced at the commencement of the meeting together with the Audited Accounts of the Company for the year ended 31st March, 2011 and the Directors' Report having already been circulated to the Members of the Company, were taken as read.
3. The Chairman announced that necessary quorum being present, the meeting should proceed to consider the business.
4. Shri Kiron Bhat moved the following ordinary Resolution.

"RESOLVED that the Audited Accounts of the Company for the year ended 31st March, 2011 together with Directors and Auditors' Reports attached thereto be and are hereby adopted and passed."

RESOLVED FURTHER that net Profit after tax of Rs.18585810/- for the year ended 31st March, 2011 be treated as followings

Profit after tax	1,85,85,810.00
Add: Balance brought forward	6,18,58,496.00
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	8,04,44,306.00
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<b>Appropriations:</b>	
Less: Dividend	1,17,26,750.00
Dividend tax	19,02,372.00
Transfer to General Reserve	20,00,000.00
Balance carried to Balance Sheet	6,48,15,184.00
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	8,04,44,306.00
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Shri Vijay Kumar Pai Seconded the Resolution.

Then the Auditor's Report read by Shri Ashok Kumar Goenka.

After a thorough discussion by the member the Resolution was put to vote on show of hands and the Chairman declared the Resolution to have been carried unanimously.

5. Shri Nakul Goenka moved the following ordinary Resolution

"RESOLVED that Dividend @Rs.3.50 per Equity Share of Rs.10/- each fully paid-up be declared for payment to the Shareholders of the Company whose name appears in the Register of members as on 24th September, 2011 is final Dividend."

Shri Partha Sarathi Banerjee Seconded the Resolution.

The Resolution was to put vote on show of hands and the Chairman declared the Resolution to have been carried unanimously.

6. Shri Kiron Bhat moved the following ordinary Resolution

"RESOLVED that Shri Banwari Lal Goenka, who retires by rotation be and is hereby re-appointed a Director of the Company"

Shri Mohan Charan Behera Seconded the Resolution.

The Resolution was to put to vote on show of hands and the Chairman declared the Resolution to have been carried unanimously.

7. Shri Mahesh Khemka moved the following ordinary Resolution.

"RESOLVED that Shri Jagdish Chand Kumbhat, who retires by rotation be and is hereby re-appointed a Director of the Company."

Shri Nakul Goenka Seconded the Resolution.

The Resolution was to put to vote on show of hands and the Chairman declared the Resolution to have been carried unanimously.

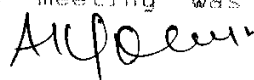
8. Shri Vijay Kumar Pai moved the following ordinary Resolution.

"RESOLVED that the retiring Auditors Messrs M.R. SINGHWT & COMPANY, Chartered Accountants, be and are hereby appointed Auditors of the Company to hold office from the conclusion of this meeting until the conclusion of the next Annual General Meeting at a remuneration to be decided by the Board of Directors plus out of pocket expenses."

Shri Mahesh Khemka Seconded the Resolution .

The Resolution was to put to vote on show of hands and the Chairman declared the Resolution to have been carried unanimously.

There was no other business to transact, the meeting was terminated with vote of thanks to the chair.



( C H A I R M A N )