

MINUTES BOOK

MINUTES OF THE 21st ANNUAL GENERAL MEETING OF MEMBERS OF GAYATRI BIOORGANICS LIMITED HELD ON THURSDAY THE 20TH SEPTEMBER, 2012 AT 4.30 P.M. AT: "SURANA UDYOG AUDITORIUM" FAPCCI BUILDING, FEDERATION HOUSE, 11-6-841, RED HILLS, HYDERABAD- 500 004.

PRESENT:

Sri. T. Sandeep Kumar Reddy	:	Chairman
Sri. C.V. Rayudu	:	Whole Time Director
Sri. P. Maruthi Babu	:	Director
Sri. T.R. Rajagopalan	:	Director
Sri. T.G. Pandya	:	Director

MEMBERS PRESENT:

IN PERSON: 68

AS PROXY: 1

Sri T. Sandeep Kumar Reddy, Chairman took the chair at 4.30 P.M. and commenced the proceedings, after ascertaining that the requisite quorum being present, he called the meeting to order.

He extended warm welcome to the members and directors present at the meeting and with the permission of the members, the Notice and Directors Report convening the meeting was taken as read.

He further requested the Statutory Auditors to read their Audit Report for the Financial Year ended 31st March, 2012 and with the permission of the members the same was taken as read.

He further, informed the members that the Register of Members, Directors Shareholding etc. of the Company are open for inspection to the members during the meeting. He then invited queries from the members.

After replying to the queries raised by the members to their satisfaction, he then proceeded with the items of business as follows:

ORDINARY BUSINESS:

1. ADOPTION OF ANNUAL ACCOUNTS FOR THE FINANCIAL YEAR ENDED ON 31ST MARCH, 2012

CHAIRMAN'S INITIALS

(Handwritten signature/initials)

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The Chairman requested the members to propose and second the following resolution.

The following resolution was passed unanimously which was proposed by **Mr. Suresh Chawda Jain** and seconded by **Mr. L. Srinivasu**.

"RESOLVED THAT the Audited Balance Sheet of the Company as at 31st March, 2012 and the Statement of Profit & Loss Account for the year ended 31st March, 2012 on that date together with notes appended thereto with report of the Directors' and Auditors of the Company be and are hereby considered, adopted and approved."

2. REAPPOINTMENT OF SRI. T.R. RAJAGOPALAN AS DIRECTOR

The Chairman informed the members that Sri. T.R. Rajagopalan, retires by rotation at this Annual General Meeting and being eligible offer himself for reappointment.

The Chairman requested the members to propose and second the following resolution.

The following resolution was passed unanimously which was proposed by **Mr. Shaikh Ahmed** and seconded by **Mr. Shabahath Ali Khan**

"RESOLVED THAT pursuant to the provisions of Section 256 and all other applicable provisions, if any, contained under the Companies Act, 1956 Sri. T.R. Rajagopalan be and is hereby appointed as a Director of the Company whose period of office is liable to retirement by rotation."

3. REAPPOINTMENT OF SRI. J.N.KARAMCHETTI AS DIRECTOR

The Chairman informed the members that Sri. J.N. Karamchetti retires by rotation at this Annual General Meeting and being eligible offer himself for reappointment.

The Chairman requested the members to propose and second the following resolution.

The following resolution was passed unanimously which was proposed by **Mr. Krishna Gopala** and seconded by **Mr. Santa G**

"RESOLVED THAT pursuant to the provisions of Section 256 and all other applicable provisions, if any, contained under the Companies Act, 1956, Sri. J.N. Karamchetti be and is hereby appointed as a Director of the Company whose period of office is liable to retirement by rotation."

CHAIRMAN'S INITIALS



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4. REAPPOINTMENT OF SMT. T. SARITA REDDY AS DIRECTOR

The Chairman informed the members that Smt. T. Sarita Reddy, retires by rotation at this Annual General Meeting and being eligible offered herself for reappointment.

The Chairman requested the members to propose and second the following resolution.

The following resolution was passed unanimously which was proposed by **Mr. T Ramana Rao** and seconded by **Mr. Md. Afzal ul Rahman**

"RESOLVED THAT pursuant to the provisions of Section 256 and all other applicable provisions, if any, contained under the Companies Act, 1956, Smt. T. Sarita Reddy, be and is hereby appointed as a Director of the Company whose period of office is liable to retirement by rotation."

5. REAPPOINTMENT OF AUDITORS OF THE COMPANY

Chairman invited the attention of the Members to the Resolution proposing the reappointment of Auditors of the company who are eligible for reappointment.

The Chairman requested the members to propose and second the following resolution.

The following resolution was passed unanimously which was proposed by **Mr. Kamal Kishore** and seconded by **Mr. Sri Kanth**

"RESOLVED THAT **M/s. B S R and Co, Chartered Accountants bearing Firm Registration Number 128510W** Reliance Humsafar, IV floor, Road No.11, Banjara Hills, Hyderabad - 500034 be and are hereby re-appointed as Statutory Auditors of the Company to hold office from the conclusion of this meeting till the conclusion of the next Annual General Meeting of the Company and that the Board of Directors be and are hereby authorized to fix a suitable remuneration in consultation with the auditors and manner of its payment."

VOTE OF THANKS

The meeting concluded with a vote of thanks to the Chairman, the Directors, and the members.

CHAIRMAN

PLACE: HYDERABAD

DATE: 20.09.2012

CHAIRMAN'S INITIALS