

**MINUTE BOOK**

PAGE NO. \_\_\_\_\_

HELD AT \_\_\_\_\_ ON \_\_\_\_\_ TIME \_\_\_\_\_

**MINUTES OF THE PROCEEDINGS OF THE 14<sup>TH</sup> ANNUAL GENERAL MEETING OF THE MEMBERS OF THE AQUA LOGISTICS LIMITED HELD ON MONDAY, 30<sup>TH</sup> SEPTEMBER, 2013 AT 10.00 A.M. AT EMERALD HALL, VITS HOTEL, ANDHERI - KURLA ROAD, ANDHERI (EAST), MUMBAI - 400 059.**

**PRESNET:**

|                      |  |
|----------------------|--|
| Mr. Rajesh G. Uchil, | Chairman & Member                                    |
| Mr. M.S. Sayad,      | Vice Chairman & Member                               |
| Mr. Harish G. Uchil  | Managing Director & Chief Executive Officer & Member |

In addition, 29 Members were present in person.

**CHAIRMAN:**

By general desire Mr. Rajesh G. Uchil occupied the Chair and proceeded to conduct the business of the meeting.

**QUORUM:**

The Chairman informed that quorum required for the meeting was present.

**PROXIES:**

The Chairman informed the members that Nil numbers of proxies for Nil Equity Shares have been received and NIL letter of representation from Body Corporate under Section 187 of the Companies Act, 1956 have been received.

**REGISTER OF DIRECTORS' SHARE HOLDINGS:**

The Chairman informed the members that the Register of Directors' Share holdings as required by the Companies Act, 1956 was open for the inspection of the members.

**CHAIRMAN'S SPEECH:**

The Chairman welcomed the members to the Fourteenth Annual General Meeting of the Company. The Chairman delivered his speech and apprised the members about the present performance and future prospects of the Company.

**NOTICE:**

The Notice dated 14<sup>TH</sup> August, 2013 convening the Annual General Meeting of the members, with the permission of the members was taken as read.

**AUDITORS REPORT:**

Mr. Rajesh G. Uchil requested the Mr. M. S. Sayad, Vice Chairman to read the Auditors Report. Mr. M. S. Sayad, Vice Chairman read the Auditors Report addressed to the members of the Company.

Thereafter, the Chairman taken up the agenda of the meeting for consideration.

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**ITEM NO.1****ADOPTION OF AUDITED ANNUAL ACCOUNTS, AUDITORS' REPORT AND DIRECTORS' REPORT FOR THE YEAR ENDED 31ST MARCH, 2013:**

The Chairman informed that the Audited Annual Accounts of the Company for the Financial Year ended 31st March, 2013 was circulated along with the Notice of Annual General Meeting of the Company. Then the Chairman moved the resolution as an Ordinary Resolution for adoption of Audited Annual Accounts consisting of the Profit & Loss Account for the year ended 31st March, 2013 and the Balance Sheet as on that date, Schedules and Notes together with the Directors' Report and Auditors' Report thereon.

Mr. Nimesh S. Shah Shareholder of the Company proposed the following resolution and Mr. Ramesh Chadra Kapoor Shareholder of the Company, seconded it.

**"RESOLVED THAT** the Audited Financial Statements consisting of Balance Sheet for the year ended 31<sup>st</sup> March, 2013 and Profit & Loss Account of the Company as on that date, Schedules and Notes together with the Reports of the Board of Directors and Auditors thereon be and are hereby received, considered, approved and adopted."

Before the Resolution for adoption of Accounts was put to vote, the Chairman invited comments / queries on the Annual Accounts from the members, if any.

There being no comment / query, the resolution was put to vote by show of hands for approving and adopting the Audited Annual Financial Statements and the Reports of the Board of Directors and Auditors thereon and the same was carried unanimously.

**ITEM NO.2****RE-APPOINTMENT OF MR. B. S. RADHAKRISHNAN AS A DIRECTOR:**

Mr. Anil S. Gabria, Shareholder of the Company proposed the following resolution and Mr. Naresh R. Kachalia Shareholder of the Company seconded it.

**"RESOLVED THAT** pursuant to Section 256 of the Companies Act, 1956 Mr. B. S. Radhakrishnan, Director, who retires by rotation at this meeting and who is eligible for re-election, be and is hereby re-appointed as a Director, liable to retire by rotation."

Thereafter, the resolution was put to vote and was carried unanimously on show of hands.

Mr. Rajesh G. Uchil declared the resolution carried unanimously.

**ITEM NO.3****APPOINTMENT OF AUDITORS AND FIXATION OF REMUNERATION:**

Mr. Kishor R. Kachalia, Shareholder of the Company proposed the following resolution and Ms. Shobha S. Shenoy Shareholder of the Company seconded it.

**"RESOLVED THAT** M/s. Anil Nair & Associates, Chartered Accountants be and hereby re-appointed as Joint Statutory Auditors of the Company for the Financial Year 2013-14

  
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To hold office from the conclusion of this Annual General Meeting till the conclusion of the next Annual General Meeting at such remuneration as may be decided by the Board of Directors of the Company."

The Chairman invited comments / queries from members if any .

There being no comment / query, the resolution was put to vote by show of hands and the same was carried unanimously.

**VOTE OF THANKS:**

There being no other business left to transact, the meeting was concluded with a vote of thanks to the Chair.

**(Rajesh G. Uchil)****Chairman of the Meeting****Place: Mumbai****Date: October 07, 2013**