



MINUTES OF THE 31st ANNUAL GENERAL MEETING OF THE MEMBERS OF M/S. ARMS PAPER LIMITED HELD ON MONDAY, THE 29th DAY OF SEPTEMBER, 2014 AT 12:30 P.M. AT AHMEDABAD MANAGEMENT ASSOCIATION (AMA), ATIRA CAMPUS, DR. VIKRAM SARABHAI MARG, AHMEDABAD: 380 015.

The following Directors were present:

1. Shri Rushal Patel : Chairman
2. Shri Pawanjitsingh Negi : Independent Director

In attendance:

1. M/s P A R Y & Co. : Statutory Auditors
2. Shri Alpesh Gandhi : Company Secretary

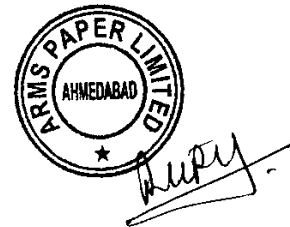
Members present in person : 33

Shri Rushal Patel, Chairman of the Company, occupied the chair.

The required quorum being present, the Chairman declared the meeting to order and he thereafter requested the Company Secretary to move the resolutions as per the notice dated 14th August, 2014.

The company secretary informed that the Register of Directors' shareholding under section 307 is available for inspection for members. The Notice dated 14th August, 2014, Auditors' Report & Directors' Report were read by him.

The Company Secretary informed the shareholders that in terms of provisions of the Companies Act, 2013, the Company has provided E-Voting to the shareholders. Those shareholders holding shares as on "cut off" date, i.e. 29th August, 2014, were entitled to vote under e-voting system on the proposed resolutions as set out in the notice. E-Voting was opened from 23rd September, 2014, 9.00 AM to 26th September, 2014, 9.00 AM. The company had appointed Shri M.C. Gupta of M/s. M.C. Gupta & Co., Company Secretaries, as the Scrutinizer for the E-Voting. Mr. M.C. Gupta has already submitted his report on e-voting. Mr. M.C. Gupta further informed that those shareholders who have not voted electronically shall be entitled to vote in this AGM. It was informed to the members that the aggregate number of e-voting and the votes through poll to be conducted today shall be considered as the final outcome for each resolution.



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ORDINARY BUSINESS:

RESOLUTION NO. 1 : Ordinary Resolution

PROPOSED BY: Ms. Kamini Solanki
SECONDED BY: Shri Sunil Shah

"RESOLVED THAT the Balance Sheet of the company as at 31st March, 2014 and the Statement of Profit & Loss, Cash Flow statement and notes to the financial statements of the Company for the year ended on that date together with the Directors' Report and Auditors' Report thereon, laid before the meeting be and are hereby approved and adopted".

The Chairman invited the queries from the shareholders on the said resolution, one of the shareholder raised certain queries which was replied.

The Chairman announced that Shri M.C. Gupta, Practicing Company Secretary is appointed as Scrutinizer for the Poll to be taken, the results were deferred for Poll.

RESOLUTION NO. 2: Ordinary Resolution

PROPOSED BY: Shri Kartik Baldwa
SECONDED BY: Shri Sunil Shah

"RESOLVED THAT Shri Rushal Patel, director of the Company who retires by rotation and being eligible, be and is hereby re-appointed as a Director of the Company".

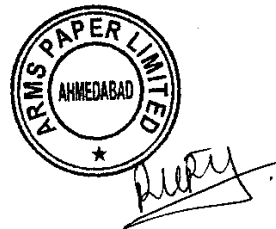
The Chairman invited the queries from the shareholders on the said resolution but there was no query.

The results were deferred for Poll.

RESOLUTION NO. 3: Ordinary Resolution

PROPOSED BY: Shri Jitendra Sonar
SECONDED BY: Shri Hiren Shah

"RESOLVED THAT pursuant to the provisions of Section 139 and other applicable provisions, if any, of the Companies Act, 2013 and the rules framed there under, as amended from time to time, M/s. J. R. Purohit & Co. (Firm Registration No. 111841W) , Chartered Accountants, Ahmedabad, be and are hereby appointed as the Statutory Auditors of the Company in place of M/s. P A R Y & Co., Chartered Accountants, Ahmedabad, the retiring Auditors, who have expressed their unwillingness for re-



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appointment at the ensuing Annual General Meeting of the Company, to hold office for a period of 5 years commencing from the conclusion of this Annual General Meeting of the Company till the conclusion of 36th Annual General Meeting of the Company, at a remuneration as may be decided by the Board of Directors as per the recommendation of the Audit Committee”.

The Chairman invited the queries from the shareholders on the said resolution but there was no query.

The results were deferred for Poll.

SPECIAL BUSINESS:

RESOLUTION NO. 4: Ordinary Resolution

PROPOSED BY: Shri Mahendrabhai Shah

SECONDED BY: Smt. Sangeeta Goenka

“RESOLVED THAT pursuant to the provisions of Sections 149, 150, 152 and other applicable provisions, if any, of the Companies Act, 2013, the rules made there under, Mr. Pawanjit Singh Negi (DIN 02729393), Director of the Company, liable to retire by rotation and in respect of whom the Company has received a notice in writing from a member proposing his candidature for the office of Director, be and is hereby appointed as an Independent Director of the Company to hold office up to 34th Annual General Meeting of the Company”.

The Chairman invited the queries from the shareholders on the said resolution but there was no query.

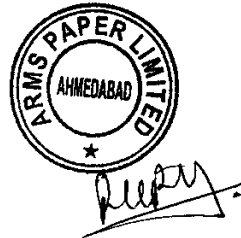
The results were deferred for Poll.

RESOLUTION NO. 5: Ordinary Resolution

PROPOSED BY: Shri Tapas Kapasi

SECONDED BY: Shri Kartik Baldwa

“RESOLVED THAT pursuant to the provisions of Sections 149, 150, 152 and other applicable provisions, if any, of the Companies Act, 2013, the rules made there under, Mr. Nikhil Rajpuria (DIN 01009330), Director of the Company, liable to retire by rotation and in respect of whom the Company has received a notice in writing from a member proposing his candidature for the office of Director, be and is hereby appointed as an Independent Director of the Company to hold office up to 34th Annual General Meeting of the Company”.



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The Chairman invited the queries from the shareholders on the said resolution but there was no query.

The results were deferred for Poll.

RESOLUTION NO. 6: Ordinary Resolution

PROPOSED BY: Shri Dharmendra Pandya

SECONDED BY: Shri Jivanlal Shah

"RESOLVED THAT pursuant to the provisions of Sections 149, 150, 152 and other applicable provisions, if any, of the Companies Act, 2013, the rules made there under, Mr. Nishant Kumar (DIN 02372620), Director of the Company, liable to retire by rotation and in respect of whom the Company has received a notice in writing from a member proposing his candidature for the office of Director, be and is hereby appointed as an Independent Director of the Company to hold office up to 34th Annual General Meeting of the Company".

The Chairman invited the queries from the shareholders on the said resolution but there was no query.

The results were deferred for Poll.

Shri M.C. Gupta, the Scrutinizer collected the ballot papers from the shareholders and declared that the result of the poll shall be placed on the website of the company.

There being no other matter, the meeting concluded with a vote of thanks to the Chair.

Place: Ahmedabad
Date: 4th October, 2014




CHAIRMAN

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