

EXTRACTS OF MINUTES OF ANNUAL GENERAL OF BRONZE INFRA-TECH LIMITED HELD AT SAKUNTALA MULTIPLEX, 808 HO-CHI MINH SARNI, NEAR SAKUNTALA PARK, KOLKATA - 700 061, ON 30TH DAY OF SEPTEMBER, 2014 AT 11.30 A.M.

THE FOLLOWING DIRECTORS WERE PRESENT

Mr. Goutam Gupta	Chairman and Managing Director
Mr. Mr. Puneet Sureka	Non - Executive Director
Mr. Amit Bansal	Independent Director
Mr. Niraj Jewrajka	Independent Director

SHAREHOLDERS/ MEMBERS

Mr. Puneet Sureka: Member in person

1. Mr. Goutam Gupta, Chairman took the Chair.
2. Quorum being present, the Chairman called the meeting to order
3. With the consent of members present, the notice convening the meeting was taken as read.
4. The shareholders considered the Profit and Loss Account for the year ended 31st March, 2014 and the Balance Sheet as on that date and the Auditors' Report thereon and the Directors Report attached thereto including the annexures annexed thereto.

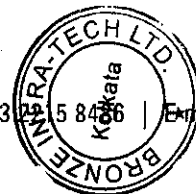
ORDINARY BUSINESS:

1. TO RECEIVE, CONSIDER AND ADOPT THE AUDITED BALANCE SHEET AS AT 31ST MARCH 2014, PROFIT & LOSS ACCOUNT FOR THE YEAR ENDED 31ST MARCH, 2014 AND THE REPORTS OF THE DIRECTORS AND AUDITORS THEREON:ORDINARY RESOLUTION

The Following Ordinary Resolution Was Proposed By Mr. Goutam Gupta and Seconded By Mr. Amit Bansal

RESOLVED THAT the draft of audited balance sheet as at 31st March, 2014, profit & loss account for the year ended on that date along with schedules and notes thereon as placed before the Member, be and is hereby approved and adopted.”

Before putting the resolution to vote, the Chairman invited questions from members. Necessary satisfactory clarifications, details and information were provided by the Chairman to the questions asked by the shareholders.



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The resolution was then put to vote by show of hands and was passed unanimously.

The Chairman then declared the above resolution as passed.

2. RATIFICATION OF DIRECTOR

The Following Ordinary Resolution Was Proposed By Mr. Goutam Gupta and Seconded By Mr. Amit Bansal

“RESOLVED THAT Mr. Puneet Sureka, Director of the company is retiring by rotation and being eligible for the reappointment and the same is being ratified by the Board.”

The resolution was then put to vote by show of hands and was passed unanimously.

The Chairman then declared the above resolution as passed.

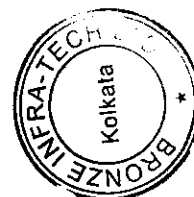
3. RE-APPOINTMENT OF M/S. SURANA SINGH & RATHI & CO., CHARTERED ACCOUNTANTS , AS STATUTORY AUDITORS : ORDINARY RESOLUTION

The Following Ordinary Resolution Was Proposed By Mr. Goutam Gupta and Seconded By Mr. Amit Bansal

“RESOLVED THAT pursuant to the provisions of Sections 139 of the Companies Act, 2013 and other applicable provisions of the Act, if any and the Rules framed there under, as amended from time to time and pursuant to the recommendations from Audit committee, M/s. Surana Singh Rathi & Co., Chartered Accountants (Registration no. 317119E) who are not disqualified as per section 141 of C. A. 2013 and has expressed their willingness to accept office, if re – appointed, be and are hereby reappointed as the Statutory Auditors of the Company to hold office from the conclusion of this Annual General meeting until the conclusion of the 18th Annual General Meeting of the company subject to ratification of the appointment by the shareholders at every Annual General Meeting, at a remuneration to be fixed by the Board of Directors in consultation with the Auditor from time to time in addition to reimbursement of all out-of pocket expenses as may be incurred in connection with the audit of the accounts of the Company plus applicable service tax.”

The resolution was then put to vote by show of hands and was passed unanimously.

The Chairman then declared the above resolution as passed.



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SPECIAL BUSINESS

4. REGULARISATION OF MR. AMIT BANSAL AS AN INDEPENDENT DIRECTOR.

The Following Ordinary Resolution Was Proposed By Mr. Goutam Gupta and Seconded By Mr. Niraj Jewrajka

“**RESOLVE THAT** Mr. Amit Bansal (DIN : 06913749) who was appointed as Additional Director of the Company with effect from 22nd July, 2014, Pursuant to the provisions of Section 161 of the Companies Act, 2013, and who holds office upto the date of ensuing Annual General Meeting and in respect of whom the company has received a notice in writing from one of its member proposing his candidature for the office of the Director of the Company pursuant to section 160 of Companies Act, 2013, be and is hereby appointed as a Director of the Company.

“**RESOLVED FURTHER THAT** pursuant to the provisions of Sections 149, 150, 152 and any other applicable provisions of the Companies Act, 2013 and the rules made there under (including any statutory modification(s) or re-enactment thereof for the time being in force) read with Schedule IV to the Companies Act, 2013, Mr. Amit Bansal (DIN 06913749), Director of the Company who retires by rotation at the Annual General Meeting 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 for five consecutive years for a term up to 31st March, 2019.”

The resolution was then put to vote by show of hands and was passed unanimously.

The Chairman then declared the above resolution as passed.

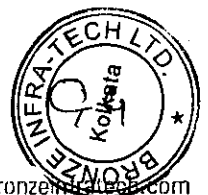
5. REGULARISATION OF MR. NIRAJ JEWRAJKA AS AN INDEPENDENT DIRECTOR

The Following Ordinary Resolution Was Proposed By Mr. Goutam Gupta and Seconded By Mr. Punit Sureka

“**RESOLVED THAT** pursuant to the provisions of Sections 149, 150, 152 and any other applicable provisions of the Companies Act, 2013 and the rules made there under (including any statutory modification(s) or re-enactment thereof for the time being in force) read with Schedule IV to the Companies Act, 2013, Mr. Niraj Jewrajka (DIN : 05318153) Director of the Company who retires by rotation at the Annual General Meeting 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 for five consecutive years for a term up to 31st March, 2019.”

The resolution was then put to vote by show of hands and was passed unanimously.

The Chairman then declared the above resolution as passed.





BRONZE
INFRA-TECH LTD

6. ALTERATION IN ARTICLES OF ASSOCIATION: SPECIAL RESOLUTION

The Following Ordinary Resolution Was Proposed By Mr. Goutam Gupta and Seconded By Mr. Punit Sureka

"RESOLVED THAT pursuant to the provisions of Section 14 and all other applicable provisions of the Companies Act, 2013 read with rules framed thereunder and schedules thereto (including any statutory modification(s) or re-enactment thereof, for the time being in force), as may be amended from time to time, the consent of members be and is hereby accorded to amend & alter the following Articles of the existing Articles of Association of the company, in the following manner:

1) Insertion of Article 101 (A) after the existing Article 100

A member may exercise his vote at a meeting by electronic means in accordance with section 108 of the Companies Act, 2013 and shall vote only once.

The resolution was then put to vote by show of hands and was passed unanimously.

The Chairman then declared the above resolution as passed.

"RESOLVED FURTHER THAT the Board be and is hereby authorized to take all such Steps as may be necessary, proper or expedient to give effect to this Resolution."

7. VOTE OF THANKS

There being no other business to transact, the Meeting terminated with a vote of thanks to the Chair.

Place: Kolkata

Date: 30th September, 2014

Goutam Gupta
(Chairman)

CERTIFIED TO BE TRUE COPY

