

HELD AT ON TIME

MINUTES OF THE PROCEEDINGS OF THE 22ND ANNUAL GENERAL MEETING OF RELIABLE VENTURES INDIA LIMITED BHOPAL HELD ON WEDNESDAY, THE 30TH DAY OF SEPT., 2015 AT 4.30 PM IN THE REGISTERED OFFICE OF THE COMPANY IN BHOPAL.

PRESENT:Directors and shareholders

1. Mr. Abdul Tahir, Director & Chairman of Auditor committee
2. Mr. Rajendra Malpani, Director and Member of Audit committee
3. Mr. S. Shankar Narayanan, Director,

Shareholders:

24 Shareholders in person/by proxy and corporate representatives were present. Including Directors holding shares of the Company/

In attendance: Mr. SS Raghunshi, Company Secretary & Compliance Officer

Since due to adverse health condition, Mr. Sikandar Hafiz Khan, the Chairman of the Board of Directors of the Company could not attend the meeting, , Mr. S. Shankar Narayanan, Executive Director was unanimously elected to preside over the meeting.

The Chairman welcomed the members present and, after ascertaining that the meeting was validly constituted and requisite quorum for the meeting was present, declared that the meeting was validly constituted and briefly addressed the members of the reasons on account of which the other directors of the Company could not attend the meeting. Thereafter, he briefed the members present about the business and financial aspects of the Company and the resolutions which, as per notice of the meeting, were being placed for approval of the members. Thereafter, with the permission of members present, he took the notice convening the 22nd Annual General Meeting (AGM) as read. Thereafter, on the request of the Chairman, Mr. Niraj Bhargava, one of the members, read auditors report dated 22nd August, 2015.

Then, the Chairman invited queries from the members about the business and financial aspects of the Company and, after being assured that there were no queries from any of the members, he proceeded further to conduct the meeting.

The Chairman informed the members that in compliance with provisions contained under Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management & Administration) Rules, 2014 and Clause 35B of the Listing Agreement, the members of the company were provided with the e-voting facility to enable them to cast their votes on all the resolutions brought up before them vide notice of the meeting dated 24th day of August, 2015.

He further informed that Ms. Neeta H Desai, a Practicing Company Secretary, was appointed as Scrutinizer for conducting the above e_voting in a fair and transparent manner.

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The Chairman further informed that the members present in the meeting who have not been able to cast their vote through e_voting may cast their votes through ballot papers which will be provided to them and that Ms. Neeta Desai shall scrutinize the result of the voting by both the above processes.

Thereafter, ballot forms were distributed amongst the shareholders present in the meeting. The Chairman then requested the members present to cast their votes and also announced that the combined result of e_voting and voting through ballot forms shall be declared 2nd day of October, 2015, at 4.30 PM at the registered office of the Company at "Reliable House" A-6, Koh-e-fiza, Indore Road, Bhopal and the same would be uploaded on the website of the Company before or after said declaration.

The voting through ballot forms commenced thereafter. After casting of votes by all the eligible members and proxies present through ballot form was over, and there being no other business to transact, the meeting was concluded at 5.00 PM with a vote of vote to the Chair.

RESULTS OF RESOLUTIONS PROPOSED IN THE ANNUAL GENERAL MEETING

The Scrutinizer Ms. Neeta H Desai, Practicing Company Secretary, submitted her report of voting in two parts both dated 1st day of October, 2015, one for e_voting and the other for voting through ballot papers and both the reports were acknowledged by the Chairman as a conclusive result of the Annual General Meeting. In term of the said reports, the following resolutions were taken and declared as passed in term of the voting done for respective resolutions and these were construed to have been passed by the shareholders at the 22nd Annual General Meeting of the Company held on Wednesday, Wednesday, the 30th day of March, 2015:

Item NO. 1:

As an Ordinary Resolution.

"RESOLVED THAT Audited Statement of Profit & Loss of the Company for the 12 months period ended 31st day of March, 2015, and Balance Sheet as at that date together with the Report of the Directors' and Auditors' thereof, as circulated to the members of the Company and placed before the meeting, be and are hereby, consider, approved and adopted."

Total Number of votes cast	Total number & Percentage of votes cast in favour	Total No. & Percentage of invalid /votes cast against
6639796	6628396 (99.83)	Invalid votes 11400 being 0.17% of total votes cast

The Resolution was carried by majority

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Item NO. 2: As an Ordinary Resolution.

"RESOLVED THAT Mr. S. Shankar Narayanan, one of the Directors of the Company, who retires at the Annual General Meeting, be and is hereby reappointed as a Director of the Company liable to retire by rotation."

Total Number of votes cast	Total number & Percentage of votes cast in favour	Total No. & Percentage of votes cast against
6639796	6628396 (99.83)	Invalid votes 11400 being 0.17% of total votes cast

The Resolution was carried by majority

Item No. 3: As an Ordinary Resolution:

"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 Parekh Shah & Lodha, a Mumbai based firm of Chartered Accountants having Registration No. 107487W and operating from 31-E, BKC Center, Laxmi Industrial Estate, New Link Road, Andheri (West) Mumbai-400053, be and is hereby appointed as Statutory Auditors of the Company, to hold office from the conclusion of this Annual General Meeting till and upto the conclusion of the 27th AGM of the Company subject to ratification of appointment at every AGM at such remuneration plus service tax and such out-of-pocket expenses as may be mutually agreed between the Board of Directors of the Company and the Auditors."

Total Number of votes cast	Total number & Percentage of votes cast in favour	Total No. & Percentage of votes cast against
6639796	6628396 (99.83)	Invalid votes 11400 being 0.17% of total votes cast

The Resolution was carried by majority

Item No. 4: As an Ordinary Resolution:

"RESOLVED THAT pursuant to the provisions of Section 152 and other applicable provisions of the Companies Act, 2013, read with the Companies (Appointment and Qualification of Directors) Rules 2014, including any statutory modification or re-enactment thereof for the time being in force, Ms. Sanobar Bano (DIN 07139513) - who was appointed by the Board of Directors under Section 161(1) of the Companies Act 2013 as an Additional Director of the Company with effect from 30th day of March, 2015, and who holds the said office upto the date of this Annual General Meeting and in respect of whom the Company has received a notice pursuant to Section 160 of the Companies Act, 2013, proposing her candidature for the office of Director- be and is hereby appointment as Director of the Company liable to retire by rotation."

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Total Number of votes cast	Total number & Percentage of votes cast in favour	Total No. & Percentage of votes cast against
6639796	6628396 99.83)	Invalid votes 11400 being 0.17% of total votes cast

The Resolution was carried by majority

Item No. 5: As an Ordinary Resolution:

"RESOLVED THAT in accordance with the provisions of Sections 196, 197 and 203 read with Schedule V and all other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment thereof, for the time being in force), and Articles of Association of the Company and such other approvals as may be required and such modifications and conditions, if any, the consent of Members be and is hereby accorded for the re-appointment of Mr. S. Shankar Narayanan (DIN: 00021561) as a Whole-time Director, designated as Executive Director of the Company, for a period of 11 months and 15 days effective from 1st day of January 2015 on the terms and conditions including remuneration as set out in the Statement annexed to the Notice convening this Meeting"

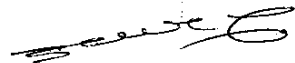
"RESOLVED FURTHER that in the event of absence or inadequacy of profit in any financial year during his tenure, the aforesaid remuneration shall be paid as minimum remuneration subject to compliance of provisions of Schedule V to the Companies Act, 2013 or any statutory modification(s) or re-enactment(s) thereof as in force from time to time."

"RESOLVED FURTHER that the Board of Directors/ Nomination and Remuneration Committee of Directors be and is hereby authorized to alter and vary the aforesaid terms as to remuneration (including perquisites) within the ceiling limits in that behalf as laid down in schedule V to the Companies Act, 2013 as in force from time to time."

"RESOLVED FURTHER that for the purpose of giving effect to this resolution, the Board of Directors of the Company be and is hereby authorized to do all such acts, deeds and things as may be deemed necessary or desirable or to settle any question or difficulty that may arise, in such manner as it may deem fit."

Total Number of votes cast	Total number & Percentage of votes cost in favour	Total No. & Percentage of votes cast against
6639796	6628396 99.83)	Invalid votes 11400 being 0.17% of total votes cast

The Resolution was carried by majority



CHAIRMAN

Bhopal;
Oct., 03, 2015

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