



GIST OF THE PROCEEDING OF 28TH ANNUAL GENERAL MEETING OF ELECTROTHERM (INDIA) LIMITED HELD ON 30TH SEPTEMBER, 2014

The 28th Annual General Meeting of Electrotherm (India) Limited held on Tuesday, 30th September, 2014 at 11:00 a.m. at S-5, Ahmedabad Management Association, ATIRA Campus, Dr. Vikram Sarabhai Marg, Ahmedabad - 380 015

Shri Shailesh Bhandari chaired the proceeding of the Meeting. Mr. Avinash Bhandari is chaired in the proceeding in respect of the items of business where Mr. Shailesh Bhandari was deemed to be interested and Mr. G. C. Goyal is chaired in the proceeding in respect of the items of business where Mr. Shailesh Bhandari and Mr. Avinash Bhandari was deemed to be interested in the resolution.

Total 64 members (including proxies) attend the meeting as per the record of the attendance.

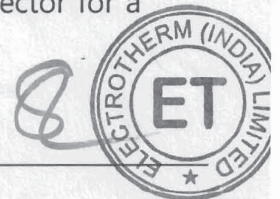
The resolutions passed by the members, briefly, related to

ORDINARY BUSINESS:

1. Adoption of Audited Financial Statement of the Company for the Financial year ended March 31, 2014, the reports of the Board of Directors and Auditors thereon. (Ordinary Resolution).
2. Appointment of Mr. Avinash Bhandari, (DIN :00058986) Director retiring by rotation. (Ordinary Resolution).
3. Appointment of Auditors, M/s. Mehta Lodha & Co., Chartered Accountants, Ahmedabad (Firm Registration No. 106250W) and fixing their Remuneration. (Ordinary Resolution).

SPECIAL BUSINESS:

4. Appointment of Mr. Ram Singh (DIN: 00059026) as an Independent Director for a period of 5 years.



ELECTROTHERM (India) Limited

HEAD OFFICE & WORKS:
Survey No. 72, Palodia, (Via Thaltej, Ahmedabad), Gujarat-382115, India.
Phone: +91-2717-234553 – 7, 660550 Fax: +91-2717-234866
Email: ho@electrotherm.com
Website: www.electrotherm.com


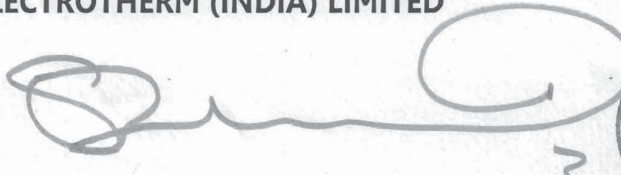
REGD. OFFICE:
A-1, Skylark Apartment, Satellite Road,
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Other Offices: • Angul • Bangalore • Bangladesh • Bellary • Chennai • Coimbatore • Delhi • Ghaziabad • Goa • Hyderabad • Jaipur • Jalna • Jalandhar • Jamnagar • Jamshedpur • Kanpur • Koderma • Kolhapur • Kolkata • Ludhiana • Mandi Gobindgarh • Mumbai • Nagpur • Nasik • Panaji • Pune • Raipur • Raigarh • Rajkot • Rourkela • Sambalpur



5. Appointment of Mr. P. K. Prasad (DIN : 00059004) as an Independent Director for a period of 5 years.
6. To fix the Remuneration of Cost Auditor M/s. V. H. Savaliya & Associates, Cost Accountants, Ahmedabad.
7. Reconfirmation of borrowing power of Rs. 400.00 Cr. of the Company.
8. Re-appointment of Mr. Mukesh Bhandari (DIN: 00014511) as a Managing Director designated as a Chairman.
9. Re-appointment of Mr. Shailesh Bhandari (DIN:: 00058866) as a Managing Director.
10. Re-appointment of Mr. Avinash Bhandari (DIN: 00058986) as a Joint Managing Director & CEO of the Company.
11. To approve adoption of new set of Articles of Association of the company.
12. Authority for related party transactions under section 188(1) of the Companies Act, 2013.

For ELECTROTHERM (INDIA) LIMITED



SHAILESH BHANDARI
CHAIRMAN OF THE MEETING &
MANAGING DIRECTOR
(DIN : 00058866)

DATE : 18/10/2014
PLACE : AHMEDABAD

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