

**FALCON** TYRES LTD.



website: [www.falcontyres.com](http://www.falcontyres.com) e- mail [feedback@falcontyre.com](mailto:feedback@falcontyre.com)

CIN No. L25114KA1973PLC002455

Registered Office: K R S Road , Metagalli , Mysore- 570 016

Telephone No.-0821-2582055

**CERTIFIED COPY OF MINUTES OF THE EXTRAORDINARY GENERAL MEETING  
OF THE MEMBERS OF FALCON TYRES LIMITED HELD ON SATURDAY, 16<sup>TH</sup>  
AUGUST, 2014 AT 11.00 A.M. AT HOTEL " MYSORE DASAPRAKASH (CITY )  
GANDHI SQUARE " MYSORE - 570 001**

**PRESENT :**

MR. A. RAO : MEMBER  
(IN THE CHAIR)

DIL RIM AND WHEEL CORPORATION LTD : MEMBER  
(REPRESENTED BY  
MR. K. L. SHARMA)

KANTI COMMERCIALS PVT LTD : MEMBER  
(REPRESENTED BY  
MR. A. K. GOENKA)

SALPUTRI COMMERCE PVT LTD : MEMBER  
(REPRESENTED BY  
MR. S. MUKHERJEE)

REGUS IMPEX PVT LTD : MEMBER  
(REPRESENTED BY  
MR. S. K. GHOSH)

**AND**

**16 MEMBERS PRESENT IN PERSON**

Pursuant to the Article 75 (2) of the Articles of Association of the Company, Mr. Jagannath T M, Shareholder proposed and Mr. Putraj Sampthkumar seconded the name of Mr. A. Rao, one Member of the Company, present in the Meeting as Chairman of the Meeting. Mr. Rao then took the Chair and presided the Meeting.

**THE QUORUM :**

The requisite quorum being present, the Chairman declared the Meeting open by welcoming to the members.

The Chairman announced that the Register of Directors' Shareholdings pursuant to Section 170 of the Companies Act, 2013 and all the documents referred to in the Notice of Extraordinary General Meeting and Explanatory Statement both dated 21<sup>st</sup> June, 2014 were kept open during the continuance of the Meeting.



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### THE NOTICE:

The Notice of the Extraordinary General Meeting together with the Explanatory Statement having been circulated were read by the Chairman.

The Chairman then proceeded to transact the item of Business of the Meeting according to the Agenda of the Extraordinary General Meeting.

### RESOLUTION NO.1 :

The Chairman informed the Shareholders that at the last Annual General Meeting of the Company held on 30<sup>th</sup> December, 2013, M/s. K. N. Gutgutia & Co., Chartered Accountants, Kolkata, were re-appointed as the Auditors of the Company from the conclusion of the said Annual General Meeting until the conclusion of the next Annual General Meeting of the Company. M/s. K. N. Gutgutia & Co., by their letter dated 19<sup>th</sup> February, 2014, had tendered their resignation and expressed their unwillingness to continue as Auditors of the Company. In accordance with the applicable provisions of the Companies Act, 2013, the Board of Directors of your Company, at its Meeting held on 14<sup>th</sup> May, 2014, subject to obtaining your approval in today's Extraordinary General Meeting, had appointed M/s. Gora & Co., Chartered Accountants, Kolkata, who had consented to act as Statutory Auditors of the Company by their Letter of Consent dated 17<sup>th</sup> March, 2014, as the Auditors of the Company in place of M/s. K. N. Gutgutia & Co., Chartered Accountants, Kolkata by filling in the vacancy caused by their resignation as the Auditors of the Company and to audit the accounts of the Company for the extended Financial Year ended 31st March, 2014 and to hold Office of the Auditors of the Company until the conclusion of the next Annual General Meeting of the Company.

The provisions of Section 139(8) and other applicable provisions, if any, of the Companies Act, 2013 required your consent / approval for the appointment of the aforesaid new Auditors of the Company and for payment of Auditors' remuneration by the Company upon their such appointment.

The Chairman then introduced Resolution No. 1 for its adoption by the Members as follows :

**"RESOLVED THAT** pursuant to the provisions of Section 139 (8) and other applicable provisions, if any, of the Companies Act, 2013, M/s. GORA & Co, Chartered Accountants, Kolkata, be and are hereby appointed as the Statutory Auditors of the Company to fill the casual vacancy caused due to the resignation of M/s. K.N. Gutgutia & Co, Chartered Accountants."



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**"RESOLVED FURTHER THAT** M/s. GORA & Co. Chartered Accountants be and are hereby appointed as the Statutory Auditors of the Company from this Extra-Ordinary General Meeting and that they shall hold the office of the Statutory Auditors of the Company from the conclusion of this meeting until the conclusion of the ensuing Annual General Meeting and that they shall, inter alia, conduct the Statutory Audit for the extended Financial Year ended 31<sup>st</sup> March, 2014"

**"RESOLVED FURTHER THAT** the Board of Directors be and is hereby authorized to fix the remuneration of Auditors for the aforesaid period."

The Result of the E-voting of aforesaid Resolutions had been given by the Scrutinizer to the Company.

Any member who had not participated in e-voting and wished to participate in the Resolution by way of Ballot Paper was requested to get Ballot Papers and filled it up and dropped in the Ballot Box, which were considered by the Scrutinizer while preparing and giving his final report which was placed in NSDL Website and a copy there of was sent to Bombay Stock Exchange.

Since all the Business in the Notice of the AGM had been transacted, the Chairman thanked the Members and concluded the Proceedings.

**CERTIFIED TRUE COPY**

**ANANTHA RAO** dated 9.9.20014  
**CHAIRMAN OF THE MEETING**

For FALCON TYRES LIMITED

*Abhishek Aggarwal*  
Director