

GUJARAT POLY-AVX ELECTRONICS LIMITED

7, JAMSHEDJI TATA ROAD, CHURCHGATE RECLAMATION, MUMBAI-400 020.

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EMAIL : gpaet@polyavx.com
CIN : L21308GJ1989PLC012743

**Certified True copy of the Resolution passed by the
Board of Directors of the Company at their meeting held on
13th February, 2015**


The Chairman informed the Board that the Company has received a letter dated 15.12.2014 from Gujarat Industrial Investment Corporation Ltd. (GIIC) Gandhinagar, advising the Company for appointment of Mr. Y. K. Vyas, Manager (Projects) & Z.M. (Rajkot) of GIIC as a Director vice Mr. A. B. Shah, then Director, on the Board of the Company.

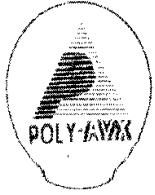
Members are further informed that Mr. Y. K. Vyas, Manager (Projects) & Z.M. (Rajkot) of GIIC, is accordingly proposed for appointment in the casual vacancy of Mr. A. B. Shah, under section 161(4) of the Companies Act, 2013, on the Board of the Company effective today i.e., 13.02.2015. He will hold office upto the time Mr. A. B. Shah would have held the office. After discussion:

"Resolved that Mr. Y. K. Vyas, Manager (Projects) & Z.M. (Rajkot) be appointed in the casual vacancy of Mr. A. B. Shah and will hold office upto the date upto which Mr. A. B. Shah would have held office."

"Resolved Further that Mr. A. H. Mehta, Managing Director or Mr. J. M. Shah, Company Secretary, be and is hereby authorized to file necessary Forms (Form No. DIR - 12) with the Registrar of Companies, Ahmedabad, Gujarat."

For **GUJARAT POLY-AVX ELECTRONICS LTD.**


(J.M.SHAH)
COMPANY SECRETARY
nn.



GUJARAT POLY-AVX ELECTRONICS LIMITED

7, JAMSHEDJI TATA ROAD, CHURCHGATE RECLAMATION, MUMBAI-400 020.

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FAX : 022 2285 0806

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CIN : L21308GJ1989PLC012743


Certified True copy of the Resolution passed by the Board
of Directors of the Company at their meeting held
on 13th February, 2015

The Chairman informed the Board that the Company has received a letter dated 15.12.2014 from Gujarat Industrial Investment Corporation Ltd. (GIIC) Gandhinagar, regarding withdrawal of nomination of Mr. A. B. Shah as a director from the Company. After discussion:

"Resolved that withdrawal of nomination of Mr. A. B. Shah, as a Director, by Gujarat Industrial Investment Corporation (GIIC) be given effect to for his cessation from the Directorship of Company, effective today i.e., 13th February, 2015.

"Resolved Further that Mr. A. H. Mehta, Managing Director or Mr. J. M. Shah, Company Secretary, be and is hereby authorized to file necessary Forms (Form No. DIR - 12) with the Registrar of Companies, Ahmedabad, Gujarat."

For **GUJARAT POLY-AVX ELECTRONICS LTD.**


(J.M. SHAH)
COMPANY SECRETARY
nn.