

10, BSE, MUMBAI



**NATURAL  
CAPSULES  
LIMITED**

Regd. Office :

102, 'SHRESHTA BHUMI', 1st Floor,  
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**EXTRACT OF THE MINUTES OF THE MEETING OF THE BOARD OF DIRECTORS HELD AT  
BANGALORE ON 19<sup>TH</sup> MARCH, 2014**

**ALLOTMENT OF EQUITY SHARES AND WARRANTS ON PREFERENTIAL BASIS:**

The Managing Director informed the meeting that in the Extra Ordinary General Meeting held on 20.02.2014, the members by special resolution have given their consent to the Board for going ahead with the preferential allotment up to 5,20,000 equity shares of Rs.10/- each (fully paid) at a premium of Rs.26/- per share and 4,40,000 warrants, in one or more tranches, to Promoters / Promoter Company and Investor company. He further stated that as the company has already received full amount towards allotment of Equity shares with premium and 25% of the value of share warrants as per the terms of the resolution referred above. (Copy of the certificate received from M/s. Gnanoba & Bhat, Statutory Auditors of the company certifying receipt of money in company's bank account was placed before the meeting). Accordingly, the board may proceed with the allotment of shares and warrants as per the statement placed on the table of the board. He further stated that as all the legal requirements have been complied with and in principle approval has been received from Bombay Stock Exchange vide its letter No. DCS/PREF/SK/PRE/658/2013-14 dated.06/03/2014, necessary resolution may be passed. (Copy of the certificate received from M/s. Gnanoba & Bhat, Statutory Auditors of the company stating that the company has complied with all legal requirements in this regard, was placed before the meeting). The promoter directors, being the interested directors in this item of business did not participate in the discussions. After detailed deliberations, the following resolution was passed unanimously:

"Resolved that consequent to the sanction obtained from the members u/s 81 (1A) of the Companies Act, 1956 and pursuant to provisions of Chapter VII of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009, (SEBI (ICDR) Regulations), other applicable Regulations, subject to the approval, consent, permission and sanction of appropriate authorities and subject to such conditions as may be prescribed by any of them while granting such approvals, consents, permissions which may be agreed to by the Board of Directors, and subject to fulfilment of such other formalities as may be required and in accordance with the relevant provisions of the Memorandum and Articles of Association of the Company, 5,20,000 equity shares of Rs.10/- each (fully paid) be and are hereby allotted at a premium of Rs. 26/- per share on preferential basis (to rank pari-passu with existing equity shares) on the terms and conditions contained in the special resolution referred above, as per the details furnished hereunder:



For Natural Capsules Ltd  
Managing Director

Contd...2.



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Sl. No.	Name of allottee	No. of shares	Distinctive Nos.	Consideration paid in Rupees.
01	Sunil L Mundra	40,000	4502701 to 4542700	14,40,000
02	Sushil Kumar Mundra	40,000	4542701 to 4582700	14,40,000
03	Jyothi Mundra	40,000	4582701 to 4622700	14,40,000
04	Radha S Mundra	40,000	4622701 to 4662700	14,40,000
05	Tajos Investments Pvt Ltd	60,000	4662701 to 4722700	21,60,000
06	Mahendra Labs Pvt Ltd (Investor)	3,00,000	4722701 to 5022700	1,08,00,000
	Total	5,20,000		1,87,20,000/

"Resolved further that consequent to the sanction obtained from the members u/s 81 (1A) of the Companies Act, 1956, pursuant to provisions of Chapter VII of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009, (SEBI (ICDR) Regulations), other applicable Regulations and subject to fulfillment of such other formalities as may be required, 4,40,000 Warrants (Rs.36/- paid up-being 25% of exercise price paid on subscription) be and are hereby allotted/issued with an option to convert the same into equity share of Rs. 10/- each at a premium of Rs. 26/- per share on the terms and conditions contained in the special resolution referred above, as per the details furnished hereunder:



For: Natural Capsules Ltd

Managing Director

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Sl. No.	Name of allottee	No. of Warrants	Distinctive Nos.	Upfront 25% money paid-in Rupees
01	Sunil L Mundra	80,000	000001 to 080000	7,20,000
02	Sushil Kumar Mundra	80,000	080001 to 160000	7,20,000
03	Jyothi Mundra	80,000	160001 to 240000	7,20,000
04	Radha S Mundra	80,000	240001 to 320000	7,20,000
05	Tajos Investments Pvt Ltd	1,20,000	320001 to 440000	10,80,000
<b>Total</b>		<b>4,40,000</b>		<b>39,60,000</b>

"Resolved further that Mr.Sunil L Mundra, M.D. be and is hereby authorized to take all steps necessary for giving effect to the above said resolution and also to apply to the Stock Exchanges wherein Company's equity shares are listed, for listing of the above said shares and warrants allotted on preferential basis and to comply with all the legal formalities connected with issue of shares/warrants and listing of the same."

// CERTIFIED TRUE COPY //

For Natural Capsules Ltd

*(Signature)*  
Managing Director

