

CERTIFIED TRUE COPY OF THE MINUTES OF THE PROCEEDINGS HELD ON APRIL 9, 2014 AT 5.00 PM RELATING TO THE DECLARATION OF RESULT OF POSTAL BALLOT PROCESS FOR THE PURPOSE OF TO RE-APPOINT SHRI ANANT MALOO AS THE MANAGING DIRECTOR OF THE COMPANY AND TO APPOINT STATUTORY AUDITOR AS SET OUT IN THE POSTAL BALLOT NOTICE DATED MARCH 8, 2014 AT REGISTERED OFFICE OF THE COMPANY SITUATED AT : A-2 HARIKRUPA APARTMENT, NR.NARANPURA RLY. CROSSING, AHMEDABAD-380 013.

Present

Mr. Abhijeet Daga (Executive Director)-Chairman
Mr. Anant Maloo (Executive Director)
Mr. Jagdishbhai Patel (Independent Director)
Mr. Tejdeep Singh Anand (Independent Director)
Mr. Nair Narayanankutty (Scrutinizer for Postal Ballot Process)

1. WELCOME BY THE CHAIRPERSON

Mr. Abhijeet daga was unanimously appointed as Chairman of this meeting. The quorum being present Chairperson welcomed all the members and the meeting was called in order.

2. ANNOUNCEMENT OF POSTAL BALLOT RESULTS

The chairperson informed that the Board of Directors of the Company at its meeting held on March 8, 2014 had approved the proposal for the following, subject to the approval of the members of the company, by way of Postal Ballot:

1. To re-appoint Mr. Anant Maloo as the Managing Director of the Company for a period of 5 years
2. To appoint M/s. Motwani & Agarwal, Chartered Accountants.

The Chairman further informed that Notice dated March 8, 2014, issued pursuant to section 192A of the Companies Act, 1956, for passing various resolution by postal ballot, was dispatched/Emailed to the members of the company March 8, 2014.

The Board approved the appointment of Mr. Nair Narayanankutty K, Practicing Company Secretary, as scrutinizer to receive and scrutinize the completed ballot forms received from the members and for conducting the postal ballot process in a fair and transparent manner. The Postal ballot forms and self addressed business reply envelopes were sent to Members. The shareholders were requested to return the postal ballot forms duly completed along with the assent(for) and dissent (against), so as to reach the scrutinizer before the close of the working hours i.e 17:00 hours on or before April 7, 2014.

The Chairman further informed that after due scrutiny of all the postal ballot forms received by Mr. Nair Narayanankutty K upto the close of working hours of April 7, 2014 (being last date fixed for return of the postal ballot forms duly filled in by the Members), Mr. Nair Narayanankutty K submitted his report on April 9, 2014 and Chairman accepted the Report.

Then on basis of Scrutinizers report, the Chairman announce the following result of the Postal Ballot:



TIMBOR HOME LTD.

A-2, Harikrupa Apartment, Nr. Naranpura Railway Crossing, Naranpura, Ahmedabad - 380 013. Phone : (079) 27560537

Email : info@timborhome.com

www.timborhome.com

ITEM NO. 1. TO RE-APPOINT MR. ANANT MALOO AS THE MANAGING DIRECTOR OF THE COMPANY FOR A PERIOD OF 5 YEARS

Promoter/Public	No. OF Shares held	No. of Votes Polled	% of Votes Polled on Outstanding Shares	No. of Votes in Favour	No. of Votes against	% of Votes in Favour on Votes Polled	% of Votes against on Votes polled
	(1)	(2)	(3)=[2/1]*100	(4)	(5)	(6)=[4/2]*100	(7)=[5/2]*100
Promoter and Promoter Group	46,62,400	2402250	51.52	2402250	0	100	0
Public Others	10094180	19547	0.19	17727	1820	90.69	9.31
Total	14756580	2421797	51.71	2419977	1820	99.92	0.08

Hence the above mentioned Resolution has been passed with appropriate majority.

ITEM NO. 2 TO APPOINT M/S. MOTWANI & AGARWAL, CHARTERED ACCOUNTANTS AS STATUORY AUDITOR.

Promoter/Public	No. OF Shares held	No. of Votes Polled	% of Votes Polled on Outstanding Shares	No. of Votes in Favour	No. of Votes against	% of Votes in Favour on Votes Polled	% of Votes against on Votes polled
	(1)	(2)	(3)=[2/1]*100	(4)	(5)	(6)=[4/2]*100	(7)=[5/2]*100
Promoter and Promoter Group	46,62,400	46,62,400	100	46,62,400	0	100	0
Public Others	10094180	19547	0.19	17677	1870	90.43	9.57
Total	14756580	4681947	31.73	4680077	1870	99.96	0.04

Hence the above mentioned Resolution has been passed with appropriate majority.

The Following result shall be published in the newspaper having circulation in English language and in regional language (Gujarati) being registered office situated at Ahmedabad (Gujarat).

Particulars	Resolution No.1: To re-appoint Shri Anant Maloo as the Managing Director of the Company for a period of 5 years	Resolution No.2: To Appoint M/s. Motwani & Agarwal, Chartered Accountants as Statutory Auditor
Total no. of Votes Received	4682006	4682006
Less: No. of Invalid Votes	2260209	59
Net valid no. of votes Cast	2421797	4681947
Total no. of votes cast in favour of the Resolution	2419977	4680077
Total no. of votes cast in against of the Resolution	1820	1870

Both the resolution were passed by requisite majority.



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The Chairman there after stated that the Resolutions as set out in the Notice dated March 8, 2014 was thereafter duly approved by the requisite majority of shareholders. The resolution approved the shareholders are as under:

Resolution No. 1 (As a Ordinary Resolution)

1. To re-appoint Shri Anant Maloo as the Managing Director of the Company:

"RESOLVED THAT pursuant to the provisions of Sections 198, 269 and 309 and other applicable provisions, if any of the Companies Act, 1956 read with Schedule XIII to the said Act, consent of the Company be and is hereby accorded to the re-appointment of Shri Anant Maloo as Managing Director of the Company, for a period of five years commencing from 1st February, 2014 on a salary of Rs.1,00,000/- per month (including dearness and other allowances, commission and perquisites) as detailed in the Explanatory Statement annexed to the Notice, with liberty to the Board of Directors to alter and vary the terms and conditions of the said re-appointment and/or agreement within the limitations in that behalf as contained in Schedule XIII to the Companies Act, 1956 or any amendments thereto as may be agreed to between the Board of Directors and appointee.

"FURTHER RESOLVED THAT notwithstanding anything to the contrary herein contained, where in any financial year during the currency of the tenure of the aforesaid Managing Director, the Company has no profits or its profits are inadequate, the Company will pay remuneration by way of salary and perquisites as specified in the agreement annexed to the Notice.

"AND LASTLY RESOLVED THAT the Board of Directors of the Company be and is hereby authorized to do all things, acts, matters necessary, incidental or conclusive in furtherance of the aforesaid."

Resolution No. 2 (As a Ordinary Resolution)

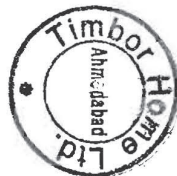
2. To Appoint Statutory Auditor:

"RESOLVED THAT M/s. Motwani & Agarwal, Chartered Accountants, Ahmedabad, be and are hereby appointed as Statutory Auditors of the Company in the casual vacancy caused by the resignation of present Auditors, M/s. Manoj Acharya & Associates, to hold office up to the conclusion of the next Annual General Meeting and the Board of Directors be and are authorized to fix their remuneration as mutually agreed upon by the Board and the Auditors."

At the end Chairman Thanked to all the present members and meeting was disbursed.

//Certified True Copy//

**Place: Ahmedabad
Date: April 10, 2014**



For, Timbor Home Limited

**Abhijeet Daga
Chairman**

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A-2, Harikrupa Apartment, Nr. Naranpura Railway Crossing, Naranpura, Ahmedabad - 380 013. Phone : (079) 27560537
Email : info@timborhome.com
www.timborhome.com

K. NARAYANANKUTTY
B.A., LL.M., LL.M., F.C.S.

Company Secretary

Phone : 27417068

Mobile : 9426394647 E-mail : knkuttynair@gmail.com

H-5, Vishram Nagar,
Gurukul Road, Memnagar,
Ahmedabad - 380 052.

SCRUTINIZER REPORT

To,
The Chairman
Board of Directors
Timbor Home Limited
Ahmedabad - 380 013

CONFIDENTIAL

Subject: To re-appoint Shri Anant Maloo as the Managing Director of the Company and to Appoint Statutory Auditor

Dear Sir,

1. The Board of Directors by means of Resolution dated March 8, 2014 has appointed me as a Scrutinizer for conducting the Postal Ballot voting process.
2. I submit my Report as under:
 - 2.1 The company has completed on March 8, 2014 the dispatch/E-mailed of postal ballots along with postage pre-paid business reply envelopes to its Members whose name(s) appeared on the Register of Members as on February 21, 2014.
 - 2.2 Particulars of all the postal ballots received from the Members have been entered in a Register separately maintained for the purpose.
 - 2.3 The postal ballots were kept under safe custody in sealed and tamper proof ballot box before commencing the scrutiny of such postal ballots.
 - 2.4 The ballot box was opened on April 8, 2014 in the presence of the Directors of the Company.
 - 2.5 The postal ballots were duly opened in my presence and scrutinized and the shareholdings were matched / confirmed with the Register of Members of the Company as on February 21, 2014.
 - 2.6 All postal ballots received/Voting Received up to 17:00 hours on April 7, 2014, the last date and time fixed by the Company for receipt of the ballots, were considered for scrutiny.
 - 2.7 Envelopes containing postal ballots dispatched/E-mailed to shareholders
 - 2.8 Envelope containing postal ballot received after April 7, 2014 treated as if the reply from such shareholder(s) has not been received as per the instruction no. 7 in the postal ballot form.
3. A summary of Postal Ballots received is given below:

Summary of Postal Ballot Forms (PBF) | Electronic Votes

Sr No.	Particulars	Resolution .1		Resolution .2	
		No. of PBF/ E-Voting	No. of Shares	No. of PBF/ E-Voting	No. of Shares

K. NARAYANANKUTTY
B.A., LL.M., LL.M., F.C.S.

H-5, Vishram Nagar,
Gurukul Road, Memnagar,
Ahmedabad - 380 052.

Company Secretary

Phone : 27417068

Mobile : 9426391547 E-mail : knkuttynair@gmail.com

- 2 -

a)	Total Postal ballot Forms (PBF) received (Physical)	35	4670196	35	4670196
b)	E-voting Opted	6	11810	6	11810
	Total Voting	41	4682006	41	4682006
c)	Less. Invalid Postal Ballot Forms	4	2260209	2	59
d)	Net Valid Postal Ballot Forms/E-voting:	37	2421797	39	4681947
e)	Less : Postal Ballot Forms/E-Voting - not voted for	Nil	Nil	Nil	Nil
f)	Net Valid Postal Ballot Forms/E-voting exercised:	37	2421797	39	4681947
1.	Postal Ballot Forms/ e-Voting with assent for the Resolution	29	2419977	31	4680077
	% of Assent	78.37	99.92	79.48	99.96
2.	Postal Ballot Forms/ e-Voting with dissent for the Resolution	8	1820	8	1870
	% of Dissent	21.62	0.08	20.51	0.04

The postal ballots and other related papers / registers and records were handed over for safe custody to the Compliance Officer of the Company, authorized by the Board to supervise the postal ballot process.

4. An abstract of the result of postal ballot is enclosed for the purpose of declaration.

Kindly arrange to declare the results accordingly.

Thanking You,

Place: Ahmedabad

Date: April 9, 2014

Yours Faithfully,



Nair Narayanankutty
Company Secretary in Practice
2392