

TIRUPATI

INDUSTRIES (INDIA) LIMITED
ACHIEVE



PROCEEDINGS OF THE ANNUAL GENERAL MEETING OF THE MEMBERS OF THE COMPANY HELD ON MONDAY, 29TH SEPTEMBER, 2014 AT 11.00 A.M. HELD AT THE REGISTERED OFFICE OF THE COMPANY AT 42-45, EMERALD INDUSTRIAL ESTATE, DHEKU, TALUKA KHALAPUR, DIST. RAIGAD, MAHARASHTRA- 410203.

The Chairman, Shri Ramesh J. Sanghvi, welcomed the Shareholders at the 41st Annual General Meeting of the Company.

Stating that the required quorum was present, he called the meeting to order. The Register of Directors' Shareholdings and Register of Proxies were kept open at the Meeting for inspection by the members.

The Chairman gave an overview of the financial performance of the Company for the Financial year ended 31st March, 2014 and its future outlook. The printed copy of the Chairman's Speech was also distributed to the members attending the meeting.

In compliance with provisions of the Companies Act, 2013 the Company had provided members facility to exercise their right to vote on all the items before the meeting by electronic means. Mr. Ravindra Joshi, Practising Company Secretary, was appointed as the Scrutinizer for the e-voting process. The e-voting closed on 24th September, 2014 conducted through NSDL.

With a view to facilitate only those members who had not casted their votes on e-voting, the Chairman order the poll to be conducted on all agenda items before the meeting and, Mr. Ravindra Joshi, Practising Company Secretary was the Scrutinizer for the poll.

The resolution passed by the members, briefly related to:

ORDINARY BUSINESS:

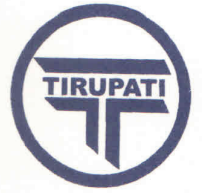
1. Adoption of Financial Statements for the year ended 31st March, 2014.
2. Re-appointment of Mr. Jyotiram S. Nale, who retires by rotation and being eligible, seeks reappointment.
3. To appoint Auditors and to fix their remuneration.

SPECIAL BUSINESS:

4. Appointment of Mr. Ramesh J. Sanghvi as an Independent Director up to 31st March, 2019 .
5. Appointment of Mr. Manchand A. Jhaveri as an Independent Director up to 31st March, 2019 .
6. Appointment of Mr. Hitesh M. Jhaveri as an Independent Director up to 31st March, 2019 .
7. Increase in Authorised Share Capital
8. Alteration of Memorandum of Association pursuant to increase in Authorised Share Capital

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9. Alteration of Articles of Association pursuant to increase in Authorised Share Capital
10. Approval of the Remuneration of the Cost Auditor.
11. Authorisation to the Board for Borrowing limits under Section 180(1)(c).
12. Alteration of Articles of Association as per provisions of Companies Act, 2013.
13. Granting of ESOPs to Permanent Employees & Directors of the Company.
14. Appointment of Mr. Jyotiram S. Nale as Whole-time Director of the Company for a period of five years w.e.f. 1st August, 2014.

The Disclosure of the Voting Results alongwith the Scrutinizer's Report will be notified to Stock Exchange in the due course in the format prescribed under Clause 35 A of the Listing Agreement and the details of the said results will also be simultaneoulsy uploaded on the Company's website.

For TIRUPATI INDUSTRIES (INDIA) LIMITED

M. Shah

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Company Secretary

