TAMILNADU STEEL TUBES LIMITED

MFRS. & EXPORTERS OF : MS & GI, SQUARE & RECTANGLE STEEL PIPES

REGD. OFF : MERCURY APARTMENTS, Ist FLOOR, 65, PANTHEON ROAD, EGMORE, CHENNAI - 600 008.
PHONE : 28555653, 28555673, 28555733 FAX : 28555643 Web : www.tamilnadusteeltubesltd.com
E-MAIL : tnstl@vsnl.net / contact@tamilnadusteeltubesltd.com / tnt.share@yahoo.in CIN : L27110TN1979PLC007887

MINUTES OF THE 6th BOARD OF DIRECTORS MEETING 2015-16 OF TAMIL NADU STEEL TUBES LIMITED WHICH WAS ORIGINALLY FIXED ON 2/12/2015 AND THE SAME HAS BEEN POSTPONED DUE TO MONSOON REASON AND HELD ON MONDAY THE 7th DAY OF DECEMBER, 2015 AT 1.00 PM AT THE REGISTERED OFFICE OF THE COMPANY, MERCURY APARTMENTS, 1ST FLOOR, No. 65, PANTHEN ROAD, EGMORE, CHENNAI-600008.

DIRECTORS PRESENT:

Mr.RAKESH GOYAL	- MANAGING DIRECTOR
Mr.MAHAVEER SINGH	- DIRECTOR
Mr. M. T. ELUMALAI	- DIRECTOR
Mr. MJ LAKSHMI NARASIMHA RAO	- DIRECTOR
Mr. GOPAL SINGH	- DIRECTOR
Mr. P..K. DUBEY	- ADDL. DIRECTOR
Mr. BIVASHWA DAS	- ADDL. DIRECTOR
Mrs.SESHADHRI RAJALAKSHMI	- WOMAN DIRECTOR
Mr. KAMALA LOCHAN RAY	- COMPANY SECRETARY

ITEM NO.1: ELECTION OF CHAIRMAN.

Mr. M.T. Elumalai (DIN: 01278399) was elected as the chairman of the meeting and therefore he occupied the chair.

ITEM NO.2: LEAVE OF ABSENCE.

All the directors of the company were present.

ITEM NO.3: CONFIRMATION OF MINUTES OF PREVIOUS BOARD MEETING.

The last Meeting of Board of Directors of the Company was held on 7th November, 2015, at the Registered Office of the Company, the "Draft Minutes" of the same was placed before the Board for confirmation and approval. After discussion Board passed the following Resolution:

"**RESOLVED THAT** the Minutes of the 5th Board of Directors Meeting 2015-16 of the Company held on 7th November, 2015 & as circulated earlier and placed before the Board be and are hereby confirmed."

ITEM NO.1

TO ACCEPT AND APPROVE RESIGNATION LETTER OF Mr. PRADEEP KUMAR TIWARI (DIN-06589154)

Chairman intimated the board that Company has received the resignation letter dated 31.10.2015 of **Mr. PRADEEP KUMAR TIWARI (DIN-06589154)**, Director, who resigned from his service on 31.10.2015 on his personal reasons.

The letter has been placed before the Board.

The Board has discussed and decided and hereby accepted his resignation of Mr. PRADEEP KUMAR TIWARI and he has been permitted to demit his office from this day i.e. on 31.10.2015.

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ITEM NO.2 :-

AUTHORISATION TO FILE E-FORM WITH THE REGISTRAR OF COMPANIES AND OTHER AUTHORITIES.

RESOLVED THAT THE Board of Directors of the Company do hereby authorize Mr.Mahaveer Singh (DIN: 01907248), Mr. M.T.Elumalai (DIN:01278399) of the company and Mrs. Seshadri Rajalakshmi (DIN: 06927846) are hereby authorized Mr.Seshadri Sowrirajan, Practising Company Secretary, FCS No.2368 / CP No.6482 authorised to sign and execute and arrange to E-file all MGT7 and MGT8 returns and other documents with the Registrar of Companies or any other prescribed authority, as may be required under the various provisions of the companies act 2013 or any other enactment thereof for and on behalf of the company, relating to the matters of e-filing of MGT7 and MGT8 on behalf of the Management of the company.

ITEM NO.3:- TO consider, approve and take on record the Notice of Agenda for the 6th Meeting of the company held on 2.12.2015.

ITEM NO. 4: TO consider, approve and take on record the Appointment of Whole Time Director Mr.Bivashwa Das :- Resolved to appoint Mr.Bivashwa Das, as an Additional Director under Sec.260 of the old companies Act 1956.

Mr.Bivashwa Das highly experienced in sales and marketing of the company products and qualified in Graduation and having proven record in the business circle has given his consent to work as a Full time Whole Time Director of the Company. The matter has been placed before the Board and discussed by the Board of Directors.

RESOLVED THAT the Board of Directors after discussion has given their consent to appoint him as an Whole Time Director of this company and he is hereby appointed as Whole Time Director with effect from 2.12.2015.

RESOLVED further that Board of Directors after discussions and Mr.Bivashwa Das ability land knowledge in the steel business and considering the present composition of the Board of Director's strength, the Board have decided to appoint Mr.Bivashwa Das as a Whole time Director instead of Additional Director with the remuneration payable as approved by the Remuneration Committee, Management Committee and Audit Committee and his appointment will be ratified through the next AGM's approval.

FURTHER RESOLVED that Board has decided to intimate the same to the Stock Exchange concerned about his appointment of Whole Time Director.

RESOLVED FURTHER to authorize either Mr.Mahveer Singh or Mr.M.T.Elumalai for filing of necessary statutory Forms regarding appointment of additional director Mr.Bivashwa Das before ROC under –e-filing and other Authorities wherever necessary.

ITEM NO. 5: TO consider, approve and take on record the Appointment of Whole Time Director Mr.Pradip Kumar Dubey(DIN: 03160298) :- Resolved to appoint Mr.Pradip Kumar Dubey, as an Additional Director under Sec.260 of the old companies Act 1956.

Mr.Pradip Kumar Dubey (DIN:03160298) highly experienced in purchase and marketing of the company products and qualified in Graduation and having proven record in the business circle has given his consent to work as a Full time Whole Time Director of the Company. The matter has been placed before the Board and discussed by the Board of Directors.

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RESOLVED THAT the Board of Directors after discussion has given their consent to appoint him as an Whole Time Director of this company and he is hereby appointed as Whole Time Director with effect from 2.12.2015.

RESOLVED further that Board of Directors after discussions and Mr.P.K.Dubey ability land knowledge in the steel business and considering the present composition of the Board of Director's strength, the Board have decided to appoint Mr.P.K.Dubey (DIN: 03160298) as a Whole time Director instead of Additional Director with the remuneration payable as approved by the Remuneration Committee, Management Committee and Audit Committee and his appointment will be ratified through the next AGM's approval.

FURTHER RESOLVED that Board has decided to intimate the same to the Stock Exchange concerned about his appointment of Whole Time Director.

RESOLVED FURTHER to authorize either Mr.Mahveer Singh or Mr.M.T.Elumalai for filing of necessary statutory Forms regarding appointment of additional director Mr.Pradip Kumar Dubey (DIN: 03160298) before ROC under –e-filing and other Authorities wherever necessary.

ITEM NO.6: Business Review Meeting:-

The Board discussed the current business operation of the company as well as the changing business scenario of the nation. After this discussion the board agreed that to increase our sales. The company has to penetrate into new market, mostly government sectors, through our marketing executives.

Again, the Board discussed the compliance position of the company and expected from the KMPs to strictly follow the compliance procedure as per "The Companies Act, 2013 and Amendments thereto along with applicable amendments of SEBI.

ITEM NO. 7: VOTE OF THANKS :-

There being no other business to be transacted, the meeting was concluded with a vote of thanks to the Chair.

PLACE: CHENNAI
DATE : 07.12.2015

M.T. ELUMALAI
(DIN: 01278399)
CHAIRMAN OF THE MEETING