

Riddhi Siddhi Gluco Biols Limited

Regd. Offi. : 701, Sakar-I, Opp. Gandhigram Railway Station, Ashram Road, Ahmedabad-380 009. (INDIA)
Phone : 079-26581000 (Hunt Line) Fax : 079-26580894 E-mail : ahmd@riddhisiddhi.co.in
Website : www.riddhisiddhi.co.in



CERTIFIED TRUE COPY OF THE SPECIAL RESOLUTION PASSED THROUGH POSAL BALLOT BY MAJORITY SHAREHOLDERS OF THE COMPANY AND RESULT OF THE SAME WAS ANNOUNCED ON 8TH SEPTEMBER, 2010 AT 2.00 PM AT THE REGISTERED OFFICE OF THE COMPANY.

“RESOLVED THAT Pursuant to Section 17 and 192A of the Companies Act, 1956, the following objects clauses be and are hereby inserted as Main Objects after sub-clause no. 1 to the clause no. III(A) under the head Main Objects of the Memorandum of Association of the Company which are as under.

2. *To carry on in India or elsewhere the business to generate, receive, produce, improve, buy, sell, resell, acquire, use, transmit, accumulate, employ, distribute, develop, handle, protect, supply and to act as agent broker, representative, consultant, collaborators or otherwise deal in electric power by establishment of thermal power plants, hydraulic power plants, atomic power plants, wind power plants, solar power plants and other power plants based on any source of energy as may be develop or invented in future.*
3. *To organize, develop, design, construct, execute, carry out, establish, acquire, maintain, remodel, alter, works, control, take on lease, purchase or acquire, layout, sell, build, erect, demolish, repair any type of infrastructure projects like hotels, resorts, buildings, offices, townships, flats, houses, factories, warehouses, godowns, shops, estates, clubs, theatre, hospitals, bridges, roads, power plants, highways, dams, canals, airports and to undertake, provide all type of services and works related to the above activities*

Mr. Ganpatraj Chowdhary, Managing Director, be and is hereby authorized to take all necessary actions for effecting the above change in Object Clause of Memorandum of Association of the company.”

FURTHER RESOLVED THAT any of the Directors be and are hereby authorized to submit copy of this resolution to all concerned as and when required/ desired.”

CERTIFIED TRUE COPY,

For, RIDDHI SIDDHI GLUCO BIOLS LIMITED

DIRECTOR

Riddhi Siddhi Gluco Biols Limited

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EXPLANATORY STATEMENT UNDER SECTION 173 OF THE COMPANIES ACT, 1956

The Board has identified power sector mainly wind and solar and infrastructure sectors to be key growing areas where operations can be commenced over and above the existing business and accordingly it is proposed to change the object of the Company to enable the company to carry out the defined activity as may be determined by the Board at appropriate time.

As per the provisions of Sec. 17 of the Companies Act, 1956 read with Sec. 192A necessary approval of the shareholders is required to be obtained through postal ballot for such act. Accordingly shareholders approval is sought for the same and the results of the Postal Ballot will be announced by the Chairman on 8th September. 2010.

None of the Directors of the Company is directly/ indirectly interested in the above resolution. The Board of Directors recommend the resolution for your approval.

CERTIFIED TRUE COPY,

For, RIDDHI SIDDHI GLUCO BIOLS LIMITED

DIRECTOR

**Ravi Kapoor
&
Associates**

4th Floor,
"Shaival Plaza",
Gujarat College Road,
Ellisbridge, Ahmedabad-380 006.
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E-mail : ravi@ravics.com

**Company Secretaries
& Trade Mark Agent**

8th September, 2010

To,
The Chairman
RIDDHI SIDDHI GLUCO BIOLS LIMITED
701, Sakar – I, Opp. Gandhigram Railway Station,
Ashram Road, Ahmedabad – 380 009.

Respected Sir,

Sub.: Scrutinizer Report

Riddhi Siddhi Gluco Biols Limited, vide resolution of its Board of Directors Dated 22nd July, 2010, has appointed the undersigned as Scrutinizer to ensure the process of Postal Ballot as prescribed under section 192A of the Companies Act, 1956 (Act for short) read with The Companies (Passing of Resolution by Postal Ballot) Rules, 2001 (Rules for Short)

As required under section 192A of the Act a notice of postal ballot along with explanatory statement under section 173(2) of the Act was sent to the shareholders with postal ballot forms (Forms for short) and pre-paid postal envelope, which was required in terms of the Rules, for passing of resolution under section 17 of the Companies Act, 1956 for insertion of the new sub – clause no 2 and 3 after sub-clause no 1 to the clause no. III (A) under the head Main Objects of the memorandum of association of the Company.

The shareholders were required to complete the postal ballot form and return the same in pre-paid envelope addressed to Scrutinizer on or before 6th September, 2010. The postal ballots received after 6th September, 2010 have not been considered. As required under Rule (5)(e), a register was maintained and particulars of name, address, folio no. of shares along with assent and dissent was recorded therein on day to day basis.

60 forms were received by the Scrutinizer. Details of shares voted in favour and against are as under. 1 form received was incomplete and thus is considered as invalid

Particulars	No. of Ballot Voted in favour	No. of Shares in favour	% of shares in favour	No. of Ballot Voted against	No. of Shares against	% of shares against
Special Resolution pursuant to the Section 17 of the Companies Act 1956 read with section 192A of the Companies Act 1956 for insertion of the new sub – clause no 2 & 3 after sub-clause no 1 to the Clause no III(A) under the head Main Objects of the memorandum of association of the Company.	58	7078755	100	1	100	0.00



**Ravi Kapoor
&
Associates**

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**Company Secretaries
& Trade Mark Agent**

As per Section 192 A(4) of the Companies Act, 1956, if a resolution is assented to by a requisite majority of the shareholders by means of Postal Ballot, it shall be deemed to have been duly passed at a General Meeting convened in that behalf.

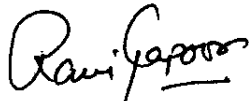
As per Rule 2 (c) of the Companies (Passing of Resolution by Postal Ballot) Rules, 2001, requisite majority with regard to special resolution means votes cast in favour of the resolution is three times more than the votes cast against and with regard to ordinary resolution, votes cast in favour is more than the votes cast against.

As votes cast in favour of this resolution which is a special resolution, being three times more than the votes cast against the resolution and therefore, it is deemed to be passed at the General Meeting convened in that behalf.

You are requested to take note of the above and oblige. We are enclosing 60 ballot papers received by us for your records.

Thanking You,

Yours Faithfully,



(RAVI KAPOOR)

Company Secretary-Scrutinizer

FCS-2587

