

GML/KOL/2018-19 October 30, 2018

Corporate Relationship Manager Bombay Stock Exchange Limited

Floor 25, P J Towers,

Dalal Street, Mumbai - 400 001.

INDIA

Scrip Code: 532726

Mr. Hari K. – Vice-President Listing National Stock Exchange of India Limited

"EXCHANGE PLAZA",

Bandra - Kurla Complex,

Bandra (East), Mumbai - 400 051.

INDIA

Scrip Code: GALLANTT

Sir/Madam,

SUB: MINUTES OF THE 14TH ANNUAL GENERAL MEETING

REF: PART-A of Schedule III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Pursuant to Part-A of Schedule III of the SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015, please find enclosed the minutes of the 14thAnnual General Meeting of the Company, duly convened on the 27th day September, 2018.

You are requested to take the same on your records.

Thanking you,

Yours faithfully,

For GALLANTT METAL LIMITED

GALLANTT METAL LIMITED

Company Secretary

Tarun Kumar Rathi (CS & Compliance Officer)

Encl: As above



MINUTES OF THE 14" ANNUAL GENERAL MEETING OF GALLANTT METAL LIMITED HELD ON THURSDAY, THE 27" SEPTEMBER, 2018 AT - BHARATIYA BHASHA PARISHAD, 36A, SHAKESPEARE SARANI, 4TH FLOOR, KOLKATA - 700 017 AT 3.30 P.M. THE MEETING COMMENCED ON TIME AT 3.30 P.M. AND CONCLUDED AT 6.15 P.M.

THE SEASON THAN SHEET SH

PRESENT:

DIRECTOR

Mr. Jyotirindra Nath Dey (Independent Director and Chairman of the Meeting)

Mr. Prasant Kankrania (Independent Director)

Mr. Sandip Kumar

COMPANY SECRETARY

Mr. Tarun Kumar Rathi

IN ATTENDANCE

Mr. Sandip Kumar Agarwal, Chief Financial Officer

INVITEE

Mr. A. K. Khetawat, Partner, M/s. ALPS&Co. Chartered Accountants, Statutory Auditors of the Company.

Mr. U. Tiwari, Cost Auditors

MEMBERS

Members Present in Person/Representative - 202 Members Present through Proxy-7

CHAIRMAN:

Mr. Jyotirindra Nath Dey, Director of the Company was elected to Chair the Annual General Meeting. Mr. Jyotirindra Nath Deyntook the chair and welcomed all the members present to the Annual General Meeting of the Company.





QUORUM:

After ascertaining that the requisite Quorum for the Meeting was present as per Section 103 of the Companies Act, 2013, the Chairman called the Meeting to order at 3.30 P.M.

MOTICE:

With the consent of the members present, the Notice dated 11th August, 2018 convening the 14th Annual General Meeting of the company together with the Directors' Report for the financial year ended 31th March, 2018 as previously circulated were taken as read.

Register of Directors and Key Managerial Personnel and their shareholding maintained under section 170 of the Companies Act, 2013 from April 01, 2014 and other Statutory Registers onwards were produced at the commencement of the meeting and were kept open and accessible during the continuance of the meeting to the members having right to attend the meeting. The signed Auditor's Report, Minutes of the General Meeting of the Company, Register of Proxy, Memorandum and Articles of Association of the Company, and all other required documents were kept on the table throughout the meeting

CHAIRMAN'S MESSAGE:

The Chairman welcomed the members to the 14th Annual General Meeting. The Chairman thereafter rose to read out his speech.

At the instruction of the Chairman, Mr. Tarun Kumar Rathi, Company Secretary, read out the Statutory Auditors' Report.

Thereafter, the Chairman stated that the Company had provided facility to vote by electronic means to all the Members to enable them to cast their votes electronically in respect of all the businesses to be transacted at the 14th Annual General Meeting in accordance with the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and applicable provisions of the listing agreements with the Stock Exchanges. He stated that the Company had appointed National Securities Depository Limited as agency for providing evoting platform for e-voting. The facility to vote by electronic means was kept open from 9.00 A.M. on September 24, 2018 to 5.00 P.M. on September 26, 2018.

He further stated that Mr. Tanmay Kumar Saha Practicing Company Secretary was appointed as the Scrutinizer for conducting the e-voting process. Further, the Chairman informed the members that as per the Ministry of Corporate



Affairs General Circular no. 22/2014 dated June 17, 2014 there will be no voting by show of hands at the general meeting of the Company to which Rule 22 of Companies (Management and Administration) Rules, 2014 apply. According there will be no voting by show of hands at the Annual General Meeting. He further stated that in order to enable the Members present at the Meeting in person or proxy to cast their votes, poll will be taken in respect of all the businesses contained in the Notice dated August 11, 2018.

Thereafter, the Chairman appointed Mr. Tanmay Kumar Saha, Practicing Company Secretary as the scrutinizer to scrutinize the poll process and votes given on the poll and to give a report thereon in the prescribed manner.

Before ordering Poll, the Chairman invited and enquired Members present in person to ask questions and offer their comments, if any, on the Annual Report or Notice to the Annual General Meeting.

Shareholders Mr. Ashish Mazumdar, Mr. Anindya Sunder Roy and Mr. A. K. Palasked few questions on the performance, financial conditions, plant capacity and capacity utilization and other related matter of the Company and gave their suggestions to the Company to improve the productivity and turnover of the Company etc. The Chairman clarified and replied to all the queries of the Members.

The Chairman then ordered the Poll in respect of all Resolutions contained in the Notice to the Annual General Meeting. At the request of the Chairman Mr. Tanmay Kumar Saha, Scrutinizer appointed for the poll locked and sealed the empty polling box in the presence of Members. Mr. Tanmay Kumar Saha thereafter conducted the Poll for all the Resolutions as set out in the Notice dated August 11, 2018. After ensuring that all the Members and proxies participating in the Poll had casted their votes, the Scrutinizer closed the Poll and took custody of the Polling box.

The Chairman also stated that the results of the e-voting process and poll will be announced on receipt of the Scrutinizer Report and the Scrutinizer's Report will be placed on the Company's website and sent to the Stock Exchanges

The Chairman thanked the Members for their participation and announced formal closure of the 14th Annual General Meeting of the Company.

RESULTS OF E-VOTING AND POLL ON THE ORDINARY AND SPECIAL BUSINESSES AT THE 14TH ANNUAL GENERAL MEETING OF THE COMPANY HELD ON THURSDAY, 27TH SEPTEMBER, 2018





On the basis of the Scrutinizer's Report for the e-voting dated 29.09.2018 and report for the Poli at the Annual General Meeting dated 27th September, 2019, the summary of which is mentioned hereunder, the Company Secretary of the Company announced on 29th September, 2018 that all the Resolutions for the Ordinary and Special Businesses as set out in Item Nos. 1 to 10 in the Notice of the 14th Annual General Meeting of the Company have been duly passed with such majority as enumerated below:

Agenda Item No. of Notice	Mode of Voting	Votes in	favour of	Votes in Against of Resolution		
		Resolution No.	Q ₀	Nesolul No.	10.03	Votes No.
Item No. 1 of the Notice :		1 240.	70	140.	70	MO.
To receive, consider and adopt: a) Audited Pinancial Statements of the Company for the year ended March 31, 2018 together with the Report of the Board of Directors and Independent Auditors report thereon, and b) Audited Consolidated Pinancial Statements of the Company for the year ended March 31, 2018 together with Independent Auditors Report thereon.	E-Voting	2518	100.00%	O	0.00%	O
	Fall	43896366	100.00%	Ü	ú.00%,	Ü
	Total	43899384	100.00%	Q	0.00%	ō
Az an Ordinary Resolution				1		
Item No 2 of the Notice	E-Voting	2518	100.00%	O	0.00%	Ć.
To declare Final Dividend on Equity Shares for the Financial Year ended Sist March, 2018.	Poll 	48896886	100.00%	D	3.00%	0
(Ax an Ordinary Revolution)	Total	43899384	100.00%	O	0.00%	ä
Item No. 3 of the Notice: Re-appointment of Mr. Nitin Mahavir Praxad Kandoi (DIN: 01979952) as Director who is retiring by rotation and being eligible, offers himself for reappointment. (As an Ordinary Resolution)	E-Voting	1808	100.00%	a	0.00%	0
	Fell	43896365	100.00%	G	0.00%	C S
	Total	43898669	100.00%	o	0.00%	o .
Item No. 4 of the Notice Ratification of appointment of Statutory Auditors and to fix their renuneration	E-Voting	2518	100.00%	0	0.00%	0
	Poll	43896366	100 00%	O	0.00%	G
As an Ordinary Revolution)		43899384	100.00%	0	0.0096	ō





Agenda Item No. of Notice	Mode of Voting	Votes in favour of Resolution		Votex in Against of Resolution		Invalid.	
		No.	O ₁	No.	0.6	No	
Item No. 5 of the Notice: Approval of payment of Remuneration to Cost Auditor. (As an Ordinary Resolution)	E-Voting	2516	100.00%	O	0.00%	D	
	Poli	43896866	100.00%	D	0.00%	l l	
	Total	43899384	100.00%	Ü	0.00%	0	
Item No. 6 of the Notice : Re-appoint Mr. Jyotirindra	E-Voting	2818	100 00%	0	0.00%	0	
Nath Dey (DIN: 00180925) as an Independent Director for Second Term.	Poll	43896864	100.00%	3	0.00%	O.	
As an Special Resolution)	Total	43899182	100.000	2	0.0006	0	
Item No. 7 of the Notice: Re-appoint Mr. Frazant Kankrania (DIN: 05341947) az an Independent Director for Second Term. (Az an Special Revolution)	E-Veting	2313	100.00%	0	0.00%	Q	
	Poll	18896864	100.00%	2	0.00%	0	
	Total	43899182	100.00%	3	0.00%	1,3	
tem No. 8 of the Notice: Revision of Remuneration of Mr. Dinezh Raghubir Prazad Agarwal (DIN: 01017125), Whole-time Director.	E-Voting	2515	1.00.00%	Q	0.00%	O	
	Poll	43896866	100.00%	٥	0.00%	0	
is an Special Resolution)	Total	43899184	100.00%	Ö	0.0096	0	
tern No. 9 of the Notice: Appointment of Mr. Sandip Kumar (DIN: 08088624) as an ndependent Director.	E-Voting	2313	100 00%	1)	0.00%	O	
	Foli	438968 64	100.0095	ž	0.00%	C	
ts an Ordinary Resolution)	Total	43899182	100.00%	2	0.00%	g	
tern No. 10 of the Notice: Granting of loan to Gallantt spat Limited under Section 85.	E-Voting	718	50.97%	1600	69.03%	Ö	
	Poli	43896866	100.00%	0	0.00%	a	
is an Special Revolution)	Total	43897584	99.996%	1600	0.00496	O .	

The Resolutions for the Ordinary and Special Eusinesses as set out in the Item nos. 1 to 10 in the Notice of 14th Annual General Meeting, duly approved by the Members, are recorded hereunder as part of the proceedings of the 14th Annual General Meeting of the Members of the Company held on September 27, 2018.

ORDINARY BUSINESS:

ITEM NO. 1:-

TO RECEIVE, CONSIDER AND ADOPT:





a. the Standalone Audited Financial Statements of the Company for the financial year ended March 31, 2018 including the Standalone Audited Balance Sheet as at March 31, 2018 and Standalone Statement of Profit & Loss for the year ended on that date and the Reports of the Board of Directors and Auditors thereon.

b. the Consolidated Audited Financial Statements of the Company for the financial year ended March 31, 2018 including the Consolidated Audited Balance Sheet as at March 31, 2018 and Consolidated Statement of Profit & Loss for the year ended on that date and the Report of the Auditors thereon. Ordinary Resolution

Proposed by: Mr. Goutam Nandi Seconded by: Mr. Alok Kumar Pal

"RESOLVED THAT (a) the Audited Standalone Financial Statements of the Company for the Financial Year ended 31* March, 2018 including the Balance Sheet of the Company as on 31st March, 2018, the Statement of Profit and Loss of the Company for the financial year ended 31st March, 2018, together with the Schedules and Notes, as attached thereto, the Cash Flow Statement, the Directors Report dated 11th August, 2018, annexed thereto, and the Auditors' Report to the Members dated 21*May, 2019; and (b) the Audited Consolidated Financial Statements of the Company for the Financial Year ended 31* March, 2018 including the Consolidated Balance Sheet of the Company as on 31st March, 2018, the Consolidated Statement of Profit and Loss of the Company for the financial year ended 31st March, 2018, together with the Schedules and Notes, as attached thereto, the Consolidated Cash Flow Statement, the Directors Report dated 11th August, 2018, annexed thereto, and the Auditors' Report to the Members dated 21*May, 2018; laid before this Annual General Meeting be and are hereby received, approved and adopted."

ITEM NO. 2:-

DECLARATION OF DIVIDEND - ORDINARY RESOLUTION

Proposed by: Mr. Goutam Nandi Seconded by: Mr. Alok Kumar Pal

"RESOLVED THAT the dividend @ Rupee 0.25/- (Twenty Five Paise only) per Equity Share of Rs. 10 each, fully paid up, be and is hereby declared for payment to those members whose names appear in the Register of Members of the Company after giving effect to all valid share transfer in physical form lodged with the Company as at the end of business hours on 20th September,





2018 and in respect of shares held in electronic mode, the dividend will be paid to the beneficial owners of the shares as at the end of business hours on 20th September, 2018, as per details furnished by the National Securities Depository Limited and Central Depository services (India) Limited for this purpose."

ITEM NO. 3:-

RE-APPOINTMENT OF MR. NITIN MAHAVIR PRASAD KANDO!
(DIN: 01979952),) AS A DIRECTOR, WHO RETIRES BY
ROTATION AND BEING ELIGIBLE, OFFERS HIMSELF FOR
REAPPOINTMENT - ORDINARY RESOLUTION

Proposed by: Mr. Tapas Kumar Dutta Seconded by: Mr. Ashish Majumdar

"RESOLVEDTHAT Mr. Nitin Mahavir Prasad Kandoi (DIN: 01979952), Director of the Company who retires by rotation be and is hereby reappointed as a Director of the Company and that his period of office will be liable to determination by retirement of Directors by rotation."

ITEM NO. 4:-

APPOINTMENT OF STATUTORY AUDITORS AND TO FIX THEIR REMUNERATION -ORDINARY RESOLUTION

Proposed by: Mr. Nitesh Kumar

Seconded by: Mr. S. Roy

"RESOLVED THAT pursuant to the provisions of Sections 139, 141 and 142 and other applicable provisions, if any, of the Companies Act, 2013, read with the Companies (Audit and Auditors) Rules, 2014 and pursuant to the recommendations of the Audit Committee, M/s. ALPS & Co., Chartered Accountants (ICAI Firm Registration No. 313132E), 310, Todi Chambers, 2, Lalbazar Street, Kolkata – 700001 be and are hereby appointed as the Statutory Auditors of the Company to hold office from the conclusion of this Annual General Meeting till the conclusion of the next Annual General Meeting of the Company on a remuneration to be fixed by the Board of Directors of the Company, based on the recommendation of the Audit Committee, in addition to reimbursement of all out-of-pocket expenses in connection with the audit of, the accounts of the Company for the financial year ending March 31, 2019."

"RESOLVED FURTHER THAT the Board of Directors and/or the Company Secretary be and are hereby authorized to settle any question, difficulty or doubt, that may arise in giving effect to this resolution and to do all such acts.





deeds and things as may be necessary, expedient and desirable for the purpose of giving effect to this resolution".

SPECIAL BUSINESS:

ITEM NO. 5:-

RATIFICATION OF COST AUDITORS REMUNERATION FOR THE FINANCIAL YEAR ENDING MARCH 31, 2018 - ORDINARY RESOLUTION

Proposed by: Mr. B. K. Sarkar Seconded by: Mr. Alok Kumar Pal

"RESOLVED THAT pursuant to Section 148 and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), M/s. U. Tiwari & Associates, Cost Accountants (Firm Registration Number 23872) appointed as the Cost Auditors of the Company for audit of the cost accounting records of the Company for the financial year ending 31st March, 2019, be paid remuneration amounting to Rs. 45,000/- (Rupees Forty Five Thousand only) excluding out of pocket expenses, if any".

"RESOLVED FURTHER THAT the Board of Directors and/or the Company Secretary, be and are hereby authorised to settle any question, difficulty or doubt, that may arise in giving effect to this resolution and to do all such acts, deeds and things as may be necessary, expedient and desirable for the purpose of giving effect to this resolution".

ITEM NO. 6: -

TO RE-APPOINT MR. JYOTIRINDRA NATH DEY (DIN:00180925)
AS AN INDEPENDENT DIRECTOR FOR SECOND TERM- SPECIAL
RESOLUTION

Proposed by: Mr. B. K. Sarkar Seconded by: Mr. P. M. Bothra

"RESOLVED THAT pursuant to the provisions of Sections 149 and 152 and other applicable provisions, if any, of the Companies Act, 2013 framed thereunder, read with Schedule IV of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors) Rules, 2014 and the





applicable provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended from time to time, Mr. Jyotirindra Nath Dey (DIN: 00180925), who was appointed as an Independent Director and who holds office of the Independent Director up to March 31, 2019 and who meets the criteria for Independence, being eligible for reappointment be and is hereby re-appointed as a non-retiring Independent Director on the Board of the Company for Second Term of 5 (Five) consecutive years w.e.f. April 01, 2019."

"RESOLVED FURTHER THAT the Board of Directorsbe and is hereby authorized to do all other acts, deeds and things as may be necessary in this regard."

ITEM NO. 7:-

TO RE-APPOINT MR. PRASANT KANKRANIA (DIN: 05241947)
AS AN INDEPENDENT DIRECTOR FOR SECOND TERM - SPECIAL
RESOLUTION

Proposed by: Mr. B. K. Sarkar Seconded by: Mr. Biswanath Das

"RESOLVED THAT pursuant to the provisions of Sections 149 and 152 and other applicable provisions, if any, of the Companies Act, 2013 framed thereunder, read with Schedule IV of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors) Rules, 2014 and the applicable provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended from time to time, Mr. Prasant Kankrania (DIN: 05241947), who was appointed as an Independent Director and who holds the office of Independent Director up to March 31, 2019 and who meets the criteria for Independence, being eligible for re-appointment be and is hereby re-appointed as a non-retiring Independent Director on the Board of the Company for Second Term of 5 (Five) consecutive years w.e.f April 01, 2019."

"RESOLVED FURTHER THAT the Board of Directors be and is hereby authorized to do all other acts, deeds and things as may be necessary in this regard."

ITEM NO. 8:-

TO REVISE REMUNERATION OF MR. DINESH RAGHUBIR PRASAD AGARWAL (DIN: 01017125). WHOLE-TIME DIRECTOR OF THE COMPANY - SPECIAL RESOLUTION





Proposed by: Mr. Shakuntala Devi Rathi

Seconded by: Mr. Biswanath Das

"RESOLVED THAT pursuant to the provisions of Sections 2(94), 196, 197, 198 and 203 readwith Schedule V of the Companies Act, 2013, applicable clauses of the Articles of Association of the Company and pursuant to the recommendation of the Audit Committee and recommendation of Nomination and Remuneration Committee, approval of the members of the Company, be and is herebyaccorded for variation and modification in remuneration of Mr. Dinesh Raghubir Prasad Agarwal (DIN: 01017125) who fulfills the conditions of Schedule V to the Companies Act, 2013, as set out in the draft agreement entered into between the Company and Mr. Dinesh Raghubir Prasad Agarwal, which shall be as under:.

Salary: At the rate of Rs.1,80,000/- (Rupees OneLac Eighty Thousand only) per month from 1*April, 2018 in the scale of Rs.1,80,000/- Rs.10,000/- Rs. 2,00,000/- with provision for annual increment of Rs.10,000/- from the beginning of the Financial Year.

Perquisites: He will be entitled to reimbursement of medical expenses and leave travel concessionfor self and family, club fees & premium formedical/accidental insurance subject to maximum amount not exceeding Rs. 3,00,000/- in a financial year. For the purpose of calculating the ceiling, the perquisites shall be evaluated as per Income Tax Rules, 1961.

Others: Use of car for Company's business, telephone and other communication facilities residence/ other places, reimbursement oftravelling, entertainment and all other expenses for the purpose of business incurred by him shallnot be treated as perquisites.

Commission: Not exceeding 3.0 (three) percent of net profit in an accounting year of the Company subject to availability of profit w.e.f. financial year 2018-2019. Commission shall be paid on Quarterly basis of the provisional net profit earned by the Company subject to the conditions that the total Commission shall not exceed 3% of the Net Profit of the accounting year. Commission payment shall be subject to availability of profit.

Minimum Remuneration: The above salary will be payable to the Whole-time Director even incase of loss or inadequacy of profits in respect of any financial year during his tenure of office incompliance with Schedule V to the Companies Act, 2013.

Sitting Fees: The Whole-time Director shall not bepaid any sitting fees for attending the meetings of the Board of Directors or Committees thereof.





Gratuity, Encashment of Leave, Provident Fundetc.:

He will be entitled to gratuity, Encashment of Leave, Provident Fund etc. as per rules of the Company.

"RESOLVED FURTHER THAT Total Remuneration of Mr. Dinesh Raghubir Prasad Agarwal in any financial year shall not exceed 5% of the net profit of the Company during that year."

"RESOLVED FURTHER THAT the terms and conditions of appointment of Whole-time Directormay be altered and varied from time to time by the Board in such manner as may be mutually agreed, subject to such approvals as may be required and within applicable limits of the Companies Act, 2013."

"RESOLVED FURTHER THAT except slab of remuneration, all terms and conditions of remuneration and all other terms and conditions of appointment already approved by the members as per the agreement entered between the Company and Mr. Dinesh Raghubir Prasad Agarwal dated 28th August, 2015 shall remain unchanged."

"RESOLVED FURTHER THAT the Board be and is hereby authorized to do all such acts, deeds and things and execute all such documents, instruments and writings as may be required and to delegate all or any of its powers herein conferred to any Director / Committee of Director(s) to give effect to the aforesaid resolution."

ITEM NO. 9:-

TO CONSIDER APPOINTMENT OF MR. SANDIP KUMAR (DIN: 08088624) AS AN INDEPENDENT DIRECTOR - ORDINARY RESOLUTION

Proposed by: Mr. B. K. Sarkar Seconded by: Mr. Gotam Nandy

"RESOLVED THAT pursuant to the provisions of Sections 149, 152 and other applicable provisions, if any, of the Companies Act, 2013 (Act) and Rules framed thereunder, read with Schedule IV to the Act, as amended from time to time, Mr. Sandip Kumar (DIN: 080\$8624), who has submitted a declaration stating that he meets the criteria for independence as provided in Section 149(6) of the Companies Act, 2013 read with SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and who was appointed as Additional Director by the Board of Directors, being eligible for appointment, be and is hereby appointed as a non-retiring Independent Director of the Company for a period of 5 (Five) consecutive years with effect from March 31, 2018."





"RESOLVED FURTHER THAT the Board be and is hereby authorized to do all such acts, deeds and things and execute all such documents, instruments and writings as may be required and to delegate all or any of its powers herein conferred to any Committee of Director(s) to give effect to the aforesaid resolution."

ITEM NO. 10:-

TO CONSIDER AND APPROVE GRANTING OF LOAN U/S 185 TO M/S. GALLANTT ISPAT LIMITED (GIL) - SPECIAL RESOLUTION

Proposed by: Mr. B. K. Sarkar Seconded by: Mr. S. Roy

"RESOLVED THAT pursuant to the provision of Section 185 and other applicable provisions if any, of the Companies Act, 2013 and rules made thereunder (as may be amended from time to time ('the Act'), and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 consent of the Members of the Company, be and is hereby accorded to grant loan to M/s. Gallantt Ispat Limited (GIL), a Company in which one or more Directors are interested and which is a related party, up to an amount of Rs. 50 Crores (Rupees Fifty Crores Only) from time to time in one or more tranches for its Principal Business Activities on such terms and conditions as the Board of Directors in discussion with GIL may finalize."

"RESOLVED FURTHER THAT the Board of Directors of the Company be and are hereby authorized to do all acts, deeds and things in their absolute discretion that may be considered necessary, proper and expedient or incidental for the purpose of giving effect to this resolution in the interest of the Company."

CHAIRMAN

Date of Signing:

Date of Entry: 15.10.2018

