

## Lyons Corporate Market Limited

Minutes of the 22<sup>nd</sup> Annual General Meeting held  
at "Calcutta Chamber of Commerce Hall", 18/H Park Street,  
Kolkata 700 071  
on Wednesday, the 30<sup>th</sup> September 2015 at 02.00 p.m.

- Present 14 members in person  
5 Members through authorised representative u/s 113  
Sri B L Patni- Practising Company Secretary and Scrutiniser
- 1.0 Chairman Sri Ram Karan Gupta, Chairman of the Company, took the Chair.
- 2.0 Quorum The requisite quorum of 15 members personally being present, the Chairman declared the meeting properly constituted and proceeded to transact the business.
- 3.0 Notice of the Annual General Meeting With the consent of the Members present, the Notice dated 29<sup>th</sup> August, 2015, convening the Annual General Meeting was taken as read.
- 4.0 Register of Directors Share Holdings:  
In Conformity with provisions of Section 170 of the Companies' Act 2013, Register of Directors' share holding was produced at the meeting and kept open for inspection by members during the meeting.
- 5.0 Auditors' Report:  
The Report dated 29<sup>th</sup> May, 2015 by the Auditors of the Company to the members was read by the Chairman.
- 6.0 The Chairman informed the meeting that this year the Company has made facility available for voting by poll at the AGM for the members which was conducted after discussion of the Agenda items.  
The Chairman informed the meeting that the Company has appointed Sri Babu Lal Patni, Practising Company Secretary as Scrutinizer to scrutinize the voting process in a fair transparent manner and poll will be taken after the completion of discussion.
- 7.0 Consideration of Directors Report and Annual Accounts:  
The Director's Report and Annual Accounts of Company for the year ended 31<sup>st</sup> March 2015 having already been circulated to the members were taken as read by the general consent.

The following resolution was proposed as an Ordinary Resolution:

Proposed by: Sri Pramod Kumar Jhunjhunwala



"RESOLVED that the Audited Accounts of the Company for the year ended 31<sup>st</sup> March 2015 and the Auditors' Report and Directors' Report thereon already circulated to the members and submitted to the meeting be and are hereby received and adopted."

Seconded by: Sri Pankaj Kakra

Votes in Favour of the Resolution		Votes Against the Resolution		Invalid votes
Nos	% of total number of valid votes	Nos	% of total number of valid votes	
3050650	100	NIL	NIL	NIL

The Chairman invited questions from the members on the Reports and Accounts under consideration. Observations were made by members which were replied by the Chairman satisfactorily.

8.0 Appointment of Director retiring by rotation:

The following resolution was proposed as an Ordinary Resolution:

Proposed by: Sri Anand Sharma

"RESOLVED that Shri Krishna Awatar Agarwal (DIN: 02460626), Director of the Company who retires by rotation and being eligible offers himself for reappointment, be and is hereby re-appointed a Director of the Company whose term of office shall be liable to retirement by rotation."

Seconded by: Sri Pramod Kumar Jhunjunwala

Votes in Favour of the Resolution		Votes Against the Resolution		Invalid votes
Nos	% of total number of valid votes	Nos	% of total number of valid votes	
3050650	100	NIL	NIL	NIL

9.0 Appointment of Auditors:

The following resolution was proposed as an Ordinary Resolution:

Proposed by: Sri Ajay Thirani



“RESOLVED that pursuant to section 139 of the Companies Act, 2013 and the rule made thereunder, pursuant to the resolution passed by the members at the 21<sup>st</sup> Annual General Meeting (AGM) held on 27<sup>th</sup> September 2014 appointing M/s Mandawewala & Company, Chartered Accountants (Firm Registrarion No. 322130E), as the Statutory Auditor of the Company to hold office till the conclusion of the 26<sup>th</sup> Annual General Meeting of the Company and pursuant to the recommendations of the audit committee and the board of directors of the company, the appointment of the said statutory Auditor of the company to hold office from the conclusion of the 22<sup>nd</sup> AGM to the conclusion of the 23<sup>rd</sup> AGM be and is hereby ratified and that the Board of Directors be and are hereby authorised to fix such remuneration as may be recommended by the audit committee in consultation with the auditors.”

Seconded by: Sri Anil Kumar Saraf

Votes in Favour of the Resolution		Votes Against the Resolution		Invalid votes
Nos	% of total number of valid votes	Nos	% of total number of valid votes	
3050650	100	NIL	NIL	NIL

10.0 Appointment of Smt. Madhumita Tapader as a Director

The following resolution was proposed as an Ordinary Resolution:

Proposed by: **Anil Kumar Saraf** - representative of Celestial Holdings (P) Ltd. *(given notice proposing the appointment)*

“RESOLVED that pursuant to the provisions of sections 149, 152, 161 and any other applicable provisions of the Companies Act, 2013 and the rules made thereunder, Smt. Madhumita Tapader (DIN: 07126692), whose term of office as an Additional Director of the Company expires at this Annual General Meeting, and in respect of whom the Company has received a notice in writing from a member proposing her candidature for the office of Director, be and is hereby appointed as a Director of the Company who will be liable to retire by rotation.”

Seconded by: Sri Anand Sharma

Votes in Favour of the Resolution		Votes Against the Resolution		Invalid votes
Nos	% of total number of valid votes	Nos	% of total number of valid votes	
3050650	100	NIL	NIL	NIL



11.0 It was informed that results of Voting through poll be declared on receipt of Scrutinizer's Report and will be submitted to BSE, ASE & CSE where the shares of the Company are listed.

12.0 Vote of thanks

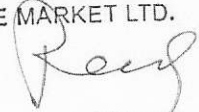
Sri R.K.Gupta proposed the vote of thanks to the chair.

The Chairman then declared the meeting as concluded and closed at 02.45 PM

Note: All the above resolutions were put to vote through poll and the results of the poll taken at the AGM were scrutinized by Mr. B. L. Patni, Practicing Company Secretary, the scrutinizer appointed by the Board for scrutinizing the voting results. He issued his Scrutinisers Report on 01.10.15. The voting results were announced by Sri R K Gupta, Director on 01.10.15 and the same were e-mailed to the Stock Exchange viz. Bombay Stock Exchange, Ahemdabad Stock Exchange , Calcutta Stock Exchange.

Written in Minutes Book on 05-10-2015

LYONS CORPORATE MARKET LTD.



Director

CHAIRPERSON

