

PROCEEDINGS OF THE EXTRAORDINARY GENERAL MEETING OF THE SHAREHOLDERS OF THE SUKHJIT STARCH & CHEMICALS LTD. HELD ON MONDAY, THE 30TH DAY OF MARCH, 2015 AT 10-00 A.M. AT THE REGD. OFFICE OF THE COMPANY AT PHAGWARA.

In the absence of Shri S. C. Jindal, Shri I. K. Sardana took the chair as Chairman of the meeting and ascertaining that the quorum for the meeting was present, the meeting was called to order. The itemwise agenda was taken up as under :-

01. The first item of the agenda was read & considered and Mr. Anil Jalota, proposed and Mr. Ishar Dass seconded & thereafter the following resolution was adopted / passed as a special resolution:-

“RESOLVED THAT pursuant to the provisions of section 149, 150, 152, any other applicable provision of The Companies Act, 2013 and rules made thereunder (including any statutory modification(s) or re-enactments thereof for the time being in force) read with the Schedule IV to The Companies Act, 2013 and Clause 49 of the Listing Agreement, the consent of the members is hereby granted to the appointment of Mr. Satish Chander Jindal (DIN 01173299) (Non Executive Director), as an Independent Director of the Company to hold office upto 27th July, 2017.”

02. The second item of the agenda was read & considered and Mr. Rohit Jain, proposed and Mr. Sunil Dutt Sudhir seconded & thereafter the following resolution was adopted / passed as a special resolution:-

“RESOLVED THAT pursuant to the provisions of section 149, 150, 152, any other applicable provision of The Companies Act, 2013 and rules made thereunder (including any statutory modification(s) or re-enactments thereof for the time being in force) read with the Schedule IV to The Companies Act, 2013 and Clause 49 of the Listing Agreement, the consent of the members is hereby granted to the appointment of Mr. Shiv Kumar Anand (DIN 00528532) (Non Executive Director), as an Independent Director of the Company to hold office upto 27th July, 2017.”

Shri Shiv Kumar Anand, being interested, did not take part in the resolution.



03. The third item of the agenda was read & considered and Mr. Inderjit, proposed and Mr. Ashok Jain seconded & thereafter the following resolution was adopted / passed as a special resolution:-

“RESOLVED THAT pursuant to the provisions of section 149, 150, 152, any other applicable provision of The Companies Act, 2013 and rules made thereunder (including any statutory modification(s) or re-enactments thereof for the time being in force) read with the Schedule IV to The Companies Act, 2013 and Clause 49 of The Listing Agreement, the consent of the members is hereby granted to the appointment of Mr. Vinod Pal Kapahi (DIN 00957729) (Non Executive Director), as an Independent Director of the Company to hold office upto 27th July, 2017.”

Shri Vinod Pal Kapahi, being interested, did not take part in the resolution.

04. The fourth item of the agenda was read & considered and Mr. Vipin Chander Sharma, proposed and Mr. Jasvir Singh seconded & thereafter the following resolution was adopted / passed as a special resolution:-

“RESOLVED THAT pursuant to the provisions of Section 14 and all other applicable provisions of the Companies Act, 2013 (statutory modification(s) or re-enactment thereof, for the time being in force), the new draft Articles as contained in the Articles of Association submitted to this meeting be and are hereby approved and adopted in substitution, and to the entire exclusion of the regulations contained in the existing Articles of Association of the Company.

RESOLVED FURTHER THAT the Board of Directors of the company be and is hereby authorized to do all such acts, deeds and things and take all such steps as may be deemed necessary or expedient, to give effect to this resolution.”

The Chairman took on record and countersigned the scrutinizer’s report concerning the result of e-voting and voting by poll at the meeting (in the presence of scrutinizer and two witnesses) appreciating the fact that all resolutions were approved / passed.

