

**PROCEEDINGS OF THE THIRTY SECOND ANNUAL GENERAL MEETING OF THE SHAREHOLDERS
OF INDO GULF INDUSTRIES LIMITED HELD ON MONDAY, THE 10TH AUGUST, 2015 AT 10.00 AM
AT SHRI RAM BARAT GHAR, 505/3, DEVL, BANDH ROAD, NEW DELHI – 110062**

PRESENT

Mr. Arvind Krishna Saxena	-	Director
Mr. Vimal Kumar Jain	-	Director
Mr. Shyam Lal Gouniyal	-	Director
Ms. Anjali Yadav	-	Practicing Company Secretary
Balrampur Chini Mills Ltd.	-	Rep. by Mr. Niloj Acharya & other Members of the Company

Shri Arvind Krishna Saxena chaired the 32nd Annual General Meeting and announced the quorum of the meeting was present in terms of the Articles of Association of the Company. The meeting was called to order at 10.00 A.M. and welcomed the members, who made it convenient to attend the Annual General Meeting of the Company.

With the permission of the members, the notice convening the meeting was taken as read. Before the resolution was put to vote, the Chairman invited the members to express their views/raise queries, if any, on the Annual Report and Accounts of the Company for the year ended 31st March, 2015. The queries raised by some members were replied by the Chairman satisfactorily. Mr. Vimal Kumar Jain, Chairman of the Audit Committee, was present and also replied the queries related to Accounts.

The following resolution were put to the meeting as Ordinary Resolution:

1. Proposed by - Mr. Sumanta Kumar Das

Seconded by - Ms. Neelam Sharma

“Resolved that Statement of Profit and Loss for the year ended on 31st March, 2015, the Balance Sheet as on that date, the Reports of Auditors and Directors thereon and other annexure thereto as circulated to the shareholders and now laid before the meeting be and is hereby adopted.”

Carried unanimously/with requisite majority

2. Proposed by – Mr. M.L. Wadhwa

Seconded by – Ms. Asha Chachra

“Resolved that Dr. Arvind Krishna Saxena, Who retires by rotation, be and is hereby re-appointed as a Director of the Company liable to retire by rotation.”

Carried unanimously/with requisite majority

3. Proposed by – Mr. Parmanand

Seconded by – Mr. Kapil Sharma

“Resolved that pursuant to the provisions of Section 139 of the Companies Act, 2013, M/s. MANV & Associates, Chartered Accountants (Regn. No. 00735IN) be and are hereby appointed as Auditors of the company to hold office from the conclusion of 32nd Annual General Meeting until the conclusion of 37th Annual General Meeting in place of retiring Auditors, M/s. Vipin Aggarwal & Associates, Chartered Accountants (Firm Registration No. 014454N), on such remuneration as may be fixed by the Board of Directors of the Company”.

Carried unanimously / with requisite majority

With a vote of thanks to the Chair, the meeting terminated.

Sd/-

Arvind Krishna Saxena
Chairman of the meeting