

Lacs only) divided into 100000 (One Lacs only) equity shares of Rs. 10/- (Ten only) each.

RESOLVED FURTHER THAT provisions of Pursuant to sections 95, 97 or 94A (2) or 81(4) of the Companies Act, 1956 and the relevant rules framed thereunder, the Capital Clause (Clause V) of the Memorandum of Association of the Company is substituted with the following Clause V. The Authorized Share Capital of the Company is Rs. 20,00,000/- (Twenty Lacs only) divided into 2,00,000 (Two Lacs only) equity shares of Rs. 10/- (Ten only) each.

RESOLVED FURTHER THAT Any Director of the Company be and is hereby authorized to do all such acts, deeds, things and matters and to sign such other documents and file such forms as may be necessary and expedient to give effect to the aforesaid resolution."

(B) Change in object clause of Memorandum of Association of the Company.

Chairman informed that pursuant to the Provisions of Section 17 and other applicable provisions, if any, of the Companies Act, 1956 and subject to the confirmation of the Registrar of Companies the main object clause of the Memorandum of Association of the Company be and is hereby altered by inserting new Clauses as follow subject to approval of shareholder

"RESOLVED THAT pursuant to the Provisions of Section 17 and other applicable provisions, if any, of the Companies Act, 1956 and subject to the confirmation of the Registrar of Companies the main object clause of the Memorandum of Association of the Company be and is hereby altered by inserting new Clauses 110(1), 111(A)(4) I II(A)(3), 111(A)(4) and 111(A)(5) in place existing Clauses 111(A)(1), 110(2), 110(3), 111(A)(4) and III(A)(5):-

1. To carry on the business of Manufacturing of Acoustic Enclosures for Generator, Compressors, Turbines, all type of Noise Generating Machines, Sound Proofing and Acoustical products.
2. To carry on the business of Manufacturing of Noise Test Booth , Anechoic Chambers, Acoustic Studio Booths, Audiometric Booth , Acoustic Panels, Acoustic Partitions, Acoustic Doors & Windows, Acoustic Louvers, Acoustic Foam , Acoustic Curtains etc.
3. To carry on the Business of Manufacturing & Trading of Commercial Acoustics & Noise Control, Acoustic Wall Panels, Acoustic Wooden Tiles, Acoustic Baffles, Noise Barrier etc.
4. To carry on the business of Turnkey projects & Service provider for Industrial Noise control & Commercial Acoustics.
5. To carry on the Business of Design, Manufacturing, Installation & Commissioning, Repairing & AMC of Noise Control Products, Acoustical Equipments & Projects.

CHAIRMAN'S INITIALS





2. To consider and, if thought fit to, to pass the following resolution, with or without modification(s), as a Special resolution:

"RESOLVED FURTHER THAT the existing Clause 111(41), 111(A)(2), 111(A)(3), 111(A)(4) and 111(A)(5) of the Memorandum of Association of the Company as to Main Objects of the Company be and are hereby deleted and in place the following Clauses 111(A)(1), 110(2), 110(3), 111(A)(4) and 111(A)(5) be substituted:

1. To carry on the business of Manufacturing of Acoustic Enclosures for Generator, Compressors, Turbines, all type of Noise Generating Machines, Sound Proofing a Acoustical products.

2. To carry on the business of Manufacturing of Noise Test Booth , Anechoic Chambers, Acoustic Studio Booths, Audiometric Booth , Acoustic Panels, Acoustic Partitions, Acoustic Doors Windows, Acoustic Louvers, Acoustic Foam , Acoustic Curtains etc. etc.

3. To carry on the Business of Manufacturing & Trading of Commercial Acoustics & Noise Control, Acoustic Wall Panels, Acoustic Wooden Tiles, Acoustic Baffles, Noise Barrier etc.

4. To carry on the business of Turnkey projects & Service provider for Industrial, Noise control & Commercial Acoustics.

5. To carry on the Business of Design, Manufacturing, Installation & Commissioning, Repairing & AMC of Noise Control Products, Acoustical Equipment's & Projects.

6. TO CONVENE EXTRAORDINARY GENERAL MEETING:

The Board was placed that in order to take approval, the members of the Company calling of Extraordinary General Meeting of the Company by notice to consider the approval of the change the name of the company and change of object of company. A draft notice of the Extraordinary General Meeting of the Company was placed before the table. The Board discussed and passed the following resolution:

"RESOLVED FURTHER THAT the Extra Ordinary General Meeting of the Company to be convened on Monday, 19th March, 2012 at the registered office of the Company at 11.30 A.M.to consider the above proposal.

RESOLVED FURTHER THAT the draft notice of Extra Ordinary Meeting presented before the Board for sending to the shareholders be and is hereby approved under the signatures of Mr. Manoj Kumar Gupta.

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MINUTE BOOK

Ship

7. ANY OTHER ITEM WITH THE PERMISSION OF THE CHAIR:

There being no other matter to be transacted, the meeting terminated with a vote of thanks to the Chair:

Place: *Delhi*

Date: *20/03/2012*



CHAIRMAN

CHAIRMAN'S
INITIALS

