

**MINUTES OF THE 04/2011-12 MEETING OF THE BOARD OF DIRECTORS OF ENVIROTECH SYSTEMS PRIVATE LIMITED HELD AT A-29, BLOCK -A, SHAYAM VIHAR, PHASE-1, NEW DELHI-110043 ON MONDAY, 31<sup>ST</sup> OCTOBER 2011 AT 11.00 A.M.**

**DIRECTORS PRESENT**

Mr. Manoj Kumar Gupta	Director
Mrs. Sindhu Gupta	Director

**CHAIRPERSON:**

Mr. Manoj Kumar Gupta presided as Chairperson of the Meeting. He thanked the other Directors present and took the chair.

**LEAVE OF ABSENCE:**

All the directors were present, hence no Leave of absence was sought.

**1. QUORUM:**

The business before the meeting was taken up after having established that the requisite quorum was present.

**2. MINUTES OF THE PREVIOUS MEETING:**

The minutes of the previous meeting of the members held on August 05<sup>th</sup>, 2011 were confirmed and signed by the Chairman.

**3 ALLOTMENT OF SHARES**

Chairman informed that Company be and is hereby accorded for an allotment of 89900 (Eighty-Nine Thousand Nine Hundred) Equity Shares of Rs. 10/- (Rupees Ten) each of the Company at par, distinctively numbered from 10001 to 99900 (both inclusive), to Sh. Manoj Kumar Gupta and Smt. Sindhu Gupta from whom the Company has received share application money aggregating to Rs. 899000/- (Rupees Eight Lakh Ninety Nine thousand)

**RESOLVED THAT** Pursuant to section 75(1) of the Companies Act, 1956 and other provisions, applicable, if any, of the Companies Act, 1956 including any statutory enactment, modification etc. thereto, the consent of the Board of Directors of the Company be and is hereby accorded for an allotment of 89900 (Eighty-Nine Thousand Nine Hundred) Equity Shares of Rs. 10/- (Rupees Ten) each of the Company at par as follow:

S.No.	Date of Allotment	Name & Address of Allotee	No. of Shares Alloted	Distinctive Number

CHAIRMAN  
INITIALS



1	31.10.2011	Sh. Manoj Kumar Gupta C-7, Kendriya Vihar, Sector-51, Noida, U.P.-201301	40000	10001-50000
2	31.10.2011	Smt. Sindhu Gupta C-7, Kendriya Vihar, Sector-51, Noida, U.P.-201301	49900	50001-99900
		Total	99900	

**RESOLVED FURTHER THAT** the said Equity Shares shall rank pari-passu with existing Equity Shares in all respects.

**RESOLVED FURTHER THAT** any of the Director of the Company be and is hereby authorized to file Return on Allotment of aforesaid shares in E-Form No. 2 or such other applicable form from time to time with the Registrar of Companies / Ministry of Corporate Affairs by affixing Digital Signature thereto.

**RESOLVED FURTHER THAT** the Share Certificate for the shares allotted as aforesaid be issued to abovementioned allottee under the signatures of any two Directors of the Company and the Common Seal of the company be affixed on the share certificate as per the Articles of Association of the Company.

**RESOLVED FURTHER THAT** necessary entries in respect of issue and allotment of aforesaid shares be made in the Register of Members.

**4. MODIFICATION OF CHARGE:**

Chairman informed the Company has created a charge in favour of the bank (Oriental Bank Of Commerce having branch office Sector-63, Noida, Uttar Pradesh, U.P.-201301) which had advanced a term loan of Rs.7,500,000. (Rupees Seventy-Five Lacs only) with the Charge ID 10245699 and the said charge was modified by way of addition of Supplemental Agreement to secure credit/loan facilities (doc-13).

**RESOLVED THAT** Mr. Manoj Kumar Gupta be and are hereby authorized jointly /individually on behalf of the Company to make intimation, to sign and file the necessary forms, documents, papers, writing as required for modification of earlier charge as modified by the parties with their mutual consent and also to register the same with Registrar of Companies, Kanpur in the connection with the said modification."

**RESOLVED FURTHER THAT** the aforesaid power entrusted to the said official shall be valid and effective unless revoked earlier by the Board or shall be exercisable by him so long as he is in the concerned to the Company."

CHAIRMAN'S  
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**RESOLVED FURTHER THAT** all acts, deeds, things, matters, etc. as aforesaid shall be deemed to be valid and enforceable only if they are consistent with the instant resolution as may be relevant in this case and that the Board shall not be responsible for any acts beyond the scope of the aforesaid powers done by (Name of the authorized person(s) and such invalid, illegal acts, and acts done beyond the scope of powers granted in this Resolution shall not bind the Company against any third parties or before any authorities in any manner and that the Board shall not be answerable in that behalf."

**RESOLVED FURTHER THAT** a certified copy of the resolution be given to any one concerned or interested in the matter

5. 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: *25/11/2011*



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