

**MINUTES OF THE 01/2012-13 MEETING OF THE BOARD OF DIRECTORS OF ENVIROTECH SYSTEMS PRIVATE LIMITED HELD AT REGISTERED OFFICE AT A-29, BLOCK -A, SHAYAM VIHAR, PHASE-1, NEW DELHI-110043 ON THURSDAY 26<sup>TH</sup>, APRIL 2012 AT 11.00 A.M.**

**DIRECTORS PRESENT**

Mr. Manoj Kumar Gupta	Director
Mrs. Sindhu Gupta	Director

**1. CHAIRPERSON:**

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

**2. LEAVE OF ABSENCE:**

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

**3. QUORUM:**

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

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

The minutes of the previous meeting of the members held on March 31<sup>st</sup>, 2012 were confirmed and signed by the Chairman.

**5. CREATION OF CHARGE:**

The Chairman informed the Board that in order to secure the Term Loan of Rs. 15,000,000/- (Rupees One Crore Fifty Lacs only) as sanctioned by Small Industries Development Bank of India having branch office at C-60, Sector-2, Uttar Pradesh, 201301, it is proposed to create an extension of charge on entire present and future current assets of the company on pari passu basis. The Board considered the same and passed the following resolution:

**“RESOLVED THAT** Mr. Manoj Kumar Gupta (DIN: 01187138) and Mrs. Sindhu Gupta (DIN: 01190580) be and are hereby authorized jointly individually to create a first pari passu charge over the property of the company in favor of the bank Small Industries Development Bank of India having branch office at C-60, Sector-2, Uttar Pradesh, 201301 to secure the amount of term loan 15,000,000/- (Rupees One Crore Fifty Lacs only) as sanctioned by above said bank.”

**RESOLVED FURTHER THAT** Mr. Manoj Kumar Gupta (DIN: 01187138) and Mrs. Sindhu Gupta (DIN: 01190580) be and are hereby authorized jointly individually on behalf of the Company to sign and execute the necessary documents, papers, writing, agreement on behalf of the company as required to create a valid charge over the property of the company in favor of the bank and

CHAIRMAN  
INITIAL



to take such steps as may be necessary for filing of the said documents with the respective authority and to obtain approvals, statutory, contractual or otherwise, in relation to the above if required and to settle all matters arising out of and incidental thereto, on behalf of the Company and generally to do all acts, deeds and things that may be necessary, proper, expedient or incidental for the purpose of giving effect to the aforesaid Resolution."

**RESOLVED FURTHER THAT** the common seal of the company if required to be affixed to the stamped engrossment (s) on the agreements / documents for the above as may be finalized between the company and the Small Industries Development Bank of India having branch office at C-60, Sector-2, Uttar Pradesh, 201301 in the presence of any of the above said authorized person who shall counter sign the same in the token thereof"

**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."

**RESOLVED FURTHER THAT** all acts, deeds, things, matters, etc. as afore stated 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 afore stated powers done by Mr. Manoj Kumar Gupta (DIN: 01187138) and Mrs. Sindhu Gupta (DIN: 01190580) 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."

#### 6. TO TAKE NOTE OF DISCLOSURE OF INTEREST BY DIRECTORS

The chairman appraised the board that the general disclosure for interested parties for the year 2012-2013 has been received from the directors and after discussions following resolution was passed:

**"RESOLVED THAT** the general notice given by the directors of the company pursuant to the section 299 of the Companies Act 1956, disclosing their interest be and hereby noted by the board and entered into the register maintained for the said purpose."

#### 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: 31/05/2012



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