



MINUTES OF THE 06/2015-16 MEETING OF THE BOARD OF DIRECTORS OF ENVIROTECH SYSTEMS PRIVATE LIMITED HELD ON TUESDAY, 25<sup>TH</sup> AUGUST, 2015 TO BE COMMENCED AT 11.00 A.M AT THE REGISTERED OFFICE OF THE COMPANY AT OFFICE NO. A-29, BLOCK-A, SHYAM VIHAR PHASE-I, NEW DELHI-110043.

**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 June 24<sup>th</sup>, 2015 were confirmed and signed by the Chairman.

**5. TO CONSIDER AND APPROVE THE AUDITED FINANCIAL STATEMENTS OF THE COMPANY FOR THE FINANCIAL YEAR ENDED ON 31st MARCH, 2015:**

The Board of Directors of the company considered, approved and reviewed the Audited Financial Statements of the company for the financial year ended on 31st March, 2015 before the meeting of board and pass the following resolution:

To receive, consider and adopt the Audited Balance Sheet as at 31st March, 2015 and the statement of Profit & Loss and The Cash Flow Statement for the year ended on that date together with Auditors' Report and Directors' Report thereon.

**6. TO APPROVE AUDITORS' REPORT FOR THE FINANCIAL YEAR ENDED ON 31ST MARCH 2015.**

The Auditors' Report to shareholders on the accounts of the Company for the year ended 31<sup>st</sup> March, 2015 was placed at the Meeting. The Directors discussed the observations made by the Auditors in their report. In their opinion the Report needed no comments and clarifications as it was self explanatory. Thereafter the following resolution was passed by the Directors:

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To re-appoint M/s. **VISHAL KAUSHAL & CO., CHARTERED ACCOUNTANTS**, the retiring Auditors, as Statutory Auditors of the Company to hold the office from the conclusion of this Annual General meeting until the conclusion of the next Annual General Meeting of the Company and to fix their remuneration."

**RESOLVED THAT** pursuant to the provisions of Section 139 and other applicable provision, if any, of the Companies Act, 2013 and the Rules framed there under, as amended from time to time, M/s. Vishal Kaushal & Co., (Chartered Accountants), retiring auditor of the Company to hold office from the conclusion of this Annual General Meeting (AGM) till conclusion of the 13th AGM of the Company to be held in the year 2020 (Subject to ratification of their re-appointment at every AGM), at such remuneration as may be agreed upon between the Board of Directors and Statutory Auditors, in addition to the reimbursement of Service tax and actual out of pocket expenses incurred in relation with audit of accounts of the Company."

**7. TO CONSIDER THE RATIFICATION OF M/S VISHAL KAUSHAL & CO., CHARTERED ACCOUNTANTS AS STATUTORY AUDITORS OF THE COMPANY.**

The Chairman informed that M/s. **Vishal Kaushal & Co.**, Chartered Accountants, (FRN- 010123C) were appointed by the shareholders at the 8<sup>th</sup> Annual General Meeting to hold office until the conclusion of the 13<sup>th</sup> Annual General Meeting subject to ratification by shareholders at each Annual General Meeting. He further informed that Company has obtained from the Auditors, a certificate as required under Section 139 of the Companies Act, 2013 to the effect that they are eligible to continue as statutory auditor of the Company. The Board considered the matter and thereafter decided that the ratification of the above named Auditors be recommended to the shareholders at the forthcoming Annual General Meeting. After discussions the following resolution was passed unanimously:

**"RESOLVED THAT** subject to approval of shareholders at their forthcoming Annual General Meeting, M/s. **Vishal Kaushal & Co.**, Chartered Accountants, (FRN- 010123C) from whom certificate pursuant to section 139 of the Companies Act, 2013 has been received be and hereby ratified to continue as Statutory Auditors of the Company to hold office from the conclusion of this Annual General Meeting till the conclusion of the next Annual General Meeting of the Company at a remuneration to be mutually decided."

**8. TO APPROVE DIRECTORS' REPORT FOR THE FINANCIAL YEAR ENDED ON 31ST MARCH 2015 :-**

The Chairman placed before the Board of Directors the Directors' Report of the Company for the year ended 31st March, 2015. The Board noted the same and passed the following resolution:

**"RESOLVED THAT** the Directors' Report for the year ended 31st March, 2015 as submitted before the Meeting be and is hereby approved and the same be signed on behalf of the Directors by Mr. Manoj Kumar Gupta (DIN: 01187138) and Mrs. Sindhu Gupta (DIN: 01190580), directors of the company."

CHAIRMAN'S  
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**9. TO AUTHORIZE DIRECTOR OF THE COMPANY TO SIGN ANNUAL RETURN:-**

The Chairperson informed the Board that for signing of Annual Return for the financial year ended 31st March, 2015 and filing the necessary forms with the Registrar of Companies. Authorization has to be given to Directors of the Company. The Board took note of the same and passed the following resolution:

**“RESOLVED THAT** Mr. Manoj Kumar Gupta (DIN: 01187138) and Mrs. Sindhu Gupta (DIN: 01190580), directors of the company be and are hereby authorized to sign the Annual Return of the Company for the financial year ended 31st March, 2015 and file the necessary forms with the Registrar of Companies.”

**10. NOTICE CONVENING THE 8<sup>th</sup> ANNUAL GENERAL MEETING:-**

The Chairman informed the Board that there is need to hold 8<sup>th</sup> Annual General Meeting of the Company. The Chairman then placed before the Board a draft Notice dated 25<sup>th</sup> August 2015 for convening the Annual General Meeting of the Company on 30<sup>th</sup> September 2015 at registered office of the Company at 11:00 AM After due consideration and deliberation, the Board passed the following resolution:

**“RESOLVED THAT** 8<sup>th</sup> Annual General Meeting of the Company be convened on Wednesday, 30<sup>th</sup> September 2015 at 11:30 A.M. at the Registered Office of the Company at Registered Office to transact the businesses mentioned in the Draft Notice as placed before the Board.

**FURTHER RESOLVED THAT** Mr. Manoj Kumar Gupta (DIN: 01187138) and Mrs. Sindhu Gupta (DIN: 01190580), Director of the Company be and is hereby authorized to issue the notice to all the Directors, Shareholders and Auditors of the Company in this regard.”

**11. 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: 23/10/2015



CHAIRMAN

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