

MINUTES OF THE 05/2017-18 MEETING OF THE BOARD OF DIRECTORS OF ENVIROTECH SYSTEMS PRIVATE LIMITED HELD ON FRIDAY, 01ST SEPTEMBER, 2017 TO BE COMMENCED AT 11.00 A.M AT THE REGISTERED OFFICE OF THE COMPANY AT 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 21ST June, 2017 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, 2017:

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, 2017 before the meeting of board and pass the following resolution:

To receive, consider and adopt the Audited Balance Sheet as at 31ST March, 2017, 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. RATIFICATION OF APPOINTMENT OF STATUTORY AUDITORS AND FIXING THEIR REMUNERATION:

To consider and if thought fit, to pass with or without modification(s), the following resolution as an Ordinary Resolution:

"RESOLVED THAT pursuant to Sections 139 and other applicable provisions, if any, of the Companies Act, 2013 and the Rules framed thereunder, as amended from time to time, the appointment of M/s Vishal Kaushal & Co., Chartered Accountants, (FRN No. 010123C), as Statutory Auditors of the Company for a term

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of Five year i.e till the conclusion of the 13th Annual General Meeting of the Company to be held in the year 2020 which was subject to ratification at every Annual General Meeting, be and is hereby ratified to hold the office from the conclusion of this Annual General Meeting till the conclusion of the next Annual General Meeting of the Company to be held in the year 2018 at such remuneration as may be agreed upon between the Board of Directors and Statutory Auditors, in addition to the reimbursement of applicable Taxes and actual out of pocket expenses incurred in relation with the Audit of accounts of the Company."

7. **TO APPROVE AUDITORS' REPORT FOR THE FINANCIAL YEAR ENDED ON 31ST MARCH 2017.**

The Auditors' Report to shareholders on the accounts of the Company for the year ended 31st March, 2017 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:

"RESOLVED THAT the Auditors' Report to the shareholders on the accounts for the year ended 31st March, 2017 be and is hereby approved."

8. **TO APPROVE DIRECTORS' REPORT FOR THE FINANCIAL YEAR ENDED ON 31ST MARCH 2017:-**

The Chairman placed before the Board of Directors the Directors' Report of the Company for the year ended 31st March, 2017. The Board noted the same and passed the following resolution:

"RESOLVED THAT the Directors' Report for the year ended 31st March, 2017 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."

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, 2017 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, 2017 and file the necessary forms with the Registrar of Companies."

10. **NOTICE CONVENING THE 10th ANNUAL GENERAL MEETING:-**

The Chairman informed the Board that there is need to hold 10th Annual General Meeting of the Company. The Chairman then placed before the Board a draft Notice dated 01st September 2017 for convening the Annual General Meeting of the Company on Friday, 29th September 2017 at registered office of the Company at

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11:30 AM After due consideration and deliberation, the Board passed the following resolution:

“RESOLVED THAT 10th Annual General Meeting of the Company be convened on Friday, 29th September 2017 at 11:30 AM 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.”

II. 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: 26/10/2017

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