

BHAGYANAGAR FOODS AND BEVERAGES PRIVATE LIMITED

REGD. OFFICE: 5TH FLOOR, SURYA TOWERS,
S.P. ROAD, SECUNDERABAD - 500 003

MINUTES OF THE MEETING OF THE BOARD OF DIRECTORS OF
BHAGYANAGAR FOODS AND BEVERAGES LIMITED HELD ON 1ST MARCH, 2011
AT 10.00 A.M. AT THE REGISTERED OFFICE OF THE COMPANY AT 5TH FLOOR,
SURYA TOWERS, S.P. ROAD, SECUNDERABAD - 500 003

DIRECTORS PRESENT:

- | | |
|--------------------------|------------|
| 01. SHRI MANISH SURANA | - DIRECTOR |
| 02. SHRI DEVENDRA SURANA | - DIRECTOR |
| 03. SHRI G.M. SURANA | - DIRECTOR |

01. QUORUM /CHAIRMAN:

The Quorum for the meeting being present, the chairman of the Board, Shri Manish Surana conducted the proceedings of the meeting.

02. CONFIRMATION OF THE MINUTES OF THE PREVIOUS BOARD MEETING:

The signed minutes of the previous meeting of the Board of directors held on 28th December, 2010 as circulated among the Directors, were approved by the board and confirmed by the Chairman.

03. TO MAKE THE FIRST AND FINAL CALL ON PARTLY PAID UP EQUITY SHARES.

The Chairman informed the Board that presently the equity share capital of the Company is Rs.1,00,000/- comprising of 50,000 equity shares of Rs.2/- partly called and paid up. In view of requirement of funds, the Company proposes to make the first and final call of Rs.8/- per share to all the registered shareholders of the Company and thereby the equity shares will become fully paid up shares of Rs.10/- each.

The Board after due deliberations, approved the proposal and passed the following resolution unanimously:

"RESOLVED THAT pursuant to section 292(1)(a) of the Companies Act, 1956 the first and final call of Rs.8/- (Rupees Eight) per share be made on all the registered shareholders thereby making all equity shares fully called up of Rs.10/- (Rupees Ten) each.

FURTHER RESOLVED THAT the final call on shares be made payable on or before the 31st March, 2011 (due date for payment).

FURTHER RESOLVED THAT Shri Devendra Surana and Shri Manish Directors of the Company be and are hereby severally authorised to issue necessary call notices to the concerned shareholders and to do all such acts, deeds and things as may be necessary in this connection".

CHAIRMAN'S INITIALS

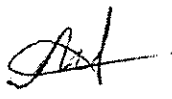


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04. VOTE OF THANKS:

There being no other business, the meeting concluded with a vote of thanks to the Chair.

Date : 01.03.2011
Place : Secunderabad


CHAIRMAN

CHAIRMAN'S INITIALS

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BHAGYANAGAR FOODS AND BEVERAGES PRIVATE LIMITED

REGD. OFFICE: 5TH FLOOR, SURYA TOWERS,
S.P. ROAD, SECUNDERABAD - 500 003

MINUTES OF THE MEETING OF THE BOARD OF DIRECTORS OF
BHAGYANAGAR FOODS AND BEVERAGES LIMITED HELD ON 31ST MARCH, 2011
AT 04.30 P.M. AT THE REGISTERED OFFICE OF THE COMPANY AT 5TH FLOOR,
SURYA TOWERS, S.P. ROAD, SECUNDERABAD - 500 003

DIRECTORS PRESENT:

- | | |
|--------------------------|------------|
| 01. SHRI MANISH SURANA | - DIRECTOR |
| 02. SHRI DEVENDRA SURANA | - DIRECTOR |
| 03. SHRI G.M. SURANA | - DIRECTOR |

01. QUORUM /CHAIRMAN:

The Quorum for the meeting being present, the chairman of the Board, Shri Manish Surana conducted the proceedings of the meeting.

02. CONFIRMATION OF THE MINUTES OF THE PREVIOUS BOARD MEETING:

The signed minutes of the previous meeting of the Board of directors held on 1st March, 2011 as circulated among the Directors, were approved by the board and confirmed by the Chairman.

03. TO TAKE ON RECORD THE GENERAL NOTICE OF DISCLOSURE OF INTEREST GIVEN BY DIRECTORS UNDER SECTION 299:

The Chairman placed before the Board, the General Notice of Disclosure of Interest received from all the Directors and the same were taken on record.

04. ALLOTMENT FOR FIRST AND FINAL CALL MONEY RECEIVED FOR PARTLY PAID UP SHARES:

The Chairman informed the Board that the Company has received the first and final call money of Rs.8/- per share from all the equity shareholders of the Company within the due date of 31st March, 2011. In this regard, the Company shall issue and allot fully paid up equity shares comprising of 50,000 equity shares of Rs.10/- per share, consequent to which the paid up share capital shall be Rs.5,00,000/-.

The Board after detailed discussions approved the same and passed the following resolution unanimously:

"RESOLVED THAT pursuant to the provisions of Articles of Association of the Company and in terms of the authority given to the Board for making the first and final call money on partly paid-up equity shares, for which the company has received Rs.4,00,000/- (Rupees Four Lakhs) being adjusted towards the face value of equity shares and consequently the following new share certificates having nominal value of Rs.10/- be issued to the existing shareholders:

CHAIRMAN'S INITIALS



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Name of the Shareholder	No. of equity shares of Rs.10 each	Folio No.	Certificate No.	Distinctive No.	
				From	To
Narender Surana	10	003	01	49951	49960
Narender Surana	10	003	02	49971	49980
Narender Surana	10	003	03	49991	50000
Narender Surana	24970	003	04	00001	24970
Devendra Surana	10	004	05	49941	49950
Devendra Surana	10	004	06	49961	49970
Devendra Surana	10	004	07	49981	49990
Devendra Surana	24970	004	08	24971	49940

FURTHER RESOLVED THAT the partly paid up share certificates with nominal value of Rs.2/- each shall stand cancelled and invalid and the above new share certificates with fully paid up nominal value of Rs.10/- per share be executed and signed by Mr. Manish Surana and Mr. Devendra Surana, Directors and Mr. Devendra Surana is further authorized to sign as authorized signatory by affixing the Common Seal in conformity with Articles of Association of the Company.

FURTHER RESOLVED THAT Mr. Manish Surana and Mr. Devendra Surana, Directors of the Company be and are hereby authorised to do all such acts and take all such steps as may be necessary, proper or expedient to give effect to the aforesaid resolution”.

04. VOTE OF THANKS:

There being no other business, the meeting concluded with a vote of thanks to the Chair.

Date : 31.03.2011
Place : Secunderabad


CHAIRMAN

CHAIRMAN'S INITIALS

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BHAGYANAGAR FOODS AND BEVERAGES PRIVATE LIMITED

REGD. OFFICE: 5TH FLOOR, SURYA TOWERS,

S.P. ROAD, SECUNDERABAD - 500 003

MINUTES OF THE MEETING OF THE BOARD OF DIRECTORS OF BHAGYANAGAR FOODS AND BEVERAGES LIMITED HELD ON TUESDAY, THE 12TH APRIL, 2011 AT 10.30 A.M. AT THE REGISTERED OFFICE OF THE COMPANY AT 5TH FLOOR, SURYA TOWERS, S.P. ROAD, SECUNDERABAD - 500 003

DIRECTORS PRESENT:

- | | |
|--------------------------|------------|
| 01. SHRI MANISH SURANA | - DIRECTOR |
| 02. SHRI DEVENDRA SURANA | - DIRECTOR |
| 03. SHRI G.M. SURANA | - DIRECTOR |

01. QUORUM /CHAIRMAN:

The Quorum for the meeting being present. the chairman of the Board. Shri Manish Surana conducted the proceedings of the meeting.

02. CONFIRMATION OF THE MINUTES OF THE PREVIOUS BOARD MEETING:

The signed minutes of the previous meeting of the Board of directors held on 31st March, 2011 as circulated among the Directors, were approved by the board and confirmed by the Chairman.

03. TO CONSIDER THE RE-APPOINTMENT OF STATUTORY AUDITORS:

The Board of Directors of the Company have recommended for re-appointment of M/s. Sekhar & Co. Chartered Accountants as the Statutory Auditors of the Company for the year 2011-12.

04. APPROVAL OF ANNUAL ACCOUNTS AND AUDITED FINANCIAL RESULTS OF THE COMPANY FOR THE YEAR ENDED 31ST MARCH 2011:

The Chairman placed the Profit and Loss Account of the Company for the year ended 31st March 2011 and Balance Sheet as on 31st March 2011 along with other relevant Annexures & Notes before the Board for consideration. The Board noted the same and after due deliberations passed the following Resolution:

"RESOLVED THAT the Balance Sheet as at 31st March 2011 and the Profit and Loss Account for the Period ended 31st March 2011 be and are here by approved.

RESOLVED FURTHER THAT Shri Devendra Surana and Shri Manish Surana, Directors of the Company be and are here by authorised to sign the same and forward to the Auditors for their Report thereon.

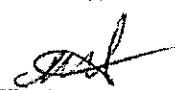
RESOLVED FURTHER THAT Shri Devendra Surana, Director of the Company be and is hereby authorized to file Forms 23AC, 23ACA, 20B with the Registrar of Companies, Andhra Pradesh, Hyderabad and apply digital signature on behalf of the Company."

05. VOTE OF THANKS:

There being no other business. the meeting concluded with a vote of thanks to the Chair.

Date : 12.04.2011

Place : Secunderabad


CHAIRMAN

CHAIRMAN'S INITIALS

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CHAIRMAN'S INITIALS

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BHAGYANAGAR FOODS AND BEVERAGES PRIVATE LIMITED

REGD. OFFICE: 5TH FLOOR, SURYA TOWERS,
S.P. ROAD, SECUNDERABAD - 500 003

MINUTES OF THE MEETING OF THE BOARD OF DIRECTORS OF
BHAGYANAGAR FOODS AND BEVERAGES LIMITED HELD ON THURSDAY, THE
04TH AUGUST, 2011 AT 10.00 A.M. AT THE REGISTERED OFFICE OF THE
COMPANY AT 5TH FLOOR, SURYA TOWERS, S.P. ROAD, SECUNDERABAD - 500
003

DIRECTORS PRESENT:

- | | |
|--------------------------|------------|
| 01. SHRI MANISH SURANA | - DIRECTOR |
| 02. SHRI DEVENDRA SURANA | - DIRECTOR |
| 03. SHRI G.M. SURANA | - DIRECTOR |

01. QUORUM /CHAIRMAN:

The Quorum for the meeting being present, the chairman of the Board, Shri Manish Surana conducted the proceedings of the meeting.

02. CONFIRMATION OF THE MINUTES OF THE PREVIOUS BOARD MEETING:

The signed minutes of the previous meeting of the Board of directors held on 12th April, 2011 as circulated among the Directors, were approved by the board and confirmed by the Chairman.

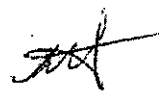
03. REVIEW OF OPERATIONS:

The Chairman informed the Board about the operations undertaken by the Company since the last Board meeting. The Board took note of the same.

04. VOTE OF THANKS:

There being no other business, the meeting concluded with a vote of thanks to the Chair.

Date : 04.08.2011
Place : Secunderabad


CHAIRMAN

CHAIRMAN'S INITIALS

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CHAIRMAN'S INITIALS

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BHAGYANAGAR FOODS AND BEVERAGES PRIVATE LIMITED

REGD. OFFICE: 5TH FLOOR, SURYA TOWERS,
S.P. ROAD, SECUNDERABAD - 500 003

MINUTES OF THE MEETING OF THE BOARD OF DIRECTORS OF BHAGYANAGAR FOODS AND BEVERAGES LIMITED HELD ON SATURDAY, THE 03RD DECEMBER, 2011 AT 10.00 A.M. AT THE REGISTERED OFFICE OF THE COMPANY AT 5TH FLOOR, SURYA TOWERS, S.P. ROAD, SECUNDERABAD - 500 003

DIRECTORS PRESENT:

- | | |
|--------------------------|------------|
| 01. SHRI MANISH SURANA | - DIRECTOR |
| 02. SHRI DEVENDRA SURANA | - DIRECTOR |
| 03. SHRI G.M. SURANA | - DIRECTOR |

01. QUORUM /CHAIRMAN:

The Quorum for the meeting being present, the chairman of the Board, Shri Manish Surana conducted the proceedings of the meeting.

02. CONFIRMATION OF THE MINUTES OF THE PREVIOUS BOARD MEETING:

The signed minutes of the previous meeting of the Board of directors held on 04th August, 2011 as circulated among the Directors, were approved by the board and confirmed by the Chairman.

03. REVIEW OF OPERATIONS:

The Chairman informed the Board about the operations undertaken by the Company since the last Board meeting. The Board took note of the same.

04. AUTHORISATION TO PROVIDE UNSECURED LOAN TO SURANA INFOCOM PRIVATE LIMITED:

The Chairman informed the Board that Surana Infocom Private Limited requested the company to provide unsecured loan upto Rs. 2,25,000/- for its principal business requirements. The Board had a brief discussion on the matter and there by passed the following resolution unanimously:

"RESOLVED THAT pursuant to Section 292(1)(e) and other applicable provisions, if any, of the Companies Act, 1956 and subject to such modification(s) and re-enactment thereof, consent of the Board of Directors of the Company be and is hereby accorded to provide an unsecured loan to Surana Infocom Private Limited in one or more tranches upto an aggregate amount of Rs. 2,25,000 during the current financial year 2011-12 for its principle business activity at such interest rate and on such terms and conditions as may be mutually agreed upon by both the parties.

FURTHER RESOLVED THAT Shri Manish Surana, Director of the Company be and is hereby authorized to do all such acts, deeds and things as may be necessary to give effect to the above resolution".

CHAIRMAN'S INITIALS

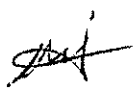


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05. VOTE OF THANKS:

There being no other business, the meeting concluded with a vote of thanks to the Chair.

Date : 03.12.2011
Place : Secunderabad


CHAIRMAN

CHAIRMAN'S INITIALS