BHAGYANAGAR FOODS AND BEVERAGES LIMITED
REGD. OFFICE: 5TH FLOOR, SURYA TOWERS,
S.P. ROAD, SECUNDERABAD - 500 003

MINUTES OF THE FIRST MEETING OF THE BOARD OF DIRECTORS OF BHAGYANAGAR FOODS AND BEVERAGES LIMITED HELD ON 3RD OCTOBER, 2007 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 DEVENDRA SURANA	- DIRECTOR
02. SHRI NARENDER SURANA	- DIRECTOR
03. SHRI G.M. SURANA	- DIRECTOR

01. APPOINTMENT OF CHAIRMAN:

Shri Deevendra Surana, who is one of the Directors on the Board, was unanimously elected as Chairman of the meeting. Accordingly the Board after due deliberations passed the following resolution:

"**RESOLVED THAT** pursuant to the Companies Act 1956 and other applicable provisions if any, Shri Narender Surana, Director of the Company be and is here by unanimously elected as Chairman of the Meeting and every subsequent Board and General Meetings of the Company until other wise decided."

02. TAKE NOTE OF CERTIFICATE OF INCORPORATION & MEMORANDUM AND ARTICLES OF ASSOCIATION:

The Certificate of Incorporation No:055759 with U15549AP2007PTC055759 of 2007-2008 dated 3rd October, 2007 issued by the Registrar of Companies, Andhra Pradesh, Hyderabad and the copy of the Memorandum and Articles of Association of the Company as registered by the Registrar of Companies were placed before the Board. The Board noted the same and authorized Shri Devendra Surana, Director of the Company to keep the same in safe custody.

03. CONSTITUTION OF BOARD OF DIRECTORS:

The Chairman informed the meeting that the following Directors, will constitute the Board of Directors of the Company, pursuant to Article 53 of the Articles of Association of the Company and will be vested with powers of management of the Company:

1. Shri G.M. Surana
2. Shri Narender Surana
3. Shri Devendra Surana

04. FIXATION OF FINANCIAL YEAR OF THE COMPANY:

On the suggestion of Shri Devendra Surana, Director, the Board of Directors decided that the financial year of the Company be fixed from 1st April to 31st March and first financial year of the Company may start with from the date of incorporation of the Company i.e. 03rd October, 2007 and end on 31st March 2008 (Both days Inclusive).

CHAIRMAN'S INITIALS

M Surana

05. SITUATION OF REGISTERED OFFICE OF THE COMPANY:

"**RESOLVED THAT** the Registered Office of the Company situated at 5th Floor, Surya Towers, S.P. Road, Secunderabad – 500 003, Andhra Pradesh, and the notice of the situation of such Registered Office, in this regard filed with the Registrar of Companies, Andhra Pradesh in Form No.18, pursuant to Section 146 of the Companies Act, 1956 be and is hereby noted .

RESOLVED FURTHER THAT a name plate or Board be affixed at the Registered Office and that the Company's name and address of the Registered Office be used or mentioned in legible characters in all business letters, in all its bill heads and letter heads and in all its notices and other official publications etc., pursuant to Section 147 of the Companies Act, 1956."

06. ADOPTION OF COMMON SEAL OF THE COMPANY:

The Chairman informed the Board that a Common Seal has been prepared and placed the same before the Board. The Board after a brief discussion passed the following resolution:

"**RESOLVED THAT** the seal, as per impression affixed in the margin of the minutes as initialled by the Chairman and produced at this meeting, be and is hereby approved and adopted as the Common Seal of the Company and the same be kept in the safe custody of Shri Devendra Surana, Director of the Company."

07. PROCEDURE FOR RECORDING THE MINUTES OF THE MEETING OF THE BOARD OF DIRECTORS AND GENERAL BODY MEETINGS:

The Board approved the procedures laid down under section 193 of the Companies Act 1956, for recording the minutes of the meeting of the Board of Directors and those of General Body. It was also decided that the minutes be kept in bound loose-leaf minutes book duly typed, serially numbered and initialled by the chairman of the meeting and thereafter passed the following Resolution:

"**RESOLVED THAT** the proceedings of the minutes of meetings of the Board of Directors and the shareholders of the Company be kept in separate loose-leaf binders with locking device consecutively numbered and initialled/signed and dated by the Chairman of the same meeting within thirty days from the conclusion of every such meeting concerned or the Chairman of the next succeeding meeting (only in the case of a Board meetings) and maintained in due compliance with Companies Act, 1956 and rules, regulations, orders, notifications issued there under."

08. APPOINTMENT OF FIRST AUDITORS:

The Chairman informed the Board of Directors that the Auditors of the Company are required to be appointed within one month of incorporation of the Company as per the provisions of the Companies Act, 1956. He further suggested that M/s Sekhar & Co., Chartered Accountants be appointed as the first Auditors of the Company. The consent letter to get appointed as the first Auditors of the Company from M/s Sekhar & co. was placed before the Board. The Board after due deliberation passed the following resolution:

"**RESOLVED THAT** M/s Sekhar & Co., Chartered Accountants, 133/4, R.P.Road, Secunderabad be and are hereby appointed as the First Auditors of the Company to hold office until the conclusion of the First Annual General Meeting of the Company at a remuneration to be

CHAIRMAN'S INITIALS

D.Surana

BHAGYANAGAR FOODS AND BEVERAGES 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 SUNDAY, THE 04TH NOVEMBER, 2012 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

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. CONFIRMATON OF THE MINUTES OF THE PREVIOUS BOARD MEETING:

The signed minutes of the previous meeting of the Board of directors held on 10th July, 2012 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 : 04.11.2012
Place : Secunderabad

CHAIRMAN

CHAIRMAN'S INITIALS

MINUTES BOOK

CHAIRMAN'S INITIALS

BHAGYANAGAR FOODS AND BEVERAGES 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 28TH FEBRUARY, 2008 AT 11.00 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. CONFIRMATON OF THE MINUTES OF THE PREVIOUS BOARD MEETING:

The signed minutes of the previous meeting of the Board of directors held on 29th January, 2008 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 : 28.02.2008
Place : Secunderabad

CHAIRMAN

CHAIRMAN'S INITIALS

CHAIRMAN'S INITIALS

BHAGYANAGAR FOODS AND BEVERAGES 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 12TH MARCH, 2008 AT 11.00 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. CONFIRMATON OF THE MINUTES OF THE PREVIOUS BOARD MEETING:

The signed minutes of the previous meeting of the Board of directors held on 28th February, 2008 as circulated among the Directors, were approved by the board and confirmed by the Chairman.

03. APPROVAL OF NOTICE FOR PLACE, TIME AND VENUE OF CALLING EXTRA ORDINARY GENERAL MEETING:

The Chairman informed the Board that, that as there is no involvement of public in the shareholding or management of the Company, it would be appropriate to convert the Company into a Private Company, to avoid unnecessary formalities and to obtain the privileges which are available to the Private Limited Companies which would help the management to carry out its affairs efficiently.

In terms of the provisions of the Companies Act, 1956, the conversion may only be made with the approval of the Registrar of Companies. The Proposal would involve change in the name of the Company by inclusion of the word 'Private' and incorporation of the restrictive provisions contained in section 3(i)(iii) of the Companies Act, 1956 and alteration of the Articles suitably.

Under Section 173 of the Companies Act 1956, special resolution is required to be passed.

The Board after a brief discussion passed the following resolution:

"**RESOLVED THAT** an Extra-Ordinary General Meeting of the Shareholders of the Company be held on 5th April, 2008 at 11.00 a.m., at 5th Floor, Surya Towers, S.P. Road, Secunderabad – 500003 to obtain the approval of the members.

RESOLVED FURTHER THAT the draft notice of Extra-Ordinary General Meeting as placed before this meeting be approved and Shri Narender Surana, Director of the Company, be and is hereby authorized to issue the Notice of Extra-Ordinary General Meeting to all the members of the

CHAIRMAN'S INITIALS

the Company in accordance with the provisions of the Companies Act."

04. VOTE OF THANKS:

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

Date : 12.03.2008
Place : Secunderabad

CHAIRMAN

CHAIRMAN'S INITIALS

BHAGYANAGAR FOODS AND BEVERAGES 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 24TH JUNE, 2008 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. CONFIRMATON OF THE MINUTES OF THE PREVIOUS BOARD MEETING:

The signed minutes of the previous meeting of the Board of directors held on 12th March, 2008 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. VOTE OF THANKS:

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

Date : 24.06.2008
Place : Secunderabad

CHAIRMAN

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CHAIRMAN'S INITIALS

BHAGYANAGAR FOODS AND BEVERAGES 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 26TH AUGUST, 2008 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. CONFIRMATON OF THE MINUTES OF THE PREVIOUS BOARD MEETING:

The signed minutes of the previous meeting of the Board of directors held on 24th June, 2008 as circulated among the Directors, were approved by the board and confirmed by the Chairman.

03. APPOINTMENT OF SHRI MANISH SURANA AS DIRECTOR:

The Chairman informed the board that Shri Manish Surana was appointed as an Additional Director of the Company with effect from 03.10.2007 and his term is due to expire with the conclusion of the first Annual General Meeting of the company as per Section 260 of the Companies Act, 1956 .The Company has received notice in accordance with Section 257 of the Act in writing, proposing the appointment of Shri Manish Surana as a Director, from a member together with the requisite deposit.

The Board noted the same and after due deliberations passed the following Resolution:

"**RESOLVED THAT** Shri Manish Surana who was appointed as an Additional Director of the Company by the Board of Directors at their meeting held on 03.10.2007, whose term is due to expire with the conclusion of this Annual General Meeting of the Company as per Section 260 of the Companies Act, 1956 and in respect of whom the Company has received a notice under Section 257 of the Act in writing by a member proposing the candidature for the office of Director, be and is hereby appointed as Director of the Company."

04. APPROVAL OF ANNUAL ACCOUNTS AND AUDITED FINANCIAL RESULTS OF THE COMPANY FOR THE YEAR ENDED 31ST MARCH 2008:

The Chairman placed the Profit and Loss Account of the Company for the year ended 31st March 2008 and Balance Sheet as on 31st March 2008 along with other relevant Annexures & Notes before the Board for consideration. The Board noted the same and after due deliberations passed the following Resolution:

CHAIRMAN'S INITIALS

"**RESOLVED THAT** the Balance Sheet as at 31st March 2008 and the Profit and Loss Account for the Period ended 31st March 2008 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. 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 2008-09.

06. VOTE OF THANKS:

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

Date : 26.08.2008
Place : Secunderabad

CHAIRMAN

CHAIRMAN'S INITIALS

BHAGYANAGAR FOODS AND BEVERAGES 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 10TH NOVEMBER, 2008 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. CONFIRMATON OF THE MINUTES OF THE PREVIOUS BOARD MEETING:

The signed minutes of the previous meeting of the Board of directors held on 26th August, 2008 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 : 10.11.2008
Place : Secunderabad

CHAIRMAN

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BHAGYANAGAR FOODS AND BEVERAGES 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 10TH FEBRUARY, 2009 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. CONFIRMATON OF THE MINUTES OF THE PREVIOUS BOARD MEETING:

The signed minutes of the previous meeting of the Board of directors held on 10th November, 2008 as circulated among the Directors, were approved by the board and confirmed by the Chairman.

03. OPENING OF BANK ACCOUNT:

"**RESOLVED THAT** a Bank Account be opened by the Company with HDFC Bank Limited, Lakdikapool, Hyderabad, in the name and style of "**BHAGYANAGAR FOODS AND BEVERAGES PRIVATE LIMITED**" and that the said account be operated severally by Shri Devendra Surana and Shri Manish Surana, Directors of the Company and that the said Bank be and is hereby requested to honour Cheques, Bills of Exchange and Promissory Notes drawn, accepted or made by the said Directors and to act on any instructions so given relating to the account, whether the same be overdrawn or not or relating to the transactions of the Company.

RESOLVED FURTHER THAT a certified true copy of the above resolution, be furnished to the appropriate authorities for they being acted upon."

04. VOTE OF THANKS:

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

Date : 10.02.2009
Place : Secunderabad

CHAIRMAN

CHAIRMAN'S INITIALS

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BHAGYANAGAR FOODS AND BEVERAGES 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 24TH MARCH, 2009 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. CONFIRMATON OF THE MINUTES OF THE PREVIOUS BOARD MEETING:

The signed minutes of the previous meeting of the Board of directors held on 10th February, 2009 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. VOTE OF THANKS:

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

Date : 24.03.2009
Place : Secunderabad

CHAIRMAN

CHAIRMAN'S INITIALS

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CHAIRMAN'S INITIALS

BHAGYANAGAR FOODS AND BEVERAGES 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 JUNE, 2009 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. CONFIRMATON OF THE MINUTES OF THE PREVIOUS BOARD MEETING:

The signed minutes of the previous meeting of the Board of directors held on 24th March, 2009 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 2009-10.

04. APPROVAL OF ANNUAL ACCOUNTS AND AUDITED FINANCIAL RESULTS OF THE COMPANY FOR THE YEAR ENDED 31ST MARCH 2009:

The Chairman placed the Profit and Loss Account of the Company for the year ended 31st March 2009 and Balance Sheet as on 31st March 2009 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 2009 and the Profit and Loss Account for the Period ended 31st March 2009 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 : 01.06.2009
Place : Secunderabad

CHAIRMAN

CHAIRMAN'S INITIALS

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CHAIRMAN'S INITIALS

BHAGYANAGAR FOODS AND BEVERAGES LIMITED
REGD. OFFICE: 5^{TH} 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 4^{TH} SEPTEMBER, 2009 AT 10.00 A.M. AT THE REGISTERED OFFICE OF THE COMPANY AT 5^{TH} 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. CONFIRMATON OF THE MINUTES OF THE PREVIOUS BOARD MEETING:

The signed minutes of the previous meeting of the Board of directors held on 1st June, 2009 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 : 04.09.2009
Place : Secunderabad

CHAIRMAN

CHAIRMAN'S INITIALS

CHAIRMAN'S INITIALS

BHAGYANAGAR FOODS AND BEVERAGES LIMITED

REGD. OFFICE: 5^{TH} 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 21^{ST} DECEMBER, 2009 AT 10.00 A.M. AT THE REGISTERED OFFICE OF THE COMPANY AT 5^{TH} 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. CONFIRMATON OF THE MINUTES OF THE PREVIOUS BOARD MEETING:

The signed minutes of the previous meeting of the Board of directors held on 4^{th} September, 2009 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 : 21.12.2009
Place : Secunderabad

CHAIRMAN

CHAIRMAN'S INITIALS

CHAIRMAN'S INITIALS

BHAGYANAGAR FOODS AND BEVERAGES 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 30TH MARCH, 2010 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. CONFIRMATON OF THE MINUTES OF THE PREVIOUS BOARD MEETING:

The signed minutes of the previous meeting of the Board of directors held on 21st December, 2009 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. VOTE OF THANKS:

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

Date : 30.03.2010
Place : Secunderabad

CHAIRMAN

CHAIRMAN'S INITIALS

CHAIRMAN'S INITIALS

BHAGYANAGAR FOODS AND BEVERAGES 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 JUNE, 2010 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. CONFIRMATON OF THE MINUTES OF THE PREVIOUS BOARD MEETING:

The signed minutes of the previous meeting of the Board of directors held on 30th March, 2010 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 : 01.06.2010
Place : Secunderabad

CHAIRMAN

CHAIRMAN'S INITIALS

CHAIRMAN'S INITIALS

BHAGYANAGAR FOODS AND BEVERAGES 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 2ND SEPTEMBER, 2010 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. CONFIRMATON OF THE MINUTES OF THE PREVIOUS BOARD MEETING:

The signed minutes of the previous meeting of the Board of directors held on 1st June, 2010 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 2010-11.

04. APPROVAL OF ANNUAL ACCOUNTS AND AUDITED FINANCIAL RESULTS OF THE COMPANY FOR THE YEAR ENDED 31ST MARCH 2010:

The Chairman placed the Profit and Loss Account of the Company for the year ended 31st March 2010 and Balance Sheet as on 31st March 2010 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 2010 and the Profit and Loss Account for the Period ended 31st March 2010 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."

CHAIRMAN'S INITIALS

05. VOTE OF THANKS:

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

Date : 02.09.2010
Place : Secunderabad

CHAIRMAN

BHAGYANAGAR FOODS AND BEVERAGES 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 28TH DECEMBER, 2010 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. CONFIRMATON OF THE MINUTES OF THE PREVIOUS BOARD MEETING:

The signed minutes of the previous meeting of the Board of directors held on 2nd September, 2010 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 : 28.12.2010
Place : Secunderabad

CHAIRMAN

CHAIRMAN'S INITIALS

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CHAIRMAN'S INITIALS

decided by the Board of Directors in consultation with the Auditors."

09. OPENING OF BANK A/C WITH HDFC BANK LIMITED, HYDERABAD:

The Chairman informed the Board that it is required to open a Bank Account for the Company. The Board after some discussion passed the following resolution:

"**RESOLVED THAT** a Bank Account be opened by the Company with HDFC Bank Limited, Hyderabad in the name and style of "BHAGYANAGAR FOODS AND BEVERAGES LIMITED" and that the said account be operated severally by Shri Devendra Surana, Director of the Company and that the said Bank be and is hereby requested to honour Cheques, Bills of Exchange and Promissory Notes drawn, accepted or made by the said Director, and to act on any instructions so given relating to the account, whether the same be overdrawn or not or relating to the transactions of the Company ."

1[illegible] ..TING OF SHARE CERTIFICATES:

..men Share certificate was placed before the Board. The Board approved the Share e of the Company and authorised Shri Devendra Surana, Director of the Company to get tificates printed as per the specimen approved by the Board.

..OOKS AND REGISTERS:

..e Board authorised Shri. Devendra Surana to purchase the necessary Books, Records, Registers and other necessary stationery for the Company's business.

12. ALLOTMENT OF SHARES TO THE SIGNATORIES OF THE MEMORANDUM"

The Chairman informed the members of the Board that the signatories to the memorandum having paid the share application money, be allotted the shares agreed to be taken by them. The Board after due deliberations resolved as under:

"**RESOLVED THAT** the signatories to the Memorandum of Association of the Company be and are hereby allotted 50000 equity shares of Rs.10/-each, as detailed below:

S No.	Name of the Subscriber	No. of Shares
.	M/s. Bhagyanagar India Limited	49940
	Shri G.M. Surana	10
	Shri Narender Surana	10
	Shri Devendra Surana	10
	Shri Sunita Surana	10
6.	Shri Namrata Surana	10
7.	Shri Manish Surana	10
	Total number of Shares	**50000**

RESOLVED FURTHER THAT the Share certificates of the Company be issued to the respective members as stated above under the Common Seal of the Company to be affixed in presence of any two Directors and the authorised person who shall also sign the Share Certificates".

CHAIRMAN'S INITIALS

13. PRELIMINARY EXPENSES:

A Statement of Preliminary expenses incurred/ to be incurred by M/s Bhagyanagar Foods and Beverages Limited was placed on the table and was approved by the Board by passing the following resolution:

"**RESOLVED THAT** the preliminary expenses amounting to Rs. 1,08,000/- (Rupees One Lakh Eight Thousand only) incurred/to be incurred by M/s Bhagyanagar Foods and Beverages Limited in connection with the incorporation of the Company, as per the statement submitted to this meeting, be and are hereby ratified.

14. FILING OF STATUTORY FORMS:

Shri Devendra Surana, Director of the Company was directed to file with the appropriate authorities statutory forms and documents within stipulated time under the Companies Act 1956 and to make necessary entries there on.

15. APPLICATION FOR PAN:

The Chairman informed the Board that the Company is required to make an application for obtaining Permanent Account Number (PAN) with Income Tax Authority. In this connection the Board after a brief discussion passed the following resolution:

"**RESOLVED THAT** the Company do make an application to Income Tax Authority for obtaining Permanent Account Number and that Shri Lakshman Raju or Shri Devendra Surana, Directors of the Company be and are hereby severally authorised to sign the application Form and such other documents as may be required in this connection."

RESOLVED FURTHER THAT a certified true copy of the above resolution, signed by any of the Directors of the Company, be furnished to the appropriate authorities for they being acted upon"

16. AUTHORISATION TO BORROW MONEYS OTHERWISE THAN BY DEBENTURES UNDER SECTION 292(1)(e):

The Chairman informed the Board that to meet the financial requirements of the Company, it is required to borrow money by the Company from various sources such as Bankers, Financial Institutions, other Corporate Bodies etc., from time to time. The Board after brief discussions passed the following resolution:

"**RESOLVED THAT** the Company do hereby borrow money otherwise than on debentures from time to time, as and when required, any sum or sums of money on such security and on such terms and conditions as the Board may deem fit.

FURTHER RESOLVED THAT Shri Devendra Surana, Director of the Company is authorised to borrow such sum or sums of money from time to time as and when required by the Company, negotiate and finalize the terms and conditions of borrowing and to do all such acts and things as may be necessary in connection there with and ancillary and incidental thereto."

CHAIRMAN'S INITIALS

MSurana

BHAGYANAGAR FOODS AND BEVERAGES 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 15TH 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. CONFIRMATON 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 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. VOTE OF THANKS:

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

Date : 15.03.2011
Place : Secunderabad

CHAIRMAN

CHAIRMAN'S INITIALS

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CHAIRMAN'S INITIALS

BHAGYANAGAR FOODS AND BEVERAGES 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. CONFIRMATON OF THE MINUTES OF THE PREVIOUS BOARD MEETING:

The signed minutes of the previous meeting of the Board of directors held on 15th 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

BHAGYANAGAR FOODS AND BEVERAGES 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. CONFIRMATON 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

CHAIRMAN'S INITIALS

BHAGYANAGAR FOODS AND BEVERAGES 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. CONFIRMATON 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. 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

MINUTES BOOK

CHAIRMAN'S INITIALS

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 WEDNESDAY, THE 14TH MARCH, 2012 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. CONFIRMATON OF THE MINUTES OF THE PREVIOUS BOARD MEETING:

The signed minutes of the previous meeting of the Board of directors held on 3rd December, 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. VOTE OF THANKS:

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

Date : 14.03.2012
Place : Secunderabad

CHAIRMAN

CHAIRMAN'S INITIALS

CHAIRMAN'S INITIALS

BHAGYANAGAR FOODS AND BEVERAGES 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 MONDAY, THE 28TH MAY, 2012 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. CONFIRMATON OF THE MINUTES OF THE PREVIOUS BOARD MEETING:

The signed minutes of the previous meeting of the Board of directors held on 14th March, 2012 as circulated among the Directors, were approved by the board and confirmed by the Chairman.

03. TAKE NOTE OF RESIGNATION OF SHRI G.M. SURANA, AS DIRECTOR OF THE COMPANY:

The Chairman, placed before the Board, the resignation letter dated 28th May, 2012 received from Shri G.M.Surana as director from the Board of the Company. The Board thereafter, passed the following resolution:

"**RESOLVED THAT** the resignation of Shri G.M. Surana, director of the Company be and is hereby accepted with effect from 28th May, 2012.

RESOLVED FURTHER THAT Shri Devendra Surana, Director of the Company be and is hereby authorized to file Form 32 with the Registrar of Companies, Andhra Pradesh in accordance with the provisions of Companies Act, 1956 by applying his digital signature thereto."

04. VOTE OF THANKS:

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

Date : 28.05.2012
Place : Secunderabad

CHAIRMAN

CHAIRMAN'S INITIALS

CHAIRMAN'S INITIALS

BHAGYANAGAR FOODS AND BEVERAGES 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 10TH JULY, 2012 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

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. CONFIRMATON OF THE MINUTES OF THE PREVIOUS BOARD MEETING:

The signed minutes of the previous meeting of the Board of directors held on 28th May, 2012 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 2012-13.

04. APPROVAL OF ANNUAL ACCOUNTS AND AUDITED FINANCIAL RESULTS OF THE COMPANY FOR THE YEAR ENDED 31ST MARCH 2012:

The Chairman placed the Profit and Loss Account of the Company for the year ended 31st March 2012 and Balance Sheet as on 31st March 2012 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 2012 and the Profit and Loss Account for the Period ended 31st March 2012 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 : 10.07.2012
Place : Secunderabad

CHAIRMAN

CHAIRMAN'S INITIALS

CHAIRMAN'S INITIALS

BHAGYANAGAR FOODS AND BEVERAGES 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 SUNDAY, THE 04TH NOVEMBER, 2012 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

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. CONFIRMATON OF THE MINUTES OF THE PREVIOUS BOARD MEETING:

The signed minutes of the previous meeting of the Board of directors held on 10th July, 2012 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 : 04.11.2012
Place : Secunderabad

CHAIRMAN

CHAIRMAN'S INITIALS

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CHAIRMAN'S INITIALS

BHAGYANAGAR FOODS AND BEVERAGES 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 MONDAY, THE 25TH MARCH, 2013 AT 11.00 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

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. CONFIRMATON OF THE MINUTES OF THE PREVIOUS BOARD MEETING:

The signed minutes of the previous meeting of the Board of directors held on 04th November, 2012 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. 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.

05. VOTE OF THANKS:

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

Date : 25.03.2013
Place : Secunderabad

CHAIRMAN

CHAIRMAN'S INITIALS

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CHAIRMAN'S INITIALS

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 PRIVATE LIMITED HELD ON TUESDAY, THE 16TH APRIL, 2013 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

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. CONFIRMATON OF THE MINUTES OF THE PREVIOUS BOARD MEETING:

The signed minutes of the previous meeting of the Board of directors held on 25th March, 2013 as circulated among the Directors, were approved by the board and confirmed by the Chairman.

03. APPROVAL OF ANNUAL ACCOUNTS AND AUDITED FINANCIAL RESULTS OF THE COMPANY FOR THE YEAR ENDED 31ST MARCH 2013:

The Profit and Loss Account of the Company for the year ended 31st March 2013 and Balance Sheet as on 31st March 2013 and other relevant Annexures & Notes were placed before the Board. The Board noted the same and after due deliberations passed the following Resolution:

"**RESOLVED THAT** the Balance Sheet as at 31st March 2013 and the Profit and Loss Account for the Period ended 31st March 2013 be and are hereby approved."

"**RESOLVED FURTHER THAT** Shri Devendra Surana and Shri Manish Surana, Directors of the Company be and are hereby severally authorised to sign the same on behalf of the Board and forward to the Auditors for their Report thereon."

"**RESOLVED FURTHER THAT** Shri Devendra Surana and Shri Manish Surana, Directors of the Company be and are hereby severally authorized to file Forms 23AC, 23ACA and 20B with the Registrar of Companies, Andhra Pradesh, Hyderabad and apply their digital signature thereto."

05. APPROVAL OF DIRECTORS REPORT:

The Annual accounts, duly signed by the Auditors, and their report on the Accounts were laid on the table. The Directors' report for the year ended 31st March, 2013 was thereafter placed before the Board for its consideration. The Board, after due deliberation, passed the following resolution:

CHAIRMAN'S INITIALS

"RESOLVED THAT the Directors' report, placed before the meeting be and is hereby approved."

"RESOLVED FURTHER THAT Shri Narender Surana, Chairman of the Company be and is hereby authorized to sign the Directors' report on behalf of the Board of Directors, in accordance with Section 217(4) of the Companies Act, 1956."

06. 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 2013-14.

07. APPROVAL OF NOTICE TO CONVENE THE 6TH ANNUAL GENERAL MEETING OF THE COMPANY:

The matter relating to convening and holding of the Annual General Meeting of the members of the Company, was considered by the Board, and after due deliberations, it was resolved as under:

"RESOLVED THAT the 6th Annual General Meeting of the members of the Company, be held on Monday the 03rd day of June, 2013 at 10.00 A.M. at the Registered Office of the Company at 5th Floor, Surya Towers, S.P. Road, Secunderabad – 500 003."

"RESOLVED FURTHER THAT the draft notice for the Annual General Meeting, tabled at the meeting, be and is hereby approved and Shri Devendra Surana, Director of the Company, be and is hereby authorized to sign the same on behalf of the Board."

05 .VOTE OF THANKS:

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

Date : 16.04.2013
Place : Secunderabad

CHAIRMAN

CHAIRMAN'S INITIALS

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 PRIVATE LIMITED HELD ON THURSDAY, THE 11TH JULY, 2013 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

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. CONFIRMATON OF THE MINUTES OF THE PREVIOUS BOARD MEETING:

The signed minutes of the previous meeting of the Board of directors held on 16th April, 2013 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: 11.07.2013
Place: Secunderabad

CHAIRMAN

CHAIRMAN'S INITIALS

MINUTES BOOK

CHAIRMAN'S INITIALS

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 5TH SEPTEMBER, 2013 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

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. CONFIRMATON OF THE MINUTES OF THE PREVIOUS BOARD MEETING:

The signed minutes of the previous meeting of the Board of directors held on 11th July, 2013 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: 05.09.2013
Place: Secunderabad

CHAIRMAN

CHAIRMAN'S INITIALS

MINUTES BOOK

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 24TH DECEMBER, 2013 AT 11.30 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

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. CONFIRMATON OF THE MINUTES OF THE PREVIOUS BOARD MEETING:

The signed minutes of the previous meeting of the Board of directors held on 5th September, 2013 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: 24.12.2013
Place: Secunderabad

CHAIRMAN

CHAIRMAN'S INITIALS

MINUTES BOOK

CHAIRMAN'S INITIALS

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 FRIDAY, THE 25TH JANUARY, 2014 AT 03.30 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

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. CONFIRMATON OF THE MINUTES OF THE PREVIOUS BOARD MEETING:

The signed minutes of the previous meeting of the Board of directors held on 24th December, 2013 as circulated among the Directors, were approved by the board and confirmed by the Chairman.

03. APPOINTMENT OF SHRI. SANJAY KUMAR SANGHI AS ADDITIONAL DIRECTOR:

Shri Manish Surana, Chairman informed the Board that it is proposed to induct Shri Sanjay Kumar Sanghi as an Additional Director of the Company. The Board after brief discussion passed the following resolution:

"**RESOLVED THAT** pursuant to the provisions Section 161 of the Companies Act, 2013 and other applicable provisions of the Companies Act, Shri. Sanjay Kumar Sanghi, be and is hereby appointed as Additional Director on the Board of the Company with immediate effect and to hold office till the conclusion of the next Annual General Meeting of the Company."

"**RESOLVED FURTHER THAT** Shri Manish Surana, Director of the Company be and is hereby authorised to file Form 32 with the Registrar of Companies, Andhra Pradesh in accordance with the provisions of Companies Act by applying his digital signature thereto."

04. ACCEPTANCE OF RESIGNATION OF SHRI DEVENDRA SURANA FROM THE OFFICE OF DIRECTORSHIP:

The Chairman, placed before the Board, the resignation letter dated 25th January, 2014 received from Shri Devendra Surana as director from the Board of the Company. The Board thereafter, passed the following resolution:

"**RESOLVED THAT** the Board of the Directors of the Company do hereby accept the resignation tendered by Shri Devendra Surana, Director of the Company from the office of director with immediate effect."

CHAIRMAN'S INITIALS

RESOLVED FURTHER THAT Shri Manish Surana, Director of the Company be and is hereby authorized to file Form 32 with the Registrar of Companies, Andhra Pradesh in accordance with the provisions of Companies Act, 1956 by applying his digital signature thereto."

05. VOTE OF THANKS

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

Date : 25.01.2014
Place : Secunderabad

CHAIRMAN

CHAIRMAN'S INITIALS

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 1ST MARCH, 2014 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 SANJAY KUMAR SANGHI - 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. CONFIRMATON OF THE MINUTES OF THE PREVIOUS BOARD MEETING:

The signed minutes of the previous meeting of the Board of directors held on 25th January, 2014 as circulated among the Directors, were approved by the board and confirmed by the Chairman.

03. OPENING OF CURRENT ACCOUNT WITH YES BANK LIMITED:

The Board was informed that YES Bank Limited ("Bank") has agreed to provide advisory services in connection with Advisory services for Submission of Solar Based Cold Chain Project under NMFP scheme of 2014on such terms and conditions, as stipulated by the Bank from time to time.

RESOLVED THAT Shri. Narender Surana, Authorised Signatory and Shri. Manish Surana, Director of the Company be and are hereby jointly /severally authorized to negotiate, approve and convey the acceptance of the terms and conditions of the engagement letter to the Bank on behalf of the Company.

FURTHER RESOLVED THAT Shri. Narender Surana. Authorised Signatory and Shri. Manish Surana Director, of the Company be and are hereby jointly /severally authorized to deal, negotiate, sign and/or execute all other documents, agreements, deeds, declaration, undertakings, indemnities and writings with the Bank for availing the advisory services of the Bank in any form and in any nature whatsoever, as stipulated by the Bank from time to time.

FURTHER RESOLVED THAT the common seal of the Company be affixed on such documents as may be necessary in the presence of Shri. Manish Surana.

FURTHER RESOLVED THAT that the authorizations hereunder shall supersede and override any earlier authorizations of the Board.

FURTHER RESOLVED THAT the copies of the foregoing resolutions certified to be true copies by Shri. Manish Surana, Director of the Company be furnished to Bank and they be requested to act thereon.

CHAIRMAN'S INITIALS

The Board adopted the following resolution:-

1. That current accounts be opened with Yes Bank Limited at the respective Branches.
2. That the following persons be and is hereby singly/ jointly authorized to open, operate and dose the above current account:

S. NO	Applicant Name	Designation
1.	Manish Surana	Director
2.	Narender Surana	Authorised Signatory

Authorisation Matrix

Transaction Amount	Total Number of Signatories	A1	A2	A3	A4	A5	A6
Unlimited	2	Manish Surana	Narender Surana				

3. That above mentioned applicant be and is hereby authorized, on behalf of the Company, to sign, execute and deliver in the manner herein contained cheques or orders which *may* be drawn or bills accepted or notes made or receipts for monies owing by the Bank to the Company duly signed on behalf of the said Company in respect of the operations of the account and for all cheques, or other orders, which *may* be drawn or bills accepted or notes or negotiable instruments passed on the Company behalf of receipts for money owing by you to the Company and to debit such cheques, orders, bills, notes or negotiable Instruments to the Company's account with you whether such accounts or accounts be for the time being in credit or overdrawn or *may* become overdrawn of such debit without prejudice to the Bank's right to refuse to allow any overdraft or *any* increase of overdraft and We shall be responsible for the repayment of any such overdraft and interest.

4. That the Company do hereby apply to YES BANK Ltd for Net Banking/ Mobile Banking/ Debit Card facility.

5. That the persons authorized to operate the Company Bank account numbers opened with Yes Bank Ltd., as mentioned above are hereby authorized by this Board resolution to operate and access the Bank Account as per the authorization matrix above and to *carry* out banking operations through Internet. The extent of and the manner in which the facilities can be availed by *way* of Internet including the ability to transfer and/ or withdrawal (including cash withdrawals), if *any*, and the availability of information relating to the transactions and the balances in the Bank Account and the limits thereof, including the charges and the conditions thereof, shall be as *may* be prescribed/ permitted by the Bank from time to time.

6. That the Bank is hereby authorized to mail / courier the User ID and Password to attention of the above mentioned authorized persons or to such persons as directed by the said authorized persons, at the address of the Company recorded with the Bank and that the Company acknowledges, agrees and confirms that the onus of keeping the User ID and Password for usage of Net Banking / Mobile Banking / Debit Card, confidential and limited to the persons authorized by the Company is entirely of the Company.

CHAIRMAN'S INITIALS

7. That the Company hereby, places the "Terms and Conditions and Rules for the Services", as prescribed by the Bank for the Net Banking/Mobile Banking/ Debit Card facility, as currently applicable, on record and confirms Its acceptance of the same and that any of the persons be and is hereby authorized to singly, sign or execute the application for availing the Services and the Terms and Conditions and Rules for the Services.

ALSO FURTHER RESOLVED that a copy of the above resolution certified by the Director be forwarded to bank.

04. VOTE OF THANKS:

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

Date : 01.03.2014
Place : Secunderabad

CHAIRMAN

CHAIRMAN'S INITIALS

CHAIRMAN'S INITIALS

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 THURADAY, THE 10TH JULY, 2014 AT 09.30 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 SANJAY KUMAR SANGHI - 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. CONFIRMATON OF THE MINUTES OF THE PREVIOUS BOARD MEETING:

The signed minutes of the previous meeting of the Board of directors held on 30th May, 2014 as circulated among the Directors, were approved by the board and confirmed by the Chairman.

03. CLOSURE OF CURRENT ACCOUNT HELD WITH YES BANK:

The Chairman informed the board that it requires to close the account maintained by the Company with Yes Bank, Somajiguda Branch, Hyderabad. After brief discussion the board passed the following:

"**RESOLVED THAT** the existing current account No. 000681300002900, held by the Company with Yes Bank, Somajiguda Branch, Hyderabad in the name and style of M/s BHAGYANAGAR FOODS AND BEVERAGES PRIVATE LIMITED, be and is hereby closed and that that Shri Narender Surana, or Shri Devendra Surana, Directors of the Company be and are hereby authorised to take such steps and may be required in connection with closing of the said Current Account.

RESOLVED FURTHER THAT the aforesaid Bank be and is hereby requested to act on the instruction of the above mentioned Director in connection with the closing of the said Current Account."

04. APPROVAL OF ANNUAL ACCOUNTS AND AUDITED FINANCIAL RESULTS OF THE COMPANY FOR THE YEAR ENDED 31ST MARCH 2014:

The Statement of Profit and Loss Account along with Cash Flow Statement of the Company for the year ended 31st March 2014 and Balance Sheet as on 31st March 2014 and other relevant Annexure & Notes were placed before the Board. The Board noted the same and after due deliberations passed the following Resolution:

"**RESOLVED THAT** the Balance Sheet as at 31st March 2014 and the Statement of Profit and Loss Account along with Cash Flow Statement for the Period ended 31st March 2014 be and are hereby approved.

CHAIRMAN'S INITIALS

"RESOLVED FURTHER THAT Shri Manish Surana and Shri Sanjay Kumar Sanghi, Directors of the Company be and are hereby authorised to sign the same on behalf of the Board and forward to the Auditors for their Report thereon."

"RESOLVED FURTHER THAT Shri Manish Surana and Shri Sanjay Kumar Sanghi, Directors of the Company be and are hereby severally authorized to file Forms MGT-14, Forms 23AC, 23ACA, Form 20B and with the Registrar of Companies, and apply digital signature on behalf of the Company."

05. APPROVAL OF DIRECTORS REPORT:

The Annual accounts, duly signed by the Auditors, and their report on the Accounts were laid on the table. The Directors' report for the year ended 31st March, 2014 was thereafter placed before the Board for its consideration. The Board, after due deliberation, passed the following resolution:

"RESOLVED THAT the Directors' report, placed before the meeting be and is hereby approved.

"RESOLVED FURTHER THAT Shri Manish Surana, Chairman of the meeting be and is hereby, authorized to sign the Directors' report on behalf of the Board of Directors, in accordance with the provision of the Companies Act."

06. VOTE OF THANKS:

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

Date : 10.07.2014
Place : Secunderabad

CHAIRMAN

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 ON 02ND SEPTEMBER, 2014 AT 09.30 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 SANJAY KUMAR SANGHI - 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. CONFIRMATON OF THE MINUTES OF THE PREVIOUS BOARD MEETING:

The signed minutes of the previous meeting of the Board of directors held on 10th July, 2014 as circulated among the Directors, were approved by the board and confirmed by the Chairman.

03. TO CONSIDER THE APPOINTMENT OF STATUTORY AUDITORS:

The Board of Directors of the Company have recommended for appointment of M/s. Sekhar and Suresh, Chartered Accountants as the Statutory Auditors of the Company for the year 2014-15.

04. TO APPOINT SHRI. SANJAY KUMAR SANGHI AS DIRECTOR OF THE COMPANY:

The Chairman recalled the Board regarding the appointment of Shri. Sanjay Kumar Sanghi as Additional Director of the Company w.e.f 25.01.2014. In terms of the provision of the Companies Act, 2013, Shri. Sanjay Kumar Sanghi would hold office upto the date of the ensuing Annual General Meeting. The Board approved the proposed resolution for approval of members at the ensuing Annual General Meeting and passed the following resolution:

The Board after due deliberation passed the following resolution

"**RESOLVED THAT** pursuant to the provisions of Section 149, 152, 161 and any other applicable provisions of the Companies Act, 2013 and Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) made there under read with Schedule IV to the Act, Shri Sanjay Kumar Sanghi, who was appointed as an Additional Director of the Company by the Board of Directors w.e.f. 25.01.2014 and who holds office up to the date of this Annual General meeting and in respect of whom the Company has received a notice in writing from a member proposing the candidature of Shri Sanjay Kumar Sanghi for the office of the Director of the Company, be and is hereby appointed as Director."

CHAIRMAN'S INITIALS

05. TO AUTHORIZE THE BOARD TO BORROW MONEY IN EXCESS OF PAID-UP CAPITAL AND FREE RESERVES UNDER SECTION 180 (1)(c) OF COMPANIES ACT, 2013:

The Board of Directors of the Company wishes to borrow money for working capital purpose over and above the aggregate of paid up share capital and free reserves of the Company, provided that the total amount of such borrowings together with the amounts already borrowed and outstanding at any point of time shall not be in excess of Rs. 50 Lakhs (Rupees Fifty Lakhs Only). The Board approved the proposed resolution for approval of members at the ensuing Annual General Meeting and passed the following resolution:

"**RESOLVED THAT** pursuant to Section 180(1) (c) and any other applicable provisions of the Companies Act, 2013 and the rules made there under (including any statutory modification(s) or re-enactment thereof for the time being in force), and subject to the approval of the members the Company, the Board may be and hereby authorized to borrow from time to time as they may think fit, any sum or sums of money on such terms and conditions as the Board may deem fit, to borrow moneys in excess of the aggregate of the paid up share capital and free reserves of the Company, provided that the total amount borrowed and outstanding at any point of time, apart from temporary loans obtained/to be obtained from the Company's Bankers in the ordinary course of business, shall not be in excess of Rs. 50 Lakhs (Rupees Fifty Lakhs) over and above the aggregate of the paid up share capital and free reserves of the Company."

06. APPROVAL OF NOTICE TO CONVENE THE 7TH ANNUAL GENERAL MEETING OF THE COMPANY:

The matter relating to convening and holding of the Annual General Meeting of the members of the Company, was considered by the Board, and after due deliberations, it was resolved as under:

"**RESOLVED THAT** the 7th Annual General Meeting of the members of the Company, be held on Saturday the 27th day of September, 2014 at 12.30 P.M. at the Registered Office of the Company at 5th Floor, Surya Towers, S.P. Road, Secunderabad – 500 003."

"**RESOLVED FURTHER THAT** the draft notice for the Annual General Meeting, tabled at the meeting, be and is hereby approved and Shri Manish Surana, Director of the Company, be and is hereby authorized to sign the same on behalf of the Board."

07. VOTE OF THANKS:

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

Date : 02.09.2014
Place : Secunderabad

CHAIRMAN

CHAIRMAN'S INITIALS

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 WEDNESDAY, THE 17TH DECEMBER, 2014 AT 11.30 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 SANJAY KUMAR SANGHI - 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. CONFIRMATON OF THE MINUTES OF THE PREVIOUS BOARD MEETING:

The signed minutes of the previous meeting of the Board of directors held on 02nd September, 2014 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: 17.12.2014
Place: Secunderabad

CHAIRMAN

CHAIRMAN'S INITIALS

CHAIRMAN'S INITIALS

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 WEDNESDAY ON 18TH MARCH, 2015 AT 11.00 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 SANJAY KUMAR SANGHI - 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. CONFIRMATON OF THE MINUTES OF THE PREVIOUS BOARD MEETING:

The signed minutes of the previous meeting of the Board of directors held on 17th December, 2014 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 : 18.03.2015
Place : Secunderabad

CHAIRMAN

CHAIRMAN'S INITIALS

CHAIRMAN'S INITIALS

BHAGYANAGAR FOODS AND BEVERAGES PRIVATE LIMITED
REG3D. 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 FRIDAY ON 24TH APRIL, 2015 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 SANJAY KUMAR SANGHI - 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. CONFIRMATON OF THE MINUTES OF THE PREVIOUS BOARD MEETING:

The signed minutes of the previous meeting of the Board of directors held on 18th March, 2015 as circulated among the Directors, were approved by the board and confirmed by the Chairman.

03. TAKE NOTE OF DISCLOSURE OF INTEREST BY DIRECTORS:

The Chairman placed before the Board the Disclosure of Interest received from all the Directors. The Board had briefed discussion and passed the following resolution

"**RESOLVED THAT** pursuant to the provisions of Section 184 (1) of the Companies Act 2013, read with rule 9 of the Companies (Meetings of Board and its Powers) Rules, 2014, the disclosure of interest received from all the Directors of the Company as placed before the Board, be and is hereby taken on record.

04. VOTE OF THANKS:

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

Date: 24.04.2015
Place: Secunderabad

CHAIRMAN

CHAIRMAN'S INITIALS

MINUTES BOOK

CHAIRMAN'S INITIALS

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 ON 14TH JULY, 2015 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 SANJAY KUMAR SANGHI - 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. CONFIRMATON OF THE MINUTES OF THE PREVIOUS BOARD MEETING:

The signed minutes of the previous meeting of the Board of directors held on 24th April, 2015 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 : 14.07.2015
Place : Secunderabad

CHAIRMAN

CHAIRMAN'S INITIALS

MINUTES BOOK

CHAIRMAN'S INITIALS

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 WEDNSEDAY ON 02ND SEPTEMBER, 2015 AT 12.00 NOON. 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 SANJAY KUMAR SANGHI - 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. CONFIRMATON OF THE MINUTES OF THE PREVIOUS BOARD MEETING:

The signed minutes of the previous meeting of the Board of directors held on 14th July, 2015 as circulated among the Directors, were approved by the board and confirmed by the Chairman.

03. APPROVAL OF ANNUAL ACCOUNTS OF THE COMPANY FOR THE YEAR ENDED 31ST MARCH 2015:

The Statement of Profit and Loss along with Clash Flow Statement of the Company for the year ended 31st March 2015 and Balance Sheet as on 31st March 2015 and other relevant Annexures & Notes were placed before the Board. The Board noted the same and after due deliberations passed the following Resolution:

"**RESOLVED THAT** the Balance Sheet as at 31st March 2015 and the Statement of Profit and Loss Account along with Cash Flow Statement for the Period ended 31st March 2015 be and are hereby approved."

"**RESOLVED FURTHER THAT** Shri. Manish Surana and Shri Sanjay Kumar Sanghi, Directors of the Company be and are hereby authorized to Sign the same and forward to the Auditors for their Report thereon."

"**RESOLVED FURTHER THAT** Shri Manish Surana, Director of the Company be and is hereby authorized to file Form MGT 14, Forms AOC-4, MGT-7 and other applicable forms with the Registrar of Companies, Andhra Pradesh and Telangana, Hyderabad and apply digital signature on behalf of the Company."

04. APPROVAL OF DIRECTORS REPORT:

The Annual accounts, duly signed by the Auditors, and their report on the Accounts were laid on the table. The Directors' report for the year ended 31st March, 2015 was thereafter placed before the Board for its consideration. The Board, after due deliberation, passed the following resolution:

CHAIRMAN'S INITIALS

"**RESOLVED THAT** the Directors' report, placed before the meeting be and is hereby approved."

"**RESOLVED FURTHER THAT** Shri Manish Surana, Director/ Chairman of the Company, be and is hereby, authorized to sign the Directors' report on behalf of the Board of Directors, in accordance with Section 134 of the Companies Act, 2013."

05. TO CONSIDER THE APPOINTMENT OF STATUTORY AUDITORS:

The Board of Directors of the Company have recommended for appointment of M/s. DMSR Prakash & Associates, Chartered Accountants as the Statutory Auditors of the Company for a period of 5 Years from conclusion of 8th Annual General Meeting till the conclusion of 13th Annual General Meeting of the company . . The Board considered the matter and thereafter decided that the ratification of the above named Auditors and recommended the following resolution for approval of shareholders at the forthcoming Annual General Meeting.

"**RESOLVED THAT** pursuant to the provisions of Sec 139 and other applicable provisions of the Companies Act, 2013 and the rules framed there under, as amended from time to time, M/s. Sekhar & Suresh., Chartered Accountants, (Registration No. 006155S), be and are hereby appointed as Auditors of the Company, to hold office for a period of 5 (Five) years from the conclusion of 8th Annual General Meeting (AGM) till the conclusion of 13th Annual General Meeting (AGM) of the Company to be held in the year 2020 (subject to ratification of their appointment at every AGM) on such remuneration as shall be fixed by the Board of Directors."

06. ALTERATION OF MEMORANDUM OF ASSOCIATION:

The chairman informed the board that the existing Memorandum of Association are in line with the erstwhile Companies Act 1956, which are thus no longer in full conformity with the Companies Act, 2013 ('New Act'). It is thus expedient to adopt new set of Memorandum of Association without changing the Main Objects as well as Capital Clause in conformity with the requirements of provisions of Companies Act, 2013. The Board approved the proposed resolution for approval of members at the ensuing Annual General Meeting and passed the following resolution:

"**RESOLVED THAT** pursuant to the provisions of Section 4 and 13 of the Companies Act, 2013 (the Act) read with the Companies (Incorporation) Rules, 2014 and all other applicable provisions, if any, of the Act (including any statutory modification(s) or re-enactment thereof for the time being in force) and subject to the approval of the Registrar of Companies and / or any other authority in this behalf, the existing Memorandum of Association of the Company be and is hereby replaced in entirety in conformity with the requirements of provisions of the Companies Act, 2013 as per the draft presented before this meeting and duly initialled by the Chairman for the purpose of identification.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution".

07. ALTERATION OF ARTICLES OF ASSOCIATION:

The Chairman informed the board that the existing Articles of Association ("AoA") is based on the Companies Act,1956 and several regulations in the existing AoA contain reference to specific sections of the Companies Act,1956 and some articles in the existing AoA are no longer in conformity with the Act. With the enactment of the Companies Act, 2013 and substantive

CHAIRMAN'S INITIALS

sections of the Act which deal with the general working of the Companies stand notified, several regulations in the existing AoA of the company require alteration and/or deletion. The Board approved the proposed resolution for approval of members at the ensuing Annual General Meeting and passed the following resolution:

"RESOLVED THAT pursuant to the provisions of Section 14 and all other applicable provisions, if any, of the Companies Act, 2013 read with Companies (Incorporation) Rules, 2014 (including any statutory modification(s) or re-enactment thereof, for the time being in force), the existing Articles of Association of the company be and is hereby replaced with the new set of Articles of Association and the said new Articles of Association be and is hereby approved and adopted as the Articles of Association of the company in place of, in substitution and to the entire exclusion of the existing Articles of Association of the company.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution".

08. TO CONVENE THE 8TH ANNUAL GENERAL MEETING OF THE COMPANY:

The matter relating to convening and holding of the 8th Annual General Meeting of the members of the Company, was considered by the Board, and after due deliberations, it was resolved as under:

"RESOLVED THAT the 8th Annual General Meeting of the members of the Company will be held on Tuesday, 29th day of September, 2015 at 12.30 P.M at the Registered Office of the Company at 5th Floor, Surya Tower, S.P. Road, Secunderabad – 500 003."

"RESOLVED FURTHER THAT the draft notice for the 8th Annual General Meeting, tabled at the meeting, be and is hereby approved and Shri Manish Surana, Director of the Company, be and is hereby authorized to sign the same on behalf of the Board."

09. VOTE OF THANKS:

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

Date : 02.09.2015
Place : Secunderabad

CHAIRMAN

CHAIRMAN'S INITIALS

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 ON 29TH DECEMBER, 2015 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 SANJAY KUMAR SANGHI - 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. CONFIRMATON OF THE MINUTES OF THE PREVIOUS BOARD MEETING:

The signed minutes of the previous meeting of the Board of directors held on 02nd September, 2015 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 : 29.12.2015
Place : Secunderabad

CHAIRMAN

CHAIRMAN'S INITIALS

CHAIRMAN'S INITIALS

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 MONDAY ON 21ST MARCH, 2016 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 SANJAY KUMAR SANGHI - 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. CONFIRMATON OF THE MINUTES OF THE PREVIOUS BOARD MEETING:

The signed minutes of the previous meeting of the Board of directors held on 29th December, 2015 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 : 21.03.2016
Place : Secunderabad

CHAIRMAN

CHAIRMAN'S INITIALS

CHAIRMAN'S INITIALS

BHAGYANAGAR FOODS AND BEVERAGES PRIVATE LIMITED
REGD. OFFICE: 5TH FLOOR, SURYA TOWERS,
S.P. ROAD, SECUNDERABAD - 500 003

MINUTES OF THE (1. OF 2016-17) MEETING OF THE BOARD OF DIRECTORS OF BHAGYANAGAR FOODS AND BEVERAGES LIMITED HELD ON MONDAY ON 04th APRIL, 2016 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 SANJAY KUMAR SANGHI	- 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. CONFIRMATON OF THE MINUTES OF THE PREVIOUS BOARD MEETING:

The signed minutes of the previous meeting of the Board of directors held on 21st March, 2016 as circulated among the Directors, were approved by the board and confirmed by the Chairman.

03. TAKE NOTE OF DISCLOSURE OF INTEREST BY DIRECTORS:

The Chairman informed the Board that as per section 184 (1) read with rule 9 of Companies (Meetings of Board and its Powers) Rules, 2014 every Director shall disclose his concern or interest in any companies or bodies corporate (including shareholding interest), firms or other association of individuals, by giving a notice in writing in Form MBP 1. Then the Chairman placed before the Board, the Disclosure of Interest received from all the Directors. The Board had briefed discussion and passed the following resolution

"**RESOLVED THAT** pursuant to the provisions of Section 184 (1) of the Companies Act 2013, read with rule 9 of the Companies (Meetings of Board and its Powers) Rules, 2014, the disclosure of interest received from all the Directors of the Company as placed before the Board, be and is hereby taken on record.

04. CHANGE IN NAME OF THE COMPANY:

The company intends to diversify the business and for the same purpose intends to change the name of the company which requires the approval of the Board of Directors. The Board after discussion passed the following resolution

"**RESOLVED THAT** pursuant to the provisions of Section 13 and other applicable provisions of the Companies Act, 2013, and subject to the approval of the Central Government, the existing name of the company be changed from BHAGYANAGAR FOODS AND BEVERAGES PRIVATE LIMITED to CRESCENTIA LABS PRIVATE LIMITED or such other name as may be made available by the Registrar of Companies and agreed upon by the Board of Directors of the Company.

CHAIRMAN'S INITIALS

RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, Shri. Manish Surana or Shri Sanjay Kumar Sanghi, Directors of the Company be and are hereby severally authorized to make necessary application for obtaining approval to change the name accordingly with the Registrar of Companies.

RESOLVED FURTHER THAT Shri. Manish Surana or Shri Sanjay Kumar Sanghi, Directors of the Company be and are hereby severally authorised, on behalf of the Company, to do all acts, deeds, matters and things as deem necessary, proper or desirable and to sign and execute all necessary documents, applications and returns for the purpose of giving effect to the aforesaid resolution along with filing of necessary E-form as return of change of name with the Registrar of Companies."

05. ALTERATION OF MEMORANDUM - CHANGE IN THE MAIN OBJECTS OF THE COMPANY:

The chairman informed the Board that the Company intends to diversify into new business opportunities connected with Pharmacy Sector in order to take advantages and huge opportunities associated with the new business which can be tapped to increase revenue. It is proposed to alter the Main Objects of the Memorandum of Association to enable the company to venture into new areas of said business.

After due deliberation the Board passed the following resolution:

"**RESOLVED THAT** pursuant to the provisions of Section 13 and other applicable provisions if any, of Companies Act, 2013, (including any statutory modifications or re-enactment thereof, for the time being in force), and the rules framed there under, consent of the shareholders of the Company be and is hereby accorded, subject to the approval of the Registrar of Companies, Andhra Pradesh and Telangana, the Memorandum of Association of the Company be and is hereby altered by substituting and replacing Clause III(A) as set out below under the head "MAIN OBJECTS":

1. *To carry on the business as manufacturer, producer, maker, inventors, refiners, converters, importer, exporter, traders, buyers, sellers, whole sellers, suppliers, indenters, distributors, consignors, jobbers, brokers, concessioners or otherwise deal in all kinds of to carry on the business of manufacturing and marketing of all specialty fine chemicals, Aroma Chemicals, Drug Intermediates, APIs and Pharmaceutical Formulations used in Medical, Hospitals, pharmaceuticals, agricultural, health care, food and beverages and cosmetics, rubber & tyre, industrial Agro oils, from petro-based chemicals for the cleaner production technologies.*

2. *To carry on bio-based renewable raw materials to industrial Bio-tech products, such as from corn cobs, furfural, pine oil & Alpha Pinene Products all derivatives cellulose, vegetable oil of soya bean, castor oils, palm kernel oils, Cashew nut shell oil, coconut oils, palm oils, neem oils etc. to produce specialty synthetic chemicals and fragrances & flavors, aroma chemicals for agrochemicals, cosmetics, soaps, detergents, perfume, flavours & fragrances, creams, lotions, pastes, food and pharmaceutical and beverages and health care products*

3. *To carry on the business of manufactures, millers, grinders, rollers, processors, cold store, canners and preserves and dealers. Manufacturing of all vegetable oil derivatives and biochemicals and products of such from coconut oil, castor oil, palm kernel oil, soya*

CHAIRMAN'S INITIALS

bean oil etc and to produce, olechemicals, esters and amides, emulsifiers and specialty chemicals and industrial applications, pest control (or) pesticides & Agro chemicals of bio based & petro-based products, synthetic chemicals, fragrances and flavors to the feed of animal / poultry / aquatic health care.

4. *To carry on the business of Research & Development (R & D) to conduct test, certify the products and all inputs for the process development, process modify in the laboratory for the development of industrial Bio-tech products and speciality chemicals use to produce Agri products such as powders, pastes & lotions from Agriculture produce such as tomatoes, chillies, turmeric etc and Petro-based fine chemicals eco-friendly synthetic fragrances and flavors, products for food & beverages pharmaceuticals and health care of animal / poultry / aquatic / air purifiers.*

FURTHER RESOLVED THAT for the purpose of giving effect to this resolution, the Board of Directors of the Company be and is hereby authorised, on behalf of the Company, to do all acts, deeds, matters and things as deem necessary, proper or desirable and to sign and execute all necessary documents, applications and returns for the purpose of giving effect to the aforesaid resolution along with filing of necessary e-form as return of appointment with the Registrar of Companies, Andhra Pradesh and Telangana."

06. ALTERATION OF MEMORANDUM - CHANGE IN THE NAME OF THE COMPANY:

The chairman informed the board that the company proposes to change the name from "BHAGYANAGAR FOODS AND BEVERAGES PRIVATE LIMITED" to "CRESCENTIA LABS PRIVATE LIMITED." in consonance with the proposed objects of the Company.

After due deliberation the Board passed the following resolution:

"**RESOLVED THAT** in accordance with Section 13 and 14 and other applicable provisions of Companies Act, 2013, if any and subject to the approval of the Central Government, the name of the Company be changed from "BHAGYANAGAR FOODS AND BEVERAGES PRIVATE LIMITED" to "CRESCENTIA LABS PRIVATE LIMITED."

"**RESOLVED FURTHER THAT** the name "BHAGYANAGAR FOODS AND BEVERAGES PRIVATE LIMITED" wherever it appears in the Memorandum and Articles of Association of the Company be replaced with the "CRESCENTIA LABS PRIVATE LIMITED."

"**RESOLVED FURTHER THAT** for the purposes of giving effect to the above Resolution, the Board of Directors of the Company be and are hereby authorized on behalf of the Company to do all such acts, deeds, matters and things as it may at its discretion deem necessary or desirable for such purpose, including filing of applications and other documents with the concerned Authorities for necessary approvals as it may in its absolute discretion deem fit."

07. NOTICE FOR CALLING OF AN EXTRA-ORDINARY GENERAL MEETING:

The Chairman informed that in connection with the above said resolutions, it is necessary to convene an Extra Ordinary General Meeting of the Company. A draft of the shorter Notice calling an Extra-ordinary General Meeting was also placed before the Board for their perusal. The Board considered the same and following resolution was passed:

CHAIRMAN'S INITIALS

"**RESOLVED THAT** the Extra Ordinary General Meeting of the Company be convened on Monday the 11th day of April, 2016 at 10.30 A.M. at the registered office of the company at 5th Floor, Surya Towers, SP Road, Secunderabad – 500 003 to consider the matter given in the notice as per draft placed before the meeting".

"**RESOLVED FURTHER THAT** draft shorter notice of Extra Ordinary General meeting as placed before the Board together with explanatory statement thereto be and is hereby approved and Shri Manish Surana, Director of the Company, be and is hereby authorized to sign and issue the same to all the shareholders of the Company."

08. VOTE OF THANKS:

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

Date : 04.04.2016
Place : Secunderabad

CHAIRMAN

CRESCENTIA LABS PRIVATE LIMITED

(BHAGYANAGAR FOODS AND BEVERAGES PRIVATE LIMITED)
REGD. OFFICE: 5TH FLOOR, SURYA TOWERS,
S.P. ROAD, SECUNDERABAD - 500 003

MINUTES OF THE (2 OF 2016-17) MEETING OF THE BOARD OF DIRECTORS OF BHAGYANAGAR FOODS AND BEVERAGES LIMITED HELD ON TUESDAY ON 28TH JUNE, 2016 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 SANJAY KUMAR SANGHI - 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. CONFIRMATON OF THE MINUTES OF THE PREVIOUS BOARD MEETING:

The signed minutes of the previous meeting of the Board of directors held on 04th April, 2016 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 : 28.06.2016
Place : Secunderabad

CHAIRMAN

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CHAIRMAN'S INITIALS

CRESCENTIA LABS PRIVATE LIMITED
(BHAGYANAGAR FOODS AND BEVERAGES PRIVATE LIMITED)
REGD. OFFICE: 5TH FLOOR, SURYA TOWERS,
S.P. ROAD, SECUNDERABAD - 500 003

MINUTES OF THE (3 OF 2016-17) MEETING OF THE BOARD OF DIRECTORS OF CRESCENTIA LABS PRIVATE LIMITED HELD ON MONDAY ON 29TH AUGUST, 2016 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 SANJAY KUMAR SANGHI - 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. CONFIRMATON OF THE MINUTES OF THE PREVIOUS BOARD MEETING:

The signed minutes of the previous meeting of the Board of directors held on 28th June, 2016 as circulated among the Directors, were approved by the board and confirmed by the Chairman.

03. APPROVAL OF ANNUAL ACCOUNTS OF THE COMPANY FOR THE YEAR ENDED 31ST MARCH 2016:

The Statement of Profit and Loss along with Clash Flow Statement of the Company for the year ended 31st March 2016 and Balance Sheet as on 31st March 2016 and other relevant Annexures & Notes were placed before the Board. The Board noted the same and after due deliberations passed the following Resolution:

"**RESOLVED THAT** the Balance Sheet as at 31st March 2016 and the Statement of Profit and Loss Account along with Cash Flow Statement for the Period ended 31st March 2016 be and are hereby approved."

"**RESOLVED FURTHER THAT** Shri. Manish Surana and Shri Sanjay Kumar Sanghi, Directors of the Company be and are hereby authorized to Sign the same and forward to the Auditors for their Report thereon."

"**RESOLVED FURTHER THAT** Shri Manish Surana, Director of the Company be and is hereby authorized to file Forms AOC-4, MGT-7 and other applicable forms with the Registrar of Companies, Andhra Pradesh and Telangana, Hyderabad and apply digital signature on behalf of the Company."

04. APPROVAL OF DIRECTORS REPORT:

The Annual accounts, duly signed by the Auditors, and their report on the Accounts were laid on the table. The Directors' report for the year ended 31st March, 2016 was thereafter placed before the Board for its consideration. The Board, after due deliberation, passed the following resolution:

CHAIRMAN'S INITIALS

"**RESOLVED THAT** pursuant to section 134 of the Companies Act, 2013 read with Companies (Accounts) Rules, 2014 and any other section of the Companies Act, 2013, the Director's report, placed before the meeting be and is hereby approved."

"**RESOLVED FURTHER THAT** Shri. Manish Surana, Chairman of the meeting be and is hereby, authorized to sign the Directors' report on behalf of the Board of Directors, in accordance with the provision of the Companies Act."

05. TO CONSIDER THE RATIFICATION OF APPOINTMENT OF STATUTORY AUDITORS:

The Chairman informed that M/s. Sekhar & Suresh, Chartered Accountants, (Registration No. 006155S), were appointed by the shareholders at the (8th Annual General Meeting) Annual General Meeting to hold office until the conclusion of the (13th Annual General Meeting) 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.

"**RESOLVED THAT** pursuant to the provisions of Section 139 and 142 and other applicable provisions, if any, of the Companies Act, 2013 and the Rules framed there under, as amended from time to time, the appointment of M/s. Sekhar & Suresh, Chartered Accountants, (Registration No. 006155S), as Statutory Auditors of the Company for a term of five years i.e., till the conclusion of the 13th Annual General Meeting 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 9th Annual General Meeting till the conclusion of 10th Annual General Meeting of the Company to be held in the year 2017.

FURTHER RESOLVED THAT the Board of Directors of the Company be and are hereby authorized to fix the Remuneration of the Auditors."

06. TO CONVENE THE 9TH ANNUAL GENERAL MEETING OF THE COMPANY:

The matter relating to convening and holding of the 9th Annual General Meeting of the members of the Company, was considered by the Board, and after due deliberations, it was resolved as under:

"**RESOLVED THAT** the 9th Annual General Meeting of the members of the Company will be held on Wednesday, 21st day of September, 2016 at 11.00 A.M."

"**RESOLVED FURTHER THAT** the draft notice for the 9th Annual General Meeting, tabled at the meeting, be and is hereby approved and Shri Manish Surana, Director of the Company, be and is hereby authorized to sign the same on behalf of the Board."

07. VOTE OF THANKS:

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

Date : 29.08.2016
Place : Secunderabad

CHAIRMAN

CHAIRMAN'S INITIALS

CRESCENTIA LABS PRIVATE LIMITED

(BHAGYANAGAR FOODS AND BEVERAGES PRIVATE LIMITED)
REGD. OFFICE: 5TH FLOOR, SURYA TOWERS,
S.P. ROAD, SECUNDERABAD - 500 003

MINUTES OF THE (4 OF 2016-17) MEETING OF THE BOARD OF DIRECTORS OF CRESCENTIA LABS PRIVATE LIMITED HELD ON SATURDAY ON 26TH NOVEMBER, 2016 AT 09.30 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 SANJAY KUMAR SANGHI - 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. CONFIRMATON OF THE MINUTES OF THE PREVIOUS BOARD MEETING:

The signed minutes of the previous meeting of the Board of directors held on 29th August, 2016 as circulated among the Directors, were approved by the board and confirmed by the Chairman.

03. APPOINTMENT OF SHRI GOUTHAM JAIN AS ADDITIONAL DIRECTOR OF THE COMPANY:

The Chairman informed the Board that taking into consideration the knowledge and experience gained by Shri Goutham Jain, it is proposed to appoint him as additional director of the Company so that it will be of immense value and benefit to the Company. Accordingly, the Board passed the following resolution:

"**RESOLVED THAT** pursuant to section 161 of Companies Act, 2013 and Companies (Appointment and Qualification of Directors) Rules, 2014 and other applicable provisions of the Companies Act, 2013, Shri Goutham Jain be and is hereby appointed as Additional Director on the Board of the Company with effect from 26.11.2016 and to hold office till the conclusion of the next Annual General Meeting of the Company."

"**RESOLVED FURTHER THAT** Shri Manish Surana, Director of the Company be and is hereby authorized to file Form DIR-12 with the Registrar of Companies, Andhra Pradesh and Telangana in accordance with the provisions of The Companies Act, 2013 and by applying their digital signature thereto."

04. ACCEPTANCE OF RESIGNATION OF SHRI SANJAY KUMAR SANGHI FROM THE OFFICE OF DIRECTOR:

The Chairman placed before the Board, the resignation letter dated 26.11.2016 received from Shri Sanjay Kumar Sanghi as director from the Board of the Company. The Board thereafter, passed the following resolution:

CHAIRMAN'S INITIALS

"**RESOLVED THAT** pursuant to section 168 of the Companies Act, 2013 and other applicable provision of the Companies Act, 2013 and Companies (Appointment and Qualification of Directors) Rules, 2014, the Board of the Directors of the Company do hereby accept the resignation tendered by Shri Sanjay Kumar Sanghi (DIN: 02770190), Director of the Company with immediate effect".

"**RESOLVED FURTHER THAT** Shri Manish Surana, Director of the Company be and is hereby authorized to file Form DIR-12 with the Registrar of Companies in accordance with the provisions of Companies Act, 2013 by applying his digital signature thereto."

05. VOTE OF THANKS:

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

Date : 26.11.2016
Place : Secunderabad

CHAIRMAN

CHAIRMAN'S INITIALS

CRESCENTIA LABS PRIVATE LIMITED
(BHAGYANAGAR FOODS AND BEVERAGES PRIVATE LIMITED)
REGD. OFFICE: 5TH FLOOR, SURYA TOWERS,
S.P. ROAD, SECUNDERABAD - 500 003

MINUTES OF THE (5 OF 2016-17) MEETING OF THE BOARD OF DIRECTORS OF CRESCENTIA LABS PRIVATE LIMITED HELD ON SATURDAY ON 04TH FEBRUARY, 2017 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 GOUTHAM JAIN - ADDITIONAL 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. CONFIRMATON OF THE MINUTES OF THE PREVIOUS BOARD MEETING:

The signed minutes of the previous meeting of the Board of directors held on 26th November, 2016 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 : 04.02.2017
Place : Secunderabad

CHAIRMAN

CHAIRMAN'S INITIALS

CHAIRMAN'S INITIALS

CRESCENTIA LABS PRIVATE LIMITED
(BHAGYANAGAR FOODS AND BEVERAGES PRIVATE LIMITED)
REGD. OFFICE: 5TH FLOOR, SURYA TOWERS,
S.P. ROAD, SECUNDERABAD - 500 003

MINUTES OF THE (1 OF 2017-18) MEETING OF THE BOARD OF DIRECTORS OF CRESCENTIA LABS PRIVATE LIMITED HELD ON THURSDAY ON 25TH MAY, 2017 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 GOUTHAM JAIN	- ADDITIONAL 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. CONFIRMATON OF THE MINUTES OF THE PREVIOUS BOARD MEETING:

The signed minutes of the previous meeting of the Board of directors held on 04th February, 2017 as circulated among the Directors, were approved by the board and confirmed by the Chairman.

03. TAKE NOTE OF DISCLOSURE OF INTEREST BY DIRECTORS:

The Chairman informed the Board that as per section 184 (1) read with rule 9 of Companies (Meetings of Board and its Powers) Rules, 2014 every Director shall disclose his concern or interest in any companies or bodies corporate (including shareholding interest), firms or other association of individuals, by giving a notice in writing in Form MBP 1. Then the Chairman placed before the Board, the Disclosure of Interest received from all the Directors. The Board had briefed discussion and passed the following resolution

"**RESOLVED THAT** pursuant to the provisions of Section 184 (1) of the Companies Act 2013, read with rule 9 of the Companies (Meetings of Board and its Powers) Rules, 2014, the disclosure of interest received from all the Directors of the Company as placed before the Board, be and is hereby taken on record.

04. VOTE OF THANKS:

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

Date : 25.05.2017
Place : Secunderabad

CHAIRMAN

CHAIRMAN'S INITIALS

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CHAIRMAN'S INITIALS

CRESCENTIA LABS PRIVATE LIMITED

(BHAGYANAGAR FOODS AND BEVERAGES PRIVATE LIMITED)
REGD. OFFICE: 5TH FLOOR, SURYA TOWERS,
S.P. ROAD, SECUNDERABAD - 500 003

MINUTES OF THE (2 OF 2017-18) MEETING OF THE BOARD OF DIRECTORS OF CRESCENTIA LABS PRIVATE LIMITED HELD ON MONDAY ON 24TH JULY, 2017 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 GOUTHAM JAIN	- ADDITIONAL 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. CONFIRMATON OF THE MINUTES OF THE PREVIOUS BOARD MEETING:

The signed minutes of the previous meeting of the Board of directors held on 25th May, 2017 as circulated among the Directors, were approved by the board and confirmed by the Chairman.

03. AUTHORISATION TO ENTER INTO LEASE DEED:

The Chairman informed the Board that the Company intends to enter into Lease Agreement with M/s. Surana Solar Systems Private Limited to take lease of land property admeasuring Ac.4.391/2 Gts situated at sankhapur village, sankharampet Mandal, Medak Dist, and to authorize the person to represent the Company in execution of agreement. The Board after brief discussions had passed the following resolutions:

"**RESOLVED THAT** the Company do hereby authorize to enter into a lease agreement with M/s.Surana Solar Systems Private Limited to take lease of land property admeasuring Ac.4.391/2 Gts situated at sankhapur village, sankharampet Mandal, Medak Dist, on such terms and conditions as my be mutually agreed upon by the Parties".

"**RESOLVED FURTHER THAT** Shri Manish Surana, Director of the Company be and is hereby authorized to negotiate and finalize the terms and conditions in regard to the above lease agreement".

"**RESOLVED FURTHER THAT** Shri C. Harimohan Reddy, Manager (P&A), of the Company be and is hereby authorized to represent the Company, to sign / execute the Lease Agreement and other necessary documents and to appear before the concerned registrar/sub-registrar for the purpose of registration of the said agreement in favour of the Company and do all such acts, matters, deeds and things as may be necessary in this regard".

CHAIRMAN'S INITIALS

"**RESOLVED FURTHER THAT** a certified true copy of the above resolution, signed by any Directors of the Company be furnished to the appropriate Authorities for being acted upon".

04. VOTE OF THANKS:

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

Date : 24.07.2017
Place : Secunderabad

CHAIRMAN

CRESCENTIA LABS PRIVATE LIMITED
(BHAGYANAGAR FOODS AND BEVERAGES PRIVATE LIMITED)
REGD. OFFICE: 5TH FLOOR, SURYA TOWERS,
S.P. ROAD, SECUNDERABAD - 500 003

MINUTES OF THE (3 OF 2017-18) MEETING OF THE BOARD OF DIRECTORS OF CRESCENTIA LABS PRIVATE LIMITED HELD ON TUESDAY ON 22ND AUGUST, 2017 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 GOUTHAM JAIN - ADDITIONAL 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. CONFIRMATON OF THE MINUTES OF THE PREVIOUS BOARD MEETING:

The signed minutes of the previous meeting of the Board of directors held on 24th July, 2017 as circulated among the Directors, were approved by the board and confirmed by the Chairman.

03. APPROVAL OF ANNUAL ACCOUNTS OF THE COMPANY FOR THE YEAR ENDED 31ST MARCH 2017:

The Statement of Profit and Loss along with Clash Flow Statement of the Company for the year ended 31st March 2017 and Balance Sheet as on 31st March 2017 and other relevant Annexures & Notes were placed before the Board. The Board noted the same and after due deliberations passed the following Resolution:

"**RESOLVED THAT** the Balance Sheet as at 31st March 2017 and the Statement of Profit and Loss Account along with Cash Flow Statement for the Period ended 31st March 2017 be and are hereby approved."

"**RESOLVED FURTHER THAT** Shri. Manish Surana and Shri Gourtham Jain, Directors of the Company be and are hereby authorized to Sign the same and forward to the Auditors for their Report thereon."

"**RESOLVED FURTHER THAT** Shri Manish Surana, Director of the Company be and is hereby authorized to file Forms AOC-4, MGT-7 and other applicable forms with the Registrar of Companies, Andhra Pradesh and Telangana, Hyderabad and apply digital signature on behalf of the Company."

04. APPROVAL OF DIRECTORS REPORT:

The Annual accounts, duly signed by the Auditors, and their report on the Accounts were laid on the table. The Directors' report for the year ended 31st March, 2017 was thereafter placed before the Board for its consideration. The Board, after due deliberation, passed the following resolution:

CHAIRMAN'S INITIALS

"**RESOLVED THAT** pursuant to section 134 of the Companies Act, 2013 read with Companies (Accounts) Rules, 2014 and any other section of the Companies Act, 2013, the Director's report, placed before the meeting be and is hereby approved."

"**RESOLVED FURTHER THAT** Shri. Manish Surana, Chairman of the meeting be and is hereby, authorized to sign the Directors' report on behalf of the Board of Directors, in accordance with the provision of the Companies Act."

05. TO CONSIDER THE RATIFICATION OF APPOINTMENT OF STATUTORY AUDITORS:

The Chairman informed that M/s. Sekhar & Suresh, Chartered Accountants, (Registration No. 006155S), were appointed by the shareholders at the (8th Annual General Meeting) Annual General Meeting to hold office until the conclusion of the (13th Annual General Meeting) 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 due deliberations the Board passed the following Resolution

"**RESOLVED THAT** pursuant to the provisions of Section 139 and 142 and other applicable provisions, if any, of the Companies Act, 2013 and the Rules framed there under, as amended from time to time, the appointment of M/s. Sekhar & Suresh, Chartered Accountants, (Registration No. 006155S), as Statutory Auditors of the Company for a term of five years i.e., till the conclusion of the 13th Annual General Meeting 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 10th Annual General Meeting till the conclusion of 11th Annual General Meeting of the Company to be held in the year 2018.

FURTHER RESOLVED THAT the Board of Directors of the Company be and are hereby authorized to fix the Remuneration of the Auditors."

06. TO CONVENE THE 10TH ANNUAL GENERAL MEETING OF THE COMPANY:

The matter relating to convening and holding of the 11th Annual General Meeting of the members of the Company, was considered by the Board, and after due deliberations, it was resolved as under:

"**RESOLVED THAT** the 10th Annual General Meeting of the members of the Company will be held on Monday, 18th day of September, 2017 at 11.00 A.M. at the Registered Office at 5th Floor, Surya Tower, S.P. Road, Secunderabad – 500 003."

"**RESOLVED FURTHER THAT** the draft notice for the 10th Annual General Meeting, tabled at the meeting, be and is hereby approved and Shri Manish Surana, Director of the Company, be and is hereby authorized to sign the same on behalf of the Board."

CHAIRMAN'S INITIALS