



ISO 9001 : 2000
Reg. No. RQ91/2471

CAUVERY GEARS PRIVATE LIMITED

C-435, Industrial Estate, Gokul Road, Hubli - 580 030.

Ph : 0836-2335582 Cell : 98453 26300,

e-mail : cauverigears@yahoo.co.in

Ref. No.

Date :

MINUTES OF THE BOARD MEETING OF CAUVERY GEARS PRIVATE LIMITED HELD ON 30TH November, 2009 AT THE REGISTERED OFFICE OF THE COMPANY AT C - 435, INDUSTRIAL ESTATE GOKUL ROAD HUBLI AT 11.00 AM.

DIRECTORS PRESENT :

1. Shri. Vivek S. Hukkerikar
2. Shri. Subhas K. Salian
3. Smt. Uma S. Salian

1. Chairman :

Shri Vivek S. Hukkerikar occupied the chair and proceeded to conduct the Board meeting of the Company as per Agenda sent to Board Members.

2. Minutes of the Previous Board Meeting:

The draft minutes of the previous Board Meeting were circulated to the members. No amendments or corrections suggested by any of the members.

3. Issue of Bonus Shares

Chairman informed the Company has built up a free reserves (purely built up out of profit of the Company) of Rs. 57,33,000/- which would be available for capitalization. He stated that the existing paid up capital was Rs4,88,000/- consisting of 488 equity shares of Rs1000/- each and requested the Board to approve issue of three (3) bonus shares for existing (1) shares, that amounts at the ratio of 3:1 Bonus shares. He further stated that the capital base of the Company should be strengthened so that the borrowing capacity of the Company would go up significantly and the Bankers will accept the proposal without any objection.

Board discussed the subject, approved the proposal and passed the following resolutions:



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"RESOLVED THAT, -

- (a) out of the free reserves of Rs57.33 Lakh, a sum of Rs14.64 Lakh be and is hereby capitalized by issuing **three** (3) free shares for **one** (1) to the existing shareholders, who will be holding shares as on the date of EGM to be convened on 12.12.2009 as per the details shown in the following table:

Name of the shareholder	No of shares held	Eligible Bonus shares
Shri. Vivek S. Hukkerikar	242	726
Shri. Subhas K. Salian	236	708
Smt. Uma S. Salian	10	30

- (b) the Bonus shares be issued to the shareholders in the proportion as mentioned above subject to the approval in the Extra-ordinary General Meeting"
- (c) An Extra Ordinary General Meeting be convened on 12th December, 2009 to obtain approval of the shareholders for the issue of Bonus shares at the Registered Office of the Company at 11 AM and Mr. Subhash Salian, one of the directors is authorised issue notice of EGM to all the shareholders.
- (d) a draft notice of EGM to be passed in the said EGM as tabled before the meeting and initialed by the Chairman of the meeting for the purpose of identification, be and is hereby approved."

6. Vote of Thanks:

As there were no other subjects to discuss, the meeting ended with vote of thanks to the Chair.

Date 30.11.2009

Place:Hubli

CHAIRMAN



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EXTRAORDINARY GENERAL MEETING

NOTICE

Notice is hereby given that an Extra Ordinary General Meeting of the members of the Company will be held at the Registered office of the Company at, C - 435, Industrial Estate, Gokul Road 12th December, 2009 at 11 a.m

ORDINARY BUSINESS:

1. Issue of Bonus Shares:

To consider if though fit to pass the following resolution with or without modification which has been proposed as Special Resolution.

"RESOLVED THAT 1464 Bonus shares be issued by capitalizing Rs14.64 Lakh out of the free reserves of Rs. 57.33 Lakh to the existing shareholders at the ratio of 3 fresh equity shares to existing one equity share of Rs1,000/- each."

By order of the Board


Subash Salian
Director

Place: Hubli

Date: 30th November, 2009

Note:

1. Members are requested to bring the Notice of EGM to the meeting.
2. Proxy should deposit the proxy form at least 48 hours in advance with the registered office of the Company.
3. The date of EGM will be the cut off date for determining the eligibility of shares and the books will be closed from 5th Dec 2009 to 12th Dec 2009.