



ALLIANCE INTEGRATED METALIKS LIMITED

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CIN No.: L65993DL1989PLC035409

CERTIFIED TRUE COPY OF THE PROCEEDINGS OF THE 25th ANNUAL GENERAL MEETING OF THE COMPANY

The Twenty-Fifth Annual General Meeting of the Company was held on Saturday, the 27th Day of December, 2014 at the Mapple Exotica, Chattarpur Mandir, Road, Satbari Next to IIPM College, New Delhi-110074 at 10:00 A.M.

The meeting was attended by the following:-

Mr. Ashish Pandit..... Chairman
Mr. Avijit Banerjee..... Director
Mr. Pawan Kumar..... CFO
Ms. Ritika Kamboj..... Company Secretary

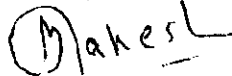
Members personally present.....36 (Thirty Six)
Members present by proxy.....Nil
Number of Member personally (electronic voting).....03 (Three)

1. Shareholders elected Mr. Ashish Pandit as Chairman of the Meeting.

Mr. Ashish Pandit Chairman of the Meeting, took the chair.

2. The Chairman then asked the Company Secretary to ascertain the Quorum of the meeting. After ascertaining the requisite Quorum, the Chairman called the meeting in order.
3. The Notice Convening the Annual General Meeting together with Directors' Report was taken as read with the consent of the members. The Company Secretary then read out the Auditor's Report.
4. Thereafter, the following items of the agenda were taken up for voting.

for Alliance Integrated Metaliks Limited



Director

ORDINARY BUSINESS

RESOLUTION NO.1: To consider and adopt the Audited Balance Sheet as at 30th June, 2014 and the Statement of Profit & Loss Account for the year ended on that date together with Report of Directors' and Auditors thereon.

| Particulars | Number of Valid | | | Number of Valid Votes contained in | | | Percentage |
|--------------|-----------------|----------|-----------|------------------------------------|----------------|----------------|-------------|
| | Polling Papers | E-Votes | Total | Polling Papers | E-Votes | Total | |
| Assent | 36 | 3 | 39 | 92 | 8449017 | 8449109 | 100% |
| Dissent | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| TOTAL | 36 | 3 | 39 | 92 | 8449017 | 8449109 | 100% |

Accordingly, the resolution no. 1 was passed with requisite majority.

RESOLUTION NO.2: Declaration of Dividend at 1% on Fully Paid up Redeemable Non Cumulative Preference Shares.

| Particulars | Number of Valid | | | Number of Valid Votes contained in | | | Percentage |
|--------------|-----------------|----------|-----------|------------------------------------|----------------|----------------|-------------|
| | Polling Papers | E-Votes | Total | Polling Papers | E-Votes | Total | |
| Assent | 36 | 3 | 39 | 92 | 8449017 | 8449109 | 100% |
| Dissent | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| TOTAL | 36 | 3 | 39 | 92 | 8449017 | 8449109 | 100% |

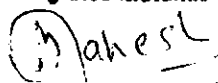
Accordingly, the resolution no. 2 was passed with requisite majority.

RESOLUTION NO.3: Appointment of a Director in place of Mr. Avijit Banerjee who retires by rotation and is eligible for re-appointment.

| Particulars | Number of Valid | | | Number of Valid Votes contained in | | | Percentage |
|--------------|-----------------|----------|-----------|------------------------------------|----------------|----------------|-------------|
| | Polling Papers | E-Votes | Total | Polling Papers | E-Votes | Total | |
| Assent | 36 | 3 | 39 | 92 | 8449017 | 8449109 | 100% |
| Dissent | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| TOTAL | 36 | 3 | 39 | 92 | 8449017 | 8449109 | 100% |

Accordingly, the resolution no. 3 was passed with requisite majority.

for Alliance Integrated Metals Limited



Director

RESOLUTION NO.4: Appointment of M/s A.C Gupta & Associates, Chartered Accountants, as Statutory Auditors, and to fix their remuneration..

| Particulars | Number of Valid | | | Number of Valid Votes contained in | | | Percentage |
|--------------|-----------------|----------|-----------|------------------------------------|----------------|----------------|-------------|
| | Polling Papers | E-Votes | Total | Polling Papers | E-Votes | Total | |
| Assent | 36 | 3 | 39 | 92 | 8449017 | 8449109 | 100% |
| Dissent | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| TOTAL | 36 | 3 | 39 | 92 | 8449017 | 8449109 | 100% |

Accordingly, the resolution no. 4 was passed with requisite majority.

SPECIAL BUSINESS

RESOLUTION NO.5: Ratification of the remuneration of the Cost Auditors for the financial year ending 30th June 2015.

| Particulars | Number of Valid | | | Number of Valid Votes contained in | | | Percentage |
|--------------|-----------------|----------|-----------|------------------------------------|----------------|----------------|-------------|
| | Polling Papers | E-Votes | Total | Polling Papers | E-Votes | Total | |
| Assent | 36 | 3 | 39 | 92 | 8449017 | 8449109 | 100% |
| Dissent | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| TOTAL | 36 | 3 | 39 | 92 | 8449017 | 8449109 | 100% |

Accordingly, the resolution no. 5 was passed with requisite majority.

RESOLUTION NO.6: Appointment of Mr. Ashish Pandit as Independent Director.

| Particulars | Number of Valid | | | Number of Valid Votes contained in | | | Percentage |
|--------------|-----------------|----------|-----------|------------------------------------|----------------|----------------|-------------|
| | Polling Papers | E-Votes | Total | Polling Papers | E-Votes | Total | |
| Assent | 36 | 3 | 39 | 92 | 8449017 | 8449109 | 100% |
| Dissent | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| TOTAL | 36 | 3 | 39 | 92 | 8449017 | 8449109 | 100% |

Accordingly, the resolution no. 6 was passed with requisite majority.

RESOLUTION NO.7: Appointment of Mr. Sunil Kumar Mahalwal as Independent Director.

for Alliance Integrated Mctc

Mahalwal

Director

| Particulars | Number of Valid | | | Number of Valid Votes contained in | | | Percentage |
|--------------|-----------------|----------|-----------|------------------------------------|----------------|----------------|-------------|
| | Polling Papers | E-Votes | Total | Polling Papers | E-Votes | Total | |
| Assent | 36 | 3 | 39 | 92 | 8449017 | 8449109 | 100% |
| Dissent | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| TOTAL | 36 | 3 | 39 | 92 | 8449017 | 8449109 | 100% |

Accordingly, the resolution no. 7 was passed with requisite majority.

RESOLUTION NO.8: Appointment of Mr. Daljit Singh Chahal as the Whole Time Director of the Company, and to fix the terms of appointment.

| Particulars | Number of Valid | | | Number of Valid Votes contained in | | | Percentage |
|--------------|-----------------|----------|-----------|------------------------------------|----------------|----------------|-------------|
| | Polling Papers | E-Votes | Total | Polling Papers | E-Votes | Total | |
| Assent | 36 | 3 | 39 | 92 | 8449017 | 8449109 | 100% |
| Dissent | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| TOTAL | 36 | 3 | 39 | 92 | 8449017 | 8449109 | 100% |

Accordingly, the resolution no. 8 was passed with requisite majority.

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

For **ALLIANCE INTEGRATED METALIKS LIMITED**

(M)ahesk
(DIRECTOR)

SCRUTINIZER'S REPORT

To,
The Chairman,
Alliance Integrated Metaliks Limited,
910, Ansal Bhawan,
16,K.G. Marg, New Delhi,110001

Twenty-Fifth Annual General Meeting of the Equity Shareholders of Alliance Integrated Metaliks Limited to be held on Saturday, 27th December, 2014 at Mapple Exotica,Chattarpur Mandir,Road ,Satbari Next To IIPM College,New Delhi-110074.

Subject: Passing of Resolutions through electronic voting pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014

Dear Sir,

I, Iqneet Kaur, appointed as Scrutinizer for the purpose of the e-Voting taken on the below mentioned Resolution(s), at the Twenty-Fifth Annual General Meeting of the Equity Shareholders of Alliance Integrated Metaliks Limited to be held on Saturday, 27th December, 2014 at Mapple Exotica,Chattarpur Mandir,Road,Satbari Next To IIPM College,New Delhi-110074.

1. The Board of Directors of the Company at its Meeting held on 02.12.2014 had appointed me as a Scrutinizer for the e-voting process.
2. The Company had appointed National Securities Depository Limited (NSDL) to provide the facility of e-Voting with respect to the Twenty-Fifth Annual General Meeting of the Shareholders of the Company.
3. As on the cut-off date 28th November, 2014 there were 824 Shareholders. Notice was sent to 64 shareholders through email and to 760 shareholders by registered post. The completion of dispatch of Notice was done on 5th December, 2014.
4. As per the said rules, the Company had mentioned in the Notice that the e-voting period commence on Friday, 19th December, 2014 (10:00 a.m.) and end on Saturday, 20th December, 2014 (6:00 p.m.) and that any votes cast after 6.00 p.m. on 20th December, 2014 would not be valid.
5. The Public Advertisement with respect to dispatch of notices and conducting of voting through electronic means was published in an English newspaper of wide circulation and a vernacular newspaper on 10th December, 2014.



6. At the end of the voting period on Saturday, 20th December, 2014 (6:00 p.m.), the voting portal was blocked by NSDL. On 23rd December, 2014 the votes casted through e-voting facility were duly unblocked by me as the Scrutinizer in presence of two witnesses.

7. I have compiled the details of the votes cast through e-voting and I submit my Report as under:-

A summary of the votes cast through e-voting is given below:

Total votes cast – 3– (8449017 Shares)

Less: Invalid votes – Nil – (Nil Shares)

No. of Valid votes – 3– (8449017 Shares)

| S. No. | Description | Type of Resolution | Total No of Valid Votes cast through e-voting | No. of Votes cast in favour of the Resolution | No. of Votes cast against the Resolution | %age of Votes cast in favour | %age of votes cast against |
|--------|---|--------------------|---|---|--|------------------------------|----------------------------|
| (1) | Consideration and adoption of the Audited Balance Sheet as at 30th June, 2014 and the Statement of Profit & Loss for the year ended on that date together with the reports of the Directors' and Auditor's thereon. | Ordinary | 3 (8449017) | 3 (8449017) | Nil | 100% | Nil |
| (2) | Declaration of Dividend at 1% on Fully Paid up Redeemable Non Cumulative Preference Shares. | Ordinary | 3 (8449017) | 3 (139304675) | Nil | 100% | Nil |
| (3) | Appointment of a Director in place of Mr. Avijit Banerjee(DIN: 01357534) ,who retires by rotation and is eligible for re-appointment. | Ordinary | 3 (8449017) | 3 (8449017) | Nil | 100% | Nil |



| | | | | | | | |
|-----|--|----------|-----------------|-----------------|-----|------|-----|
| (4) | Appointment of M/s A.C Gupta & Associates, Chartered Accountants, (Firm Registration No. 008079N) as Statutory Auditors, and to fix their remuneration. | Ordinary | 3 (8449017) | 3 (8449017) | Nil | 100% | Nil |
| (5) | Ratification of the remuneration of the Cost Auditors for the financial year ending 30 th June 2015. | Ordinary | 3 (8449017) | 3 (8449017) | Nil | 100% | Nil |
| (6) | Appointment of Mr. Ashish Pandit (DIN 00139001) as the Independent Director of the Company whose period of office shall not be liable to retire by rotation | Ordinary | 3 (8449017) | 3 (8449017) | Nil | 100% | Nil |
| (7) | Appointment of Mr. Sunil Kumar Mahalwal (DIN 00499382) as an Independent Director of the Company, whose period of office shall not be liable to retire by rotation | Ordinary | 3 (8449017) | 3 (8449017) | Nil | 100% | Nil |
| (8) | Appointment of Mr. Daljit Singh Chahal (DIN 03331560) as the Whole Time Director of the Company, and to fix the terms of appointment. | Ordinary | 3 (8449017) | 3 (8449017) | Nil | 100% | Nil |

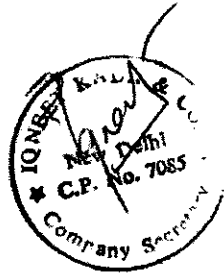


All the resolutions stand passed under e-voting with the requisite majority.

I hereby confirm that I am holding the Registers received from NSDL both electronically and manually, in respect of the votes cast through e-voting by the shareholders of the Company. It shall be handed over to the Chairman or to any person authorised by him in due course as prescribed in the said Rules.

Thanking you,

(Iqneet Kaur)
Scrutinizer



Place: New Delhi

Dated: 23rd December, 2014