

EXTRACT OF THE MINUTES OF THE 23rd ANNUAL GENERAL MEETING OF
THE SHAREHOLDERS OF M/s. NATIONAL FITTINGS LIMITED, HELD AT
THE REGISTERED OFFICE OF THE COMPANY AT SF No.112, MADHAPUR
ROAD, KANIYUR VILLAGE, KARUMATHAMPATTI VIA, COIMBATORE - 641
659 ON FRIDAY, THE 12th AUGUST 2016, COMMENCING AT 9.30 A.M.
AND ENDING AT 10.45 A.M.

DIRECTORS PRESENT:

Mr.A.V.Palaniswamy, Managing Director, Mr.R.Alagar, Director and Mr.M.Loganathan, Director, Mrs A Panath Anitha, Director and twenty seven shareholders including representative of Interfit India Limited, were present.

The Chairman of the Audit Committee meeting Mr R Alagar, Mr V Krishnan, partner the statutory audit firm M/s Krishaan & Co and the Secretarial Auditor Mr M R L Narashiman were present

MEMBERS PRESENT:

As per entries in the Attendance Register (27 members)

PROXIES:

As per entries in the Proxy Register (Nil)

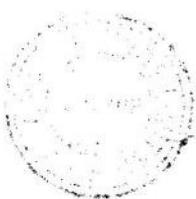
Mr A V Palaniswamy, took the chair to conduct the proceedings of the Meeting.

Chairman had confirmed the presence of requisite quorum.

Chairman after welcoming the members for the 23rd Annual General Meeting had confirmed that the calling, convening and conduction of the meeting was in compliance with the Companies Act, 2013 and the Secretarial Standard - 2 of the Institute of Company Secretaries of India.

With the permission of the members present, the Notice convening the Twenty Third Annual General Meeting was taken as read.

The Auditors' Report was read and the Chairman had delivered his speech.



Chairman informed that in compliance with the statutory requirements, arrangements have been made for remote e-voting through the agency National Securities Depository Limited and facilities also have been made to participate in the voting process through voting by ballot paper at the meeting venue.

He further informed that to oversee the remote e-voting process and voting by ballot, the Board of Directors had appointed Mr B Krishnamoorthy, Practicing Chartered Accountant, Coimbatore as scrutinizer. Mr B Krishnamoorthy was also presented in this meeting.

In his Chairman's address Mr A V Palaniswamy briefly dwelt on the operations of the Company during the year 2015-2016 and the business plans for the year 2016-2017. With the concurrence of the members present, he declared the notice taken as read.

Thereafter, Chairman took up the agenda for consideration.

He briefed the items of business as proposed in the notice of Annual General Meeting and invited queries, if any, from the members relating to the subject in the notice. Then he requested the members and proxy present to cast their votes through ballot paper, if they did not cast their vote through e-voting.

Chairman informed the members that on receipt of the Scrutinizer's Report the voting results would be announced at the registered office of the Company before 6 PM on 16.08.2016 and the results would be posted in the notice board of the company and uploaded in the NSDL and the Company's website.

On completion of the ballot voting process, there being no other business the meeting concluded at 10.45 A M with the vote of thanks to the Chair.

Mr B Krishnamoorthy, the scrutinizer had submitted his report on the results of the e-voting and ballot voting at the

Annual General Meeting, on 16.08.2016 the Chairman declared that the following resolutions were duly passed with the requisite majority at the Annual General Meeting held on 12.08.2016 and authorize Mr M Loganathan to place the

results in the notice board of the Company, to upload in the website and to intimate NSDL to publish the same.

ORDINARY BUSINESS:

ITEM NO: 1) Adoption of Annual Financial Statements for the year ended 31st March, 2016 (Ordinary Resolution)

RESOLVED THAT the Annual Financial Statement viz statement of profit or loss, cash flow statements for the year ended 31st March, 2016 and the Balance Sheet as on 31st March, 2016 together with the Directors' Report and the Auditors' be and hereby approved and adopted.

Votes for	Votes against	Invalid votes	Result
5635443(100%)	Nil	Nil	Passed

ITEM NO: 2) Approval of interim dividend declared on equity shares (Ordinary Resolution)

RESOLVED THAT interim dividend declared by the Board of Directors on 16.03.2016 and paid at the rate of Rs 2/- per equity shares of 10/- each be and is hereby approved"

Votes for	Votes against	Invalid votes	Result
5635443(100%)	Nil	Nil	Passed

ITEM NO: 3) Declaration of dividend on equity shares (Ordinary Resolution)

RESOLVED THAT a dividend at the rate of Rs 1/- be and is hereby declared on the fully paid up equity shares of Rs 10/- each to those share holders whose names will appear on the Register of Members of the Company as on 05.08.2016.

Votes for	Votes against	Invalid votes	Result
5635443(100%)	Nil	Nil	Passed

ITEM NO: 4) Reappointment of Director retire by rotation (Ordinary Resolution)

RESOLVED THAT Mr A Panath Anitha, Director (DIN 07059205), who retires by rotation and being eligible offer herself for re-appointment, be and is hereby re-appointed as a Director of the Company.



Votes for	Votes against	Invalid votes	Result
5635443 (100%)	Nil	Nil	Passed

ITEM NO: 5) Appointment of Auditors for the financial year 2016-2017 and to fix their remuneration (Ordinary Resolution)

RESOLVED THAT the M/s Krishaan & Co, Chartered Accountants be and here by appointed as the Auditors of the Company for the financial year 2016 - 2017 and to hold office till the conclusion of 24th Annual General Meeting and to fix their remuneration by the Board of Directors, from time to time.

Votes for	Votes against	Invalid votes	Result
5635443 (100%)	Nil	Nil	Passed

CHAIRMAN

Date of Signature: 18.08.2016
Place of Signature: Coimbatore



For National Fittings Limited

A.V. Palaniswamy
Managing Director