

NORTH EASTERN MEDICAL RESEARCH INSTITUTE LTD.

A. M. ROAD, REHABARI, GUWAHATI - 781008

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Minutes of the 10th Annual General Meeting of North Eastern Medical Research Instituted Ltd. held on 25th September'2010 at 4.45 P.M. at Pragjyoti ITA Centre, M. G. Road, Machkhowa, Guwahati -781008.

Present:-

1. Dr Bijoya Goswami, Director.
2. Mr. Anil Kr Sarma, Director.
3. Mr. Lekhoke Kakati, Director.

Also present:-

4. CA, Mr. Amlan Bhadra.
5. Authorised representative of Sri Biman Debnath, Company Secretary.
6. Hari Prasad Sarma, Co-coordinating Secretary

Others present:-

7. 54 members in person
8. One present as proxy holder.

The meeting was chaired by Dr. Bijoya Goswami. After ascertaining the requisite quorum the meeting was called to order. After welcoming the member, she said that the Annual Report, 2009-2010 containing the Balance sheet, Profit and Loss A/c as also the statutory Auditor's and Directors' report were also circulated among them, as such, with the permission of the members she took them as read.

The minutes of the 9th Annual General Meeting of the Company held on 19.09.2009 were circulated among the members which was approved by the house unanimously.

At the request of Chairperson Sri Anil Kr Sarma, Director, highlighted the salient features of the Annual Report in audio visual form. He discussed comparative positions of company's performance and its plans and strategies for future growth.

Thereafter the chairperson invited the members for discussion on the Annual Report, 2009-2010.

After the end of discussion on the Annual Report, the Chairperson replied to the queries & comments put forward by the members. The members accepted the replies.

She took up the first agenda for approval of account.

Sri Dilip Kr. Dev, member proposed and Sri Subrata Bora, Member seconded the following resolution adopted unanimously by the Board of Directors of the Company;

(1) "Resolved that the Balance Sheet, Profit & loss A/c along with Directors' and auditor's reports thereon as placed before the meeting be and are hereby received, considered and adopted."

The resolution was unanimously accepted by show hands.

The chairperson apprised the members that the board of directors proposed to pay dividend @ 12% on the fully paid up equity shares @ Rs. 100/- each of the company for the F.Y. 2009-10 subject to approval by the members. The following resolutions of the board was placed before the meeting-

(2) "Resolved that in terms of recommendations of the Board of Directors of the Company, the approval of the member of the company be and is hereby granted to payment of dividend @ 12% on 199990 fully paid up equity shares of Rs. 100/- each of the company for F.Y. 2009-2010 and the same be paid to all the members whose names appear in the register of members on 25/9/2010".

The chairperson put the motion for voting and by show of hands the resolution was carried unanimously as an ordinary resolution.

Resolution on appointment of Sri Anil Kr. Sarma, Director who retires by rotation but being eligible, offers himself for reappointment.

The following resolution was moved:

(3) Proposed by Sri Dilip Kr. Dev, member and seconded by Sri Tapan Shankar Moitra, member that Sri Anil Kr. Sarma, retiring director be and is hereby reappointed as director for another term of 1 (one) year.

The motion was put to vote and by show of hands, it was adopted unanimously.
The Chairperson took up the next agenda for appointment of statutory auditors.

The following resolution was proposed by Sri Naren Ch. Kalita, member and seconded by Sri Ram Krishna Pradhan, member.

(4) Resolved that M/s Amlan Bhadra & Associates, Chartered Accountants, Guwahati be and is hereby appointed as auditors of the company to hold the office of auditors from the conclusion of this meeting till the conclusion of the next Annual General Meeting of the Company at a remuneration of Rs. 20000/- p.a.

As there was no other business to transact, the meeting ended sine die with a vote of thanks from the Chair.

Place: Guwahati
27/09/2010.

Sd/-
[Dr. (Mrs.) Bijoya Goswami]
Chairperson