

NOCTE TIMBER COMPANY LIMITED

Camp Office::Khonsa
Tirap District,
Arunahal Pradesh

=====

MINUTES OF THE EXTRA ORDINARY GENERAL MEETING OF THE COMPANY HELD ON 23rd May, 2011 AT 11.00 P.M. AT the Registered Office at P.O.:-Deomali, Tirap District, Arunachal Pradesh to transact following business:

=====

Following Directors attended the Meeting

(A) PRESENT

- (i) **Sri W.Lowang, APCS (AG), DC, Tirap:-Executive Chairman**
- (ii) **Sri Wangpha Lowang from Deomali :-Director.**
- (iii) **Sri A.M.Dutta Chaoudhury, AO (NBF):-Executive Director**

(B) ATTENDANCE

- (i) **Shri T. Tangjang** :-Member of NBF Advisory Committee, Khonsa
(having right of voting power)
- (ii) **Sri S. Roy** :-Accountant cum Manager, NTCL

(C) Leave of Absence

- (i) Leave of absence granted to Wangling Lowang Dong, HMLA, Borduria, Director of the Company

Shri W.Lowang, APCS (AG), DC, Tirap:-Executive Chairman occupied the chair and stated that the requisite Quorum was present and therefore the meeting could commence transacting the businesses as per agenda.

Thereafter, the chairman requested **Sri A.M.Dutta Chaoudhury, AO (NBF) , Executive Director** to read the notice of the meeting.

Thereafter **Sri A. M. Dutta Chaoudhury, AO (NBF), Executive Director** read the notice of the Extraordinary General meeting and the Chairman took the first item of business in the agenda and passed the following resolution:.

Item No. 1 Approval For Members Voluntary Liquidation under Section 484 to 490 of the Companies Act, 1956.

Sri A. M. Dutta Chaoudhury, AO (NBF), Executive Director proposed and **Sri Wangpha Lowang from Deomali, Director** seconded that the following Resolution be adopted as an Special Resolution:

"RESOLVED THAT in pursuance of the provisions of section 484 to 490 and other applicable provisions, if any, of the Companies Act, 1956 (including any statutory modifications thereof) and in accordance with the provisions of the Articles of Association of the Company, and subject to the consent/approval of the Concerned authorities and in accordance with guidelines and notifications issued by such other authorities from time to time and/or practice prevailing at the time of Voluntary Liquidation of the proceedings and such other approvals, permissions and consents as may be necessary at the time of issue and further subject to such terms, conditions, limitations, stipulations and modifications as may be required by them or any other authority, consent of the members of the Company be and is hereby granted for winding up of the Company with effect from 28.02.2011."

"RESOLVED FURTHER THAT for the purpose of giving effect to the above, Board of Directors of the Company be and is hereby authorised to take all such actions and to give all such directions as may be necessary or desirable and also settle any question or difficulty that may arise in regard to the proceedings of the Members Voluntary Liquidation of the Company."

The aforesaid resolution was passed as a SPECIAL RESOLUTION

Item No. 2 : To Approve the Appoint the Official Liquidator (s) and to fix the remuneration.

To consider and if thought fit to pass with or without modification(s) the following Resolution as an Ordinary Resolution:

Sri A.M.Dutta Chaoudhury, AO (NBF):-Executive Director proposed and **Shri T. Tangjang**, Member of NBF Advisory Committee, Khonsa seconded that the following Resolution be adopted as a Ordinary Resolution:

"RESOLVED FURTHER THAT in pursuant to carry out the Liquidation Proceedings the Board of Directors of the Company do hereby accord the approval the Appointment of Mr. Sanjib Das of **M/s Sanjib Das & Associates, Practicing Cost Accountants**, House No.4, Green Path, Bora Service, Ulubari, Guwahati-781007, Assam w.e.f 1st of March, 2011 as per the Section 490 of the Companies Act, 1956 who shall be deemed to be the officer of the company **to carry out the Liquidation Proceedings and to comply with the relevant provisions of the Companies Act, 1956 with the Registrar of the Company at Shillong** at a remuneration of one percent (1%) of the Gross collection of the Fixed, Current & Liquid Assets. Mr. Sanjib Das is further authorised to publish the **Notice of the Resolution** by advertisement in both English and in vernacular newspaper within 14 days of the passing of the Resolution in the District of TIRAP, Arunachal Pradesh."

“RESOLVED THAT Sri Sanjib Das, the Liquidator of the Company is further authorised to do all such acts, deeds and things as may be found necessary to give effect to this as per the Provisions of the Companies Act, 1956.”

The aforesaid resolution was passed as an ORDINARY RESOLUTION

VOTE OF THANKS:

There being no other business, the meeting terminated with a vote of thanks to the chair.

Place: Deomali,
Tirap District,
Arunachal Pradesh

Sri W.Lowang, APCS (AG), DC, Tirap:-
Executive Chairman, NBF Trust
DIN:00907773

Date: 23.05.2011