

**MINUTES OF THE TWENTY SECONDTN ANNUAL GENERAL MEETING OF
G. K. CONSULTANTS LIMITED HELD AT 301-302, G. K. HOUSE, 187A, SANT
NAGAR, EAST OF KAILASH, NEW DELHI – 110 065, ON THURSDAY, 30TH
DAY OF SEPTEMBER 2010 AT 10.00 A.M.**

1. a) PRESENT

- | | |
|---------------------------|-------------------|
| 1. Mr. Vijay Kumar Sinha | Managing Director |
| 2. Mr. Anil Kumar Goel | Director |
| 3. Mr. Suboadh Gupta | Director |
| 4. Mr. Vinay Kumar Mittal | Director |
| 5. Mr. Brij Mohan Sharma | Director |
| 6. Mr. Dhani Ram Sharma | Director |
- 43 other Members in person (including directors)
- one Member in proxy
Mr. Ashhok Saxena Company Secretary

b) BY INVITATION

1. Mr. Alok B. Mathur of M/s Alok B. Mathur & Co. - Auditor

2. CHAIRMAN

The directors unanimously elected Mr. Vijay Kumar Sinha, Managing Director as Chairman of the meeting. The Chairman then took the chair.

The Chairman welcomed the members to the XXIIth Annual General Meeting and then introduced himself and other persons sitting on the dais. The Chairman informed the members that your company have achieved the satisfactory results during the year under review & would continue as such by God's grace, hard work of our colleagues and timely support of shareholders .

3. QUORUM

After ascertaining the requisite quorum for the meeting, the Chairman called the meeting to order and took up the businesses to be transacted at the meeting one by one.

4. NOTICE

With the permission of the members the Notice of the meeting was taken as read.



5. AUDITOR'S REPORT

On the request of the chairman, Mr. Alok B. Mathur, read out the Auditor's Report to the members of the Company.

6. ANNUAL ACCOUNTS

With the permission of the members, the Director's Report and Annual Accounts were taken as read. Thereafter, the Chairman invited members to raise their queries if any. All queries raised by the members were satisfactorily replied by the Chairman.

Then on the proposal of Mr. Naveen Saluja, seconded by Mr. Ajay Khurana, the following resolution was unanimously passed as an ordinary resolution.

"RESOLVED THAT the Balance Sheet as on 31st March, 2010 and annexure thereof together with the Director's and Auditor's Report thereon be and are hereby approved and adopted."

On being put to vote on show of hands, the resolution was carried with requisite majority.

7. REAPPOINTMENT OF DIRECTOR

Mr. Vijay Kumar Sinha, Managing Director informed the members that Mr. Suboadh Gupta, Director retires by rotation and being eligible offers himself for re-appointment.

On the proposal of Ms. Sunita Chadha, seconded by Ms. Shanti Devi, the following resolution was unanimously approved and adopted as an ordinary resolution.

"RESOLVED THAT Mr. Suboadh Gupta, a Director of the Company, who retires by rotation at this meeting, being eligible for re-appointment, be and is hereby re-elected as the Director of the Company whose period of office shall be liable to determination by retirement of Directors by rotation."

On being put to vote on show of hands, the resolution was carried with requisite majority.

8. APPOINTMENT OF AUDITORS

The Chairman informed the members that auditors of the Company hold office upto the conclusion of this Annual General Meeting and being eligible under Section 224(1B) of the Companies Act, 1956, offer themselves for re-appointment. He further stated that the Company has obtained necessary certificates from them in its regard.

On the proposal of Mr. Rakesh Kumar, seconded by Mr. Ajay Kumar Jain, the following resolution was unanimously approved and adopted as an ordinary resolution.

"RESOLVED THAT M/s Alok B. Mathur & Co., Chartered Accountants, retiring Auditors of the Company be and are hereby re-appointed as Auditors of the Company at



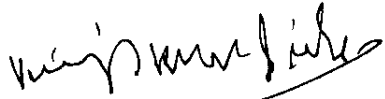
a remuneration to be determined by the Board of Directors and to hold office until the conclusion of the next Annual General Meeting.”

On being put to vote on show of hands, the resolution was carried with requisite majority.

9. VOTE OF THANKS

The meeting was concluded with a Vote of Thanks to the Chair proposed by Mr. Sandeep Jain.

Place: Delhi
Date: 28.10.2010


CHAIRMAN/DIRECTOR

