



TM NO.: 2339164

## SRG HOUSING FINANCE LIMITED

REGD. OFFICE: 321, S.M. LODHA COMPLEX, SHASTRI CIRCLE, UDAIPUR 313001 (RAJASTHAN)

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CIN NO. : L65922RJ1999PLC015440

WEBSITE: [www.srghousing.com](http://www.srghousing.com)

**MINUTES OF PROCEEDINGS HELD ON SATURDAY 30<sup>TH</sup> DECEMBER, 2017 AT THE REGISTERED OFFICE OF THE COMPANY RELATING TO DECLARATION OF RESULTS OF VOTING BY POSTAL BALLOT (INCLUDING E-VOTING) OF SRG HOUSING FINANCE LIMITED CONDUCTED PURSUANT TO NOTICE DATED 27<sup>TH</sup> NOVEMBER, 2017.**

**PRESENT:**

- |    |                    |                        |
|----|--------------------|------------------------|
| 1. | Mr. Vinod K. Jain  | - Managing Director    |
| 2. | Mr. Nishant Badala | - Independent Director |
| 3. | Mrs. Seema Jain    | - Director             |
| 4. | Mr. Ketan Jain     | - Scrutinizer          |

Mr. Vinod K. Jain, Managing Director, informed that, pursuant to section 110 and other applicable provisions of Companies Act, 2013 (the "Act"), read together with Companies (Management and Administration) Rules, 2014, a Postal Ballot Notice dated 27.11.2017 (with postal ballot form and prepaid business reply envelope), containing 1 draft special resolution, were sent to the shareholders of the company for their assent or dissent on the following items:

**ITEM: 1. TO APPROVE THE ALTERATION IN ARTICLES OF ASSOCIATION OF THE COMPANY:**

**"RESOLVED THAT** in accordance with the provisions of Section 14 and other applicable provisions, if any, of the Companies Act, 2013 ("The Act") read with applicable rules made thereunder (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) and as per SEBI Circular No. CIR/IMD/DF-1/67/2017 dated 30<sup>th</sup> June, 2017 and the guidelines, regulations, circulars and clarifications issued by the Ministry of Corporate Affairs, Securities and Exchange Board of India (SEBI) and any other statutory or regulatory authorities and subject to all necessary approvals, consents, permission and/or sanctions as may be necessary and subject to any such conditions and modifications as may be prescribed or imposed in such approvals, consents, permissions or sanctions agreed to by the Board of Directors of the Company, the approval of the Members of the Company be and is hereby granted for the alteration in the Articles of Association of the Company by way of insertion of the following new Article after Article 104 to be numbered as Article 104A in the Articles of Association of the Company under a separate heading viz, "Consolidation and Re-issuance of Debt Securities":

*"Article 104A: Subject to the provisions of the Companies Act, 2013 and the SEBI (Issue and Listing of Debt Securities) Regulations, 2008 or any other statutory enactment(s), modification(s) or amendment(s), thereof, the Board or Committee thereof shall have the power to consolidate or reissue its debt securities from time to time, upon such terms and conditions and in such manner as the Board or Committee thereof may consider fit/ beneficial for the Company"*

**RESOLVED FURTHER THAT** the Board of Directors of the Company be and is hereby authorized to do and perform or cause to be done and performed, all such acts and deeds necessary to give effect to this Resolution."

The Board of Directors of the company in their meeting held on 24.11.2017 had approved the said Notice and also appointed Mr. Ketan Jain, Chartered Accountant, Udaipur as Scrutinizer for conducting the postal ballot and e-voting process in a fair and transparent manner.

As per the provisions of Companies Act, 2013 read with rules made there under, company provided e- voting facility to its members to exercise their votes electronically. The E- Voting portal of NSDL for voting purpose was remained open from 30.11.2017 at 9:00 AM upto 5:00 PM on 29.12.2017 . Thereafter the same was disabled.





The Scrutinizer after carrying out the scrutiny of results of e-voting upto the 5:00 PM on 29.12.2017 submitted a Report on voting results on 30.12.2017 as under:

Agenda Item No.	1						
Subject	Alteration in Article of Association of the Company						
Type of Resolution	Special Resolution						
Particulars	Remote E-voting		Postal Ballot		Total		Percentage (%)
	No.	Votes	No.	Votes	No.	Votes	
Assent	11	1565960	6	21450	17	1587410	99.998
Dissent	2	29	-	-	2	29	0.002
Total	13	1565989	6	21450	19	1587439	100.000
Abstain/Invalid	-	-	-	-	-	-	-

Based on the Scrutinizers Report, Mr. Vinod K. Jain, MD announced the result of Postal Ballot and e-voting and also announced that the resolution as set out in the Postal Ballot Notice dated 27.11.2017 have been duly passed by shareholders of the company with requisite majority as special resolutions as follows:

Name of the Company	SRG Housing Finance Limited
CIN	L65922RJ1999PLC015440
Date of Declaration of Postal Ballot Results	30 <sup>th</sup> December, 2017
Total No. of Shareholders as on 24 <sup>th</sup> November, 2017	864

Agenda Item No.		1						
Subject		To Approve the alteration in Article of Association of the Company.						
Type of Resolution		Special Resolution						
Whether promoter/ promoter group are interested in the agenda/resolution?		No						
Promoter/Public	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes - in favour (4)	No. of Votes against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter/Promoter group	E-Voting	7883637	1558201	19.77%	1558201	0	100%	0
	Postal Ballot		-	-	-	-	-	-
	Total		1558201	19.77%	1558201	0	100%	0
Public-Institutions	E-Voting	-	-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
Total		-	-	-	-	-	-	-



