

Suryakrupa Finance Limited

Registered Office: 8A, Kapoor Building, J P Road, Behind Canara Bank, Andheri (W),
Mumbai, Maharashtra-400 056 **Tel. No. +91-22-64646411**

Email: investorsuryakrupa@gmail.com; **Website:** www.suryakrupafinance.in

CIN: L99999MH1986PLC041487

RESULT OF POSTAL BALLOT

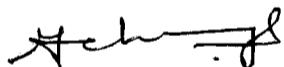
In accordance with Section 110 of the Companies Act, 2013 read with Rules 22 of the Companies (Management and Administration) Rules 2014, Postal Ballot forms and Postal Ballot Notice dated 30th October, 2014 containing the following resolutions were circulated to the Shareholders of the company, to cast vote either through e-voting facility provided to them or through physical postal ballot form viz;

1. To shift the Registered Office of the Company from Mumbai, State of Maharashtra to Gandhidham, State of Gujarat.
2. To increase in the limit to make loans or investments, give guarantee or provide security.
3. To increase Borrowing Powers of the Board.
4. To create Charge on the assets of the Company.
5. To alter Object Clause of Memorandum of Association of the Company.
6. To keep Registers, copies of Returns etc., at Corporate Office (i.e. at a place other than Registered Office)

Based on the report dated 12th December, 2014 submitted by Mr. Rajesh Parekh of Rajesh Parekh & Co., Ahmedabad, Company Secretary in Practice, the scrutinizer who was appointed by the Board of Directors of the company at their meeting held on 30th October, 2014 pursuant to the Rules 22 of the Companies (Management and Administration) Rules 2014, we herewith furnish herewith the details of votes and declare that the aforesaid special resolution are duly passed by requisite majority.

A summary of the postal ballot forms received/ votes cast through e-voting attached herewith;

For SURYAKRUPA FINANCE LIMITED



Director

Encl.: Copy of Scrutinizer Report of Postal Ballot

SURYAKRUPA FINANCE LIMITED
Summary of the Postal Ballot Forms Received/ Votes cast through E-Voting

Sr No.	Particulars	Resolution No.1		Resolution No.2		Resolution No.3		Resolution No.4		Resolution No.5		Resolution No.6	
		No. of Postal Ballot Forms	No. of Equity Shares (votes)	No. of Postal Ballot Forms	No. of Equity Shares (votes)	No. of Postal Ballot Forms	No. of Equity Shares (votes)	No. of Postal Ballot Forms	No. of Equity Shares (votes)	No. of Postal Ballot Forms	No. of Equity Shares (votes)	No. of Postal Ballot Forms	No. of Equity Shares (votes)
1	Total Postal Ballot forms/ votes (including e-voting) received	36	742230	36	742230	36	742230	36	742230	36	742230	36	742230
2	Less: Invalid postal ballot forms/ votes received (as per register)	1	200	1	200	1	200	1	200	1	200	1	200
3	Net valid postal ballot forms/ votes (including e-voting received)	35	742030	35	742030	35	742030	35	742030	35	742030	35	742030
4	Valid votes cast in favour of the resolutuion and its %	33	741830 (99.974%)	34	741930 (99.987%)	34	741930 (99.987%)	34	741930 (99.987%)	34	741930 (99.987%)	34	741930 (99.987%)
5	Valid votes cast against the resolutuion and its %	2	200 (0.026%)	1	100 (0.013%)	1	100 (0.013%)	1	100 (0.013%)	1	100 (0.013%)	1	100 (0.013%)

FOR SURYAKRUPA FINANCE LIMITED



DIRECTOR



Rajesh Parekh & Co.
Company Secretary

104, Ashwamegh Avenue, Nr. Mithakhali Underbridge,
Navrangpura, Ahmedabad - 380 009.
Phone : (O) 26440731, 99988 96776 Mobile : 98797 92252
E:mail : contact@csrajeshparekh.in,rajeshgparekh@yahoo.co.in

Report of Scrutinizer on Postal Ballot

**[Pursuant to Section 110 of the Companies Act, 2013 and Rule 22 of the Companies
(Management and Administration) Rules, 2014]**

To,
The Chairman
Suryakrupa Finance Limited
8A, Kapoor Building, J P Road,
Behind Canara Bank, Andheri (W)
MUMBAI – 400056.

Dear Sir,

Re: Passing of special resolutions through postal ballot including e-voting:

I, Rajesh Parekh, Practising Company Secretary, Ahmedabad, appointed as Scrutinizer by the Board of Directors of the Suryakrupa Finance Limited ("the Company") with respect to the special resolutions proposed to be passed through Postal Ballot in accordance with the provisions of Section 110 of the Companies Act, 2013 and Rules made thereunder; to process and scrutinize postal ballot forms received from shareholders and to scrutinize votes casted electronically using e-voting system of Central Depository Services (India) Limited (CDSL) during the voting period as stated below, in fair and transparent manner, and to submit a report thereon. In this regard, I hereby submit my report as under:

1. The Company has on 11th November, 2014, completed the dispatch of a Postal Ballot Notice dated 30th October, 2014 together with Postal Ballot Forms ('Form') along with postage prepaid business envelopes and sending of e-mails for e-voting by electronic platform of CDSL to its shareholders whose name(s) appeared on the Register of Members as on 31st October, 2014, for seeking approval of following business by postal ballot.

Item No.	Type of Resolutions	Particulars
1	Special	Special Resolution in respect of shifting the Registered office of the company from Mumbai, State of Maharashtra to Gandhidham, State of Gujarat under Section 12 and 13 of Companies Act, 2013
2	Special	Special Resolution to increase in the limit to make loans or investments, give guarantee or provide security under Section 186 of Companies Act, 2013
3	Special	Special Resolution to increase in Borrowing powers of the Board under Section 180 (1) (c) of Companies Act, 2013
4	Special	Special Resolution to create charge on the assets of the Company under Section 180 (1) (a) of Companies Act, 2013.
5	Special	Special Resolution to alter Object Clause of Memorandum of Association of the Company under Section 13 of Companies Act, 2013
6	Special	Special Resolution to keep Registers, copies of Returns etc. at corporate office (i.e at a place other than Registered Office) under Section 94(1) of Companies Act, 2013



2. In accordance with the Postal Ballot Notice dated 30th October, 2014 sent to the shareholders, the voting (by means of postal ballot and e-voting) was started at 9.30 a.m. on 12th November, 2014 and ended at 6.00 p.m. on 11th December, 2014 (Voting Period).
3. The postal ballot forms received during the Voting Period were kept in my custody and that the e-voting results/list was unblocked and downloaded from the website (<https://www.evotingindia.com/>) at 6.05 p.m. on 11th December, 2014 in the presence of two witnesses, viz., Mr. Sunit Kumar Darjee and Mr. Parthil Shah.
4. All postal ballot forms (including e-voting data) received up to 6.00 p.m. on 11th December, 2014, the last date and time fixed by the Company for receipt of the forms, were considered for my scrutiny.
5. The postal ballot forms received and e-voting details downloaded from CDSL website were scrutinized and the signatures on the postal ballot forms were verified by Registrar and Share Transfer Agent, M/s. System Support Services. Thereafter the shareholding was matched/ confirmed with the Register of Members of the Company as on 31st October, 2014.
6. I did not find any defaced or mutilated Postal Ballot Form.
7. The summary of the Postal Ballot and E-voting is as per **Annexure-A**
8. The postal ballot forms received and e-voting results/list downloaded from the website of CDSL and other related documents shall be handed over to the Maulin B Acharya, Director of the Company, authorised by the Board to conduct the postal ballot process after the minutes of the Postal Ballot have been signed by the Chairman.

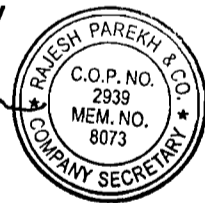
You may accordingly declare the result of the voting by Postal Ballot.

Thanking you,
Yours faithfully,

For Rajesh Parekh & Co.
Company Secretary



Rajesh Parekh
Proprietor
Mem. No. 8073
Cert. No. 2939



Date: 12th December, 2014
Place: Ahmedabad

Declaration by witness for e-voting results

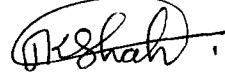
We, the undersigned witnesseth that the votes were unblocked from the e-voting website of (<https://www.evotingindia.com/>) in our presence at 6.05 p.m. on 11th December, 2014 at the office of Shri Rajesh Parekh, the Scrutinizer.

Date: 12th December, 2014
Place: Ahmedabad



Witness 1:

Mr. Sunit Kumar Darjee
29, Parshwanagar Society,
Gitanjali, D-Cabin,
Ahmedabad-380019



Witness 2 :

Mr. Parthil Shah
B-1, Samet Flats,
Keshavnagar, Subhashbridge,
Ahmedabad-380027

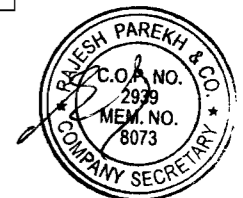
COUNTERSIGNED BY ME
For Surykrupa Finance Limited



Maulin B Acharya
Director
Din: 00010405

Annexure-A

Sr. No.	Particulars	Resolution1 Special Resolution in respect of shifting the Registered office of the company from Mumbai, State of Maharashtra to Gandhidham ,State of Gujarat under Section 12 and 13 of Companies Act, 2013		Resolution2 Special Resolution to increase in the limit to make loans or investments, give guarantee or provide security under Section 186 of Companies Act, 2013		Resolution3 Special Resolution to increase in Borrowing powers of the Board under Section 180 (1) (c) of Companies Act,2013		Resolution4 Special Resolution to create charge on the assets of the Company under Section 180 (1) (a) of Companies Act, 2013.		Resolution5 Special Resolution to alter Object Clause of Memorandum of Association of the Company under Section 13 of Companies Act, 2013		Resolution6 Special Resolution to keep Registers, copies of Returns etc. at corporate office(i.e at a place other than Registered Office) under Section 94(1) of Companies Act, 2013	
		No. of postal ballot forms	No. of Equity Shares (votes)	No. of postal ballot forms	No. of Equity Shares (votes)	No. of postal ballot forms	No. of Equity Shares (votes)	No. of postal ballot forms	No. of Equity Shares (votes)	No. of postal ballot forms	No. of Equity Shares (votes)	No. of postal ballot forms	No. of Equity Shares (votes)
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3.	Net valid postal ballot forms / votes (including e-voting) received)	35	742030	35	742030	35	742030	35	742030	35	742030	35	742030
4.	Valid votes cast in favour of the resolution and its %	33	741830 (99.974%)	34	741930 (99.987%)	34	741930 (99.987%)	34	741930 (99.987%)	34	741930 (99.987%)	34	741930 (99.987%)
5.	Valid votes cast against the resolution and its %	2	200 (0.026%)	1	100 (0.013%)	1	100 (0.013%)	1	100 (0.013%)	1	100 (0.013%)	1	100 (0.013%)

