

Ref: SCRIP ID: SRGHFL; SCRIP CODE: 534680; ISIN: INE559N01010

Date: 23.08.2016

The GM (Listing)  
BSE Ltd.  
Phiroze Jeejeebhoy Towers,  
Dalal Street,  
Mumbai- 400001

Dear Sir,

**Subject: Regulation 30 of SEBI (LODR) Regulations, 2015**

**Proceedings of 17<sup>th</sup> AGM held on 22.08.2016**

With reference to above mentioned subject, please find herewith attached proceedings of 17<sup>th</sup>AGM of the Company held on 22.08.2016 at Hotel Ambience, Udaipur.

Kindly take note and acknowledge the receipt.

Thanking You,

Yours Faithfully,

For SRG Housing Finance Limited

Vinod K. Jain  
Managing Director  
DIN: 00248843



**PROCEEDINGS OF 17<sup>th</sup> ANNUAL GENERAL MEETING OF SRG HOUSING FINANCE LIMITED HELD ON MONDAY, 22<sup>nd</sup> DAY OF AUGUST, 2016 AT 12:15 PM AT HOTEL AMBIENCE, 100 FT. RD., UDAIPUR (RAJ.)- 313001**

The meeting commenced at 12:15 PM and concluded at 3:00 PM.

Number of members present in person: 36

Members present by Proxy: 9

**Directors present:**

- |                        |                      |
|------------------------|----------------------|
| 1. Shri. Vinod K. Jain | Managing Director    |
| 2. Shri. Ashok Kabra   | Independent Director |
| 3. Shri Nishant Badala | Independent Director |
| 4. Shri. Rajesh Jain   | Director             |
| 5. Smt. Seema Jain     | Director             |
| 6. Shri Vikas Gupta    | Independent Director |

**By Invitation:**

- |                                     |   |
|-------------------------------------|---|
| 1. Shri. Narendra Kumar Valawat     |   |
| 2. Shri Jinendra Jain<br>(Partners) | M/s Valawat Jha Pamecha & Co.<br>(Statutory Auditors) |

**Internal Auditor:**

- |                  |                                   |
|------------------|-----------------------------------|
| 1. CA Ketan Jain | PROPRIETOR<br>M/s Ketan & Company |
|------------------|-----------------------------------|

**Secretarial Auditor:**

- |                           |   |
|---------------------------|---|
| 1. Mr. Deepak Vijaywargey | PROPRIETOR<br>M/s Deepak Vijaywargey & Associates |
|---------------------------|---|

**In Attendance:**

- |                      |                   |
|----------------------|-------------------|
| 1. Ms. Sunaina Nagar | Company Secretary |
|----------------------|-------------------|

**Chairman:**

Mr: Vinod K. Jain was elected as the Chairman of the meeting. He took the chair and welcomed the members at the 17<sup>th</sup> Annual General Meeting of the company.

**Quorum:**

Requisite quorum was present at the meeting and thus chairman declared the meeting to be validly constituted.

**Chairman Speech:**

Chairman gave welcome speech and quoted the growth aspects of the company, comparative financial performance of the company with respect to other Housing Finance companies, achievements of the company during the financial year 2015-16 and the trend and scope of business in near future.

**Notice:**

With the consent of the members present, the notice convening 17<sup>th</sup> Annual General Meeting being already circulated was taken as read.

**VOTING:**

Chairman informed the members that in accordance with the provisions of Companies Act, 2013, read with the rules made there under and SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015, the Company has extended the remote e-voting facility through NSDL to enable the Members of the Company to cast / exercise their votes electronically on the agenda items specified in the Notice of 17<sup>th</sup> AGM. The remote e-voting period commenced on 19<sup>th</sup> August, 2016 at 09:00 am and ended on 21<sup>st</sup> August, 2016 at 5:00 pm. The members were informed that the facility for voting by way ballot papers was made available at the AGM for the members who had not cast their votes through remote e-voting.

**SCRUTINIZER:**

The Chairman further informed that Board of Directors had appointed M/s Ketan & Co. Chartered Accountants, Udaipur as the Scrutinizer for the purpose of scrutinizing the voting process (Both remote e-voting and voting process through Ballot Papers at the AGM) for the resolutions included in the Notice of 17<sup>th</sup> AGM.

The Auditor's Report was read out in the meeting.

The Chairman then invited participation of the Members of the Company for discussing the Financial Statements for the financial year ended 31<sup>st</sup> March, 2016 along with Auditor's and Board's Report thereon.

Since none of the members rose any questions on the Financial Statements for the financial year ended 31<sup>st</sup> March, 2016 along with Auditor's and Board's Report thereon, the chairman proceeded with considering the business of the meeting.

Thereafter, the business items as per the Notice of the 17<sup>th</sup> AGM were taken up in the chronological order.

**Ordinary Business**

**Item No: 1- ADOPTION OF AUDITED FINANCIAL STATEMENTS.**

The Chairman requested any one of the members to propose and someone else to second item no.1, to be passed as an ordinary resolution, relating to adoption of Audited financial statements of the Company for the financial year ended on 31<sup>st</sup> March, 2016 together with the reports of the Board of Directors and Auditors thereon.

Mr. Arun Murdia proposed the Ordinary resolution which was seconded by Mr. Awanish Tiwari.

*Then the Chairman being interested in the next item of agenda, requested Mr. Vikas Gupta to take the chair and conduct the proceedings. Mr. Vikas Gupta took the chair and conducted the proceedings.*

**Item No: 2- TO APPOINT A DIRECTOR IN PLACE OF MR. RAJESH JAIN (DIN :00212393), WHO RETIRES BY ROTATION IN TERMS OF SECTION 152(6) OF COMPANIES ACT, 2013 AND BEING ELIGIBLE, OFFERS HIMSELF FOR RE-APPOINTMENT.**

The Chairman requested any one of the members to propose and someone else to second item no.2, to be passed as an ordinary resolution, relating to retire by rotation & reappointment of Mr. Rajesh Jain(DIN: 00212393) as Director.

Mr. Dharmesh Chandra Jain proposed the Ordinary resolution which was seconded by Ms. Ina Kothari.

*Mr. Vikas Gupta requested Mr. Vinod K Jain to conduct the proceedings. Mr. Vinod K. Jain took the chair and conducted the proceedings.*

**Item No: 3- TO RATIFY THE APPOINTMENT OF AUDITORS**

The Chairman requested any one of the members to propose and someone else to second item no.3, to be passed as an ordinary resolution, relating to ratification of the appointment of Statutory Auditors.

Mr. Lalit Nagda proposed the Ordinary resolution which was seconded by Mr. Lavang Murdia.

**Special Business**

*Then the Chairman being interested in the next item of agenda, requested Mr. Vikas Gupta to take the chair and conduct the proceedings. Mr. Vikas Gupta took the chair and conducted the proceedings.*

**Item No: 4 - TO APPROVE PROPOSED RELATED PARTY TRANSACTIONS**

The Chairman requested any one of the members to propose and someone else to second item no.4, to be passed as special resolution, relating to approval of proposed related party transactions.

Mr. Nilesh Kumar Khandelwal proposed the Special resolution which was seconded by Mr. Pankaj Jain.

*Mr. Vikas Gupta requested Mr. Vinod K Jain to conduct the proceedings. Mr. Vinod K. Jain took the chair and conducted the proceedings.*

**Item No: 5- APPROVAL FOR ISSUANCE OF NON- CONVERTIBLE DEBENTURES**

The Chairman requested any one of the members to propose and someone else to second item no.5, to be passed as special resolution, relating to approval for the issuance of non- convertible debentures.

Mr. Prem Singh proposed the special resolution which was seconded by Mr. Vivek Vashishth.

The Chairman then requested the Members to cast their votes on each agenda items by putting a tick mark in the column of " Assent" or " Dissent" , as the case may be , sign the Ballot Paper and drop it in the Ballot Box as kept in the Meeting Hall.

The members were informed that the votes cast by e-voting and votes cast by ballot papers shall be counted by the Scrutinizer and the result shall be declared within 48 hrs of the conclusion of the Annual General Meeting. The members were further informed that the report of Scrutinizer shall be placed on the website of the company and on the website of BSE. The above resolutions shall be deemed to have been passed at this 17<sup>th</sup> Annual General Meeting.

The Chairman thanked all the members for their presence and support.

Post completion of voting through ballot papers the meeting was taken as concluded.

For SRG Housing Finance Limited

Vipod K. Jain  
Managing Director  
DIN: 00248843



Date: 23.08.2016  
Place: Udaipur