



## SRG SECURITIES FINANCE LIMITED

Regd. Office: 322, SM Lodha Complex, Near Shastri Circle, Udaipur (Rajasthan) 313001; CIN NO: L67120RJ1995PLC009631

Tel: +91-294-2561882 Fax: +91-294-5104446; Website: www.srgfin.com, Email-id: srgsecurities@gmail.com

### POSTAL BALLOT NOTICE

**Notice pursuant to section 110 of the Companies Act, 2013 and Rule 22 of the Companies (Management & Administration) Rules, 2014 relating to passing of the Resolution through postal ballot read with SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 including any statutory modifications or amendments thereof ("Listing Regulations")**

To,  
The Members,

Notice is hereby given, pursuant to section 110 of Companies Act, 2013 ("Companies Act") and all other applicable provisions, if any, read with Rule 22 of Companies (Management and Administration) Rules, 2014 and other applicable rules framed under the Companies Act (including any statutory modifications or re-enactment thereof for the time being in force) to the members of S R G Securities Finance Limited ("Company") to consider and if found fit, to pass the following resolution as special resolution through a postal ballot ("Postal Ballot") offered by the company in this regard.

The Resolution and Explanatory Statement setting out the material facts pertaining to the said resolution (pursuant to section 102 of the Companies Act and the rules made thereunder) and a postal ballot form ("Postal Ballot Form") are enclosed with this notice for your consideration.

Also enclosed is a self-addressed, postage prepaid envelope for your use. As per the provisions of the Companies (Management and Administration) Rules, 2014, the Board of Directors of the Company has appointed Mr. Ketan Jain Chartered Accountant, Udaipur as the Scrutinizer ("Scrutinizer") for conducting Postal Ballot process in a fair and transparent manner.

The members holding equity shares of the Company may vote by way of postal ballot. Members are requested to carefully read the instructions forming part of this Notice and return the Postal Ballot Form (no other form is permitted) duly completed in self-addressed, business reply envelope so as to reach the Scrutinizer not later than Monday, February 19, 2018. Postal Ballot Forms received after this date will be treated as if the reply from the concerned member has not been received.

Members may note that in accordance with the provisions of Rule 20 of Companies (Management and Administration) Rules, 2014 as amended by Companies (Management and Administration) Amendment Rules, 2015, the company being listed on BSE SME Platform, is exempted from providing e-voting facility to its shareholders and therefore the facility for voting by way of postal ballot is available to the shareholders of the company.

Only members entitled to attend and vote at a general meeting of the Company are entitled to fill the postal ballot form and send it to the Scrutinizer, and any recipient of the Notice who has no voting rights should treat the Notice as an intimation only.

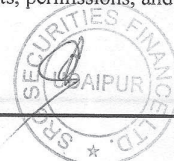
Scrutinizer will submit its report on postal ballot to Managing Director or Company Secretary of the company after its scrutiny on Tuesday, February 20, 2018 and the results of postal ballot will be declared by Managing Director or person authorized by board on the same day i.e. Tuesday, February 20, 2018. The results will be posted on stock exchange where the company is listed on the same day and will also be posted on website of the company. The date of declaration of results of Postal Ballot shall be the date on which the Resolution would be deemed to have been passed, if approved, by the requisite majority of shareholders of the Company.

The Board of directors had in their meeting held on Thursday, January 18, 2018 approved the following resolution for approval of shareholders as special resolution through postal ballot:

#### **ITEM: 1. ISSUANCE OF EQUITY SHARES ON PREFERENTIAL BASIS**

To consider and if though fit to pass with or without modifications the following resolution as special resolution:

**"RESOLVED THAT** pursuant to the provisions of Section 42, 62 and other applicable provisions, if any, of the Companies Act, 2013 ("Companies Act") read with Rule 14 of Companies (Prospectus and Allotment of Securities) Rules, 2014 and Rule 13 of Companies (Share Capital and Debentures) Rules, 2014 and other relevant rules made thereunder (including any statutory modifications thereto or re-enactment thereof for the time being in force), enabling provisions of Memorandum of Association and Articles of Association of the Company, provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, and in accordance with guidelines, rules and regulations of the SEBI, including the SEBI (ICDR) Regulations, 2009 and subject to approvals, consents, permissions, and





/or sanctions, as may be required from SEBI, Stock Exchange, RBI and any other relevant statutory and regulatory authorities and subject to such terms, conditions and changes, if any, as may be prescribed by any one or more or all of them in granting such approvals or sanctions and which may be agreed by the Board of Directors of the Company, consent of the members be and is hereby accorded to the Board to create, offer, issue and allot upto 15,00,000 Equity Shares (Fifteen Lakhs) of face value of Rs.10/-(Rupees Ten Only) each fully paid up at an issue price of Rs. 25/- per share (including premium of Rs. 15/- per share) as determined in accordance with the provisions of Chapter VII of SEBI (ICDR) Regulations, 2009 and other applicable laws, to the person/s belonging to Promoter and Non Promoter category ("Proposed Allottee").

**RESOLVED THAT** the relevant date, as per the SEBI ICDR Regulations, as amended till date, for the determination of minimum issue price of the Equity Shares is Friday, January 19, 2018 i.e. 30 days prior to the date of declaration of results of postal ballot process.

**RESOLVED FURTHER THAT** aforesaid issue of Equity Shares shall be subject to the following terms and conditions:

1. The Proposed Allottee of Equity Shares shall be required to bring in 100% of the consideration, on or before the date of allotment thereof;
2. The consideration of allotment of Equity Shares shall be paid to the Company from the Bank account of the Proposed Allottee;
3. The equity shares to be allotted to the proposed Allottee shall be under lock in for such period as may be prescribed under chapter VII of the SEBI ICDR Regulations;
4. The equity shares so allotted to the proposed Allottee under this resolution shall not be sold, transferred, hypothecated or encumbered in any manner during the period of lock in provided under SEBI ICDR Regulations except to the extent and in the manner permitted thereunder;
5. Allotment shall only be made in the Dematerialized Form.

**RESOLVED THAT** the equity shares proposed to be allotted shall rank pari-passu in all respect including as to dividend with the existing equity shares of the Company of face value of Rs. 10/- each.

**RESOLVED FURTHER THAT** for the purpose of giving effect to the above resolution, the Board be and is hereby authorised on behalf of the Company to take all such actions and do all such deeds, matters and things as it may, in its absolute discretion, deem necessary, desirable or expedient to the issue or allotment of aforesaid shares and listing thereof with the Stock Exchange as appropriate, to decide and approve the other terms and conditions of the issue of the aforesaid equity shares, to vary, modify or alter any of the terms and conditions, and to resolve and settle all questions and difficulties that may arise in the proposed issue, offer and allotment, utilization, of issue proceeds, and to do all such acts, deeds and things in connection therewith and incidental thereto as the Board at its absolute discretion deem fit, without being required to seek any further consent or approval of the members or otherwise to the end and intent that they shall be deemed to have given their approval thereto expressly by the authority of this resolution.

**RESOLVED FURTHER THAT** the Board be and is hereby authorised to delegate all or any of the powers herein conferred to any other Director/Officer of the Company (as it may consider appropriate) to give effect to the aforesaid resolution."

By the Order of Board of Directors  
For S R G Securities Finance Limited

Sd/-  
Vinod K. Jain  
Managing Director  
DIN: 00248843

Place: Udaipur  
Date: 19.01.2018

**Notes:**

1. Explanatory Statement as per section 102 of Companies Act, 2013 is annexed herewith giving full particulars of special resolution.
2. The Notice of Postal Ballot has been sent to all the members of the Company whose name appears on the Register of Members/List of Beneficial Owners from NSDL and CDSL as at the closure of business hours on Friday January 12, 2018 (Ben pose Date). The Notice of Postal Ballot is being sent to members in electronic form to the email id registered with their Depository Participant. For members whose email ids are not registered, physical copies of the Notice of Postal Ballot are being sent by permitted mode along with postage prepaid self-addressed Business Reply Envelope.
3. Only a member who is entitled to vote is entitled to exercise his/her vote through postal ballot. A member cannot exercise his vote by proxy on postal ballot.
4. The postal Ballot Notice has been placed on the website [www.srgfin.com](http://www.srgfin.com) and will remain on such website until the last date of receipt of the postal ballot from members.





5. A Resolution which is assented to by the requisite majority of the members by means of postal ballot shall be deemed to have been duly passed at a general meeting of the members convened in this behalf.

6. The date of completion of dispatch of notice will be announced through advertisements in newspapers.

7. The Voting rights of members shall be in proportion to their share in the paid up equity share capital of the company as on Friday January 12, 2018.

8. The postage will be borne and paid by the company however envelopes containing postal ballots, if sent by courier or by Registered Post at the expense of the members will also be accepted.

9. The date of declaration of result of the postal ballot shall be deemed to be the date of the general meeting and the date of passing of proposed resolutions.

10. The shareholders are requested to exercise their voting by using the attached postal ballot form only. No other form is permitted. Also attached is a self-addressed, business reply envelope.

11. Board has appointed Mr. Ketan Jain, Chartered Accountant, Udaipur as the scrutinizer for handling Postal Ballot process in fair and transparent manner.

12. As per Section 110 of the Companies Act, 2013 read with Rule 22 of the Companies (Management and Administration) Rules, 2014, Notice of postal ballot may be served on the members through electronic means. Members who have registered their e-mail id with the depositories or with the company are being sent this Notice of Postal Ballot by e-mail and the members who have not registered their e-mail id will receive Notice of Postal Ballot along with physical form through post or courier. Members who have received Notice of postal ballot by e-mail and who wish to vote through physical form may indicate their option to receive the physical form from the Company by sending an email at [srgsecurities@gmail.com](mailto:srgsecurities@gmail.com) or download the form from company's website i.e. [www.srgfin.com](http://www.srgfin.com).

Registered Office:  
322, SM Lodha Complex,  
Near Shastri Circle,  
Udaipur (Raj.)-313001

By the order of Board  
For S R G Securities Finance Limited

Sd/-  
Vinod K. Jain  
Managing Director  
DIN: 00248843

Date: 19.01.2018  
Place: Udaipur

Category of Shareholder	No. of Shares	No. of Shares Held	No. of Shares to be Allotted
Shareholding of Promoter and Promoter Group			
Indian			
Individual			
HUF			
Company/Partnership Firm			
Foreign			
Any Other specific Bodies			
Corporate			
Sub Total (A+B)			
Foreign			
Individual			
Company/Partnership Firm			
Any Other specific Bodies			
Sub Total (A+B)			



# **Explanatory Statement pursuant to section 102 of Companies Act, 2013**

## **ITEM NO. 1**

### **Purpose of Allotment:**

With a view to augment funds to meet the short term and long term requirements of the existing business operations and to meet out the projected growth in business, the board of directors of the company in their meeting held on Thursday January 18, 2018 has considered and approved the proposal of raising funds on a private placement basis to the persons belonging to Promoter & Non-promoter category subject to receipt of necessary approvals from the shareholders and stock exchange where the shares of the company are listed.

The details of the issue and other particulars as required in terms of Regulation 73 of the SEBI ICDR Regulations, 2009 and other applicable laws in relation to the proposed special resolution as set out at item no 1 are given hereunder:

**A.Object of the Preferential issue of Equity Shares:** To meet the short term and long term requirements of the existing business operations and to meet out the projected growth in business.

### **B. Intention of Promoters, Directors or Key Managerial Personnel to subscribe to the proposed preferential issue:**

Promoters, Directors or Key Managerial Personnel who intend to subscribe to the issue are:

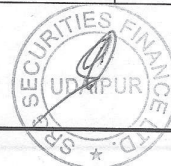
Sr. No.	Name	Category	No. of Shares
1	VINOD KUMAR JAIN	Promoter	320000
2	SEEMA JAIN	Promoter	240000
3	RAJESH JAIN	Promoter	100000
4	VINOD JAIN HUF	Promoter Group	100000
5	ARCHIS JAIN	Promoter Group	60000
6	JKISHA JAIN	Promoter Group	40000
7	HRIDAY JAIN	Promoter Group	60000
8	AARTI JAIN	Promoter Group	60000
9	PUSHPA JAIN	Promoter Group	40000
10	GENDA LAL JAIN	Promoter Group	40000
11	GENDA LAL JAIN HUF	Promoter Group	40000
12	GARIMA SONI	Key Managerial Personnel	4000
13	KARTIK SINGH MEHTA	Key Managerial Personnel	2000

Except the above, none of the promoters, Directors or Key Managerial Personnel intends to subscribe to any shares pursuant to proposed preferential issue of Equity Shares.

### **C. Shareholding Pattern of the Company before and after the Preferential Issue of Equity Shares.**

The shareholding Pattern of the Company giving the position as on 31<sup>st</sup> December, 2017 and after considering the proposed preferential issue of Equity Shares is provided hereunder:

Category of Shareholder	Pre Issue Shareholding Structure		No. of Equity Shares to be Allotted	Post Issue Shareholding Structure	
	No. of shares held	% of shares		No. of shares held	% of shares
<b>Shareholding of Promoter and Promoter Group</b>					
<b>Indian</b>					
Individual/HUF	1983150	51.17	1100000	3083150	57.36
Central/State Gov	-	-	-	-	-
Fins / Banks	-	-	-	-	-
Any Other specify- Bodies Corporates	258000	6.66	-	258000	4.80
<b>Sub Total (A)(1)</b>	<b>2241150</b>	<b>57.83</b>	<b>1100000</b>	<b>3341150</b>	<b>62.16</b>
<b>Foreign</b>					
Indv./NRI For Ind.	-	-	-	-	-
Government	-	-	-	-	-
Institutions	-	-	-	-	-
Foreign Portfolio Investor	-	-	-	-	-
Any Other Specify	-	-	-	-	-
<b>Sub Total (A)(2)</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>





<b>Total Shareholding of Promoter and Promoter Group Total (A)= (A)(1)+(A)(2)</b>	<b>2241150</b>	<b>57.83</b>	<b>1100000</b>	<b>3341150</b>	<b>62.16</b>
<b>Public shareholding</b>					
<b>Institutions</b>					
Mutual Funds	-	-	-	-	-
Venture Capital Funds	-	-	-	-	-
Alternate Investment Funds	-	-	-	-	-
Foreign Venture Capital Investors	-	-	-	-	-
Foreign Portfolio Investors	-	-	-	-	-
Financial Institutions/ Banks	-	-	-	-	-
Insurance Companies	-	-	-	-	-
Provident Funds/ Pension Funds	-	-	-	-	-
Any Other (specify)	-	-	-	-	-
<b>Sub-Total (B)(1)</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>
<b>Central Government/ State Government(s)/ President of India</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>
<b>Sub-Total-(B)(2)</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>
<b>Non-institutions</b>					
<b>Individuals</b>					
i) Individual share capital upto Rs. 2 Lacs	721270	18.61	128000	849270	15.80
ii) Individual share capital in excess of Rs. 2 Lacs	390000	10.07	232000	622000	11.57
NBFCs registered with RBI	-	-	-	-	-
Employee Trusts	-	-	-	-	-
Overseas Depositories holding DRs) (balancing figure)	-	-	-	-	-
Any Other :					
<b>Bodies Corporates</b>	<b>414000</b>	<b>10.68</b>	<b>-</b>	<b>414000</b>	<b>7.71</b>
<b>Clearing Members</b>	<b>6980</b>	<b>0.18</b>	<b>-</b>	<b>6980</b>	<b>0.12</b>
<b>HUF</b>	<b>102000</b>	<b>2.63</b>	<b>40000</b>	<b>142000</b>	<b>2.64</b>
<b>Sub-Total (B)(3)</b>	<b>1634250</b>	<b>42.17</b>	<b>400000</b>	<b>2034250</b>	<b>37.84</b>
<b>Total (B)= B)(1)+(B)(2)+(B)(3)</b>	<b>1634250</b>	<b>42.17</b>	<b>400000</b>	<b>2034250</b>	<b>37.84</b>
<b>TOTAL (A)+(B)</b>	<b>3875400</b>	<b>100.00</b>	<b>1500000</b>	<b>5375400</b>	<b>100.00</b>
<b>Non Promoter Non Public</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>
Shares underlying DRs	-	-	-	-	-
Shares held by Employee Trusts	-	-	-	-	-
<b>GRAND TOTAL (A)+(B)+(C)</b>	<b>3875400</b>	<b>100.00</b>	<b>1500000</b>	<b>5375400</b>	<b>100.00</b>

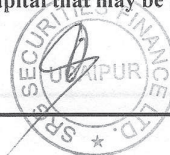
*The post shareholding structure may change depending upon any other corporate action in between.*

**D. Proposed Time within which the Preferential Issue shall be completed:**

In terms of Regulation 74(1) of the SEBI ICDR Regulations, 2009, preferential allotment to proposed Allottee pursuant to the special resolution will be completed within a period of 15(fifteen) days from the date of passing of resolution as set out at item no 1.

Provided that where the allotment is pending on account of pendency of any application for approval or permission of any regulatory authority, if applicable, the allotment would be completed within 15 (fifteen) days from the date of such approval or within such further period as may be prescribed or allowed by SEBI , Stock Exchange or other concerned authorities.

**E. Identity of the Proposed Allottee (s) and the percentage of post preferential issue capital that may be held by them:**





Name of the Proposed Allottee	Category	Pre Issue Shareholding Structure		No. of Equity Shares to be allotted	Post Issue Shareholding Structure	
		No.	%		No.	%
VINOD KUMAR JAIN	PROMOTER	518700	13.38	320000	838700	15.60
SEEMA JAIN	PROMOTER	294900	7.61	240000	534900	9.95
VINOD JAIN HUF	PROMOTER	156750	4.04	100000	256750	4.78
RAJESH JAIN	PROMOTER	364200	9.40	100000	464200	8.64
ARCHIS JAIN	PROMOTER	72000	1.86	60000	132000	2.46
HRIDAY JAIN	PROMOTER	0	0.00	60000	60000	1.12
AARTI JAIN	PROMOTER	127500	3.29	60000	187500	3.49
JIKISHA JAIN	PROMOTER	85650	2.21	40000	125650	2.34
PUSHPA JAIN	PROMOTER	103500	2.67	40000	143500	2.67
GENDA LAL JAIN	PROMOTER	130200	3.36	40000	170200	3.17
GENDA LAL JAIN HUF	PROMOTER	86250	2.23	40000	126250	2.35
NARENDRAKUMAR AMBALAL NAWLAKHA	PUBLIC	12000	0.31	60000	72000	1.34
MAINA N NAWELAKHA	PUBLIC	12000	0.31	60000	72000	1.34
NARENDRA AMBALAL NAWELAKHA (HUF)	PUBLIC	0	0.00	40000	40000	0.74
SANJAY BHANDARI	PUBLIC	0	0.00	40000	40000	0.74
LATA BHANDARI	PUBLIC	0	0.00	40000	40000	0.74
MANOJ BISARTI	PUBLIC	0	0.00	32000	32000	0.60
MUKESH BISARTI	PUBLIC	0	0.00	20000	20000	0.37
MANAV BHANDARI	PUBLIC	0	0.00	20000	20000	0.37
NARESH KUMAR JAIN	PUBLIC	0	0.00	20000	20000	0.37
PUSHPENDRA KUMAR JAIN	PUBLIC	0	0.00	16000	16000	0.30
GARIMA SONI	PUBLIC	0	0.00	4000	4000	0.07
SUNAINA NAGAR	PUBLIC	0	0.00	4000	4000	0.07
LAVANG MURDIA	PUBLIC	6000	0.15	4000	10000	0.19
ASHOK MODI	PUBLIC	6000	0.15	4000	10000	0.19
PREM KUMAR	PUBLIC	0	0.00	2000	2000	0.04
HITESH SONI	PUBLIC	0	0.00	2000	2000	0.04
SUNIL SHARMA	PUBLIC	0	0.00	2000	2000	0.04
ASHISH GEHLOT	PUBLIC	0	0.00	2000	2000	0.04
UMESH VYAS	PUBLIC	0	0.00	2000	2000	0.04
VISHAL SINGH SINDAL	PUBLIC	0	0.00	2000	2000	0.04
KRATI JAIN	PUBLIC	0	0.00	2000	2000	0.04
DAL CHAND NAGDA	PUBLIC	6000	0.15	2000	8000	0.15
RICHA BHANDARI	PUBLIC	0	0.00	2000	2000	0.04
ANKIT R GUPTA	PUBLIC	0	0.00	2000	2000	0.04
VISHNU	PUBLIC	0	0.00	2000	2000	0.04
ASHISH KUMAR RATHORE	PUBLIC	0	0.00	2000	2000	0.04
CHATER SINGH JAIN	PUBLIC	6000	0.15	2000	8000	0.15
SHALINI DHARMAWAT	PUBLIC	0	0.00	2000	2000	0.04
BHUPESH KUMAR JAIN	PUBLIC	0	0.00	2000	2000	0.04
LOKENDRA SINGH CHAUHAN	PUBLIC	0	0.00	2000	2000	0.04
DILIP KUMAR SINGHVI	PUBLIC	0	0.00	2000	2000	0.04
KARTIK SINGH MEHTA	PUBLIC	0	0.00	2000	2000	0.04

*The post shareholding structure may change depending upon any other corporate action in between.*

The Identity of the natural persons who are ultimate beneficial owners of the Equity Shares proposed to be allotted and/or who ultimately control the proposed allottees is as follows:

Name of the Proposed Allottee	Details of Ultimate Beneficial Owner
GENDA LAL JAIN HUF	GENDA LAL JAIN- KARTA
VINOD JAIN HUF	VINOD KUMAR JAIN- KARTA
NARENDRA AMBALAL NAWELAKHA (HUF)	NARENDRA KUMAR NAWLAKHA - KARTA





**F. Consequential changes in the voting rights and change in management:**

As a result of proposed preferential issue of equity shares, there will be no change in the control or management of the company. However, voting rights will change in accordance with the shareholding pattern.

**G. Lock In Period:**

The Equity Shares to be allotted on a preferential basis to promoters and promoter group shall be locked-in for a period of three years from date of trading approval granted for the specified securities and Equity Shares to be allotted on a preferential basis to persons other than promoter and promoter group, shall be subject to Lock-in for a period of one year from the date of trading approval for such equity shares in accordance with Regulation 78(2) of the SEBI ICDR Regulations, 2009.

Provided that not more than twenty per cent of the total capital of the issuer shall be locked-in for three years from the date of trading approval.

Provided further that equity shares allotted in excess of the twenty per cent shall be locked-in for one year from the date of trading approval.

The entire pre-preferential allotment shareholding of the proposed Allottee shall be locked-in from the relevant date upto a period of six months from the date of trading approval as per Regulation 78(6) of the SEBI ICDR Regulations, 2009.

**H. Issue Price and Relevant Date:**

The Relevant Date on the basis of which the price of the issue of Equity shares shall be calculated is January 19, 2018 i.e. 30 days prior to the date of declaration through Postal Ballot Process.

It is proposed to issue Equity Shares at an issue price of Rs. 25/- per share (including premium of Rs. 15/- per share) as determined in compliance with the provisions of chapter VII of SEBI ICDR Regulations and other applicable laws.

**I. Re-computation of Issue Price:**

The Board of Directors of the Company undertakes that:

Company shall recompute the price, if necessary, in terms of the provisions of the SEBI ICDR Regulations, 2009.

**J. Auditor's Certificate:**

The certificate from M/s PKJ & Co., Chartered Accountants, Mumbai, being the statutory auditors of the Company certifying that the preferential issue is being made in accordance with the requirements of Chapter VII of the SEBI ICDR Regulations, shall be available for inspection at the registered office of the Company up to the date of declaration of results.

**K. Disclosure with regard to the names of issuer, its promoters or any of its Directors not appearing in the list of willful defaulters as issued by RBI.**

Neither the Company's name nor any of its promoter's or Director's name is appearing in the list of willful defaulters categorized by any bank or financial institution or consortium thereof.

**L. Company had not made any allotment on preferential basis during the year.**

**Nature of concern of interest of promoter / Directors / Key managerial personnel:**

Section 62 of the Companies Act provides inter-alia, that when it is proposed to increase the issued capital of a Company by allotment of further shares, etc. such further shares shall be offered to the existing shareholders of the Company in the manner laid down in section unless the shareholders in general meeting decide otherwise by passing resolution. Therefore, consent of the shareholders by way of special resolution is being sought pursuant to the provisions of section 42 and 62 and all the other applicable provisions of the Companies Act read with SEBI ICDR Regulations, 2009.

The members are, therefore, requested to accord their approval authorizing the Board of Directors for proceeding with the proposed private placement and/or preferential as set out in the resolution at item no.1.

Mr. Vinod K. Jain, Managing Director, Mrs. Seema Jain, Director and relatives thereof, Ms. Garima Soni, Company Secretary, Mr. Kartik Singh Mehta, CFO are related to this resolution. Except the above, none of the Directors or Key Managerial Personnel or their relatives are in any way concerned or interested in the above referred resolution except to the extent of their shareholding.

Registered Office:  
322, SM Lodha Complex,  
Near Shastri Circle,  
Udaipur (Raj.)-313001

By the order of Board  
For S R G Securities Finance Limited

Sd/-  
Vinod K. Jain  
Managing Director  
DIN: 00248843

Date: 19.01.2018  
Place: Udaipur







## S R G SECURITIES FINANCE LIMITED

322, S.M. Lodha Complex, Near Shastri Circle, Udaipur (Rajasthan)-313001 CIN: L67120RJ1995PLC009631;

Website: [www.srgfin.com](http://www.srgfin.com); Email: [srgsecurities@gmail.com](mailto:srgsecurities@gmail.com); Phone No: 0294-2561882; Fax: 0294-5104446

### POSTAL BALLOT FORM

(To be returned to the scrutinizer appointed by the company)

SERIAL No: .....

1. Name & Address of the shareholder(s)  
Including Joint Holders  
(IN BLOCK LETTERS)

2. DP Id. No. /Client Id No.

3. No. of Equity Shares held

4. Email Id

5. I/we hereby exercise my/our vote in respect of the Special Resolutions to be passed through Postal Ballot for the business stated in the Postal Ballot Notice of the Company by sending my/ our assent or dissent to the said resolutions by placing tick(✓) mark at the appropriate box below:

Item No.	Description of Resolutions	No. of shares	I/we assent to the Resolution (For)	I/we dissent to the Resolution (Against)
1.	ISSUANCE OF EQUITY SHARES PREFERENTIAL BASIS			

Date:

Place:

Signature of the member

Note:

1. Please read the instructions printed overleaf carefully before exercising your vote.
2. Last date for receipt of Postal Ballot Forms by Scrutinizer is Monday 19<sup>th</sup> February, 2018.





## PROCEDURE AND INSTRUCTIONS FOR POSTAL BALLOT

1. A shareholder desiring to exercise vote by Postal Ballot may complete this Postal Ballot Form (no other form or photocopy thereof is permitted) and send it to the Scrutinizer, Mr. Ketan Jain C/o Ketan & Co.183, 12 Ashok Nagar, Udaipur- 313001 in the attached self addressed business reply envelope, postage will be borne and paid by the company. However, envelopes containing Postal Ballot Form(s), if sent by courier or registered/ speed post at the expense of the Shareholder will also be accepted.
2. Please convey your assent/ dissent in this postal ballot form only. The assent or dissent received in any other form shall not be considered valid.
3. The self addressed business reply envelope bears the address of the scrutinizer appointed by the company. This form should be completed and signed by the Shareholder (as per the specimen signature registered with the Company/Depository Participants.) In case of joint holding, this form should be completed and signed by the first named Shareholder and in his absence, by the next named shareholder. In case Postal Ballot Form is signed through a Delegate, a copy of Power of Attorney attested by the member shall be annexed to the Ballot.
4. The consent must be accorded by recording the assent in the column "FOR" and Dissent in the column "AGAINST" by placing tick (✓) mark in the appropriate column.
5. Duly completed Postal Ballot Form should reach to the Scrutinizer not later than 19<sup>th</sup> February, 2018. All Postal ballot Forms received after the said date and hours will be strictly treated as is reply from such Shareholder(s) has not been received.
6. There will be only one Postal Ballot for every folio irrespective of the number of joint shareholders(s).
7. In case of shares held by companies, trusts, societies, etc. the duly completed Postal Ballot Form should be accompanied by a certified true copy of Board Resolution/ authorizing giving requisite authority to the person voting on the postal ballot form, together with the duly attested specimen signature(s) of authorized signatories.
8. A shareholder may request for a duplicate Postal Ballot, if so required. However, duly completed duplicate Postal Ballot Form should reach the scrutinizer not later than the last date of receipt of postal ballot form, i.e. Monday 19<sup>th</sup> February, 2018.
9. The Notice is being sent to all the Members, whose names appear on the Register of Members and list of Beneficial Owners as received from National Depository Limited (NSDL)/ Central Depository Services (India) Limited (CDSL) on 12<sup>th</sup> January, 2018. Voting shall be reckoned on the paid up value of shares registered in the name of the shareholders as on 12<sup>th</sup> January, 2018.
10. Shareholders are requested not to send any other paper along with the postal ballot form in the enclosed self addressed business reply envelope, as all such envelopes will be sent to the Scrutinizer and extraneous paper found in such envelope would be destroyed by the Scrutinizer.
11. A shareholder need not use all the votes nor need to cast all the votes in the same way.
12. The Scrutinizer's decision on the validity of a postal ballot will be final and binding.
13. Incomplete, unsigned or incorrect Postal Ballot Forms will be rejected.
14. In the events, the draft resolution is assented to by the requisite majority of shareholders by means of postal ballot; the date of declaration of Postal Ballot result shall be deemed to be the date of passing of the said resolution.
15. All documents referred to in the accompanying Notice and the Explanatory Statement shall be open for inspection at the Registered Office of the Company during normal business hours (10.00 am to 5.00 pm) on all working days, upto 19<sup>th</sup> February, 2018.
16. Contact Details:-

**Registrar and Transfer Agent**  
Sharex Dynamic (India) Pvt. Ltd.  
Unit No.1, Luthra Industrial Premises,  
Andheri Kurla Road, Safed Pool,  
Andheri - East, Mumbai - 400 072.  
Phones : 022 - 28515606, 28515644.  
Fax : (022) 28512885  
email: [sharexindia@vsnl.com](mailto:sharexindia@vsnl.com)  
Website : [www.sharexindia.com](http://www.sharexindia.com)

**Compliance Officer**  
Ms. Garima Soni  
Company Secretary cum compliance officer  
322, SM, Lodha Complex, Near Shastri Circle,  
Udaipur (Rajasthan)-313001  
Phone: 0294-2561882  
Fax: 294-5104446  
email: [srgsecurities@gmail.com](mailto:srgsecurities@gmail.com)  
Website: [www.srgfin.com](http://www.srgfin.com)

