



SHARYANS RESOURCES LIMITED

Ref: SRL / BSE / 2012-13

19th December, 2012

The Secretary,
Bombay Stock Exchange Limited
P. J. Towers, Dalal Street,
Mumbai – 400 001.

Dear Sirs,

Sub : Declaration of the Results of voting conducted by Postal Ballot in terms of the Notice dated 08th November, 2012.

Scrip Code: 511413

ISIN: INE559D01011

Pursuant to the Companies (Passing of the Resolution by Postal Ballot) Rules, 2011, approval of the Members of the Company was sought by means of Postal Ballot vide Notice dated 08th November, 2012, for the purpose of Issue of 25,00,000 (Twenty Five Lacs Only) of Rs.10/- on Preferential Basis vide special resolution as required under Section 81(1A) of the Companies Act, 1956.

Based on the Scrutinizer's Report dated 19th December, 2012, the Results of Postal Ballot were declared on 19th December, 2012 at the Registered Office of the Company, at 4th floor, Kalpataru Heritage, 127, M. G. Road, Fort, Mumbai – 400 001 as follows:

1. **Special Resolution under Section 81(1A) of the Companies Act, 1956 for issue of 25,00,000 (Twenty Five Lacs Only) of Rs.10/- each on Preferential Basis -**

	Total Number of Members	Number of Votes	Percentage of Votes
Total Postal Ballots received	131	92,42,697	
Less: Invalid Postal Ballots	6	4,501	
Net Valid Postal Ballots received	125	92,38,196	100.00%
Postal Ballots - in favour of the Resolution	108	92,13,803	99.74%
Postal Ballots - against the Resolution	17	24,393	0.26%

Certified true copy of the Special Resolution is enclosed herewith for your reference.

Kindly take the same on your record & oblige. *scrutinizers report is enclosed.*

Thanking you,

Yours faithfully,
For **SHARYANS RESOURCES LTD.**


BINA SHAH
Company Secretary



SHARYANS RESOURCES LIMITED

CERTIFIED TRUE COPY OF THE SPECIAL RESOLUTION PASSED THROUGH POSTAL BALLOT THE RESULT OF WHICH WAS DECLARED ON WEDNESDAY, THE 19TH DECEMBER, 2012 AT 5.00 P.M. AT THE REGISTERED OFFICE OF THE COMPANY AT 4TH FLOOR, KALPATARU HERITAGE, 127, M. G. ROAD, FORT, MUMBAI – 400001.

ISSUE OF SHARES ON PREFERENTIAL BASIS:

“RESOLVED THAT in accordance with the provisions of Section 81, 81(1A) and all other applicable provisions, if any, of the Companies Act, 1956 ('Act') (including any amendment to or re-enactment thereof) and in accordance with the existing Preferential Issue regulations issued by the Securities & Exchange Board of India ("SEBI") contained in Chapter VII of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009 as amended (the "SEBI ICDR Regulations") and subject to all necessary approvals, consents, permissions and / or sanctions of the Government of India, Reserve Bank of India, Foreign Investment Promotion Board, Secretariat of Industrial Approvals under the Foreign Exchange Management Act, 1999 or any other Statutory or Local Authority (including any statutory modification or re-enactment thereof, for the time being in force) and other applicable laws and enabling provisions in the Memorandum and Articles of Association of the Company and the Listing Agreements entered into by the Company with the Stock Exchange where the shares of the Company are listed and subject to such terms and conditions as may be determined by the Board of Directors of the Company (hereinafter referred to as 'the Board' which expression shall include any Committee constituted for the time being, thereof) and subject to such conditions and modifications as may be prescribed or imposed by any of them while granting such approvals, consents, permissions or sanctions and agreed to by the Board, the consent and approval of the Company be and is hereby accorded to the Board and the Board be and is hereby authorized on behalf of the Company to create, offer, issue for cash and allot, from time to time, in one or more tranches, equity shares on non-repatriation basis to following allottee who is Non Resident Indian ('NRI'), on preferential basis in such manner and on such terms and conditions as may be determined by the Board in its absolute discretion; provided that the aggregate number of equity shares of the Company so issued shall not exceed 25,00,000 fully paid up equity shares of the face value of ` 10/- each and the price payable for each share shall be 75/- (including a premium of ` 65/-) per equity share, which is higher than the price determined in accordance with the applicable SEBI ICDR Regulations.

Name of the Allottee	No. of Equity Shares (Non repatriation) of Rs.10/- each
Mr. Pishu V. Chainani (NRI)	25,00,000
Total	25,00,000



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RESOLVED FURTHER THAT the 'Relevant Date' under SEBI ICDR Regulations on Preferential Issue basis, in relation to the offer and issue of equity shares on non- repatriation basis, for the purpose of determining the issue price is November 17, 2012, being the date 30 (Thirty) days prior to the last date of receipt of postal ballot (deemed date of General Meeting), i.e. December 17, 2012.

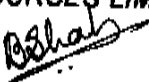
RESOLVED FURTHER THAT the said equity shares issued and allotted in terms of this resolution shall rank *pari passu* in all respects with the existing equity shares of the Company and be listed on the Stock Exchanges where the equity shares of the Company are listed.

RESOLVED FURTHER THAT for the purpose of giving effect to the above, the Board be and is hereby authorized on behalf of the Company to take all actions and do all such acts, deeds, matters and things as it may, in its absolute discretion, deem necessary, desirable or expedient for the issue or allotment of aforesaid equity shares and listing thereof with the Stock Exchange(s) as appropriate and to resolve and settle all questions and difficulties that may arise in the proposed issue, offer, allotment and listing of the equity shares at any stage, including utilization of the issue proceeds.

RESOLVED FURTHER THAT the Board be and is hereby authorized to delegate all or any of the powers herein conferred to any Committee of Directors or any other Director(s) or executive(s)/officer(s) of the Company to do all such acts, deeds, matters and things as also to execute such documents, writings etc. as may be necessary to give effect to the aforesaid resolution."

CERTIFIED TRUE COPY

For SHARYANS RESOURCES LIMITED


Company Secretary

V. V. CHAKRADEO & CO.

COMPANY SECRETARIES

B - 301, Matoshree Residency CHS, 65, Prarthana Samaj Road,
Vile Parle (East), Mumbai 400 057.

TEL. NO. 26116821
CELL NO. 98200 48732

Email:vvchakra@gmail.com

19th December, 2012

The Managing Director,
Sharyans Resources Limited
Mumbai

Dear Sirs,

Sub: Scrutinizers Report on Special Resolution U/s. 81(1A) of the Companies Act, 1956 by Postal Ballot.

I was appointed by the Board of Directors of the Company at its meeting held on 08th November, 2012 to act as the Scrutinizer & to give report on the Special Resolution under Section 81(1A) of the Companies Act, 1956 to be passed by way of postal ballot process as specified under Companies (Passing of Resolution by Postal Ballot) Rules, 2011.

in respect of which the notice dated 08th November, 2012 was dispatched on 17th November, 2012.

The last date fixed for receipt of Postal Ballot was 17th November, 2012.

I hereby submit report as under:

1. The Company on 17th November, 2012 completed, the dispatch of postal ballot forms along with postage prepaid business reply envelopes to its Members whose name(s) appeared on the Register of Members / list of beneficiaries as on 09th November, 2012.
2. I have taken the assistance of the Company's share transfer agent, M/s. Link Intime India Private Limited for the verification of postal forms and signatures thereon.
3. The postal ballot forms were kept under the safe custody of M/s. Link Intime India Private Limited – the Registrar & Share Transfer Agent of the Company.
4. Entire process, including opening and verification of postal ballot forms, was conducted under my supervision.
5. All postal ballot forms received upto the close of working hours 17th December, 2012, (time fixed by the Company for receipt of the forms) were considered for scrutiny.
6. Envelopes containing postal ballot forms received after 17th December, 2012 were not considered for scrutiny

Contd....



V. V. CHAKRADEO & CO.
COMPANY SECRETARIES
B - 301, Matoshree Residency CHS, 65, Prarthana Samaj Road,
Vile Parle (East), Mumbai 400 057.

TEL. NO. 26116821
Email: vvchakra@gmail.com
CELL NO. 98200 48732

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7. Particulars of the postal ballot forms received from the Members have been entered in a register separately maintained for the purpose.
8. A summary of the postal ballot forms received along with result of the voting conducted through postal ballot is given below -

VOTING PATTERN OF SPECIAL RESOLUTION PASSED BY POSTAL BALLOT

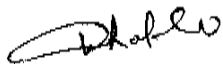

1. **Special Resolution under Section 81(1A) of the Companies Act, 1956 for issue of 25,00,000 (Twenty Five Lacs Only) of Rs.10/- each on Preferential Basis -**

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As the number of Equity Shares voted in favour is more than thrice the number of Equity Shares voted against the resolution, the resolution has therefore been approved by the members with the requisite majority.

You may accordingly declare the result of the voting through postal ballot.

Thanking you,

V V Chakradeo
COP1705