



LKP Finance Ltd.

112-A / 203, EMBASSY CENTRE, NARIMAN POINT, MUMBAI - 400 021.

TEL.: 4002 47 85 / 86 • FAX : 2287 47 87

PROCEEDINGS OF THE THIRTY FIRST ANNUAL GENERAL MEETING OF THE MEMBERS OF LKP FINANCE LTD. HELD AT M. C. GHIA HALL, BHOGILAL HARGOVINDAS BUILDING, 18/20, K. DUBASH MARG, MUMBAI 400 001 ON THURSDAY, 11TH JUNE 2015 AT 11.00 A.M.

MEMBERS PRESENT:

Total attendance was 34 as verified from attendance slips submitted, 1 proxies received and 9 Authorisations u/s 113 of the Companies Act, 2013 were received.

DIRECTORS PRESENT:

Mr. Mahendra V. Doshi	-	Executive Chairman
Mr. Vineet Suchanti	-	Independent Director – Chairman of Audit Committee
Mrs. Anjali Suresh	-	Independent Woman Director
Mr. Pratik M. Doshi	-	Director

IN ATTENDANCE :

Mr. S. S. Gulati	-	Head Corporate Affairs -CFO
Mr. Girish Innani	-	General Manager (Legal) & Company Secretary
Mr. A. D. Shenoy	-	Partner -Ford, Rhodes & Parks & Co, Statutory Auditors

The Meeting commenced at 11.00 a.m.

1. Mr. Mahendra V. Doshi, Chairman of the Board, took the Chair. After satisfying himself that there was adequate requisite quorum present, Mr. Doshi declared the meeting to be duly constituted and commenced the proceedings. He welcomed the Members to the Thirty First Annual General Meeting of the Company. He thereafter introduced the other Board members on the dais to the members present. Further he informed the members that Mr. Harihar Padmanabhan and Mr. Sayanta Basu could not attend the meeting due to their other commitments.
2. The Chairman informed the members that the company has received 1 proxies for 355 shares and 9 representation from Corporates for aggregate 39,85,216 shares under section 113 of the Companies Act, 2013 which constituting 32.67 % of the Paid up capital of the company.
3. Notice convening the Thirty First Annual General Meeting, the Directors' Report and the Audited Accounts were taken as read with the permission of the members.
4. The Chairman informed the meeting that the requisite Statutory Books with other related documents, were placed on the table for inspection of the Members.
5. The Chairman requested the Company Secretary to read the Auditors' Report and accordingly as desired by the some members, Mr. Girish Innani read the Auditors' Report dated 5th May 2015.
6. Chairman informed the meeting that in compliance with the law, all the members were given an option to vote through electronic means on all the resolutions of the Notice using the NSDL platform.



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7. The Chairman informed the meeting that the Board of Directors have appointed Mr. V. Ramchandran, Proprietor of VR Associates a Company Secretary in whole time practice as the scrutinizers to scrutinize the e-voting & ballot process in a fair and transparent manner.
8. The e-voting period commenced on 8th June, 2015 at 9.00 A.M. and ended on 10th June, 2015 at 5.00 P.M.

The new provisions of the Companies Act, 2013 mandates that where the company has made e-voting facility available to its members as per rule 20 of the Companies (Management and Administration) Rules 2014, voting on all the resolutions by the members present at the General meeting would also be taken through poll. Chairman therefore on his own motion ordered poll to be taken on all the resolutions set out in the Notice.

The Chairman then requested to Shareholders to exercise their voting rights by Ballot papers by those shareholders who have not e. voted till 10th June 2015.

He then moved the following resolutions which were duly proposed & seconded and were then put to vote through poll :-

1.	To receive, consider and adopt the Audited Statement of Profit & Loss Account for the Financial Year ended on 31st March, 2015 and the Balance Sheet as at that date and the Reports of the Directors and Auditors thereon.	Ordinary Resolution
2.	To declare dividend on equity shares.	Ordinary Resolution
3.	To appoint a Director in place of Mr. Pratik M. Doshi (holding DIN 00131122), who retires by rotation and being eligible offers himself for re-appointment.	Ordinary Resolution
4.	To appoint M/s. Ford, Rhodes, Parks & Co., Chartered Accountants (ICAI Registration No. 102860W) as statutory auditors of the Company and fix their remuneration.	Ordinary Resolution
5.	To adoption of alteration of Articles of Association of the Company.	Special Resolution
6.	To consider and if thought fit to pass with or without modification, the following resolution as an Ordinary Resolution for appointment of Mrs. Anjali Suresh (holding DIN 02545317), as Director of the Company.	Ordinary Resolution

The Meeting was then terminated with vote of thanks to the Chair.

Based on the scrutinizer's report, the Chairman declared that all resolutions have been passed with requisite majority. Accordingly we inform you that all the aforesaid resolutions have been passed with requisite majority.

The result & the scrutinizer's Report are being posted on the website of the company. Simultaneously the result would also be informed to NSDL



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June 12, 2015

To
Dy General Manager
B S E Ltd.
Department of Corporate Services
P.J. Towers,
Dalal Street, Fort,
Mumbai 400 001

Dear Sir,

Sub: Intimation under Clause 35A of Listing Agreement
Script Code: 507912

This is to inform you that 31st Annual General Meeting of the Company held on 11th June 2015, at 11.00 a. m. at M. C. Ghia Hall, Bhogilal Hargovindas Building, 18/20, K. Dubash Marg, Mumbai 400 001. We herewith furnish following information in connection with the AGM held:

Date of the AGM : 11th June 2015

Total number of shareholders on record date: 5800

No. of shareholders present in the meeting either in person or through proxy: 34

Promoters and Promoter Group: 10

Public: 24

No. of Shareholders attended the meeting through Video Conferencing Nil

Promoters and Promoter Group: Nil

Public: Nil

Details of the Agenda:

1. ADOPTION OF AUDITED FINANCIAL STATEMENTS FOR YEAR ENDED 31ST MARCH 2015

Resolution required: Ordinary

Mode of voting: Ballot Papers and E-voting

In case of Poll/Postal ballot/E-voting: --

Promoter/Public	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 and Promoter Group	7858060	7858060	100	7858060	Nil	100	Nil
Public – Institutional holders	356597	Nil	Nil	Nil	Nil	Nil	Nil
Public-Others	3983366	899797	22.59	899797	Nil	100	Nil
Total	12198023	8757857	71.79	8757857	Nil	100	Nil



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2. DECLARATION OF DIVIDEND

Resolution required: Ordinary

Mode of voting: Ballot Papers and E-voting

In case of Poll/Postal ballot/E-voting:--

Promoter/Public	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 and Promoter Group	7858060	7858060	100	7858060	Nil	100	Nil
Public – Institutional holders	356597	Nil	Nil	Nil	Nil	Nil	Nil
Public-Others	3983366	899807	22.59	899807	Nil	100	Nil
Total	12198023	8757867	71.79	8757867	Nil	100	Nil

3. RE-APPOINTMENT OF MR. PRATIK M. DOSHI AS DIRECTOR

Resolution required: Ordinary

Mode of voting: Ballot Papers and E-voting

In case of Poll/Postal ballot/E-voting:

Promoter/Public	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 and Promoter Group	7858060	7858060	100	7858060	Nil	100	Nil
Public – Institutional holders	356597	Nil	Nil	Nil	Nil	Nil	Nil
Public-Others	3983366	899107	22.57	899007	100	99.99	0.01
Total	12198023	8757167	71.79	8757067	100	99.99	0.01

4. APPOINTMENT OF STATUTORY AUDITORS

Resolution required: Ordinary

Mode of voting: Ballot Papers and E-voting)

In case of Poll/Postal ballot/E-voting:--

Promoter/Public	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 and Promoter Group	7858060	7858060	100	7858060	Nil	100	Nil

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Public – Institutional holders	356597	Nil	Nil	Nil	Nil	Nil	Nil
Public-Others	3983366	899757	22.59	899657	100	99.99	0.01
Total	12198023	8757817	71.79	8757717	100	99.99	0.01

5. ADOPTION OF NEW SET OF ARTICLES OF ASSOCIATION

Resolution required: Special

Mode of voting: Ballot Papers and E-voting

In case of Poll/Postal ballot/E-voting:--

Promoter/Public	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 and Promoter Group	7858060	7858060	100	7858060	Nil	100	Nil
Public – Institutional holders	356597	Nil	Nil	Nil	Nil	Nil	Nil
Public-Others	3983366	899807	22.59	899807	Nil	100	Nil
Total	12198023	8757867	71.79	8757867	Nil	100	Nil

6. APPOINTMENT OF MRS. ANJALI SURESH AS AN INDEPENDENT WOMAN DIRECTOR

Resolution required: Ordinary

Mode of voting: Ballot Papers and E-voting

In case of Poll/Postal ballot/E-voting:

Promoter/Public	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 and Promoter Group	7858060	7858060	100	7858060	Nil	100	Nil
Public – Institutional holders	356597	Nil	Nil	Nil	Nil	Nil	Nil
Public-Others	3983366	899807	22.59	899807	Nil	100	Nil
Total	12198023	8757867	71.79	8757867	Nil	100	Nil

For LKP Finance Ltd.

G5/3, Jai Padma, Bangur Nagar, Goregaon (West), Mumbai - 400 104.
Tel.: 28774305 • Mobile : 98214 47548 • E-mail : vram25@gmail.com
Service Tax Regn. No. ACSPV8251AST001
PAN : ACSPV8251A

12th June, 2015.

COMBINED REPORT OF THE SCRUTINIZER ON THE REMOTE E-VOTING AND VOTING BY POLL CONDUCTED AT THE 31ST AGM OF LKP FINANCE LIMITED HELD ON 11TH JUNE, 2015

The Chairman
LKP Finance Limited

31st Annual General Meeting of the Equity Shareholders of LKP Finance Limited held on Thursday, 11th June, 2015 at 11.00 a.m. at the MC Ghia Hall, Bhogilal Hargovindas Building, 18/20 K. Dubash Marg, Mumbai 400 001

Sub: *Passing of resolution(s) through electronic voting pursuant to section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management & Administration) Rules, 2014, as amended*

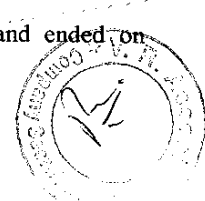
Dear Sirs,

I, V. Ramachandran, proprietor of M/s V.R. Associates, Company Secretaries (Membership no. ACS 7731, CP no. 4731) have been appointed as Scrutinizer by LKP Finance Limited ("the company) as per Board resolution dated 5th May 2015 and Company's letter dated 6th May 2015 pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended and clause 35B of the Listing Agreement with Stock Exchanges for the purpose of remote e-voting as well as the voting by poll taken on all the resolutions at the Annual General Meeting of the Shareholders of the Company held on Thursday, 11th June, 2015 at 11.00 a.m. at M.C. Ghia Hall, Bhogilal Hargovindas Building, 18/20 K. Dubash Marg, Mumbai 400 001 hereby submit my report as under:

The Company had extended facility of remote e-voting to the Members of the Company through NSDL from Monday 8th June, 2015 (9.00 a.m.) to Wednesday, 10th June, 2015 (5.00 p.m.).

Further, on 11th June, 2015 at the 31st AGM, ballot papers were distributed to the Members present in person or by proxy to enable the Members to vote who could not do the remote e-voting.

- 1) The Company had appointed National Securities Depository Limited (NSDL) for the purpose of providing the facility of remote e-voting to the Members of the Company.
- 2) NSDL had set up an electronic voting facility on their website. Viz. www.evoting.nsdl.com. The company had uploaded all the items of business to be transacted at the AGM on the website of NSDL as also its own website i.e. www.lkpsec.com
- 3) The cut off date for despatch of notice of the AGM was 8th May, 2015 and as on that date there were 5790 Members in the Company. NSDL had sent notices of the AGM alongwith the Annual Report and e-voting details by e-mail to 1734 Members whose e-mail details were available with the depositories and for those Members holding shares in physical form and had sent their e-mail details to the RTA. In respect of 4056 Members for whom the e-mail details were not available the notices were sent by courier. The Company completed the despatch of notices to Members on 18th May 2015.
- 4) The notice clearly indicated the process and manner of voting by electronic means including step wise procedure for voting in a secure manner.
- 5) The cut-off date for the purposes of identifying the Members who will be entitled to vote on the resolutions was Friday, 5th June, 2015.
- 6) The remote e-voting period commenced on Monday, 8th June, 2015 at 9.00 a.m. and ended on Wednesday, 10th June, 2015 at 5.00 p.m.



- 7) As prescribed in Rule 20(4)(v), the company released an advertisement, which was published more than 21 days before the date of the AGM, in English in The Financial Express and Marathi in Mumbai Lakshydeep on 21st May 2015. The notice contained the details specified in Rule 20(4)(v) (a) to (h).
- 8) At the end of the voting portal on Wednesday, 10th June, 2015, the voting portal was blocked forthwith. The same was unblocked on 11th June after voting process by poll was completed in the presence of two witnesses viz. Ms. Nimisha Kajaria and Mr. Ravindra Jadhav.
- 9) At the venue of the 31st AGM of the Company held on 11th June, 2015, the facility to vote through polling paper was provided to those Members present in the meeting but could not participate through remote e-voting.
- 10) After the time fixed for closing the poll by the Chairman, one ballot box kept for polling was locked in my presence with due identification mark placed by me.
- 11) The locked ballot box was subsequently opened in my presence along with two witnesses viz. Ms. Nimisha Kajaria and Mr. Ravindra Jadhav and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Company/ Registrar and Transfer Agents of the Company and authorisations/ proxies lodged with the Company.
- 12) The poll papers, which were incomplete and/ or which were otherwise found defective have been treated as invalid and kept separately.
- 13) The results of remote e-voting and the voting by poll are as under:

Item No. 1:

ORDINARY RESOLUTION

ADOPTION OF AUDITED FINANCIAL STATEMENTS, DIRECTORS REPORT & AUDITORS REPORT FOR YEAR ENDED 31ST MARCH 2015;

Particulars	Remote e-voting			Voting by poll			Total Voting	
	No. of voters	No. of shares	Percentage	No. of poll papers	No. of shares	Percentage	No. of shares	Percentage
Total vote received	33	87,53,905	99.94%	18	4931	0.06%	87,58,836	
Less: Invalid votes	Nil	Nil	Nil	4	979	0.01%	979	
Net valid votes	33	87,53,905	99.95%	14	3952	0.05%	87,57,857	
Voting with Assent	33	87,53,905	99.95%	14	3952	0.05%	87,57,857	100%
Voting with Dissent	0	0	0%	0	0	0%	0	0%



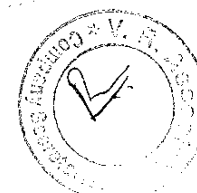
**Item No. 2:
ORDINARY RESOLUTION
DECLARATION OF DIVIDEND;**

Particulars	Remote e-voting			Voting by poll			Total Voting	
	No. of voters	No. of shares	Percentage	No. of poll papers	No. of shares	Percentage	No. of shares	Percentage
Total vote received	33	87,53,905	99.94%	18	4931	0.06%	87,58,836	
Less: Invalid votes	Nil	Nil	Nil	3	969	0.01%	969	
Net valid votes	33	87,53,905	99.95%	15	3962	0.05%	87,57,867	
Voting with Assent	33	87,53,905	99.95%	15	3962	0.05%	87,57,867	100%
Voting with Dissent	0	0	0%	0	0	0%	0	0%

**Item No. 3:
ORDINARY RESOLUTION
RE-APPOINTMENT OF MR. PRATIK M. DOSHI, DIRECTOR;**

Particulars	Remote e-voting			Voting by poll			Total Voting	
	No. of voters	No. of shares	Percentage	No. of poll papers	No. of shares	Percentage	No. of shares	Percentage
Total vote received	32	87,53,205	99.94%	18	4931	0.06%	87,58,136	
Less: Invalid votes	Nil	Nil	Nil	3	969	0.01%	969	
Net valid votes	32	87,53,205	99.95%	15	3962	0.05%	87,57,167	
Voting with Assent	31	87,53,105	99.95%	15	3962	0.05%	87,57,067	100%
Voting with Dissent	1	100	0%	0	0	0	100	0%*

*the percentage of dissenting votes is 0.001%



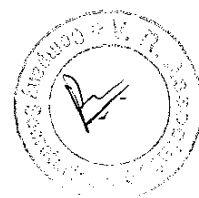
Item No. 4:**ORDINARY RESOLUTION****APPOINTMENT OF M/S FORD, RHODES, PARKS & CO., CHARTERED ACCOUNTANTS AS STATUTORY AUDITORS:**

Particulars	Remote e-voting			Voting by poll			Total Voting	
	No. of voters	No. of shares	Percentage	No. of poll papers	No. of shares	Percentage	No. of shares	Percentage
Total vote received	32	87,53,855	99.94%	18	4931	0.06%	87,58,786	
Less: Invalid votes	Nil	Nil	Nil	3	969	0.01%	969	
Net valid votes	32	87,53,855	99.95%	15	3962	0.05%	87,57,817	
Voting with Assent	31	87,53,755	99.95%	15	3962	0.05%	87,57,717	100%
Voting with Dissent	1	100	0%	0	0	0%	100	0%*

*the percentage of dissenting votes is 0.001%

Item No. 5:**SPECIAL RESOLUTION****ALTERATION OF ARTICLES OF ASSOCIATION:**

Particulars	Remote e-voting			Voting by poll			Total Voting	
	No. of voters	No. of shares	Percentage	No. of poll papers	No. of shares	Percentage	No. of shares	Percentage
Total vote received	33	87,53,905	99.94%	18	4931	0.06%	87,58,836	
Less: Invalid votes	Nil	Nil	Nil	3	969	0.01%	969	
Net valid votes	33	87,53,905	99.95%	15	3962	0.05%	87,57,867	
Voting with Assent	33	87,53,905	99.95%	15	3962	0.05%	87,57,867	100%
Voting with Dissent	0	0	0%	0	0	0%	0	0%



Item No. 6:

ORDINARY RESOLUTION

APPOINTMENT OF MRS. ANJALI SURESH AS INDEPENDENT WOMAN DIRECTOR:

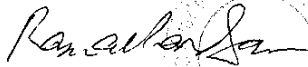
Particulars	Remote e-voting			Voting by poll			Total Voting	
	No. of voters	No. of shares	Percentage	No. of poll papers	No. of shares	Percentage	No. of shares	Percentage
Total vote received	33	87,53,905	99.94%	18	4931	0.06%	87,58,836	
Less: Invalid votes	Nil	Nil	Nil	3	969	0.01%	969	
Net valid votes	33	87,53,905	99.956%	15	3962	0.05%	87,57,867	
Voting with Assent	33	87,53,905	99.95%	15	3962	0.05%	87,57,867	100%
Voting with Dissent	0	0	0%	0	0	0%	0	0%

A compact disc (CD) containing the list of equity shareholders who voted "For", "Against" and those whose votes were declared as invalid for each resolution is enclosed.

The poll papers and all other relevant records were sealed and handed over to the Company Secretary, for safe keeping.

Thank you.

Yours faithfully,
For *V.R. Associates*
Company Secretaries



V. Ramachandran
Proprietor
ACS 7731/ CP 4731