

+91 265 2335444, 2335757, 2358236
2342262, 2334141
P H O N E

+91 265 2335758
F A X I



Transpek Industry Limited
Reg. Office:
6th Floor, Marble Arch
Race Course Circle
Vadodara - 390 007, Gujarat, (India)

Date: 3rd October, 2016

To,
The Bombay Stock Exchange Limited
Pheeroze Jeejeebhoy Towers,
Dalal Street, Fort
Mumbai – 400 001

Ref.: Scrip Code: 506687
Transpek Industry Limited.

Sub: Filing of Special Resolution pursuant to the provisions of Regulation 5 of SEBI (Buy-Back of Securities) Regulation, 1998

Dear Sir,

With reference to the captioned matter, please find enclosed herewith the certified true copy of the special resolution passed by the members of the Company for the proposed Buy-back of its Fully Paid-up Equity Shares of the Face Value of Rs. 10/- each from the existing equity shareholders of the Company from the Open Market using the Electronic Trading Facilities of the Bombay Stock Exchange Limited (BSE) in accordance with Article 22 of Articles of Association of the company, sections 68, 69 and 70 of the Companies Act, 2013 and SEBI (Buy-Back of Securities) Regulations 1998. We have also filed the e-form MGT – 14 with ROC, Gujarat, copy of the form and Challan is also attached herewith for your reference and record please.

Kindly receive the same in order and take the same on records.

Thanking you,
Yours faithfully,
For Transpek Industry Limited

Alak D. Vyas
Dy. Company Secretary &
Compliance Officer

Encl: As above



Works:
At. & Post: Ekabara
Taluka: Padra
Dist.: Vadodara - 391 440
Gujarat (India)
Ph.: +91-2662-244444, 244318, 244309
Fax: +91-2662-244439, 244207



Company Identification No.: L23209GJ1965PLC001343

www.transpek.com
WEBSITE
inquiry@transpek.com
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Certified True Copy of the Statement pursuant to Section 102(1) and 110 of the Companies Act, 2013 and Regulation 5(1) of the Securities and Exchange Board of India (Buy-Back of Securities) Regulations, 1998.

Approval for the Buy-back of Equity Shares of the Company

As per the requirements of Section 102 read with Section 68 and other applicable provisions of the Companies Act, 2013 and the Securities and Exchange Board of India (Buy-back of Securities) Regulations, 1998, the relevant and material information to enable the members to consider and approve the Special Resolution for Buy-back of the Company's shares is set out below.

1. The Board of Directors of the Company at its meeting held on August 12, 2016 approved, subject to the consent of the members of the Company, the proposal for Buy-back of the Company's shares.
2. The Buyback is proposed considering the availability of accumulated reserves, the expected future cash flows from business operations and funding requirements of the Company to fund its future plans. The Buyback proposal is being implemented in keeping with the Company's desire to enhance overall members' value. The Buyback would lead to reduction in outstanding number of Equity Shares and may consequently increase earnings per Equity Share over a period of time. This is likely to lead to improvement in return on net worth and other financial ratios and contribute to maximization of overall members' value.
3. The Company intends to Buy-back Equity Shares of face value of ₹10/- each at a price not exceeding ₹475/- (Rupees Four Hundred Seventy Five only) per equity share (maximum Buy-back price) with the total aggregate amount to be utilised not to exceed ₹13,50,00,000/- (Rupees Thirteen Crores Fifty Lakhs only)(maximum Buy-back size) which is less than 15% of the Company's fully paid-up equity share capital and free reserves as per the standalone audited balance sheet as on March 31, 2016.
4. In terms of Regulation 14(3) of the Buy-back Regulations, the Company shall ensure that at least 50% (fifty Percent) of the Maximum Buy-back Size is utilized for the purposes of Buy-back.
5. The Buy-back is proposed to be implemented by the Company from the Open Market through BSE Limited (hereinafter referred to as "the Stock Exchange" or "BSE").
6. There will be no Buy-back from any persons through negotiated deals whether through the Stock Exchange or through spot transactions or through any private arrangement.



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Vadodara - 390 007, Gujarat, (India)

Certified True Copy of the Special Resolution passed by the Members of the Company through Postal Ballot pursuant to provisions of Section 110 of the Companies Act, 2013.

"RESOLVED THAT, in accordance with Article 22 of the Articles of Association of the Company and the provisions of sections 68, 69, 70 and all other applicable provisions, if any, of the Companies Act, 2013 (the "Act") and applicable rules made thereunder and in compliance with the Securities and Exchange Board of India (Buy-Back of Securities) Regulations, 1998 as amended from time to time ("Buy-back Regulations") including any amendments, statutory modifications or re-enactments thereof for the time being in force and subject to such other approvals, permissions and sanctions as may be necessary, the consent of the members be and is hereby accorded for the Buy-back by the Company of up to 3,25,000 (Three Lakhs Twenty Five Thousand) fully paid-up Equity Shares of the Company having face value of ₹ 10/- each ("Equity Share"), from the open market through the Stock Exchange mechanism in accordance and compliance with the provisions contained in the Buy-back Regulations and the Act for an amount not exceeding ₹ 13,50,00,000/- (₹ Thirteen Crores fifty Lakhs only) (excluding transaction cost, brokerage and taxes, if any - "Transaction Costs"), (hereinafter referred to as the "Maximum Buy-back Size"), (being 14.91%, which is less than 15% of the total paid-up equity share capital and free reserves as on March 31, 2016) for a price not exceeding ₹ 475/- (₹ Four Hundred Seventy Five only) per Equity Share (excluding Transaction Costs) from the shareholders of the Company from the open market through BSE Limited (hereinafter referred to as the "Buy-back");

"RESOLVED FURTHER THAT the Company proposes to Buy-back Equity Shares for the minimum amount of ₹6,75,00,000/- (₹ Six Crores Seventy Five Lakhs only) being 50% of the Maximum Buy-back size ("Minimum Buy-back Size") (excluding Transaction Costs), representing 7.45% of the aggregate of the total paid-up equity share capital and free reserves of the Company as on the date of the latest audited accounts of the Company i.e. March 31, 2016;

"RESOLVED FURTHER THAT the Board be and is hereby authorized to delegate all or any of the power(s) conferred hereinabove as it may in its absolute discretion deem fit, to any Director(s) / Officer(s)/ Authorised Representative(s)/ Committee ("Buyback Committee") of the Company for the purposes of giving effect to the above resolution, including but not limited to the



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appointment of Merchant Bankers, Brokers, Solicitors, Registrar, Depository Participants, advertising agencies and other advisors/ consultants/ intermediaries/ agencies, as may be required, for the implementation of the Buy-back (including the decision to close the Buy-back once fifty percent of the amount earmarked for the purpose of Buy-back has been spent on Buy-back), and to make all necessary applications to the appropriate authorities for their approval including but not limited to approvals as may be required from the Securities and Exchange Board of India ("SEBI") and the rules and regulations framed by the SEBI and to carry out incidental documentation viz. public announcement, declaration of solvency, obtaining all necessary certificates and reports from statutory auditors and other third parties as required under applicable law, extinguishment of dematerialized shares and physical share certificates and 'Certificates of Extinguishment' required to be filed in connection with the Buy-back on behalf of the Board and such other undertakings, agreements, papers, documents, filing such forms (including e-forms), make applications to the appropriate authorities for their approval and to initiate all necessary actions for opening of escrow account, commencing the Buy-back and deciding on the number of Equity Shares and price at which orders would be placed with the broker and timing thereof, correspondence as may be necessary in relation to the Buy-back with the SEBI, Reserve Bank of India, BSE Limited, Registrar of Companies, Depositories and/or other authorities, settling all questions, difficulties or doubts that may arise in relation to the proposed Buy-back at any stage and confirmations as may be necessary for the implementation of the Buy-back, without requiring 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".

**Certified True Copy
For Transpek Industry Limited**

Alak D. Vyas
Alak D. Vyas

**Dy. Company Secretary &
Compliance Officer**

ACS: 31731



Sr.No.	Principal / Promoter Companies / Persons who are in control	Number of Equity Shares	% of Equity Shares
INDIVIDUALS			
1	Siraj Ahal Siraj	305725	5.216%



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7. The maximum Buy-back price of ₹ 475/- (Rupees Four Hundred Seventy Five only) has been arrived at after considering many factors, including, but not limited to the trends in the market price of the equity shares during the last one month prior to the date of the Board Meeting, price earnings ratio and impact on other financial parameters and the possible impact of Buy-back on the earnings per share and the valuation given by M/s. Amar Shah & Associates, Chartered Accountants, Vadodara.
8. The money required for the Buy-back will be drawn out of internal funds and free reserves of the Company and will also be met out of the cash/bank balances and/or investments made by the Company in deposits.
9. The aggregate paid-up share capital and free reserves of the Company as on March 31, 2016 was ₹ 9055.46 Lakhs and under the provisions of the Act and the Buy-back Regulations, the funds deployed for the Buy-back shall be less than 15% of the paid-up capital and free reserves of the Company. Accordingly, the maximum amount that can be utilised in the present Buy-back is ₹ 1357.41 Lakhs. The aggregate amount proposed to be utilised for the Buy-back is ₹ 13,50,00,000/- (Rupees Thirteen Crores Fifty Lakhs only), which is within the maximum amount as aforesaid. Further, under the Act, the number of Equity Shares that can be bought back during the financial year shall not exceed 25% of the paid-up Equity Shares of the Company. Accordingly, the number of Equity Shares that can be bought back during the financial year cannot exceed 14,68,010 Equity Shares being 25% of 58,72,040 equity shares of face value of ₹ 10/- each as per the standalone audited balance sheet as on March 31, 2016.

At the maximum price of ₹ 475/- (Rupees Four Hundred Seventy Five only) per equity share and for the maximum amount not exceeding ₹ 13,50,00,000/- (Rupees Thirteen Crores Fifty Lakhs only), the minimum indicative number of equity shares that can be bought back would be 2,84,210 equity shares, representing 4.84% of the total issued and paid-up equity capital of the Company as on date of the notice. Should the average purchase price be lower than maximum price of ₹ 475/- (Rupees Four Hundred Seventy Five only)/-, the number of equity shares that might be bought back would be more but not exceeding 3,25,000 equity shares representing 5.53% of the total issued and paid-up equity capital of the Company as on date of the notice, assuming Buy-back for the complete amount of ₹ 13,50,00,000/- (Rupees Thirteen Crores Fifty Lakhs only).

The special resolution seeks the approval of the members to authorise the Board to determine the price and number of equity shares to be bought back by the Company within the limits aforesaid.

10. (a) The aggregate shareholding of the Promoters and Promoters Group and the Directors of the Promoters where promoter is a company and of persons who are in control of the Company as on the date of this notice are as given below:

Sr. No.	Promoter / Promoter Companies / Persons who are in control	Number of Equity Shares	% of Equity Shares
INDIVIDUALS			
1	Shruti Atul Shroff	305725	5.2065



2	Chanda Kantisen Shroff	89597	1.5258
3	Vishwa Atul Shroff	78386	1.3349
4	Kantisen Chaturbhuj Shroff	40690	0.6929
5	Chetna P Saraiya	38966	0.6636
6	Atul Govindji Shroff (Promoter Director)	38117	0.6491
7	Dipesh Kantisen Shroff (Promoter Director)	37662	0.6414
8	Shalil Shashikumar Shroff	30867	0.5257
9	Shaila Shashikumar Shroff	22800	0.3883
10	Anshul Amrish Bhatia	21659	0.3688
11	Hrishit Ashwin Shroff	7086	0.1207
12	Ravi Ashwin Shroff (Promoter Director)	7086	0.1207
13	Chaitanya Dipesh Shroff	6746	0.1149
14	Hiral Tushar Dayal	6600	0.1124
15	Chinmayi Dipesh Shroff	6278	0.1069
16	Kantisen Chaturbhai Shroff- HUF	6050	0.1030
17	Usha Ashwin Shroff	5532	0.0942
18	Tushar Charandas Dayal	5005	0.0852
19	Kirit Vidyasagar Dave	4035	0.0687
20	Ashwin Champraj Shroff (Promoter Director)	3919	0.0667
21	Praful Manilal Saraiya	1088	0.0185
22	Dilipsinh G Bhatia	10800	0.1839
23	Sandra Rajju Shroff	910	0.0155
BODIES CORPORATE			
24	Utkarsh Global Holdings Private Limited	1321440	22.5039
25	Kamaljiyot Investments Limited	702703	11.9669
26	Madison Investments Private Limited	73193	1.2465
27	Shrodip Investments Pvt. Ltd.	72000	1.2261
28	UPL Limited	41150	0.7008
29	Hyderabad Chemical Products Private Limited	40150	0.6837
30	Dipkanti Investments And Financing Pvt. Ltd.	30501	0.5194
31	Pritami Investments Pvt. Ltd.	27004	0.4599
32	Vibrant Greentech India Private Limited	1663	0.0283
33	Prakhyati Investments And Finance Pvt Ltd	100	0.0017
Total Shareholding Of Promoters		3085508	52.5458

In the Promoter Companies, the Shareholding of the Promoter Directors and of the Promoter Companies are given below:



Sr. No.	Promoter Companies	Name of the Promoter/Director	% of Shareholding
1.	Utkarsh Global Holdings Private Limited	1.Shri Ravi A. Shroff 2.Shri Hrishit A. Shroff 3.Shri Ashwin C. Shroff	5.42% 5.41% 86.81%
2.	Pritami Investments Private Limited	1.Kantisen C. Shroff 2.Dipkanti Investments and Finance Private Limited 3.Shrodip Investments Private Limited	33.33% 30.00% 30.00%
3.	Dipkanti Investments and Finance Private Limited	1.Kantisen C. Shroff 2.Pritami Investments Private Limited 3.Shrodip Investments Private Limited	33.33% 30.00% 30.00%
4.	Shrodip Investments Private Limited	1.Dipkanti Investments and Finance Private Limited 2.Pritami Investments Private Limited	49.00% 49.00%
5.	Hyderabad Chemical Products Private Limited	1.Vibrant Greentech India Private Limited	99.99%
6.	Vibrant Greentech India Private Limited	1.Shri Dipesh K. Shroff 2.Smt. Shruti A. Shroff 3.Shri Atul G. Shroff 4.Smt. Chanda K. Shroff 5.Shri Ashwin C. Shroff 6.Smt. Usha A. Shroff 7.Shri Hrishit A. Shroff 8.Shri Ravi A. Shroff	13.31% 11.22% 8.64% 5.40% 5.40% 5.40% 3.78% 3.78%
7.	Madison Investments Private Limited	1.Shri Atul G. Shroff 2.Smt. Shruti A. Shroff 3.Smt. Vishwa A.	90.00% 5.00% 5.00%



		Shroff	
8.	Prakhyati Investments and Finance Private Limited	1. Shri Praful M. Saraiya 2. Smt. Chetna P. Saraiya	62.68% 36.00%

Depending on the response to the Buy-back offer, the percentage holding of the Promoters and Promoters Group would increase by not more than 3.07%. Such an increase in the percentage holding/ voting rights of the Promoters and Promoters Group is not an active acquisition and is incidental to the Buy-back and falls within the limits prescribed under the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011.

(b) The Promoters and the promoter group will not participate in the Buy-back.

(c) As on the date of this notice, the Promoter Directors of the Company, hold shares in the company as given in the table above. None of the Directors has purchased or sold any shares of the Company during the period of six months preceding the date of the Board Meeting held on 12.08.2016, except Shri Atul G. Shroff, Managing Director and Promoter of the Company who has sold 2,23,073 shares to M/s. Utkarsh Global Holdings Private Limited, Promoter of the Company on 25.04.2016, on the basis of *interse* transfer between the Promoters at a price of ₹ 475/- per Equity Share and M/s. Utkarsh Global Holdings Private Limited had purchased 2,80,000 Equity Shares on 11.04.2016 at a price of ₹ 475/- per Equity Share by means of an off-market transaction.

11. As required under the Act, the ratio of the debt owed by the Company would not be more than twice the paid-up equity share capital and free reserves after the Buy-back.
12. As per the Buy-back Regulations, the Buy-back is proposed to be completed within a maximum period of six months from the date of opening of the Buy-back Offer. The time frame will be determined by the Board of Directors (which expression shall also include a Buy-back Committee of the Company constituted for this purpose) within this validity period, subject to the relevant provisions of the Companies Act, 2013 and the Buy-back Regulations.
13. In compliance with the provisions of the Buy-back Regulations, the Company will not raise further capital for a period of one year from the closure of Buy-back offer and the Company shall not issue any shares or other specified securities including by way of bonus till the date of closure of the Buy-back.
14. In compliance with the provisions of the Buy-back Regulations, the Company shall not buy locked-in shares or other specified securities and non-transferable shares or other specified securities till the pendency of the lock-in or till the shares or other specified securities become transferable.



15. The Company confirms that there are no defaults subsisting in the repayment of deposits, redemption of debentures or preference shares, dividend to shareholders or repayment of term loans to any financial institutions or banks.

16. The Board of Directors of the Company have confirmed that they have made full inquiry into the affairs and prospects of the Company and they have formed the opinion that:

- a. Immediately following the date of the Board Meeting i.e. Friday, August 12, 2016 and following the date on which the results of the Members' resolution with regard to Buy-back are declared, there will be no grounds on which the Company can be found unable to pay its debts;
- b. As regards the Company's prospects for the year immediately following the date of the Board Meeting at which the proposal for Buy-back was approved by the Board i.e. Friday, August 12, 2016, and following the date on which the results of the Members' resolution with regard to the Buy-back are declared and having regard to the Board's intentions with respect to the management of the Company's business during that year and to the amount and character of the financial resources which will, in the Board's view, be available to the Company during that year, the Company will be able to meet its liabilities as and when they fall due and will not be rendered insolvent within a period of one year from the date of the Board Meeting at which the proposal for Buy-back was approved by the Board and from the date on which the results of the Members' resolution with regard to the Buy-back are declared; and
- c. In forming their opinion aforesaid, the Board has taken into account the liabilities as if the Company was being wound up under the provisions of the Companies Act (including prospective and contingent liabilities).

17. The text of the report of M/s. CNK & Associates LLP, the Statutory Auditors of the Company, dated August 12, 2016, addressed to the Board of Directors of the Company is reproduced below:



To,
 The Board of Directors
 Transpek Industry Limited
 6th Floor Marble Arch,
 Race Course, Vadodara,
 Gujarat- 390 007

Dear Sirs,

Sub : Auditors' Report on the matters specified in clause (xi) of Part A of Schedule II to the Securities and Exchange Board of India (Buy Back of Securities) Regulations, 1998, as amended ('the Buyback Regulations') for proposed Buyback of Equity Shares

1. We have been informed that the Board of Directors of Transpek Industry Limited ('the Company') at its meeting held on August 12, 2016, has approved the proposed Buy-back of upto 3,25,000 Equity Shares of ₹ 10 at a price not exceeding ₹ 475/- (Rupees Four Hundred Seventy Five Only) per Equity Share for an aggregate amount not exceeding 1350.00 lacs (Rupees Thirteen Crores Fifty Lakhs only) ('the Buy-back') in pursuance of sections 68, 69 and 70 of the Companies Act, 2013 ('the Act') and the Buy-back Regulations.
2. In terms of the requirements of clause (xi) of Part A of Schedule II to the Buy-back Regulations, we report that:
 - a. We have inquired into the Company's state of affairs in relation to its audited accounts for the year ended March 31, 2016 as approved by the Board of Directors on May 24, 2016 and adopted by the members at the Annual General Meeting held on August 5, 2016.
 - b. The amount of the permissible capital payment towards Buy-back of Equity Shares (including premium) in question ascertained below in our view has been properly determined in accordance with Section 68(2)(c) of the Act.

The amounts of share capital and free reserves have been extracted from the audited financial statements of the Company for the year ended March 31, 2016 which have been adopted by the members at the 50th Annual General Meeting held on August 5, 2016:



Audited Standalone Financial Statements as at March 31, 2016		Amount (₹ in Lakhs)
Subscribed and Paid up Capital (58,72,040 Equity Shares of Rs.10/- each fully paid up)	A	587.20
Free Reserves		
Statement of Profit and Loss Balance		3,497.82
General Reserve		3,446.36
Securities Premium Account		1,524.08
Total Free Reserves	B	8,468.26
Total paid up capital & free reserves	(A+B)	9,055.46
Maximum Amount permissible for the Buy-back being lower of:		
A) 25% of total paid up equity capital and free reserves as on March 31, 2016 (in accordance with section 68(2)(c) of the Act)		2,263.86
B) Maximum amount permissible for the Buy-back from open market i.e. less than 15% of total paid-up equity capital and free reserves (in accordance with proviso to regulation 4(1) of the Buy-back Regulations)		1,357.41
C) Amount approved by the Board of Directors at the meeting held on August 12, 2016		1,350.00

- c. Based on the representations made by the Board of Directors and other information and explanations given to us, which to the best of our knowledge and belief were necessary for this purpose, we report that we are not aware of anything to indicate that the opinion expressed by the Board of Directors in the declaration as to any of the matters mentioned in the declaration as approved by the Board of Directors in their meeting held on August 12, 2016, is unreasonable in all the circumstances in the present context.
- d. The Board of Directors in their meeting held on August 12, 2016, have formed their opinion as specified in terms of Clause (x) of Part A of Schedule II to the



Buy-back Regulations on reasonable grounds that the Company will not, having regards to its state of affairs, be rendered insolvent within a period of one year from the said date.

3. Compliance with the provisions of the Act and the Buy-back Regulations is the responsibility of the Company's management. Our responsibility is to verify the factual accuracy based on our review procedures.
4. We performed our procedures, in accordance with the Guidance Note on Audit Reports and Certificates for Special Purposes issued by the Institute of Chartered Accountants of India. These procedures include examining evidence supporting the particulars above on a test basis.
5. This report has been prepared for and only for the Company and is in reference to the proposed Buy-back of Equity Shares in pursuance of the provisions of Section 68, Section 69 and Section 70 of the Act and the Buy-back Regulations and for no other purpose. We do not accept or assume any liability or duty of care for any other purpose, save where expressly agreed by our prior consent in writing.

For CNK & Associates LLP
Chartered Accountants
FRN: 101961W

Date: August 12, 2016
Place: Vadodara

Pareen Shah
Partner M. No.: 125011

18. The Company shall transfer from its free reserves and/or securities premium account a sum equal to the nominal value of the equity shares which are purchased through the Buy-back to the Capital Redemption Reserve Account and the details of such transfer shall be disclosed in its subsequent audited financial statements.
19. The Buy-back from non-resident shareholders, Foreign Institutional Investors (FIIs) and shareholders of foreign nationality, etc., if any, shall be subject to such approvals as are required including approvals from the Reserve Bank of India under the Foreign Exchange Management Act, 1999 and the rules and regulations framed thereunder, if any.

The Board of Directors of the Company commends this Special Resolution for your approval by Postal Ballot or E-voting.



All documents referred to in the accompanying Notice and Statement pursuant to Section 102(1) of the Companies Act, 2013 will be available for inspection at the Registered Office of the Company during working hours on all working days up to the date of last date of voting i.e. Friday, September 30, 2016.

Shri Ashwin C. Shroff, Shri Ravi A. Shroff, Shri Dipesh K. Shroff and Shri Atul G. Shroff are Promoter Directors and the Promoters are holding the shares as mentioned above and accordingly, they may be considered as interested in the said Special Resolution to the extent of consequential increase in the percentage of the shareholding of Promoters upon buyback of the Company' shares. Shri Ninad D. Gupte, Director jointly with Mrs. Minoti N. Gupte holds 507 equity shares of the Company, Smt. Kumud V. Mehta and Shri Kavita B. Mehta, relatives of Shri Bimal V. Mehta, Executive Director, jointly hold one equity share; Smt. Harsha A. Shah, Smt. Dhara A. Shah and Shri Nishant A. Shah, relatives of Shri Ashok P. Shah, Chief Financial Officer hold one equity share each of the Company and Shri Alak D. Vyas, Dy. Company Secretary holds one equity share of the Company and they may be deemed to be interested in the Special Resolution to that extent.

The Promoters, Directors and Key Managerial Personnel as mentioned above shall not exercise voting rights on this Special Resolution.

None of the other Directors or Key Managerial Personnel or their relatives have any concern or interest in the passing of the said Special Resolution.

**Certified True Copy
For Transpek Industry Limited**

**Alak D. Vyas
Dy. Company Secretary &
Compliance Officer
ACS: 31731**



FORM NO. MGT-14

[Pursuant to section 94(1), 117(1) of The Companies Act, 2013 and section 192 of The Companies Act, 1956 and rules made thereunder]



Filing of Resolutions and agreements to the Registrar

Form Language English Hindi

Refer the instruction kit for filing the form.

1.(a)*Corporate Identity Number (CIN) of the company

(b) Global Location Number (GLN) of the company

2.(a) Name of Company

(b) Address of the registered office of the company

(c) *e-mail id of the company

3.* Registration of Resolution(s) Agreement Postal ballot resolution(s) under Section 110
 Proposed resolution under section 94(1)

4. Date of dispatch of notice for passing of

(a) Resolution(s) (DD/MM/YYYY)

(b) Postal ballot resolution(s) (DD/MM/YYYY)

5. Date of passing of

(a) Resolution(s) (DD/MM/YYYY)

(b) Postal ballot resolution(s) (DD/MM/YYYY)

6. Number of resolution(s) for which the form is being filed

Details of the resolution

(a) (i) Section of the Companies Act, 2013 under which passed

(ii) Section of the Companies Act, 1956 under which passed

(b) Purpose of passing the resolution

(c) Subject matter of the resolution

(d) Mention whether resolution passed by postal ballot Yes No

(e) Indicate the authority passing or agreeing to the resolution
 Board of directors Shareholders Class of shareholders Creditors

10. Service request number(SRN) of Form INC-28

Attachments

- 1. Copy(s) of resolution(s) along with copy of explanatory statement under section 102
- 2. Altered memorandum of association
- 3. Altered articles of association

- 5. Optional attachment(s) - if any

Attach

Attach

Attach

Attach

List of attachments

Cert Reso Buy Back approval.pdf

Remove Attachment

Declaration

I am authorized by the Board of Directors of the Company vide resolution no Dated (DD/MM/YYYY) to sign this form and declare that all the requirements of Companies Act, 2013 and the rules made thereunder in respect of the subject matter of this form and matters incidental thereto have been complied with. I further declare that :

1. Whatever is stated in this form and in the attachments thereto is true, correct and complete and no information material to the subject matter of this form has been suppressed or concealed and is as per the original records maintained by the company.
2. All the required attachments have been completely and legibly attached to this form. It is also certified that copy of the resolution(s) or agreement(s) filed herewith is or are a true copy(s) of the original.
3. Any application, writ petition or suit had not been filed regarding the matter in respect of which this petition/application has been made, before any court of law or any other authority or any other Bench or the Board and not any such application, writ petition or suit is pending before any of them.

* To be digitally signed by



* Designation

Name of liquidator

* Director identification number of the director; or Income-tax PAN of the liquidator; DIN or Income-tax PAN of manager or CEO or CFO; or membership number of Company secretary;

Certificate by practicing professional

I declare that I have been duly engaged for the purpose of certification of this form, it is here by certified that I have gone through the provisions of the Companies Act, 2013 and rules thereunder for the subject matter of this form and matters incidental thereto and I have verified the above particulars (including attachment(s)) from the original/certified records maintained by the Company/ applicant which is subject matter of this form and found then to be true, correct and complete and no information material to this form has been suppressed. I further verify that:

- i. The said records have been properly prepared, signed by the required officers of the Company and maintained as per the relevant provisions of the Companies Act, 2013 and were found to be in order;
- ii. All the required attachments have been completely and legibly attached to this form.

To be digitally signed by



- Chartered Accountant (in whole-time practice) or Cost Accountant (in whole-time practice) or
 Company Secretary (in whole-time practice)

whether Associate or Fellow Associate Fellow

Membership No.

Certificate of practice number

Note: Attention is also drawn to provisions of Section 448 and 449 which provide for punishment for false statement and punishment for false evidence respectively.

MINISTRY OF CORPORATE AFFAIRS

RECEIPT

G.A.R.7

SRN : G13189717

Service Request Date : 03/10/2016

Payment made into : Union Bank Of India

Received From :

Name : ALAK DEEPAK VYAS

Address : Transpek Industry Limited

6th Floor, Marble Arch Race course

Vadodara, Gujarat

India - 390007

Entity on whose behalf money is paid

CIN: L23205GJ1965PLC001343

Name : TRANSPEK INDUSTRY LIMITED

Address : 6TH FLOOR MARBLE ARCH

RACE COURSE

BARODA, Gujarat

India - 390020

Full Particulars of Remittance

Service Type: eFiling

Service Description	Type of Fee	Amount(Rs.)
Fee For Form MGT-14	Normal	600.00
	Total	600.00

Mode of Payment: Credit Card- Union Bank Of India

Received Payment Rupees: Six Hundred Only

Note -The Registrar may examine this eForm any time after the same is processed by the system under Straight Through Process (STP). In case any defects or incompleteness in any respect is noticed by the Registrar , then this eForm shall be treated and labeled as defective and the eForm shall have to be filed afresh with the fee and additional fee, as applicable. (Please refer Rule 10 of the Companies (Registration offices offices and Fees) Rules, 2014)