



LKP Finance Ltd.

Regd. Off.: 112 - A / 203, Embassy Centre, Nariman Point, Mumbai - 400 021.
Tel.: 4002 4785 / 86 • Fax : 2287 4787 • Website : www.lkpsec.com
CIN : L65990MH1984PLC032831

24th May 2017

To
Dy. General Manager
B S E Ltd.
Corporate Relation Department,
2nd Floor, P.J. Towers,
Dalal Street, Fort,
Mumbai 400 001

Dear Sir,

Scrip Code: 507912

Sub: Proceedings of 33rd Annual General Meeting

This is to inform you that Thirty Third Annual General Meeting of the Members of the Company was held at M. C. Ghia Hall, Bhogilal Hargovindas Building, 18/20, K. Dubash Marg, Mumbai 400 001 on Wednesday, May 24, 2017 at 10. 00 a.m. and in the said connection find attached herewith followings.

1. The proceeding of the aforesaid Annual General Meeting.
2. Disclosure of Voting results.
3. The Report of an Independent Scrutinizer Mr. V. Ramachandran of V. R. Associates, Company Secretaries in respect of e. voting and voting by ballot papers conducted by the Company.

Yours faithfully,
For LKP Finance Limited

(Girish Innani)
General Manager (Legal) &
Company Secretary
Encl: a/a



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PROCEEDINGS OF THE THIRTY THIRD 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 WEDNESDAY , 24TH MAY 2017 AT 10.00 A.M.

MEMBERS PRESENT:

Total attendance was 59 as verified from attendance slips submitted, 2 proxies received and 10 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
Mr. Pratik M. Doshi	-	Director
Mr. Sajid Mohamed	-	Independent Director

IN ATTENDANCE :

Mr. S. S. Gulati	-	Head Corporate Affairs -CFO
Mr. Girish Innani	-	General Manager (Legal) & Company Secretary

The Meeting commenced at 10.00 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 Third 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. Sayanta Basu and Mrs. Anjali Suresh could not attend the meeting due to their other commitments.
2. The Chairman informed the members that the company has received 2 proxies for 1255 shares and 10 representation from Corporates for aggregate 49,17,019 shares under section 113 of the Companies Act, 2013 which constituting 40.32 % of the Paid up capital of the company.
3. Notice convening the Thirty Third 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 26th April 2017.
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 20th May, 2017 at 9.00 A.M. and ended on 23rd May, 2017 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 23rd May, 2017.

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

1.	"RESOLVED that the Statement of Profit and Loss for the year ended on March 31, 2017, the Balance Sheet as at that date and annexures thereto, the Cash Flow Statement for the year ended on March 31, 2017, the Reports of Auditors and Directors thereon be and are hereby received, approved and adopted."	Ordinary Resolution
2.	"Resolved that the recommendation of the Board of Directors of the Company for payment of Dividend to the Equity Shareholders Rs. 2/- (20%) per equity share of Rs. 10/- each of the Company for the financial year ended 31 st March 2017 be and is hereby approved and that the dividend be so declared."	Ordinary Resolution
3.	"RESOLVED that Mr. Pratik M. Doshi (holding DIN 00131122), who retires by rotation from the Board of Directors pursuant to the provisions of section 152 of the Companies Act, 2013 be and is hereby re-appointed as Director of the Company."	Ordinary Resolution
4.	"RESOLVED THAT pursuant to Section 139, 142 and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014, Messrs MGB & Co. LLP Chartered Accountants (Firm Registration No.101169W/W100035) be and are hereby appointed as the Statutory Auditors of the Company in place of retiring Statutory Auditors, Messrs Ford, Rhodes, Parks & Co.LLP (Firm Registration No. 102860W / W100089), to hold office from the conclusion of this Annual General Meeting until the conclusion of 34 th Annual General Meeting on a remuneration to be fixed by the Board of Directors in consultation with them."	Ordinary Resolution
5.	"RESOLVED THAT pursuant to the provisions of Sections 196, 197 and 198 read with Schedule V and any other applicable provisions of the Companies Act, 2013 (the Act), the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment thereof, for the time being in force), the Articles of Association of the Company and, subject to such other approvals as may be necessary, consent of the Members be and is hereby accorded to the re-appointment of Mr. Mahendra V. Doshi (DIN: 00123243) as an Executive Chairman of the Company for the period and upon the terms and conditions, including remuneration and perquisites, as set out hereunder, with further liberty to the Board of Directors (hereinafter referred to as "the Board", which term shall be deemed to include any Committee constituted or to be constituted by the Board) to alter, modify or revise from time to time, the	Special Resolution





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terms and conditions of re-appointment and remuneration of Mr. Mahendra V. Doshi, in such manner as may be considered appropriate and in the best interests of the Company and as may be permissible at law:

1. Salary

Salary up to Rs. 10,00,000/- (Rs. Ten Lacs only) per month as consolidated.

2. Commission

In addition, to the salary, Mr. Mahendra V. Doshi shall be entitled to receive commission on net profits. The commission payable to him will be determined by the Board and/or the Nomination and Remuneration Committee of the Board for each financial year. The overall remuneration including commission to him shall not exceed 5% of the net profits of the Company for each financial year or part thereof to be computed in the manner referred to under Section 197 of the Act and other applicable provisions thereof, or any statutory modification(s) or re-enactment thereof.

3. Perquisites & Allowances

I. House Rent Allowance in accordance with the rules of the Company.

II. Medical Reimbursement :

Reimbursement of Medical Expenses incurred by him for self and family subject to the ceiling of Rs. 2,00,000/- (Rs. Two Lacs Only) in a year.

III. Leave Travel Allowance :

Leave Travel Allowance for him and his family, once in a year up to a sum of Rs. 2,00,000/- (Rs. Two Lacs only) per year, incurred in accordance with the rules of the Company.

IV. Club Fees:

Fees of clubs subject to a maximum of two clubs. This will not include admission and life membership fees.

V. Provident Fund, Super-annuation Fund and Gratuity :

Company's Contribution to Provident Fund, Superannuation Fund and Gratuity as per rules of the Company payable to Mr. Mahendra V. Doshi will not be considered for calculating the ceiling on remuneration.

VI. Car and Telephones:

Provision of car with chauffeur for use on Company's business and telephone, mobile and communication facilities like Internet at residence shall not be considered as perquisites. The personal long distance calls on telephone and car for private purpose shall be billed by the Company.

VII. Leave:

Leave on full pay and allowance, as per the rules of the Company, but not more than one month's leave for every eleven months of service. However, leave accumulated but not availed of will not be allowed to be encashed.

VIII. Period:

Three years commencing from 1st April 2017.

The office of Executive Chairman may be terminated by the Company or by him by giving the other 3 (three) months' prior notice in writing.

4. Compensation

The Executive Chairman shall be entitled to compensation for loss of office as





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provided in Section 191 and 202 of the Companies Act, 2013.

5. Sitting Fees

No Sitting Fees shall be paid to the Executive Chairman for attending meeting of the Board of Directors or any Committee of the Board.

6. Reimbursement of Expenses :

Reimbursement of expenses incurred for travelling, boarding and lodging including for his attendant(s) during business trips; provision of car for use on the Company's business; telephone expenses at residence and club membership shall be reimbursed and not considered as perquisites.

7. General:

(i) The Executive Chairman will perform his duties as such with regard to all work of the Company and he will manage and attend to such business and carry out the directions given by the Board from time to time in all respects and confirm to and comply with all such directions and regulations as may from time to time be given and made by the Board and his functions will be under the overall authority of the Board of Directors.

(ii) The Executive Chairman shall adhere to the Company's Code of Business Conduct and Ethics for Directors and Management personnel.

(iii) Mr. Mahendra V. Doshi shall satisfy all the conditions set out in Part-I of Schedule V to the Act for being eligible for the re-appointment.

RESOLVED FURTHER THAT notwithstanding anything herein above stated, wherein any financial year, during the period of his appointment, the Company has no profits or its profits are inadequate, the foregoing amount of remuneration including the perquisites and benefits, as aforesaid, shall be paid to Mr. Mahendra V. Doshi in accordance with the applicable provisions of the Act and subject to the approval of the Central Government, if required.

RESOLVED FURTHER THAT the Board be and is hereby authorised to do all such acts, deeds, matters and things as may be considered necessary, desirable or expedient to give effect to this 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



For LKP Finance Limited
[Signature]
Company Secretary



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May 24, 2017

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 Regulation 30 (6) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Scrip Code: 507912

This is to inform you that 33rd Annual General Meeting of the Company held on 24th May 2017, at 10.00 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 : 24th May 2017

Total number of shareholders on record date:6053

No. of shareholders present in the meeting either in person or through proxy:59

Promoters and Promoter Group: 9

Public:50

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, DIRECTORS REPORT & AUDITORS REPORT FOR YEAR ENDED 31ST MARCH 2017

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	7860728	7760728	98.73	7760728	0	100	0
Public – Institutional holders	236413	0	0	0	0	0	0
Public-Others	4100882	1297538	31.64	1297482	56	99.996	0.004
Total	12198023	9058266	74.26	9058210	56	99.999	0.000





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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	7860728	7760728	98.73	7760728	0	100	100
Public – Institutional holders	236413	0	0	0	0	0	0
Public-Others	4100882	1297538	31.64	1297482	56	99.996	00.004
Total	12198023	9058266	74.26	9058210	56	99.999	00.000

3. RE-APPOINTMENT OF MR. PPRATIK 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	7860728	7760728	98.73	7760728	0	100	0
Public – Institutional holders	236413	0	0	0	0	0	0
Public-Others	4100882	1297235	31.63	1297179	56	99.996	0.004
Total	12198023	9057963	74.26	9057907	56	99.999	0.000

4. APPOINTMENT OF STATUTORY AUDITORS OF M/S. MGB & CO.LLP, CHARTERED ACCOUNTANTS

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	7860728	7760728	98.73	7760728	0	100	0
Public –	236413	0	0	0	0	0	0



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Institutional holders							
Public-Others	4100882	1297133	31.63	1297077	56	99.996	0.004
Total	12198023	9057861	74.26	9057805	56	99.999	0.000

5. RE-APPOINTMENT OF MR. MAHENDRA V. DOSHI AS EXECUTIVE CHAIRMAN

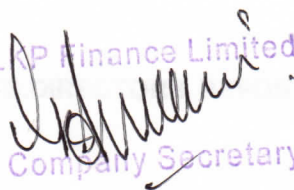
Resolution required: Special

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	7860728	7760728	98.73	7760728	0	100	0
Public - Institutional holders	236413	0	0	0	0	0	0
Public-Others	4100882	1297133	31.63	1297077	56	99.996	0.004
Total	12198023	9057861	74.26	9057805	56	99.999	0.000

Based on the Combined Report of the Scrutinizer on the remote e-voting and voting by poll conducted at the 33rd AGM of the Company held on 24th May, 2017, the Chairman declared that all the proposed resolution mentioned in the Notice dated 26th April 2017 have been passed with the requisite majority as specified under the Companies Act, 2013.

For LKP Finance Limited

Company Secretary

Resi. : G5/3, Jal Padma, Bangur Nagar, Goregaon (W), Mumbai - 400 104.
Admn. Office : 145, Topiwala Center, Goregaon (W), Mumbai - 400 062.
Tel. : 2877 4306 • Mobile : 98214 47548 • E-mail : cs.ram25@gmail.com
Service Tax Regn. No. ACSPV8251AST001 • PAN : ACSPV8251A

24th May, 2017.

COMBINED REPORT OF THE SCRUTINIZER ON THE REMOTE E-VOTING AND VOTING BY POLL CONDUCTED AT THE 33RD AGM OF LKP FINANCE LIMITED HELD ON 24TH MAY, 2017

The Chairman
LKP Finance Limited

33rd Annual General Meeting of the Equity Shareholders of LKP Finance Limited held on Wednesday, 24th May, 2017 at 10.00 a.m. at the M.C. 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*

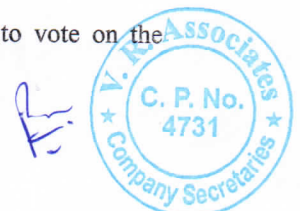
Dear Sirs,

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 26th April, 2017 and Company's letter dated 26th April, 2017 pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended by the Companies (Management and Administration) Amendment Rules, 2015 and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 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 Wednesday, 24th May, 2017 at 10.00 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 Saturday 20th May, 2017 (9.00 a.m.) to Tuesday, 23rd May, 2017 (5.00 p.m.).

Further, on 24th May, 2017 at the 33rd 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 21st April, 2017 and as on that date there were 6072 Members in the Company. NSDL had sent notices of the AGM alongwith the Annual Report and e-voting details by e-mail to 1689 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 4429 Members for whom the e-mail details were not available the notices were sent by courier/ airmail. The Company completed the despatch of notices to Members on 29th April, 2017.
- 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 Thursday, 18th May, 2017.



- 6) The remote e-voting period commenced on Saturday 20th May, 2017 at 9.00 a.m. and ended on Tuesday, 23rd May, 2017 at 5.00 p.m.
- 7) As prescribed in Rule 20(4)(v), the company released an advertisement, which was published 21 days before the date of the AGM, in English in Business Standard and Marathi in Aaple Mahanagar on 1st May, 2017. The notice contained the details specified in Rule 20(4)(v) (a) to (h).
- 8) At the end of the voting period on Tuesday, 23rd May, 2017, the voting portal was blocked forthwith. The same was unblocked on 24th May, 2017 after voting process by poll was completed in the presence of two witnesses viz. Ms. Pooja Sawarkar and Ms. Akshata Vengurlekar.
- 9) At the venue of the 33rd AGM of the Company held on 24th May, 2017, 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. Pooja Sawarkar and Ms. Akshata Vengurlekar 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 2017;

Particulars	Remote e-voting			Voting by poll			Total Voting	
	No. of voters	No. of shares	Percentage on total valid votes	No. of poll papers	No. of shares	Percentage on total valid votes	No. of shares	Percentage on total valid votes
Total vote received	38	9055414	N.A	24	2902	N.A	9058316	N.A
Less: Invalid votes	NIL	NIL	N.A	5	50	N.A	NIL	N.A
Net valid votes	38	9055414	99.97	19	2852	0.03	9058266	100.00
Voting with Assent	37	9055359	99.97	18	2851	0.03	9058210	100.00
Voting with Dissent	1	55	0.00	1	1	0.00	56	0.00



Item No. 2:

ORDINARY RESOLUTION

DECLARATION OF DIVIDEND;

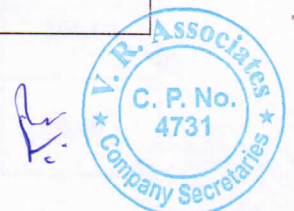
Particulars	Remote e-voting			Voting by poll			Total Voting	
	No. of voters	No. of shares	Percentage on total valid votes	No. of poll papers	No. of shares	Percentage on total valid votes	No. of shares	Percentage on total valid votes
Total vote received	38	9055414	N.A	24	2902	N.A	9058316	N.A
Less: Invalid votes	NIL	NIL	N.A	5	50	N.A	NIL	N.A
Net valid votes	38	9055414	99.97	19	2852	0.03	9058266	100.00
Voting with Assent	37	9055359	99.97	18	2851	0.03	9058210	100.00
Voting with Dissent	1	55	0.00	1	1	0.00	56	0.00

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 on total valid votes	No. of poll papers	No. of shares	Percentage on total valid votes	No. of shares	Percentage on total valid votes
Total vote received	37	9055111	N.A	24	2902	N.A	9058013	N.A
Less: Invalid votes	NIL	NIL	N.A	5	50	N.A	NIL	N.A
Net valid votes	37	9055111	99.97	19	2852	0.03	9057963	100.00
Voting with Assent	36	9055056	99.97	18	2851	0.03	9057907	100.00
Voting with Dissent	1	55	0.00	1	1	0.00	56	0.00

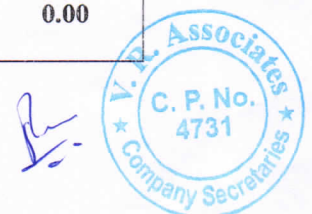


Item No. 4:**ORDINARY RESOLUTION****APPOINTMENT OF M/S MGB & CO. LLP, CHARTERED ACCOUNTANTS AS STATUTORY AUDITORS;**

Particulars	Remote e-voting			Voting by poll			Total Voting	
	No. of voters	No. of shares	Percentage on total valid votes	No. of poll papers	No. of shares	Percentage on total valid votes	No. of shares	Percentage on total valid votes
Total vote received	37	9055111	N.A	23	2800	N.A	9057911	N.A
Less: Invalid votes	NIL	NIL	N.A	5	50	N.A	NIL	N.A
Net valid votes	37	9055111	99.97	18	2750	0.03	9057861	100.00
Voting with Assent	36	9055056	99.97	17	2749	0.03	9057805	100.00
Voting with Dissent	1	55	0.00	1	1	0.00	56	0.00

Item No. 5:**SPECIAL RESOLUTION****RE- APPOINTMENT OF MR. MAHENDRA V. DOSHI AS EXECUTIVE CHAIRMAN;**

Particulars	Remote e-voting			Voting by poll			Total Voting	
	No. of voters	No. of shares	Percentage on total valid votes	No. of poll papers	No. of shares	Percentage on total valid votes	No. of shares	Percentage on total valid votes
Total vote received	37	9055111	N.A	23	2800	N.A	9057911	N.A
Less: Invalid votes	NIL	NIL	N.A	5	50	N.A	NIL	N.A
Net valid votes	37	9055111	99.97	18	2750	0.03	9057861	100.00
Voting with Assent	36	9055056	99.97	17	2749	0.03	9057805	100.00
Voting with Dissent	1	55	0.00	1	1	0.00	56	0.00



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



The stamp is circular with a blue border. The text inside the stamp reads "V.R. Associates" at the top, "C. P. No. 731" in the center, and "Company Secretaries" at the bottom, flanked by two stars.

V. Ramachandran
Proprietor
ACS 7731/ CP 4731

REPORT OF THE BOARD OF DIRECTORS OF THE COMPANY
FOR THE YEAR 2011

Particulars	2011		2010		2009	
	Rs. in Lakhs	%	Rs. in Lakhs	%	Rs. in Lakhs	%
1. Revenue	1000	100	950	100	900	100
2. Expenses	800	80	750	79	700	78
3. Profit	200	20	200	21	200	22
4. Dividend	100	10	100	11	100	11
5. Reserve	100	10	100	11	100	11
6. Total	1000	100	950	100	900	100

STATEMENT OF FINANCIAL POSITION
AS AT 31st DECEMBER 2011

Particulars	2011		2010		2009	
	Rs. in Lakhs	%	Rs. in Lakhs	%	Rs. in Lakhs	%
1. Fixed Assets	500	50	450	47	400	44
2. Current Assets	500	50	500	53	500	56
3. Total Assets	1000	100	950	100	900	100
4. Capital	500	50	450	47	400	44
5. Reserves	500	50	500	53	500	56
6. Total Liabilities	1000	100	950	100	900	100