

# SRESTHA FINVEST LIMITED

Date: 22<sup>nd</sup> June 2018

To

1. The Bombay Stock Exchange Ltd,  
Mumbai.

2. The Metropolitan Stock Exchange of India Ltd  
Mumbai.

Dear Sir,

**Sub: Summary of Proceeding of Annual General Meeting held on 22<sup>nd</sup> June 2018**

**Ref: Regulation 30 (2) of (Listing Obligations and Disclosure Requirements) Regulations, 2015**

With Reference to the above, we are pleased to inform that the 33<sup>rd</sup> Annual General Meeting of the Company was held on Friday, 22<sup>nd</sup> June 2018, at Samudaya Nalla Koodam, Vallanur, Ambattur, Chennai - 600062. The Meeting commenced at 10:00 A.M.

#### **Directors Present**

Mr. Manmohan  
Mr. Kamlesh Parasmal  
Mr. Gopal Biharilal Ahuja – Audit Committee Chairman  
Mrs. Sonal B  
Mrs. Navitha Jain

#### **SPECIAL INVITEES PRESENT**

Mr K Subramanyam - Statutory Auditor of the Company  
Mr Prabhu – Practicing Company Secretary – Scrutinizer for e-voting

Member Present - 38  
Proxies - 09

#### **PROCEEDINGS**

Mr. Manmohan was elected as Chairman of the Meeting and presided over the meeting. He welcomed all the members present at the Meeting and addressed the members briefly about company's performance. Thereafter Chairman informed members' the following:

1. As per the provisions of the Companies Act, 2013 and Regulation 44 of the SEBI (Listing Obligations and Disclosures Requirements) Requirements, 2015, the Company had provided the remote e-voting facility to enable them to cast their votes electronically on all the 7 resolutions set out in the Notice of 33<sup>rd</sup> Annual General Meeting.
2. Further the company had provided facility of voting by means of poll process at the 33<sup>rd</sup> Annual General Meeting to the members present in the meeting and who had not cast their vote by remote e-voting.
3. The e-voting facility was kept open from Tuesday, the 19<sup>th</sup> June 2018 (9.00 a.m.) to Thursday, the 21<sup>st</sup> June 2018 (5.00 p.m.) and those shareholders who have not exercised their vote through e-voting can now exercise their vote through ballot form which has already been distributed at this venue.



Registered Office :  
No.35/1, Muthu Krishnan Street,  
Kondithope, Chennai - 600079

Phone No. 044-25206006  
E-mail : srestha.info@gmail.com  
CIN : L65993TN1985PLC012047

4. He also informed the members that Mr.AXN Prabhu,, Practicing Company Secretaries, Chennai were appointed as scrutinizer to conduct the voting process in a fair and transparent manner

5. Thereafter, as per Sections 108 of the Companies Act, 2013, the chairman requested the members who have not casted their votes through remote e-voting facility, to cast their votes through poll at the venue.

6. The Chairman thanked the members for their participation and requested Mr AXN Prabhu, Scrutinizer to commence the e-voting / poll process and requested him to submit the report as early as possible.

7. Further, copy of voting results of AGM will be submitted within time limit as prescribed in Regulation 44(3) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

**VOTE OF THANKS:**

There being no other matter, the meeting concluded with a vote of thanks to the chair.

The following Ordinary/ Special Resolutions as set out in the Notice dated 23<sup>rd</sup> May 2018 conveying the 33<sup>rd</sup> Annual General Meeting was transacted and approved:-

**ORDINARY BUSINESS:**

1. Adopted the Audited Financial Statements of the Company for the year ended 31st March 2018, including audited Balance Sheet for the year ended 31st March, 2018 and the Statement of Profit & Loss Account ended on that date along with the reports of the Board of Directors ("The Board") and Auditors.

Nature of resolution: Ordinary Resolution

Voting requirement: Simple majority

2. Re-appointment of Mrs. Navitha Jain (DIN: 07492584) - voted by the Members of the company, as being eligible for re-appointment as the Director of the Company.

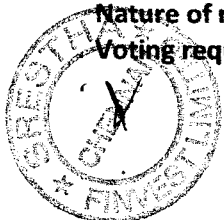
Nature of resolution: Ordinary Resolution

Voting requirement: Simple majority

3. Appointment of M/s. J V Ramanujam & Co., Chartered Accountants (Firm Registration No.029475) as the Statutory Auditors of the company.

Nature of resolution: Ordinary Resolution

Voting requirement: Simple majority



**SPECIAL BUSINESS:**

**1. Approved Increase in Authorised Share Capital of the Company from present Rs.15 Crores to Rs. 16.50 Crores.**

**Nature of resolution:** Ordinary Resolution

**Voting requirement:** simple Majority

**2. Approved Issue of Bonus Shares in the ratio of 1 (One) Equity share for every 10 (Ten) Equity Shares held by the Members of the Company.**

**Nature of resolution:** Ordinary Resolution

**Voting requirement:** simple Majority

**3. Approved the Alteration in the Capital Clause of Memorandum of Association of the Company.**

**Nature of resolution:** Ordinary Resolution

**Voting requirement:** simple Majority

**4. Approved the Alteration in the Capital Clause of Articles of Association of the Company.**

**Nature of resolution:** Special Resolution

**Voting requirement:** 2/3<sup>rd</sup> Majority

Thereafter the Chairman declared that the above stated six ordinary resolutions and one special resolution were passed with requisite majority.

**Note: - The Details of Voting pattern is appended in form of scrutinizer Report which is filed along with this outcome.**

Thanking you,  
Yours faithfully,  
For Srestha Finvest Limited

*Manmohan*

Manmohan  
Chairman



Date : 22/06/2018

Place :Chennai

Encl:- Scrutinizer Report

# SRESTHA FINVEST LIMITED

Date: June 22, 2018

To

Listing Department

1. Bombay Stock Exchange Limited(BSE)
2. Metropolitan Stock Exchange of India Limited (MSEI)

Dear Sir,

**Sub: Submission of Scrutinizer Report**

With reference to the above we are herewith submitting the Scrutinizer Report issued by AXN Prabhu & Associates, (Practising Company Secretaries), for the Annual General Meeting held on 22<sup>nd</sup> June 2018.

Thanking You.

For Srestha Finvest Limited

*Kamlesh*

**Kamlesh Parasmal**  
**Wholetime Director**  
**DIN: 00810823**





AXN PRABHU & ASSOCIATES  
COMPANY SECRETARIES

## SCRUTINIZER'S REPORT

(Pursuant to Section 108 and 109 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014)

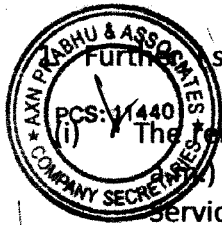
To  
The Chairman  
Srestha Finvest Limited  
(formerly known as M S Investments Ltd)  
No.35/1, Muthu Krishnan Street,  
Kondithope,  
Chennai-600079

Dear Sir,

I, AXN Prabhu, a Practicing Company Secretary, representing AXN Prabhu & Associates., having office at No.89/1, Harrington Road, Jain groups Tower, Off Pachaiyappa's College, Chennai-600030, have been appointed as the Scrutinizer by the Board of Directors of M/s. Srestha Finvest Limited ( the Company ) Pursuant to Section 108 of the Companies Act, 2013 (Act) read with Rule 20 and 21 of the Companies (Management And Administration) Rules, 2014 as amended form time to time, for the purpose of scrutinizing the e-voting process comprising remote e-voting and Poll at the Venue in a fair and transparent manner in respect of the resolutions proposed at the 33<sup>rd</sup> Annual General meeting (AGM) of the members of the Company held on Friday, the 22<sup>nd</sup> day of June, 2018 at Samudaya Nala Koodam, Vallanur, Ambattur, Chennai-600062, Submit my report as under.

The Company has provided the remote e-voting facility to the Members to Exercise their votes electronically on said Resolutions through the e-voting Service facility arranged by Purva Sharegistry (India) Private Limited.

The management of the Company is responsible to ensure the compliance with the requirements of the Act and the Rules relating to Voting through electronic means on the resolutions contained in the Notice convening the 33<sup>rd</sup> Annual General Meeting of the members of the Company. My responsibility as a Scrutinizer for the e-voting process is restricted to make a Scrutinizer's Report of the votes cast "in favour" or " against" or "abstained" or "invalid" of the resolutions stated above based on the reports generated from the e-voting system provided by Central Depository Services (India) Limited (CDSL).



Further submit my report as under:

The remote e-voting period remained open from Tuesday 19<sup>th</sup> June, 2018 (9:00 a.m.) to Thursday 21<sup>st</sup> June, 2018 (5.00 p.m.) and the Central Depository Services (India) Limited's e-voting platform was blocked thereafter.

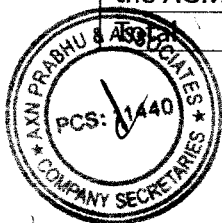
- (ii) The members of the Company as on the " Cut-off" date i.e. 15<sup>th</sup> June, 2018 were entitled to vote on the resolutions (Item Nos. 1 to 7 as set out in Notice of 33<sup>rd</sup> AGM of the Company)
- (iii) The votes cast through remote e-voting facility were unblocked on 22<sup>nd</sup> June, 2018.
- (iv) Thereafter, the details containing, inter alia, list of equity shareholders, who voted "for" or "against" each of the resolutions that were put to vote, were generated from the e-voting website of CDSL and based on such reports generated, the result of the remote e-voting is as under:
- (v) I have scrutinized and reviewed the voting through electronic means and physical mode and votes tendered there in based on the data downloaded from the Central Depository Services (India) Limited (CDSL) e-voting system and the ballot forms received respectively.
- (vi) I now submit the Consolidated Scrutinizer's Report pursuant to Rule 20(4)(xii) of the Companies (Management and Administration) Amendment Rules, 2015 on all the below mentioned resolutions of the aforesaid Annual General Meeting.

**Item No.1:**

Ordinary Resolutions to receive consider and adopt the Financial Statements for the year ended 31<sup>st</sup> March, 2018 consisting Audited Balance Sheet as at 31<sup>st</sup> March, 2018, the Statement of Profit and Loss Account for the year ended on that date together with the Reports of the Board of Directors and Auditors thereon.

(i) Votes in favour of the resolution

| Mode                          | Number of Members Voted | Number of Votes cast by them | % of the total number of valid votes cast (in favour) |
|-------------------------------|-------------------------|------------------------------|---|
| Voted through remote E-voting | 31                      | 56725470                     | 84.63   |
| Voted through Poll at the AGM | 16                      | 10295610                     | 15.37   |
|                               | 47                      | 67021080                     | 100.00  |



(ii) Voted against the resolution

| Mode                          | Number of Members Voted | Number of Votes cast by them | % of the total number of valid votes cast (in favour) |
|-------------------------------|-------------------------|------------------------------|---|
| Voted through remote E-voting | 0                       | 0                            | 0   |
| Voted through Poll at the AGM | 0                       | 0                            | 0   |
| Total                         | 0                       | 0                            | 0   |

(iii) Votes abstained/invalid

| Mode                          | Number of Members Voted | Number of Votes cast by them | % of the total number of valid votes cast (in favour) |
|-------------------------------|-------------------------|------------------------------|---|
| Voted through remote E-voting | 0                       | 0                            | 0   |
| Voted through Poll at the AGM | 0                       | 0                            | 0   |
| Total                         | 0                       | 0                            | 0   |

*Result: Approved by requisite majority*

**Item No.2:**

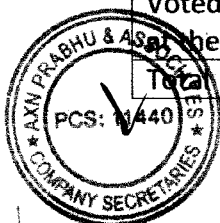
Ordinary Resolution to appoint a Director in Place of Mrs. Navitha Jain (DIN:07492584), who retires by rotation and, being eligible, offers herself for re-appointment.

(i) Votes in favour of the resolution

| Mode                          | Number of Members Voted | Number of Votes cast by them | % of the total number of valid votes cast (in favour) |
|-------------------------------|-------------------------|------------------------------|---|
| Voted through remote E-voting | 31                      | 56725470                     | 84.63   |
| Voted through Poll at the AGM | 16                      | 10295610                     | 15.37   |
| Total                         | 47                      | 67021080                     | 100.00  |

(ii) Voted against the resolution

| Mode                          | Number of Members Voted | Number of Votes cast by them | % of the total number of valid votes cast (in favour) |
|-------------------------------|-------------------------|------------------------------|---|
| Voted through remote E-voting | 0                       | 0                            | 0   |
| Voted through Poll at the AGM | 0                       | 0                            | 0   |
| Total                         | 0                       | 0                            | 0   |



(iii) Votes abstained/invalid

| Mode                          | Number of Members Voted | Number of Votes cast by them | % of the total number of valid votes cast (in favour) |
|-------------------------------|-------------------------|------------------------------|---|
| Voted through remote E-voting | 0                       | 0                            | 0   |
| Voted through Poll at the AGM | 0                       | 0                            | 0   |
| Total                         | 0                       | 0                            | 0   |

*Result: As per the requisite majority, the re-appointment of director is voted against re-appointment.*

**Item No.3:**

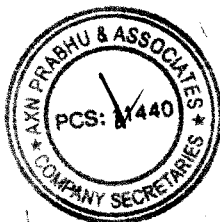
Ordinary Resolution to Appoint M/s. J.V. Ramanujam & Co., Chartered Accountants (Firm Registration No. 029475) as Statutory Auditors of the Company and fix their remuneration.

(i) Votes in favour of the resolution

| Mode                          | Number of Members Voted | Number of Votes cast by them | % of the total number of valid votes cast (in favour) |
|-------------------------------|-------------------------|------------------------------|---|
| Voted through remote E-voting | 31                      | 56725470                     | 84.63   |
| Voted through Poll at the AGM | 16                      | 10295610                     | 15.37   |
| Total                         | 47                      | 67021080                     | 100.00  |

(ii) Voted against the resolution

| Mode                          | Number of Members Voted | Number of Votes cast by them | % of the total number of valid votes cast (in favour) |
|-------------------------------|-------------------------|------------------------------|---|
| Voted through remote E-voting | 0                       | 0                            | 0   |
| Voted through Poll at the AGM | 0                       | 0                            | 0   |
| Total                         | 0                       | 0                            | 0   |





(iii) Votes abstained/invalid

| Mode                          | Number of Members Voted | Number of Votes cast by them | % of the total number of valid votes cast (in favour) |
|-------------------------------|-------------------------|------------------------------|---|
| Voted through remote E-voting | 0                       | 0                            | 0   |
| Voted through Poll at the AGM | 0                       | 0                            | 0   |
| Total                         | 0                       | 0                            | 0   |

*Result: Approved by requisite majority*

**Item No.4:**

Ordinary Resolution to approve the Increase in Authorised Share Capital of the Company from present Rs.15 Crores to Rs.16.50 Crores.

(i) Votes in favour of the resolution

| Mode                          | Number of Members Voted | Number of Votes cast by them | % of the total number of valid votes cast (in favour) |
|-------------------------------|-------------------------|------------------------------|---|
| Voted through remote E-voting | 31                      | 56725470                     | 84.63   |
| Voted through Poll at the AGM | 16                      | 10295610                     | 15.37   |
| Total                         | 47                      | 67021080                     | 100.00  |

(ii) Voted against the resolution

| Mode                          | Number of Members Voted | Number of Votes cast by them | % of the total number of valid votes cast (in favour) |
|-------------------------------|-------------------------|------------------------------|---|
| Voted through remote E-voting | 0                       | 0                            | 0   |
| Voted through Poll at the AGM | 0                       | 0                            | 0   |
| Total                         | 0                       | 0                            | 0   |

(iii) Votes abstained/invalid

| Mode                          | Number of Members Voted | Number of Votes cast by them | % of the total number of valid votes cast (in favour) |
|-------------------------------|-------------------------|------------------------------|---|
| Voted through remote E-voting | 0                       | 0                            | 0   |
| Voted through Poll at the AGM | 0                       | 0                            | 0   |
| Total                         | 0                       | 0                            | 0   |

*Result: Approved by requisite majority*



**Item No.5:**

Ordinary Resolution for Issue of Bonus Shares in the ratio of 1 (one) Share for every 10 (ten) equity shares held as on record date.

**(i) Votes in favour of the resolution**

| Mode                          | Number of Members Voted | Number of Votes cast by them | % of the total number of valid votes cast (in favour) |
|-------------------------------|-------------------------|------------------------------|---|
| Voted through remote E-voting | 31                      | 56725470                     | 84.63   |
| Voted through Poll at the AGM | 16                      | 10295610                     | 15.37   |
| Total                         | 47                      | 67021080                     | 100.00  |

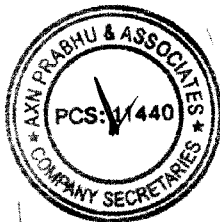
**(ii) Voted against the resolution**

| Mode                          | Number of Members Voted | Number of Votes cast by them | % of the total number of valid votes cast (in favour) |
|-------------------------------|-------------------------|------------------------------|---|
| Voted through remote E-voting | 0                       | 0                            | 0   |
| Voted through Poll at the AGM | 0                       | 0                            | 0   |
| Total                         | 0                       | 0                            | 0   |

**(iii) Votes abstained/invalid**

| Mode                          | Number of Members Voted | Number of Votes cast by them | % of the total number of valid votes cast (in favour) |
|-------------------------------|-------------------------|------------------------------|---|
| Voted through remote E-voting | 0                       | 0                            | 0   |
| Voted through Poll at the AGM | 0                       | 0                            | 0   |
| Total                         | 0                       | 0                            | 0   |

*Result: Approved by requisite majority*



**Item No.6:**

Ordinary Resolution to approve the Alteration in the Capital Clause of the Memorandum of Association of the Company.

**(i) Votes in favour of the resolution**

| Mode                          | Number of Members Voted | Number of Votes cast by them | % of the total number of valid votes cast (in favour) |
|-------------------------------|-------------------------|------------------------------|---|
| Voted through remote E-voting | 31                      | 56725470                     | 84.63   |
| Voted through Poll at the AGM | 14                      | 10294610                     | 15.36   |
| Total                         | 45                      | 67020080                     | 99.99   |

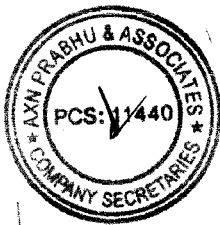
**(ii) Voted against the resolution**

| Mode                          | Number of Members Voted | Number of Votes cast by them | % of the total number of valid votes cast (in favour) |
|-------------------------------|-------------------------|------------------------------|---|
| Voted through remote E-voting | 0                       | 0                            | 0   |
| Voted through Poll at the AGM | 0                       | 0                            | 0   |
| Total                         | 0                       | 0                            | 0   |

**(iii) Votes abstained/invalid**

| Mode                          | Number of Members Voted | Number of Votes cast by them | % of the total number of valid votes cast (in favour) |
|-------------------------------|-------------------------|------------------------------|---|
| Voted through remote E-voting | 0                       | 0                            | 0   |
| Voted through Poll at the AGM | 2                       | 1000                         | 0.01  |
| Total                         | 0                       | 0                            | 0   |

*Result: Approved by requisite majority*



**Item No.7:**

Special Resolution to approve the Alteration in the Capital Clause of the Articles of Association of the Company.

(i) Votes in favour of the resolution

| Mode                          | Number of Members Voted | Number of Votes cast by them | % of the total number of valid votes cast (in favour) |
|-------------------------------|-------------------------|------------------------------|---|
| Voted through remote E-voting | 31                      | 56725470                     | 84.63   |
| Voted through Poll at the AGM | 13                      | 10294110                     | 15.35   |
| Total                         | 44                      | 67019580                     | 99.98   |

(ii) Voted against the resolution

| Mode                          | Number of Members Voted | Number of Votes cast by them | % of the total number of valid votes cast (in favour) |
|-------------------------------|-------------------------|------------------------------|---|
| Voted through remote E-voting | 0                       | 0                            | 0   |
| Voted through Poll at the AGM | 0                       | 0                            | 0   |
| Total                         | 0                       | 0                            | 0   |

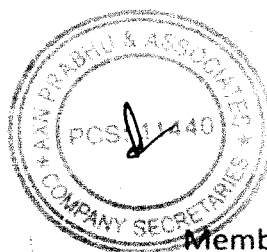
(iii) Votes abstained/invalid

| Mode                          | Number of Members Voted | Number of Votes cast by them | % of the total number of valid votes cast (in favour) |
|-------------------------------|-------------------------|------------------------------|---|
| Voted through remote E-voting | 0                       | 0                            | 0   |
| Voted through Poll at the AGM | 3                       | 1500                         | 0.02  |
| Total                         | 0                       | 0                            | 0   |

Result: Approved by 2/3<sup>rd</sup> majority

Thanking You,

For AXN Prabhu & Associates  
Company Secretaries





AXN Prabhu  
Proprietor

Membership No. PCS11440

Place: Chennai

Date: 22/06/2018