

PROCEEDINGS OF 15th ANNUAL GENERAL MEETING OF SRG HOUSING FINANCE LIMITED HELD ON THURSDAY, 18TH DAY OF SEPTEMBER, 2014 AT 12:15 PM AT HOTEL Q , 2- A NEW FLORA COMPLEX, NEAR NEW PULA BRIDGE, FATEHPURA, UDAIPUR- RAJASTHAN 313 001

Number of members present in person: 32

Members present by Proxy: 11

Directors present:

- | | |
|--------------------------|----------------------|
| 1. Shri. Vinod K. Jain | Managing Director |
| 2. Shri. Rajesh Jain | Director |
| 3. Smt. Seema Jain | Director |
| 4. Shri Chirag Dharmawat | Independent Director |
| 5. Shri. Ashok Kabra | Independent Director |

By Invitation:

- | | |
|-------------------------------------|---|
| 1. Shri. Narendra Kumar Valawat | |
| 2. Shri Jinendra Jain
(Partners) | M/s Valawat Jha Pamecha & Co.
(Statutory Auditors) |
| 3. CA Ketan Jain | Ketan & Co.
Internal Auditor |

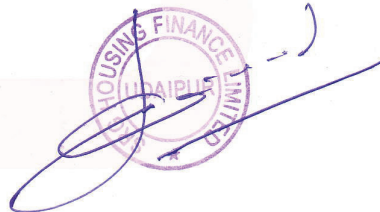
In Attendance:

- | | |
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| 1. Mr. Hitesh Soni | Company Secretary |
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The shareholders of the company took all the items of Business contained in the Notice of Annual General Meeting and approved the same as given below:

Ordinary Resolution

1. Approved and adopted the Audited Balance sheet as at 31st March, 2014 and the Statement of Profit and Loss for the year ended on that date along with Directors' Report and Auditors' Report thereon.
2. Confirmed the re-appointment of Mr. Rajesh Jain (DIN: 00212393) as the Director of the Company.



3. Confirmed the reappointment of M/S Valawat Jha Pamecha & Co., Chartered Accountants, as Auditors of the Company to hold office from the conclusion of this Annual General Meeting to the conclusion of Eighteenth Annual General Meeting, subject to ratification by members every year, on remuneration to be fixed by the board of Directors of the company, based on the recommendation of the Audit Committee.

Special Resolution

4. Confirmed the re-appointment of Mr. Chirag Dharmawat (DIN: 05281217) as Independent Director of the company for a term of 5 consecutive years from the conclusion of this AGM till conclusion of AGM to be held in the year 2019.



5. Confirmed the re-appointment of Mr. Ashok Kabra (DIN: 00240618) as Independent Director of the company for a term of 5 consecutive years from the conclusion of this AGM till conclusion of AGM to be held in the year 2019.

6. Confirmed the re-appointment of Mr. Vikas Gupta (DIN: 05280808) as Independent Director of the company for a term of 5 consecutive years from the conclusion of this AGM till conclusion of AGM to be held in the year 2019.

7. Authorised Board to create charge/mortgage on the movable and/ or immovable Assets of the Company, within the overall borrowing limit of Rs. 200 Crores (which has already been approved by shareholders under old Companies Act, 1956) under provisions of New Companies Act, 2013.

8. Authorised Board to Borrow within the overall borrowing limit of Rs. 200 Crores (which has already been approved by shareholders under old Companies Act, 1956) under provisions of New Companies Act, 2013.

Place: Udaipur
Date: 19.09.2014



Vinod K. Jain
Managing Director
DIN: 00248843