

# 33<sup>rd</sup> Annual Report

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## **ANNUAL REPORT-** **2019-20**

*SURYAKRUPA*

*FINANCE LTD.*

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CIN: L60200GJ1986PLC083845 (Old CIN: L60200MH1986PLC041487&L99999MH1986PLC041487)

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**Board of Directors:**

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Mr. Maulin B. Acharya	Director
Mr. Narendrasinh D. Rana	Director
Mr. Amar N. Pal	Independent Director
Mr. Dharmesh K. Barot	Independent Director
Mrs. Nitu Dhrinder Singh Rathod	Independent Women Director

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**Key Managerial Personnel:**

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Mr. Ashok Kumar Dudi	Managing Director
Mr. Narendrasinh D. Rana	CFO
Mrs. Akansha Pithaliya	Company Secretary & Compliance Officer

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**REGISTERED OFFICE**

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**STATUTORY AUDITORS**

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**EXISTING (w.e.f.16/07/2015)**

Plot No.267, Ward 12/B,  
Gandhidham - 370201,  
Gujarat, INDIA.  
Email: investorsuryakrupa@gmail.com

M/s.Mayur Shah & Associates  
Chartered Accounts  
Ahmedabad.

Website: www.suryakrupafinance.in

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**BANKERS**

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**SECRETARIAL AUDITOR**

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HDFC Bank

M/s.Jogi Dipak & Co.,  
Practicing Company Secretary, Gandhidham

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**SHARES LISTED AT**

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BSE Ltd.  
Security Code: 511185

ISIN: INE381N01019

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**REGISTRAR AND SHARE TRANSFER AGENT**

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**Link Intime India Pvt. Limited**

C-101, 247 Park, L.B.S. Marg, Vikhroli (West), Mumbai – 400 083  
Tel No : +91 (22) 49186270, Fax: +91 (22) 49186060  
E-mail id : rnt.helpdesk@linkintime.co.in  
Website : www.linkintime.co.in

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**IMPORTANT INFORMATION:**

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**Date of 33<sup>rd</sup> AGM:** 28<sup>th</sup> September, 2020.

**Book Closer:** 22<sup>nd</sup> September 2020 to 28<sup>th</sup> September, 2020

**Cutoff date/ Record date:** 22<sup>nd</sup> September, 2020.

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*“The Ministry of Corporate Affairs has taken a “Green Initiative in the Corporate Governance” by allowing paperless compliances by the companies and has issued circulars stating that service of notice / documents including Annual Report can be sent by e-mail to its members. To support this green initiative of the Government in full measure, members who have not registered their e-mail addresses, so far, are requested to register their e-mail addresses, in respects of electronic holding with the Depository through their concerned Depository Participants”.*

# SURYAKRUPA FINANCE LIMITED

CIN: L60200GJ1986PLC083845

Registered Office: Plot No. 267, Ward 12/B, Gandhidham, Gujarat-370201

Email: [investorsuryakrupa@gmail.com](mailto:investorsuryakrupa@gmail.com) Website: [www.suryakrupafinance.in](http://www.suryakrupafinance.in) Contact No: 9979898027

## NOTICE

**NOTICE** is hereby given that the 33<sup>rd</sup> Annual General Meeting of the Members of Suryakrupa Finance Limited will be held on Monday, 28<sup>th</sup> September, 2020 at 09:00 A.M for transaction of the following business through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM") in conformity with the regulatory provisions and Circulars issued by the Ministry of Corporate Affairs, Government of India:-

### ORDINARY BUSINESS:

- 1) To consider and adopt the financial statements for the financial year ended March 31, 2020 together with the Reports of the Directors and the Auditors thereon.
- 2) To Appoint Statutory Auditors of the Company:

To consider and if thought fit, to pass with or without modification(s) the following resolution as an Ordinary Resolution:

**"RESOLVED THAT** pursuant to the provisions of Sections 139, 142 and other applicable provisions, if any, of the Companies Act, 2013 (the Act) and the Rules made thereunder as amended from time to time, (including any modification and re-enactment thereof for the time being in force), and SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015 and based on recommendation of the Audit Committee and the Board of Directors of the Company, NPV & Associates, Chartered Accountants, (Firm Registration No. 129408W), be and is hereby appointed as Statutory Auditors of the Company, to fill the casual vacancy arisen on account of resignation of Mr. Mayur Shah & Associates for a period commencing from date of recommendation of the Board i.e. 20/07/2020 and until the conclusion of this AGM and shall also hold the office for a term of 5 (five) consecutive years from the conclusion of the 33<sup>rd</sup> AGM till conclusion of the 38<sup>th</sup> AGM (financial years 2020-21, 2021-22, 2022-23, 2023-24 and 2024-25), the remuneration of Rs. 30000/- per annum payable to NPV & Associates, Chartered Accountants for conduct of audit for the financial year 2020-21, payable in one or more instalments plus goods and services tax as applicable, and reimbursement of out-of-pocket expenses incurred, be and is hereby approved

**"RESOLVED FURTHER THAT** the Board be and is hereby authorized to sign all the necessary documents, applications on behalf of the Company to be filed along with necessary e-forms with Ministry of Corporate Affairs and to do all such acts, deeds, matters and things as may be required to give effect to this resolution."

- 3) To appoint a Director in place of Mr. NARENDRASINH DALPATSINH RANA (DIN: 02543871), who retires by rotation and being eligible, offer himself for re-appointment.

### SPECIAL BUSINESS:

- 4) Re-appointment of Mr. Ashokkumar Dudi (DIN: 02579317) as a Managing Director of the Company

To consider and if thought fit, to pass with or without modification(s), the following resolution as SPECIAL RESOLUTION:

**"RESOLVED THAT,** pursuant to the provisions of Section 196, 197, 203 read with Schedule V other applicable provisions of the Companies Act, 2013, read with Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 including any statutory amendments, modifications or re-enactment thereof and on recommendation of Nomination and Remuneration Committee and pursuant to approval of the Board of Directors the approval of the Members of the Company be and is hereby accorded for re-appointment of Mr. Ashokkumar Dudi (DIN: 02579317) as a Managing Director for further period of five (5) years from with effect from 01/10/2020 not liable to retire by rotation and on such terms and conditions and remuneration as set out in the explanatory statement annexed to this notice with the power to the board to alter and modify the same, inconsonance with the provisions of the Act and in the best interest of the Company.

**RESOLVED FURTHER THAT,** in the event of loss or inadequacy of profit in any Financial Year, during his tenure as Managing director, he shall be paid Remuneration as per the limit set out in Scheduled V to the Companies Act, 2013.

**"RESOLVED FURTHER THAT** the Board of Directors of the Company, be and are hereby authorized to file the said resolution with the Registrar of Companies, and to do all such acts, deeds and things as may be necessary, expedient and incidental thereto to give effect to the above resolution."

- 5) To consider the appointment of Mr. Amar Nandlal Pal as a Non-Executive Independent Director on the Board of the Company and if thought fit, pass the following resolution as a Special Resolution:

**"RESOLVED THAT** pursuant to the provisions of Section 149, 150, and 152 read with schedule IV and other applicable provisions if any of the Companies Act, 2013 ("the Act") read with the rules made there under (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) and based on recommendation of Nomination and Remuneration Committee, Mr. Amar Nandlal Pal

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recommendation of Nomination and Remuneration Committee, Mr. Amar Nandlal Pal (DIN 02671759), who was appointed as an Independent Director at the 28th AGM of the company and re-appointed by the Board of Directors upon expiry of his term in its Meeting held on February 13, 2020, be and is hereby re-appointed as a Non-Executive Independent Director of the Company, not liable to retire by rotation, to hold office for a second term of five years commencing with effect from February 14, 2020 up to February 13, 2025."

"RESOLVED FURTHER THAT the Board of Directors of the Company, be and are hereby authorized to file the said resolution with the Registrar of Companies, and to do all such acts, deeds and things as may be necessary, expedient and incidental thereto to give effect to the above resolution."

- 6) To consider the re-appointment of Mr. DHARMESH KANUBHAI BAROT as a Non-Executive Independent Director on the Board of the Company and if thought fit, pass the following resolution as a Special Resolution:

"RESOLVED THAT pursuant to the provisions of Section 149, 150, and 152 read with schedule IV and other applicable provisions if any of the Companies Act, 2013 ("the Act") read with the rules made there under (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) and based on recommendation of Nomination and Remuneration Committee, Mr. Dharmesh Barot (DIN 07088808) who was appointed as an Independent Director at the 28th AGM of the company and re-appointed by the Board of Directors upon expiry of his term in its Meeting held on February 13, 2020, be and is hereby re-appointed as a Non-Executive Independent Director of the Company, not liable to retire by rotation, to hold office for a second term of five years commencing with effect from February 14, 2020 up to February 13, 2025."

"RESOLVED FURTHER THAT the Board of Directors of the Company, be and are hereby authorized to file the said resolution with the Registrar of Companies, and to do all such acts, deeds and things as may be necessary, expedient and incidental thereto to give effect to the above resolution."

By Order Of the Board  
**SURYAKRUPA FINANCE LIMITED**

Date: 31<sup>st</sup> August, 2020  
Place: Gandhidham

Sd/-  
**Ashok Kumar Dudi**  
**Managing Director**  
**DIN: 02579317**  
CIN: L60200GJ1986PLC083845

## Notes:

1. In view of the continuing Covid-19 pandemic, the Ministry of Corporate Affairs ("MCA") has, vide its circular dated May 5, 2020, read with circulars dated April 8, 2020 and April 13, 2020 (collectively referred to as "MCA Circulars"), permitted the holding of the Annual General Meeting ("AGM") through VC / OAVM, without the physical presence of the Members at a common venue. In compliance with the said provisions the AGM of the Company is being held through VC / OAVM.
2. Information regarding appointment/re-appointment of Director(s) and Explanatory Statement in respect of special businesses to be transacted pursuant to Section 102 of the Companies Act, 2013 is annexed hereto.
3. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.
4. In line with the aforesaid Ministry of Corporate Affairs (MCA) Circulars and SEBI Circular dated May 12, 2020, the Notice of AGM along with Annual Report 2019-20 is being sent only through electronic mode to those Members whose email addresses are registered with the Company/ Depositories. Member may note that Notice and Annual Report 2019-20 will be available on the website of the Company at [www.suryakrupafinance.in](http://www.suryakrupafinance.in) and on the website of BSE Limited at [www.bseindia.com](http://www.bseindia.com).
5. Those shareholders who have not yet registered their e-mail address are requested to get their e-mail addresses submitted, by following the procedure given below:  
(a) In case shares are held in physical mode, please provide Full Name and Address, Email-Id and Mobile No., No. of Shares held, Folio No., Certificate No. & Distinctive No. scanned copy of the share certificate (front and back), self-attested scanned copy of PAN card & Aadhar Card), by email to [rnt.helpdesk@linkintime.co.in](mailto:rnt.helpdesk@linkintime.co.in) or to company at email id: [investorsuryakrupa@gmail.com](mailto:investorsuryakrupa@gmail.com)  
(b) In case shares are held in demat mode, members are requested to approach their respective Depository through Depository Participant.
6. The Register of Members and Share Transfer Registers of the Company will remain closed from Tuesday 22<sup>nd</sup> September, 2020 to Monday 28<sup>th</sup> September, 2020 (both days inclusive).
7. The cutoff date for determining the eligibility to vote by electronic means in the general meeting shall be Tuesday 22<sup>nd</sup> September, 2020.

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8. Members are requested to convert their share(s) lying in physical form to the Demat form for easy transferability of shares. For any help the shareholders may contact the Company or R&T Agent of the Company.
9. Members seeking any information with regard to the accounts or any matter are requested to write to the Company mentioning their name, demat account number/folio number, email id, mobile number at [investorsuryakrupa@gmail.com](mailto:investorsuryakrupa@gmail.com) on or before September 17, 2020 so as to enable the management to keep the information ready.
10. The Board of Directors of the Company has appointed CS. Dipak Jogi, Practicing Company Secretary, Gandhidham as a Scrutinizer. The Scrutinizer will submit his report to the Chairman after the completion of scrutiny, and the results through electronic voting will be declared by placing it along with the Scrutinizer's Report on the Company's website and communicated to the Stock Exchange (BSE).
11. The Register of director & Key Managerial Personnel and their shareholding maintained under Section 170 of the Companies Act, 2013 will be available for inspection in electronic mode.
- The procedure and instructions for e-voting are as follows:
- (i) The voting period begins on Thursday, 24-09-2020 at 10:00 AM and ends on Sunday, 27<sup>th</sup> September, 2020 at 05:00 PM. During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date Saturday, 22<sup>nd</sup> September, 2020 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
  - (ii) Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.
  - (iii) The shareholders should log on to the e-voting website [www.evotingindia.com](http://www.evotingindia.com).
  - (iv) Click on "Shareholders" module.
  - (v) Now Enter your User ID
    - a. For CDSL: 16 digits beneficiary ID,
    - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
    - c. Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.
  - (vi) Next enter the Image Verification as displayed and Click on Login.
  - (vii) If you are holding shares in demat form and had logged on to [www.evotingindia.com](http://www.evotingindia.com) and voted on an earlier voting of any company, then your existing password is to be used.

## PROCEDURE AND INSTRUCTIONS FOR E-VOTING

- (viii) If you are a first time user follow the steps given below:

For Members holding shares in Demat Form and Physical Form	
<b>PAN</b>	Enter your 10 digit alpha-numeric PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders)  Members who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number which is printed on Postal Ballot / Attendance Slip indicated in the PAN field.
<b>Dividend Bank Details OR Date of Birth (DOB)</b>	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login. If both the details are not recorded with the depository or company please enter the member id / folio number in the Dividend Bank details field as mentioned in instruction (iv).

- (ix) After entering these details appropriately, click on "SUBMIT" tab.
- (x) Members holding shares in physical form will then directly reach the Company selection screen. However, members holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- (xi) For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (xii) Click on the EVSN for the relevant **Suryakrupa Finance Limited** on which you choose to vote.
- (xiii) On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.



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- (xiv) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
- (xv) After selecting the resolution you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.
- (xvi) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- (xvii) You can also take a print of the votes cast by clicking on "Click here to print" option on the Voting page.
- (xviii) If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xix) Shareholders can also cast their vote using CDSL's mobile app "m-Voting". The m-Voting app can be downloaded from respective Store. Please follow the instructions as prompted by the mobile app while Remote Voting on your mobile.
- (xx) **Note for Non – Individual Shareholders and Custodians**
- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodian are required to log on to [www.evotingindia.com](http://www.evotingindia.com) and register themselves as Corporates.
  - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com).
  - After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
  - The list of accounts linked in the login should be mailed to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) and on approval of the accounts they would be able to cast their vote.
  - A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.

If you have any queries or issues regarding attending AGM & e-Voting from the e-Voting System, you may refer the Frequently Asked Questions ("FAQs") and e-voting manual available at [www.evotingindia.com](http://www.evotingindia.com), under help section or write an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) or contact Mr. Nitin Kunder (022- 23058738 ) or Mr. Mehboob Lakhani (022-23058543) or Mr. Rakesh Dalvi (022-23058542).

All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Manager, (CDSL, ) Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) or call on 022-23058542/43.

## INSTRUCTIONS FOR SHAREHOLDERS FOR E-VOTING DURING THE AGM/EGM ARE AS UNDER:-

1. The procedure for e-Voting on the day of the EGM/AGM is same as the instructions mentioned above for Remote e-voting.
2. Only those shareholders, who are present in the EGM/AGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system available during the EGM/AGM.
3. If any Votes are cast by the shareholders through the e-voting available during the EGM/AGM and if the same shareholders have not participated in the meeting through VC/OAVM facility , then the votes cast by such shareholders shall be considered invalid as the facility of e-voting during the meeting is available only to the shareholders attending the meeting.
4. Shareholders who have voted through Remote e-Voting will be eligible to attend the EGM/AGM. However, they will not be eligible to vote at the EGM/AGM.

## INSTRUCTIONS FOR SHAREHOLDERS ATTENDING THE EGM/AGM THROUGH VC/OAVM ARE AS UNDER:

1. Shareholder will be provided with a facility to attend the EGM/AGM through VC/OAVM through the CDSL e-Voting system. Shareholders may access the same at <https://www.evotingindia.com> under shareholders/members login by using the remote e-voting credentials. The link for VC/OAVM will be available in shareholder/members login where the EVSN of Company will be displayed.
2. Shareholders are encouraged to join the Meeting through Laptops / IPads for better experience.
3. Further shareholders will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
4. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.

**Corporate Office:** - 3, Smrutikunj Society, Opp. Narnarayan Complex, Near Navrangpura Bus Stop, Swastik Cross Road, Ahmedabad-380009. **Tele Phone No.** 079-40063485

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Company	SURYAKRUPA FINANCE LIMITED
Registrar and Transfer Agent	LINK INTIME INDIA PVT. LTD. C-101, 247 Park, L.B.S. Marg, Vikhroli (West), Mumbai – 400 083 Tel No : +91( 22) 49186000 Fax: +91 (22) 49186060 E-mail id : <a href="mailto:rnt.helpdesk@linkintime.co.in">rnt.helpdesk@linkintime.co.in</a> Website : <a href="http://www.linkintime.co.in">www.linkintime.co.in</a> Contact Person: Ms. Shruti Shetty
e-Voting Agency	Central Depository Services (India) Limited [CDSL] E-mail : <a href="mailto:helpdesk.evoting@cdslindia.com">helpdesk.evoting@cdslindia.com</a>
Scrutinizer	CS. Dipak Jogi, Practicing Company Secretary, Gandhidham, Gujarat.

## **EXPLANATORY STATEMENT PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013 (“THE ACT”)**

### **ITEM NO. 2**

This explanatory statement is provided as per Section 102 of the act and Regulation 36 of SEBI (LODR).

The Statutory Auditor M/S MAYUR SHAH & ASSOCIATES Chartered Accountants (FRN: 106125W) have tendered their resignation from the position of the Statutory Auditors of the company w.e.f. 25<sup>th</sup> June, 2020 stating their inability to continue as the statutory Auditor due to their pre-occupancy.

Pursuant to provision of the section 139(8) and other applicable provision of the Act read with the rules made thereunder, the Board of Directors at their meeting held on 20/07/2020 has recommended the appointment of NPV & Associates, Chartered Accountants, (Firm Registration No. 129408W), as Statutory Auditor of the Company to fill the casual vacancy of Statutory Auditor of the Company, which requires to be approved by the Shareholders at the General meeting to be convened within 90 days of recommendation of the Board.

Accordingly, the Board has decided to obtain approval of Shareholders in this Annual General Meeting as the same was scheduled to be held before due date as stated above. Relevant details in terms of Regulation 36 of LODR are as under:

NPV & Associates is a Chartered Accountants' Firm since 1989 and is a leading service provider to Business Enterprises in the field of Audit & Assurance Services, Taxation & Compliance Services, Corporate & Labour Law solutions, Finance, Valuation & Management solutions and Cross Border Transaction Advisory Services.

Taking into consideration the wide range of services provided by NPV & Associates the Audit Committee has recommended their appointment as Statutory Auditor of the Company and fixed a

remuneration of 30,000/- (Rupees Thirty Thousand only) per annum plus applicable taxes and reimbursement of out of pocket expenses at actuals. There is no change in the fees payable to the proposed statutory auditors as compared to the fees given to the outgoing auditors

The Board recommends appointment of M/s NPV & Associates, Chartered Accountants, (Firm Registration No. 129408W), for a period from the date of recommendation of the Board i.e. 20/07/2020 until the conclusion of this AGM and for further period of five years as mentioned in the Resolution.

None of the Manager, Key Managerial Personnel, and their relatives is interested or concerned, financially or otherwise in the proposed resolution

### **ITEM NO. 4**

The Shareholders of the Company in its Annual General Meeting held on 30<sup>th</sup> September, 2015 has appointed Mr. Ashok kumar Dudi as the Managing Director of the Company for a period of 5 (Five) years. The term of Mr. Ashokkumar Dudi will expire on 30/09/2020.

The Board of Director on the recommendation of Nomination and Remuneration Committee after reviewing performance of the Managing Director has proposed his re-appointment for a period of 5 (Five) years subject to the approval of members/shareholders of the Company in Annual General Meeting. Brief Profile of Mr. Ashokkumar Dudi is as stated in table provided in Annexure- A.

Brief terms and conditions of appointment including details required under schedule V of the Act are as under:

Tenure of Appointment: The re-appointment of Ms. Ashok Dudi as a Managing Director is for a further period of 5(five) years with effect from 01/10/2020 to 30/09/2025

**Corporate Office:** - 3, Smrutikunj Society, Opp. Narnarayan Complex, Near Navrangpura Bus Stop, Swastik Cross Road, Ahmedabad-380009. **Tele Phone No.** 079-40063485

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Remuneration: Without any remuneration

Nature of Duties: As a Managing Director he shall devote his time and attention to the business of the Company, perform such duties as may be entrusted to him by the Board of Directors from time to time in connection with and in the best interests of the Company.

Other terms of Appointment: The terms and conditions of the re-appointment of Mr. Ashok Kumar Dudi as the Managing Director may be altered and varied from time to time by the Board of Directors as it may, in its discretion deem fit, in such manner as may be agreed to between the Board of Directors and the Managing Director, subject to such approvals as may be required. Details as per Schedule V of the Act is provided in Annexure- B

As per provisions of Section 196 of the Act, appointment of Managing Director requires approval of the Shareholders. Accordingly, the Board of Directors recommends resolution set out at item no. 4 for approval of Shareholders. Except Mr. Ashok Dudi None of the Manager, Key Managerial Personnel, and their relatives is interested or concerned, financially or otherwise in the proposed resolution.

applicable Regulations, the re-appointment Mr. Dharmesh Barot (DIN 07088808) and Mr. AMAR NANDLAL PAL (02671759) as Non-Executive Independent Directors is now being placed before the Members for their approval by way of Special Resolutions. The board recommends the Special resolution at Item No. 5 & 6 for your approval of the members. None of the Manager, Key Managerial Personnel, and their relatives is interested or concerned, financially or otherwise in the proposed resolution.

By Order of the Board  
**SURYAKRUPA FINANCE LIMITED**

Sd/-

Date: 31<sup>st</sup> August, 2020  
Place: Gandhidham

**Ashok Kumar Dudi**  
**Managing Director**  
**DIN: 02579317**  
CIN:L60200GJ1986PLC083845

## ITEM NO. 5 & 6

The Company has appointed Mr. Dharmesh Barot (DIN 07088808) and Mr. AMAR NANDLAL PAL (02671759) as Non-Executive Independent Directors for a period of 5 (five) years, whose term expired on February 14, 2020. The Board in its meeting held on 13<sup>th</sup> February, 2020 has re-appointed them for second term of 5 (five) years. As per the provisions of Section 149 (10) of the Act re-appointment of Independent Director requires approval of Shareholders by way of Special Resolution.

Based on the performance evaluation and on recommendation of Nomination and Remuneration Committee, the Board of Directors proposes the re-appointment of Mr. Dharmesh Barot (DIN 07088808) and Mr. AMAR NANDLAL PAL (02671759) as Non-Executive Independent Directors, for a second term of five years from February 14, 2020 up to February 13, 2025, not liable to retire by rotation.

A profile of Mr. Dharmesh Barot and Mr. AMAR NANDLAL PAL is also annexed to the Notice in accordance with the SEBI (Listing Obligations And Disclosure Requirements) Regulations, 2015 ("LODR") and Secretarial Standard.

The Company has received a declaration from them to the effect that they meet the criteria of independence as provided in Section 149(6) of the Act and Rules framed thereunder.

In compliance with the provisions of Section 149 read with Schedule IV to the Act and other

**Corporate Office:** - 3, Smrutikunj Society, Opp. Narnarayan Complex, Near Navrangpura Bus Stop, Swastik Cross Road, Ahmedabad-380009. **Tele Phone No.** 079-40063485



# SURYAKRUPA FINANCE LIMITED

CIN: L60200GJ1986PLC083845

Registered Office: Plot No. 267, Ward 12/B, Gandhidham, Gujarat-370201

Email: [investorsuryakrupa@gmail.com](mailto:investorsuryakrupa@gmail.com) Website: [www.suryakrupafinance.in](http://www.suryakrupafinance.in) Contact No: 9979898027

## ANNEXURE A

Information pursuant to the Regulation 36 (3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard-2 on General Meeting regarding re-appointment of a Director.

Name of the Director	Mr. NARENDRASINH DALPATSINH RANA	Mr. ASHOK KUMAR DUDI
Director Identification Number (DIN)	02543871	02579317
Date of Birth & Age	18/10/1974, 45 years	06/07/1971, 49 years
Date of Appointment	13-10-2014	13-10-2014
Qualification	Bachelor of Commerce (B.COM)	B.E (Bachelor's degree in Civil Engineering)
Expertise in specific functional areas	Vast experience in the fields of logistic, warehousing, shipping and other ancillary business.	More than 25 years of Experience Broad experience in the field of Logistics, stevedoring and other allied business. Excellent management skills.
List of Companies in which outside Directorship held as on 31.03.2020	1. RCC Ltd. 2. ROYALE PORTS MANAGEMENT PRIVATE LIMITED	1. APEX MARINTRANS PRIVATE LIMITED 2. ROYALE PORTS MANAGEMENT PRIVATE LIMITED 3. SPARK BROADCASTING PRIVATE LIMITED
Chairman/ Member of the committees of other companies in which he/she is a Director as on 31.03.2020	Member of the CSR Committee of the RCC LTD	Nil
Number of equity shares held in the Company	136200	135350
Remuneration last drawn	Nil	Nil
Remuneration proposed to be paid	Nil	Nil
Relationship with other Directors/ KMP	Not related to any Directors and Key Managerial Personnel of the Company	Not related to any Directors and Key Managerial Personnel of the Company
No of meetings of the Board attended during the financial year	All Board meetings were attended.	All Board meetings were attended.

Name of the Director	Mr. DHARMESH KANUBHAI BAROT	Mr. AMAR NANDLAL PAL
Director Identification Number (DIN)	08425061	02671759
Date of Birth & Age	16/07/1977, 43 years	01/09/1972, 48 years
Date of Appointment	14/02/2015	14/02/2015
Qualification	HSC (Under Graduate)	Bachelor of Commerce (B.COM)
Expertise in specific functional areas	Broad experience in the business of transportation and excellent management skills.	Rich experience in business and risk management. Expertise in developing and implementing strategies Interpreting & analyzing the market situation & business drivers.
List of Companies in which outside Directorship held as on	Nil	Nil

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31.03.2020		
Chairman/ Member of the committees of other companies in which he/she is a Director as on 31.03.2020	Nil	Nil
Number of equity shares held in the Company	Nil	Nil
Remuneration last drawn	Nil	Nil
Remuneration proposed to be paid	Nil	Nil
Relationship with other Directors/ KMP	Not related to any Directors and Key Managerial Personnel of the Company	Not related to any Directors and Key Managerial Personnel of the Company
No of meetings of the Board attended during the financial year	Attended all the meetings	Attended all the meetings

## ANNEXURE B

### Information pursuant to Schedule V of the Companies Act, 2013

	General Information	
1	Nature of industry	Service Sector Cargo Handling, Warehousing, Stevedoring, Logistics, Clearing, Forwarding, Supply Chain Management, Chartering, Brokering & Exim Advice Financial consultancy & trading activities.
2	Date or expected date of commencement of commercial production	Business commenced in 1986, since the company is in service sector there is no date of commercial production
3	In case of new companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus	Not applicable
4	Financial performance based on given indicators	Financial Year 2019-2020 Gross Revenue: Nil Profit after tax: (8,11,258)/- Rate of Dividend: Nil Earnings per share: (0.81)
5	Foreign investments or collaborations, if any.	The company has not made any foreign investments and neither entered into any foreign collaborations

#### II. Information about the appointee:

1	Background details	Mr. Ashok Kumar Dudi, is B.E. (Civil) and having more than 2 decades of experience in management and administration of logistic, warehousing, stevedoring and other allied business. He has been and is serving as a Director in the Board of various public and private limited Companies. The brief profile of Ashok Kumar Dudi is disclosed in annexure to the notice.
2	Past remuneration	Nil