



notice

Notice is hereby given that the Thirty Second Annual General Meeting (“AGM”) of the Members of Sharyans Resources Limited will be held on Thursday, September 25, 2014 at 11.00 am at MVIRDC, World Trade Centre, Centre – 1, 1st Floor, Centrum Hall, Cuffe Parade, Mumbai – 400 005 to transact the following business:

ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Balance Sheet as at March 31, 2014, the Statement of Profit and Loss for the year ended on that date and the reports of the Board of Directors and Auditors thereon.
2. To declare dividend on equity shares for the financial year 2013-14.
3. To appoint a Director in place of Mr. Mahesh Shirodkar (DIN: 00897249) who retires by rotation and being eligible, offers himself for re-appointment.
4. **Appointment of Auditors**

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 Section 139, 142 and other applicable provisions, if any, of the Companies Act, 2013 (“the Act”) read with the Companies (Audit and Auditors) Rules, 2014 as amended from time to time and pursuant to the recommendations of the Audit Committee of the Company M/s. Chaturvedi & Shah, Chartered Accountants, (Firm Registration No. – 101720W) be and are hereby appointed as Statutory Auditors of the Company to hold office for a period of 3 years from the conclusion of this AGM until the conclusion of the 35th (Thirty Fifth) AGM of the Company (subject to ratification of their appointment at every AGM) on a remuneration to be fixed by the Board of Directors of the Company, based on the recommendation of the Audit Committee, in addition to reimbursement of all out-of-pocket expenses in connection with the audit of the accounts of the Company to be held for the financial year ending March 31, 2017.”

SPECIAL BUSINESS:

5. **Change in terms of appointment of Mr. Vijay Choraria, Managing Director**

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

“**RESOLVED THAT** in accordance with the provisions of Sections 152(6), 203 and all other applicable provisions of the Companies Act, 2013 (“the Act”) or any statutory modification or re-enactment thereof, approval of the members of the Company is hereby given for the change in terms of appointment of Mr. Vijay Choraria, Managing Director of the Company (DIN : 00021446) from non- retiring to retiring whose period of office shall be subject to retirement by rotation from the date of this Annual General Meeting.”

6. **Appointment of Mr. Vasudeo Galkar as an Independent Director 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 149, 152 and other applicable provisions, if any, of the Companies Act, 2013 (“the Act”) read with Companies (Appointment and Qualification of Directors) Rules, 2014 and Schedule IV of the Companies Act, 2013 as amended from time to time, Mr. Vasudeo Galkar (DIN: 00009177), a Non-executive Director of the Company who has submitted a declaration that he meets the criteria for independence as provided in Section 149(6) of the Act, who is eligible for appointment, be and is hereby appointed as Independent Director of the Company for a period of 5 consecutive years to hold the office from the conclusion of 32nd (Thirty Second) Annual General Meeting (AGM) till the conclusion of the 37th (Thirty Seventh) AGM of the Company and that he shall not be liable to retire by rotation.”

SHARYANS RESOURCES LIMITED

7. Appointment of Mr. Manish Goswami, as Independent Director 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 149, 152 and other applicable provisions, if any, of the Companies Act, 2013 (“the Act”) read with Companies (Appointment and Qualification of Directors) Rules, 2014 and Schedule IV of the Companies Act, 2013 as amended from time to time Mr. Manish Goswami (DIN: 01075923), a Non-executive Director of the Company who has submitted a declaration that he meets the criteria for independence as provided in Section 149(6) of the Act, who is eligible for appointment, be and is hereby appointed as Independent Director of the Company for a period of 5 (five) consecutive years to hold the office from the conclusion of 32nd (Thirty Second) Annual General Meeting (AGM) till the conclusion of the 37th (Thirty Seventh) AGM of the Company and that he shall not be liable to retire by rotation.”

Place : Mumbai
Date : May 27, 2014

By Order of the Board of Directors
For Sharyans Resources Limited

Registered office:

SHARYANS RESOURCES LIMITED
CIN-L99999MH1982PLC102697
4th Floor, Kalpataru Heritage,
127, M. G. Road,
Fort, Mumbai - 400001.
Email ID: investor@sharyans.com

Bina Shah
Company Secretary

NOTES :

1. The Statement setting out the material facts relating to Special Business at the Meeting pursuant to Section 102(1) of the Companies Act, 2013 is annexed hereto.
2. A member entitled to attend and vote at the Annual General Meeting (“Meeting”) is entitled to appoint a proxy to attend and vote on a poll instead of himself and the proxy need not be a member of the Company. A person can act as proxy on behalf of members not exceeding fifty and holding in the aggregate not more than ten percent of the total share capital of the Company carrying voting rights. A member holding more than ten percent of the total share capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy for any other person or shareholder. The instrument appointing the proxy must be filled, stamped and duly signed and deposited at the registered office of the Company not less than forty eight hours before the commencement of the Meeting.
3. Bodies Corporate who are members of the Company are requested to send duly certified copy of the Board Resolution authorising their representatives to attend and vote at the Meeting.
4. Members are requested to bring their Attendance Slip while attending the Meeting. Members holding shares in demat form are requested to write their DP ID and Client ID and those holding shares in physical form are requested to write their Folio Numbers on the attendance slip for attending the Meeting.
5. As part of the Green Initiative in Corporate Governance, the Ministry of Corporate Affairs (“MCA”), Government of India, through its Circular Nos. 17/2011 and 18/2011, dated April 21, 2011 and April 29, 2011 respectively has allowed companies to send official documents through electronic mode.

In spirit of the above circulars and as part of the Company’s Green Initiative, the Company may propose to send documents like Notice convening the general meetings, Financial Statements, Director’s Report, etc. to the e-mail address provided by the members.



Members are requested to support the Green Initiative by the Government and get their email addresses registered with their Depository Participants in case of shares held in demat form or with Link Intime India Private Limited (Registrars) in case of shares held in physical form.

6. Annual Report copies will not be distributed at the Meeting. Members are therefore requested to bring their copies of the Annual Report.
7. As required by clause 49 IV (G) of the Listing Agreement, a brief profile of Directors seeking appointment or re-appointment at the ensuing Annual General Meeting is given.
8. In case of joint holders attending the Meeting, joint holder ranked higher in the order of names will be entitled to vote at the Meeting.
9. The Register of Members and Share Transfer Books of the Company shall remain closed from September 13, 2014 to September 25, 2014 (both days inclusive).
10. Members holding shares in demat (electronic) account are requested to notify changes, if any, in their address, e-mail address, bank mandate, etc. to their respective Depository Participants (DPs). Members holding shares in physical form are requested to intimate the changes to the Company's registrars.
11. The dividend for the year ended March 31, 2014 as recommended by the Board, if approved at the Annual General Meeting will be paid to those members whose names appear on the Company's Register of Members on September 13, 2014. In respect of shares held in demat form, the dividend will be paid to the beneficial owners of shares as per details furnished by the depositories for the purpose. The dividend will be paid on and from September 26, 2014.
12. (a) In order to provide protection against fraudulent encashment of dividend warrants, members who hold shares in physical form are requested to intimate to the Company's registrars the following information to be incorporated on the dividend warrants duly signed by the sole or first joint holder:
 - (i) Name of the Sole/First joint holder and the Folio Number
 - (ii) Particulars of Bank Account, viz:
 - Name of the Bank
 - Name of the Branch
 - Complete address of the Bank with Pin Code Number
 - Account Type whether Saving or Current
 - Bank Account Number
 - MICR Code
 - IFSC Code
- (b) Members holding shares in demat form may please note that their bank account details, as furnished by their depositories to the Company, shall be printed on their dividend warrants as per the applicable regulation of the depositories and the Company shall not entertain any direct request from the members for deletion of or change in bank account details. Further, instructions, if any, already given by them in respect of shares held in physical form shall not be automatically applicable to shares held in demat form. Members who wish to change their bank details or particulars are requested to contact their depository participants.
- (c) To avoid loss of dividend warrants in transit and undue delay in receipt of dividend warrants, the Company has provided facility to the members for remittance through Electronic Clearing System (ECS). The ECS facility is available at locations designated by Reserve Bank of India. Members holding shares in physical form and desirous of availing the facility are requested to contact the Registrars.

SHARYANS RESOURCES LIMITED

13. In terms of Section 205A(5) and 205C of the Companies Act, 1956 any dividend which remains unpaid or unclaimed for a period of 7 years from the due date of payment is required to be transferred by the Company to the Investor Education & Protection Fund (IEPF) of the Central Government. The Company has therefore transferred unpaid or unclaimed dividends for the financial year ended March 31, 2006 on October 25, 2013, to the IEPF. For the financial year ended March 31, 2007, the Company shall in accordance with the provisions, transfer the amount to the IEPF within 30 days from September 25, 2014. Members who have not as yet encashed their dividend warrants for the financial year ended March 31, 2007 or thereafter are requested to write to the Company /Registrars and Share Transfer Agents. Members are requested to note that no claims shall lie against the Company or the IEPF in respect of any amounts which were unclaimed or unpaid for a period of seven years from the dates they first became due for payment and no payment shall be made in respect of such claim.
14. Facility of nomination is now available and members are requested to make use of the same by contacting the Registrars in case of physical holding and DPs in case of demat holdings.
15. For any assistance or information about shares, dividend, etc., members may contact the Company or the Registrars.
16. Members are requested to quote their Folio Number / Demat Account Number and contact details such as email address, contact number and complete address in all correspondences with the Company or its Registrars.
17. Members who hold shares in multiple folios and in identical names are requested to contact the Registrars for consolidating their holdings into a single folio.
18. Member desirous of getting any information, on the accounts and operations of the Company, may please forward their queries to the Company at least seven days prior to the Meeting so as to enable the Company to provide appropriate response thereto at the Meeting.
19. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are, therefore, requested to submit the PAN to their Depository Participant with whom they are having demat accounts. Members holding shares in physical form are requested to submit PAN details to the Company/ Registrar.
20. Pursuant to Section 108 of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014 and Clause 35B of the Listing Agreement with the Stock Exchanges, the Company is providing its members with the option of voting by electronic means.
 - (a) **The e-voting period commences at 9.30 a.m. on Friday, September 19, 2014 and ends at 5.30 p.m. on Sunday, September 21, 2014. The e-voting module shall be disabled by CDSL for voting thereafter.**
 - (b) Once the vote on a resolution is cast by the shareholder, the shareholder shall not be allowed to change it subsequently.
 - (c) Voting rights shall be reckoned on the paid-up value of Shares registered in the name of the members as on the date of dispatch of notice.
 - (d) The Board of Directors at their meeting has appointed Mr. Ajit Sathe, Proprietor of A. Y. Sathe & Co., Company Secretaries as the scrutiniser to conduct the e-voting process in a fair and transparent manner.
 - (e) **Instructions for e-voting:**

The instructions for members for voting electronically are as under:

In case of members receiving e-mail:

 - (i) Log on to the e-voting website www.evotingindia.com
 - (ii) Click on "Shareholders" tab.
 - (iii) Now, select "COMPANY NAME" from the drop down menu and click on "SUBMIT".



- (iv) Now Enter your User ID
- For CDSL: 16 digits beneficiary ID.
 - For NSDL: 8 Character DP ID followed by 8 Digits Client ID.
 - Members holding shares in Physical Form should enter Folio Number registered with the Company.
- (v) Next enter the Image Verification as displayed and Click on Login.
- (vi) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier voting of any company, then your existing password is to be used.
- (vii) If you are a first time user follow the steps given below:

| For Members holding shares in Demat Form and Physical Form | |
|--|---|
| PAN* | Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) <ul style="list-style-type: none">Members who have not updated their PAN with the Company/Depository Participant are requested to use the first two letters of their name and the last 8 digits of the demat account/ folio number in the PAN field.In case the folio number is less than 8 digits enter the applicable number of 0's before the number after the first two characters of the name in CAPITAL letters. Eg. If your name is Ramesh Kumar with folio number 100 then enter RA00000100 in the PAN filed. |
| DOB# | Enter the Date of Birth as recorded in your demat account or in the Company records for the said demat account or folio in dd/mm/yyyy format. |
| Dividend Bank Details# | Enter the Dividend Bank Details as recorded in your demat account or in the Company records for the said demat account or folio. <ul style="list-style-type: none">Please enter the DOB or Dividend Bank Details in order to login. If the details are not recorded with the depository or Company please enter the number of shares held by you as on the record date in the Dividend Bank details filed. |

- (viii) After entering these details appropriately, click on "SUBMIT" tab.
- (ix) Members holding shares in physical form will then reach directly 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 filed. 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.
- (x) For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (xi) Click on the EVSN for the relevant <Company Name> on which you choose to vote.
- (xii) 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.
- (xiii) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.

SHARYANS RESOURCES LIMITED

- (xiv) 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.
- (xv) Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- (xvi) You can also take out print of the voting done by you by clicking on “Click here to print” option on the Voting page.
- (xvii) If Demat account holder has forgotten the changed password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
 - Institutional shareholders (i.e. other than Individuals, HUF, NRI etc.) are required to log on to www.evotingindia.co.in and register themselves as Corporates.
 - They should submit a scanned copy of the Registration Form bearing the stamp and sign of the entity to helpdesk.evoting@cdslindia.com
 - After receiving the login details they have to create a user id who would be able to link the account(s) which they wish to vote on.
 - The list of accounts should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
 - They should upload a scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, in PDF format in the system for the scrutiniser to verify the same.

In case of members receiving the physical copy:

- (A) Please follow all steps from sr. no. (i) to sr. no. (xvii) above to cast vote.
- (B) In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions (“FAQs”) and e-voting manual available at www.evotingindia.co.in under help section or write an email to helpdesk.evoting@cdslindia.com.

General Instructions:

1. The voting period begins on Friday, the September 19, 2014 at 9.30 a.m. and ends on Sunday, the September 21, 2014 at 5.30 p.m. During this period shareholders’ of the Company, holding shares either in physical form or in dematerialized form, as on the Book Closure date i.e. September 13, 2014, may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter. Those who failed to cast their vote electronically may only cast their vote at the Annual General Meeting.
2. CS Ajit Sathe, Proprietor of A.Y. Sathe & Co, Company Secretaries (Membership No. FCS2899), has been appointed as the Scrutiniser to scrutinise the e-voting process in a fair and transparent manner.
3. The Scrutiniser shall, within a period of not exceeding three working days from the conclusion of the e-voting period, unlock the votes in the presence of at least two witnesses, not in the employment of the Company and make a Scrutiniser’s Report of the votes cast in favour of or against, if any, forthwith to the Chairman of the Company.
4. The voting rights of shareholders shall be in proportion to their shares of the paid up equity share capital of the Company as on September 13, 2014.
5. The Results shall be declared on or after the Annual General Meeting of the Company. The Results declared along with the Scrutiniser’s Report shall be placed on the Company’s website www.sharyans.com and on the website of CDSL within two (2) days of passing of the resolutions at the Annual General Meeting of the Company on September 25, 2014 and communicate to the NSE and BSE.



6. Detailed profiles of Directors seeking appointment in the Annual General Meeting scheduled on Thursday, the September 25, 2014 (Pursuant to Clause 49 (IV) (G) (i) of the Listing Agreement):

| | | |
|---|--|---|
| Name of Director | Mr. Vijay Choraria | Mr. Mahesh Shirodkar |
| Date of Birth | August 10, 1964 | April 06, 1959 |
| Date of Appointment | May 20, 1993 | March 17, 2009 |
| Expertise in Specific Functional area | Mr. Vijay Choraria has over 25 years of experience and has been actively involved in the real estate and financial markets. | Mr. Mahesh Shirodkar has been an integral part of the travel & tourism industry for over 31 years and successfully ran Tours Club Private Limited for over 2 decades. |
| Qualification | B. Com., CA, B.G.L. | B. Com. |
| Board Membership of other Public Companies (excluding Foreign, Private and Section 25 Companies) as on March 31, 2014 | ITI Securities Limited* ITI Wealth Management Private Limited* Tamarind Tours Private Limited* Siddhant Cinevision Limited Sky Industries Limited Whistling Woods International Limited | Tamarind Tours Private Limited * |
| Chairman /Member of the Committee as on March 31, 2014 (Includes only Audit and Shareholders' Grievance Committee) | Chairman of Audit Committee Sky Industries Limited Member of Shareholders' Grievance Committee Sharyans Resources Limited Sky Industries Limited | Member of Audit Committee Sharyans Resources Limited Member of Shareholders' Grievance Committee Sharyans Resources Limited- Chairman |
| Number of Shares held on March 31, 2014 | 9,44,435 (5.43%) | NIL |
| Name of Director | Mr. Manish Goswami | Mr. Vasudeo Galkar |
| Date of Birth | October 08, 1961 | February 16, 1944 |
| Date of Appointment | February 04, 2011 | August 12, 2010 |
| Expertise in Specific Functional area | Mr. Manish Goswami is the Chairman and Managing Director of Siddhant Cinevision Limited a major content provide for various leading G.E.C. channels in Hindi. His Company Siddhant Cinevision Limited has produced over 35 major television series and he has earned his own niche in the highly competitive television industry to reign as one of the 5 top producers in the realm of television world in India. | Mr. Vasudeo Galkar is a former Executive Director (Investment), Life Insurance Corporation of India(LIC). He was with LIC for over 23 years and handled various areas including Planning, Housing Finance, Marketing etc. during his tenure. He is a partner in M/s. Sarda & Pareek, Chartered Accountants. |
| Qualification | Graduate | B. Com., CA, L.L.B |
| Board Membership of other Public Companies as on March 31, 2014 | ITI Securities Limited Prebon Yamane (India) Limited Red Carpet Films Limited Siddhant Cinevision Limited The film & Television Producers Guild of India Limited | NIL |
| Chairman / Member of the Committee as on March 31, 2014 (Includes only Audit and Shareholders' Grievance Committee) | Member of Audit Committee Sharyans Resources Limited Member of Shareholders' Grievance Committee Sharyans Resources Limited | Chairman of Audit Committee Sharyans Resources Limited Member of Shareholders' Grievance Committee Sharyans Resources Limited |
| Number of Shares held on March 31, 2014 | NIL | NIL |

* Subsidiary of Public Limited Company

SHARYANS RESOURCES LIMITED

Statement pursuant to Section 102 (1) of the Companies Act, 2013

Item no. 4

Appointment of Auditors

This explanatory statement is provided though strictly not required as per Section 102 of the Companies Act, 2013.

M/s. Chaturvedi & Shah (C&S), Chartered Accountants are currently the Statutory Auditors of the Company. They have been the auditors of the Company since financial year. 2006-07 till date.

As per Section 139 of the Companies Act, 2013 no listed company can appoint or re-appoint an audit firm as auditor for more than two terms of five consecutive years. However, a period of 3 years has been given under Section 139(2) of the Companies Act, 2013 to comply with the said requirement.

Since C&S have been the Statutory Auditors of the Company for an aggregate period of 8 years, the Company would be required to appoint an audit firm other than C&S within a period of next 3 years.

In view of the above C&S being eligible for re-appointment and based on the recommendation of the Audit Committee, the Board of Directors has, at its meeting held on May 27, 2014 proposed the appointment of C&S as the Statutory Auditors of the Company for a period of 3 years to hold the office from the conclusion of this AGM till the conclusion of 35th (Thirty Fifth) AGM of the Company to be held in the year 2017 (subject to ratification of their appointment at every AGM).

The Board recommends the Resolution at Item no.4 for approval by the members.

None of the Directors or Key Managerial Personnel (KMP) or relatives of Directors or KMP is concerned or interested in the Resolution at Item no.4 of the accompanying Notice.

Item no. 5

Change in terms of appointment of Mr. Vijay Choraria, Managing Director

Section 152(6) of the Companies Act, 2013 ("the Act") provides that not less than two thirds of total number of directors of a public company shall be persons whose period of office is liable to determination by way of retirement by rotation. The Section also by way of explanation states that the total number of directors for the purpose of this sub-section shall not include Independent Directors. Hence, as per the provisions of this Section, the Independent Directors of the Company are not to be considered to decide directors retiring by rotation.

Under the provisions of the erstwhile Companies Act, 1956, Independent Directors were subjected to retirement by rotation. Since under the Companies Act, 2013, Independent Directors are not to be considered for retirement by rotation, the composition of remaining directors is now not in accordance with the provisions of Section 152 of the Companies Act, 2013. Hence, to make the composition of the board in line with the provisions of this Section, it is now proposed to modify/ alter the terms of appointment of the existing executive director of the Company from the present non-retiring director to director retiring by rotation.

As per the provisions of the Companies Act, 2013, the Managing Director of the Company is now liable to retire by rotation. However, as per his existing terms of appointment, he is not liable to retirement by rotation. It is therefore proposed to amend the terms of appointment of the Managing Director, Mr. Vijay Choraria to make him liable to retire by rotation.

Accordingly, the resolution has been put up for your approval.

No director, key managerial personnel or their relatives are interested or concerned in the resolution, except the appointee himself in his appointment.

The Board recommends the resolution set forth in Item no. 5 for the approval of the members.



Item Nos. 6 & 7

Appointment of Independent Directors of the Company

Mr. Vasudeo Galkar and Mr. Manish Goswami were liable to retire by rotation as per the erstwhile Companies Act, 1956. However, Section 149 of the Companies Act, 2013 requires every listed Company to have atleast one-third of the total number of Directors as Independent Directors (IDs) & that the same are not liable to retire by rotation.

Based on the recommendation of the Nomination and Remuneration Committee, the Board of Directors at its meeting held on May 27, 2014 appointed the following Directors as Independent Directors of the Company for a period of 5 years subject to approval of members-

1. Mr. Vasudeo Galkar (Date of Appointment as ID - August 12, 2010)
2. Mr. Manish Goswami (Date of Appointment as ID - February 04, 2011)

The Company has received declarations pursuant to sub section (7) of Section 149 of the Companies Act, 2013 from the above Independent Directors confirming that they meet the criteria of Independence.

As required by the Proviso to sub section (5) of Section 152 the Companies Act, 2013, the Board of Directors of the Company are also of the opinion that both the Independent Directors fulfill the conditions specified in the Act and the Rules made thereunder and that the proposed Directors are independent of the management.

Accordingly, the resolutions have been put up for your approval.

No Director, Key Managerial Personnel or their relatives are interested or concerned in the resolution, except the appointee himself in his respective appointment.

The Board recommends the resolution set forth in Item nos. 6 and 7 for the approval of the members.

Place : Mumbai
Date : May 27, 2014

Registered office:

SHARYANS RESOURCES LIMITED
CIN-L99999MH1982PLC102697
4th Floor, Kalpataru Heritage,
127, M. G. Road, Fort, Mumbai - 400001.
Email ID: investor@sharyans.com

**By Order of the Board of Directors
For Sharyans Resources Limited**

Bina Shah
Company Secretary