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DECLARATION OF RESULT OF POSTAL BALLOT AND E- VOTING.

Based on the report of Scrutinizer BINU THOMAS, Practising Company Secretary date 9th May, 2019 it is hereby declare that the below resolution passed by the shareholders of the company by way of Postal Ballot and E-voting conducted during the period from 8th April 2019 to 7th May 2019(both days are inclusive).The votes casts in favour of the resolution was more 3 times the number of votes casts against it. Therefore a resolution is passed with requisite majority.

Item No;1

Issue of Secured Redeemable Non Convertible Debenture (NCDs)on a private placement basis.

“RESOLVED THAT Pursuant to the provisions of sections 42, and 71 of the Companies Act,2013 read with Rule 14 of the Companies(Prospectus and Allotment Of Securities) Rules, 2014, Rule 18 of the Companies (Share capital and debenture)Rules 2014 and all other applicable provisions of The Companies Act, 2013 and the Rules made there under(including any re-enactments or amendments thereof), the approval of the company be and is hereby accorded to the Board, including a committee of the Board duly authorized by the Board, for the issue and allotment of Secured Redeemable Non- convertible Debentures on a private placement basis, whether listed or unlisted, to individuals or institutions in a one or more tranches or series as the board or duly authorized committee of the board deems fit Subject to the condition that the aggregate outstanding limit of NCDs shall not exceed at any point of time Rs. 160.crores (Rupees one hundred and sixty crores only) during the one year period from the date of this resolution, including the amount already raised and outstanding as on date, in compliance with the provisions of the regulations made by Reserve Bank of India in this behalf and subject to the compliance with all other applicable provisions of laws and regulations and that the Board may delegate its powers vested here in to any committee to decide the timing of issues , size of each tranche, to prepare the offer letters, allotment of securities to successful allottees and to create securities in favour of one or more trustees.”

YOGAKSHEMAM LOANS LTD.

Regd. & Corporate Office: 3rd Floor, Ottappath Tower, Aswini Junction, Thiruvambady P.O., Thrissur, Kerala- 680022.

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Item No;2

Amendment of the Articles Of Association;

'RESOLVED FURTHER THAT approval of the Company be and is hereby given under section 14 of the Companies Act,2013 and all other applicable provisions including the rules made thereunder for the amendment of the Articles of association of the company by substitution of new set of articles containing clauses 1 to 122 in line with the model Articles of Association as given in Table F of Schedule 1 of the Companies Act, 2013 and as appended to the explanatory note to the notice of the postal ballot dated 25th March 2019 and that with the passing of this resolution, the amendment will be effective and the existing articles will be inoperative thereafter and that all actions taken under the earlier articles while it was in operation shall continue to be binding on the company and other parties concerned”.

“RESOLVED FURTHER THAT the Board of Directors of the company be and is hereby authorized to take all such steps and actions for the purpose of making all such filings and registrations as may be required in relation to the aforesaid amendment to the Articles of Association and further to do all such acts and deeds, matters and things as may be deemed necessary to give effect to this resolution.”

Dated this letter 9th Day of May 2019

//CERTIFIED TRUE COPY//

For Yogakshemam Loans Ltd

Sd/-

Unnikrishnan I

Managing Director

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