

SURYAKRUPA FINANCE LIMITED

CIN: L60200GJ1986PLC083845

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

Email: investorsuryakrupa@gmail.com Website: www.suryakrupafinance.in Contact: 9979898027

NOTICE

NOTICE is hereby given that an Extra-ordinary General Meeting of the Members of Suryakrupa Finance Limited will be held on Saturday, 13th May, 2023 at 10:00 A.M (IST) through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM") to transact the following business:

SPECIAL BUSINESSES:

1. REGULARIZATION OF ADDITIONAL DIRECTOR MR. DHAVAL BHAVESH ACHARYA (DIN: 00010406) AS NON-EXECUTIVE DIRECTOR OF THE COMPANY:

To consider and if thought fit, to pass the following resolution as Ordinary Resolution:

"RESOLVED THAT pursuant to the provisions of Section 152 and 160 the Companies Act, 2013 read with the Companies (Appointment and Qualification of Directors) Rules, 2014 and other applicable provisions {including any statutory modification(s) or re-enactment(s) thereof, for the time being in force} and Regulation 17 and other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), and based on the recommendation of Nomination & Remuneration Committee and approval by the Board of Directors, Mr. DHAVAL BHAVESH ACHARYA (DIN: 00010406), who was appointed as an Additional Director on the Board of the Company w.e.f. 10th April, 2023, to hold office upto the date of Annual General Meeting pursuant to Section 161 of the Act and Articles of Association of the company, and in respect of whom the Company has received a notice in writing under Section 160 of the Act proposing his candidature for the office of Director of the Company, be and is hereby appointed as an Director to be designated as Non-Executive Director on the Board of Directors of the company, the period of whose office shall be liable to retire by rotation."

"RESOLVED FURTHER THAT Board of Directors and Company Secretary of the Company, be and is hereby empowered and authorised to take such steps, in relation to the above and to do all such acts, deeds, matters and things as may be necessary, proper, expedient or incidental for giving effect to this resolution."

2. REGULARIZATION OF ADDITIONAL DIRECTOR, MR. CHIRAG HASIJA (DIN: 09817934) AS NON-EXECUTIVE DIRECTOR OF THE COMPANY:

To consider and if thought fit, to pass the following resolution as Ordinary Resolution:

"RESOLVED THAT pursuant to the provisions of Section 152 and 160 the Companies Act, 2013 read with the Companies (Appointment and Qualification of Directors) Rules, 2014 and other applicable provisions {including any statutory modification(s) or re-enactment(s) thereof, for the time being in force} and the Regulation 17 and other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), and based on the recommendation of Nomination & Remuneration Committee and approval by the Board of Directors, Mr. Chirag Hasija (DIN: 09817934), who was appointed as an Additional Director on the Board of the Company

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w.e.f. 28th December, 2022, to hold office upto the date of Annual General Meeting pursuant to Section 161 of the Act and Articles of Association of the company, and in respect of whom the Company has received a notice in writing under Section 160 of the Act proposing his candidature for the office of Director of the Company, be and is hereby appointed as an Director to be designated as Non-Executive Director on the Board of Directors of the company, the period of whose office shall be liable to retire by rotation.”

“RESOLVED FURTHER THAT Board of Directors and Company Secretary of the Company, be and is hereby empowered and authorised to take such steps, in relation to the above and to do all such acts, deeds, matters and things as may be necessary, proper, expedient or incidental for giving effect to this resolution.”

3. **”REGULARIZATION OF ADDITIONAL DIRECTOR, MRS. ARPANA SANDEEP SHAH (DIN: 07414319) AS INDEPENDENT WOMEN DIRECTOR OF THE COMPANY:**

“Pursuant to the provisions of Sections 149, 150, 152, 161 and other applicable provisions, if any, of the Companies Act, 2013 read with Schedule IV and the Companies (Appointment and Qualification of Directors) Rules, 2014 and Regulation 17 and other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) and basis the recommendation of Nomination & Remuneration Committee and approval by the Board of Directors, Mrs. ARPANA SANDEEP SHAH (DIN 07414319) who was appointed as an Additional Director in the category of independent, non-executive director by the Board of Directors in their meeting held on December 28, 2022 and who holds office upto Annual General Meeting, and who has submitted a declaration that she meets the criteria of Independence as provided under the Act and the Listing Regulations, and in respect of whom the Company has received a notice in writing under Section 160 of the Act proposing her candidature for the office of Director of the Company be and is hereby appointed as an Independent Director of the Company to hold office for a term of 5 (Five) consecutive years with effect from December 28, 2022 up to December 27, 2027 not liable to retire by rotation.

“RESOLVED FURTHER THAT Board of Directors and Company Secretary of the Company, be and is hereby empowered and authorised to take such steps, in relation to the above and to do all such acts, deeds, matters and things as may be necessary, proper, expedient or incidental for giving effect to this resolution.”

4. **TO CONSIDER AND APPROVE THE CHANGE IN NAME OF THE COMPANY**

To consider and if thought fit, to pass the following resolution as a Special Resolution:

“RESOLVED THAT pursuant to the provisions of section 4, 13, 14 and 15 of the Companies Act, 2013 and the Companies (Incorporation) Rules, 2014 and other applicable provisions and rules, if any of the Companies Act 2013 and the applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment thereof for the time being in force) and all other applicable law(s), rule(s), regulation(s),

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guideline(s) or provision(s) and subject to the approval(s) as may be necessary for the Company in this regard, the consent of the Members be and is hereby accorded to change the name of the Company from "Suryakrupa Finance Limited" to "Rajvi Logitrade Limited" or any other name as may be approved by Central Registration Centre, Ministry of Corporate Affairs."

"RESOLVED FURTHER THAT upon issuance of the fresh certificate of incorporation by the Registrar of Companies consequent upon change of name, the name "Suryakrupa Finance Limited" whereby occurs in the Memorandum and Articles of Association and other documents and papers of the Company be substituted by the name "Rajvi Logitrade Limited" or any other name as may be approved by Central Registration Centre"

"RESOLVED FURTHER THAT the Board be and is hereby authorised, to do all such acts, deeds, matters and things as they may in their absolute discretion deem necessary, proper or desirable and to settle any question, difficulty or doubt that may arise in this regard and to sign and execute all necessary documents, forms, applications, returns and writings as may be necessary, proper, desirable or expedient, in the best interest of the Company, to accede to such modifications and alterations to the aforesaid resolution as may be suggested by the Registrar of Companies or Central Registration Centre (CRC) or Regional Director or such other Authority in respect of any matter(s) arising from or incidental to the said amendment and to delegate all or any of its powers herein conferred to any Committee of Directors or Director(s) or to any officers of the Company to give effect to the aforesaid resolution."

By order of the Board of
Suryakrupa Finance Limited
Sd/-

Akansha Kapil Dhamecha
Company Secretary
Membership no. ACS-35204

Date: 21.04.2023
Place: Gandhidham

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Notes:

1. The Ministry of Corporate Affairs (“MCA”) has, vide its General Circular No. 11/2022 dated 28th December, 2022, read with General Circular NO. 14/2020 dated 8th April 2020, General Circular No. 17/2020 dated 13th April 2020, General Circular No. 22/2020 dated 15th June 2020, General Circular No. 33/2020 dated 28th September 2020, General Circular No. 39/2020 dated 31st December 2020, General Circular No. 10/2021 dated 23rd June 2021, General Circular No. 20/2021 dated 8th December 2021 General Circular No. 3/2022 dated 5th May 2022 (collectively referred to as ‘MCA Circulars’), the Company is being permitted for convening the Extra-ordinary General Meeting (“EGM” / “Meeting”) through Video Conferencing (“VC”) or Other Audio Visual Means (“OAVM”), without physical presence of the members at a common venue. In accordance with the MCA Circulars, provisions of the Companies Act, 2013 (“the Act”) and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”), the EGM of the Company is being held through VC / OAVM. The deemed venue for the EGM shall be the Registered Office of the Company situated at Plot No 267, Ward 12/B, Gandhidham 370201 Kutch Gujarat India.
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 and/or Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard II is annexed hereto.
3. Pursuant to the provisions of the Act, a Member entitled to attend and vote at the EGM is entitled to appoint a proxy to attend and vote on his/her behalf and the proxy need not be a Member of the Company. Since this EGM is being held pursuant to the MCA Circulars through VC / OAVM, physical attendance of Members has been dispensed with. Accordingly, the facility for appointment of proxies by the Members will not be available for the EGM and hence the Proxy Form and Attendance Slip are not annexed to this Notice.
4. Since the EGM will be held through VC / OAVM, the Route Map is not annexed in this Notice.
5. Dispatch of EGM Notice through Electronic Mode: In compliance with the MCA Circulars and SEBI Circular, Notice of the EGM along with Annexures is being sent only through electronic mode to those Members whose e-mail address is registered with the Company/ Depository Participants/RTA. Members may note that the EGM Notice will also be available on the Company’s website www.suryakrupafinance.in, websites of the Stock Exchanges, that is, BSE Limited at www.bseindia.com CDSL i.e. www.evotingindia.com.
6. To support ‘Green Initiative’ for receiving all communication (including EGM Notice) from the Company electronically:
 - a) Members holding shares in physical mode and who have not registered / updated their e-mail address with the Company are requested to register / update the same by writing to the Company with details of folio number and attaching a self-attested copy of PAN card at investorsuryakrupa@gmail.com with copy to rnt.helpdesk@linkintime.co.in

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b) Members holding shares in dematerialised mode are requested to register / update their e-mail address with the relevant Depository Participant.

7. Institutional / Corporate Shareholders (i.e. other than individuals / HUF, etc.) are required to send a scanned copy (PDF/JPG Format) of its Board or governing body Resolution/Authorization etc., authorizing its representative to attend the EGM through VC / OAVM on its behalf and to vote through remote e-voting. The said Resolution/Authorization shall be sent to the Scrutinizer by email through its registered email address to deepakjogi@gmail.com with a copy marked to at investorsuryakrupa@gmail.com. However, the Body Corporate are entitled to appoint authorised representatives to attend the EGM through VC/OAVM and participate thereat and cast their votes through e-voting.
8. Members seeking any information with regard to the matter to be placed at the EGM, are requested to write to the Company on or before Friday, 05th MAY, 2023 to email id investorsuryakrupa@gmail.com. The same will be replied by the Company suitably.
9. Members attending the EGM through VC / OAVM shall be counted for the purpose of reckoning the quorum under Section 103 of the Act.
10. The Company's Registrar and Transfer Agent for its share registry work (Physical and Electronic) is Link Intime India Private Limited (herein after referred to as "RTA"). All documents, transfers, dematerialization requests and other communications in relation thereto should be addressed directly to the Company's Registrar & Share Transfer Agents, at the address mentioned below:

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 : rnt.helpdesk@linkintime.co.in

Website : www.linkintime.co.in

Contact Person: Ms. MONALI NAGWEKAR

11. 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).

CDSL e-Voting System – For e-voting and Joining Virtual meetings.

1. As you are aware, in view of the situation arising due to COVID-19 global pandemic, the general meetings of the companies shall be conducted as per the guidelines issued by the Ministry of Corporate Affairs (MCA) vide Circular No. 14/2020 dated April 8, 2020, Circular No.17/2020 dated April 13, 2020 and Circular No. 20/2020 dated May 05, 2020. The forthcoming AGM/EGM will thus be held through through video conferencing (VC) or other audio visual means (OAVM). Hence, Members can attend and participate in the ensuing AGM/EGM through VC/OAVM.

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2. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and MCA Circulars dated April 08, 2020, April 13, 2020 and May 05, 2020 the Company is providing facility of remote e-voting to its Members in respect of the business to be transacted at the AGM/EGM. For this purpose, the Company has entered into an agreement with Central Depository Services (India) Limited (CDSL) for facilitating voting through electronic means, as the authorized e-Voting's agency. The facility of casting votes by a member using remote e-voting as well as the e-voting system on the date of the EGM/AGM will be provided by CDSL.
3. The Members can join the EGM/AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the EGM/AGM through VC/OAVM will be made available to at least 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the EGM/AGM without restriction on account of first come first served basis.
4. The attendance of the Members attending the AGM/EGM through VC/OAVM will be counted for the purpose of ascertaining the quorum under Section 103 of the Companies Act, 2013.
5. Pursuant to MCA Circular No. 14/2020 dated April 08, 2020, the facility to appoint proxy to attend and cast vote for the members is not available for this AGM/EGM. However, in pursuance of Section 112 and Section 113 of the Companies Act, 2013, representatives of the members such as the President of India or the Governor of a State or body corporate can attend the AGM/EGM through VC/OAVM and cast their votes through e-voting.
6. In line with the Ministry of Corporate Affairs (MCA) Circular No. 17/2020 dated April 13, 2020, the Notice calling the AGM/EGM has been uploaded on the website of the Company at www.suryakrupafinance.in. The Notice can also be accessed from the websites of the Stock Exchanges i.e. BSE Limited at www.bseindia.com. The AGM/EGM Notice is also disseminated on the website of CDSL (agency for providing the Remote e-Voting facility and e-voting system during the AGM/EGM) i.e. www.evotingindia.com.
7. The EGM has been convened through VC/OAVM in compliance with applicable provisions of the Companies Act, 2013 read with MCA Circular No. 14/2020 dated April 8, 2020 and MCA Circular No. 17/2020 dated April 13, 2020 and MCA Circular No. 20/2020 dated May 05, 2020.

THE INTRUCTIONS OF SHAREHOLDERS FOR E-VOTING AND JOINING VIRTUAL MEETINGS ARE AS UNDER:

- Step 1** : Access through Depositories CDSL/NSDL e-Voting system in case of individual shareholders holding shares in demat mode.

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Step 2 : Access through CDSL e-Voting system in case of shareholders holding shares in physical mode and non-individual shareholders in demat mode

- (i) **The remote e-voting period begins on Tuesday, 09th May, 2023 (09:00 A.M. IST) and ends on Friday, 12th May, 2023 (05:00 P.M. IST). During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of Saturday, 06th May, 2023 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter. The voting right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date, being MAY 06th, 2023**
- (ii) Only those shareholders, who are present in the EGM 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.
- (iii) 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.
- (iv) Shareholders who have voted through Remote e-Voting will be eligible to attend the EGM. However, they will not be eligible to vote at the EGM.
- (v) Pursuant to SEBI Circular No. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09.12.2020, under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholders/retail shareholders is at a negligible level. Currently, there are multiple e-voting service providers (ESPs) providing e-voting facility to listed entities in India. This necessitates registration on various ESPs and maintenance of multiple user IDs and passwords by the shareholders.

In order to increase the efficiency of the voting process, pursuant to a public consultation, it has been decided to enable e-voting to all the demat account holders, by way of a single login credential, through their demat accounts/ websites of Depositories/ Depository Participants. Demat account holders would be able to cast their vote without having to register again with the ESPs, thereby, not only facilitating seamless authentication but also enhancing ease and convenience of participating in e-voting process.

Step 1 : **Access through Depositories CDSL/NSDL e-Voting system in case of individual shareholders holding shares in demat mode.**

- (vi) In terms of SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants.

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Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

Pursuant to above said SEBI Circular, Login method for e-Voting and joining virtual meetings for Individual shareholders holding securities in Demat mode CDSL/NSDL is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with CDSL Depository	<ol style="list-style-type: none">1) Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login to Easi / Easiest are requested to visit cdsi website www.cdslindia.com and click on login icon & New System Myeasi Tab.2) After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly.3) If the user is not registered for Easi/Easiest, option to register is available at cdsi website www.cdslindia.com and click on login & New System Myeasi Tab and then click on registration option.4) Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.

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<p>Individual Shareholders holding securities in demat mode with NSDL Depository</p>	<ol style="list-style-type: none">1) If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: https://eservices.nsdl.com either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the “Beneficial Owner” icon under “Login” which is available under ‘IDeAS’ section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on “Access to e-Voting” under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.2) If the user is not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select “Register Online for IDeAS “Portal or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp3) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting
<p>Individual Shareholders (holding securities in demat mode) login through their Depository Participants (DP)</p>	<p>You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.</p>

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Important note: Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at above mentioned website.

Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. CDSL and NSDL

Login type	Helpdesk details
Individual Shareholders holding securities in Demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 22 55 33
Individual Shareholders holding securities in Demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at toll free no.: 1800 1020 990 and 1800 22 44 30

Step 2 : Access through CDSL e-Voting system in case of shareholders holding shares in physical mode and nonindividual shareholders in demat mode.

- (vii) Login method for e-Voting and joining virtual meetings for Physical shareholders and shareholders other than individual holding in Demat form.
- 1) The shareholders should log on to the e-voting website www.evotingindia.com.
 - 2) Click on "Shareholders" module.
 - 3) 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.
 - 4) Next enter the Image Verification as displayed and Click on Login.
 - 5) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier e-voting of any company, then your existing password is to be used.
 - 6) If you are a first-time user follow the steps given below:

	For Physical shareholders and other than individual shareholders holding shares in Demat.
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">• Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number sent by Company/RTA or contact Company/RTA.

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Dividend Bank Details	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.
OR Date of Birth (DOB)	<ul style="list-style-type: none">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.

- (viii) After entering these details appropriately, click on “SUBMIT” tab.
- (ix) Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders 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
- (x) For shareholders 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 (in our case, select “Suryakrupa Finance Limited”) 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
- (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 a print of the votes cast by clicking on “Click here to print” option on the Voting page.
- (xvii) 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.
- (xviii) There is also an optional provision to upload BR/POA if any uploaded, which will be made available to scrutinizer for verification.
- (xix) **Additional Facility for Non – Individual Shareholders and Custodians –For Remote Voting only**

SURYAKRUPA FINANCE LIMITED

CIN: L60200GJ1986PLC083845

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

Email: investorsuryakrupa@gmail.com Website: www.suryakrupafinance.in Contact: 9979898027

- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to www.evotingindia.com and register themselves in the “Corporates” module.
- A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to 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 will be mapped automatically & can be delink in case of any wrong mapping.
- It is Mandatory that, 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.
- Alternatively Non Individual shareholders are required mandatory to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address viz; deepakjogi@gmail.com and investorsuryakrupa@gmail.com (designated email address by company), if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

INSTRUCTIONS FOR SHAREHOLDERS ATTENDING THE EGM THROUGH VC/OAVM & E-VOTING DURING MEETING ARE AS UNDER:

- (i) The procedure for attending meeting & e-Voting on the day of the EGM is same as the instructions mentioned above for e-voting.
- (ii) The link for VC/OAVM to attend meeting will be available where the EVSN of Company will be displayed after successful login as per the instructions mentioned above for e-voting.
- (iii) Shareholders who have voted through Remote e-Voting will also be eligible to attend the meeting. However, they will not be eligible to vote at the EGM.
- (iv) Shareholders are encouraged to join the Meeting through Laptops / IPads for better experience.
(v) Further shareholders will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
- (v) 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.
- (vi) Shareholders who would like to express their views/ask questions during the meeting may register themselves as a speaker by sending their request in advance on or before 06th May 2023, 11:59

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P.M. mentioning their name, demat account number/folio number, email id, mobile number at company email id investorsuryakrupa@gmail.com . The shareholders who do not wish to speak during the EGM but have queries may send their queries in advance on or before 06th May 2023, 11:59 P.M. mentioning their name, demat account number/folio number, email id, mobile number at the company email id investorsuryakrupa@gmail.com. These queries will be replied to by the company suitably by email.

- (vii) Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting.
- (viii) Only those shareholders, who are present in the EGM 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.
- (ix) If any Votes are cast by the shareholders through the e-voting available during the EGM and if the same shareholders have not participated in the meeting through VC/OAVM facility, then the votes cast by such shareholders may be considered invalid as the facility of e-voting during the meeting is available only to the shareholders attending the meeting.

PROCESS FOR THOSE SHAREHOLDERS WHOSE EMAIL/MOBILE NO. ARE NOT REGISTERED WITH THE COMPANY/DEPOSITORIES.

1. For Physical shareholders- please provide necessary details like Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to Company/RTA email id I.e. investorsuryakrupa@gmail.com and rnt.helpdesk@linkintime.co.in

2. For Demat shareholders- Please update your email id & mobile no. with your respective Depository Participant (DP)

3. For Individual Demat shareholders – Please update your email id & mobile no. with your respective Depository Participant (DP) which is mandatory while e-Voting & joining virtual meetings through Depository.

If you have any queries or issues regarding attending EGM & e-Voting from the CDSL e-Voting System, you can write an email to helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 22 55 33

All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Sr. 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 or call toll free no. 1800 22 55 33.

By order of the Board of
Suryakrupa Finance Limited
SD/-
Akansha Kapil Dhamecha
Company Secretary
Membership no. ACS-35204

Date: 21.04.2023
Place: Gandhidham

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EXPLANATORY STATEMENT PURSUANT TO SECTION 102(1) and 110 OF THE COMPANIES ACT, 2013

Item No. 1:

REGULARIZATION OF ADDITIONAL DIRECTOR, MR. DHAVAL BHAVESH ACHARYA (DIN: 00010406) AS NON-EXECUTIVE DIRECTOR OF THE COMPANY:

The Nomination and Remuneration Committee (N&RC) at its meeting held on April 06, 2023 had assessed the candidature of Mr. DHAVAL BHAVESH ACHARYA (DIN: 00010406) and having found him appropriate, recommended his appointment to the Board of Directors. In terms of Sections 152 and 161 of the Companies Act, 2013, the Board of Directors of the company, based on the recommendation of the N&RC, had reviewed the candidature of Mr. DHAVAL BHAVESH ACHARYA and appointed him as an Additional Director (Non-Executive liable to retire by rotation) on April 10, 2023. In the opinion of the Board, Mr. DHAVAL BHAVESH ACHARYA (DIN: 00010406) have the necessary knowledge, experience and expertise for being appointed as Non-Executive Directors, liable to retire by rotation. A profile of Mr. DHAVAL BHAVESH ACHARYA is also annexed to the Notice in accordance with the Securities and Exchange Board of India (Listing Obligations And Disclosure Requirements) Regulations, 2015 ("LODR") and Secretarial Standard.

Mr. Dhaval Bhavesh Acharya has consented to act as Director of the Company along with a declaration to the effect that he is not disqualified from being appointed as a Director in terms of Section 164 of the Act, and has not been debarred or disqualified from being appointed or continuing as a Director of the Company by the Securities and Exchange Board of India, Ministry of Corporate Affairs or any such other Statutory Authority The Company has received notice under Section 160 of the Companies Act, 2013 from member signifying intention to propose the candidature of Mr. DHAVAL BHAVESH ACHARYA for the office of a non-executive Director of the Company.

As per the provisions contained under Section 161 of the Companies Act, 2013, the "Additional Director" so appointed shall hold office upto the date of the next Annual General Meeting or the last date on which the Annual General Meeting should have been held. However, pursuant to amendment (effective from 1st January, 2022) to Regulation 17(1C) of Listing Regulations, every listed entity shall ensure that approval of shareholders for appointment of a person on the Board of Directors is taken at next general meeting or within a time period of three months from the date of appointment, whichever is earlier. Therefore, approval of the shareholders is sought for the appointment of Mr. DHAVAL BHAVESH ACHARYA (DIN: 00010406) as a non-executive Director of the Company.

Your Directors, therefore, recommend the passing of the Ordinary Resolution as set forth in Item No. 1 of this Notice, to approve the appointment of Mr. Dhaval Bhavesh Acharya (DIN - 00010406) as Non-Executive Director.

Except Mr. Dhaval Bhavesh Acharya none of the Manager, Key Managerial Personnel, director and their relatives is interested or concerned, financially or otherwise in the proposed resolution.

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Item No. 2:

REGULARIZATION OF ADDITIONAL DIRECTOR, MR. CHIRAG HASIJA (DIN: 09817934) AS NON-EXECUTIVE DIRECTOR OF THE COMPANY:

The Nomination and Remuneration Committee (N&RC) at its meeting held on December 14, 2022 had assessed the candidature of Mr. CHIRAG HASIJA (DIN: 09817934) and having found him appropriate, recommended his appointment to the Board of Directors. In terms of Sections 152 and 161 of the Companies Act, 2013, the Board of Directors of the company, basis the recommendation of the N&RC, had reviewed the candidature of Mr. CHIRAG HASIJA and appointed him as an Additional Director (Non-Executive liable to retire by rotation) on December 28, 2022. In the opinion of the Board, CHIRAG HASIJA (DIN: 09817934) have the necessary knowledge, experience and expertise for being appointed as Non-Executive Directors, liable to retire by rotation. A profile of Mr. CHIRAG HASIJA is also annexed to the Notice in accordance with the Securities and Exchange Board of India (Listing Obligations And Disclosure Requirements) Regulations, 2015 ("LODR") and Secretarial Standard.

Mr. CHIRAG HASIJA has consented to act as Director of the Company along with a declaration to the effect that he is not disqualified from being appointed as a Director in terms of Section 164 of the Act, and has not been debarred or disqualified from being appointed or continuing as a Director of the Company by the Securities and Exchange Board of India, Ministry of Corporate Affairs or any such other Statutory Authority. The Company has received notice under Section 160 of the Companies Act, 2013 from member signifying intention to propose the candidature of Mr. CHIRAG HASIJA for the office of an non-executive Director of the Company.

As per the provisions contained under Section 161 of the Companies Act, 2013, the "Additional Director" so appointed shall hold office upto the date of the next Annual General Meeting or the last date on which the Annual General Meeting should have been held. However, pursuant to amendment (effective from 1st January, 2022) to Regulation 17(1C) of Listing Regulations, every listed entity shall ensure that approval of shareholders for appointment of a person on the Board of Directors is taken at next general meeting or within a time period of three months from the date of appointment, whichever is earlier. Therefore, approval of the shareholders is sought for the appointment of Mr. CHIRAG HASIJA (DIN: 09817934) as non-executive Director of the Company.

Your Directors, therefore, recommend the passing of the Ordinary Resolution as set forth in Item No. 2 of this Notice, to approve the appointment of Mr. CHIRAG HASIJA (DIN - 09817934) as Non-Executive Director.

Except Mr. Chirag Hasija None of the Manager, Key Managerial Personnel, director and their relatives is interested or concerned, financially or otherwise in the proposed resolution.

Item No. 3:

REGULARIZATION OF ADDITIONAL DIRECTOR, Mrs. ARPANA SANDEEP SHAH (DIN: 07414319) AS INDEPENDENT WOMEN DIRECTOR OF THE COMPANY:

The Nomination and Remuneration Committee (N&RC) at its meeting held on December 14, 2022 had assessed the candidature of Mrs. ARPANA SANDEEP SHAH (DIN: 07414319) and having found her

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appropriate, recommended her appointment to the Board of Directors. In terms of Section 149, 150, 152 and 161 of the Companies Act, 2013, the Board of Directors of the company, based on the recommendation of the N&RC, appointed her as an Additional Director in the category of Independent Director (Non-Executive not liable to retire by rotation) on December 28, 2022.

As per the provisions contained under Section 161 of the Companies Act, 2013, the “Additional Director” so appointed shall hold office upto the date of the next Annual General Meeting or the last date on which the Annual General Meeting should have been held. However, pursuant to amendment (effective from 1st January, 2022) to Regulation 17(1C) of Listing Regulations, every listed entity shall ensure that approval of shareholders for appointment of a person on the Board of Directors is taken at next general meeting or within a time period of three months from the date of appointment, whichever is earlier. Therefore, approval of the shareholders is sought for the appointment of Mrs. ARPANA SANDEEP SHAH (DIN: 07414319) as an Independent Director of the Company.

The Company has received declaration from Mrs. ARPANA SANDEEP SHAH that she meets the criteria of independence as prescribed under Section 149 (6) of the Act and under Regulation 16 of the Listing Regulations and he has also confirmed that he is neither disqualified from being appointed as a Director in terms of Section 164 of the Act nor debarred from holding office as a Director of the Company, by virtue of any SEBI Order or any other such authority and given his consent to act as a Director.

The Company has received notice under Section 160 of the Companies Act, 2013 from member signifying intention to propose the candidature of Mrs. ARPANA SANDEEP SHAH for the office of an Independent Director of the Company

The Board is of the view that, given the knowledge and rich experience of Mrs. ARPANA SANDEEP SHAH, her appointment will be of immense benefit and in the best interest of the Company. The Board of Directors based on the recommendation of the Nomination and remuneration Committee considers the appointment of Mrs. ARPANA SANDEEP SHAH as an Independent Director for a period of five years with effect from December 28, 2022 to December 27, 2027 and recommends the resolution as set out in the Item No. 3 of this Notice for approval of Members by way of an Ordinary Resolution.

The details, in terms of Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 including Secretarial Standard-2 on General Meetings (“SS-2”) are annexed and forms part of this notice.

Mrs. Arpana Sandeep Shah is not related to any Director or any other Key Managerial Personal of the Company.

Except Mrs. Arpana Sandeep Shah, none of the Directors/Key Managerial Personnel of the Company/ their relatives is, in any way, whether financially or otherwise, concerned or interested, in the resolution set out at Special Business Item No. 3 of the Notice.

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Item No. 4:

It is proposed to change the name of the Company to rebrand it in line with the business activity of the Company, and therefore, Board of Directors in its meeting held on 12th August, 2022 suggested to change the name of the Company; it was decided by the Board to change the name of the Company from “SURYAKRUPA FINANCE LIMITED” to “RAJVI LOGITRADE LIMITED” or any other name as may be approved by Central Registration Centre, Ministry of Corporate Affairs.

Central Registration Centre, Govt. of India vide its letter dated January 03, 2023, has issued name reservation certificate stating that there is no objection in the availability of the changed name RAJVI LOGITRADE LIMITED from the existing name SURYAKRUPA FINANCE LIMITED.

The proposed change of name of the Company would not result in change of the legal status or constitution or operations or activities of the Company, nor would it affect any rights or obligations of the Company or the Members / stakeholders and would be subject to approval of Ministry of Corporate Affairs and other Regulatory Authorities.

Consequent upon change of name of the Company, the name “Suryakrupa Finance Limited” as appearing in the Name Clause of the Memorandum of Association of the Company and wherever appearing in the Articles of Association of the Company and other documents and places would have to be substituted with the new name i.e. “Rajvi Logitrade Limited” or any other name as may be approved by Central Registration Centre, Ministry of Corporate Affairs.

The provisions of the Companies Act, 2013 and rules made thereunder requires the Company to obtain approval of Members by a Special Resolution for effecting change in the Company name and consequential alteration in the Memorandum and the Articles of Association of the Company. However, the said change in the name of the Company will be effective post receipt of approval from the Ministry of Corporate Affairs or other regulatory authority (ies) if any and upon receipt of fresh Certificate of Incorporation in the new name of the Company i.e. “Rajvi Logitrade Limited”.

A copy of certificate from a practicing chartered accountant stating compliance with conditions provided in sub-regulation (1) of Regulation 45 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 is attached to this Notice.

The Board recommends the Special Resolution as set out at Item No. 4 of this Notice, for the approval of the Members.

None of the Directors/Key Managerial Personnel of the Company/ their relatives is, in any way, whether financially or otherwise, concerned or interested, in the resolution set out at Special Business Item No. 4 of the Notice.

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Annexure 1

The details required under Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 And Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India]

1. Appointment of Mr. Dhaval Bhavesh Acharya (Din: 00010406) as an Director (Non- Executive, Non-Independent director)

Name of Director & DIN	Mr. Dhaval Bhaveshbhai Acharya (Din: 00010406)
Nationality	Indian
Date of Birth & Age	24/06/1975, 47 years
Date of First appointment on board	10 th April, 2023
Term of appointment	Appointed as an Additional Director (Non-Executive, Non-Independent Director) w.e.f 10 th April, 2023 upto the ensuing Annual General meeting
Brief profile and experience and Nature of his expertise in specific functional area	Mr. Dhaval Bhaveshbhai Acharya is Bachelor of Commerce he brings over more than 15 years of Rich experience in the Hospitality, Real Estate and Shipping, Transportation & Logistics industry. At par excellence, networking abilities and business acumen, has been catalyst in meteoric rise of hospitality and real estate forays. Has alliance with the prestigious Radisson Group of Hotels.
Disclosure of relationships between directors	Mr. Dhaval Bhavesh Acharya is brother of Mr. Maulin Bhavesh Acharya Director of the company
Shareholding, if any, in the Company	Nil
Other Directorships	Nil
Chairmanship/Membership of Committees in companies in which position of Director is held	NIL
Resignation during last three years from listed companies	NIL
Existing and Proposed Remuneration (including sitting fees, if any)	NIL
Number of meetings of the Board attended during the FY 2022-23 till the date of this notice.	NA

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2. Appointment of Mr. CHIRAG HASIJA (Din: 09817934) as an Director (Non-Executive, Non-Independent director)

Name of Director & DIN	Mr. CHIRAG HASIJA (Din: 09817934)
Nationality	Indian
Date of Birth & Age	10/11/1998, 24 Years
Date of First appointment on board	28 th December, 2022
Term of appointment	Appointed as an Additional Director (Non- Executive, Non-Independent Director) w.e.f 28th December, 2022 upto the ensuing Annual General meeting.
Brief profile and experience and expertise in specific functional area	Mr. Chirag Hasija is B.A, LLB graduate. His area of expertise include Law, trading and marketing management.
Disclosure of relationships between directors	Mr. Chirag Hasija is not related to any Director, promoter or promoter group of the Company.
Shareholding, if any, in the Company	Nil
Other Directorships	Nil
Chairmanship/Membership of Committees in companies in which position of Director is held	NIL
Resignation during last three years from listed companies	NIL
Existing and Proposed Remuneration (including sitting fees, if any)	NIL
Number of meetings of the Board attended during the FY 2022-23 till the date of this notice.	1

3. Appointment of Mrs. ARPANA SANDEEP SHAH (Din: 07414319) as an Director (Non- Executive, Women Independent director)

Name of Director & DIN	Mrs. ARPANA SANDEEP SHAH (Din: 07414319)
Nationality	Indian
Date of Birth & Age	29/06/1981, 41 years
Date of First appointment on board	28 th December, 2022
Term of appointment	Appointed as an Additional Director (Non-Executive, Independent Women Director) w.e.f 28 th December, 2022 upto the ensuing Annual General meeting
Brief profile and experience	Mrs. Arpana shah is Chartered Accountant with years of experience in the field of taxation, auditing, compliances and Corporate Finance. She has served for 16 years as Deputy General Manager in Saurashtra Cement Limited and contributed immensely in streamlining compliance and taxation matter. Hands on in implementing the ERPs, system integrations, internal audits.

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Nature of his expertise in specific functional area	Finance & Taxation.
Disclosure of relationships between directors	Mrs. Arpana Sandeep Shah is not related to any Director, promoter or promoter group of the Company.
Shareholding, if any, in the Company	Nil
Other Directorships	Nil
Chairmanship/Membership of Committees in companies in which position of Director is held	NIL
Resignation during last three years from listed companies	NIL
Existing and Proposed Remuneration (including sitting fees, if any)	NIL
Number of meetings of the Board attended during the FY 2022-23 till the date of this notice.	1



PRAKASH TEKWANI & ASSOCIATES

CHARTERED ACCOUNTANTS

Email : Parkashtekwani@yahoo.com /Mo.9426014576

387, Karnawati Plaza, Opp. Central Bank Of Inida, Revdibazar Char Rasta, Kalupur, Ahmedabad-01, Gujarat.

To,
SURYAKRUPA FINANCE LIMITED
PLOT NO.267 WARD 12/B GANDHIDHAM
Kachchh GUJARAT 370201 INDIA
SCRIP CODE: 511185

CERTIFICATE OF COMPLIANCE IN TERMS OF REGULATION 45 (1) OF SECURITIES AND EXCHANGE BOARD OF INDIA (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015 FOR THE PROPOSED CHANGE IN NAME FROM "SURYAKRUPA FINANCE LIMITED" TO " RAJVI LOGITRADE LIMITED"

We, Prakash Tekwani & Associates, Statutory Auditor of the company have verified the relevant records and documents of Suryakrupa Finance Limited ("the Company") and information provided by Management for the purpose of ascertaining its compliance with 45(1) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") with respect to its change in name from "Suryakrupa Finance Limited" to "Rajvi Logitrade Limited".

In accordance with the information and explanations given to me and based on my examination of the records and documents of the Company, I hereby confirm and certify that the Company is in compliance with the following conditions as specified in Regulation 45(1) of Listing Regulations:

Particulars	Remarks
A time period of at least one year has elapsed from the last name change	Not Applicable, as company has not changed its name since Incorporation.
At least fifty percent of the total revenue in the preceding one year period has been accounted for by the new activity suggested by the new name	Company's entire revenue in the preceding one year has been accounted for by the new activity i.e. transportation activity.
The amount invested in the new activity/project is atleast fifty percent of the assets of the listed entity	Amount Invested by the company in the new activity is more than 50% of the assets of the listed entity.



This certificate is issued at the request of the company pursuant to the requirement of Regulation 45(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

For, Prakash Tekwani & Associates
Chartered Accountants
FRN: 120253W



Prakash Tekwani
Proprietor
M.No 108681
UDIN: 23108681BGSXLX5283
Date: 11/03/2023
Place: Ahmedabad

