CIN: : L15141MH1982PLC267176

Regd. Office: 32, Vyapar Bhavan, 49, P.D. Mello Road, Mumbai, Maharashtra-400009

Visit us at: www.sagarsoyaproducts.com, Email: compliance.ssp@gmail.com

CERTIFIED TRUE COPY OF THE RESOLUTION PASSED AT THE MEETING OF THE BOARD OF DIRECTORS OF SAGAR SOYA PRODUCTS LIMITED HELD ON MONDAY, 26<sup>TH</sup> SEPTEMBER, 2016 AT THE REGISTERED OFFICE OF THE COMPANY.

### **TO TAKE ON RECORD STATUTORY AUDITORS CERTIFICATE:**

"RESOLVED THAT certificate issued by the M/s. O.T. Gandhi & Co., Statutory Auditor confirming the compliance of the accounting treatment as specified in Para (I)(A) (5)(a) of Annexure I of SEBI Circular No. CIR/CFD/CMD/16/2015 dated November 30, 2015 as per format given in Annexure II of aforesaid SEBI circular, is hereby taken on record."

//CERTIFIED TRUE COPY//

For SAGAR SOYA PRODUCTS LIMITED

ÁRÚN KUMAR SHARMA

DIRECTOR

DIN: 00369461

CIN: : L15141MH1982PLC267176

Regd. Office: 32, Vyapar Bhavan, 49, P.D. Mello Road, Mumbai, Maharashtra-400009

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# TO TAKE ON RECORD NETWORTH CERTIFICATE ISSUED BY INDEPENDENT AUDITOR:

"RESOLVED THAT Certificate issued by M/s C.P. Jaria & Co., Chartered Accountants stating Networth (excluding Revaluation Reserve) together with related workings pre and post scheme for the Company, is hereby taken on record."

//CERTIFIED TRUE COPY//

For SAGAR SOYA PRODUCTS LIMITED

ARUN KUMAR SHARMA

DIRECTOR

DIN: 00369461

CIN:: L15141MH1982PLC267176

Regd. Office: 32, Vyapar Bhavan, 49, P.D. Mello Road, Mumbai, Maharashtra-400009

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### TO TAKE ON RECORD VALUATION REPORT ISSUED BY M/S. C.P. JARIA & CO.

"RESOLVED THAT Valuation Report issued by M/s. C.P. Jaria, Independent Chartered Accountant as per Para I(A)(4) of Annexure I of SEBI Circular No. CIR/CFD/CMD?16/2015 dated November 30, 2015, is hereby taken on record."

//CERTIFIED TRUE COPY//

For SAGAR SOYA PRODUCTS LIMITED

RUN KUMAR SHARMA

DIRECTOR

DIN: 00369461

CIN: : L15141MH1982PLC267176

Regd. Office: 32, Vyapar Bhavan, 49, P.D. Mello Road, Mumbai, Maharashtra-400009

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CERTIFIED TRUE COPY OF THE RESOLUTION PASSED AT THE MEETING OF THE BOARD OF DIRECTORS OF SAGAR SOYA PRODUCTS LIMITED HELD ON MONDAY,  $26^{\rm TH}$  SEPTEMBER, 2016 AT THE REGISTERED OFFICE OF THE COMPANY.

# TO TAKE ON RECORD FAIRNESS OPINION REPORT

"RESOLVED THAT Fairness Opinion Report issued by Corporate Strategic Allianz Limited, Merchant Bankers to disclose their Fairness Opinion to the Shareholders, Creditor, Stock Exchanges, High Court, Registrar of Companies, Regulatory authorities etc. is hereby taken on record."

//CERTIFIED TRUE COPY//

For SAGAR SOYA PRODUCTS LIMITED

ARUN KUMAR SHARMA

DIRECTOR

DIN: 00369461

CIN: L15141MH1982PLC267176

Regd. Office: 32, Vyapar Bhavan, 49, P.D. Mello Road, Mumbai, Maharashtra-400009

Visit us at: www.sagarsoyaproducts.com, Email: compliance.ssp@gmail.com

CERTIFIED TRUE COPY OF THE RESOLUTION PASSED AT THE MEETING OF THE AUDIT COMMITTEE OF SAGAR SOYA PRODUCTS LIMITED HELD ON MONDAY,  $26^{\text{TH}}$  SEPTEMBER, 2016 AT THE REGISTERED OFFICE OF THE COMPANY.

#### **AUTHORITY TO APPLY FOR IN-PRINCIPAL APPROVAL:**

"RESOLVED THAT any one Director is hereby authorized to apply for In-Principal approval with BSE Limited to carry out the process of Reduction and Merger of Sagar Green Fields Private Limited with the Company."

//CERTIFIED TRUE COPY//

For SAGAR SOYA PRODUCTS LIMITED

ARUN KUMAR SHARMA

DIRECTOR

DIN: 00369461