

SILVEROAK COMMERCIALS LIMITED

CIN - L31504MH1985PLC035916

Regd. Off.: 11, Radhamandir Building, 213, Sir Bhalchandra Road, Matunga (E), Mumbai – 19.

Email Id: silveroakcommercialsltd@gmail.com

NOTICE

NOTICE IS HEREBY GIVEN THAT AN EXTRA ORDINARY GENERAL MEETING OF THE SHAREHOLDERS OF SILVEROAK COMMERCIALS LIMITED WILL BE HELD ON MONDAY, THE 20TH DAY OF JULY, 2015 AT 03.00 P.M. AT THE REGISTERED OFFICE OF THE COMPANY SITUATED AT 11, RADHAMANDIR BUILDING, 213, SIR BHALCHANDRA ROAD, MATUNGA EAST, MUMBAI – 400 019, TO TRANSACT THE FOLLOWING BUSINESS:-

SPECIAL BUSINESS

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

RESOLVED THAT-

- a) the Financial Statement includes Balance Sheet as at 31st March, 2014, the Profit & Loss Account for the year ended as on that date together with Notes to Accounts, Cash Flow Statement and Reports of Directors and Auditors thereon laid before and adopted by the members at the Annual General Meeting of the Company held on 30.09.2014, are amended as mentioned in the revised Financial Statements of the Original Financial Statement as at 31.03.2014;
- b) the aforesaid Financial Statement includes Balance Sheet and Profit and Loss Account together with Notes to Accounts, Cash Flow Statement and Report of the Directors shall be deemed to always have been, as if amendments hereinbefore mentioned had been incorporated therein and formed part thereof respectively.
- c) the aforesaid amended/ revised/ reopened Financial Statement includes Balance Sheet and Profit and Loss Account together with Notes to Accounts, Cash Flow Statement and Report of the Directors be and is hereby adopted.”

**For and on behalf of the Board of Directors of
SILVEROAK COMMERCIALS LIMITED**

**TUSHAR PATIL
MANAGING DIRECTOR
DIN: 01856178**

Date: 09th June, 2015

Place: Mumbai

NOTES:

1. The Statement pursuant to Section 102 (1) of the Companies Act, 2013 with respect to the special business set out in the Notice is annexed.
2. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE GM IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE IN THE MEETING INSTEAD OF HIMSELF / HERSELF, AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY. A person can act as a proxy on behalf of not exceeding fifty (50) members and holding in aggregate not more than ten (10) percent of the total share capital of the Company.
3. Corporate members intending to send their authorized representatives to attend the meeting are requested to send a certified copy of the Board resolution to the Company, authorizing their representative to attend and vote on their behalf at the meeting.
4. The instrument appointing the proxy, duly completed, must be deposited at the Company's registered office not less than 48 hours before the commencement of the meeting. A proxy form for the EoGM is enclosed.
5. During the period beginning 24 hours before the time fixed for the commencement of the meeting and ending with the conclusion of the meeting, a member would be entitled to inspect the proxies lodged at any time during the business hours of the Company, provided that not less than three days of notice in writing is given to the Company.
6. Members / proxies / authorized representatives should bring the duly filled Attendance Slip enclosed herewith to attend the meeting.
7. The Register of Directors and Key Managerial Personnel and their shareholding, maintained under Section 170 of the Companies Act, 2013, will be available for inspection by the members at the EoGM.
8. The Register of Contracts or Arrangements in which the directors are interested, maintained under Section 189 of the Companies Act, 2013, will be available for inspection by the members at the EoGM.
9. Members are requested to address all correspondence, to the Registrar and Share Transfer Agents, Universal Capital Securities Pvt. Ltd., at 21, Shakil Niwas, Opp. Satya Saibaba Temple, Mahakali Caves Road, Andheri (East), Mumbai - 400093.
10. With a view to using natural resources responsibly, we request shareholders to update their email address, with their Depository Participants to enable the Company to send communications electronically.
11. The revised/ reopened Annual Report 2013-14 is being sent through electronic mode only to the members whose email addresses are registered with the Company / Depository Participant(s), unless any member has requested for a physical copy of the report. For members who have not registered their email addresses, physical copies of the revised/ reopened Annual Report 2013-14 are being sent by the permitted mode.
12. In compliance with Section 108 of the Companies Act, 2013, Rule 20 of the Companies (Management and Administration) Rules, 2014, substituted by Companies (Management and Administration) Amendment, Rules 2015, and Clause 35B of the Listing Agreement, the Company has provided a facility to the members to exercise their votes electronically through the electronic voting service facility arranged by Central Depository Services (India) Limited. The facility for voting, through ballot paper, will also be made available at the GM and the members attending the EoGM who have not already cast their votes by remote e-voting shall be able to exercise their right at the EoGM through ballot paper. Members who have cast their votes by remote e-voting prior to the EoGM may attend the GM but shall not be entitled to cast their votes again. The instructions for e-voting are annexed to the Notice.
13. The Notice of the EoGM and instructions for e-voting, along with the Attendance slip and Proxy form, is being sent by electronic mode to all members whose email addresses are registered with the Company / Depository Participant(s), unless a member has requested for a hard copy of the same. For members who have not registered their email addresses, physical copies of the documents are being sent by the permitted mode.
14. Members may also note that the Notice of the EoGM and the revised/ reopened Annual Report 2013-14 will be available on the Company's website, www.silveroak.co.in. The physical copies of the documents will also be available

at the Company's registered office for inspection during normal business hours on working days. Members who require communication in physical form in addition to e-communication, or have any other queries, may write to us at: silveroakcommercialsltd@gmail.com

15. The Securities and Exchange Board of India (SEBI) has mandated the submission of the Permanent Account Number (PAN) by every participant in the securities market. Members holding shares in electronic form are, therefore, requested to submit their PAN to their Depository Participant(s). Members holding shares in physical form are required to submit their PAN details to the Company.
16. All documents referred to in the Notice will be available for inspection at the Company's registered office during normal business hours on working days up to the date of the EoGM.
17. Attendance registration :
 - a. Shareholders are requested to tender their attendance slips at the registration counters at the venue of the EoGM and seek registration before entering the meeting hall.
 - b. Alternatively, to facilitate smooth registration / entry, the Company has also provided a web check-in facility, which would help the shareholder to enter the EoGM hall directly without going through the registration formalities at the registration counters.
 - c. The online registration facility will be available from July 16, 2015 at 9:00 a.m. IST to July 18, 2015, until 5:00 p.m. IST. The procedure of web check-in is as follows:
 - a. Log in to <http://evotingindia.com> and click on the online registration link
 - b. Select the company name
 - c. Pass through the security credentials viz., DP ID / Client ID entry, PAN No., and 'CAPTCHA' as directed by the system and click on the submit button
 - d. The system will validate the credentials. Click on the 'Generate my attendance slip' button that appears on the screen.
 - e. The attendance slip in PDF format will appear on the screen. Select the 'PRINT' option for direct printing or download and save for printing.
18. The shareholder needs to furnish the printed 'attendance slip' along with a valid identity proof such as the PAN card, passport, AADHAR card or driving license, to enter the EoGM hall.

EXPLANATORY STATEMENT

Pursuant to provisions of Section 102 of Companies Act, 2013, in respect of the Special Business at Item No 1 above

As per the report submitted by Audit Committee on the Financial statements for the Financial year ended as on 31st March 2014, an error of an amount of Rs. 3.30 Crore which was inadvertently recognized as "doubtful in the Books of account by the management, was in-fact have to considered as good and recoverable", which was come to know at a later stage in respect of Financial statement for FY 2013-14 which was adopted in the last Annual General Meeting.

It is informed that at the time of finalization of accounts for the FY 2013-14 considering the amount Rs. 3.30 Crore as doubtful, and the management had inadvertently write off the same in the Books of accounts and finalised the accounts on that basis writing off the amount in the books of account. Now in the year 2014-15 as the amount of Rs. 3.30 Crore which in-fact needs to be considered as good and recoverable. It is further informed that due such error in the books of accounts, directly or indirectly this affect the taxation of the Company which amounts to technical error caused inadvertently and so to avoid further implications, the financial statement of the FY 2013-14 has been revised and reopened to reflect true and fair views for the FY 2013-14 and further for the FY 2014-15.

Therefore, your management has approved the reopened/ revised Financial Statement for the FY 2013-14 and so, the aforesaid Resolution is being put to your consideration for your approval to adopt the revised/ reopened Financial Statement for the FY 2013-14.

None of the Directors are interested in the proposed resolution.

PROXY FORM (MGT-11)

[Pursuant to Section 105(6) of the Companies Act, 2013 and Rule 19(3) of the Companies (Management and Administration) Rules, 2014]

The Board of Directors,
SILVEROAK COMMERCIALS LIMITED,
 CIN: L31504MH1985PLC035916

| | |
|------------------------------|--|
| Name of the Shareholder | |
| Registered Address | |
| Email ID | |
| Regd. Folio/DPID & Client ID | |

I/We being the member(s) of **SILVEROAK COMMERCIALS LIMITED**, holding shares of the above named company, hereby appoint

1. Name: _____
 Address: _____
 E-mail ID: _____ Signature: _____, or failing him/her

2. Name: _____
 Address: _____
 E-mail ID: _____ Signature: _____, or failing him/her

as my / our proxy to attend and vote (on a poll) for me/us and on my/our behalf at Extra Ordinary General Meeting of the Company held on MONDAY, 20th Day of JULY, 2015 at 03:00 pm at 11, Radhamandir Building, 213, Sir Bhalchandra Road, Matunga East, Mumbai – 400 019 and at any adjournment thereof in respect of such resolutions as are indicated below:

| Special Business | |
|-------------------------|---|
| Item No. | Resolution |
| 1. | To receive, consider and adopt the revised/ reopened Financial Statement includes Balance Sheet as at 31 st March, 2014, the Profit & Loss Account as on that date together with Notes to Accounts, Cash Flow Statement and Reports of Directors and Auditors thereon. |

Signed this ____ day of _____, 2015.

Signature of Share Holders _____

Signature of Proxy holder(s) _____

Note: This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Meeting.



ATTENDANCE SLIP

The Board of Directors,
SILVEROAK COMMERCIALS LIMITED,
CIN: L31504MH1985PLC035916

| | |
|-------------------------------------|--|
| Regd. Folio/DPID & Client ID | |
| Name and Address of the Shareholder | |
| Joint holder(s) | |
| No. of shares held | |

1. We/ I hereby record our/ my presence at the Extra Ordinary General Meeting of the Company held on MONDAY, 20th Day of July, 2015 at 03:00 pm at 11, Radhamandir Building, 213, Sir Bhalchandra Road, Matunga East, Mumbai – 400 019.

2. Signature of the Shareholder / Proxy Present

3. I Certify that I am a Member/ Proxy/ Authorised Representative for the member of the Company.
4. Shareholder / Proxy holder wishing to attend the meeting must bring the Attendance Slip, duly signed, to the meeting and hand it over at the entrance.
5. Shareholder / Proxy holder desiring to attend the meeting may bring his / her copy of the revised/ reopened Annual Report for reference at the meeting.

Note: Please fill up this attendance slip and hand over at the entrance of the meeting hall.



Dear member,

Subject: Instructions for e-voting

Pursuant to the provisions of Section 108 of the Companies Act, 2013, Rule 20 of the Companies (Management and Administration) Rules, 2014, substituted by Companies (Management and Administration) Amendment, 2015, and Clause 35B of the Listing Agreement, the Company is pleased to provide e-voting facility to the members to cast their votes electronically on all resolutions set forth in the Notice convening the Extra Ordinary General Meeting to be held on Monday, July 20, 2015, at 3:00 p.m. IST. The Company has engaged the services of the Central Depository Services Limited (CDSL) to provide the e-voting facility. The Notice is displayed on the Company's website, www.silveroak.co.in.

The e-voting facility is available at the link, [https:// www.evotingindia.com](https://www.evotingindia.com).

The e-voting facility will be available during the following voting period:

| Commencement of e- voting | End of e-voting |
|------------------------------|------------------------------|
| July 16, 2015 at 9.00 am IST | July 18, 2015 at 5.00 pm IST |

Please read the instructions printed below before exercising your vote:

These details and instructions form an integral part of the Notice for the Extra Ordinary General Meeting to be held on July 20, 2015.

The instructions for shareholders voting electronically are as under:

- (i) The voting period begins on 16th July, 2015 at 9.00 am IST and ends on 18th July, 2015 at 5.00 pm 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 13th July, 2015 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- (ii) Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.
- (iii) The shareholders should log on to the e-voting website www.evotingindia.com.
- (iv) Click on Shareholders.
- (v) Now Enter your User ID
 - a. For CDSL: 16 digits beneficiary ID,
 - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
 - c. Members holding shares in Physical Form should enter Folio Number registered with the Company.
- (vi) Next enter the Image Verification as displayed and Click on Login.
- (vii) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier voting of any company, then your existing password is to be used.
- (viii) 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 8 digits of the sequence number which is mentioned in address label as sr no affixed on EGM notice, in the PAN field.• In case the sequence 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 sequence number 1 then enter RA00000001 in the PAN field. |
| 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 | <ul style="list-style-type: none">• If both the details are not recorded with the depository or company please enter the member id / |

| | |
|-------------|--|
| Birth (DOB) | folio number in the Dividend Bank details field as mentioned in instruction (v). |
|-------------|--|

- (ix) After entering these details appropriately, click on "SUBMIT" tab.
- (x) Members holding shares in physical form will then directly reach the Company selection screen. However, members holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- (xi) For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (xii) Click on the EVSN for the relevant <Company Name> on which you choose to vote.
- (xiii) On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- (xiv) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
- (xv) After selecting the resolution you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.
- (xvi) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- (xvii) You can also take a print of the votes cast by clicking on "Click here to print" option on the Voting page.
- (xviii) If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xix) **Note for Non – Individual Shareholders and Custodians**
- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodian are required to log on to www.evotingindia.com and register themselves as Corporates.
 - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
 - After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
 - The list of accounts linked in the login should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
 - A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
- (xx) 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.com, under help section or write an email to helpdesk.evoting@cdslindia.com.

General instructions

- i. The e-voting period commences on July 16, 2015 (9:00 a.m. IST) and ends on July 18, 2015 (5:00 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, i.e., July 13, 2015, may cast their vote electronically.
- ii. The e-voting module will be disabled by CDSL for voting thereafter. Once the vote on a resolution is cast by the shareholder, the shareholder shall not be allowed to change it subsequently or cast the vote again.
- iii. Any person, who acquires shares of the Company and becomes a shareholder of the Company after dispatch of the Notice of EoGM and holds shares as of the cut-off date i.e. July 13, 2015, may obtain the login ID and password by sending a request at helpdesk.evoting@cdslindia.com.
- iv. Member may participate in the EoGM even after exercising his right to vote through remote e-voting, but shall not be allowed to vote again at the EoGM. Members cast votes by both mode of voting i.e. either through e-voting or by ballot, then voting done through e-voting shall prevail ballot shall be treated as invalid.

- v. The facility for voting through ballot will also be made available at the EoGM, and members attending the EoGM who have not already cast their vote by remote e-voting will be able to exercise their right at the EoGM. Shareholders who have not cast their vote electronically, by remote e-voting may only cast their vote at the EoGM through ballot paper.
- vi. The voting rights of shareholders shall be in proportion to their shares of in the paid-up equity share capital of the Company as on July 13, 2015.
- vii. CS Harshal Wate, Practicing Company Secretary (Membership No. ACS 25286), has been appointed as the Scrutinizer to scrutinize the voting and remote e-voting process in a fair and transparent manner.
- viii. At the EoGM, at the end of the discussion on the resolutions on which voting is to be held, the Chairman shall, with the assistance of the Scrutinizer, order voting through ballot paper for all those members who are present but have not cast their votes electronically using the remote e-voting facility.
- ix. The Scrutinizer shall, within a period not exceeding 3 working days from the conclusion of the e-voting period, unblock the votes cast through remote e-voting in the presence of at least two witnesses not in employment of the Company and submit a remote e-voting Scrutinizer's Report. The Scrutinizer shall even submit a consolidated Scrutinizer's Report of the total votes cast in favor of or against, if any, not later than three days after the conclusion of the EoGM to the Chairman of the Company. The Chairman, or any other person authorized by the Chairman, shall declare the result of the voting forthwith.
- x. The result, along with the Scrutinizer's Report, will be placed on the Company's website, www.silveroak.co.in and on the website of CDSL immediately after the result is declared by the Chairman or any other person authorized by the Chairman, and the same shall be communicated to the BSE Ltd., Mumbai.

All the documents referred to in the accompanying Notice and the Statement pursuant to Section 102 (1) of the Companies Act, 2013, will be available for inspection at the Registered Office of the Company during business hours on all working days up to the date of Extra Ordinary General Meeting of the Company.