



आर्थिक : समाजस्य न्यायः

S. E. Investments Limited

Date: 02/01/2018

The Manager
Department of Corporate Relationship
BSE Limited
25 P. J. Towers, Dalal Street
Mumbai-400001
Scrip Code-532900

The Asstt. Vice President
National Stock Exchange of India Limited
Exchange Plaza, Bandra Kurla Complex
Bandra (East)
Mumbai-400051
Scrip Symbol- SEINV

Sub.: Minutes for Recording of Results of Postal Ballot

Dear Sir/Madam,

Please find enclosed herewith the Minutes of the proceedings relating to declaration of results on 2nd January, 2018 of voting conducted through Postal Ballot/E-voting for seeking approvals of Members on the resolutions as states in the Postal Ballot Notice dated 25th November, 2017.

Kindly take the same on your record.

Thanking you

Yours Faithfully,

For S. E. Investments Limited

Manendra Singh
(Manendra Singh)
Company Secretary



Encl: As above

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New Delhi-110019 (INDIA)
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Mumbai
Rajsamand
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Thiruvananthapuram
Sitapur
Udaipur

MINUTE BOOK



MINUTES OF THE RESOLUTIONS PASSED BY MEMBERS THROUGH POSTAL BALLOT UNDER SECTION 110 OF THE COMPANIES ACT, 2013, RESULT OF WHICH WAS DECLARED AT THE REGISTERED OFFICE OF THE COMPANY AT 101 CSC, POCKET-52, CR PARK, NEAR POLICE STATION, NEW DELHI-110019 ON TUESDAY, 2ND JANUARY, 2018 AT 11:00 A.M.

The Board of Directors of the Company at their meeting held on Saturday, 25th November, 2017 has subject to approval of the Members and such other approvals, as may be necessary, accorded their consent for:

1. the change of Company's name from "S. E. Investments Limited" to "Paisalo Digital Limited" ;
2. amendment in the Memorandum of Association (without changing the main object clause);
3. adoption of new set of Articles of Association of the Company;
4. conducting of postal ballot for seeking approvals of the Members on above items.

The Board of Directors at their meeting also appointed Mr. Satish Jadon, Practicing Company Secretary (ACS No. 23580) as the Scrutinizer for conducting the Postal Ballot Process in a fair and transparent manner for seeking approvals of the Members.

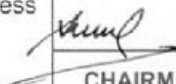
As required under the provisions of Section 110 of Companies Act, 2013 read with Rule 22 of the Companies (Management and Administration) Rules, 2014, as amended time to time, and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company had offered e-voting facility as an alternate to its Members to enable them to cast their votes electronically instead of voting through physical Postal Ballot Form. For E-Voting facility Company had appointed NSDL for providing e-voting facility to Company's Members.

Pursuant to the provisions of Companies Act, 2013 and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company had on November 30, 2017:

1. Completed, through permitted physical mode, dispatch of Postal Ballot Notice along with Postal Ballot Form and self-addressed postage prepaid envelope to the Members, whose names appeared on the Register of Members/Record of Depositories as on November 25, 2017 and who do not have registered e-mail ids; and
2. Emailed the Notice of Postal Ballot to the Members whose names appeared on the Register of Members/Record of Depositories as on November 25, 2017 and who have registered e-mail ids,

for seeking approval of the Members, in respect of the business contained in the said Postal Ballot Notice dated November 25, 2017, by way of Postal Ballot/e-voting.

Newspaper advertisement containing the requisite particulars as required under Rule 22 of Companies (Management and Administration) Rules, 2014 was published in the "Business Standard" English edition and Hindi edition on Friday, 1st December, 2017.


CHAIRMAN'S
INITIALS

MINUTE BOOK

The Members were requested to return the Postal Ballot Form duly completed and signed with their assent (for) or dissent (against) , in the attached self addressed postage prepaid envelop, so as it reach to the Scrutinizer not later than 5:00 P.M. on Saturday, 30th December, 2017. E-voting period was commenced on Friday, 1st December, 2017 at 9:00 A.M. to Saturday, 30th December, 2017 at 5:00 P.M.

After due scrutiny of all the Postal Ballot Forms received and e-voting exercised at the designated website of NSDL viz. www.evoting.nsdl.com up to 5:00 P.M. on 30th December, 2017, being last date fixed for the receipt of the Postal Ballot Forms and e-voting by the Members, Mr. Satish Jadon, Scrutinizer, has submitted his Report on Monday, 1st January, 2018. The summary of result of Postal Ballot/E-voting as per the said Scrutinizer's Report is as under:

A. Resolution No. 1 as a Special Resolution

To change Company's existing name "S. E. INVESTMENTS LIMITED" to "PAISALO DIGITAL LIMITED" and consequent alterations in the Memorandum of Association and Articles of Association of the Company.

Votes	Mode of Voting	Number of Members voted	Number of Votes Cast by them	% of total no. of valid votes cast
i. cast in favour of the resolution	Postal Ballot Form	17	249	0.0015
	E-voting	54	1,70,79,239	99.9985
ii. cast against the resolution	Postal Ballot Form	-	-	-
	E-voting	1	10	0.0000
iii. invalid	Postal Ballot Form	1	2	0.0000
	E-voting	-	-	-

B. Resolution No. 2 as a Special Resolution

To amend Memorandum of Association of the company to bring contents of Memorandum in line with draft suggested in Table A of Schedule I of the Companies Act, 2013.

Votes	Mode of Voting	Number of Members voted	Number of Votes Cast by them	% of total no. of valid votes cast
i. cast in favour of the resolution	Postal Ballot Form	17	239	0.0014
	E-voting	53	1,70,02,807	99.5510
ii. cast against the resolution	Postal Ballot Form	-	-	-
	E-voting	2	76,442	0.4476
iii. invalid	Postal Ballot Form	1	2	0.0000
	E-voting	-	-	-

CHAIRMAN'S
INITIALS

MINUTE BOOK



C. Resolution No. 3 as a Special Resolution

To adopt a new set of Articles of Association of the company, to the exclusion of the existing set of Articles of Association.

Votes	Mode of Voting	Number of Members voted	Number of Votes Cast by them	% of total no. of valid votes cast
i. cast in favour of the resolution	Postal Ballot Form	17	239	0.0014
	E-voting	53	1,70,02,807	99.5510
ii. cast against the resolution	Postal Ballot Form	-	-	-
	E-voting	2	76,442	0.4476
iii. invalid	Postal Ballot Form	1	2	0.0000
	E-voting	-	-	-

Based on above the Scrutinizer has reported that above resolutions have been passed with the requisite majority.

Declaration of Postal Ballot Voting Result

Mr. Sunil Agarwal, Managing Director of the Company, being the person authorised to declare the results of the Postal Ballot, reviewed the report of the Scrutinizer and related Voting Results. After the review, he declared that the following Special Resolutions as set out in the Postal Ballot Notice dated Saturday, 25th November, 2017, have been passed by the Members of the Company with requisite majority on Saturday, 30th December, 2017, being the last date of receipt of the Postal Ballot forms and e-voting process. He also directed that the resolutions be recorded in the Minutes Books recording the proceedings of the General Meeting.

ITEM NO. - 1

Special Resolution to change Company's existing name "S. E. Investments Limited" to "PAISALO DIGITAL LIMITED" and consequent alterations in the Memorandum of Association and Articles of Association of the Company:

"RESOLVED THAT pursuant to provisions of Sections 4, 13, 14, 15 and other applicable provisions, if any, of the Companies Act, 2013 read with Companies (Incorporation) Rules, 2014 (including any statutory modification or re-enactment thereof for the time being in force) and other applicable guidelines or regulations issued by Securities and Exchange Board of India, the provision of the Memorandum of Association and Articles of Association of the Company and, subject to such other applicable laws, rules, regulations and guidelines and subject to the approvals of the Central Government, the Ministry of Corporate Affairs (MCA), the Registrar of Companies, Reserve Bank of India and/or any other statutory/ regulatory/ other appropriate authority(ies), as may be necessary, and pursuant to the letter issued by MCA confirming the availability of "PAISALO DIGITAL LIMITED" as new name, approval of the Members of the Company be and is hereby

Sunil
CHAIRMAN'S
INITIALS

MINUTE BOOK

accorded for change of the Company's name from "S. E. INVESTMENTS LIMITED" to PAISALO DIGITAL LIMITED.

RESOLVED FURTHER THAT the Name Clause being Clause I of the Memorandum of Association be altered accordingly and substituted by the following Clause:

1. The Name of the Company is PAISALO DIGITAL LIMITED.

RESOLVED FURTHER THAT in terms of provisions of Section 14 of the Companies Act, 2013 the Articles of Association of the Company be altered by deleting the existing name of the Company wherever appearing and substituting it with the new name of the Company.

RESOLVED FURTHER THAT for the purpose of giving effect to foregoing Resolution, the Board be and is hereby authorized to do and perform or cause to be done and perform all such acts, deeds, matters and things, as may be required or deemed necessary or incidental thereto including signing and filing all the forms and other documents with any regulatory authorities and to settle and finalize all issues that may arise in this regard as the Board may in its sole and absolute discretion deem fit and delegate all or any of the powers or authorities herein conferred to any Director(s) or other official(s) of the Company, without further reference to the Members of the Company."

ITEM NO. - 2

Special Resolution to amend Memorandum of Association of the company to bring contents of Memorandum in line with the draft suggested in Table A of Schedule I of the Companies Act, 2013:

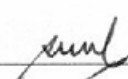
"RESOLVED THAT pursuant to the provisions of Section 4 and Section 13 of the Companies Act, 2013, and other applicable provisions read with the rules and regulations made there under including any amendment, re-enactment or statutory modification thereof, approval of the members be and is hereby accorded to amend the Memorandum of Association of the Company with respect to the object clause (Clause III) of the Memorandum of Association of the Company and such other amendments as may be required to align the Memorandum of Association with the provisions of the Companies Act, 2013.

RESOLVED FURTHER THAT for the purpose of giving effect to foregoing Resolution, the Board be and is hereby authorized to do and perform or cause to be done and perform all such acts, deeds, matters and things, as may be required or deemed necessary or incidental thereto including signing and filing all the forms and other documents with any regulatory authorities and to settle and finalize all issues that may arise in this regard as the Board may in its sole and absolute discretion deem fit and delegate all or any of the powers or authorities herein conferred to any Director(s) or other official(s) of the Company, without further reference to the Members of the Company."

ITEM NO. - 3

Special Resolution to adopt new set of Articles of Association of the company, to the exclusion of the existing set of Articles of Association:

"RESOLVED THAT pursuant to the provisions of Section 5 and Section 14 of Companies Act, 2013 ('the Act'), Schedule I made thereunder, read with the Companies (Incorporation) Rules, 2014 and all other applicable provisions, if any, of the Act (including any statutory modification(s) or re-enactment thereof for the time being in force), the new set of Articles of Association pursuant to the Act primarily based on the Form of Table F under the Act be


CHAIRMAN'S
INITIALS

MINUTE BOOK



and is hereby approved and adopted as new set of Articles of Association in place of existing Articles of Association of the Company.

RESOLVED FURTHER THAT for the purpose of giving effect to foregoing Resolution, the Board be and is hereby authorized to do and perform or cause to be done and perform all such acts, deeds, matters and things, as may be required or deemed necessary or incidental thereto including signing and filing all the forms and other documents with any regulatory authorities and to settle and finalize all issues that may arise in this regard as the Board may in its sole and absolute discretion deem fit and delegate all or any of the powers or authorities herein conferred to any Director(s) or other official(s) of the Company, without further reference to the Members of the Company."

Date : 02.01.2018

Place : New Delhi


(SUNIL AGARWAL)
CHAIRMAN

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