



Consolidated Scrutinizer's Report on Remote e-voting and Poll

(Pursuant to Section 108 & 109 of the Companies Act, 2013 and Rule 20 and 21 of the Companies (Management and Administration) Rules, 2014 as amended, and the SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015)

To,

**The Chairman,
Margo Finance Limited
Office No.3, Plot No. 266, Village Alte, Kumbhoj Road,
Taluka Hatkanangale, Dist. Kolhapur 416109**

Dear Sir,

Re : Consolidated Scrutinizer's Report on Remote E-voting and voting conducted through poll at 26th (Twenty Six) Annual General Meeting of Members of MARGO FINANCE LIMITED held on Monday 21ST August 2017 at 10.00 A.M Hotel Vrishali Executive, Conference Hall, 1st Floor, 39 A/2 Tarabai Park, District Kolhapur-416003

- 1) I, Shrenik Uday Nagaonkar, Partner, M/s PPS & Associates, Practising Company Secretary was appointed as scrutinizer by the Board of Directors of M/S. MARGO FINANCE LIMITED (the company) for the purpose of remote e-voting process and to scrutinize voting by poll papers at 26th Annual General Meeting of the members of the Company held on Monday 21ST August 2017 at 10.00 A.M at Hotel Vrishali Executive, Conference Hall, 1st Floor, 39 A/2 Tarabai Park, District Kolhapur – 416003.
- 2) The Compliance with the provisions of the Companies Act, 2013 and the Rules made their under relating to voting through remote e-voting and voting by using poll papers by the members on the resolution proposed in the notice of 26th Annual General Meeting of the Company is the responsibility of the management. My responsibility as a scrutinizer is to ensure that the voting process through both remote e-voting and by use of poll papers at the meeting are conducted in a fair and transparent manner and provide consolidated scrutinizer report of the total votes cast in favour or against if any, to the Chairman on the resolutions, based on the report generated from the electronic voting system provided by the Central Depository Services Limited (CDSL) and the report generated electronically for voting by poll papers at the AGM.



- 3) The Company had appointed Central Depository Services Limited (CDSL) as a service provider for the purpose of extending remote e-voting facility to members of the Company.
- 4) Link Intime India Pvt Ltd is the Registrar and Transfer Agent of the Company.
- 5) The Remote e-voting was kept open for 4 days and commenced on 17th August 2017 at 10.00 A.M (IST) and ended on 20th August 2017 at 5.00 P.M (IST). At the end of e-voting period at 5.00 P.M (IST) on 20th August 2017, the remote e-voting platform of CDSL was blocked.
- 6) At the Venue of 26th Annual General Meeting held on 21st August 2017, the Company has also provided voting by Poll paper to the members who were present for the AGM but could not cast their vote through remote e-voting facility.
- 7) The Members of the Company holding shares as on the cut off date i.e Monday 14th August 2017 were entitled to vote through remote e-voting and poll paper on the all proposed resolution set out at Item Nos 1 to 4 in the notice of AGM of the Company .
- 8) After the conclusion and counting of voting by poll at AGM on 21st August 2017, the vote Cast under the remote e- voting facility were unblocked by me in the presence of Two witness who were not in the employment of the Company

After the time fixed for voting by the poll, one poll box kept for polling was locked and sealed in my presence with due identification marks placed by me.

- 9) The locked poll box was subsequently opened in my presence and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Company/ Registrar and Transfer Agents of the Company and the authorizations/ proxies lodged with the Company.
- 10) There were no invalid / incomplete / defective poll papers.
- 11) I have scrutinized and reviewed the voting through remote e-voting facility and votes tendered therein based on the data downloaded from the CDSL e-voting system. I have also scrutinized voting through poll paper. I now submit my consolidated report as under on the result of the voting through remote e-voting and voting conducted through poll paper at the Venue of 26th AGM in respect all resolution included in the notice of AGM.
- 12) The combined result of the remote e-voting together with that of the voting conducted at venue of the AGM by way of Poll paper is as under:



ORDINARY BUSINESS:**(1) Resolution No. 1 : Ordinary Resolution**

To receive, consider and adopt the Audited Financial Statements of the Company for the Financial Year ended 31st March, 2017 together with the reports of the Board of Directors and Auditors thereon

Manner of Voting	Total Votes	Invalid/ Not Voted	Valid Votes	Votes in favour of the resolution		Votes against the resolution	
	Nos.	Nos.	Nos.	Nos.	Percentage	Nos.	Percentage
E-Voting	2442932	0	2442932	2442932	100.00	0	0.00
Poll	126	0	126	126	100.00	0	0.00
Total	2443058	0	2443058	2443058	100.00	0	0.00

Manner of Voting	Total Number of Members Voted	Number of Members Voted in favour	Number of Members Voted Against	Number of Members whose votes were invalid
E-Voting	17	17	0	0
Poll	8	8	0	0
Total	25	25	0	0

(2) Resolution No. 2 : Ordinary Resolution

To appoint a Director in place of Mr. Anil Kumar Jain (DIN: 00086106), who retires by rotation and, being eligible, offer himself for re-appointment.

Manner of Voting	Total Votes	Invalid/ Not Voted	Valid Votes	Votes in favour of the resolution		Votes against the resolution	
	Nos.	Nos.	Nos.	Nos.	Percentage	Nos.	Percentage
E-Voting	2442932	0	2442932	2442932	100.00	0	0.00
Poll	126	0	126	126	100.00	0	0.00
Total	2443058	0	2443058	2443058	100.00	0	0.00

Manner of Voting	Total Number of Members Voted	Number of Members Voted in favour	Number of Members Voted Against	Number of Members whose votes were invalid
E-Voting	17	17	0	0
Poll	8	8	0	0
Total	25	25	0	0



(3) Resolution No. 3 : Ordinary Resolution

To appoint M/s Pawan Shubham & Co., Chartered Accountants (Firm Registration No. 011573C) as Statutory Auditors of the Company in place of the retiring auditors M/s AVK & Associates, Chartered Accountants (Firm Registration No. 002638N), to hold office from the conclusion of this 26th Annual General Meeting till the conclusion of 31st Annual General Meeting of the Company.

Manner of Voting	Total Votes	Invalid/ Not Voted	Valid Votes	Votes in favour of the resolution		Votes against the resolution	
	Nos.			Nos.	Nos.	Percentage	Nos.
E-Voting	2442932	0	2442932	2442932	100.00	0	0.00
Poll	126	0	126	126	100.00	0	0.00
Total	2443058	0	2443058	2443058	100.00	0	0.00

Manner of Voting	Total Number of Members Voted	Number of Members Voted in favour	Number of Members Voted Against	Number of Members whose votes were invalid
E-Voting	17	17	0	0
Poll	8	8	0	0
Total	25	25	0	0

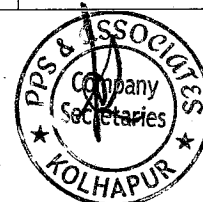
SPECIAL BUSINESS:

(4) Resolution No. 4 : Ordinary Resolution.

Appointment of Mr. Sushilkumar Krishna Agrawal (DIN: 00400892) as a Director (Non-Executive) of the Company

Manner of Voting	Total Votes	Invalid/ Not Voted	Valid Votes	Votes in favour of the resolution		Votes against the resolution	
	Nos.			Nos.	Nos.	Percentage	Nos.
E-Voting	2442932	0	2442932	2442932	100.00	0	0.00
Poll	126	0	126	126	100.00	0	0.00
Total	2443058	0	2443058	2443058	100.00	0	0.00

Manner of Voting	Total Number of Members Voted	Number of Members Voted in favour	Number of Members Voted Against	Number of Members whose votes were invalid
E-Voting	17	17	0	0
Poll	8	8	0	0
Total	25	25	0	0



Note: Table showing disclosure of voting results on Resolution Nos. **1 to 4** of the Notice of 26th Annual General Meeting of the Company as per the format specified by the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 vide their circular CIR/CFD/CMD/8/2015 dated November 04, 2015 are enclosed as **Annexure I**

13) All the Resolutions mentioned in the Annual General Meeting Notice of Annual General Meeting dated 11th May, 2017 as per the details given above stand passed under remote e-voting and voting conducted at Annual General Meeting by way of Poll Paper with the requisite majority and hence deemed to be passed on the date of the Annual General Meeting.

14) All the relevant records of the electronic voting will remain in our safe custody until the Chairman consider, approves and signs the minutes of the 26th Annual General Meeting and the same shall be handed over thereafter to the Chairman/Company Secretary for Safe keeping.

Thanking You
Yours Faithfully
For PPS & Associates
Company Secretaries


Shrenik Nagaonkar
Partner
M. No. F-7067
CP-11682
Date: 21.08.2017
Place : Kolhapur



Margo Finance Limited

1. To receive, consider and adopt the Audited Financial Statements of the Company for the Financial Year ended 31st March, 2017 together with the reports of the Board of Directors and Auditors thereon

Resolution Required : (Ordinary)		Whether promoter/ promoter group are interested in the agenda/resolution?						
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes -- in favour	No. of Votes --Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	[3]=([2]/[1])*100	[4]	[5]	[6]=([4]/[2])*100	[7]=([5]/[2])*100
Promoter and Promoter Group	E-Voting	2440631	2440631	100.0000	2440631	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		2440631	100.0000	2440631	0	100.0000	0.0000
Public Institutions	E-Voting	100	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public Non Institutions	E-Voting	2129269	2301	0.1081	2301	0	100.0000	0.0000
	Poll		126	0.0059	126	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		2427	0.1140	2427	0	100.0000	0.0000
Total		4570000	2443058	53.4586	2443058	0	100.0000	0.0000



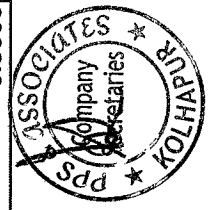
Margo Finance Limited

Margo Finance Limited									
Resolution Required : (Ordinary)		2. To appoint a Director in place of Mr. Anil Kumar Jain (DIN: 00086106), who retires by rotation and, being eligible, offer himself for re-appointment.							
Whether promoter/ promoter group are interested in the agenda/resolution?		NO							
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes –Against	% of Votes in favour on votes polled	% of Votes against on votes polled	
		[1]	[2]	[3]=([2]/[1])*100	[4]	[5]	[6]=([4]/[2])*100	[7]=([5]/[2])*100	
Promoter and Promoter Group	E-Voting	2440631	2440631	100.0000	2440631	0	100.0000	0.0000	
	Poll		0	0.0000	0	0	0.0000	0.0000	
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	
	Total		2440631	100.0000	2440631	0	100.0000	0.0000	0.0000
Public Institutions	E-Voting	100	0	0.0000	0	0	0.0000	0.0000	
	Poll		0	0.0000	0	0	0.0000	0.0000	
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	
	Total		0	0.0000	0	0	0.0000	0.0000	0.0000
Public Non Institutions	E-Voting	2129269	2301	0.1081	2301	0	100.0000	0.0000	
	Poll		126	0.0059	126	0	100.0000	0.0000	
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	
	Total		2427	0.1140	2427	0	100.0000	0.0000	0.0000
Total		4570000	2443058	53.4586	2443058	0	100.0000	0.0000	0.0000



Margo Finance Limited

Resolution Required : (Ordinary)		3. To appoint M/s Pawan Shubham & Co., Chartered Accountants (Firm Registration No. 011573C) as Statutory Auditors of the Company in place of the retiring auditors M/s AVK & Associates, Chartered Accountants (Firm Registration No. 002638N), to hold office from the conclusion of this 26th Annual General Meeting till the conclusion of 31st Annual General Meeting of the Company									
Whether promoter/ promoter group are interested in the agenda/resolution?		NO									
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes –Against	% of Votes in favour on votes polled	% of Votes against on votes polled			
		[1]	[2]	[3]= $\frac{[2]}{[1]} \times 100$	[4]	[5]	[6]= $\frac{[4]}{[2]} \times 100$	[7]= $\frac{[5]}{[2]} \times 100$			
Promoter and Promoter Group	E-Voting	2440631	2440631	100.0000	2440631	0	100.0000	0.0000			
	Poll		0	0.0000	0	0	0.0000	0.0000			
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000			
	Total		2440631	100.0000	2440631	0	100.0000	0.0000			
Public Institutions	E-Voting	100	0	0.0000	0	0	0.0000	0.0000			
	Poll		0	0.0000	0	0	0.0000	0.0000			
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000			
	Total		0	0.0000	0	0	0.0000	0.0000			
Public Non Institutions	E-Voting	2129269	2301	0.1081	2301	0	100.0000	0.0000			
	Poll		126	0.0059	126	0	100.0000	0.0000			
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000			
	Total		2427	0.1140	2427	0	100.0000	0.0000			
Total		4570000	2443058	53.4586	2443058	0	100.0000	0.0000			



Margo Finance Limited

Resolution Required : (Ordinary)

4. Appointment of Mr. Sushilkumar Krishna Agrawal (DIN: 00400892) as a Director (Non-Executive) of the Company

Whether promoter/ promoter group are interested in the agenda/resolution?

NO

Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes -- in favour	No. of Votes --Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	[3]=([2]/[1])*100	[4]	[5]	[6]=([4]/[2])*100	[7]=([5]/[2])*100
Promoter and Promoter Group	E-Voting	2440631	2440631	100.0000	2440631	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		2440631	100.0000	2440631	0	100.0000	0.0000
Public Institutions	E-Voting	100	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public Non Institutions	E-Voting	2129269	2301	0.1081	2301	0	100.0000	0.0000
	Poll		126	0.0059	126	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		2427	0.1140	2427	0	100.0000	0.0000
Total		4570000	2443058	53.4586	2443058	0	100.0000	0.0000

