



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 27th (Twenty Seventh) Annual General Meeting of Members of MARGO FINANCE LIMITED held on Tuesday, 11th September 2018 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 MARGO FINANCE LIMITED (the company) for the purpose of remote e-voting process and to scrutinize voting by poll papers at 27th Annual General Meeting of the members of the Company held on Tuesday 11th September 2018 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 resolutions proposed in the notice of 27th 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 7th September 2018 at 10.00 A.M (IST) and ended on 10th September 2018 at 5.00 P.M (IST). At the end of e-voting period at 5.00 P.M (IST) on 10th September 2018 the remote e-voting platform was blocked for voting by CDSL.



- 6) At the Venue of 27th Annual General Meeting held on 11th September 2018 , 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 Tuesday 4th September 2018 were entitled to vote through remote e-voting and poll paper on the all proposed resolutions set out at Item Nos 1 to 4 in the notice of AGM of the Company.
- 8) 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) After the conclusion and counting of voting by poll at AGM on 11th September 2018 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
- 11) There were no invalid / incomplete / defective poll papers.
- 12) 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 27th AGM in respect all resolutions included in the notice of AGM.
- 13) 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, 2018 together with the reports of the Board of Directors and Auditors thereon

i. Voted **in favour** of the Resolution

Mode of Voting	Number of Members Voted	Number of votes casts by them	% of total number of valid votes cast
Remote E-Voting	19	2443052	
Voting at AGM by Poll	4	251	
Total	23	2443303	100.00



ii. Voted **against** of the Resolution

Mode of Voting	Number of Members Voted	Number of votes casts by them	% of total number of valid votes cast
Remote E-Voting	0	0	
Voting at AGM by Poll	0	0	
Total	0	0	0.00

iii. Invalid Votes

Total Number of Members whose votes were invalid	Total Number of votes casts by them
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.

i. Voted **in favour** of the Resolution

Mode of Voting	Number of Members Voted	Number of votes casts by them	% of total number of valid votes cast
Remote E-Voting	13	1571837	
Voting at AGM by Poll	4	251	
Total	17	1572088	100.00

ii. Voted **against** of the Resolution

Mode of Voting	Number of Members Voted	Number of votes casts by them	% of total number of valid votes cast
Remote E-Voting	0	0	
Voting at AGM by Poll	0	0	
Total	0	0	0.00

iii. Invalid Votes

Total Number of Members whose votes were invalid	Total Number of votes casts by them
0	0



SPECIAL BUSINESS:

(3) Resolution No. 3 : Ordinary Resolution

Appointment of Ms. Smita Kulkarni (DIN: 08127803) as a Director (Non Executive Independent Director) of the Company

i. Voted **in favour** of the Resolution

Mode of Voting	Number of Members Voted	Number of votes casts by them	% of total number of valid votes cast
Remote E-Voting	19	2443052	
Voting at AGM by Poll	4	251	
Total	23	2443303	100.00

ii. Voted **against** of the Resolution

Mode of Voting	Number of Members Voted	Number of votes casts by them	% of total number of valid votes cast
Remote E-Voting	0	0	
Voting at AGM by Poll	0	0	
Total	0	0	0.00

iii. Invalid Votes

Total Number of Members whose votes were invalid	Total Number of votes casts by them
0	0

(4) Resolution No. 4 : Special Resolution.

Appointment of Mr. Shri Dass Maheshwari (DIN : 00181615) as a Whole Time Director – Finance of the Company.

i. Voted **in favour** of the Resolution

Mode of Voting	Number of Members Voted	Number of votes casts by them	% of total number of valid votes cast
Remote E-Voting	19	2443052	
Voting at AGM by Poll	4	251	
Total	23	2443303	100.00



ii. Voted **against** of the Resolution

Mode of Voting	Number of Members Voted	Number of votes casts by them	% of total number of valid votes cast
Remote E-Voting	0	0	
Voting at AGM by Poll	0	0	
Total	0	0	0.00

iii. Invalid Votes

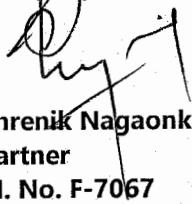
Total Number of Members whose votes were invalid	Total Number of votes casts by them
0	0

Note: Table showing disclosure of voting results on Resolution Nos. **1 to 4** of the Notice of 27th 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**

14) All the Resolutions mentioned in the Annual General Meeting Notice of Annual General Meeting dated 30th July 2018 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.

15) 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 27th 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: 12.09.2018
Place : Kolhapur



Margo Finance Limited

Resolution Required : (Ordinary)

I - To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended 31st March 2018, together with the reports of the Board of Directors and Auditors, thereon.

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	No. of votes Invalid
		[1]	[2]	[3]=([2]/[1])*100	[4]	[5]	[6]=([4]/[2])*100	[7]=([5]/[2])*100	[8]
Promoter and Promoter Group	E-Voting	2440631	2440631	100.0000	2440631	0	100.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		2440631	100.0000	2440631	0	100.0000	0.0000	0
Public Institutions	E-Voting	100	0	0.0000	0	0	0.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		0	0.0000	0	0	0.0000	0.0000	0
Public Non Institutions	E-Voting	2129269	2421	0.1137	2421	0	100.0000	0.0000	0
	Poll		251	0.0118	251	0	100.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		2672	0.1255	2672	0	100.0000	0.0000	0
Total		4570000	2443303	53.4640	2443303	0	100.0000	0.0000	0



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	No. of votes Invalid
		[1]	[2]	[3]=[2]/[1]*100	[4]	[5]	[6]=[4]/[2]*100	[7]=[5]/[2]*100	[8]
Promoter and Promoter Group	E-Voting	2440631	1569416	64.3037	1569416	0	100.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		1569416	64.3037	1569416	0	100.0000	0.0000	0
Public Institutions	E-Voting	100	0	0.0000	0	0	0.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		0	0.0000	0	0	0.0000	0.0000	0
Public Non Institutions	E-Voting	2129269	2421	0.1137	2421	0	100.0000	0.0000	0
	Poll		251	0.0118	251	0	100.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		2672	0.1255	2672	0	100.0000	0.0000	0
Total	Total	4570000	1572088	34.4002	1572088	0	100.0000	0.0000	0



Margo Finance Limited

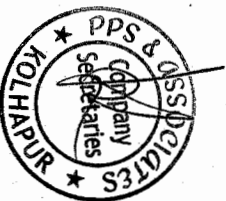
Resolution Required : (Ordinary)

3 - Appointment of Ms. Smita Kulkarni (DIN: 08127803) as a Director (Non-Executive Independent Director) 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	No. of votes Invalid
		[1]	[2]	[3]=([2]/[1])*100	[4]	[5]	[6]=([4]/[2])*100	[7]=([5]/[2])*100	[8]
Promoter and Promoter Group	E-Voting	2440631	2440631	100.0000	2440631	0	100.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		2440631	100.0000	2440631	0	100.0000	0.0000	0
Public Institutions	E-Voting	100	0	0.0000	0	0	0.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		0	0.0000	0	0	0.0000	0.0000	0
Public Non Institutions	E-Voting	2129269	2421	0.1137	2421	0	100.0000	0.0000	0
	Poll		251	0.0118	251	0	100.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		2672	0.1255	2672	0	100.0000	0.0000	0
Total	Total	4570000	2443303	53.4640	2443303	0	100.0000	0.0000	0



Margo Finance Limited

Resolution Required : (Special)

4 - Appointment of Mr. Shri Dass Maheshwari (DIN: 00181615) as a Whole-Time Director-Finance 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		No. of votes Invalid
			[2]	[3]={[2]/[1]}*100				[4]	[5]	
Promoter and Promoter Group	E-Voting	2440631	2440631	100.0000	2440631	0	100.0000	0.0000	0	
	Poll	0	0	0.0000	0	0	0.0000	0.0000	0	
	Postal Ballot	0	0	0.0000	0	0	0.0000	0.0000	0	
	Total		2440631	100.0000	2440631	0	100.0000	0.0000	0	
Public Institutions	E-Voting	100	0	0.0000	0	0	0.0000	0.0000	0	
	Poll	0	0	0.0000	0	0	0.0000	0.0000	0	
	Postal Ballot	0	0	0.0000	0	0	0.0000	0.0000	0	
	Total		0	0.0000	0	0	0.0000	0.0000	0	
Public Non Institutions	E-Voting	2129269	2421	0.1137	2421	0	100.0000	0.0000	0	
	Poll	251	251	0.0118	251	0	100.0000	0.0000	0	
	Postal Ballot	0	0	0.0000	0	0	0.0000	0.0000	0	
	Total		2672	0.1255	2672	0	100.0000	0.0000	0	
Total		4570000	2443303	53.4640	2443303	0	100.0000	0.0000	0	

