



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,
Chairman of the Annual General Meeting,
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 28th (Twenty Eighth) Annual General Meeting of Members of MARGO FINANCE LIMITED held on Tuesday 13th August 2019 at 10.00 A.M Hotel Vrishali Executive, Conference Hall, 3rd 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 28th Annual General Meeting of the members of the Company held on Tuesday 13th August 2019 at 10.00 A.M at Hotel Vrishali Executive, Conference Hall, 3rd 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 28th 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 3 days and commenced on Saturday, 10th August, 2019 at 9.00 a.m. (IST) and ended on Monday, 12th August, 2019 at 5.00 p.m. (IST). At the end of e-voting period at 5.00 P.M (IST) on 12th August 2019 the remote e-voting platform of CDSL was blocked for voting by CDSL.
- 6) At the Venue of 28th Annual General Meeting held on 13th August 2019, 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 6th August 2019 were entitled to vote through remote e-voting and poll paper on the all proposed resolutions set out at Item Nos 1 to 3 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 13th August 2019 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 28th 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, 2019 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	2443135	0	2443135	2443135	100.00	0	0.00
Poll	3	0	3	3	100.00	0	0.00
Total	2443138	0	2443138	2443138	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	19	19	0	0
Poll	3	3	0	0
Total	22	22	0	0

(2) Resolution No. 2 : Ordinary Resolution

To appoint a Director in place of Mr. Shri Dass Maheshwari (DIN: 00181615), 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	2443135	0	2443135	2443135	100.00	0	0.00
Poll	3	0	3	3	100.00	0	0.00
Total	2443138	0	2443138	2443138	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	19	19	0	0
Poll	3	3	0	0
Total	22	22	0	0

SPECIAL BUSINESS:

(3) Resolution No. 3 : Special Resolution

Re-appointment of Mr. Govind Prasad Agrawal a Non-Executive Independent Director 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.	Nos.	Percentage	Nos.	Percentage
E-Voting	2443135	0	2443135	2443135	100.00	0	0
Poll	3	0	3	3	100.00	0	0
Total	2443138	0	2443138	2443138	100.00	0	0

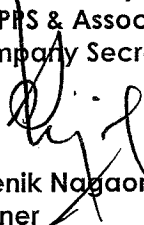
Manner of Voting	Total Number of Members Voted	Number of Members Voted in favour	Number of Members Voted Against	Number of Members whose votes were invalid
E-Voting	19	19	0	0
Poll	3	3	0	0
Total	22	22	0	0



Note: Table showing disclosure of voting results on Resolution Nos. **1 to 3** of the Notice of 28th 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 Notice of Annual General Meeting dated 2nd July 2019 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 28th 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

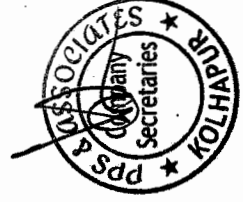

Shrenik Nagaonkar
Partner
M. No. F-7067
CP - 11682
Date: 13.08.2019
Place : Kolhapur



Margo Finance Limited

1 - To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended March 31, 2019, together with the Reports of the Board of Directors and the Auditors thereon

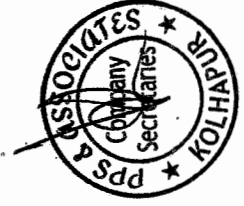
Resolution Required : (Ordinary)		No									
Whether promoter/ promoter group are interested in the agenda/resolution?		No									
Category	Mode of Voting	No. of shares held [1]	No. of votes polled [2]	% of Votes Polled on outstanding shares [3] = {[2]/[1]}*100	No. of Votes – in favour [4]	No. of Votes –Against [5]	% of Votes in favour on votes polled [6] = {[4]/[2]}*100	% of Votes against on votes polled [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	2440631	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	100	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	2504	0.1176	2504	0	100.0000	0.0000			
	Poll		3	0.0001	3	0	100.0000	0.0000			
	Postal Ballot	2129269	0	0.0000	0	0	0.0000	0.0000			
	Total		2507	0.1177	2507	0	100.0000	0.0000			
Total		4570000	2443138	53.4604	2443138	0	100.0000	0.0000			



Margo Finance Limited

2 - To appoint a Director in place of Mr. Shri Dass Maheshwari (DIN: 00181615), who retires by rotation and, being eligible, offer himself for re-appointment.

Resolution Required : (Ordinary)		No									
Whether promoter/ promoter group are interested in the agenda/resolution?		No									
Category	Mode of Voting	No. of shares held [1]	No. of votes polled [2]	% of Votes Polled on outstanding shares [3]={[2]/[1]}*100	No. of Votes – in favour [4]	No. of Votes –Against [5]	% of Votes in favour on votes polled [6]={[4]/[2]}*100	% of Votes against on votes polled [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	2440631	0	0.0000	0	0	0.0000	0.0000			
	Total		2440631	100.0000	2440631	0	100.0000	0.0000			
Public Institutions	E-Voting		0	0.0000	0	0	0.0000	0.0000			
	Poll		0	0.0000	0	0	0.0000	0.0000			
	Postal Ballot	100	0	0.0000	0	0	0.0000	0.0000			
	Total		0	0.0000	0	0	0.0000	0.0000			
Public Non Institutions	E-Voting		2504	0.1176	2504	0	100.0000	0.0000			
	Poll		3	0.0001	3	0	100.0000	0.0000			
	Postal Ballot	2129269	0	0.0000	0	0	0.0000	0.0000			
	Total		2507	0.1177	2507	0	100.0000	0.0000			
Total		4570000	2443138	53.4604	2443138	0	100.0000	0.0000			



Margo Finance Limited

3 - Special Resolution for Re-appointment of Mr. Govind Prasad Agrawal (DIN: 00008429), as an Independent Director of the Company for a second term of five consecutive years w.e.f 23rd August 2019										
Whether promoter/ promoter group are interested in the agenda/resolution? No										
Resolution Required : (Special)										
Category	Mode of Voting	No. of shares held [1]	No. of votes polled [2]	% of Votes Polled on outstanding shares [3]={[2]/[1]}*100	No. of Votes – in favour [4]	No. of Votes –Against [5]	% of Votes in favour on votes polled [6]={[4]/[2]}*100	% of Votes against on votes polled [7]={[5]/[2]}*100		
Promoter and Promoter Group	E-Voting		2440631	100.0000	2440631	0	100.0000	0.0000		
	Poll		0	0.0000	0	0	0.0000	0.0000		
	Postal Ballot	2440631	0	0.0000	0	0	0.0000	0.0000		
	Total		2440631	100.0000	2440631	0	100.0000	0.0000		
Public Institutions	E-Voting		0	0.0000	0	0	0.0000	0.0000		
	Poll		0	0.0000	0	0	0.0000	0.0000		
	Postal Ballot	100	0	0.0000	0	0	0.0000	0.0000		
	Total		0	0.0000	0	0	0.0000	0.0000		
Public Non Institutions	E-Voting		2504	0.1176	2504	0	100.0000	0.0000		
	Poll		3	0.0001	3	0	100.0000	0.0000		
	Postal Ballot	2129269	0	0.0000	0	0	0.0000	0.0000		
	Total		2507	0.1177	2507	0	100.0000	0.0000		
Total		4570000	2443138	53.4604	2443138	0	100.0000	0.0000		

