

AD-MANUM FINANCE LIMITED



Date: 01/10/2019

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To
The General Manager
DSC-CRD
BSE Ltd.
P. J. Tower, Dalal Street, Fort
MUMBAI-400001

BSE CODE: 511359

**SUBJECT: DECLARATION OF REMOTE VOTING AND POLL RESULTS-
COMPLIANCE WITH REGULATION 44 (3) OF SEBI (LODR) REGULATIONS, 2015
IN RELATION TO THE ANNUAL GENERAL MEETING HELD ON 30TH
SEPTEMBER, 2019.**

Dear Sir

With reference to the captioned subject, we are enclosing herewith the details of voting results (remote e-voting and by poll) of the 33rd Annual General Meeting of the Company held on Monday the 30th day of September, 2019 at 11:30 am and concluded at 12:30 am at "Hotel Surya" 5/5, Nath Mandir Road, South Tukoganj, Indore-452001 (MP).

Kindly note that the Chairman has declared the result of voting of the aforesaid Annual General Meeting on 01/10/2019 on the basis of report submitted by the Scrutinizer for remote e-voting and poll for the above mentioned purpose.

The E-voting results are being filed in XBRL mode. We are also enclosing the Scrutinizer Report and request you to please take the same on your records for reference and further needful.

Thanking You

Yours Faithfully,
For, **AD-MANUM FINANCE LTD.**


(DHARMENDRA AGRAWAL)
CHAIRMAN
DIN: 08390936



Encl: As above

CONSOLIDATED SCRUTINIZERS REPORT

*For Remote E-voting and Poll at the
33rd Annual General Meeting
of*

Ad- Manum Finance Ltd.

*held on Monday, the 30th Sept., 2019
at 11.30 A.M. and concluded at 12.30 P.M.
at Hotel Surya, 5/5 Nath Mandir Road, South Tukoganj, Indore
(M.P.) 452001*

ISHAN JAIN & CO.

Company Secretaries

401-402, Silver Ark Plaza, 20/1, New Palasiya, Indore (M.P.) 452001
Email: ishan1619@yahoo.co.in ;cell 09479555060 Phone 0731 4972275

**Ishan Jain**

ACS

30th Sept., 2019

IJ/ADMFL/2019

To,
The Chairman of the Board/
The Chairman of the AGM of
Ad-Manum Finance Ltd.
"Agarwal House" Ground Floor,
5, Yeshwant Colony,
Indore, (M.P.) 452003

Sub: Submission of Consolidated Scrutinizers' Report for Remote E-voting and Poll conducted for the 33rd Annual General Meeting held on 30th Sept., 2019.

Dear Sir,

We refer to our appointment as scrutinizer by the Board of directors of Ad-Manum Finance Ltd. (The Company) by letter dated 6th August, 2019, to Scrutinize the remote e-voting and poll process in a fair and transparent manner as per the provision of section 108 & 109 of the Companies Act, 2013 read with Rule 20 & 21 of the Companies (Management and Administration) Rules, 2014 (the rule) for the 33rd Annual General Meeting (AGM) of the Company held on Monday, the 30th Sept., 2019 at Hotel Surya, 5/5 Nath Mandir Road, South Tukoganj, Indore (M.P.) 452001.

We have carried out the work as Scrutinizer of the 33rd Annual General Meeting commenced at 11.30 A.M. and concluded at 12.30 P.M. on Monday, the 30th Sept., 2019 and we had scrutinized and reviewed the voting through electronic means and poll process and votes tendered therein.

Our responsibility as a scrutinizer for the remote e-voting and poll process is restricted to make a consolidated scrutinizers' report of the votes cast in "**Favour**" or "**Against**" or "**Invalid**" for the matters/resolution stated in the Notice of the 33rd AGM, based on the reports generated in the e-voting system provided by Central Depository Services (India) Limited (CDSL), the authorized agency to provide remote e-voting facility and votes casted through poll process at the AGM.

We herewith submit the consolidated scrutinizer's report on the results of the remote e-voting and poll process along with the relevant listings.

Thanking you

Yours faithfully

For, **ISHAN JAIN & CO.**
COMPANY SECRETARIES


CS ISHAN JAIN
PROPRIETOR

FCS: 9978

CP: 13032

Encl.: a/a



**Consolidated Report of Scrutinizer's**

[Pursuant to Section 108 & 109 of the Companies Act, 2013, Rule 20 & 21 of the Companies (Management and Administration) Rules, 2014]

30th Sept., 2019**IJ/ADMFL/2019**

To,
The Chairman of the Board/
The Chairman of the AGM of
Ad-Manum Finance Ltd.
"Agarwal House" Ground Floor,
5, Yeshwant Colony,
Indore, (M.P.) 452003

Dear Sir,

I, **CS Ishan Jain** proprietor of **M/s. Ishan Jain & Co.**, Company Secretaries Indore, was appointed as scrutinizer for the purpose of scrutinizing the Remote E-voting and poll process of **Ad-Manum Finance Ltd.** (CIN: L52520MP1986PLC003405) in a fair and transparent manner, for the below mentioned resolution(s) as contained in the Notice of the 33rd Annual General Meeting (AGM) of the Company held on Monday, 30th Sept., 2019.

I submit my consolidated report for remote e-voting and poll results as under:

1. The Company had appointed **Central Depository Services (India) Limited (CDSL)** as the agency for providing the remote e-voting process and allotted **EVSN190817005** for the same.
2. The notice convening the AGM was sent (alongwith the Annual Report) to the members as per the information provided by the company.
3. The voting rights were reckoned as on **Monday, 23rd Sept., 2019** being the cut-off date for the purpose of deciding the entitlements of members at the remote e-voting and poll process.
4. As on the cut-off date, there were **1473 (One Thousand Four Hundred Seventy Three)** members holding an aggregate of **75,00,000 (Seventy Five Lakhs)** equity shares of Rs. 10/- each. *Out of them 75 (Seventy Five) members were physically present at the annual general meeting personally including 11 (Eleven) through proxy and there was adequate quorum for all the items of the notice of the meeting.*
5. Disclosure relating to shareholder voted through remote e-voting as well as by poll.
 - a. There were **8 (Eight)** members/proxies holding total **51,96,770 (Fifty One Lakhs Ninety Six Thousand Seven Hundred Seventy)** equity shares, voted by Poll, which were declared as invalid as they have already casted their votes through remote e-voting process.
 - b. **25 (Twenty Five)** members including proxies were present at the meeting but has not casted their votes through poll and remained neutral.
 - c. There was **1 (One)** member who has not signed the attendance sheet but casted his vote and is a member as on cut-off date. Therefore, he is included in the calculations.
6. Remote E-voting was opened from **Friday, 27th Sept., 2019 at 9.00 A.M. [IST]** and ended on **Sunday, 29th Sept., 2019 at 5.00 P.M. [IST]**.
7. The AGM was held on **Monday, 30th Sept., 2019 at Hotel Surya 5/5 Nath Mandir Road, South Tukoganj, Indore (M.P.) 452001 and which was concluded at 12.30 P.M.**
8. **One (1) Empty** Ballot Box used for the poll was displayed on lock in my presence.
9. On the completion of the Poll Process:
 - a. I have opened the ballot box in the presence of Mr. Vipul Jain and Mr. Deepak Patil as the witness who are not in the employment of the company.



- b. I also unblocked the votes casted through remote e-voting in the presence of the above said persons as the witness who are not in the employment of the company.
10. I have scrutinized the votes casted through remote e-voting and in the poll process and validated the same with the list of members as on the cut-off date i.e. 23rd Sept., 2019 provided by Ankit Consultancy Pvt. Ltd. the Registrar and Share Transfer Agent of the Company.
11. The relevant records relating to remote electronic voting shall remain in our safe custody until the Chairman considers and approves the said results of the 33rd AGM and the same shall thereafter be handed over to the Company Secretary for safe keeping.

Consolidated Results of Voting:

Item No.1: Ordinary Resolution: Adoption of the Audited Financial Statements, for the year 2018-19 ended on 31st March, 2019 and Reports of Boards and Auditors thereon.

Particulars	Remote e-votes		Vote by Poll		Total		Percentage
	No.	Votes	No.	Votes	No.	Votes	
Favor	11	65,59,890	37	17,158	48	65,77,048	100%
Against	0	0	1	5	1	5	0%
Total	11	65,59,890	38	17,163	49	65,77,053	100%
Invalid*	0	0	12	51,97,470	12	51,97,470	N.A.

**including 8 Members who have already casted their votes by remote e-voting has also casted vote by poll. Hence treated as invalid and therefore, Rejected.*

Item No.2: Ordinary Resolution: Confirmation of Appointment of Mr. Dharmendra Agrawal (DIN: 08390936) as a Director w.e.f. 30th day of March, 2019 liable to retire by rotation.

Particulars	Remote e-votes		Vote by Poll		Total		Percentage
	No.	Votes	No.	Votes	No.	Votes	
Favor	11	65,59,890	37	17,158	48	65,77,048	100%
Against	0	0	1	5	1	5	0%
Total	11	65,59,890	38	17,163	49	65,77,053	100%
Invalid*	0	0	12	51,97,470	12	51,97,470	N.A.

**including 8 Members who have already casted their votes by remote e-voting has also casted vote by poll. Hence treated as invalid and therefore, Rejected.*

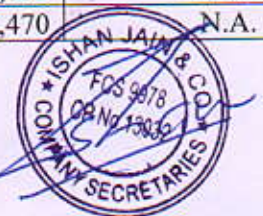
Item No. 3: Ordinary Resolution: Appointment of Mr. Dharmendra Agrawal (DIN: 08390936) as a Whole-Time-Director and Chief Executive Officer (KMP) of the Company from 30th March, 2019 to 31st March, 2020.

Particulars	Remote e-votes		Vote by Poll		Total		Percentage
	No.	Votes	No.	Votes	No.	Votes	
Favor	11	65,59,890	37	17,158	48	65,77,048	100%
Against	0	0	1	5	1	5	0%
Total	11	65,59,890	38	17,163	49	65,77,053	100%
Invalid*	0	0	12	51,97,470	12	51,97,470	N.A.

**including 8 Members who have already casted their votes by remote e-voting has also casted vote by poll. Hence treated as invalid and therefore, Rejected.*

Item No. 4: Ordinary Resolution: Appointment of Ms. Priyanka Jha (DIN 07347415), in the category of Independent Women Director of the Company for a term of five (5) years w.e.f. 30th March, 2019 to 29th March, 2024.

Particulars	Remote e-votes		Vote by Poll		Total		Percentage
	No.	Votes	No.	Votes	No.	Votes	
Favor	11	65,59,890	37	17,158	48	65,77,048	100%
Against	0	0	1	5	1	5	0%
Total	11	65,59,890	38	17,163	49	65,77,053	100%
Invalid*	0	0	12	51,97,470	12	51,97,470	N.A.



**including 8 Members who have already casted their votes by remote e-voting has also casted vote by poll. Hence treated as invalid and therefore, Rejected.*

Item No.5: Ordinary Resolution: Authority to give donation in excess of prescribed limit as mentioned in section 181 of the Companies Act, 2013, subject to maximum of Rs. 200 Lakhs.

Particulars	Remote e-votes		Vote by Poll		Total		Percentage
	No.	Votes	No.	Votes	No.	Votes	
Favor	10	65,59,790	36	17,058	46	65,76,848	100%
Against	1	100	2	105	3	205	0%
Total	11	65,59,890	38	17,163	49	65,77,053	100%
Invalid*	0	0	12	51,97,470	12	51,97,470	N.A.

**including 8 Members who have already casted their votes by remote e-voting has also casted vote by poll. Hence treated as invalid and therefore, Rejected.*

Item No. 6: Special Resolution: Alteration of Clause III (B) of the Memorandum of Association of Company by insertion of the new Clause 51.1 after the existing Clause III(B) 51.

Particulars	Remote e-votes		Vote by Poll		Total		Percentage
	No.	Votes	No.	Votes	No.	Votes	
Favor	11	65,59,890	37	17,158	48	65,77,048	100%
Against	0	0	1	5	1	5	0%
Total	11	65,59,890	38	17,163	49	65,77,053	100%
Invalid*	0	0	12	51,97,470	12	51,97,470	N.A.

**including 8 Members who have already casted their votes by remote e-voting has also casted vote by poll. Hence treated as invalid and therefore, Rejected.*

For, ISHAN JAIN & CO.
COMPANY SECRETARIES

CS ISHAN JAIN
PROPRIETOR
FCS:9978
CP:13032
Place: Indore
Date: 30/09/2019



We the undersigned witnessed that the votes were unblocked/finalized from the e-voting website of Central Depository Services (India) Limited (www.evotingindia.com) (CDSL) and the polling boxes were opened after the conclusion of the 33rd Annual General Meeting of the Company in our presence on 30th Sept., 2019 at the office of the Scrutinizer.


MR. VIPUL JAIN


MR. DEEPAK PATIL