

AD-MANUM FINANCE LIMITED



Date: 29/09/2018

To online filing: listing.bseindia.com
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 28TH
SEPTEMBER, 2018.**

Dear Sir

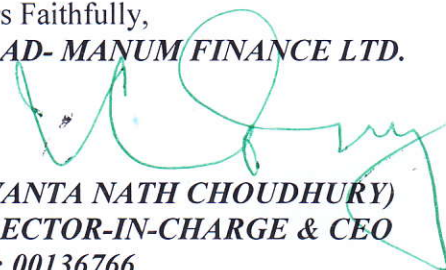
With reference to the captioned subject, we are enclosing herewith the details of voting results (remote e-voting and by poll) of the 32nd Annual General Meeting of the Company held on Friday the 28th day of September, 2018 at 11:00 am and concluded at 11:30 am at Hotel Surya 5/5, Nath Mandir Road, South Tukoganj, Indore-452001 (MP) .

Kindly note that the Chairman has declared the result of voting of the aforesaid Annual General Meeting on 29/09/2018 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.


**(JAYANTA NATH CHOUDHURY)
DIRECTOR-IN-CHARGE & CEO
DIN: 00136766**



Encl: As above

CONSOLIDATED SCRUTINIZERS' REPORT

*For Consolidated Results of Remote E-voting and Poll at the
32ND Annual General Meeting
of*

Ad- Manum Finance Ltd.

held on Friday, the 28th Sept., 2018

at 11.00 A.M. and concluded at 11.30 A.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

**IJ/ADMFL/2018****29th Sept., 2018**

To,
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 32nd Annual General Meeting held on 28th Sept., 2018.

Dear Sir,

We refer to our appointment as scrutinizer by the Board of directors of Ad-Manum Finance Ltd. (The Company) by letter dated 31st July, 2018, 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 31st Annual General Meeting (AGM) of the Company held on Friday, the 28th Sept., 2018 at Hotel Surya, 5/5 Nath Mandir Road, South Tukoganj, Indore (M.P.) 452001.

We have carried out the work as Scrutinizer of the 32nd Annual General Meeting commenced at 11.00 A.M. and concluded at 11.30 A.M. on Friday, the 28th Sept., 2018 and we had scrutinized and reviewed the voting through electronic means and polls 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 32nd 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
ACS: 29444, 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]

IJ/ADMFL/2018**28th Sept., 2018**

To,
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 32nd Annual General Meeting (AGM) of the Company held on Friday, 28th Sept., 2018.

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 EVSN 180813025 for the same.
 2. The notice convening the AGM was sent by electronic or physical mode (along with the Annual Report) to the members as may be required as per the information provided by the company and/or the Share Transfer Agent and the notice published in the newspaper.
 3. The voting rights were reckoned as on **Friday, 21st Sept., 2018** 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 **1600 (One Thousand Six Hundred)** members holding an aggregate of **75,00,000 (Seventy Five Lakhs)** equity shares of Rs. 10/- each. *Out of them 64 (Sixty Four) members were physically present at the annual general meeting personally including through 12 (Twelve) 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. **14 (Fourteen)** members/proxies holding **1,296 (Twelve Thousand Four Hundred Nine)** shares were present at the meeting but has not casted their votes through poll and remained neutral.
 - c. **3 (Three)** person who was not a shareholder as on the cut-off date was physically present in the meeting, Their presence was not counted for any calculations.
- There were **8 (Eight)** members whose signature is mismatched due to which they are not counted in any calculations.



- e. There was 1 (One) member who has signed the attendance sheet but not casted her vote and was not a members as on the record date and hence not calculated in any calculations.
6. Remote E-voting was opened from Tuesday, 25th Sept., 2018 at 9.00 A.M. [IST] and ended on Thursday, 27th Sept., 2018 at 5.00 P.M. [IST].
7. The AGM was held on Friday, 28th Sept., 2018 at Hotel Surya 5/5 Nath Mandir Road, South Tukoganj, Indore (M.P.) 452001 and which was concluded at 11.30 A.M.
8. One 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 Ms. Ayushi Jain and Ms. Pracheta Upadhyay 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. 21st Sept., 2018 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 32nd 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: Approval of the Audited Financial Statements, for the year 2017-18 ended on 31st March, 2018 and Reports of Boards and Auditors thereon.

Particulars	Remote e-votes		Vote by Poll		Total		Percentage
	No.	Votes	No.	Votes	No.	Votes	
Favor	10	51,96,970	40	13,85,403	50	65,82,373	100.00%
Against	0	0	0	0	0	0	0.00%
Invalid*	0	0	9	51,96,870	9	51,96,870	Nil

* 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: Ratify the appointment of M/s SAP JAIN & Associates, Chartered Accountants (F.R. No. 019356C) as the Statutory Auditors for the year 2017-18 and to fix their remuneration and also to dispense of the requirement of ratification upto remaining term of appointment as per the amendment made in Section 139 of the Companies Act, 2013.

Particulars	Remote e-votes		Vote by Poll		Total		Percentage
	No.	Votes	No.	Votes	No.	Votes	
Favor	10	51,96,970	41	13,85,503	51	65,82,473	100.00%
Against	0	0	0	0	0	0	0.00%
Invalid*	0	0	8	51,96,770	8	51,96,770	Nil

* 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: Special Resolution: Re-Appointment of Mr. J. N. Choudhary (DIN 00136766) as the Whole Time Director and Designated as Director in Charge and CEO of the company for a period of 1 year w.e.f. 1/10/18.

Particulars	Remote e-votes		Vote by Poll		Total		Percentage
	No.	Votes	No.	Votes	No.	Votes	
Favor	10	51,96,970	41	13,85,503	51	65,82,473	100.00%
Against	0	0	0	0	0	0	0.00%
Invalid*	0	0	8	51,96,770	8	51,96,770	Nil

* 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: Special Resolution: Re-Appointment of Mrs. Dolly Choudhary (DIN 06935952) as the Whole Time Director of the company for a period of 1 year w.e.f. 31/07/18.

Particulars	Remote e-votes		Vote by Poll		Total		Percentage
	No.	Votes	No.	Votes	No.	Votes	
Favor	10	51,96,970	41	13,85,503	51	65,82,473	100.00%
Against	0	0	0	0	0	0	0.00%
Invalid*	0	0	8	51,96,770	8	51,96,770	Nil

* 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.

Particulars	Remote e-votes		Vote by Poll		Total		Percentage
	No.	Votes	No.	Votes	No.	Votes	
Favor	9	51,96,870	39	13,85,378	48	65,82,248	99.99%
Against	1	100	2	125	3	225	0.01%
Invalid*	0	0	8	51,96,770	8	51,96,770	Nil

* 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: Re-appointment of CA Asseem Trivedi (DIN 01244851) as an Independent Director for a further period of 5 consecutive years w.e.f 1st April, 2019 to 31st March, 2024 and will not be liable to retire by rotation.

Particulars	Remote e-votes		Vote by Poll		Total		Percentage
	No.	Votes	No.	Votes	No.	Votes	
Favor	10	51,96,970	41	13,85,503	51	65,82,473	100.00%
Against	0	0	0	0	0	0	0.00%
Invalid*	0	0	8	51,96,770	8	51,96,770	Nil

* 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. 7: Special Resolution: Re-appointment of CA Vishnu Gupta (DIN 01416704) as an Independent Director for a further period of 5 consecutive years w.e.f 1st April, 2019 to 31st March, 2024 and will not be liable to retire by rotation.

Particulars	Remote e-votes		Vote by Poll		Total		Percentage
	No.	Votes	No.	Votes	No.	Votes	
Favor	10	51,96,970	41	13,85,503	51	65,82,473	100.00%
Against	0	0	0	0	0	0	0.00%
Invalid*	0	0	8	51,96,770	8	51,96,770	Nil



Item No. 8: Special Resolution: Re-appointment of Mr. Devce Prasad Kori (DIN 00045069) as an Independent Director for a further period of 5 consecutive years w.e.f 1st April, 2019 to 31st March, 2024 and will not be liable to retire by rotation.

Particulars	Remote e-votes		Vote by Poll		Total		Percentage
	No.	Votes	No.	Votes	No.	Votes	
Favor	10	51,96,970	41	13,85,503	51	65,82,473	100.00%
Against	0	0	0	0	0	0	0.00%
Invalid*	0	0	8	51,96,770	8	51,96,770	Nil

For, ISHAN JAIN & CO.
COMPANY SECRETARIES

CS ISHAN JAIN
PROPRIETOR
ACS: 29444
CP: 3032
Place: Indore
Date: 29/09/2018



We the undersigned witnessed that the votes were unblocked/finalised 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 32nd Annual General Meeting of the Company in our presence on 28th Sept., 2018 at the office of the Scrutinizer.


MS. AYUSHI JAIN


MS. PRACHETA UPADHYAY