

Dept of Corporate Services (CRD) BSE Limited Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai- 400001

Scrip Code: 530577

Dear Sir(s),

Sub: Outcome of the 25<sup>th</sup> Annual General Meeting (AGM) and Voting Results of the Company

With reference to the above, please note that the 25<sup>th</sup> Annual General Meeting (AGM) of the Company was held on Saturday, 22<sup>nd</sup> September 2018 at 11.00 a.m. at Hotel Mirage, International Airport Approach Road, Marol, Andheri (East), Mumbai – 400 059 and the business mentioned in the Notice dated 27<sup>th</sup> August 2018 were transacted.

In this regard please find enclosed the following:

- Summary of proceedings as required under Regulation 30, Para A of Part A of Schedule -III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as Annexure - I.
- 2. Voting results as required under Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 as Annexure II.
- 3. Report of Scrutinizer dated 22<sup>nd</sup> September 2018, pursuant to Section 108 of the Companies Act, 2013 and Rule 20(4) (xii) of the Companies (Management and Administration) Rules, 2014.
- 4. Annual Report for the financial year 2017-18 as required under Regulation 34 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 duly approved and adopted by the members as per the provisions of the Companies Act, 2013.

The above said information/documents related to the 25<sup>th</sup> Annual General Meeting ('AGM') is available on the company's website www.ladderup.com.

Please take the same on records and acknowledge the receipt.

Thanking You,

Yours Faithfully,

For Ladderup Finance Limite

Arnina lain

Company Secretary and Compliance Officer

Mem. No.: A54162

Encl: a/a

Place: Mumbai

Date: 22<sup>nd</sup> September 2018

Ladderup Finance Limited

Redg: & Corp. Office: 102 - A, 1st Floor, Hallmark Business Plaza, Sant Dyaneshwar Marg,

Near Gurunanak Hospital Road, Bandra (East), Mumbai - 400 051. Tel.: 91-22-4033 6363, Fax: 91-22-4033 6364,

E-Mail: info@ladderup.com Website: www.ladderup.com CIN: L67120MH1993PLC074278



PROCEEDING OF THE 25<sup>TH</sup> ANNUAL GENERAL MEEETING OF THE LADDERUP FINANCE LIMITED HELD ON SATURDAY, 22<sup>ND</sup> SEPTEMBER 2018 COMMENCED AT 11:00 A.M. CONCLUDED AT 12:30 P.M. AT HOTEL MIRAGE, INTERNATIONAL AIRPORT APPROACH ROAD, MAROL, ANDHERI (EAST), MUMBAI 400 059

#### 1. Chairman:

Mr. K.V.S Shyamsunder took the chair and then the meeting commenced under his Chairmanship.

#### 2. Quorum:

After ascertaining the quorum required for the meeting was present, the Chairman called the meeting duly constituted and ordered to proceed.

#### 3. Chairman's Statement:

The Chairman extended a warm welcome to the shareholders, members of the Board of Directors and other invitees present at the 25<sup>th</sup> Annual General Meeting of the Company. He then stated that the Register of Directors and Key Managerial Personnel and their Shareholding u/s 170 of the Companies Act, 2013 and other records and documents mention in the notice of the Annual General Meeting and explanatory statement u/s 102 of the Companies Act, 2013 were available for the inspection by the shareholders during the continuation of the meeting.

With the consent of the shareholders present, the Chairman took the Notice convening the 25<sup>th</sup> Annual General Meeting, Explanatory Statement u/s 102 of the Companies Act, 2013 and the Annual Report for the financial year ended 31<sup>st</sup> March 2018, having already been circulated to the members, as read.

The chairman than requested Mr. Sunil Goyal, Managing Director of the Company to give a brief view about the financial performance of the Company, Economic and Industrial Overview and future prospectus of the Company.

# 4. Auditors Report:

The Company Secretary read out the report of the Statutory Auditors M/s. Shah Gupta & Co., Chartered Accountants having firm registration no. 109574W to the Shareholders of the Company for the financial year ended 31st March 2018

#### 5. Consideration of Agenda Items and decision thereon:

The Company Secretary informed the shareholders that since their Company listed it was compulsorily required to provide e-voting facility to the shareholders in terms of provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules 2014 as substituted by the Companies (Management and Administration) Amendment Rules, 2015 ('Amended Rules 2015') and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Ladderup Finance Limited

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She stated that as per the applicable provisions of the Companies Act, 2013 and Rules made thereunder, the Company had provided remote e-voting facility to its shareholders to exercise their vote through e-voting platform NSDL. The process of e-voting started on Wednesday, 19<sup>th</sup> September 2018 which was open for 3 days and the same was concluded on Friday 21<sup>st</sup> September 2018. She drew attention of the members that at the end of discussion on the resolutions on which voting is to be held members and proxies, who are present at the meeting but have not cast their votes by availing the remote e-voting facility, can exercise their vote by use of Ballot Paper, which were distributed to the members and proxies present at the meeting. She further stated that after discussion on the agenda items as set out in the Notice of the 25<sup>th</sup> Annual General Meeting, the Scrulinizer will conduct the Ballot Paper voting process and consequently, normal practice of voting of show of hands was not applicable.

She further informed the shareholders that the Board of Director of the Company had appointed Mrs. Priti Jajodia, Practicing Company Secretary, as scrutinizer to Scrutinize the e-voting and poll process, the scrutinizer has submitted her report on e-voting and poll process carried out by the shareholders to her containing requisite detail of voting.

The following items as set out in the Notice convening the AGM were transacted at the meeting:

Sr. No.	Particulars	Resolution required (Ordinary/Special)
1.	Adoption of the Audited Financial Statements including Consolidated Financial Statements of the Company for the financial year ended 31 <sup>st</sup> March 2018, the Reports of the Board of Directors and Auditors thereon.	Ordinary
2.	Appointment of a Director in place of Mr. Manoj Singrodia (DIN: 01501529), who retires by rotation and, being eligible, offer himself for reappointment.	Ordinary
3.	Re-appointment of Mr. Sunil Goyal as a Managing Director of the Company for a term of five years.	Special
4.	Appointment of Mr. Saurabh Sarayan as a Non- Executive Director	Ordinary
5.	Approval for continuation of current term of Mr. KVS Shyamsunder, Independent Director;	Special
6.	Appointment of Mr. Mohan Tanksale as an Independent Director;	Ordinary
7.	Appointment of Mr. Harsha Saksena as an Independent Director;	Ordinary
8.	Approval of Borrowing Limit;	Special
9.	Creation of charges on the Assets of the Company;	Special

Ladderup Finance Limited

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The Company Secretary then invited the Shareholders to give their comments and seek any clarification about the affairs of the Company and the agenda item of the meeting. The shareholders generally complimented the management about the good performance, initiatives undertaken and sought some clarifications mainly on operation of the Company, new initiatives, future plans etc. The Managing Director answered all the questions and clarifications sought by the shareholders to their complete satisfaction.

The Chairman then concluded the meeting with the vote of thanks. The Chairman informed that the result will be announced within permitted time on receipt of Scrutinizer's report.

Please take the same on records.

Thanking You,

Yours Faithfully,

For Ladderup Finance Limited

Arpita Jain

Company Secretary and Compliance Officer

Mem. No.: A54162

Place: Mumbai

Date: 22<sup>nd</sup> September 2018

# Annexure- II Ladderup Finance Limited- 25<sup>th</sup> Annual General Meeting (AGM) Voting Results

Day and Date of Annual General Meeting (AGM)	Saturday, 22 <sup>nd</sup> September 2018
Total number of Shareholder as on cut-off date i.e.	819
15 <sup>th</sup> September 2018	
Total No. shareholders present in meeting either in	29
person or through proxy:	
Promoter and Promoter Group:	10
Public:	19
No. shareholders attended the meeting through	
Video Conferencing:	No arrangement was made for Video
Promoter and Promoter Group:	Conferencing
Public:	



Resolution No. 1: Consider and adopt the Audited Financial Statements including Consolidated Financial Statements of the Company for the Financial Year ended 31st March 2018, the reports of the Board of Directors and Auditors thereon

Resolution re	quired:					(	Ordinary	
Whether pror	noter/promoter group	are interested in	the agenda/re	solution?			No	
Category	Modeof Voting	No. of shares held	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	E-voting	6,899,294	6,899,294	100.00	6,899,294	0	100	0
and	Poll		0	0	0	0	0	0
Promoter	Postal Ballot (Not applicable)		0	0.00	0	0	0.00	0
group	Total	6,899,294	6,899,294	100	6,899,294	0	100	0
	E-voting	0	0	0	0	0	0	0
Public-	Poll		0	0	0	0	0	0
Institutions	Postal Ballot (Not applicable)		0	0	0	0	0	0
	Total	0	0	0	0	0	0	0
	E-voting		398	0.07	398	0	100	
Public- Non Institutions	Poll	E0E3306	140	0.01	140	0	L00	0
	Postal Ballot (Not applicable)	5953306	0	0	0	0	0	0
	Total	5953306	538	0.09	538	0	LOO	0
Total		12852600	6899832	53.68	6899832	0	1.00	0



Resolution No. 2: Appointment of a Director in place of Mr. Manoj Singrodia (DIN: 01501529), who retires by rotation and, being eligible, offers himself for re-appointment.

Resolution red	quired:					C	Ordinary	
Whether pror	noter/promoter group	are interested in	the agenda/re	solution?			Yes	
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	6,899,294	6,899,294	100.00	6,899,294	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (Not applicable)  Total		0 6,899,294	0.00	0 6,899,294	0	0.00 <b>100</b>	0
		6,899,294		0	0,899,294	0	0	0
Public-	E-voting Poll	0	0	0	0	0	0	0
Institutions	Postal Ballot (Not applicable)		0	0	0	0	0	0
	Total	0	0	0	0	0	0	0
	E-voting		398	0.07	398	0	100	
Public- Non	Poil	E0E3306	140	0.01	140	0	100	0
Institutions	Postal Ballot (Not applicable)	5953306	0	0	0	0	0	0
Γotal	Total	5953306 12852600	538 6899832	0.09 53.68	538 6899832	0	100	0



# Resolution No. 3: Re-appointment of Mr. Sunil Goyal as a Managing Director of the Company

Resolution re	quired:						Special	
Whether pror	noter/promoter group	are interested in	the agenda/re	esolution?			Yes	
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]
Duamatau	E-voting	6,899,294	6,899,294	100.00	6,899,294	0	100	0
Promoter	Poll		0	0	0	0	0	0
and Promoter	Postal Ballot (Not applicable)		0	0.00	0	0	0.00	0
group	Total	6,899,294	6,899,294	100	6,899,294	0	100	0
	E-voting	0	0	0	0	0	0	0
Public-	Poll		0	0	0	0	0	0
Institutions	Postal Ballot (Not applicable)		0	0	0	0	0	0
	Total	0	0	0	0	0	0	0
	E-voting		398	0.07	398	0	100	
Public- Non Institutions	Poll	5053306	140	0.01	140	0	100	0
	Postal Ballot (Not applicable)	5953306	0	0	0	0	0	0
	Total	5953306	538	0.09	538	0	100	0
Total		12852600	6899832	53.68	6899832	0	100	0



# Resolution No. 4: Appointment of Mr. Saurabh Sarayan as a Non-Executive Director

Resolution re	quired:					C	Ordinary	
Whether pror	moter/promoter group	are interested in	the agenda/re	solution?			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	E-voting	6,899,294	6,899,294	100.00	6,899,294	0	100	0
and	Poll		0	0	0	0	0	0
Promoter	Postal Ballot (Not applicable)		0	0.00	0	0	0.00	0
group	Total	6,899,294	6,899,294	100	6,899,294	0	100	0
	E-voting	0	0	0	0	0	0	0
Public-	Poll		0	0	0	0	0	0
Institutions	Postal Ballot (Not applicable)		0	0	0	0	0	0
	Total	0	0	0	0	0	0	0
	E-voting		398	0.07	398	0	100	
Public- Non Institutions	Poll	5953306	140	0.01	140	0	100	0
	Postal Ballot (Not applicable)	5955306	0	0	0	0	0	0
	Total	5953306	538	0.09	538	0	100	0
Γotal		12852600	6899832	53.68	6899832	0	100	0



# Resolution No. 5: Approval of continuation of current term of Mr. KVS Shyamsunder, Independent Director

Resolution re	quired:						Sp∋cial	
Whether pror	moter/promoter group	are interested in	the agenda/re	esolution?			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)= [14/2)*100]	% of votes against on votes polled (7)= [(5/2)*100]
Desertes	E-voting	6,899,294	6,899,294	100.00	6,899,294	0	100	0
Promoter and	Poll		0	0	0	0	0	0
Promoter group	Postal Ballot (Not applicable)		0	0.00	0	0	0.00	0
8.00	Total	6,899,294	6,899,294	100	6,899,294	0	100	0
	E-voting	0	0	0	0	0	0	0
Public-	Poll		0	0	0	0	0	0
Institutions	Postal Ballot (Not applicable)		0	0	0	0	0	0
	Total	0	0	0	0	0	0	0
	E-voting		398	0.07	398	0	100	
Public- Non	Poll	5953306	140	0.01	140	0	100	0
Institutions	Postal Ballot (Not applicable)	5953306	0	0	0	0	0	0
	Total	5953306	538	0.09	538	0	100	0
Total		12852600	6899832	53.68	6899832	0	100	0



# Resolution No. 6: Appointment of Mr. Mohan Tanksale as an Independent Director

Resolution re	quired:					(	Ordinary	
Whether pror	noter /promoter group	are interested in	the agenda /r	esolution?			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	E-voting		6,899,294	100.00	6,899,294	0	100	0
and	Poll	6,899,294	0	0	0	0	0	0
Promoter group	Postal Ballot (Not applicable)	6,899,294	0	0.00	0	0	0.00	0
	Total	0,099,294	6,899,294 0	0	6,899,294	0	<b>100</b>	0
Public-	E-voting Poll	0	0	0	0	0	0	0
Institutions	Postal Ballot (Not applicable)		0	0	0	0	0	0
	Total	0	0	0	0	0	0	0
	E-voting		398	0.07	398	0	100	
Public- Non	Poll	5953306	140	0.01	140	0	100	0
Institutions	Postal Ballot (Not applicable)	333306	0	0	0	0	0	0
	Total	5953306	538	0.09	538	0	100	0
Total		12852600	6899832	53.68	6899832	0	100	0



# Resolution No. 7: Appointment of Mr. Harsha Saksena as an Independent Director

Resolution re	quired:				Ordinary				
Whether pror	noter/promoter group	are interested in	the agenda /re	solution?			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]	
_	E-voting	6,899,294	6,899,294	100.00	6,899,294	0	100	0	
Promoter	Poll		0	0	0	0	0	0	
and Promoter group	Postal Ballot (Not applicable)		0	0.00	0	0	0.00	0	
Bromb	Total	6,899,294	6,899,294	100	6,899,294	0	100	0	
	E-voting	0	0	0	0	0	0	0	
Public-	Poll		0	0	0	0	0	0	
Institutions	Postal Ballot (Not applicable)		0	0	0	0	0	0	
	Total	0	0	0	0	0	0	0	
	E-voting		398	0.07	398	0	100		
Public- Non Institutions	Poll	5953306	140	0.01	140	0	100	0	
	Postal Ballot (Not applicable)	5953306	0	0	0	0	0	0	
	Total	5953306	538	0.09	538	0	100	0	
Total		12852600	6899832	53.68	6899832	0	100	0	



# Resolution No. 8: Approval of Borrowing Limit

Resolution re	quired:				Special				
Whether pror	moter/promoter group	are interested in	the agenda/re	esolution?			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	E-voting	6,899,294	6,899,294	100.00	6,899,294	0	100	0	
and	Poll		0	0	0	0	0	0	
Promoter group	Postal Ballot (Not applicable)		0	0.00	0	0	0.00	0	
Віопр	Total	6,899,294	6,899,294	100	6,899,294	0	100	0	
	E-voting	0	0	0	0	0	0	0	
Public-	Poll		0	0	0	0	0	0	
Institutions	Postal Ballot (Not applicable)		0	0	0	0	0	0	
	Total	0	0	0	0	0	0	0	
	E-voting		398	0.07	398	0	100		
Public- Non Institutions	Poll	E0E3306	140	0.01	140	0	100	0	
	Postal Ballot (Not applicable)	5953306	0	0	0	0	0	0	
	Total	5953306	538	0.09	538	0	100	0	
otal		12852600	6899832	53.68	6899832	0	100	0	



# Resolution No. 9: Creation of charges on the assets of the Company

Resolution re	quired:						Special	
Whether pro	moter/promoter group	are interested in	the agenda/re	esolution?			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	E-voting	6,899,294 6,899,294	6,899,294	100.00	6,899,294	0	100	0
	Poll		0	0	0	0	0	0
and Promoter group	Postal Ballot (Not applicable)  Total		0 6,899,294	0.00	0 6,899,294	0	0.00	0
	E-voting	0	0	0	0	0	0	0
Duk!!	Poll		0	0	0	0	0	0
Public- Institutions	Postal Ballot (Not applicable)		0	0	0	0	0	0
	Total	0	0	0	0	0	0	0
	E-voting		398	0.07	398	0	100	
Public- Non	Poll	5953306	140	0.01	140	0	100	0
Institutions	Postal Ballot (Not applicable)	5953306	0	0	0	0	0	0
	Total	5953306	538	0.09	538	0	100	0
Γotal		12852600	6899832	53.68	6899832	0	100	0



OFFICE NO. 30, LAXMI NIWAS, 2ND PANIRAPOLE LANE, C.P. TANK, MUMBAI - 400 004. EMAIL: jajodiaassociate@gmail.com • Telephone No.: 022-22426755/7074

# COMBINED SCRUTINIZERS' REPORT

ON

REMOTE E-VOTING AND POLL

CONDUCTED AT THE 25<sup>TH</sup> ANNUAL GENERAL MEETING OF

LADDERUP FINANCE LIMITED

HELD ON 22<sup>ND</sup> SEPTEMBER 2018

OFFICE NO. 30, LAXMI NIWAS, 2ND PANIRAPOLE LANE, C.P. TANK, MUMBAI - 400 004. EMAIL: jajodiaassociate@gmail.com • Telephone No.: 022-22426755/7074

#### Report of the Scrutinizers

[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20(4)(xii) and 21(2) of the Companies (Management and Administration) Rules, 2014]

To,

The Chairman,

Of 25<sup>th</sup>Annual General Meeting of the Equity Shareholders of Ladderup Finance Limited held on Saturday, 22<sup>nd</sup> day of September 2018 at 11.00 a.m. at Hotel Mirage, International Airport Approach Road, Marol, Andheri (East), Mumbai – 400 059.

#### Dear Sir.

- I, PritiJajodia of Jajodia and Associates, Practicing Company Secretaries, Mumbaiappointed as Scrutinizerfor the purpose of Scrutinizing both remote e-voting and Physical Voting by Ballot papers under the provisions of Section 108 of the Companies Act, 2013 read with rule 20 & 21 of the Companies (Management and Administration) Rules, 2014 and in accordance with Regulation 44 of the Securities and Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulations, 2015 and voting by use of ballot at the venue of the Annual General Meeting on the resolutions contained in the Notice calling the 25<sup>th</sup> Annual General Meeting of the Ladderup Finance Limited (CIN: L67120MH1993PLC074278 ) ("the Company") held on 22<sup>nd</sup> September 2018 at 11.00 a.m. at Hotel Mirage, International Airport Approach Road, Marol, Andherl (East), Mumbai 400 059, submit my report as under:
  - a) The Compliance with the provisions of the Companies Act, 2013 and the Rules made thereunder relating to remote E-Voting and voting by using ballots by the shareholders on the resolutions proposed in the Notice calling the 25<sup>th</sup> Annual General Meeting of the Company is the responsibility of the management. Our responsibility as scrutinizer is to ensure that the voting process is conducted in a fair and transparent manner, and render a consolidated scrutinizer's report on the voting to the chairman on the resolutions based on the reports generated from the electronic voting system by the National Securities Depository Limited (NSOL) and the reports generated electronically by Registrar and Transfer Agents, Sharex Dynamic (India) Private Limited for voting by use of ballots at the meeting.
  - b) The remote e-voting concluded on 21"September 2018 at 5.00 p.m.



OFFICE NO. 30, LAXMI NIWAS, 2ND PANJRAPOLE LANE, C.P. TANK, MUMBAI - 400 004.

EMAIL: jajodiaassociate@gmail.com • Telephone No.: 022-22426755/7074

- c) At the 25<sup>th</sup> Annual General Meeting of the Company held on 22<sup>nd</sup> September 2018, the Chairman at the end of the discussions on the resolution(s) announced the voting by use of ballots to facilitate the members present in the meeting who could not participate in the remote e-voting to record their votes.
- d) I have issued scrutinizer's report separately on the remote e-voting and voting by use of ballots at the meeting and I hereby submit a consolidated scrutinizer's report pursuant to rule 20 (4) (xil) on the resolutions contained in the Notice of the 25th Annual General Meeting.
- e) The consolidated result of the voting is as under:

#### A. RESOLUTION NO. 1- ORDINARY RESOLUTION:

To consider and adopt the Audited Financial Statements including Consolidated Financial Statements for the financial year ended 31<sup>st</sup> March 2018, the Report of Board of Directors and Auditors thereon.

#### (I) Voted in favour of the resolution:

Particulars of Voting	Number of members voted	Number of votes cast by them	% total number of valid votes cast
Remote E-voting	20	6899692	99.99
Voting by poll at the AGM Venue	18	140	0.01
Total	38	6899832	100

#### (II) Voted against the resolution:

Particulars of Voting	Number of members voted	Number of votes cast by them	% total number of valid votes cast
Remote E-voting	0	0	0
Voting by poll at the AGM Venue	0	0	0
Total	Ō	0	0

#### (III) Invalid/abstain Votes:

Particulars of Voting	Number of members voted	Number of votes cast by them	% total number of invalid votes cast
Remote E-voting	0	O.	0
Voting by poll at the AGM Venue	1	10	100
Total	1	10	100



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## B. RESOLUTION NO. 2: ORDINARY RESOLUTION

Appointment of Director in place of Mr. ManojSingrodia, who retires by rotation and being eligible offers himself for re-appointment.

#### (I) Voted in favour of the resolution:

Particulars of Voting	Number of members voted	Number of votes cast by them	% total number of valid votes cast
Remote E-voting	20	6899692	99.99
Voting by poll at the AGM Venue	18	140	0.01
Total	38	6899832	100

#### (II) Voted in against of the resolution:

Particulars of Voting	Number of members voted	Number of votes cast by them	% total number of valid votes cast
Remote E-voting	0	0	0
Voting by poll at the AGM Venue	0	0	0
Total	O	0	Q

Particulars of Voting	Number of members voted	Number of votes cast by them	% total number of Invalid votes cast
Remote E-voting	O	0	0
Voting by poll at the AGM Venue	1	10	100
Total	1	10	100



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## C. RESOLUTION NO. 3: SPECIAL RESOLUTION

Re-appointment of Mr. Sunii Goyal as a Managing Director of the Company

# (I) Voted in favour of the resolution:

Particulars of Voting	Number of members voted	Number of votes cast by them	% total number of valid votes cast
Remote E-voting	20	6899692	99.99
Voting by poll at the AGM Venue	18	140	0.01
Total	38	6899832	100

## (II) Voted against the resolution:

Particulars of Voting	Number of members voted	Number of votes cast by them	% total number of valid votes cast
Remote E-voting	0	0	0
Voting by poll at the AGM Venue	0	O	0
Total	0	0	0

Particulars of Voting	Number of members voted	Number of votes cast by them	% total number of Invalid votes cast
Remote E-voting	D	0	Q
Voting by poll at the AGM Venue	1	10	100
Total	1	10	100



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# D. RESOLUTION NO. 4: ORDINARY RESOLUTION

Appointment of Mr. Saurabh Sarayan as a Non-Executive Director

#### (I) Voted in favour of the resolution:

Particulars of Voting	Number of members voted	Number of votes cast by them	% total number of valid votes cast
Remote E-voting	20	6899692	99.99
Voting by poll at the AGM Venue	18	140	0.01
Total	38	6899832	100

#### (II) Voted against the resolution:

Particulars of Voting	Number of members voted	Number of votes cast by them	% total number of valid votes cast
Remote E-voting	0	0	0
Voting by poll at the AGM Venue	0	0	0
Total	0	0	O

Number of members voted	Number of votes cast by them	% total number of Invalld votes cast
0	٥	0
1	10	100
1	10	100
	members voted 0 1	0 0



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## E. RESOLUTION NO. 5: SPECIAL RESOLUTION

Approvalof continuation of current term of Mr. KV\$ Shyamsunder, Independent Director

# (I) Voted in favour of the resolution:

Particulars of Voting	Number of members voted	Number of votes cast by them	% total number of valid votes cast
Remote E-voting	20	6899692	99.99
Voting by poll at the AGM Venue	18	140	0.01
Total	38	6899832	100

## (II) Voted against the resolution:

Particulars of Voting	Number of members voted	Number of votes cast by them	% total number of valid votes cast
Remote E-voting	0	0	0
Voting by poll at the AGM Venue	0	0	0
Total	0	0	0

Particulars of Voting	Number of members voted	Number of votes cast by them	% total number of valid votes cast
Remote E-voting	Number of members voted	Number of votes cast by them	% total number of invalid votes cast
Voting by poll at the AGM Venue	0	0	0
Total	1	10	100



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## F. RESOLUTION NO. 6: ORDINARY RESOLUTION

Appointment of Mr. Mohan Tanksale as an Independent Director

#### (I) Voted in favour of the resolution:

Particulars of Voting	Number of members voted	Number of votes cast by them	% total number of valid votes cast
Remote E-voting	20	6899692	99.99
Voting by poll at the AGM Venuc	18	140	0.01
Total	38	6899832	100

# (II) Voted against the resolution:

Particulars of Voting	Number of members voted	Number of votes cast by them	% total number of valid votes cast
Remote E-voting	0	0	0
Voting by poll at the AGM Venue	0	0	0
Total	0	0	0

Particulars of Voting	Number of members voted	Number of votes cast by them	% total number of Invalid votes cast
Remote E-voting	0	0	0
Voting by poll at the AGM Venue	1	10	100
Total	1	10	100



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# G. RESOLUTION NO. 7: ORDINARY RESOLUTION

Appointment of Mr. Harsha Saksena as an Independent Director

#### (I) Voted in favour of the resolution:

Particulars of Voting	Number of members voted	Number of votes cast by them	% total number of valid votes cast
Remote E-voting	20	6899692	99.99
Voting by poll at the AGM Venue	18	140	0.01
Total	38	6899832	100

#### (II) Voted against the resolution:

Particulars of Voting	Number of members voted	Number of votes cast by them	% total number of valid votes cast
Remote E-voting	0	0	0
Voting by poll at the AGM Venue	0	0	0
Total	0	0	0

Particulars of Voting	Number of members voted	Number of votes cast by them	% total number of Invalid votes cast
Remote E-voting	0	D	Ü
Voting by poll at the AGM Venue	1	10	100
Total	The second secon	10	100



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## H. RESOLUTION NO. 8: SPECIAL RESOLUTION

## **Approvalof Borrowing Limit**

#### (I) Voted in favour of the resolution:

Particulars of Voting	Number of members voted	Number of votes cast by them	% total number of valid votes cast
Remote E-voting	20	6899692	99.99
Voting by poll at the AGM Venue	18	140	0.01
Total	38	6899832	100

#### (II) Voted against the resolution:

Particulars of Voting	Number of members voted	Number of votes cast by them	% total number of valid votes cast
Remote E-voting	0	0	0
Voting by poll at the AGM Venue	0	0	0
Total	0	0	0

Particulars of Voting	Number of members voted	Number of votes cast by them	% total number of Invalid votes cast
Remote E-voting	0	.0	0
Voting by poll at the	1	10	100
AGM Venue		The state of the s	monotonic present and the second seco
Total	1	10	100



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#### I. RESOLUTION NO. 9: SPECIAL RESOLUTION

Creation of charges on the assets of the Company

## (i) Voted in favour of the resolution:

Particulars of Voting	Number of members voted	Number of votes cast by them	% total number of valid votes cast
Remote E-voting	20	6899692	99.99
Voting by poll at the AGM Venue	18	140	0.01
Total	38	6899832	100

## (II) Voted against the resolution:

Particulars of Voting	Number of members voted	Number of votes cast by them	% total number of valid votes cast
Remote E-voting	0	0	0
Voting by poll at the AGM Venue	0	0	0
Total	0	0	0

Particulars of Voting	Number of members voted	Number of votes cast by them	% total number of Invalid votes cast
Remote E-voting	0	0	Ü
Voting by poll at the AGM Venue	1	10	100
Total	1	10	100



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Based on the foregoing, the Resolution No.(s) 1 to 9 as stated in the Notice dated 27<sup>th</sup> August 2018 of the Annual General Meeting held on 22<sup>nd</sup> September 2018 shall be deemed to be passed with the requisite majority.

All the relevant records of Voting in under my safe custody until the Chairman considers, approves and signs the same shall be handed over thereafter to the Chairman or the Company Secretary for safe keeping.

Thanking You,

Yours Faithfully,

For Jajodia and Associates

Priti Nikhil Jajodia

Practicing Company Secretary

M. No.: 36944 COP No.: 19900

Place: Mumbal

Date: 22<sup>nd</sup> September 2018

Countersigned By:

For Ladderup Finance Limited

Arpita Jain

Company Secretary and Compliance Officer

M. No.: A54162

Place: Mumbai

Date: 22<sup>nd</sup> September 2018