



# **Ladderup**

*Engineering Growth*

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

**Scrip Code: 530577**

Dear Sir(s),

**Sub: Outcome, Proceeding and Voting Results of the 26<sup>th</sup> Annual General Meeting**

This to inform you that the 26<sup>th</sup> Annual General Meeting (AGM) of the Company held on today i.e. Thursday, 26<sup>th</sup> September 2019 at Hotel Mirage, International Airport Approach Road, Marol, Andheri (East), Mumbai – 400 059 commenced at 11.00 a.m. and concluded at 12.00 P.M. have transacted the business mention in the Notice dated 26<sup>th</sup> August, 2019.

In this regard please find enclosed the following:

1. 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 26<sup>th</sup> September, 2019 pursuant to Section 108 of the Companies Act, 2013 and Rule 20(4) (xii) of the Companies (Management and Administration) Rules, 2014.

The above said information/documents related to the 26<sup>th</sup> Annual General Meeting ('AGM') is available on the company's website [www.ladderup.com](http://www.ladderup.com).

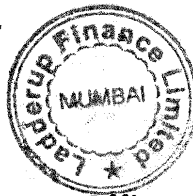
Please take the same on records and acknowledge the receipt.

Thanking You,

Yours Faithfully,

For Ladderup Finance Limited

**Paresh Patil**  
**Company Secretary and Compliance Officer**  
**Mem. No.: A48684**  
Place: Mumbai  
Date: 26<sup>th</sup> September, 2019  
Encl: As above



## **Ladderup Finance Limited**

**Redg. & Corp. Office:** 102-A,  
1<sup>st</sup> Floor, Hallmark Business Plaza,  
Sant Dyaneshwar Marg,  
Near Gurunanak Hospital  
Bandra (East), Mumbai – 400 051

Tel.: 91-22-42 46 6363,  
Fax: 91-22-42 46 6364,  
E-Mail: [info@ladderup.com](mailto:info@ladderup.com)  
Website: [www.ladderup.com](http://www.ladderup.com)  
CIN: L67120MH1993PLC074278



# Ladderup

*Engineering Growth*

## Annexure-I

**PROCEEDING OF THE 26<sup>TH</sup> ANNUAL GENERAL MEETING OF THE LADDERUP FINANCE LIMITED HELD ON THURSDAY, 26<sup>TH</sup> SEPTEMBER 2019 COMMENCED AT 11:00 A.M. CONCLUDED AT 12:00 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 26<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 26<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 2019, having already been circulated to the members, as read.

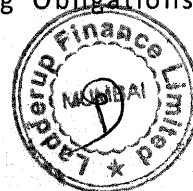
The chairman then requested Mr. Sunil Goyal, Managing Director of the Company to give a brief view about the financial performance of the Company, Economic and Industrial Overview and future prospectus of the Company.

### 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 31<sup>st</sup> March 2019.

### 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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He 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 Monday, 23<sup>rd</sup> September 2019 which was open for 3 days and the same was concluded on Wednesday, 25<sup>th</sup> September 2019. He 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. He further stated that after discussion on the agenda items as set out in the Notice of the 26<sup>th</sup> Annual General Meeting, the Scrutinizer will conduct the Ballot Paper voting process and consequently, normal practice of voting of show of hands was not applicable.

He further informed the shareholders that the Board of Director of the Company had appointed M/s. Jajodia & Associates, Practicing Company Secretary, as scrutinizer to Scrutinize the e-voting and poll process in fair and transparent manner.

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 2019, the Reports of the Board of Directors and Auditors thereon.	Ordinary
2.	Appointment of a Director in place of Mrs. Mangala Radhakrishna Prabhu (DIN: 06450659), who retires by rotation and, being eligible, offers herself for re-appointment.	Ordinary
3.	Re-appointment of Mr. K.V.S. Shyamsunder as Independent Director for second term of five consecutive year's upto 31 <sup>st</sup> March, 2024.	Special

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**

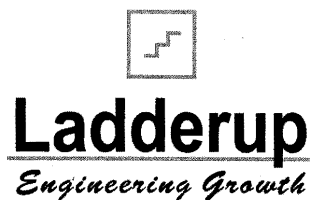


**Paresh Patil**  
**Company Secretary and Compliance Officer**  
**Mem. No.: A48684**



Place: Mumbai

Date: 26<sup>th</sup> September, 2019



## Annexure- II

### Ladderup Finance Limited- 26<sup>th</sup> Annual General Meeting (AGM) Voting Results

<b>Day and Date of Annual General Meeting (AGM)</b>	Thursday, 26 <sup>th</sup> September, 2019
<b>Total number of Shareholder as on cut-off date i.e. 19<sup>th</sup> September, 2019</b>	821
<b>Total No. shareholders present in meeting either in person or through proxy:</b>	<b>61</b>
Promoter and Promoter Group:	5
Public:	56
<b>No. shareholders attended the meeting through Video Conferencing:</b>	No arrangement was made for Video Conferencing
Promoter and Promoter Group:	
Public:	



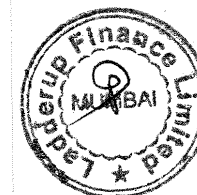
### Ladderup Finance Limited

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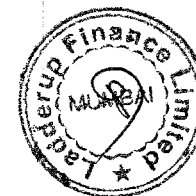
**Resolution No. 1: Consider and adopt the Audited Financial Statements including Consolidated Financial Statement of the Company for the Financial Year ended 31<sup>st</sup> March 2019, the reports of the Board of Directors and Auditors thereon**

Resolution required:					Ordinary			
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]
<b>Promoter and Promoter group</b>	E-voting	6901834	6901834	100	6901834	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (Not applicable)		0	0	0	0	0	0
	<b>Total</b>	<b>6901834</b>	<b>6901834</b>	<b>100</b>	<b>6901834</b>	<b>0</b>	<b>100</b>	<b>0</b>
<b>Public- Institutions</b>	E-voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (Not applicable)		0	0	0	0	0	0
	<b>Total</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>
<b>Public- Non Institutions</b>	E-voting	5950766	211	0.0035	211	0	100	0
	Poll		514744	8.6500	514744	0	100	0
	Postal Ballot (Not applicable)		0	0	0	0	0	0
	<b>Total</b>	<b>5950766</b>	<b>514955</b>	<b>8.6536</b>	<b>514955</b>	<b>0</b>	<b>100</b>	<b>0</b>
<b>Total</b>		<b>12852600</b>	<b>7416789</b>	<b>57.7065</b>	<b>7416789</b>	<b>0</b>	<b>100</b>	<b>0</b>



**Resolution No. 2: Appointment of a Director in place of Mrs. Mangala Prabhu (DIN: 06450659), who retires by rotation and, being eligible, offers herself for re-appointment.**

Resolution required:					Ordinary			
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	6901834	6901834	100	6901834	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (Not applicable)		0	0	0	0	0	0
	<b>Total</b>		<b>6901834</b>	<b>100</b>	<b>6901834</b>	<b>0</b>	<b>100</b>	<b>0</b>
Public- Institutions	E-voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (Not applicable)		0	0	0	0	0	0
	<b>Total</b>	0	0	0	0	0	0	0
Public- Non Institutions	E-voting	5950766	211	0.0035	211	0	100	0
	Poll		514744	8.6500	514744	0	100	0
	Postal Ballot (Not applicable)		0	0	0	0	0	0
	<b>Total</b>	5950766	<b>514955</b>	<b>8.6536</b>	<b>514955</b>	<b>0</b>	<b>100</b>	<b>0</b>
<b>Total</b>		<b>12852600</b>	<b>7416789</b>	<b>57.7065</b>	<b>7416789</b>	<b>0</b>	<b>100</b>	<b>0</b>



**Resolution No. 3: Re-appointment of Mr. K.V.S Shyamsunder as Independent Director for second term of five consecutive year's upto 31<sup>st</sup> March, 2024**

Resolution required:					Special			
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	6901834	6901834	100	6901834	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (Not applicable)		0	0	0	0	0	0
	Total		6901834	100	6901834	0	100	0
Public- Institutions	E-voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (Not applicable)		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public- Non Institutions	E-voting	5950766	211	0.0035	211	0	100	0
	Poll		514744	8.6500	514744	0	100	0
	Postal Ballot (Not applicable)		0	0	0	0	0	0
	Total		5950766	8.6536	514955	0	100	0
Total		12852600	7416789	57.7065	7416789	0	100	0



**COMBINED SCRUTINIZERS' REPORT**

**ON**

**REMOTE E-VOTING AND POLL**

**CONDUCTED AT THE 26<sup>TH</sup> ANNUAL GENERAL MEETING OF**

**LADDERUP FINANCE LIMITED**

**HELD ON 26<sup>TH</sup> SEPTEMBER, 2019**

# JAJODIA AND ASSOCIATES

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

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

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FORM NO. MGT-13

## SCRUTINIZER'S CONSOLIDATED REPORT

[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,

26<sup>TH</sup> ANNUAL GENERAL MEETING OF THE EQUITY SHAREHOLDERS LADDERUP FINANCE LIMITED, HELD ON THURSDAY, 26<sup>TH</sup> SEPTEMBER, 2019 COMMENCED AT 11.00 A.M. AND CONCLUDED AT 12.00 P.M. AT HOTEL MIRAGE, INTERNATIONAL AIRPORT APPROACH ROAD, MAROL, ANDHERI (EAST), MUMBAI – 400 059.

Dear Sir,

I, Priti Nikhil Jajodia, Practicing Company Secretary is appointed as Scrutinizer by the Board of Directors for the purpose of Scrutinizing the remote e-voting and Physical Voting by Ballot papers at the 26<sup>th</sup> Annual General Meeting (AGM) of the Shareholders of LADDERUP FINANCE LIMITED, held on Thursday, 26<sup>th</sup> September, 2019 at commenced at 11.00 A.M. and 12.00 P.M. at Hotel Mirage, International Airport Approach Road, Marol, Andheri (East), Mumbai – 400 059 pursuant to 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.

The Management of the Company is responsible to ensure Compliance with the requirement of the Companies Act, 2013 and Rules relating to voting through electronic means [i.e. by remote e-voting and voting by poll through electronic voting system at the AGM] for the resolutions contained in the notice of 26<sup>th</sup> AGM to the Shareholders of the Company. My responsibility as a scrutinizer for the voting process of voting through electronic means is restricted to furnish a consolidated scrutinizer's report on the votes cast 'in favour' or 'against' the resolutions, based on the reports generated from the e-voting system provided by National Securities Depository Limited (NSDL), the Agency authorised under the Rules and engaged by the Company to provide e-voting facilities for the voting through electronic means.

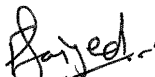


I submit my report as under:

1. The Company had appointed NSDL as the service provider, for extending the facility for the remote e-voting to the Shareholders of the Company from Monday, 23<sup>rd</sup> September, 2019 at 9:00 A.M. and closed on Wednesday, 25<sup>th</sup> September, 2019 at 5:00 P.M
2. The voting rights were reckoned as on 19<sup>th</sup> September, 2019, being cut-off date for the purpose of deciding the entitlements of Members at the remote e-voting and voting at the Meeting.
3. The Company facilitated the Members present in the Meeting who could not participate in the remote e-voting to cast their votes through poll process. After the time fixed for the poll by the Chairman, ballot boxes kept for polling were locked in my presence with due identification marks placed by me.
4. The locked ballot boxes were subsequently opened in my presence and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Registrar and Transfer Agents of the Company and the authorizations / proxies lodged with the Company.
5. The votes were unblocked on 26<sup>th</sup> September, 2019 (after the conclusion of the meeting) in the presence of 2 witnesses, namely Mr. Nishant Bajaj and Mr. Faraaz Saiyed. Both of them are not in the employment of the Company.



Mr. Nishant Bajaj



Mr. Faraaz Saiyed

6. No poll paper was found invalid.
7. The consolidated result of the votes cast (by Remote E-Voting and by poll) is provided as under:

**ORDINARY BUSINESS:**

**RESOLUTION NO. 1:**

To receive, consider and adopt the audited financial statements including Consolidated Financial Statement of the Company for the financial year ended 31<sup>st</sup> March, 2019 together with the reports of the Board of Directors and the Auditors thereon.

(I) Voted in favour of the resolution:

Particular of Voting	Number of members voted through electronic voting system and Ballot (in person or by proxy)	Number of votes casted (Shares)	% total number of valid votes cast
Remote E-voting	22	6902045	93.06
Voting by poll at the	32	514744	6.94



AGM Venue			
Total	54	7416789	100

(II) Voted against the resolution:

Particular of Voting	Number of members voted through electronic voting system and Ballot (in person or by proxy)	Number of votes casted (Shares)	% total number of valid votes cast
Remote E-voting	0	0	0.00
Voting by poll at the AGM Venue	0	0	0.00
Total	0	0	0.00

(III) Invalid Votes:

Particular of Voting	Total number of members (in person or in proxy) whose votes were declared invalid	Total Number of votes cast by them
E-voting	0	0.00
Voting by poll at the AGM Venue	0	0.00
Total	0	0.00

RESOLUTION NO. 2:

To appoint a Director in place of Mrs. Mangala Radhakrishna Prabhu (DIN: 06450659), who retires by rotation and, being eligible, offers herself for re-appointment.

(I) Voted in favour of the resolution:

Particular of Voting	Number of members voted through electronic voting system and Ballot (in person or by proxy)	Number of votes casted (Shares)	% total number of valid votes cast
Remote E-voting	22	6902045	93.06
Voting by poll at the AGM Venue	32	514744	6.94
Total	54	7416789	100

(II) Voted against the resolution:

Particular of Voting	Number of members voted through electronic voting system and Ballot (in person or by proxy)	Number of votes casted (Shares)	% total number of valid votes cast
Remote E-voting	0	0	0.00



Voting by poll at the AGM Venue	0	0	0.00
<b>Total</b>	<b>0</b>	<b>0</b>	<b>0.00</b>

**(III) Invalid Votes:**

Particular of Voting	Total number of members (in person or in proxy) whose votes were declared invalid	Total Number of votes cast by them
E-voting	0	0.00
Voting by poll at the AGM Venue	0	0.00
<b>Total</b>	<b>0</b>	<b>0.00</b>

**RESOLUTION NO. 3:**

To consider and approve Re-appointment of Mr. K.V.S Shyamsunder as Independent Director for second term of five consecutive year's upto 31<sup>st</sup> March, 2024.

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

Particular of Voting	Number of members voted through electronic voting system and Ballot (in person or by proxy)	Number of votes casted (Shares)	% total number of valid votes cast
Remote E-voting	22	6902045	93.06
Voting by poll at the AGM Venue	32	514744	6.94
<b>Total</b>	<b>54</b>	<b>7416789</b>	<b>100</b>

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

Particular of Voting	Number of members voted through electronic voting system and Ballot (in person or by proxy)	Number of votes casted (Shares)	% total number of valid votes cast
Remote E-voting	0	0	0.00
Voting by poll at the AGM Venue	0	0	0.00
<b>Total</b>	<b>0</b>	<b>0</b>	<b>0.00</b>

**(III) Invalid Votes:**

Particular of Voting	Total number of members (in person or in proxy) whose votes were declared invalid	Total Number of votes cast by them
E-voting	0	0.00
Voting by poll at the AGM	0	0.00
<b>Total</b>	<b>0</b>	<b>0.00</b>



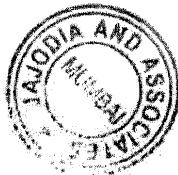
Based on the forgoing, the Resolution No. (s) 1 to 3 as stated in the Notice dated 26<sup>th</sup> August, 2019 of the 26<sup>th</sup> Annual General Meeting held on 26<sup>th</sup> September, 2019 shall be deemed to be passed with the requisite Majority.

All the relevant records of Voting in under my safe custody until the Chairman consider, 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  
Membership No. 36944  
COP No. 19900



Place: Mumbai  
Date: 26<sup>th</sup> September, 2019

Counter Signed By:

FOR LADDERUP FINANCE LIMITED



Paresh Patil  
Company Secretary & Compliance Officer  
Mem No. A48684



Date : 26<sup>th</sup> September, 2019  
Place : Mumbai