



To,
BSE Limited
Phiroze jeejeebhoy Towers,
Dalal Street, Fort,
Mumbai- 400001

(Scrip code 530577)

**Subject: Submission of Proceedings of the Postal Ballot pursuant to Regulation 30 of SEBI
(Listing Obligations and Disclosure Requirements) Regulations, 2015**

Dear Sir/Ma'am

This is further to our letter dated 29th June 2023 regarding the results of the Postal Ballot, approving the re-appointment of Mr. Sunil Goyal as Managing Director of the Company for the period of 5 years w.e.f. 1st April 2023.

In accordance with Regulation 30 read with clause 13 of Para A of Part A of Schedule III of Listing Regulations, 2015, we are submitting herewith the proceedings of the Postal Ballot.

Kindly take the same on your records.

Thanking You

Yours Faithfully

For Ladderup Finance Limited

Dhiraj Gupta
Company Secretary and Compliance Officer

Date: 29th June 2023
Place: Mumbai

Ladderup Finance Limited

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1st Floor, Hallmark Business Plaza,
Sant Dyaneshwar Marg,
Near Gurunanak Hospital
Bandra (East), Mumbai – 400 051

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SUMMARY OF PROCEEDINGS OF THE RESOLUTION PASSED THROUGH POSTAL BALLOT BY THE SHAREHOLDERS OF LADDERUP FINANCE LIMITED ON WEDNESDAY, 28TH JUNE 2023 (THROUGH E-VOTING)

The Board of Directors of the Company at the Meeting held on May 24, 2023, decided to obtain consent of the members through Postal Ballot under Section 110 of the Companies Act, 2013 read with Rule 22 and 20 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 in respect of following Special Business:

RE-APPOINT OF MR. SUNIL GOYAL AS MANAGING DIRECTOR OF THE COMPANY

RESOLVED THAT pursuant to the provisions of Sections 196, 197, 203 and other applicable provisions of the Companies Act, 2013 and the rules made thereunder (including any statutory modification or re-enactment thereof) read with Schedule-V of the Companies Act, 2013 and provisions of Articles of Association of the Company and based on the recommendation of the Nomination and Remuneration Committee and Board of Directors of the Company, consent of the members of the Company be and is hereby accorded to Re-appoint of Mr. Sunil Goyal as Managing Director of the Company for the further period of five consecutive years with effect from 1st April 2023.

RESOLVED FURTHER THAT pursuant to the provisions of section 196 read with Section II of Part II of Schedule V of the Companies Act, 2013, the consent of the members of the Company be and is hereby accorded for payment of remuneration of Rs. 78,00,000/- p.a. (i.e., Rs. 6,50,000/- per months), during the initial period of 3 (three) years i.e. 1st April, 2023 to 31st March, 2026 out of his current tenure of reappointment as Managing Director of the Company for 5 (five) years commencing from 1st April, 2023 or such other limits as may be prescribed from time to time.

RESOLVED FURTHER THAT any Director or Company Secretary of the Company, be and is hereby authorized to sign and submit the necessary application and forms with appropriate authorities and to perform all such acts, deeds and things as he may in his absolute discretion deem necessary or desirable for and on behalf of the Company for the purpose of giving effect to aforesaid resolution.

In compliance with the requirements of Sections 110 and 108 and other applicable provisions, if any, of the Companies Act, 2013 (the "Act"), read together with Rule 22 and 20 of the Companies (Management and Administration) Rules, 2014, (the "Rules") and the Secretarial Standard - 2 on General Meetings issued by the Institute of Company Secretaries of India ("SS-2"), and in accordance with the requirements prescribed by the Ministry of Corporate Affairs ("MCA") vide its General Circulars dated April 8, 2020, April 13, 2020, June 15, 2020, September 28, 2020, December 31, 2020, June 23, 2021, December 8, 2021, May 5, 2022 and December 28, 2022 (collectively referred to as "MCA Circulars"), the Postal Ballot Notice dated May 29, 2023, along with statement setting out material facts under Section 102 of the Act in respect of the above-mentioned resolution, as confirmed by the Company, was sent, electronically only to the Members whose names appeared in the Register of Members / List of Beneficial Owners as received from Depositories and whose email addresses were registered with the Company/ Depositories.

The Company had availed the e-voting facility offered by National Securities Depository Limited for conducting remote e-voting by the shareholders of the Company.

The shareholders of the Company holding shares as on the "cut-off" date i.e Friday, May 26, 2023, were entitled to vote on the resolution as contained in the Notice.

The voting period for remote e-voting commenced at 9.00 a.m. (IST) on Tuesday, May 30, 2023 and ended at 5.00 p.m. (IST) on Wednesday, June 28, 2023 and the National Securities Depository Limited e-voting module was disabled thereafter.

The Board of Directors at their meeting held on May 24, 2023 appointed Mrs. Priti Jajodia, (C.P. No. 19900 and ACS 36944), proprietor of Jajodia & Associates, Practicing Company Secretaries, as Scrutinizer to scrutinize the votes casted by Members through remote e-voting and for conducting Postal Ballot in a fair and transparent manner.

The scrutinizer carried out the scrutiny of votes casted electronically up to 05:00 p.m. on Wednesday, June 28, 2023, and submitted the report on June 29, 2023.

Summary of the report on the result of remote e-voting is given below-

Resolution No.1:

Resolution required:					Ordinary			
Whether promoter/promoter group are interested in the agenda/resolution?					Yes			
Description of resolution considered					Re-appointment of Mr. Sunil Goyal as Managing Director of the Company			
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	73,06,658	73,06,658	100.0000	73,06,658	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (Not applicable)		0	0.0000	0	0	0	0
	Total	73,06,658	73,06,658	100.0000	73,06,658	0	100.0000	0.0000
Public-Institutions	E-voting	0	0	0	0	0	0.0000	0.0000
	Poll		0	0	0	0	0.0000	0.0000
	Postal Ballot (Not applicable)		0	0	0	0	0.0000	0.0000
	Total	0	0	0.0000	0.0000	0	0.0000	0.0000
Public-Non-Institutions	E-voting	55,45,942	3,69,534	6.6631	3,69,534	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (Not applicable)		0	0.0000	0	0	0	0
	Total	55,45,942	3,69,534	6.6631	3,69,534	0	100.0000	0.0000
Total		1,28,52,600	76,76,192	59.7248	76,76,192	0	100.0000	0.0000
Whether resolution is Pass or Not							Yes	

Details of Invalid Votes

Category	No. of Votes
Promoter and Prompter Group	0
Public Institutions	0
Public Non-Institutions	0

Since, all the conditions given under Section 114(1) of the Companies Act, 2013 are fulfilled; the resolution as set out in the Notice of Postal Ballot dated 29th May, 2023 was passed with requisite majority as **Ordinary Resolution**.

For Ladderup Finance Limited

Dhiraj Gupta
Company Secretary & Compliance Officer

Date: 29th June 2023
Place: Mumbai