

**FORM NO. MGT-13**

**SCRUTINIZER'S CONSOLIDATED REPORT**

[Pursuant to Section 109 of the Companies Act, 2013 and Rule 21(2) of the Companies  
(Management and Administration) Rules, 2014]

To,

**The Chairman,**

24<sup>th</sup> Annual General Meeting of the Equity Shareholders of

**Ladderup Finance Limited,**

held on Saturday, September 23, 2017 at 10.30 A.M at Hotel Mirage International, Airport Approach Road, Marol, Andheri (East), Mumbai – 400 059.

Dear Sir,

I, Priyanka Lahoti, 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 24<sup>th</sup> Annual General Meeting of the Equity Shareholders of Ladderup Finance Limited held on Saturday, September 23, 2017 at 10.30 A.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 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 (Insta Poll) at the AGM ] for the resolutions contained in the notice to 23rd AGM of the Equity 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 National Securities Depository Limited (NSDL) as the service provider, for extending the facility for the remote e-voting to the Shareholders of the Company from Wednesday, 20th September, 2017 at 9:00 A.M. and closed on Friday, 22<sup>nd</sup> September, 2017 at 5:00 P.M.



2. The voting rights were reckoned as on 16<sup>th</sup> September, 2017, 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 23<sup>rd</sup> September, 2017 (after the conclusion of the meeting) in the presence of 2 witnesses, namely Ms. Riddhi Sidhpura and Mr. Nishant Bajaj. Both of them are not in the employment of the Company.

Ms. Riddhi Sidhpura

Mr. Nishant Bajaj

6. No poll paper was found invalid.
7. The Results of the voting are as under:

**ORDINARY BUSINESS:**

**RESOLUTION NO. 1:**

**To consider and adopt:**

- The audited financial statements including Consolidated financial statements of the company for the financial year ended March 31, 2017, the reports of the Board of Directors and the Auditors thereon;

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

	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	13	5,260,358	80.60
Voting by poll	21	1,266,395	19.40
<b>Total</b>	<b>34</b>	<b>6,526,753</b>	<b>100</b>



(II) Voted against the resolution:

	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
Voting by poll	0	0	0
Total	0	0	0

(III) Invalid Votes:

	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
Voting by poll	0	0
Total	0	0

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 reappointment.

(I) Voted in favour of the resolution:

	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	13	5,260,358	80.60
Voting by poll	21	1,266,395	19.40
Total	34	6,526,753	100

(II) Voted against the resolution:

	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
Voting by poll	0	0	0
Total	0	0	0



(III) Invalid Votes:

	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
Voting by poll	0	0
Total	0	0

RESOLUTION NO. 3:

To appoint Statutory Auditors and to fix their remuneration.

(I) Voted in favour of the resolution:

	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	13	5,260,358	80.60
Voting by poll	21	1,266,395	19.40
Total	34	6,526,753	100

(II) Voted against the resolution:

	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
Voting by poll	0	0	0
Total	0	0	0

(III) Invalid Votes:

	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
Voting by poll	0	0
Total	0	0



8. The poll papers and other relevant records were sealed and handed over to Director authorized by the Board for safe keeping.
9. The consolidated result of the votes cast (by Remote E-Voting and by poll) is provided as Annexure 1 to this report.

Thanking You,

Yours Faithfully,



Priyanka Lahoti  
Practising Company Secretary

Place: Mumbai  
Date: 25/09/2017



Annexure – 1

Consolidated result of voting (by remote e-voting and Poll) for resolution numbers 1 to 3 of the notice of the 24<sup>th</sup> Annual General Meeting of “LADDERUP FINANCE LIMITED” held on Saturday, September 23, 2017 at 10.30 A.M:-

Resolution No.	Total Valid Votes Cast			Voted in favour of resolution				Voted against the resolution			
	Remote E-voting	Poll	Total	Remote E-voting	Poll	Total	%	Remote E-voting	Poll	Total	%
1	5,260,358	1,266,395	6,526,753	5,260,358	1,266,395	6,526,753	100	0	0	0	0
2	5,260,358	1,266,395	6,526,753	5,260,358	1,266,395	6,526,753	100	0	0	0	0
3	5,260,358	1,266,395	6,526,753	5,260,358	1,266,395	6,526,753	100	0	0	0	0

Thanking You,  
Yours Faithfully,



Priyanka Lahoti  
Practising Company Secretary

Place: Mumbai  
Date: 25/09/2017

