

# AD-MANUM FINANCE LIMITED



AMFL/BSE/IND/2017-18/0343

Date: 27/06/2018

To,  
Mr. S. Subramaniam  
DCS – CRD  
BSE Ltd.  
1<sup>st</sup> Floor, New Trading Wing,  
Rotunda Building, P.J. Tower,  
Dalal Street, Fort  
MUMBAI – 400 001

**BSE CODE: 511359**

**SUBJECT: DISCLOSURE OF POSTAL BALLOT RESULTS INCLUDING E-VOTING  
IN RESPECT OF POSTAL BALLOT NOTICE DATED MAY 19<sup>TH</sup> 2018**

**Ref: Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations  
2015.**

Dear Sir,

Pursuant to provisions of Section 110 of the Companies Act, 2013, read with the Companies (Management and Administration) Rules, 2014, the Company had conducted the process of Postal Ballot for seeking the consent of the shareholders by means of passing following Resolutions.

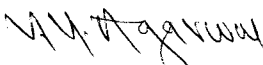
S.N.	Description of Resolution(s)	Type of Resolution
1.	Authority to alter the Main Object Clause of the Memorandum of Association of the Company.	Special
2.	Authority to sale of Loan Portfolio of the company under section 180(1) (a) of the Companies Act, 2013 read with their rules.	Special

Further pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are submitting herewith the result of the voting by Postal Ballot (including e-voting). We are also enclosing Scrutinizer's Report dated June 27, 2018 for your kind reference.

This is for your information and record.

Thanking You!

Yours Faithfully,  
For **AD-MANUM FINANCE LIMITED**

  
**(VINOD KUMAR AGARWAL)**  
**DIRECTOR & CHAIRMAN**  
**DIN: 00136613**

Encl: As Above



## Report of Scrutinizer

[Pursuant to section 108 and 110 of the Companies Act, 2013 and Rule 20 and 22 of Companies (Management and Administration) Rules, 2014 and Regulation 44 of the SEBI (LODR) Regulations, 2015 as amended]

To,  
The Chairman of the Board of directors  
**Ad-Manum Finance Ltd.**  
"Agrawal House". Ground Floor,  
5, Yeshwant Colony,  
Indore 452003 (M.P.)

**Sub:- Consolidated Scrutinizer's Report on the results of voting conducted through Postal Ballot and Remote E-voting.**

Dear Sir,

I, CS (Dr.) Dilip Kumar Jain, Company Secretary in Practice (FCS: 3565, CP No: 2382), proprietor of D.K.Jain & Co., Company Secretaries having office at 401-402, Silver Ark Plaza, Janjirwala Square, Near Curewell Hospital, Indore (M.P.) was appointed as a scrutinizer by the Board of Directors of M/s Ad-Manum Finance Limited ("the Company"), for the postal ballot process (including e-voting) on the Special Resolutions as circulated in the Postal Ballot Notice dated 19<sup>th</sup> May, 2018, under the provisions of section 108 and 110 of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014, as amended.

The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules relating to voting through remote electronic means and postal ballot by the shareholders on the resolutions contained in the Postal Ballot Notice. My responsibility as a Scrutinizer is to ensure that the voting process is conducted in a fair and transparent manner and is to make scrutinizer's report of the total votes cast "in favour" or "against" the resolutions stated in the said Postal Ballot Notice, based on the postal ballot forms received from the members and reports generated from the remote e-voting system as provided by Central Depository Services (India) Ltd. (CDSL), being the authorized agency engaged by the Company to provide remote e-voting facilities for e-voting.

The Company has, on **Monday, 28<sup>th</sup> May, 2018**, completed the dispatch of Postal Ballot Notice alongwith Postal Ballot Forms to its members, whose name(s) appeared on the Register of Members/List of beneficiaries as on the **cut-off date i.e. Monday, 21<sup>st</sup> May, 2018**. The voting rights of members were reckoned in proportion to their shares in the paid-up equity share capital of the Company as on the cut-off date.

The Postal Ballot Notice along with the Postal Ballot Form were sent in electronic form by e-mail to those members who have registered their email address with the Company/Ankit Consultancy Pvt. Ltd. (the Company's Registrar and Transfer Agent) (in case of physical shareholding) / with their Depository Participants (in case of electronic shareholding). For members whose e-mail addresses are not registered, physical copy of the Postal Ballot Notice along with Postal Ballot Form were sent by permitted mode along with a self-addressed postage pre-paid envelopes.

In terms of Regulation 47 of SEBI (LODR) Regulations, 2015 and pursuant to Rule 20 & 22 of The Companies (Management and Administration) Rules, 2014, the Company had duly released public notice in daily Freepress Journal (English) and Choutha Sansaar (Hindi) on dated 29<sup>th</sup> May, 2018, for the voting through Postal Ballot including remote E-voting and dispatch of Postal Ballot Notice and other particulars as require.



I submit my report as under:-

- 1) The Company had engaged the services of Central Depository Services (India) Limited (CDSL) as the Agency for providing the remote e—voting platform.
- 2) The voting period remained open from Monday, May 28, 2018 at 9:00 AM. (IST) to Tuesday, June 26, 2018 at 5:00 PM (IST).
- 3) The e—voting was unblocked after 5:00 PM. (IST) on June 26, 2018 in the presence of two witnesses CS Anamika Gupta and CS Ishan Jain who are not in the employment of the Company.
- 4) The postal ballot forms and votes received electronically from the shareholders up to 5:00 PM. (IST) on June 26, 2018, being last date and time fixed by the company for receipt of postal ballot forms and e-voting, were considered for my scrutiny.
- 5) The postal ballot forms were kept under my safe custody before commencing the scrutiny of such postal ballot forms.
- 6) The details containing list of shareholders who voted for or against each of the resolutions, as mentioned in the Postal Ballot Notice, were downloaded from the e voting website of CDSL (www.evotingindia.com).
- 7) I have scrutinized the votes casted through electronic means and through postal ballot process for the purpose of this report. The ballot envelopes were opened on Tuesday June 26, 2018 at 6.00 pm and shareholding and signatures were matched/ confirmed with the register of members of the company/ list of beneficial owners as received from the National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) as on Monday, 21<sup>st</sup> May, 2018 being cut off date mentioned in the Postal Ballot Notice.
- 8) No incomplete/defective/invalid postal ballot form was received.
- 9) Total *13 members holding 65,59,892 equity shares* had cast their votes through Remote e-voting and *10 members holding 48,910 equity shares* had cast their votes through postal ballot forms. The details of the results by the shareholders are given below:

**Consolidated Results of Voting:**

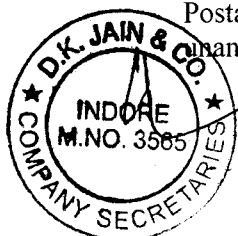
**Item No.1: Special Resolution: For approval for alteration in the Main Object Clause of the Memorandum of Association.**

Particulars	Remote e-votes		Vote by Postal Ballot		Total		Percentage
	No.	Votes	No.	Votes	No.	Votes	
<b>Favor</b>	13	65,59,892	10	48,917	23	66,08,809	100%
<b>Against</b>	-	-	-	-	-	-	-
<b>Invalid*</b>	-	-	-	-	-	-	-
<b>TOTAL</b>	<b>13</b>	<b>65,59,892</b>	<b>10</b>	<b>48,917</b>	<b>23</b>	<b>66,08,809</b>	<b>100%</b>

**Item No.2: Special Resolution: Authority to sale of Loan Portfolio of the company u/s 180(1)(a) of the Companies Act, 2013.**


Particulars	Remote e-votes		Vote by Postal Ballot		Total		Percentage
	No.	Votes	No.	Votes	No.	Votes	
<b>Favor</b>	13	65,59,892	10	48,917	23	66,08,809	100%
<b>Against</b>	-	-	-	-	-	-	-
<b>Invalid*</b>	-	-	-	-	-	-	-
<b>TOTAL</b>	<b>13</b>	<b>65,59,892</b>	<b>10</b>	<b>48,917</b>	<b>23</b>	<b>66,08,809</b>	<b>100%</b>

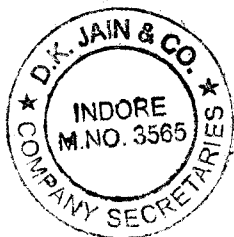
Based on the aforesaid results, I report that Special Resolutions as contained in Item No. 1 & 2 of the Postal Ballot Notice dated 19<sup>th</sup> May, 2018 have been passed by the shareholders of the Company with unanimous consent.



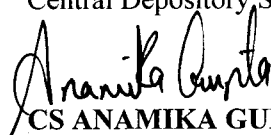
The Register, all other papers and relevant records relating to postal ballot and e-voting shall remain in my safe custody until the Chairman considers, approves and signs the minutes of the Postal Ballot and the same will be handed over to the Company Secretary for safe custody

For, D.K. JAIN & CO.  
COMPANY SECRETARIES

  
CS (Dr.) D.K. JAIN  
PROPRIETOR  
FCS: 3565  
CP: 2382  
Place: Indore  
Dated: 27<sup>th</sup> June, 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](http://www.evotingindia.com)) (CDSL)

  
CS ANAMIKA GUPTA

  
CS ISHAN JAIN