# CEEJAY FINANCE LIMITED

9th Floor, Abhijit-II, Mithakhali Six Road, Ellisbridge, Ahmedabad-380 006.

Phone : (079) 40050927

(079) 26404594 26404689

Fax: (079) 26424457



To

BSE Limited 1st floor, P J Tower Dalal Street Mumbai – 400001

26th September, 2016

Kind Attn.: Mr. Sanjay Golecha / Mr. Gopal Krishanan

BSE Code: 530789

Sub.: Outcome of 23rd AGM and voting results [e-voting and poll]

Sir

In compliance with the regulation 44 of the SEBI [Listing Obligations and Disclosure Requirements] Regulations, 2015 and in respect of 23<sup>rd</sup> Annual General Meeting of the Company held at the Registered office of the Company on 24<sup>th</sup> September, 2016, please find enclosed:

1. Voting results of remote e-voting and poll conducted at 23rd AGM

2. Scrutinizers' report on e-voting and poll

3. Consolidated scrutinizers' report on e-voting and poll

The above reports are being uploaded on Company's website.

Kindly take note of the above and acknowledge the receipt.

Thanking you

Yours faithfully

FOR CEEJAY FINANCE LIMITED

KAMLESH UPADHYAYA COMPANY SECRETARY

Cc: To,

The Manager (Listing),

Ahmedabad Stock Exchange

A-2, Kamdhenu Complex, Opposite Sahajanand College

120 Feet Ring Rd, Panjara Pol, Ambawadi, Ahmedabad- 380 015

Script Code: 23829

23RD Annual General Meeting [AGM] Voting Results	ults
Date of the AGM	24th September, 2016
Total number of Shareholders on Record Date	3914
No. of Shareholders present in the meeting either in person or through	61
proxy	
Promoters and Promoter Group	8
Public	53
No of Shareholders attended the meeting through Video Conferencing	Z

Resolution No. of Profit and Loss of the Company for the year ended on that date and the Reports of the Directors and Auditors thereon. ; Resolution to receive, consider and adopt the Audited Balance Sheet as at the year ended 31st March 2016 and the Statement

	100	00	1810890	52.49	1810890	3450000		TOTAL
	100	00	6331	00.43	6331	1444981	Total	
	N.A.	N.A.	N.A.	N.A.	N.A.		Postal Ballot (if applicable)	institutions
	100	00	6305	00.43	6305	1444981		Non
	00	00	26	00	26		E-voting	Public -
	00	00	00	00	00	00	Total	
							(if applicable)	
	N.A.	N.A.	N.A.	N.A.	N.A.		Postal Ballot	Holders
	00	00	00	00	00	00	Poll	Institutional
	00	00	00	00	00		E-voting	Public
	100	00	1804559	90	1804559	2005019	Total	
							(if applicable)	Group
	N.A.	N.A.	N.A.	N.A.	N.A.	CT00007	Postal Ballot	Promoter
	00	00	00	00	00	2005010	Poll	and
	100	00	1804559	90	1804559		E-voting	Promoter
votes polled $(7) = [(5)/(2)]*100$	on votes polled (6)=[(4)/(2)]*100	against (5)	favour (4)	outstanding shares $(3)=[(2)/(1)]*100$	polled (2)	shares held (1)	Voting	
% of votes against on	% of votes in favour	No. of votes	No. of votes in	% of votes polled on	No. of votes	No. of	Mode of	Category
	Auditors thereon.	ie Directors and A	the Reports of th	Loss of the Company for the year ended on that date and the Reports of the Directors and Auditors thereon.	npany for the yea	Loss of the Con		considered
e Statement	Resolution to receive, consider and adopt the Audited Balance Sheet as at the year ended 31st March 2016 and the Statement of Profit and	at the year ende	Balance Sheet as	r and adopt the Audited	receive, conside	Resolution to	of resolution	Description
							the resolution	interested in
							group are	promoter
			No				promoter /	
							Special)	(Ordinary / S
		olution	Ordinary resolution				required:	Resolution



Resolution No. 2 Resolution to declare dividend on Equity Shares for the financial yea ir ended 31st March, 2016.

00 43 63	TCCO
	6331
N.A.	N.A.
00.43	6305
00	26
00	00
N.A.	N.A.
00	00
00	00
90 180	1804559
N.A.	N.A.
00	00
90 18	1804559
)]*100 (4)	
outstanding shares   favour	against
on No. of votes	otes in No.
declare dividend on Equity Shares for	the financial year
	No
0rdir	Ordinary resolution



: Resolution to appoint a Director in place of Mr. offers himself for re-appointment. Harshad Dalal [DIN: 00080903], who retires by rotation and being eligible.

TALOI			institutions	Non	Public -			Holders	Institutional	Public		Group	Promoter	and	Promoter			Category	considered	Description	interested in	promoter	Whether	(Ordinary / S
	Total	(if applicable)	Postal Ballot	Poll	E-voting	Total	(if applicable)	Postal Ballot	Poll	E-voting	Total	(if applicable)	Postal Ballot		E-voting		Voting	Mode of		of resolution	the resolution	group are	promoter /	required: Special)
3450000	1444981		TOCILLT	1444981		00			00		2005019		10000	2005019		(1)	shares held	No. of		Resolution to				
1810890	6331	N.A.		6305	26	00		N.A.	00	00	1804559		N.A.	00	1804559	(2)	polled	No. of votes		appoint a Direc				
52.49	00.43	N.A.		00.43	00	00		N.A.	00	00	90		A.N.	00	90	(3)=[(2)/(1)]*100	outstanding shares	% of votes polled on		tor in place of Mr. Harsha				
1810890	6331	N.A.		6305	26	00		NA	00	00	1804559		NA	00	1804559	(4)	favour	No. of votes in	re-appointment.	d Dalal [DIN: 000	Yes	Yes	Ordinary resolution	
00	00	N.A.		00	00	00		NA	00	00	00		NA	00	00	(5)	inst	No. of votes	ment.	80903], who retir				olution
100	100	N.A.		100	00	00		NA	00	00	100		NA	00		(6)=[(4)/(2)]*100	lled	% of votes in favour		es by rotation and being	Yes  appoint a Director in place of Mr. Harshad Dalal (DIN: 00080903) who retires by rotation and being eligible offers himself for			
00	00	N.A.		00	00	00		NA	00	00	00		NA	00		(7) = [(5)/(2)]*100	votes polled	% of votes against on		eligible, offers himself for				



Resolution point a Director in place of Mr. offers himself for re-appointment. Kiran Patel [DIN: 00081061], wh by rotation and being eligible,

TOTAL		IIIOTICICIOII	institutions	Non	Public			Holders	Institutional	Public		Group	Promoter	and	Promoter		(	Category	considered	Description	interested i	promoter	Whether	(Ordinary /	Resolution
	Total		_	Pall	<ul> <li>E-voting</li> </ul>	Total	(if applicable)	Postal Ballot		E-voting	Total	(if applicable)	Postal Ballot	Poll	E-voting		Voting	Mode of		of resolution	in the resolution	group are	promoter /	Special)	required:
3450000	1444981		1444981			00			00		2005019		CT0007	2005010		(1)	shares held	No. of		Resolution t					
1810890	6331	N.A.		6305	26	00		N.A.	00	00	1804559		N.A.	00	1804559	(2)	polled	No. of votes		Resolution to appoint a Direc					
52.49	00.43	N.A.		00.43	00	00		N.A.	00	00	90		N.A.	00	90	(3)=[(2)/(1)]*100	outstanding shares	% of votes polled on		ctor in place of Mr. Kiran					
1810890	6331	N.A.		6305	26	00		N.A.	00	00	1804559		N.A.	00	1804559	(4)	favour	No. of votes in	re-appointment	1 Patel [DIN: 00081			Yes		Ordinary resolution
00	00	N.A.		00	00	00		N.A.	00	00	00		N.A.	00	00	(5)	against	No. of votes		[061], who retires					olution
100	100	N.A.		100	00	00		N.A.	00	00	100		N.A.	00	100	00	on votes polled	% of votes in favour		tor in place of Mr. Kiran Patel [DIN: 00081061], who retires by rotation and being eligible, offers himself for					
00	000	N.A.		00	00	00		N.A.	00	00	00		N.A.	00	00	(7) = [(5)/(2)]*100	votes polled	% of votes against on		igible, offers himself for					



Auditors of the Company to hold office from the conclusion of this meeting until the conclusion of the next Annual General Meeting and to fix Resolution 5 : Resolution to appoint M/s. Kantilal Patel & Co., Chartered Accountants [ICAI Registration No. their remuneration. 104744WJ as Statutory

TOTAL			institutions	Non	Public -			Holders	Institutional	Public		Group	Promoter	and	Promoter			Category		considered	Description	interested in	promoter	Whether	Resolution (Ordinary/
	Total	(if applicable)	Postal Ballot	Poll	E-voting	Total	(if applicable)	Postal Ballot	Poll	E-voting	Total	(if applicable)	Postal Ballot	Poll	E-voting		Voting	Mode of			of resolution	the resolution	group are	promoter /	required: Special)
3450000	1444981		TOCHLIT	1///001		00		,	2		2005019		CTOCOOT	2005010		(1)	shares held	No. of	remuneration.	Company to hold office	Resolution to				
1810890	6331	N.A.		6305	26	00	A 70 A A	Z	00	00	1804559		N.A.	00	1804559	(2)	polled	No. of votes		old office from	to appoint M/s. Kantilal Patel				
52.49	00.43	N.A.		00.43	00	00		A N	00	00	90		N.A.	00	90	(3)=[(2)/(1)]*100	outstanding shares	% of votes polled on		on of t	& Co.,				
1810890	6331	N.A.		6305	26	00	IV.Ch.	N N	00	00	1804559		N.A.	00	1804559	(4)	favour	No. of votes in		of this meeting until the	Chartered Accountants			No	Ordinary resolution
00	00	N.A.		00	00	00	14.5.	N N	00	00	00		N.A.	00	00	(5)	against	No. of votes		onclusion of	ts [ICAI Registration No.				olution
100	100	N.A.		100	00	00	I.V.D.	N A	00	00	100		N.A.	00	100	(6)=[(4)/(2)]*100		% of votes in favour			1				
00	00	N.A.		00	00	00	17.7.	NA	00	00	00		N.A.	00	00	(7) = [(5)/(2)]*100	votes polled	% of votes against on		Ð	104744W] as Statutory Auditors of the				



re-appointment of Mr. period of five years. Deepak Patel [DIN: 00081100] as the Managing

TOTAL			institutions	Non	Public -			Holders	Institutional	Public		Group	Promoter	and	Promoter			Category	considered	Description	interested in	promoter	Whether	Resolution (Ordinary/S
	Total	(if applicable)	Postal Ballot	Poll	E-voting	Total	(if applicable)	Postal Ballot	Poll	E-voting	Total	(if applicable)	Postal Ballot	Poll	E-voting		Voting	Mode of		of resolution	the resolution	group are	promoter /	required: Special)
3450000	1444981		TOCELLT	1444081		00			00		2005019		CT00007	2005010		(1)	shares held	No. of		Resolution for				
1810890	6331	N.A.		6305	26	00		N.A.	00	00	1804559		N.A.	00	1804559	(2)	polled	No. of votes		r the re-appointm				
52.49	00.43	N.A.		00.43	00	00		N.A.	00	00	90		N.A.	00	90	(3)=[(2)/(1)]*100	outstanding shares	% of votes polled on		nent of Mr. Deepak Patel				
1810890	6331	N.A.		6305	26	00		NA	00	00	1804559		N.A.	00	1804559	(4)	favour	No. of votes in	2	[DIN: 00081100]			Yes	Special reso
00	00	N.A.		00	00	00		NA	00	00	00		N.A.	00	00	(5)	against	No. of votes		as the Managing Director of the				resolution
100	100	N.A.		100	00	00		N.A.	00	00	100		N.A.	00	() H	(6)=[(4)/(2)]*100	VO	% of votes in favour	% of votes in favour					
00	00	N.A.		00	00	00		N.A.	00	00	00		N.A.	00	00	(7) = [(5)/(2)]*100	votes polled	favour   %		Company for a period of five years.				



# Resolution No. 7; Resolution to approve related party transaction with related parties.

TOTAL		(if ap	institutions   Postal	Non Poll	Public - E-voting		(if at	Holders Postal	Institutional Poll	Public E-voting	Total	Group (if ar	ter	and Poll	Promoter E-voting		Voting	Category   Mode		Description of r	interested in the resolution	promoter group	Whether promoter	(Ordinary / Special)
	Total	if applicable)	al Ballot		ting		if applicable)	al Ballot		ting		if applicable)	Postal Ballot		ting		ng	e of		resolution	solution	p are	oter /	
3450000	1444981		TOCELLT	1444991		00			00		2005019		CTOCOOT	2005010		(1)	shares held	No. of		Resolution to				
1810890	6331	N.A.		6305	26	00		N.A.	00	00	1804559		N.A.	00	1804559	(2)	polled	No. of votes		Resolution to approve related				
52.49	00.43	N.A.		00.43	00	00		N.A.	00	00	90		N.A.	00	90	(3)=[(2)/(1)]*100	outstanding shares	% of votes polled on		party transaction with related parties				
1810890	6331	N.A.		6305	26	00		N.A.	00	00	1804559		N.A.	00	1804559	(4)	favour	No. of votes in	ordered borreres.	elated narties			Yes	
00	00	N.A.		00	00	00		N.A.	00	00	00		N.A.	00	00	(5)	against	No. of votes						
100	100	N.A.		100	00	00		N.A.	00	00	100		N.A.	00	100	(6)=[(4)/(2)]*100	on votes polled	% of votes in favour						
00	00	N.A.		00	00	00		N.A.	00	00	00		N.A.	00	00	(7) = [(5)/(2)]*100	votes polled	% of votes against on						



Tushar M. Vora

TUSHAR VORA & ASSOCIATES

Report of Scrutinizer

Company Secretaries

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

To,
The Chairman of 23<sup>rd</sup> Annual General Meeting of the members of CEEJAY Finance Limited,
C J House,
Mota Pore, Nadiad - 387001

Dear Sir,

Subject: Scrutinizer's Consolidated Report on E-voting and Poll conducted

pursuant to the provisions of Section 108 and 109 of the Companies

Act, 2013 ("the Act") read with Rule 20 and 21 of Companies

(Management and Administration) Rules, 2014.

- 1. I, Tushar Vora appointed as Scrutinizer by
  - i. the Board of Directors of CEEJAY Finance Ltd. [the Company] for the purpose of scrutinizing the e-voting process under the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies [Management and Administration] Rules, 2014 as amended vide Notification dated 19th March, 2015 and
  - ii. the Chairman of the 23<sup>rd</sup> Annual General Meeting, on poll under the provisions of Section 109 of the Companies Act, 2013 read with Rule 21 of the Companies [Management and Administration] Rules, 2014, on the resolutions contained in the Notice of the 23<sup>rd</sup> Annual General Meeting (AGM) of the members of the Company, held on Saturday 24<sup>th</sup> September, 2016 at 11.00 a.m. at C J House, Mota Pore, Nadiad 387001.
- 2. The Management of the Company is responsible to ensure the compliance with the requirement of the Companies Act, 2013 and Rules relating to e-voting and poll on the resolutions contained in the Notice convening the 23rd Annual General Meeting of the members of the Company. My responsibility as a scrutinizer for the e-voting process and for poll at the AGM is restricted to make a Scrutinizer's Report of the votes cast "in favour" or "against" the resolutions stated above, based on the reports generated from the e-voting system provided by Central Depository Services (India) Limited and voting by poll conducted at the said meeting venue.
- 3. As required under Rule 21[2] of the Companies [Management and Administration] Rules, 2014, I have issued separate Scrutinizer's Report dated 24th September, 2016 on the Poll on the resolutions contained in the Notice of the AGM.

32, Arpan Society, Nr. Mayur High School, Paliyad Nagar, Naranpura, Ahmedabad - 380013 Phone: 079-2791 2121 Mobile: 98258 45205 E-mail: cstusharvora@gmail.com

# Tushar M. Vora

### TUSHAR VORA & ASSOCIATES

B.Com., LLB. (SPL.), F.C.S.



- 4. I have also issued separate Scrutinizer's Report dated 24th September, 2016 on e-voting on the resolutions contained in the Notice of the AGM.
- 5. As required under Rule 20[4][xii] of the Companies [Management and Administration] Rules, 2014, I submit herewith my consolidated Report on the results of e-voting together with that of Poll as under:

Item No. of	Ordinary / Special	Votes in fa Resoli		,	gainst the lutions	Invalid Votes
the Notice	Resolution	Nos.	% of total valid votes casts [Favour and Against]	Nos.	% of total valid votes casts [Favour and Against]	Nos.
1	Ordinary Resolution	1810890	100	00	00	00
2	Ordinary Resolution	1810890	100	00	00	00
3	Ordinary Resolution	1810890	100	00	00	00
4	Ordinary Resolution	1810890	100	00	00	00
5	Ordinary Resolution	1810890	100	00	00	00
6	Special Resolution	1810890	100	00	00	00
7	Special Resolution	1810890	100	00	00	00

Thanking you, Yours Faithfully,

Name: Tushar Vora

**Practicing Company Secretary** 

Scrutinizer

FCS: 3459, COP: 1745

Place : Ahmedabad

Date : 24th September, 2016

# Tushar M. Vora

# TUSHAR VORA & ASSOCIATES

B.Com., LL.B. (SPL.), F.C.S.

Company Secretaries

### Report of Scrutinizer

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

To,
The Chairman of 23<sup>rd</sup> Annual General Meeting of the members of CEEJAY Finance Limited,
C J House,
Mota Pore, Nadiad - 387001

Dear Sir.

Subject: Scrutinizer's Report on E-voting conducted pursuant to the provisions of Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 (4)(xii) of Companies (Management and Administration) Rules, 2014.

- 1. I, Tushar Vora, Practicing Company Secretary, appointed by the Board of Directors of CEEJAY Finance Limited ("the Company") as a Scrutinizer for the purpose of scrutinizing the E-voting process and ascertaining the requisite majority on e-voting carried out as per the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies [Management and Administration] Rues, 2014 on the below mentioned resolution(s), contained in the Notice to the 23rd Annual General Meeting of the Equity Shareholders of the Company held on Saturday, the 24th September, 2016 at 11.00 A.M. at C.J. House, Mota Pore, Nadiad 387001.
- 2. The Management of the Company is responsible to ensure the compliances with the requirements of the Companies Act, 2013 and Rules relating to voting through electronic means on the Resolutions contained in the Notice to the 23rd Annual General Meeting (AGM) of the members of the Company. My responsibility as a Scrutinizer for the E-voting process is restricted to make a Scrutinizer's Report of the votes cast "in favour" or "against" the resolutions stated below, based on the reports generated from the E-voting system provided by Central Depository Services (India) Limited (CDSL), the authorized agency to provide the E-voting facilities, engaged by the Company.
- 3. Further to the above, I submit my report as under:
  - i. The Company has availed E-voting facility offered by Central Depository Services (India) Limited (CDSL) for conducting E-voting by the shareholders of the Company.
  - ii. The Members of the Company as on the "Cut Off" date i.e. 17<sup>th</sup> September, 2016 were entitled to vote on the resolutions (Items Number 1 to 7 as set out in Notice of 23<sup>rd</sup> AGM of the Company).
  - The e-voting period commenced on Wednesday, 21st September, 2016 (09.00 A.M.) to Friday, 23rd September, 2016 (5.00 P.M.). The votes cast were unblocked on 24th September, 2016 in the presence of two witnesses, Mr. Ramesh Prajapati and Mr. Lay Desai who were not in the employment of the Company. They have signed below in confirmation of votes being unblocked in their presence.

Ramesh Prajapati

Lav Desai

### TUSHAR VORA & ASSOCIATES

B.Com., LLB. (SPL.), F.C.S.

Company Secretaries

iv. Thereafter, the details containing *inter alia*, list of equity shareholders, who voted "for", "against" to each of the resolutions that were put to vote, were generated from the e-voting website of Central Depository Services (India) Limited (CDSL), i.e. <u>www.evotingindia.com</u> and based such reports generated, the result of e-voting is as under:

### Item No. 1 - Ordinary Resolution

**Resolution** to receive, consider and adopt the Audited Balance Sheet as at the year ended 31<sup>st</sup> March 2016 and the Statement of Profit and Loss of the Company for the year ended on that date and the Reports of the Directors and Auditors thereon.

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

Number of Members	Number of votes cast by	% of total number of valid votes
voted	them	cast [Favour and Against]
30	1804585	100

### (II) Voted against the resolution:

Number of Members	Number of votes cast by	% of total number of valid votes
voted	them	cast [Favour and Against]
Nil	N.A.	N.A.

### (III) Invalid Votes

Total number of members whose votes were declared invalid	Total number of votes cast by them
Nil	N.A.

(IV) No member abstained from voting for this resolution.

### Item No. 2 - Ordinary Resolution

Resolution to declare dividend on Equity Shares for the financial year ended 31st March, 2016.

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

Number of Members	Number of votes cast by	% of total number of valid votes
voted	them	cast [Favour and Against]
30	1804585	100

### (II) Voted against the resolution:

Number of Members	Number of votes cast by	% of total number of valid votes
voted	them	cast [Favour and Against]
Nil	N.A.	N.A.

### (III) Invalid Votes

Total number of members whose votes were	Total number of votes cast by them
declared invalid	
Nil	N.A.

(IV) No member abstained from voting for this resolution.



### B.Com., LLB. (SPL.), F.C.S.

### Item No. 3 - Ordinary Resolution

Resolution to appoint a Director in place of Mr. Harshad Dalal [DIN: 00080903], who retires by rotation and being eligible, offers himself for re-appointment.

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

Number of Members	Number of votes cast by	% of total number of valid votes
voted	them	cast [Favour and Against]
30	1804585	100

### (II) Voted against the resolution:

Number of Members	Number of votes cast by	% of total number of valid votes
voted	them	cast [Favour and Against]
Nil	N.A.	N.A.

### (III) Invalid Votes

Total number of members whose votes were declared invalid	Total number of votes cast by them
Nil	N.A.

(IV) No member abstained from voting for this resolution.

### Item No. 4 - Ordinary Resolution

Resolution to appoint a Director in place of Mr. Kiran Patel [DIN: 00081061], who retires by rotation and being eligible, offers himself for re-appointment.

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

Number of Members	Number of votes cast by	% of total number of valid votes
voted	them	cast [Favour and Against]
30	1804585	100

### (II) Voted against the resolution:

Number of Members	Number of votes cast by	% of total number of valid votes
voted	them	cast [Favour and Against]
Nil	N.A.	N.A.

### (III) Invalid Votes

Total number of members whose votes were declared invalid	Total number of votes cast by them
Nil	N.A.

(V) No member abstained from voting for this resolution.



B.Com., LLB. (SPL.), F.C.S.

Company Secretaries

### Item No. 5 - Ordinary Resolution

**Resolution** to appoint M/s. Kantilal Patel & Co., Chartered Accountants [ICAI Registration No. 104744W] as Statutory Auditors of the Company to hold office from the conclusion of this meeting until the conclusion of the next Annual General Meeting and to fix their remuneration.

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

Number of Members	Number of votes cast by	% of total number of valid votes
voted	them	cast [Favour and Against]
30	1804585	100

### (II) Voted against the resolution:

Number of Members	Number of votes cast by	% of total number of valid votes
voted	them	cast [Favour and Against]
Nil	N.A.	N.A.

### (III) Invalid Votes

Total number of members whose votes were declared invalid	Total number of votes cast by them
Nil	N.A.

(IV) No member abstained from voting for this resolution.

### Item No. 6 - Special Resolution

**Resolution** for the re-appointment of Mr. Deepak Patel [DIN: 00081100] as the Managing Director of the Company for a period of five years.

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

Number of Members	Number of votes cast by	% of total number of valid votes
voted	them	cast [Favour and Against]
30	1804585	100

### (II) Voted against the resolution:

Number of	Members	Number of votes cast by	% of total number of valid votes
voted		them	cast [Favour and Against]
Nil		N.A.	N.A.

### (III) Invalid Votes

Total number of members whose votes were	Total number of votes cast by them
declared invalid	
Nil	N.A.

(1V) No member abstained from voting for this resolution.



### Item No. 7 - Special Resolution

**Resolution** to approve related party transaction with related parties.

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

Number of Members	Number of votes cast by	% of total number of valid votes
voted	them_	cast [Favour and Against]
30	1804585	100

### (II) Voted against the resolution:

Number of Members	Number of votes cast by	% of total number of valid votes
voted	them	cast [Favour and Against]
Nil	N.A.	N.A.

### (III) Invalid Votes

Total number of members whose votes	Total number of votes cast by them
were declared invalid	
Nil	N.A.

(IV) No member abstained from voting for this resolution.

Thanking you,

Yøurs Faithfully,

√Name: Tushar Vora

**Practicing Company Secretary** 

Scrutinizer

FCS: 3459 COP: 1745

Place

: Ahmedabad

Date

: 24th September, 2016

# Tushar M. Vora B.Com., LL.B. (SPL.), F.C.S.

## TUSHAR VORA & ASSOCIATES

Company Secretaries

### FORM No. MGT-13

### Report of Scrutinizer

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

To,
The Chairman of 23<sup>rd</sup> Annual General Meeting of the members of CEEJAY Finance Limited,
C J House,
Mota Pore, Nadiad - 387001

The 23<sup>rd</sup> Annual General Meeting of the members of CEEJAY Finance Limited (the Company) held on Saturday the 24<sup>th</sup> September, 2016 at 11.00 A.M. at C J House, Mota Pore, Nadiad ~ 387001.

Dear Sir,

- I, Tushar Vora, Practicing Company Secretary, appointed as Scrutinizer for the purpose of the poll taken on the below mentioned resolution(s), at the 23<sup>rd</sup> Annual General Meeting of the Equity Shareholders of CEEJAY Finance Limited held on Saturday, the 24<sup>th</sup> September, 2016 at 11.00 A.M. at C J House, Mota Pore, Nadiad 387001, submit my report as under:
  - 1. One ballot box kept for polling at the venue of the general meeting was locked in my presence with due identification marks placed by me.
  - After closing of voting by the members present at the meeting, the locked ballot box was subsequently opened in my presence and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Company and the authorizations / proxies lodged with the Company.
  - 3. The poll papers, which were incomplete and/or which were otherwise found defective have been treated as invalid and kept separately.
  - 4. The result of the poll is as under:



Company Secretaries

B.Com., LLB. (SPL.), F.C.S.

### Item No. 1 - Ordinary Resolution

**Resolution** to receive, consider and adopt the Audited Balance Sheet as at the year ended 31st March 2016 and the Statement of Profit and Loss of the Company for the year ended on that date and the Reports of the Directors and Auditors thereon.

### (1) Voted in favour of resolution:

Number of Members present and voting (in	Number of votes cast by them (Shares)	% of total number of valid votes cast
person or proxy)	them (shares)	votes cast
46	6305	100

### (II) Voted against the resolution:

Number of Members present and voting (in person or proxy)	Number of votes cast by them (Shares)	% of total number of valid votes cast
Nil	N.A.	N.A.

### (III) Invalid Votes

Total number of members present and voting (in person or proxy) whose votes were declared invalid	Total number of votes cast by them (Shares)
Nil	N.A.

### Item No. 2 - Ordinary Resolution

Resolution to declare dividend on Equity Shares for the financial year ended 31st March, 2016.

### (1) Voted in favour of resolution:

Number of Members present and voting (in	Number of votes cast by them (Shares)	% of total number of valid votes cast
person or proxy)		
46	6305	100

### (II) Voted against the resolution:

Number of Members present and voting (in	Number of votes cast by them (Shares)	% of total number of valid votes cast
person or proxy) Nil	N.A.	N.A.

### (III) Invalid Votes

Total number of members present and voting (in person or proxy) whose votes were declared invalid	Total number of votes cast by them (Shares)
Nil	N.A.

B.Com., LLB. (SPL.), F.C.S.

Company Secretaries

### Item No. 3 - Ordinary Resolution

**Resolution** to appoint a Director in place of Mr. Harshad Dalal [DIN: 00080903], who retires by rotation and being eligible, offers himself for re-appointment.

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

Number of Members present and voting (in person or proxy)	Number of votes cast by them (Shares)	% of total number of valid votes cast
46	6305	100

### (II) Voted against the resolution:

Number of Members present and voting (in	Number of votes cast by them (Shares)	% of total number of valid votes cast
person or proxy)		
Nil	N.A.	N.A.

### (III) Invalid Votes

Total number of members present and voting (in person or proxy) whose votes	Total number of votes cast by them (Shares)
were declared invalid	(01141.00)
Nil	N.A.

### Item No. 4 - Ordinary Resolution

**Resolution** to appoint a Director in place of Mr. Kiran Patel [DIN: 00081061], who retires by rotation and being eligible, offers himself for re-appointment.

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

- 1	Number of Members present and voting (in person or proxy)	Number of votes cast by them (Shares)	% of total number of valid votes cast
Ī	46	6305	100

### (II) Voted against the resolution:

Number of Members present and voting (in person or proxy)	Number of votes cast by them (Shares)	% of total number of valid votes cast
Nil	N.A.	N.A.

### (III) Invalid Votes

Total number of members present and voting (in person or proxy) whose votes	Total number of votes cast by them (Shares)
were declared invalid	N.A.

Company Secretaries

B.Com., LLB. (SPL.), F.C.S.

### Item No. 5 - Ordinary Resolution

**Resolution** to appoint M/s. Kantilal Patel & Co., Chartered Accountants [ICAI Registration No. 104744W] as Statutory Auditors of the Company to hold office from the conclusion of this meeting until the conclusion of the next Annual General Meeting and to fix their remuneration.

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

Number of Members present and voting (in person or proxy)	Number of votes cast by them (Shares)	% of total number of valid votes cast
46	6305	100

### (II) Voted against the resolution:

Number of Members present and voting (in person or proxy)	Number of votes cast by them (Shares)	% of total number of valid votes cast
Nil	N.A.	N.A.

### (III) Invalid Votes

Total number of members present and voting (in person or proxy) whose votes were declared invalid	Total number of votes cast by them (Shares)
Nil	N.A.

### Item No. 6 - Special Resolution

**Resolution** for the re-appointment of Mr. Deepak Patel [DIN: 00081100] as the Managing Director of the Company for a period of five years.

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

Number of Members present and voting (in person or proxy)	Number of votes cast by them (Shares)	% of total number of valid votes cast
46	6305	100

### (II) Voted against the resolution:

Number of Members present and voting (in	Number of votes cast by them (Shares)	% of total number of valid votes cast
person or proxy)		
Nil	N.A.	N.A.

### (III) Invalid Votes

Total number of members present and voting (in person or proxy) whose votes were declared invalid	Total number of votes cast by them (Shares)
Nil	N.A.



### Item No. 7 - Special Resolution

**Resolution** to approve related party transaction with related parties.

(I) Voted in favour of resolution:

Number of Members present and voting (in person or proxy)	Number of votes cast by them (Shares)	% of total number of valid votes cast
46	6305	100

(II) Voted against the resolution:

Number of Members present and voting (in	Number of votes cast by them (Shares)	% of total number of valid votes cast
person or proxy) Nil	N.A.	N.A.

### (III) Invalid Votes

Total number of members present and voting (in person or proxy) whose votes were declared invalid	Total number of votes cast by them (Shares)
Nil	N.A.

- 5. A compact Disc (CD) containing a list of Equity Shareholders who voted "FOR", "AGAINST" and those whose votes were declared invalid for each resolution is enclosed.
- 6. The poll papers and all other relevant records were sealed and handed over to the Company Secretary/Director authorize by the Board for safe keeping.

Thanking you,

Yours Faithfully,

Name: Tushar Vora

**Practicing Company Secretary** 

Scrutinizer

FCS: 3459, COP: 1745 Place : Ahmedabad

Date: 24th September, 2016