MANSI FINANCE (CHENNAI) LIMITED
(CIN: L65191TN1994PLC028734)
No. 22, Mulla Sahib Street,
Sowcarpet,
CHENNAI – 600 079.
Tel: 044 – 2529 2139 email ID: mansi@mansiindia.com

26.09.2019

The Manager,
Bombay Stock Exchange Limited,
25^{th} Floor, P.J. Towers,
Dalal Street,
Mumbai – 400 001.

Dear Sir,

Sub: Submission of Consolidated Scrutinizer's Report

With reference to above, enclosed please find attached the Consolidated Scrutinizer's Report pursuant to section 108 & 109 of the Companies Act, 2013 and rule 20 and 21 of the Companies (Management and Administration) Rules, 2014.

Please acknowledge the receipt and do the needful.

Thanking you,

Yours faithfully,
For MANSI FINANCE (CHENNAI) LIMITED

Suresh Chand Bafna
Digitally signed by Suresh Chand Bafna
Date: 2019.09.26 22:01:18 +05'30'

(SURESH BAFNA)
Chairman & Managing Director
DIN: 00007655
No. 22, Mulla Sahib Street,
Sowcarpet,
Chennai – 600 079.

CS *Mundhara & Co.,*
COMPANY SECRETARIES
JAGDISH P MUNDHARA, B.Com., (Hons.) FCS, MIMA

C1, Roop Chamber, III Floor,
43, Erulappan Street, Sowcarpet,
Chennai - 600 079. Tel : 25368835
E-mail id : mundhara_co@yahoo.co.in

Form No. MGT-13

Consolidated Scrutinizer's Report
[Pursuant to section 108 & 109 of the Companies Act, 2013 and Rule 20 and 21 of the Companies (Management and Administration) Rules, 2014 as amended upto date]

To,
The Chairman of **Twenty Fifth** Annual General Meeting of **M/s. MANSI FINANCE (CHENNAI) LIMITED** having its registered office at "Mansi Mansion"No. 22-B, Mulla Sahib Street, Sowcarpet, Chennai – 600 079.

Dear Sir,

Sub: Scrutinizer's Report on various ordinary resolutions passed under the provisions of the Companies Act, 2013 read with rules made thereunder.

I, **JAGDISH PRASAD MUNDHARA,** a Company Secretary in practice and Proprietor of **M/s. MUNDHARA & Co, Company Secretaries, Chennai**, have been appointed by the Board of Directors of **M/s. MANSI FINANCE (CHENNAI) LIMITED** (the *"Company"*) for the purpose of:

(i) scrutinizing the e-voting process (remote e-voting) under the provisions of section 108 of the Companies Act, 2013 (the *"Act"*) read with rule 20 of the Companies (Management and Administration) Rules, 2014, as amended (the *"rules"*);
(ii) poll process under the provisions of section 109 of the Act read with rule 21 of the rules, on the resolutions contained in the Notice (the *"resolutions"*) of the Twenty Fifth Annual General Meeting (AGM) of the members of the Company held on Wednesday, the 25th September, 2019 at 9.00 a.m. at No. 59, Ormes Road, Prince Apartments, 7th Floor, A-Block, Kilpauk, Chennai – 600 010.

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 electronic means on the resolutions contained in the Notice of the Twenty Fifth Annual General Meeting of the members of the Company. My responsibility as a scrutinizer for the e-voting and ballot at the venue of Annual General Meeting is restricted to make a scrutinizer's report of the votes cast *"in favour"* or *"against"* the resolutions stated above and *"invalid"* votes, based on the reports generated from the e-voting system provided by *Central Depository Services (India) Limited*, the

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authorized agency to provide e-voting facilities, engaged by the Company and Ballot forms received.

I submit herewith my consolidated scrutinizer's report on the results of voting through electronic means and ballot forms issued at the venue of the meeting, as under:

a. Pursuant to section 108 & 109 of the Act read with rule 20 & 21 of the Rules, the notice convening the Twenty Fifth Annual General Meeting including the statement on material facts under section 102 of the Act have been dispatched to all the members of the Company through electronic means (wherever email IDs were available) and to other shareholders by registered post and subsequently, the Notice was also placed on the website of the Company. The members of the Company were given an option to vote electronically on e-voting platform provided by *Central Depository Services (India) Limited (CDSL).*

b. The public advertisement with respect to dispatch of notice and conducting of voting through electronic means and postal ballot was published in the newspapers.

c. The members of the Company as on the *"cut-off"* date i.e., Wednesday, 18th September, 2019 were entitled to vote on the resolutions as set out in the Notice of the Twenty Fifth Annual General Meeting of the Company.

d. The remote e-voting period remained open from Sunday, the 22nd September, 2019 (9.00 a.m.) to Tuesday, the 24th September, 2019 (5.00 p.m.).

e. Accordingly, the electronic votes cast were taken into account and at the end of this voting period, i.e., on 24th September, 2019 at 5.00 p.m., the e-voting platform on CDSL was blocked for voting by the members.

f. The votes cast were unblocked on Thursday, the 26th September, 2019 in the presence of two witnesses, *Ms. Vinitha* and *Ms. Kalpana* who are not in the employment of the Company.

At the Annual General Meeting of the Company held at the scheduled time, day, date and venue, the Chairman announced a poll through ballot form taking into account the provisions of the Act as well as the rules.

The polling papers in Form MGT-12 as prescribed under the rules were distributed to the shareholders present.

a. At the time fixed for closing of the poll by the Chairman, the ballot box kept for polling was locked in my presence with due identification marks placed by me.

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b. 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 Company and the authorizations/proxies lodged by the Company.

c. There were no defective poll papers found, which could have been treated as invalid.

On the conclusion of the Twenty Fifth Annual General Meeting, the details containing, *interalia,* list of Equity Shareholders, who voted *"for", "against"* and *"invalid"* on each of the resolutions that were put to vote, were generated from the e-voting website of *Central Depository Services (India) Limited* i.e., *www.evotingindia.com* and based on such reports generated, combined with ballot forms obtained at the venue of the meeting, the results were prepared.

A register has been maintained electronically to record the assent or dissent, received mentioning the particulars of name, address, folio number or client ID of the shareholders, number of shares held by them, nominal value of such shares. Further, there are no shares with differential voting rights and hence, the question of maintaining the list of shares with differential voting rights does not arise.

d. The result of the e-voting and ballot forms is hereby annexed to this report.

e. The postal ballot forms, poll papers and all other relevant records were sealed and handed over to the Director of the Company authorized by the Board for safe keeping.

Thanking You,
Yours faithfully,

Kmundhara

MUNDHARA & CO. CHENNAI 600 079 COMPANY SECRETARIES

(JAGDISH P MUNDHARA)
Practicing Company Secretary
FCS 2353 CP No. 1443

Proprietor
MUNDHARA & CO,
Company Secretaries
(ICSI Unique Code: S1988TN005000)

Place : CHENNAI
Date : 26.09.2019

MANSI FINANCE (CHENNAI) LIMITED
Annexure to Scrutinizer's Report
(To be read along with my report of even date)

Resolution No. & Type	*Description of Resolution*	*Mode*	*Ballots Received*	*Total Votes*	*Favour*			*Against*			*Invalid/Abstain*	
					Ballots	*Votes*	*% to Total Valid Votes*	*Ballots*	*Votes*	*% to Total Valid Votes*	*Ballots*	*Votes*
1. Ordinary Resolution	Consideration and adoption of Audited Balance Sheet as at 31st March, 2019 and Profit & Loss Account for the period ended on that date and the reports of Directors and Auditors thereon.	Electronic	-	-	-	-	0.00%	-	-	0.00%	-	-
		Physical	30	422906	30	422906	100.00%	-	-	0.00%	-	-
		Total	***30***	***422906***	***30***	***422906***	***100.00%***	-	-	***0.00%***	-	-
2. Ordinary Resolution	Reappointment of Shri. Suresh Bafna (DIN: 00007655) as a director who retires by rotation and, being eligible, offers himself for re-appointment.	Electronic	-	-	-	-	0.00%	-	-	0.00%	-	-
		Physical	30	422906	30	422906	100.00%	-	-	0.00%	-	-
		Total	***30***	***422906***	***30***	***422906***	***100.00%***	-	-	***0.00%***	-	-

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3. Ordinary Resolution	Ratification of Appointment of M/s. Pemmasani & Co, Chartered Accountants, as the Statutory Auditors of the Company.	Electronic	-	-	-	-	0.00%	-	-	0.00%	-	-
		Physical	30	422906	30	422906	100.00%	-	-	0.00%	-	-
		Total	***30***	***422906***	***30***	***422906***	***100.00%***	-	-	***0.00%***	-	-
		Total	***30***	***422906***	***30***	***422906***	***100.00%***	-	-	***0.00%***	-	-

Notes:

Since the requisite No. of votes cast in favour are exceeding the No. of votes cast against in respect of resolutions in S. No. 1 to 3, **I hereby report, that the above resolutions were passed with requisite majority.**

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