APPLE
FINANCE LIMITED

September 27, 2019

BSE Limited
CRD – Listing Compliance
P. J. Towers
Dalal Street
Mumbai 400 001

Dear Sirs,

Voting Results

We have to inform you that the Company's 33rd Annual General Meeting was held on Wednesday, September 25, 2019 at Royal Banquet (M. C. Ghia Hall), Bhogilal Hargovindas Building, Floor 4, 18/20 Kaikhushru Dubash Marg, Mumbai 400 001 and the business mentioned in the Notice dated August 9, 2019 was transacted.

In this behalf, we enclose the following:-

1. Voting Results under Regulation 44 of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015.

2. The Report dated September 25, 2019 submitted by the Scrutinizer, Mr. Umesh P. Maskeri, Practicing Company Secretary, pursuant to Section 108 of the Companies Act, 2013 and Rule 20(4)(xii) of the Companies (Management & Administration) Rules, 2014.

Thanking you.

Yours truly,
For Apple Finance Limited

Company Secretary

Encl.: a/a

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Umesh P. Maskeri B.Sc., CAIIB, L.Lb, FCS, PGDSL
Practicing Company Secretary

No 304, Geetanjali Heights, Plot No.77, Sector 27
Near Presentation Convent School, Nerul East, Navi Mumbai–400 706
Tele 022 -27716919; Mobile: 09930178352; Email: umeshmaskeri@gmail.com

CONSOLIDATED SCRUTINIZER'S REPORT

[Pursuant to section 108 and 109 of the Companies Act, 2013 read with Rule 20 and 21 of the Companies (Management & Administration) Rules, 2014]

To
The Chairman of 33rd Annual General Meeting
Apple Finance Limited
8, Apeejay House
130, Mumbai Samachar Marg
Mumbai 400 023

September 25, 2019

Dear Sir,

1. I, Umesh P. Maskeri, Practicing Company Secretary, have been appointed as a Scrutinizer by the Board of Directors of Apple Finance Limited ("the Company") at their meeting held on May 30, 2019 for the purpose of ensuring that the voting process is conducted in a fair and transparent manner, on the resolutions contained in the notice of the Annual General Meeting of the Company held on Wednesday, the September 25, 2019 at 3.30 p.m. at Royal Banquet (M. C. Ghia Hall), Bhogilal Hargovindas Building, Floor 4, 18/20 Kaikhushru Dubash Marg, Mumbai 400 001, in respect of the following matters:

   (i) Poll through ballot papers under the provisions of Section 109 of the Act read with Rule 21 of the Rules,

   (ii) Scrutinizing the remote e-Voting process 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").

2. **Notice of the 33rd Annual General Meeting ("AGM")**

   The Company has informed that as required under Section 101 and 108 of the Act and the Companies (Management and Administration) Rules, 2014, the Notice of the AGM dated August 9, 2019 along with the Explanatory Statement under Section 102 of the Act was sent to the Members of the Company on August 31, 2019, whose names appeared on the Register of Members/Register of Beneficial Owners containing the instructions on voting electronically through the electronic system of the Central Depository Services (India) Limited ("CDSL") and also procedure for poll.

UMESH P. MASKERI COP 12704 MUMBAI FCS 4831 COMPANY SECRETARY

Umaskeri

3. **Poll:**

3.1 The Company has provided me the Register of Members as on the cut off date i.e. September 18, 2019, the Attendance Register and the Register of Proxies.

3.2 After declaration of the poll by the Chairman, ballot boxes kept for polling were marked by identification mark placed on them.

3.3 The Company has obtained the assistance of Bigshare Services Private Limited, the Registrar and Transfer Agents, to verify the specimen signatures of the shareholders who cast their votes.

4. **Remote e-Voting: EVSN 190821054**

4.1 The remote e-Voting period commenced at 10.00 a.m. on Sunday, September 22, 2019 and concluded at 5.00 p.m. on Tuesday, September 24, 2019. Accordingly, the electronic votes cast during this period have been taken into account for ascertaining the votes cast in favour and against the resolutions, set out in the notice convening the AGM. and the CDSL remote e-Voting portal was blocked thereafter.

4.2 After the votes cast by polling papers by the shareholders at the venue of the AGM were counted, I have unblocked the remote e-Voting at 4.25 p.m. today in the presence of two persons, who are not the employees of the Company.

5. A summary of the voting results through remote e-Voting has been included in the consolidated report furnished in the attachment.

6. Based on the voting scrutinized by me, it is observed that 66 members have cast their votes on poll and 27 members have cast their votes through remote e-Voting platform. The consolidated result of e-Voting and poll for each of the Agenda items contained in the Notice of AGM is furnished below:

Resolution No.1: Ordinary Resolution

Adoption of (a) Audited financial statements for the financial year ended March 31, 2019 and the Reports of the Board of Directors and Auditors thereon and (b) Audited consolidated financial statements for the financial year ended March 31, 2019 and the report of Auditors thereon:

Particulars of votes cast	Poll		Remote e-Voting		Total		% of Total Votes cast	Result
	No. of Ballots	No. of Votes	No. of Ballots	No. of Votes	No. of Ballots	No. of Votes		
in favour of the Resolution	66	14418823	27	2727	93	14421650	100	Passed with requisite majority
Against Resolution	0	0	0	0	0	0	0	
Total	66	14418823	27	2727	93	14421650	100	

UMESH P. MASKERI COP 12704 MUMBAI FCS 4831 COMPANY SECRETARY

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Umesh P. Maskeri **B.Sc., CAIIB, L.Lb, FCS, PGDSL**
Practicing Company Secretary

Resolution No.2: Ordinary Resolution:

Reappointment of Mr. Mahesh Raghavan Menon (DIN: 00164298), who retires by rotation:

Particulars of votes cast	Poll		Remote e-Voting		Total		% of Total Votes cast	Result
	No. of Ballots	No. of Votes	No. of Ballots	No. of Votes	No. of Ballots	No. of Votes		
in favour of the Resolution	66	14418823	27	2727	93	14421650	100	Passed with requisite majority
Against Resolution	0	0	0	0	0	0	0	
Total	66	14418823	27	2727	93	14421650	100	

7. Based on the aforesaid report, it may be seen that Resolutions No. (1) and (2) of the AGM Notice have been passed with requisite majority. The consolidated voting results of the aforesaid voting may accordingly be declared by the Chairman of the Company.

8. The Register maintained in electronic form recording the assent or dissent received along with all the relevant records of e-Voting will remain in my safe custody until the Chairman considers, approves and signs the minutes of the AGM and the same will be handed over to the Company Secretary for safe keeping.

9. The particulars containing a list of equity shareholders who voted "FOR", "AGAINST" through the mechanism of poll through ballot papers and those whose votes were declared invalid for each Resolution was submitted to the Company Secretary. The poll papers and all other relevant records were sealed and handed over to the Company Secretary for safe keeping.

UMESH P. MASKERI
COP 12704
MUMBAI
FCS 4831
COMPANY SECRETARY

Place: Mumbai
Date: September 25, 2019

Thanking you,
Yours faithfully,

Umesh P. Maskeri
Practicing Company Secretary and Scrutinizer
Certificate of Practice No 12704

Countersigned by
For Apple Finance Limited

P. B. Deshpande
Company Secretary

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Date of the AGM/EGM	25/09/2019
Total number of shareholders on record date	120055
No. of shareholders present in the meeting either in person or throught proxy:	111
Promoters and promoter Group:	2
Public:	109
No. of shareholders attended the meeting throught Video Conferencing:	Not Arranged
Promoters and promoter Group:	
Public:	

Resolution No.1 (a) Consider and adopt the audited financial statements for the financial year ended March 31, 2019 and the reports of the Board of Directors and Auditors thereon (b) Consider and adopt the audited consolidated financial statements for the financial year ended March 31, 2019 and the report of the Auditors thereon.

Resolution required: (Ordinary / Special)	**Ordinary Resolution**
Whether promoter/promoter group are interested in the agenda/resolution ?	**No**

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 favor (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 & Promoter Group	E-VOTING	13751596	0	0.00	0	0	0.00	0.00
	POLL	13751596	13751596	100.00	13751596	0	100.00	0.00
	POSTAL BALLOT	0	0	0.00	0	0	0.00	0.00
	TOTAL	13751596	13751596	100.00	13751596	0	100.00	0.00
Public - Institutions	E-VOTING	27905	0	0.00	0	0	0.00	0.00
	POLL	27905	0	0.00	0	0	0.00	0.00
	POSTAL BALLOT	0	0	0.00	0	0	0.00	0.00
	TOTAL	27905	0	0.00	0	0	0.00	0.00
Public-Non Institutions	E-VOTING	41893621	2827	0.01	2827	0	100.00	0.00
	POLL	41893621	667227	1.59	667227	0	100.00	0.00
	POSTAL BALLOT	0	0	0.00	0	0	0.00	0.00
	TOTAL	41893621	670054	1.60	670054	0	100.00	0.00
TOTAL		55673122	14421650	25.90	14421650	0	100.00	0.00

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Resolution No.**2**: Appointment of Mr. Mahesh Raghavan Menon, a Director retiring by rotation.

Resolution required :(Ordinary / Special)	Ordinary Resolution
Whether promoter/promoter group are interested in the agenda/resolution ?	No

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 favor (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 & Promoter Group	E-VOTING	13751596	0	0.00	0	0	0.00	0.00
	POLL	13751596	13751596	100.00	13751596	0	100.00	0.00
	POSTAL BALLOT	0	0	0.00	0	0	0.00	0.00
	TOTAL	13751596	13751596	100.00	13751596	0	100.00	0.00
Public - Institutions	E-VOTING	27905	0	0.00	0	0	0.00	0.00
	POLL	27905	0	0.00	0	0	0.00	0.00
	POSTAL BALLOT	0	0	0.00	0	0	0.00	0.00
	TOTAL	27905	0	0.00	0	0	0.00	0.00
Public-Non Institutions	E-VOTING	41893621	2827	0.01	2827	0	100.00	0.00
	POLL	41893621	667227	1.59	667227	0	100.00	0.00
	POSTAL BALLOT	0	0	0.00	0	0	0.00	0.00
	TOTAL	41893621	670054	1.60	670054	0	100.00	0.00
TOTAL		55673122	14421650	25.90	14421650	0	100.00	0.00

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