



To,

30<sup>th</sup> September, 2024

**Bombay Stock Exchange Ltd**

Corporate Relationship Department  
1st Floor, New Trading Ring,  
Rotunda Building, P.J. Towers,  
Dalal Street, Fort, Mumbai- 400001  
**(Scrip Code No: 531644)**

Dear Sir/Madam,

**Sub: Scrutinizer's Report**

Pursuant to Regulation 44 (3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, we wish to enclose herewith the Scrutinizer's Report for the business transacted at the AGM of the company held on Monday, 30<sup>th</sup> September, 2024.

Kindly take the same on your record.

Thanking You,

**For Tokyo Finance Limited**

**Haresh Velji Shah**  
**Director**  
**DIN:00008339**

# Virendra Bhatt

Company Secretary

Office :

Office No.: 03, A Wing, 9th Floor,  
Pinnacle Corporate Park,  
BKC CST Link Rd., MMRDA Area,  
Bandra Kurla Complex,  
Bandra East, Mumbai - 400 051

Tel.: 022 - 2652 9367 / 68

Mobile No.: +91 98200 48670

Email : bhattvirendra1945@yahoo.co.in

## Consolidated Scrutinizer's Report

[Pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies  
(Management and Administration) Rules, 2014, as amended]

To,  
The Chairman  
**Tokyo Finance Limited,**  
363/1(1,2,3), Shree Ganesh,  
Industrial Estate, Kachigam Road,  
Daman- 396210, Dadra and Nagar Haveli, India.

Dear Sir / Madam,

**Sub: Consolidated Scrutinizer's Report on remote e-voting (prior to the AGM) and venue e-voting (during the course of the AGM) conducted pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by Companies (Management and Administration) Amendment Rules, 2015 for the Thirtieth Annual General Meeting of the Shareholders of Tokyo Finance Limited held on Monday, 30<sup>th</sup> September, 2024 at 12:45 p.m. (IST) through video conferencing ('VC') / other audio visual means ('OAVM').**

I, Virendra G. Bhatt, Practicing Company Secretary, had been appointed as the Scrutinizer by the Board of Directors of **Tokyo Finance Limited** (CIN: L65923DD1994PLC009783) pursuant to Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended, to conduct and scrutinize the entire e-voting process (remote e-voting & venue e-voting) in a fair and transparent manner in respect of the below mentioned resolutions proposed at the Thirtieth Annual General Meeting ("AGM") of Tokyo Finance Limited held on Monday, 30<sup>th</sup> September, 2024 at 12:45 p.m. (IST) through VC / OAVM.

The notice dated 04<sup>th</sup> September, 2024, convening the AGM, as confirmed by the Company was sent to the shareholders in respect of the below mentioned resolutions proposed to be passed at the AGM of the Company through electronic mode to those Members whose email addresses are registered with the Company/ Depositories, in compliance with the General Circulars No. 14/2020 dated 8<sup>th</sup> April, 2020, No. 17/2020 dated 13<sup>th</sup> April, 2020, No. 20/2020 dated 5<sup>th</sup> May, 2020, No. 02/2021 dated 13<sup>th</sup> January, 2021, No. 19/2021 dated 8<sup>th</sup> December, 2021, No. 21/2021 dated 14<sup>th</sup>



December, 2021, No. 2/2022 dated 5<sup>th</sup> May, 2022, No. 10/2022 dated 28<sup>th</sup> December, 2022 and No. 9/2023 dated 25<sup>th</sup> September, 2023 issued by the Ministry of Corporate Affairs (collectively referred to as 'MCA Circulars').

The Company had availed the e-voting facility offered by Central Depository Services (India) Limited ("CDSL") for conducting e-voting by the Shareholders of the Company.

The voting period for remote e-voting commenced on Friday, 27<sup>th</sup> September, 2024 at 9:00 a.m. (IST) and ended on Sunday, 29<sup>th</sup> September, 2024 at 5:00 p.m. (IST) and the CSDL e-voting platform was disabled thereafter.

The Company had also provided venue e-voting facility during the course of AGM, to the shareholders present at the AGM through VC / OAVM and who had not cast their vote earlier.

The shareholders of the Company holding shares as on the "cut-off" date Monday, 23<sup>rd</sup> September, 2024 were entitled to vote on the resolutions as contained in the Notice of the AGM.

After the closure of venue e-voting, the report on venue-voting done during the AGM and the votes cast under remote e-voting facility prior to the AGM were unblocked and counted.

I have scrutinized and reviewed the remote e-voting and venue e-voting prior to and during the AGM respectively and votes cast therein based on the data downloaded from the CSDL e-voting system.

The Management of the Company is responsible to ensure compliance with the requirements of the Act and rules relating to remote e-voting and venue e-voting on the resolutions contained in the notice of the AGM.

My responsibility as scrutinizer for the remote e-voting and venue e-voting is restricted to making a Scrutinizer's Report of the votes cast in favour or against the resolutions.

I now submit my consolidated report as under on the result of the remote e-voting (prior to AGM) and venue e-voting (during the course of AGM) in respect of the said resolutions.





Item No. of the Notice (i)	Total Valid Votes	Votes in favour of the resolution		Votes against the resolution		Invalid votes Nos. (due to lack of proper authorization) Nos. (vi)
		No. of valid Votes (ii)	As a % of total number of valid votes (in Favour and Against) (iii=ii/(ii+iv)* 100)	No. of valid Votes (iv)	As a % of total number of valid votes (in Favour and Against) (v=iv/(ii+iv)* 100)	
<b>Item No. 1 –</b> To receive, consider and adopt the Audited Standalone Financial Statement for the year ended 31 <sup>st</sup> March, 2024 and the Reports of the Board of Directors and Auditors thereon. <b>(Ordinary Resolutions)</b>	4432538	4432538	100%	0	0%	0
<b>Item No. 2 –</b> To appoint a Director in place of Mr. Haresh Velji shah, who retires by rotation and being eligible, offers himself for re-appointment. <b>(Ordinary Resolutions.)</b>	4432538	4432538	100%	0	0%	0
<b>Item No. 3–</b> To approve and regularize the appointment of Mrs. Kinnari sunny charla (DIN:10748676) as an Independent Director (Non-Executive) of the Company. <b>(Special Resolution.)</b>	4432538	4432538	100%	0	0%	0



Item No. of the Notice (i)	Total Valid Votes	Votes in favour of the resolution		Votes against the resolution		Invalid votes Nos. (due to lack of proper authorization) Nos. (vi)
		No. of valid Votes (ii)	As a % of total number of valid votes (In Favour and Against) (iii=ii/(ii+iv)* 100)	No. of valid Votes (iv)	As a % of total number of valid votes (in Favour and Against) (v=iv/(ii+iv)* 100)	
Item No. 4 – Revision of Remuneration of Mr. Velji Ladhahir Shah (DIN: 00007239) Managing Director. (Special Resolution.)	4432538	4432538	100%	0	0%	0
Item No. 5 – Revision of Remuneration of Mr. Haresh Velji shah (DIN: 00008339) Executive Director. (Special Resolution.)	4432538	4432538	100%	0	0%	0

Thanking You,

Yours faithfully,

  
Virendra G. Bhatt

Practicing Company Secretary  
ACS No.: 1157 / COP No.: 124  
Peer Review Cert. No.: 1439/2021

Date: 30<sup>th</sup> September, 2024

Place: Mumbai

UDIN: A001157F001375387

Counter Signed by:  
For Tokyo Finance Limited  
Haresh Velji Shah  
Director  
DIN: 00008339