

ROSELABS FINANCE LIMITED

September 25, 2024

To,
The Listing Department,
BSE Limited
Phiroze Jeejeebhoy Towers
Dalal Street
Mumbai- 400001

Scrip: **531324**

Dear Sir(s),

Sub: Outcome of 30th Annual General Meeting ('AGM') held on September 25, 2024

Ref: Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements), 2015 ('Listing Regulations')

In continuation to our letter dated August 29, 2024, the 30th AGM of the Company was held on September 25, 2024 through Video Conferencing ('VC') / Other Audio-Visual Means ('OAVM'). The AGM was held as per the relevant circulars issued by the Ministry of Corporate Affairs (MCA), Securities and Exchange Board of India (SEBI) and the business mentioned in the Notice of AGM dated July 18, 2024 was transacted. In this regard, please find enclosed herewith the following:

- i. Summary of Proceedings of the 30th AGM as required under the Regulation 30, Part A of Schedule - III of the Listing Regulations as **Annexure – I**.
- ii. Voting results as required under Regulation 44 of the Listing Regulations accompanied with Scrutinizer's Report as **Annexure-II**.

The voting results are also uploaded on the Company's website <http://www.roselabsfinancelimited.in>

Kindly take the above information on your records.

Yours faithfully,

Roselabs Finance Limited

Gunjan Taunk
Company Secretary
Membership No.: A23346

Encl: A/a

ROSELABS FINANCE LIMITED

PROCEEDINGS OF THE 30TH ANNUAL GENERAL MEETING OF ROSELABS FINANCE LIMITED THROUGH VIDEO CONFERENCING/OTHER AUDIO VISUAL MEANS

The 30th Annual General Meeting ('AGM') of the members of Roselabs Finance Limited ('the Company') was held on Wednesday, September 25, 2024 at 03.00 p.m. (IST) through Video Conferencing ('VC')/Other Audio Visual Means ('OAVM'). The AGM was held as per the circulars issued by the Ministry of Corporate Affairs (MCA) and Securities and Exchange Board of India (SEBI).

The Company Secretary, Mr. Gunjan Taunk, welcomed the Members to the AGM and briefed them on certain points relating to their participation at the AGM through VC/OAVM.

Ms. Sanjyot Rangnekar, Chairperson chaired the Meeting. The requisite quorum being present, the Chairperson called the meeting to order. All the Directors of the Company attended the Meeting through video conferencing and the Chairperson introduced the Directors and KMPs to the Members. The Chairperson of the Audit Committee, Stakeholders Relationship Committee and Nomination and Remuneration Committee were present at the AGM. The Registers as required under the Companies Act, 2013 and other relevant documents mentioned in the AGM Notice were available for inspection. The 30th AGM was attended by 27 Members of the Company through VC/OAVM. The representatives of MSKA & Associates, Statutory Auditors, Shравan A. Gupta & Associates, Secretarial Auditor and Scrutinizer for the remote e-Voting and the e-voting during the AGM, were also present at the Meeting through Video Conferencing. With the consent of the Members, the Notice convening the Meeting and the Auditors' Report were taken as read. The Members were informed that the Statutory Auditors' Report and Secretarial Audit Report did not have any qualifications.

The Company Secretary informed the Members that the Company had provided the facility to cast their vote electronically on the NSDL's e-voting platform by remote e-voting and e-voting during the AGM. Further the Company Secretary explained the process of voting during the AGM and also informed that since the AGM is held through video conferencing and the resolutions mentioned in the notice convening the AGM been already had put to vote through remote e-voting, there would be no proposing and seconding on the resolutions.

In terms of the Notice dated July 18, 2024 convening the 30th AGM of the Company, the following items of business were transacted at the AGM through remote e-voting:

Sr. No.	Details of the Agenda	Resolution Type
1	To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended March 31, 2024, together with the Reports of the Board of Directors and the Auditors thereon.	Ordinary Resolution
2	To appoint a director in place of Ms. Sanjyot Rangnekar, Non-executive Non Independent Director (DIN:07128992), who retires by rotation and being eligible, offers herself for re-appointment.	Ordinary Resolution

The Chairperson then invited the Members to express their views and ask questions (Q & A session) on the business operations of the Company. Ms. Sanjyot Rangnekar responded to their queries.

Post the Q & A session, the Chairperson thanked the Members for attending and participating at the meeting. She also thanked the Directors for joining the Meeting.

The e-Voting facility was kept open for the next 15 minutes to enable the Members to cast their vote. The Chairperson authorized the Company Secretary to carry out the voting process and declare the results of the consolidated voting. The Chairperson informed the Members that the consolidated voting results along with the Scrutinizer's Report would be placed on the Company's website www.roselabsfinancelimited.in, NSDL website and would also be available on the websites of Stock Exchange viz., BSE Limited where the shares of the Company are listed.

The AGM was deemed to have concluded at 15:28 p.m. (IST) post expiry of 15 minutes time allotted for the members to cast their vote.

For, Roselabs Finance Limited

Gunjan Taunk
Company Secretary
Membership No. A23346

Annexure II

Name of the Company	ROSELABS FINANCE LIMITED
Date of AGM	25-09-2024
Total number of shareholders on record cut-off date i.e., 18-09-2024	1357
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group:	Not Applicable
Public:	Not Applicable
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group:	1
Public:	26

Resolution No		1 - To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended March 31, 2024, together with the Report of the Board of Directors and the Auditors thereon.						
Resolution required: (Ordinary/ Special)		Ordinary						
Whether promoter/ promoter group are interested in the agenda/resolution?		No						
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes –Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
Promoter and Promoter Group	E-Voting	74,24,670	74,24,670	100.0000	74,24,670	-	100.0000	-
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		74,24,670	100.0000	74,24,670	-	100.0000	-
Public Institutions	E-Voting	-	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		-	-	-	-	-	-
Public Non Institutions	E-Voting	25,75,330	9,85,687	38.2742	9,35,606	50,081	94.9192	5.0808
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		9,85,687	38.2742	9,35,606	50,081	94.9192	-
Total		1,00,00,000	84,10,357	84.1036	83,60,276	50,081	99.4045	0.5955

Resolution No		2 - To appoint a Director in place of Ms. Sanjyot Rangnekar, Non-Executive Non Independent Director (DIN: 07128992), who retires by rotation and being eligible, offers herself for re-appointment.						
Resolution required: (Ordinary/ Special)		Ordinary						
Whether promoter/ promoter group are interested in the agenda/resolution?		No						
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes –Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
Promoter and Promoter Group	E-Voting	74,24,670	74,24,670	100.0000	74,24,670	-	100.0000	-
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		74,24,670	100.0000	74,24,670	-	100.0000	-
Public Institutions	E-Voting	-	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		-	-	-	-	-	-
Public Non Institutions	E-Voting	25,75,330	9,85,687	38.2742	9,85,687	-	100.0000	-
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		9,85,687	38.2742	9,85,687	-	100.0000	-
Total		1,00,00,000	84,10,357	84.1036	84,10,357	-	100.0000	-



FORM No. MGT-13
Consolidated Report of Scrutinizer
[Pursuant to Section 108 of The Companies Act, 2013 and Rule 20(4) (xii) of the Companies
(Management and Administration) Rules, 2014 as amended]

To,
The Chairperson of the 30th Annual General Meeting
Roselabs Finance Limited
412, Floor 4, 17G Vardhaman Chamber,
Cawasji Patel Road, Horniman Circle,
Fort, Mumbai 400 001

Dear Madam,

Sub: Consolidated Report of Scrutinizer on remote e-voting and e-voting during the Annual General Meeting (AGM) pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of Companies (Management and Administration) Rules, 2014 and in accordance with Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations 2015 for the 30th AGM of Roselabs Finance Limited convened on Wednesday, September 25, 2024 at 3.00 P.M. through Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM").

I, Shravan A. Gupta, Practicing Company Secretary, having office at A - 102, Suryakiran Society, near HDFC Bank, Opp. Jain Temple, Borivali West, Mumbai – 400092, have been appointed as scrutinizer by the Board of Directors of ROSELABS FINANCE LIMITED ("the Company") at their meeting held on July 18, 2024 for the purpose of scrutinizing the remote e-voting and e-voting process during the Annual General Meeting ("AGM") and ascertaining the requisite majority on e-voting carried out as per the provision of Section 108 of The Companies Act, 2013 read with Rule 20 of Companies (Management and Administration) Rules, 2014 and in accordance with Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 on the 2 (Two) resolutions contained in the notice dated July 18, 2024 convening the 30th Annual General Meeting of the Company, held on Wednesday, September 25, 2024 at 3.00 P.M. held through VC/OAVM, which has been sent to all the Member(s) in compliance with MCA Circular Nos. dated 14/2020 dated April 08, 2020, 17/2020 dated April 13, 2020, 20/2020 dated May 05, 2020 02/2021 dated January 13, 2021 and 02/2022 dated May 05, 2022, 10/2022 dated December 28, 2022 and subsequent circulars issued in this regard, the latest being 09/2023 dated September 25, 2023 in relation to "Clarification on holding of Annual General Meeting ("AGM") through Video Conferencing ("VC") or Other Audio Visual Means ("OAVM")", (collectively referred to as "MCA Circulars") along with Circular Nos. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020, SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021, SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated May 13, 2022, SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated January 05, 2023 and SEBI/HO/CFD/CFD-PoD-2/P/ CIR/2023/167 dated October 07, 2023 issued by the Securities Exchange Board of India (collectively referred to as "SEBI Circulars") (together MCA Circulars and SEBI Circulars referred to as "Circulars"), and I submit my report as under:

1. The Management of the Company is responsible for the compliance of Section 108 of the Companies Act, 2013 read with Rule 20 and 21 of the Companies (Management and Administration) Rules, 2014 as amended from time to time and the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 relating to voting through electronic means by remote e-voting and e-voting during the AGM by the members on the resolutions proposed in the Notice of the 30th AGM of the Company.
2. My responsibility as scrutinizer of the voting process, is restricted to scrutinize the e-voting process in a fair and transparent manner and to the extent of making Consolidated Scrutinizer's Report of the votes cast "in favour" or "against" the respective resolutions based on the report generated from the e-voting system provided by National Securities Depository Limited ("NSDL"), the agency engaged by the Company to provide remote e-voting facility prior to the AGM and e-voting facility during the AGM.

3. The Members holding equity shares as on the "cut- off date" i.e., Wednesday, September 18th, 2024 were entitled to vote on the resolutions proposed in the Notice calling the 30th Annual General Meeting of the Company. The remote e-voting commenced on Sunday, September 22, 2024 (IST 9:00 AM) and closed on Tuesday, September 24, 2024 (IST 05.00 P.M). The Company has also provided e-voting facility during the AGM and up to 15 minutes after conclusion of AGM.
4. After the time fixed for closing of the e-voting by the Chairperson, the electronic system recording the e-voting (e-votes) locked by NSDL and the votes cast under remote e-voting facility prior to AGM were unblocked and counted.
5. Thereafter the details containing Members who voted "in favour" or "against" on each of the resolutions that was put to vote was generated from e-voting website of NSDL.
6. In case of member(s) who cast votes through remote e-voting as well as e-voting during the AGM, the voting through remote e-voting of such members(s) was treated as valid.
7. I am submitting herewith a consolidated report on the remote e- voting together with that of e-voting prior to and during the AGM in Annexure 1.
8. The electronic data and all other relevant records relating to the remote e- voting and e-voting on the day of the AGM is under my safe custody and will be handed over to the Company Secretary for preserving safely after the Chairperson considers, approves and signs the minutes of the 30th AGM.
9. All the resolutions as per the results given in Annexure 1 were passed with requisite majority.

Thanking you,

For Shravan A. Gupta & Associates
Practicing Company Secretary



Shravan A. Gupta
Firm Unique Code: I2011MH829000
Peer Review Certificate No. 2140/2022
ACS: 27484, CP:9990
Date: 25.09.2024
Place: Mumbai
UDIN: A027484F001313329

Encl. Annexure 1

Annexure 1

Consolidated Report of the Remote e-voting together with that of vote through e-voting system during the AGM

Item No.1: Ordinary Resolution

To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended March 31, 2024, together with the Reports of the Board of Directors' and the Auditors' thereon.

Voting Method	Total Votes	Votes in favour of the Resolution			Votes against the Resolution			Invalid Votes	Abstain Votes
		No of Voters	No. of Shares	% of total numbers of valid votes cast	No of Voters	No. of Shares	% of total numbers of valid votes cast		
Remote e-Voting	84,10,357	39	83,60,276	99.40%	1	50,081	0.60%	0.00	0.00
e-Voting during the AGM	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
TOTAL	84,10,357	39	83,60,276	99.40%	1	50,081	0.60%	0.00	0.00

Based on the aforesaid results, ordinary resolution at Item No. 1 of the Notice dated July 18, 2024 has been passed by the members with requisite majority.

Item No.2: Ordinary Resolution

To appoint a Director in place of Ms. Sanjyot Rangnekar, Non-Executive Non-Independent Director (DIN: 07128992), who retires by rotation and being eligible, offers herself for re-appointment.

Voting Method	Total Votes	Votes in favour of the Resolution			Votes against the Resolution			Invalid Votes	Abstain Votes
		No of Voters	No. of Shares	% of total numbers of valid votes cast	No of Voters	No. of Shares	% of total numbers of valid votes cast		
Remote e-Voting	84,10,357	40	84,10,357	100%	0.00	0.00	0.00	0.00	0.00
e-Voting during the AGM	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
TOTAL	84,10,357	40	84,10,357	100%	0.00	0.00	0.00	0.00	0.00

Based on the aforesaid results, ordinary resolution at Item No. 2 of the Notice dated July 18, 2024 has been passed by the members with requisite majority.

Thanking you,

For Shrvan A. Gupta & Associates
Practicing Company Secretary



Shrvan A. Gupta
Firm Unique Code: I2011MH829000
Peer Review Certificate No. 2140/2022
ACS: 27484, CP:9990
Date: 25.09.2024
Place: Mumbai
UDIN: A027484F001313329

For Roselabs Finance Limited

Gunjan Taunk
Company Secretary & Compliance Officer
Date: 25.09.2024
Place: Mumbai

