



MORARKA FINANCE LIMITED

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www.morarkafinance.in, investors@morarkafinance.in
CIN : L67120MH1985PLC035632

REF: MFL/2021-22/058

August 6, 2021

Corporate Relationship Department
BSE Limited
Phiroze Jeejeebhoy Towers
Dalal Street, Fort, Mumbai - 400 001
Fax: 22723 2082 /3132

Scrip Code - 511549

Subject: Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 – Details of voting results with Scrutinizer Report for 36th Annual General Meeting.

Dear Sirs,

In furtherance of our letter no. MFL/2021-22/057 dated August 5, 2021 and pursuant to regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, we are pleased to annex herewith the following documents with regard to 36th Annual General Meeting (AGM) of the Company held on Thursday, August 5, 2021 at 11.30 a.m. (IST) through Video Conferencing (VC).

- a) Combined voting results of the remote e-voting together with the insta e-voting conducted during the AGM, in relation to the items of business transacted at the AGM as **Annexure - A**.
- b) Consolidated Scrutinizer's Report dated August 6, 2021, pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014.

The Voting Results along with the Scrutinizer's Report are also available on the website of the Company – www.morarkafinance.in.

You are requested to kindly take the same on record

Thanking you,
Yours faithfully,
For **Morarka Finance Limited**

HIMGAURI
SUMANT BEHERA
Digitally signed by HIMGAURI
SUMANT BEHERA
Date: 2021.08.06 16:59:42
+05'30'

Himgauri S. Behera
Company Secretary & Compliance Officer

Encl: a/a



Annexure - A - Results of the Meeting

Res. No.	Agenda	Resolution Required Ordinary/ Special	Mode of Voting	Remarks
1.	Adoption of Financial Statements for the year ended March 31, 2021.	Ordinary	E voting	Passed with requisite Majority
2.	Declaration of dividend on equity shares.	Ordinary	E voting	Passed with requisite Majority
3.	Re-appointment of Shri Gautam R. Morarka (DIN : 00002078) who retires by rotation and being eligible offers himself for re-appointment.	Ordinary	E voting	Passed with requisite Majority
4.	Regularization of appointment of Ms. K. Savitha Rao as a Director.	Ordinary	E voting	Passed with requisite Majority
5.	Approval of Related Party Transaction with Dwarikesh Sugar Industries Limited.	Ordinary	E voting	Passed with requisite Majority



DETAILS OF VOTING RESULTS - ITEMS OF RESOLUTION WISE

Resolution No. 1									
Adoption of Financial Statements for the year ended March 31, 2021;									
Resolution Required - Ordinary / Special : Ordinary									
Whether promoters / promoters group are interested in the agenda / resolution? : No									
Sr No	Promoter / Public	Mode of voting	Total 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
1	Promoters & Promoters Group	E-Voting	2938862	2938862	100.00	2938862	0	100.00	0.00
2	Public - Institutional Holders	E-Voting	0	0	0.00	0	0	0.00	0.00
3	Public - Others	E-Voting	1563238	26257	1.6797	26257	0	100.00	0.00
Total			4502100	2965119	65.8608	2965119	0	100.00	0.00

Resolution No. 2									
Declaration of dividend on equity shares;									
Resolution Required - Ordinary / Special : Ordinary									
Whether promoters / promoters group are interested in the agenda / resolution? : No									
Sr No	Promoter / Public	Mode of voting	Total 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
1	Promoters & Promoters Group	E-Voting	2938862	2938862	100.00	2938862	0	100.00	0.00
2	Public - Institutional Holders	E-Voting	0	0	0.00	0	0	0.00	0.00
3	Public - Others	E-Voting	1563238	26257	1.6797	26107	150	99.4287	0.5713
Total			4502100	2965119	65.8608	2964969	150	99.9949	0.0051



Resolution No. 3									
Re-appointment of Shri Gautam R. Morarka (DIN : 00002078) who retires by rotation and being eligible offers himself for re-appointment;									
Resolution Required - Ordinary / Special : Ordinary									
Whether promoters / promoters group are interested in the agenda / resolution? : Yes									
Sr No	Promoter / Public	Mode of voting	Total 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
1	Promoters & Promoters Group	E-Voting	2938862	2938862	100.00	2938862	0	100.00	0.00
2	Public - Institutional Holders	E-Voting	0	0	0.00	0	0	0	0.00
3	Public - Others	E-Voting	1563238	26257	1.6797	26252	5	99.9810	0.0190
Total			4502100	2965119	65.8608	2965114	5	99.9998	0.0002

Resolution No. 4									
Regularization of appointment of Ms. K. Savitha Rao as a Director;									
Resolution Required - Ordinary / Special : Ordinary									
Whether promoters / promoters group are interested in the agenda / resolution? : No									
Sr No	Promoter / Public	Mode of voting	Total 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
1	Promoters & Promoters Group	E-Voting	2938862	2938862	100.00	2938862	0	100.00	0.00
2	Public - Institutional Holders	E-Voting	0	0	0.00	0	0	0.00	0.00
3	Public - Others	E-Voting	1563238	26257	1.6797	26252	5	99.9810	0.0190
Total			4502100	2965119	65.8608	2965114	5	99.9998	0.0002

Resolution No. 5									
Approval of Related Party Transaction with DwariKesh Sugar Industries Limited;									
Resolution Required - Ordinary / Special : Ordinary									
Whether promoters / promoters group are interested in the agenda / resolution? : Yes									
Sr No	Promoter / Public	Mode of voting	Total 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
1	Promoters & Promoters Group	E-Voting	2938862	0	0.00	0	0	0.00	0.00
2	Public - Institutional Holders	E-Voting	0	0	0	0	0	0	0.00
3	Public - Others	E-Voting	1563238	26257	1.6797	26257	0	100.00	0.00
Total			4502100	26257	0.5832	26257	0	100.00	0.00

VIJAY KUMAR MISHRA

B. Com (Hons), A C A . F C S

PARESH D PANDYA

B. Com., A.C.S.

VKM & ASSOCIATES

PRACTISING COMPANY SECRETARIES

116, Trinity Building, 1st Floor, 227, Dr. C. H. Street, Behind

Parsi Dairy, Marine Lines (E), Mumbai - 2. Tel. : 2207 7267

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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 of Thirty-Sixth Annual General Meeting of the Equity Shareholders of **Morarka Finance Limited** held on Thursday, 05th August, 2021 at 11:30 a.m. IST through Video Conferencing (“VC”) or Other Audio-Visual Means (“OVAM”).

Dear Sir(s),

- A. Pursuant to the resolution passed by the Board of Directors of M/s. Morarka Finance Limited (hereinafter referred as "**the Company**") on May 21, 2021, I, Vijay Kumar Mishra, Partner of M/s. VKM & Associates, Practicing Company Secretaries, have been appointed as a Scrutinizer to receive, process and scrutinize the voting through electronic means (“**e-voting**”) on the resolutions contained in the notice dated 21st May, 2021 (“**Notice**”) issued in accordance with General Circular No. 14/2020, 17/2020, 20/2020 and 2/2021 dated 08th April, 2020, 13th April, 2020, 05th May, 2020 and 13th January, 2021 respectively issued by the Ministry of Corporate Affairs (“**MCA**”) , Government of India (hereinafter referred to as “**MCA Circulars**”), calling the 36th Annual General Meeting (“**AGM**”) of the Company through VC/OVAM. The meeting was convened on Thursday, 05th August, 2021 at 11:30 a.m. IST through VC/OVAM. As the scrutinizer, I have to scrutinize process of e-voting remotely before the AGM (“**remote e-voting**”) and process of e-voting at the AGM through electronic voting system (“**Insta e-voting**”).



B. Member's approval was sought on the following Resolutions:

- 1) Consider and adopt the Audited Financial Statements for the financial year ended 31st March, 2021 and the reports of Board of Directors and Auditors thereon. (Ordinary Resolution)
- 2) Declaration of dividend of Rs. 1/- per equity share (i.e. 10%) on equity shares for the year ended March 31, 2021. (Ordinary Resolution)
- 3) Re-Appointment of Shri G. R. Morarka, a director retiring by rotation. (Ordinary Resolution)
- 4) Regularisation of appointment of Ms. K. Savitha Rao as director of the Company. (Ordinary Resolution)
- 5) Approval of Related Party Transaction with Dwarikesh Sugar Industries Limited. (Ordinary Resolution)

C. As required under Section 110 of the Companies Act, 2013 read with Companies (Management and Administration) Rules, 2014, the Company completed dispatch of Notice along with explanatory statement on Monday, 5th July, 2021 through electronic mode to those members whose email addresses are registered with the Company/Depositories, in compliance with the MCA circulars.

D. The remote e-voting facility was provided by Central Depository Services (India) Limited ("CDSL") for conducting remote e-voting by Shareholders of Company.



- E. The remote e-voting period commenced on Monday, 02nd August, 2021 (9:00 a.m. IST) and ended on Wednesday, 04th August, 2021 (5:00 p.m. IST) and the CDSL e-voting platform was blocked thereafter.
- F. The Company also provided Insta e-voting facility to the shareholders present at the AGM who had not cast their vote earlier.
- G. The shareholders of the Company holding shares as on the “cut-off” date of 29th July, 2021 were entitled to vote on the resolutions as contained in the Notice of the AGM.
- H. After the closure of insta e-voting at the AGM, the report on voting done at the AGM and the votes cast under remote e-voting facility done prior to the AGM were unblocked, counted and the e-voting summary statement was downloaded from e-voting website of CDSL.
- I. The Management of the Company is responsible to ensure compliance with the requirements of the Act and rules thereunder, MCA Circulars and the SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015 relating to remote e-voting prior and during the AGM on the resolutions contained in the notice of the AGM.
- J. My responsibility as a scrutinizer for the e-voting process (i.e., remote e-voting and Insta e-voting) is restricted to making a Consolidated 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 and voting by electronic voting system at the 36th AGM in respect of the said resolutions.



Resolution Item No. 1: Ordinary Resolution

To receive, consider and adopt Audited Financial Statements for the financial year ended 31st March, 2021 and the Reports of Board of Directors and Auditors thereon.

(i) **Voted in favour of resolution.**

Number of Members Voted	Number of valid votes cast by them	% of the total number of valid votes cast
51	29,65,119	100%

(ii) **Voted against the resolution.**

Number of Members Voted	Number of valid votes cast by them	% of the total number of valid votes cast
0	0	0

(iii) **Invalid votes.**

Number of Members whose votes were declared invalid	Number of invalid votes cast by them
Nil	N.A.



Resolution No. 2: Ordinary Resolution

To declare dividend of Rs. 1/- per equity share (i.e. 10%) on equity shares for the year ended March 31, 2021.

(i) Voted in favour of resolution.

Number of Members Voted	Number of valid votes cast by them	% of the total number of valid votes cast
50	29,64,969	99.99%

(ii) Voted against the resolution.

Number of Members Voted	Number of valid votes cast by them	% of the total number of valid votes cast
1	150	0.01%

(iii) Invalid votes.

Number of Members whose votes were declared invalid	Number of invalid votes cast by them
Nil	N.A.



Resolution No. 3: Ordinary Resolution

To appoint a Director in place of Shri G. R. Morarka (DIN: 00002078), who retires by rotation and been eligible, offers himself for re-appointment.

(i) Voted in favour of resolution.

Number of Members Voted	Number of valid votes cast by them	% of the total number of valid votes cast
50	29,65,114	99.99%

(ii) Voted against the resolution.

Number of Members Voted	Number of valid votes cast by them	% of the total number of valid votes cast
1	5	0.01%

(iii) Invalid votes.

Number of Members whose votes were declared invalid	Number of invalid votes cast by them
Nil	N.A.



Resolution No. 4: Ordinary Resolution

Regularization of appointment of Ms. K. Savitha Rao as director of the Company.

(i) Voted in favour of resolution.

Number of Members Voted	Number of valid votes cast by them	% of the total number of valid votes cast
50	29,65,114	99.99%

(ii) Voted against the resolution.

Number of Members Voted	Number of valid votes cast by them	% of the total number of valid votes cast
1	5	0.01%

(iii) Invalid votes.

Number of Members whose votes were declared invalid	Number of invalid votes cast by them
Nil	N.A.



Resolution No. 5: Ordinary Resolution

To approve Related Party Transaction with Dwarikesh Sugar Industries Limited.

(i) Voted in favour of resolution.

Number of Members Voted	Number of valid votes cast by them	% of the total number of valid votes cast
47	26,257	100%

(ii) Voted against the resolution.

Number of Members Voted	Number of valid votes cast by them	% of the total number of valid votes cast
0	0	0

(iii) Invalid votes.

Number of Members whose votes were declared invalid	Number of invalid votes cast by them
Nil	N.A.



- K. The above Resolutions No. 01 to No. 05 were passed with majority of Votes.
- L. All electronic data and relevant records of voting will remain in my custody until the Chairman considers, approves and sign the Minutes of 36th Annual General meeting of the Company and after, the same will be handed over to Mrs. Himgauri S. Behera, Company Secretary & Compliance Officer of the Company for safe keeping.

Thanking you,

For VKM & ASSOCIATES
Company Secretaries



(Vijay Kumar Mishra)
Partner
C.P.No.4279

UDIN : F005023C000745796

Place : Mumbai

Date : 06/08/2021

Countersigned by :
For **Morarka Finance Limited**

HIMGAURI
SUMANT BEHERA

Digitally signed by
HIMGAURI SUMANT BEHERA
Date: 2021.08.06 13:59:43
+05'30'

Himgauri S. Behera,
Company Secretary & Compliance Officer