



# MORARKA FINANCE LIMITED

Regd Off : 511, Maker Chambers V, 221, Nariman Point, Mumbai – 400 021, Tel.: 22832468, 22042945 Fax : 22047288  
[www.morarkafinance.in](http://www.morarkafinance.in), [investors@morarkafinance.in](mailto:investors@morarkafinance.in)  
CIN : L67120MH1985PLC035632

REF: MFL/2024-25/159

Date : February 14, 2025

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

## **Scrip Code - 511549**

### **Subject: Outcome and summary of proceedings of Postal Ballot.**

Dear Sir,

In continuation to our letter (REF : MFL/2024-25/139) dated January 13, 2025 and pursuant to Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended, the Company had conducted Postal Ballot for seeking approval by way of Special Resolution for the Special Business contained in the said Notice. The Company had offered e-voting facility through Central Depository Services (India) Limited to all the Members of the Company to enable them to cast their votes electronically. The voting period (e- voting) commenced from Wednesday, January 15, 2025, 9.00 a.m. (IST) and ended on Thursday, February 13, 2025, 5.00 p.m. (IST).

We are enclosing herewith summary of proceedings of the Postal Ballot of the Company, as required under Regulation 30, Part A of Schedule III to the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations) as **Annexure - A.**

You are requested to kindly take the same on record.

Thanking you,

Yours faithfully,

**For Morarka Finance Limited**

**Divya Agarwal**

**Company Secretary & Compliance Officer**

Encl: a/a



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## **Annexure A**

The Company had on, Monday, January 13, 2025, completed the dispatch of the Postal Ballot Notice dated Tuesday, December 31, 2024, through email to the Members of the Company as on Friday, January 10, 2025 (“the cut-off date”) for seeking their approval by way of Special Resolution for the Special Business contained in the said Notice.

The voting rights were reckoned in proportion to the paid-up value of the equity shares registered in the name of the Members as on Friday, January 10, 2025. Public Notice regarding the completion of dispatch of Postal Ballot Notice was published in The Business Standard and Mumbai Lakshdeep on January 14, 2025.

The Company had, in compliance with Regulation 44 of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 and pursuant to Section 108 of the Companies Act, 2013, read with the Companies (Management and Administration) Rules, 2014, offered e-voting facility through Central Depository Services (India) Limited to all the Members of the Company to enable them to cast their votes electronically. The voting period (e- voting) commenced from Wednesday, January 15, 2025, 9.00 a.m. (IST) and ends on Thursday, February 13, 2025, 5.00 p.m. (IST).

In compliance with the guidelines prescribed by the Ministry of Corporate Affairs (the “MCA”), Government of India, for holding general meetings / conducting postal ballot process through voting by electronic means (“remote e-voting”) read with General Circular Nos. 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020 read with other relevant circulars, including General Circular No. 09/2023 dated September 25, 2023 and 09/2024 dated September 19, 2024 issued by MCA (collectively referred to as “MCA Circulars”) and any other applicable laws and regulations, the communication of the assent or dissent of the Members was only obtained through the remote e-voting system and voting through physical ballot papers was not provided.

The Company had engaged the services of Central Depository Services (India) Limited (“CDSL”), to provide remote e-voting facility to the members. The Board of Directors vide their resolution dated December 31, 2024, had appointed Mr. Vijay Mishra (ICSI Membership No. F5023), VKM & Associates, Company Secretaries in Practice, Mumbai, as Scrutinizer for scrutinizing the e-voting process.

The Scrutinizer carried out the scrutiny of the votes, cast electronically, till 5:00 p.m. on Thursday, February 13, 2025 and submitted his Report dated Friday, 14 February 2025.

The Report submitted by the Scrutinizer was taken on record and the results given herein below were declared:

**TO APPROVE THE APPOINTMENT OF SHRI ARUN KUMAR TULSIAN (DIN: 10872777) AS A NONEXECUTIVE INDEPENDENT DIRECTOR OF THE COMPANY – SPECIAL RESOLUTION**



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**“RESOLVED THAT** pursuant to the provisions of Section 149, 152 read with Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 (herein after referred to as “the Act”), and Companies (Appointment and Qualification of Directors) Rules, 2014 and applicable regulation(s) of the Securities Exchange Board of India (Listing Obligations & Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment thereof for the time being in force), in accordance with the provisions of Articles of Association of the Company, Shri Arun Kumar Tulsian (DIN: 10872777) who was appointed in causal vacancy caused by resignation of Shri Prithviraj Natrajan Kokkarne (DIN: 00115317) by the Board of Directors based on the recommendation of the Nomination and Remuneration Committee held on December 31, 2024, as an Additional Non-executive Director under section 161(1) of the Act, designated as an Independent Director, who has submitted a declaration that he meets the criteria of independence under Section 149(6) of the Act and Regulation 16(1)(b) of the SEBI Listing Regulations, be and is hereby appointed as an Independent Director of the Company, not liable to retire by rotation, whose office shall be liable to termination on the date up to which Shri Prithviraj Natrajan Kokkarne (DIN: 00115317) would have held office i.e. commencing from December 31, 2024 to July 16, 2029.

**“RESOLVED FURTHER THAT** the Board of Directors of the Company (including its committee thereof) or the Company Secretary of the Company, be and are hereby authorized to do all such acts, deeds, matters and things as may be considered necessary, desirable or expedient to give effect to this resolution”.

**Declaration in accordance with Regulation 44 of SEBI (Listing Obligation and Disclosure Requirement) Regulation, 2015 as amended for the business transacted by the Company through the facility of E-voting is furnished below:**

<b>Mode of Voting:</b>	E-voting
<b>Cut-off date:</b>	Friday, January 10, 2025
<b>No. of shareholders as on cut-off date:</b>	4265
<b>No. of Shareholders present in the meeting either in person or through proxy</b>  Promoters and Promoter Group Public	-
<b>No. of Shareholders attended the meeting through Video Conferencing</b>  Promoters and Promoter Group Public	-



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## RESOLUTION NO 1 - TO APPROVE THE APPOINTMENT OF SHRI ARUN KUMAR TULSIAN (DIN: 10872777) AS A NONEXECUTIVE INDEPENDENT DIRECTOR OF THE COMPANY - SPECIAL RESOLUTION

Resolution No. 1									
To approve the appointment of Shri Arun Kumar Tulsian (DIN: 10872777) AS A NONEXECUTIVE INDEPENDENT DIRECTOR OF THE COMPANY									
Resolution Required - Ordinary / Special : Special									
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	30,06,364	30,06,364	100.00	30,06,364	0	100.00	0.00
		Poll		0	0.00	0	0	0.00	0.00
		Postal Ballot		0	0.00	0	0	0.00	0.00
2	Public – Institutional Holders	E-Voting	0	0	0.00	0	0	0.00	0.00
		Poll		0	0.00	0	0	0.00	0.00
		Postal Ballot		0	0.00	0	0	0.00	0.00
3	Public - Others	E-Voting	14,95,736	24,306	1.6250	23,261	1,045	95.7007	4.2993
		Poll		0	0.00	0	0	0.00	0.00
		Postal Ballot		0	0.00	0	0	0.00	0.00
		<b>Total</b>	<b>14,95,736</b>	<b>24,306</b>	<b>1.6250</b>	<b>23,261</b>	<b>1,045</b>	<b>95.7007</b>	<b>4.2993</b>
<b>Total</b>			<b>45,02,100</b>	<b>30,30,670</b>	<b>67.3168</b>	<b>30,29,625</b>	<b>1,045</b>	<b>99.9655</b>	<b>0.0345</b>

As the number of votes casted in favour of the Resolution i.e. 99.9655% were more than the number of votes casted against i.e. 0.0345% and more than 75%, therefore it is concluded that the abovementioned Special Resolution has been passed by the Members with requisite majority on Thursday, February 13, 2025, i.e. the last date of e-voting.