



MORARKA FINANCE LIMITED

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

REF: MFL/2020-21/042

September 1, 2020

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 35th Annual General Meeting.

Dear Sirs,

In furtherance of our letter no. MFL/2020-21/040 dated August 31, 2020 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 35th Annual General Meeting (AGM) of the Company held on Monday, August 31, 2020 at 12.00 p.m. (IST) through Video Conferencing (VC).

- a) Combined voting results of the remote e-voting together with the 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 September 1, 2020, 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**

HINGAURI
SUMANT
BEHERA

Digitally signed by HINGAURI SUMANT BEHERA
DN: cn=HINGAURI SUMANT BEHERA, o=MORARKA FINANCE LIMITED, email=HINGAURI.SUMANT.BEHERA@MORARKAFINANCE.IN, c=IN

Hingauri 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 Statement for the year ended March 31, 2020;	Ordinary	E voting	Passed with requisite Majority
2.	Appoint Director in place of Ms. Priyanka Morarka (DIN: 00001088), who retires by rotation and being eligible offers herself for re-appointment;	Ordinary	E voting	Not Passed with requisite Majority
3.	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, 2020;									
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]	$[3]=\frac{[2]}{[1]}\times 100$	[4]	[5]	$[6]=\frac{[4]}{[2]}\times 100$	$[7]=\frac{[5]}{[2]}\times 100$
1	Promoters & Promoters Group	E-Voting	2938862	2938862	100	2938862	0	100	0
2	Public - Institutional Holders	E-Voting	0	0	0	0	0	0	0
3	Public - Others	E-Voting	1563238	396746	25.38	396737	9	99.99	0.002
Total			4502100	3335608	74.09	3335599	9	99.99	0.002

Resolution No. 2									
Re-appointment of Ms. Priyanka G Morarka (DIN: 00001088) who retires by rotation and being eligible offers herself 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]	$[3]=\frac{[2]}{[1]}\times 100$	[4]	[5]	$[6]=\frac{[4]}{[2]}\times 100$	$[7]=\frac{[5]}{[2]}\times 100$
1	Promoters & Promoters Group	E-Voting	2938862	0	0	0	0	0	0
2	Public - Institutional Holders	E-Voting	0	0	0	0	0	0	0
3	Public - Others	E-Voting	1563238	396746	25.38	25737	371009	6.49	93.51
Total			4502100	396746	8.81	0	371009	6.49	93.51



Resolution No. 3									
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	0	0	0	0
2	Public - Institutional Holders	E-Voting	0	0	0	0	0	0	0
3	Public - Others	E-Voting	1563238	396746	25.38	396737	9	99.99	0.002
Total			4502100	396746	8.81	396737	371009	99.99	0.002

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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SCRUTINIZER REPORT

**The Chairman,
MORARKA FINANCE LIMITED
511, Maker Chambers V,
221, Nariman Point,
Mumbai – 400 002.**

Dear Sir(s),

Ref: Scrutinizer's Report on remote e-voting conducted in accordance with the 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 35th Annual General Meeting of Morarka Finance Limited held on Monday, August 31, 2020 at 12:00 p.m. through Video Conferencing ('VC')/ other audio visual means ('OVAM').

A. Pursuant to the resolution passed by the Board of Directors of M/s. Morarka Finance Limited (hereinafter referred as "the Company") on 22nd June, 2020, I, Vijay Kumar Mishra, Partner of M/s. VKM & Associates, Practising Company Secretaries, have been appointed as a Scrutinizer to receive, process and scrutinize the remote e-voting process in respect of the below-mentioned Resolutions proposed at the 35th Annual General Meeting ("AGM") of the Company on Monday, 31st August, 2020 at 12:00 p.m. through VC/OVAM. I was also appointed as Scrutinizer to scrutinize the remote e-voting process during the said AGM.



B. Members approval was sought on the following Resolutions:

- 1) Consider and adopt the Audited Financial Statements for the financial year ended 31st March, 2020 and the reports of Board of Directors and Auditors thereon. (Ordinary Resolution)
- 2) Appointment of Ms. Priyanka G. Morarka, a director retiring by rotation. (Ordinary Resolution)
- 3) 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 Friday, 07th August, 2020 through electronic mode to those members whose email addresses are registered with the Company/Depositories, in compliance with the circulars dated May 05, 2020 issued by the Ministry of Corporate Affairs ("MCA") read with circulars dated April 08, 2020 and April 13, 2020 (collectively referred to as "MCA Circulars") and SEBI Circular dated May 12, 2020.

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

E. The remote e-voting period commenced on Friday, 28th August, 2020 (9:00 a.m. IST) and ended on Sunday, 30th August, 2020 (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 Monday, 24th August, 2020 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 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 is restricted to making a Scrutinizer’s Report of the votes cast in favour or against the resolutions.

I now submit my Report as under on the result of the remote e-voting and voting by electronic voting system at the 35th AGM in respect of the said resolutions.

Resolution Item No. 1: Ordinary Resolution

To receive, consider and adopt:

- a. **Audited Financial Statements for the financial year ended 31st March, 2020 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
39	33,35,599	99.99%



(i) Voted against the resolution.

Number of Members Voted	Number of valid votes cast by them	% of the total number of valid votes cast
4	9	0.02%

(ii) 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 appoint a Director in place of Ms. Priyanka G. Morarka ((DIN: 00001088), who retires by rotation and been eligible, offers herself 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
32	25,737	6.49%



(ii) Voted against the resolution.

Number of Members Voted	Number of valid votes cast by them	% of the total number of valid votes cast
7	3,71,009	93.51%

(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 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
35	3,96,737	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
4	9	0.002%



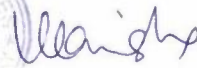
(iii) Invalid votes.

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

- K. The above Resolutions No 1 and No. 3 were passed with majority of Votes. **But Resolution No. 2 was dropped and not passed.**
- L. All electronic data and relevant records of voting will remain in my custody until the Chairman considers, approves and sign the Minutes of 35th Annual General meeting of the Company and after, the same will be handed over to Mrs. Hingauri Sumant Behara, Company Secretary, for safe keeping.

For VKM & ASSOCIATES
Company Secretaries




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

UDIN No. : F005023B000646268

Place : Mumbai

Date : 01/09/2020