

# STEPHANOTIS FINANCE LIMITED

(FORMERLY: VORA CONSTRUCTIONS LTD)

3, Ground Floor, Durga Chambers, Veena Industrial Estate, Off Veera Desai Road, Andheri (W) Mumbai - 400 053

Email ID: [voraconstructions@ymail.com](mailto:voraconstructions@ymail.com) CIN: L45200MH1985PLC036089

Website: [www.stephanotis.in](http://www.stephanotis.in)

Tel. No. 022-66929290

**1st October, 2021**

To,  
**Department of Corporate Relationship  
BSE Ltd.**

Phiroze Jeejeebhoy Towers,  
Dalal Street, Fort,  
Mumbai - 400001

Dear Sir/Madam,

**Script Code: 512215**

**Sub: Summary Proceedings, Outcome and Voting Result of the 36th Annual General Meeting of Members of the company held on 30th September 2021.**

Dear Sir(s)/ Ma'am,

In view of the continuing Covid-19 pandemic, and as per Ministry of Corporate Affairs' ('MCA1 General Circular Nos. 14/2020 and 17/2020 dated April 8, 2020 and April 13, 2020 respectively, read with Circular Nos. 20/2020 dated May 5, 2020 and 02/2021 dated January 13, 2021 (collectively referred to as 'MCA Circulars') and the SEBI Circular Nos. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020 and SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021 (referred to as 'SEBI Circulars') and in compliance with other applicable provisions of the Companies Act, 2013 ('Act') and the SEBI (Listing Obligations and Disclosure Requirements) (LODR) Regulations, 2015, the 36th Annual General Meeting of the Members of the company held on Thursday 30th September, 2021 commenced at 2:00P.M. and concluded at 2.20 P.M. through Zoom Meeting, to transact the business as stated in the AGM Notice dated 02nd September, 2021. In this regard, please find enclosed the following:

1. Summary of proceedings as required under Regulation 30, Para A of Part-A of Schedule - III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time, as Annexure - I.
2. Voting results as required under Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 as amended from time to time as Annexure- II.
3. Report of Scrutinizer dated 30th September, 2021 pursuant to Section 108 of the Companies Act, 2013 and Rule 20(4) (xii) of the Companies (Management and Administration) Rules, 2014 as Annexure- III.



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The aforesaid information/documents related to the 36th Annual General Meeting ('AGM') is available on the company's website [www.stephanotis.in](http://www.stephanotis.in).

Kindly take the same in your record.

Thanking You,  
Yours Faithfully,

**For Stephanotis Finance Limited  
(Formerly known as Vora Constructions Ltd.)**



**Rashmi Raturi  
Company Secretary & Compliance Officer**



**Place : Mumbai**

**Date: 1st October, 2021**

**Encl: As above**

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## Annexure I

PROCEEDING OF THE 36TH ANNUAL GENERAL MEETING OF MEMBERS OF THE STEPHANOTIS FINANCE LIMITED HELD ON THURSDAY, 30TH SEPTEMBER 2021 COMMENCED AT 02:00 P.M. CONCLUDED AT 02:20 P.M. THROUGH ZOOM MEETING (VC).

### 1. Company Secretary:

Miss. Rashmi Raturi, Company Secretary welcomed the shareholders and informed that in view of the ongoing Covid-19 pandemic and in compliance with the provisions of Companies Act, 2013 and SEBI (LODR) Regulation, 2015 and the circulars issued by MCA and SEBI, the AGM was conducted through Zoom Meeting.

### 2. Quorum:

15 Members attended the Meeting through Zoom Meeting.

All the Director except Mr. Kanwaljit Singh had attended the meeting through Zoom Meeting from their respective locations. The shareholders were informed that Mr. Kanwaljit Singh, Independent Director and Chairman of Nomination and Remuneration Committee (NRC) could not attend the meeting due to his other prior commitments. After ascertaining that the quorum required for the meeting was present, the Chairman called the meeting duly constituted and ordered to proceed.

### 3. Chairman's Statement:

The Chairman extended a warm welcome to the shareholders, members of the Board of Directors and other invitees present at the 36th Annual General Meeting of the Company. The Chairman informed that the Register of Directors and Key Managerial Personnel and their shareholding, the Register of Contracts and Arrangements in which Directors are interested are maintained under the provisions of the Companies Act, 2013 and documents mentioned in the Notice of this Meeting, are open for inspection by the Members.

The Chairman highlighted the performance of the Company.

Since the Statutory Auditors' Report and Secretarial Auditors' Report did not contain any qualifications, observation or comments on financial or other matters, which have any



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adverse effect on the functioning of the Company, with the consent of the shareholders present, were taken as read.

The Chairman informed the shareholder that as all the Resolutions mentioned in the Notice of the AGM have already been put to vote through e-voting and as the objectives and implications.

The following items as set out in the Notice convening the AGM were transacted at the meeting:

Sr. No.	Particulars	Resolution Required (Ordinary/ Special)
1	To receive, consider and adopt: the Audited Financial Statements of the company for the financial year ended on March 31, 2021 together with Reports of the Directors and Auditors thereon.	Ordinary
2	To appoint a Director in place of Mr. Sumit Malge (DIN: 07157093), who retires by rotation at this Annual General Meeting and being eligible, offers himself for re-appointment.	Ordinary

The Company Secretary informed the shareholders that 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 substituted by the Companies (Management and Administration) Amendment Rules, 2015 ('Amended Rules 2015') and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 the Company had provided remote e-voting facility to its shareholders to exercise their vote through e-voting platform of NSDL. The process of e-voting started on Monday, 27th September 2021, 9.00 AM and the same was concluded on Wednesday, 29th September 2021, 5.00 PM. It was further informed that the Members are provided with the facility to exercise their right to vote by electronic means, through remote e-voting at the AGM in accordance with the provisions of the Companies Act, 2013 and SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015. Members who have joined the meeting through Zoom Meeting and who had not cast their vote through remote e-voting, may opt to vote through e-voting facility made available at the AGM and this E-voting facility will close 15 Minutes after the conclusion of the AGM.



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Company Secretary also informed the Members that the voting results will be disseminated to the Bombay Stock Exchanges on which the Company's shares are listed and it will also be made available on the website of the Company at [www.stephanotis.in](http://www.stephanotis.in) and the National Securities Depository Limited at [www.evoting@nsdl.com](http://www.evoting@nsdl.com).

Members present at the Meeting were given an opportunity to ask questions and seek clarification(s).

The Chairman appropriately responded to the questions raised.

The Chairman informed that the result will be announced within permitted time on receipt of Scrutinizer's report.

The Chairman then concluded the meeting with the vote of thanks.

This is for your information and records.

Thanking You,  
Yours Faithfully,



**For Stephanotis Finance Limited**  
**(Formerly known as Vora Constructions Ltd.)**

A handwritten signature in black ink, appearing to be "Rashmi Raturi".

**Rashmi Raturi**  
**Company Secretary & Compliance Officer**

**Place : Mumbai**

**Date: 1st October, 2021**

**Encl: As above**

Annexure II

Stephanotis Finance Limited- 36th Annual General Meeting (AGM) Voting Results

<b>Day &amp; Date of 36th Annual General Meeting ("AGM")</b>	<b>Thursday , 30th September, 2021</b>
<b>Total number of Shareholder as on cut-off date</b> <b>i.e., Thursday, 23rd September, 2021</b>	<b>509</b>
<b>Total No. shareholders present In meeting either In person or through proxy:</b> <b>Promoter and Promoter Group:</b> <b>Public:</b>	<b>N.A (the meeting held through Zoom Meeting)</b>
<b>No. shareholders attended the meeting through Zoom Meeting:</b> <b>Promoter and Promoter Group:</b> <b>Public</b>	<b>15</b> <b>4</b> <b>11</b>





## Resolution No.1

To receive, consider and adopt the Audited Financial Statements of the company for the financial year ended on March 31, 2021 together with Reports of the Directors and Auditors thereon.

Resolution required:					Ordinary			
Whether promoter/promoter group are interested in the agenda/resolution?					No.			
Category	Mode of Voting	No. of shares held (1)	No. of Votes polled (2)	% of votes polled on outstanding shares (3) = $[(2/1)*100]$	No. of votes- in favour (4)	No. of votes- Against (5)	% of votes in favour on votes polled (6) = $[(4/2)*100]$	% of votes against on votes polled (7) = $[(5/2)*100]$
<b>Promoters and Promoters Group</b>	E-voting	4673444	3413516	73.04	3413516	0	100	0
	Poll	0	0	0	0	0	0	0
	Postal Ballot(Not applicable)	0	0	0	0	0	00	0
	<b>Total</b>	<b>4673444</b>	<b>3413516</b>	<b>73.04</b>	<b>3413516</b>	<b>0</b>	<b>100</b>	<b>0</b>
<b>Public-Institutions</b>	E-voting	0	0	0	0	0	0	0
	Poll	0	0	0	0	0	0	0
	Postal Ballot(Not applicable)	0	0	0	0	0	0	0
	<b>Total</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>
<b>Public- Non Institutions</b>	E-voting	1775936	540127	30.41	540127	0	100	0
	Poll	0	0	0	0	0	0	0
	Postal Ballot(Not applicable)	0	0	0	0	0	0	0
	<b>Total</b>	<b>1775936</b>	<b>540127</b>	<b>30.41</b>	<b>540127</b>	<b>0</b>	<b>100</b>	<b>0</b>
<b>Total</b>		<b>6449380</b>	<b>3953643</b>	<b>61.30</b>	<b>3953643</b>	<b>0</b>	<b>100</b>	<b>0</b>



## Resolution No.2

To appoint a Director in place of Mr. Sumit Malge (DIN: 07157093), who retires by rotation at this Annual General Meeting and being eligible, offers himself for re-appointment.

Resolution required:					Ordinary			
Whether promoter/promoter group are interested in the agenda/resolution?					Yes			
Category	Mode of Voting	No. of shares held (1)	No. of Votes polled (2)	% of votes polled on outstanding shares (3) = $[(2/1)*100]$	No. of votes- in favour (4)	No. of votes- Against (5)	% of votes in favour on votes polled (6)= $[(4/2)*100]$	% of votes against on votes polled (7) = $[(5/2)*100]$
<b>Promoters and Promoters Group</b>	E-voting	4673444	2783600	59.56	2783600	0	100	0
	Poll	0	0	0	0	0	0	0
	Postal Ballot(Not applicable)	0	0	0	0	0	00	0
	<b>Total</b>	<b>4673444</b>	<b>2783600</b>	<b>59.56</b>	<b>2783600</b>	<b>0</b>	<b>100</b>	<b>0</b>
<b>Public-Institutions</b>	E-voting	0	0	0		0	0	0
	Poll	0	0	0	0	0	0	0
	Postal Ballot(Not applicable)	0	0	0	0	0	0	0
	<b>Total</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>
<b>Public- Non Institutions</b>	E-voting	1775936	540127	30.41	540127	0	100	0
	Poll	0	0	0	0	0	0	0
	Postal Ballot(Not applicable)	0	0	0	0	0	0	0
	<b>Total</b>	<b>1775936</b>	<b>540127</b>	<b>30.41</b>	<b>540127</b>	<b>0</b>	<b>100</b>	<b>0</b>
<b>Total</b>		<b>6449380</b>	<b>3323727</b>	<b>51.54</b>	<b>3323727</b>	<b>0</b>	<b>100</b>	<b>0</b>





**Shreyas Athavale & Co.**

(Practicing Company Secretary)

Office Address: - A-104, Shubh Chintan CHS, Nr. Oak Highschool, Datta Lane, Tilak Chowk,  
Kalyan West - 421 301

Mobile - 9920700528

E-mail - [csshreyasathavale@gmail.com](mailto:csshreyasathavale@gmail.com)

**COMBINED SCRUTINIZERS' REPORT**

**ON**

**REMOTE E-VOTING AND POLL**

**CONDUCTED AT THE 36<sup>TH</sup> ANNUAL GENERAL MEETING**

**OF**

**STEPHANOTIS FINANCE LIMITED**

**HELD ON 30<sup>TH</sup> SEPTEMBER, 2021**



**Shreyas Athavale & Co.**

(Practicing Company Secretary)

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**FORM NO. MGT-13**

**SCRUTINIZER'S CONSOLIDATED REPORT**

**[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20(4)(xii) and 21(2) of the  
Companies (Management and Administration) Rules, 2014]**

**To,**

**The Chairman,**

36<sup>TH</sup> ANNUAL GENERAL MEETING OF THE EQUITY SHAREHOLDERS STEPHANOTIS FINANCE LIMITED, HELD ON THURSDAY, 30<sup>TH</sup> SEPTEMBER, 2021 COMMENCED AT 02.00 P.M. AND CONCLUDED AT 02.20 P.M. AT THROUGH VIDEO CONFERENCE ("VC").

**Dear Sir,**

Consolidated scrutinizers' report on remote e-voting and e-voting conducted at 36<sup>th</sup> Annual General Meeting of the equity shareholders of STEPHANOTIS FINANCE LIMITED, held on Thursday, 30<sup>th</sup> September, 2021 commenced at 02.00 p.m. and concluded at 2.20 p.m. through video conference, 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 the companies (management and administration) amendment rules, 2015 and regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBE Listing Regulations').

I, Shreyas Athavale & Co., Practicing Company Secretary have been appointed as as Scrutinizer by the Board of Directors of STEPHANOTIS FINANCE LIMITED (the Company) 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 Scrutinizing of remote e-voting process In respect of the below mentioned resolutions proposed at the 36th Annual General Meeting (AGM) of members of the company held today i.e. Thursday, 30th September, 2021, commenced at 02.00 P.M. and concluded at 2.20 P.M. through Video Conferencing.



## **Shreyas Athavale & Co.**

(Practicing Company Secretary)

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Mobile – 9920700528

E-mail – [csshreyasathavale@gmail.com](mailto:csshreyasathavale@gmail.com)

The AGM notice dated 2<sup>nd</sup> September, 2021, was sent to the shareholders in respect of the below mentioned resolutions 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 Ministry or Corporate Affairs' ('MCA') General Circular Nos. 14/2020 and 17/2020 dated April 8, 2020 and April 13, 2020 respectively, read with Circular No. 20/2020 dated May 5, 2020 and 02/2021 dated January 13, 2021 (collectively referred to as 'MCA Circulars') and SEBI/HO/CFD/ CMD2/CIR/P /2021/11 dated January 15, 2021 read with SEBI Circular No. SEBI/HO/CFD /CMD1/CIR/P/2020/79 dated May 12, 2020 (collectively referred to as 'SEBI Circulars').

The Company had availed the e-voting facility offered by National Securities Depository Limited ('NSDL') for conducting remote e-voting by the Shareholders of the Company.

The voting period for remote e-voting commenced on Monday, 27<sup>th</sup> September, 2021 at 9:00 A.M. and closed on Wednesday, 29<sup>th</sup> September, 2021 at 5:00 P.M. The Company had also provided remote e-voting facility of NSDL to the Members present at the AGM through VC, who had not cast their vote earlier.

The Shareholders of the Company holding shares as on the cut-off date of Thursday, 23<sup>rd</sup> September, 2021, were entitled to vote on the resolutions forming part of the Notice of the AGM.

After the closure of remote e-voting at the AGM. the report on remote 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 prior to the AGM and during the AGM and votes cast therein based on the data available from the NSDL e-voting system.

The Management of the Company is responsible to ensure Compliance with the requirement of the Companies Act, 2013 and Rules relating to voting through electronic means [i.e. by remote e-voting and voting at AGM through electronic voting system for the resolutions contained in the notice of 36<sup>th</sup> AGM to the Shareholders of the Company.

My responsibility as a scrutinizer for the voting process of voting through electronic means is restricted to furnish a consolidated scrutinizer's report on 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 the AGM and during the AGM In respect of the below mentioned resolutions.





## Shreyas Athavale & Co.

(Practicing Company Secretary)

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E-mail – [csshreyasathavale@gmail.com](mailto:csshreyasathavale@gmail.com)

### ORDINARY BUSINESS:

#### RESOLUTION NO. 1:

To Consider and adopt the Audited Financial Statements of the Company for the financial year ended 31<sup>st</sup> March, 2021, together with the Reports of the Board of Directors and the Auditors thereon:

#### (I) Voted In favour of the resolution:

Particular of Voting	Number of members voted through electronic voting system and Ballot (in person or by proxy)	Number of votes casted (Shares)	% total number of valid votes cast
Remote E-voting	51	3953643	100%
E-Voting at AGM	0	0	0
<b>Total</b>	<b>51</b>	<b>3953643</b>	<b>100%</b>

#### (II) Voted against the resolution:

Particular of Voting	Number of members voted through electronic voting system and Ballot (in person or by proxy)	Number of votes casted (Shares)	% total number of valid votes cast
Remote E-voting	0	0	0.00
E-Voting at AGM	0	0	0.00
<b>Total</b>	<b>0</b>	<b>0</b>	<b>0.00</b>

#### (III) Invalid Votes:

Particular of Voting	Total number of members (in person or in proxy) whose votes were declared Invalid	Total Number of votes cast by them
E-voting	0	0.00
E-Voting at AGM	0	0.00
<b>Total</b>	<b>0</b>	<b>0.00</b>



## **Shreyas Athavale & Co.**

(Practicing Company Secretary)

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### RESOLUTION NO. 2:

**Consider and approve Re-appointment of a Director in place of Mr. Sumit Malge (DIN: 07157093), who retires by rotation at this Annual General Meeting and being eligible, offers himself for re-appointment.**

#### (I) Voted in favour of the resolution:

Particular of Voting	Number of members voted through electronic voting system and Ballot (in person or by proxy)	Number of votes casted (Shares)	% total number of valid votes cast
Remote E-voting	51	3953643	100%
E-Voting at AGM	0	0	0
<b>Total</b>	<b>51</b>	<b>3953643</b>	<b>100%</b>

#### (II) Voted against the resolution:

Particular of Voting	Number of members voted through electronic voting system and Ballot (in person or by proxy)	Number of votes casted (Shares)	% total number of valid votes cast
Remote E-voting	0	0	0.00
E-Voting at AGM	0	0	0.00
<b>Total</b>	<b>0</b>	<b>0</b>	<b>0.00</b>

#### (III) Invalid Votes:

Particular of Voting	Total number of members (in person or in proxy) whose votes were declared invalid	Total Number of votes cast by them
E-voting	1	629916.00
E-Voting at AGM	0	0.00
<b>Total</b>	<b>0</b>	<b>0.00</b>

Based on the forgoing, the Resolution No. (s) 1 and 2 as stated in the Notice dated 2<sup>nd</sup> September, 2021 of the 36<sup>th</sup> Annual General Meeting held on 30<sup>th</sup> September, 2021 shall be deemed to be passed with the requisite Majority.



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**Shreyas Athavale & Co.**

(Practicing Company Secretary)

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All the relevant records of Voting in under my safe custody until the Chairman consider, approves and signs the same shall be handed over thereafter to the Chairman or the Company Secretary for safe keeping.

Thanking You,

Yours Faithfully,

For Shreyas Athavale & Co

*Athavale*

(CS Shreyas Athavale)  
Practicing Company Secretary  
Membership No. 52266  
COP No. 20573



UDIN: A052266C001062671

Place: Kalyan

Date: 30<sup>th</sup> September, 2021.

Counter Signed By:

FOR STEPHANOTIS FINANCE LIMITED

*Rashmi Raturi*

RASHMI RATURI  
Company Secretary & Compliance Officer  
Mem No.: 48368



Date: 1<sup>st</sup> October, 2021

Place: Mumbai