



MORARKA FINANCE LIMITED

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

REF: MFL/2024-25/086

September 24, 2024

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 39th Annual General Meeting.

Dear Sirs,

In furtherance of our letter no. MFL/2024-25/085 dated September 23, 2024 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 39th Annual General Meeting (AGM) of the Company held on Monday, September 23, 2024 at 12.00 noon IST at Kilachand Conference Room, Indian Merchants' Chambers Building Trust, IMC Building, IMC Marg, Churchgate, Mumbai – 400020.

- a) Combined voting results of the remote e-voting together with the physical voting conducted during the AGM, in relation to the items of business transacted at the AGM as required under Regulation 44 of the Listing Regulations as **Annexure - A**.
- b) Consolidated Scrutinizer's Report dated September 24, 2024, 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**

Divya Agarwal
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 Audited Financial Statements for the financial year ended March 31, 2024 together with the Reports of Board of Directors' and the Auditors' Report thereon;	Ordinary	E voting/ Physical	Passed with requisite Majority
2.	Declaration of dividend on equity shares for the financial year ended March 31, 2024;	Ordinary	E voting/ Physical	Passed with requisite Majority
3.	Re-appointment of Ms. Priyanka G. Morarka (DIN: 00001088), who retires by rotation and being eligible offers herself for re-appointment;	Ordinary	E voting/ Physical	Passed with requisite Majority
4.	Appointment of Shri Prithviraj Natrajan Kokkarne (DIN: 00115317) as a Non-executive Independent Director;	Special	E voting/ Physical	Passed with requisite Majority
5.	Appointment of Ms. Nina Chatrath (DIN: 07700943) as a Non-executive Independent Director;	Special	E voting/ Physical	Passed with requisite Majority
6.	Appointment of Ms. Divya Rao (DIN: 10684830) as a Non-executive Independent Director;	Special	E voting/ Physical	Passed with requisite Majority



DETAILS OF VOTING RESULTS - ITEMS OF RESOLUTION WISE

Resolution No. 1									
Adoption of Audited Financial Statements for the financial year ended March 31, 2024 together with the Reports of Board of Directors' and the Auditors' Report thereon;									
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	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	25,955	1.7353	24,955	1,000	96.1472	3.8528
		Poll		25	0.0017	25	0	100.00	0.00
		Postal Ballot		0	0.00	0	0	0.00	0.00
		Total	14,95,736	25,980	1.7369	24,980	1,000	96.1509	3.8491
Total			45,02,100	30,32,344	67.3540	30,31,344	1,000	99.9670	0.0330



Resolution No. 2									
Declaration of dividend on equity shares for the financial year ended March 31, 2024;									
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	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	25,955	1.7353	24,955	1,000	96.1472	3.8528
		Poll		25	0.0017	25	0	100.00	0.00
		Postal Ballot		0	0.00	0	0	0.00	0.00
		Total	14,95,736	25,980	1.7369	24,980	1,000	96.1509	3.8491
Total			45,02,100	30,32,344	67.3540	30,31,344	1,000	99.9670	0.0330



Resolution No. 3									
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]=[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	25,955	1.7353	24,955	1,000	96.1472	3.8528
		Poll		25	0.0017	25	0	100.00	0.00
		Postal Ballot		0	0.00	0	0	0.00	0.00
		Total	14,95,736	25,980	1.7369	24,980	1,000	96.1509	3.8491
Total			45,02,100	30,32,344	67.3540	30,31,344	1,000	99.9670	0.0330



Resolution No. 4									
Appointment of Shri Prithviraj Natrajan Kokkarne (DIN: 00115317) as a Non-executive Independent Director;									
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	25,955	1.7353	24,955	1,000	96.1472	3.8528
		Poll		25	0.0017	25	0	100.00	0.00
		Postal Ballot		0	0.00	0	0	0.00	0.00
		Total	14,95,736	25,980	1.7369	24,980	1,000	96.1509	3.8491
Total			45,02,100	30,32,344	67.3540	30,31,344	1,000	99.9670	0.0330



Resolution No. 5									
Appointment of Ms. Nina Chatrath (DIN: 07700943) as a Non-executive Independent Director;									
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	25,955	1.7353	24,955	1,000	96.1472	3.8528
		Poll		25	0.0017	25	0	100.00	0.00
		Postal Ballot		0	0.00	0	0	0.00	0.00
		Total	14,95,736	25,980	1.7369	24,980	1,000	96.1509	3.8491
Total			45,02,100	30,32,344	67.3540	30,31,344	1,000	99.9670	0.0330



Resolution No. 6									
Appointment of Ms. Divya Rao (DIN: 10684830) as a Non-executive Independent Director;									
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	25,955	1.7353	24,955	1,000	96.1472	3.8528
		Poll		25	0.0017	25	0	100.00	0.00
		Postal Ballot		0	0.00	0	0	0.00	0.00
		Total	14,95,736	25,980	1.7369	24,980	1,000	96.1509	3.8491
Total			45,02,100	30,32,344	67.3540	30,31,344	1,000	99.9670	0.0330



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CIN : L67120MH1985PLC035632

REF: MFL/2024-25/087

September 24, 2024

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

Scrip Code – 511549

Subject: Scrutinizer Report (39th Annual General Meeting)

Dear Sirs,

Please find enclosed herewith the consolidated report of Scrutinizer on physical and remote e-voting at 39th Annual General Meeting of the Company held on Monday, September 23, 2024, at 12.00 noon IST at Kilachand Conference Room, Indian Merchants' Chambers Building Trust, IMC Building, IMC Marg, Churchgate, Mumbai – 400020. The same is being uploaded on the website of the company – www.morarkafinance.in.

Thanking you,

Yours faithfully,
For **Morarka Finance Limited**

Divya Agarwal
Company Secretary & Compliance Officer

Encl: a/a

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

Fax : 2207 7542 Mob.: 93229 77388

E-mail: ykmassociates@yahoo.com

**Form No. MGT-13
Report of Scrutinizer(s)**

**Combined Scrutinizer's Report (E-Voting & Ballot Poll) For
MORARKA FINANCE LIMITED**

**To,
Chairman,
Morarka Finance Limited,
511 Makers Chambers, V,
221 Nariman Point MUMBAI- 400021**

Dear Sir,

Subject: Consolidated Scrutinizer's Report on remote e-voting conducted 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 Companies (Management and Administration) Amendment Rules, 2015 and voting by ballot poll at the Thirty Ninth Annual General Meeting of Morarka Finance Limited held on Monday, September 23, 2024 at 12:00 noon IST Kilachand Conference Room, Indian Merchants' Chambers Building Trust, IMC Building, IMC Marg, Churchgate, Mumbai – 400020

I, Vijay Kumar Mishra, of VKM & Associates, Practising Company Secretaries, had been appointed as the Scrutinizer by the Board of Directors of Morarka Finance Limited 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 the remote e-voting process in respect of the below mentioned resolutions proposed at the 39th Annual General Meeting (AGM) of Morarka Finance Limited on Monday, September 23, 2024 at 12:00 noon IST.



We were appointed as Scrutinizer on July 16, 2024 to scrutinize the voting process at the said AGM.

At the request of the management, we hereby submit our Combined Scrutinizer report on e-voting and Ballot poll as under:

- a. The notice dated July 16, 2024, along with a statement setting out material facts under Section 102 of the Act as confirmed by the Company was sent to the shareholders in respect of the below-mentioned resolutions passed at the 39th AGM of the Company.
- b. The Company had availed the e-voting facility offered by Central Depository Services Limited (CDSL) for conducting remote e-voting by the Shareholders of the Company.
- c. The Company had also provided voting by way of the Ballot poll to the shareholders present at the 39th AGM and who had not cast their vote earlier through remote e-voting facility.
- d. The shareholders of the company holding shares as on the "cut-off" date of 16th September, 2024 were entitled to vote on the resolutions as contained in the Notice of the 39th AGM.
- e. The voting period for remote e-voting commenced on Friday, September 20, 2024 at 9.00 a.m. and ended on Sunday, September 22, 2024 at 5.00 p.m and the CDSL e-voting platform was blocked thereafter.
- f. After the closure of the voting at the 39th AGM, the report on voting done at the meeting was generated in our presence and the voting was diligently scrutinized by us.



- g. The votes cast under remote e-voting facility were thereafter unblocked in the presence of two witnesses who were not in the employment of the Company and after the conclusion of the voting at the 39th AGM the votes cast there under were counted.
- h. We have scrutinized and reviewed the remote e-voting and votes tendered therein based on the data downloaded from the CDSL e-voting system and voting by the Ballot poll at the 39th AGM.
- i. The Management of the Company is responsible to ensure compliance with the requirements of the Act and rules relating to remote e-voting and the Ballot poll conducted at the venue of the meeting on the resolutions contained in the notice of the 39th AGM.
- j. Our responsibility as scrutinizer for the remote e-voting and the voting conducted through a Ballot poll at the venue of the meeting is restricted to making a Scrutinizer's Report of the votes cast in favour or against the resolutions.

We now submit our consolidated Report as under, based on the result of the remote e-voting and voting by Ballot poll at the 39th AGM in respect of the said resolutions.



Resolution No. 1: Ordinary Resolution

To receive, consider and adopt the Audited Financial Statements of the Company for the year ended 31st March, 2024, together with the Directors' Report and Auditors' Report

(i) Voted in favour of Resolution.

Mode of Voting	Number of Members Voted	Number of valid votes cast by them	% of the total number of valid votes cast
Remote e-Voting	65	30,31,319	99.97%
Voting at AGM by Ballot Poll	07	25	100%
Total	72	30,31,344	99.97%

(ii) Voted against the resolution.

Mode of Voting	Number of Members Voted	Number of valid votes cast by them	% of the total number of valid votes cast
Remote e-Voting	1	1000	0.03%
Voting at AGM by Ballot Poll	0	0	0
Total	1	1000	0.03%

(iii) Invalid votes.

Number of Members whose votes were declared invalid	Number of invalid votes cast by them
Nil	NA



Resolution No. 2: Ordinary Resolution

Declaration of dividend on Equity Shares for the financial year ended March 31, 2024

(i) Voted in favour of resolution.

Mode of Voting	Number of Members Voted	Number of valid votes cast by them	% of the total number of valid votes cast
Remote e-Voting	65	30,31,319	99.97%
Voting at AGM by Ballot Poll	07	25	100%
Total	72	30,31,344	99.97%

(ii) Voted against the resolution.

Mode of Voting	Number of Members Voted	Number of valid votes cast by them	% of the total number of valid votes cast
Remote e-Voting	01	1,000	0.03%
Voting at AGM by Ballot Poll	00	00	0.00%
Total	01	1,000	0.03%

(iii) Invalid votes.

Number of Members whose votes were declared invalid	Number of invalid votes cast by them
Nil	NA



Resolution No. 3: Ordinary Resolution

Re-appointment of Ms. Priyanka G. Morarka (DIN: 00001088), who retires by rotation and being eligible, offers herself for re-appointment.

(i) Voted in favour of resolution.

Mode of Voting	Number of Members Voted	Number of valid votes cast by them	% of the total number of valid votes cast
Remote e-Voting	65	30,31,319	99.97%
Voting at AGM by Ballot Poll	07	25	100%
Total	72	30,31,344	99.97%

(ii) Voted against the resolution.

Mode of Voting	Number of Members Voted	Number of valid votes cast by them	% of the total number of valid votes cast
Remote e-Voting	01	1,000	0.03%
Voting at AGM by Ballot Poll	00	00	00
Total	01	1,000	0.03%

(iii) Invalid votes.

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



Resolution No. 4: Special Resolution

Appointment of Shri Prithviraj Natrajan Kokkarne (DIN: 00115317) as a Non-executive Independent Director:

(i) Voted in favour of resolution.

Mode of Voting	Number of Members Voted	Number of valid votes cast by them	% of the total number of valid votes cast
Remote e-Voting	65	30,31,319	99.97%
Voting at AGM by Ballot Poll	07	25	100%
Total	72	30,31,344	99.97%

(ii) Voted against the resolution.

Mode of Voting	Number of Members Voted	Number of valid votes cast by them	% of the total number of valid votes cast
Remote e-Voting	01	1,000	0.03%
Voting at AGM by Ballot Poll	00	00	00
Total	01	1,000	0.03%

(iii) Invalid votes.

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



Resolution No. 5: Special Resolution

Appointment of Ms. Nina Chatrath (DIN: 07700943) as a Non-executive Independent Director:

(i) Voted in favour of resolution.

Mode of Voting	Number of Members Voted	Number of valid votes cast by them	% of the total number of valid votes cast
Remote e-Voting	65	30,31,319	99.97%
Voting at AGM by Ballot Poll	07	25	100%
Total	72	30,31,344	99.97%

(ii) Voted against the resolution.

Mode of Voting	Number of Members Voted	Number of valid votes cast by them	% of the total number of valid votes cast
Remote e-Voting	01	1,000	0.03%
Voting at AGM by Ballot Poll	00	00	00
Total	01	1,000	0.03%

(iii) Invalid votes.

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



Resolution No.6: Special Resolution

Appointment of Ms. Divya Rao (DIN: 10684830) as a Non-executive Independent Director:

(i) Voted in favour of resolution.

Mode of Voting	Number of Members Voted	Number of valid votes cast by them	% of the total number of valid votes cast
Remote e-Voting	65	30,31,319	99.97%
Voting at AGM by Ballot Poll	07	25	100%
Total	72	30,31,344	99.97%

(ii) Voted against the resolution.

Mode of Voting	Number of Members Voted	Number of valid votes cast by them	% of the total number of valid votes cast
Remote e-Voting	01	1,000	0.03%
Voting at AGM by Ballot Poll	00	00	00
Total	01	1,000	0.03%

(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. 06 were passed with majority of Votes.
- l. All electronic data and relevant records of voting will remain in our custody until the Chairman considers, approves and sign the Minutes of 39th Annual General Meeting of the Company and after, the same will be handed over to Company Secretary Mrs. Divya Agarwal of the Company for safe keeping.

For VKM & ASSOCIATES
Company Secretaries



Vijay Kumar Mishra

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

UDIN: F005023F001296907

Place: Mumbai

Date: 24.09.2024

Countersigned by:
For MORARKA FINANCE LIMITED

Divya Agarwal
Company Secretary

