



MARGO FINANCE LIMITED

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Website : www.margofinance.com

CIN : L65910MH1991PLC080534

Gist of the proceedings of the Annual General Meeting of Margo Finance Limited held on 23rd August, 2014

The 23rd Annual General Meeting of the Members of the Company was held on 23rd August, 2014 at 3.00 P.M. at Office No. 3, Plot No. 266, Village Alte, Kumbhoj Road, Taluka Hatkanangale, Dist. Kolhapur – 416 109, Maharashtra.

Mr. Anil Kumar Jain, Chaired the proceedings of the Meeting. Total 33 Members including (Corporate Representatives) attended the Meeting.

The Chairman gave an overview of the financial performance of the Company for the financial year ended 31st March, 2014 and future outlook.

The Chairman informed the Members 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, the Company had extended the e-voting facility to the Members of the Company in respect of businesses to be transacted at the Annual General Meeting. The e-voting commenced on August 17, 2014 at 10:00 A.M. to August 19, 2014 at 6:00 P.M. Smt Ashu Gupta, Practicing Company Secretary, was appointed as the scrutinizer by the board for scrutinizing the e-voting process.

The Chairman informed the Member that the Company has arranged for poll on all the 6 resolutions to be passed at the meeting. Therefore, all the 6 resolutions were proposed, seconded and passed. On the invitation of the Chairman, Members give their suggestions and raised queries on the Company's accounts and businesses, which were replied by the Chairman.

The Chairman announced that the combined result of e-voting and the same will be put on the Company's website.

The Meeting closed with vote of thanks to the Chair.

For Margo Finance Limited

Kiran

Company Secretary



Ashu Gupta & Co.

COMPANY SECRETARIES

Scrutinizer Report

(Pursuant to Section 108 of the Companies Act, 2013
read with Rule 20 of the Companies (Management and Administration) Rules, 2014)

To,
Mr. Anil Kumar Jain, Chairman
MARGO FINANCE LIMITED
Office No. 3, Plot No. 266,
Village Alte, Kumbhoj Road,
Taluka Hatkanangale,
Dist. Kolhapur – 416 109

Sir,

**SUB: Scrutinizer's report on e-voting conducted in connection with the
Company's 23rd Annual General Meeting held on 23rd August, 2014**

The Board of Directors of the Company have passed a resolution on May 14, 2014 and decided to provide to the members of the Company, a facility to exercise their votes on the resolution(s) as set out in the notice of 23rd AGM to be held on August 23, 2014 by way of electronic means as required under the provision of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014.

I Ashu Gupta, Company Secretary in Practice, having membership no. FCS 4123 have been appointed by the Board of Directors of Margo Finance Limited as the scrutinizer pursuant to the provision of Section 108 of the Companies Act, 2013 read with Rule 20(ix) of the Companies (Management and Administration) Rules, 2014 for the purpose of scrutinizing the aforesaid voting process in a fair and transparent manner and ascertaining the requisite majority on e-voting for passing of resolutions as contained in the notice convening the 23rd Annual General Meeting of the Company to be held on 23rd August, 2014 at Office No. 3, Plot No. 266, Village Alte, Kumbhoj Road, Taluka Hatkanangale, Dist. Kolhapur – 416 109.

The management of the company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules relating to voting through electronic means on the resolutions contained in the notice of the 23rd Annual General Meeting of the members of the company. My responsibility as the scrutinizer for e-voting process, is



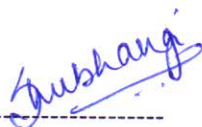
restricted to make Scrutinizer's report of the votes cast "in favour" or "against" the resolutions stated above, based on the reports generated from the result of e-voting service provided by CDSL, the authorized agency to provide e-voting facilities, engaged by the Company.

The notice dated May 14, 2014 convening 23rd Annual General Meeting of the company to be held on August 23, 2014 along with the statement setting out material facts under section 102 of the Companies Act, 2013 were sent to the members of the company.

The members of the Company holding shares on the "cut-off date" i.e July 18, 2014 were entitled to vote on the resolutions proposed as set out in the notice of 23rd Annual General Meeting.

In this regard, I submit my report as under:

1. The e-voting period remained open from August 17, 2014 at 10:00 A.M. to August 19, 2014 at 6:00 P.M.
2. The votes cast were unblocked on August 27, 2014, due to technical glitches, I was not able to view the data/votes on CDSL website after closure of e-voting (i.e. August 19, 2014). Further, a request was made to CDSL to allow reviewing of votes, subsequent to which I could scrutinize the votes for the purpose of giving this report on 27th August, 2014. The votes cast were unblocked on August 27, 2014 in the presence of two witnesses, Ms. Shubhangi Agarwal and Mr. Gurminder Singh, who are not in the employment of the Company and who have signed below as confirmation to unblocking of the votes.



Name-Ms. Shubhangi Agarwal



Name- Mr. Gurminder Singh

4. The details containing list of shareholder who voted "for" or "against" or whose votes were considered as "Invalid" for each of the resolutions that were put to vote were generated from the e-voting website of CDSL i.e. www.evotingindia.com and based on such Reports generated the result of voting which is attached herewith as Annexure A.
5. Pursuant to clause 35B of the Listing Agreement entered by the Company, the Company has provided the facility of voting through the physical ballot from to those members who do not have access to the e-voting facility. The details of votes casted through ballots are mentioned in Annexure B.



6. The particulars of all the electronic and physical votes cast by the members have been recorded in a register separately maintained for the purpose.
7. The register, all other papers and relevant records relating to voting shall remain in our custody under our observation until the chairman consider, approves and signs the minutes of the aforesaid Annual General Meeting.

Thanking you,
Yours truly,



Ashu Gupta
Practising Company Secretary
Membership No.-4123
C.P. No.-6646



Date: 28.08.2014
Place: New Delhi

