

Disclosures regarding voting results of 28th Annual General Meeting (AGM) of the Company as per Clause 35A of the Listing Agreement

Name of the Company : V.B. DESAI FINANCIAL SERVICES LIMITED

Date of AGM : 12th September 2014

Book Closure date : 8th September 2014 to 12th September 2014

No. of shareholders present in the meeting either in person or through proxy:

| Category | Present in person | Present through proxy | Total |
|------------------------------|-------------------|-----------------------|-------|
| Promoters and Promoter group | 4 | 9 | 13 |
| Public | 15 | 6 | 21 |
| Total | 19 | 15 | 34 |

Resolution / Agenda-wise details of voting (by e-voting, physical assent / dissent form and poll) are as under:

Resolution No.1

Ordinary resolution for adoption of Financial Statements for the year ended on 31st March, 2014

| Promoter/ Public | 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 |
|--------------------------------------|------------------------------|----------------------------------|---|-------------------------------------|-------------------------------------|---|---|
| Promoter and Promoter Group | 1846632 | 1821830 | 98.66 | 1821830 | 0 | 100 | 0.00 |
| Public Institutional holders | 200 | 0 | 0 | 0 | 0 | 0 | 0 |
| Public - Others | 2681058 | 91736 | 3.42 | 91736 | 0 | 100 | 0 |
| Total | 4527890 | 1913567 | | 1913567 | 0 | 100 | 0.00 |

Resolution No.2

Ordinary resolution for re-appointment of Mr. Manoj T. Shroff, who retires by rotation

| Promoter/ Public | 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 |
|--------------------------------------|------------------------------|----------------------------------|---|-------------------------------------|-------------------------------------|---|---|
| Promoter and Promoter Group | 1846632 | 1821830 | 98.66 | 1821830 | 0 | 100 | 0.00 |
| Public Institutional holders | 200 | 0 | 0 | 0 | 0 | 0 | 0 |
| Public - Others | 2681058 | 91736 | 3.42 | 91736 | 0 | 100 | 0 |
| Total | 4527890 | 1913567 | | 1913567 | 0 | 100 | 0.00 |



Resolution No.3**Ordinary resolution – Appointment of M/s. A.N. Damania & Co., Chartered Accountants as Auditors**

| Promoter/ Public | 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 |
|--------------------------------------|------------------------------|----------------------------------|---|-------------------------------------|-------------------------------------|---|---|
| Promoter and Promoter Group | 1846632 | 1821830 | 98.66 | 1821830 | 0 | 100 | 0.00 |
| Public Institutional holders | 200 | 0 | 0 | 0 | 0 | 0 | 0 |
| Public - Others | 2681058 | 91736 | 3.42 | 91736 | 0 | 100 | 0 |
| Total | 4527890 | 1913567 | | 1913567 | 0 | 100 | 0.00 |

Resolution No.4**Ordinary resolution – Retirement of Mr. Ashok Kumar Singh, a Director retire by rotation**

| Promoter/ Public | 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 |
|--------------------------------------|------------------------------|----------------------------------|---|-------------------------------------|-------------------------------------|---|---|
| Promoter and Promoter Group | 1846632 | 1821830 | 98.66 | 1821830 | 0 | 100 | 0.00 |
| Public Institutional holders | 200 | 0 | 0 | 0 | 0 | 0 | 0 |
| Public - Others | 2681058 | 91736 | 3.42 | 91736 | 0 | 100 | 0 |
| Total | 4527890 | 1913567 | | 1913567 | 0 | 100 | 0.00 |

Resolution No.5**Ordinary resolution- Appointment of Mr. Hemendra J. Shroff as additional director**

| Promoter/ Public | 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 |
|--------------------------------------|------------------------------|----------------------------------|---|-------------------------------------|-------------------------------------|---|---|
| Promoter and Promoter Group | 1846632 | 1821830 | 98.66 | 1821830 | 0 | 100 | 0.00 |
| Public Institutional holders | 200 | 0 | 0 | 0 | 0 | 0 | 0 |
| Public - Others | 2681058 | 91736 | 3.42 | 91736 | 0 | 100 | 0 |
| Total | 4527890 | 1913567 | | 1913567 | 0 | 100 | 0.00 |

