TRC FINANCIAL SERVICES LIMITED (L74899MH1994PLC216417) Result of Voting of Annual General Meeting Clause 35A

through Video Conferencing	proxy No. of shareholders attended the Meeting	Meeting either in person or through	No. of shareholders present in the	Total number of shareholders as on record date	Date of Annual General Meeting
Promoters Group	In Proxy Promoters &	In Person	Promoters &		
N.A.	0	2	Promoters & Promoters Group	2206 Shareholders	30th Se
Public	In Proxy	In Person		2206 Shareholders as on 23rd September, 2015	30th September, 2015
N.A.	1-3	13	Public	, 2015	

- The Mode of E voting for all resolutions was:

 1. E- Voting commenced on 27th September, 2015 at 09:00 a.m. and ended on 29th September, 2015 at 05:00 p.m.

 2. Poll (Ballot Paper) was conducted at the Annual General Meeting on 30th September, 2015.

Total 5000900 3514419 70.28% 3514419 0	Public-Others 1962826 618245 31.49% 618245 0	Public - Institutional holders 109200 0 0.00 0 0	Promoter and Promoter Group 2928874 2896174 98.88% 2896174 0	Promoter/Public held (1) polled (2) 100 (4) - against (5)	shares No. of votes $(3)=[(2)/(1)]^*$ - in favour No. of Votes (6):	No. of shares No. of Votes vote	outstanding in f	Polled on %	% of Votes	Account for the year ended on that date and the Reports of the Directors' and Auditors thereon.	Ordinary Resolution: Adoption of the Audited Balance-Sheet of the Company as at March 31st, 2015 and the Profit and Loss	
0	0	0	0	- against (5)	ur No. of Votes	tes				itors thereon.	as at March 31st,	
100.00%	100.00%	0.00	100.00%	*100	(6)=[(4)/(2)]	votes polled	in favour on	% of Votes			2015 and the Pr	
0.000	0.000	0.000	0.000	*100	(7)=[(5)/(2)]	votes polled	against on	% of Votes			ofit and Loss	



Resolution 2

Special Resolution: Appointment of M/s Harish Hegde & Co., Chartered Accountants, as Statutory Auditors of the company in place of retiring auditor M/s. ASP & Co. Chartered Accountants, who have expressly conveyed their unwillingness to be reappointed as the Statutory auditors of the company, to hold Office from the conclusion of this Annual General Meeting until the conclusion of the next Annual General Meeting and to authorize Board Of Directors or any committee thereof to fix their remuneration.

0.000	100.00%	0	3514419	70.28%	3514419	5000900	Total
	100.00%	0	618245	31.49%	618245	1962826	Public-Others
	0.00	0	0	0.00	0	109200	Public - Institutional holders
	100.00%	0	2896174	98.88%	2896174	2928874	Promoter and Promoter Group
00L*	*100	- against (5)	(4)	100	polled (2)	held (1)	Promoter/Public
(7)=[(5)/(2)]	(6)=[(4)/(2)] (7)	No. of Votes	in favour	(3)=[(2)/(1)]*	No. of votes	shares	
votes polled	votes polled		No. of Votes	shares		No. of	
against or	in favour on			outstanding			
% of Vote	% of Votes			Polled on			
			20	% of Votes			



TOTAL	Total	Public-Others	Public - Institutional holders	Promoter and Promoter Group	rromoter/Fublic							who is made to retire by rotation at this Annual General Meeting.	Orumary kesolution: Ke-appointment of Mr. Vijay Mario Sebastian Misquitta (DIN: 00993141) as a Director of the Company	
5000900	1902020	1062601	+	2928874	held (1)	shares	10. OI	A Contraction				tion at this	pointment o	
3514419	018245	730241		2896174	polled (2)	No. of votes						Annual Genera	of Mr. Vijay M.	
70.28%	31.49%	0.00	0000	98.88%	100	(3)=[(2)/(1)]*	shares	Surpusiano	Day to the die	Polled on	% of Votes	al Meeting.	ario Sebastian	Resolution 3
3514419	618245	0	#/TO/07	2896174	(4)	- in favour	No. of Votes	-			1		Misquitta (DI	
0	0	0	0	0	- against (5)	No. of Votes							N:00993141) as	
100.00%	100.00%	0.00	WOO.001	100 000/	*100	(6)=[(4)/(2)]	votes polled	in favour on		0/2 of Wotos			a Director of t	
0.000	0.000	0.000	0.000	OOT	*100	(7) = [(5)/(2)]	Votes polled	against on	SOLO A DO 0/	0/ 06 17-1-1		/ Grandare	he Company	



0.000	100.00%	0	618245	31.49%	618245	1962826	Public-Others
0.000	0.00	0	0	0.00	0	109200	Public - Institutional holders
0.000	100.00%	0	2896174	98.88%	2896174	2928874	Promoter and Promoter Group
*100	*100	- against (5)	(4)	100	polled (2)	held (1)	Promoter/Public
(7)=[(5)/(2)]	(6)=[(4)/(2)]	- in favour No. of Votes	- in favour	$(3)=[(2)/(1)]^*$	No. of votes		
votes polled	votes polled		No. of Votes	shares		No. of	
against on	in favour on			outstanding			
% of Votes	% of Votes			Polled on			
				% of Votes			
,							rotation.
e to retire by	ll be not liable	1 2020 and shal	5 to 27th March	3th March 2015	encing from 28	ears comm	Director for a term of Five years commencing from 28th March 2015 to 27th March 2020 and shall be not liable to retire by
Independent	n Executive	8862) as No.	h (DIN:0713	lugustine Sing	Ms. Madhuri A	itment of N	Ordinary Resolution: Appointment of Ms. Madhuri Augustine Singh (DIN: 07138862) as Non Executive Independent
				Resolution 5			

5000900 3514419

70.28%

3514419

100.00%

0.000

0.000	100.00%	0	3514419	70.28%	3514419	5000900	Total
0.000	100.00%	0	618245	31.49%	618245	1962826	Public-Others
0.000	0.00	0	0	0.00	0	109200	Public - Institutional holders
0.000	100.00%	0	2896174	98.88%	2896174	2928874	Promoter and Promoter Group
*100	*100	- against (5)	(4)	100	polled (2)	held (1)	Promoter/Public
(7)=[(5)/(2)]	(6)=[(4)/(2)]	No. of Votes	- in favour	(3)=[(2)/(1)]*	No. of votes	shares	
votes polled	votes polled		No. of Votes	shares		No. of	
against on	in favour on			outstanding			
% of Votes	% of Votes			Polled on			
				% of Votes			
			ration.	on nil remune	h January 2015	ing from 30	period of three years commencing from 30th January 2015 on nil remuneration.
Director for a	he Managing I	Misquitta as th	dr. Vijay M.S.	pointment of N	proving the app	ng and app	Ordinary Resolution: Ratifying and approving the appointment of Mr. Vijay M.S. Misquitta as the Managing Director for a
				Kesolution 6			



As per the consolidated results of e-voting and poll on item no. 1 to 6 of the notice of AGM, all the resolutions are passed by requisite majority.

For TRC Financial Services Limited

Authorized Signatory



Priti J Sheth & Associates

Company Secretaries

Report of Scrutinizer(s) - Consolidated on votes casted through electronic mode and by poll

To,
The Chairman,
TRC Financial Services Ltd
Bandra Hill View Chs, (3rd Floor), 85, Hill Road
Opp. Yoko Sizzlers, Bandra (W),
Mumbai 400050

21st Annual General Meeting of the Shareholders of TRC Financial Services Ltd Held on Wednesday, 30th September 2015 at the registered office of the Company

Subject: Consolidated Results of E-voting and voting through Poll

Dear Sir,

I, Priti J Sheth of M/s. Priti J. Sheth & Associates, Practicing Company Secretary, appointed as the Scrutinizer for the purpose of scrutinizing the electronic voting process and voting through Poll in respect to the below mentioned resolutions, at the 21st Annual General Meeting of the Shareholders of TRC Financial Services Ltd, held on 30th September, 2015 at , Bandra Hill View Chs, (3rd Floor), 85, Hill Road, Opp. Yoko Sizzlers, Bandra (W), Mumbai 400050 submit our consolidated report of Evoting and voting through Poll as under:

ORDINARY BUSINESS

I. Ordinary Resolution No. 1

Adoption of the Audited Balance-Sheet of the Company as at March 31st, 2015 and the Profit and Loss Account for the year ended on that date and the Reports of the Directors' and Auditors thereon.

(i) Voted in favour of the resolution:

Number of members voted by Poll and electronically	Number of votes cast by them	% of total number of valid votes cast
16	3514419	100%

(ii) Voted against the resolution:

Number of members voted by Poll and electronically	Number of votes cast by them	% of total number of valid votes cast
	NTIT	NII.
NIL	NIL	1412





(iii) Invalid votes:

Number of members voted by Poll and electronically whose votes were declared invalid	Total number of votes cast by them
NIL	NIL

II. Special Resolution No. 2

Appointment of M/s Harish Hegde & Co., Chartered Accountants, as Statutory Auditors of the company in place of retiring auditor M/s. ASP & Co, Chartered Accountants, who have expressly conveyed their unwillingness to be re-appointed as the Statutory auditors of the company, to hold Office from the conclusion of this Annual General Meeting until the conclusion of the next Annual General Meeting and to authorize Board Of Directors or any committee thereof to fix their remuneration.

(i) Voted in favour of the resolution:

Number of members voted by Poll and electronically	Number of votes cast by them	% of total number of valid votes cast
16	3514419	100%

(ii) Voted against the resolution:

Number of members voted by Poll and electronically	Number of votes cast by them	% of total number of valid votes cast
NIL	NIL	NIL

(iii) Invalid votes:

Number of members voted by Poll and electronically whose votes were declared invalid	Total number of votes cast by them
NIL	NIL

III. Ordinary Resolution No. 3

Re-appointment of Mr. Vijay Mario Sebastian Misquitta (DIN:00993141) as a Director of the Company , who is liable to retire by rotation at this Annual General Meeting.

(i) Voted in favour of the resolution:

Number of members voted by Poll and electronically	Number of votes cast by them	% of total number of valid votes cast
16	3514419	100%





(ii) Voted against the resolution:

Number of members voted by Poll and electronically	Number of votes cast by them	% of total number of valid votes cast
NIL	NIL	NIL

(iii) Invalid votes:

Number of members voted by Poll and electronically whose votes were declared invalid	Total number of votes cast by them
NIL	NIL

SPECIAL BUSINESS

IV Ordinary Resolution No. 4

Appointment of Mr. Paresh Patel (DIN: 01497453) as Non Executive Independent Director for a term of Five years commencing from 13th August 2015 to 12th August 2020 and shall be not liable to retire by rotation

(i) Voted in favour of the resolution:

Number of members voted by Poll and electronically	Number of votes cast by them	% of total number of valid votes cast
16	3514419	100%

(ii) Voted against the resolution:

Number of members voted by Poll and electronically	Number of votes cast by them	% of total number of valid votes cast
NII.	NII.	NIL

(iii) Invalid votes:

Number of members voted by Poll and electronically whose votes were declared invalid	Total number of votes cast by them
NIL	NIL





V Ordinary Resolution No. 5

Appointment of Ms. Madhuri Augustine Singh (DIN: 07138862) as Non Executive Independent Director for a term of Five years commencing from 28th March 2015 to 27th March 2020 and shall be not liable to retire by rotation.

(i) Voted in favour of the resolution:

Number of members voted by Poll and electronically	Number of votes cast by them	% of total number of valid votes cast
16	3514419	100%

(ii) Voted against the resolution:

Number of members voted by Poll and electronically	Number of votes cast by them	% of total number of valid votes cast
NIL	NIL	NIL

(iii) Invalid votes:

Number of members voted by Poll and electronically whose votes were declared invalid	Total number of votes cast by them	And a second contract of the second
NIL	NIL	1000

VI Ordinary Resolution No. 6

Ratifying and approving the appointment of Mr. Vijay M.S. Misquitta as the Managing Director for a period of three years commencing from 30th January 2015 on nil remuneration.

(i) Voted in favour of the resolution:

Number of members voted by Poll and electronically	Number of votes cast by them	% of total number of valid votes cast
16	3514419	100%

(ii) Voted against the resolution:

Number of members voted by Poll and electronically	Number of votes cast by them	% of total number of valid votes cast
NIL	NIL .	NIL





(iii) Invalid votes:

Total number of votes cast by them
NIL

A Compact Disc (CD) containing a list of equity shareholders who voted "FOR", "AGAINST" and those whose votes were declared invalid for each resolution is enclosed.

The ballot papers, poll papers and all other relevant records were sealed and handed over to the Director authorized by the Board for safe keeping.

Thanking you,

Yours faithfully,

For Priti J Sheth & Associates

Practising Company Secretarie

C.P.No.5518

Priti J Sheth

Membership No. 6833 C.P. No. 5518 Date: 01⁵¹ October, 2015