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Service Tax Regn. No. ACSPV8251AST001

PAN : ACSPV8251A

6<sup>th</sup> June, 2014.

**REPORT OF THE SCRUTINIZER**

The Chairman  
Of the Annual General Meeting of the Shareholders of  
LKP Finance Limited  
To be held on Tuesday, 10<sup>th</sup> June, 2014 at 11.00 a.m.  
At M.C. Ghia Hall, Bhogilal Hargovindas Building  
18/20 K. Dubash Marg  
Mumbai 400 001

Sub: ***Resolutions proposed at the annual general meeting – Voting through electronic means in terms of section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management & Administration) Rules, 2014***

Dear Sirs,

I, V. Ramachandran, proprietor of M/s V.R. Associates, Company Secretaries (membership no. ACS 7731, CP no. 4731) appointed as Scrutinizer as per company letter dated 9<sup>th</sup> May 2014 for the purpose of voting by electronic means on all the resolutions at the annual general meeting of the shareholders of the company to be held on Tuesday, 10<sup>th</sup> June, 2014 at 11.00 a.m. at M.C. Ghia Hall, Bhogilal Hargovindas Building, 18/20 K. Dubash Marg, Mumbai 400 001 hereby submit my report as under:

- 1) Pursuant to section 101 and 108 of the Companies Act, 2013 (“the Act”) and Rule 20(3)(1) of the Companies (Management & Administration) Rules, 2014, the notice convening the annual general meeting including the Statement under section 102 of the Act have been despatched to all the members of the company through permitted means on 17<sup>th</sup> May 2014 and subsequently the notice was also placed on the website of the company i.e [www.lkpsec.com](http://www.lkpsec.com) and that of the agency i.e. Adroit Corporate Services Private Limited i.e. [www.adroitcorporate.com](http://www.adroitcorporate.com). The members of the company were given an option to vote electronically on e-voting platform provided by Central Depository Services Limited (CDSL) i.e. [www.evotingindia.com](http://www.evotingindia.com)
- 2) The public advertisement with respect to dispatch of notices and conducting of voting through electronic means was published in an English newspaper i.e. The Financial Express and a regional language newspaper i.e. Mumbai Lakshydeep on May 23, 2014.
- 3) The notice clearly indicated the process and manner of voting by electronic means including step wise procedure for voting in a secure manner.



- 4) The e-voting period commenced on Wednesday, 4<sup>th</sup> June, 2014 at 9.00 a.m. and ended on Thursday, 5<sup>th</sup> June, 2014 at 6.00 p.m.
- 5) Accordingly, the electronic votes cast were taken into account and at the end of the voting period i.e. on 5<sup>th</sup> June, 2014 at 6.00 p.m. the CDSL portal was blocked for voting.
- 6) The votes cast was unblocked in the presence of two witnesses on 6<sup>th</sup> May, 2014.
- 7) A register has been maintained electronically to record the assent or dissent received mentioning the particulars of name, address, folio no. or client id of the shareholders, number of shares held by them, nominal value of such shares. As there was no shares with differential rights, the question of maintaining the list of shares with differential voting rights did not arise.
- 8) The corporate member who has participated in the e-voting has provided the scanned copy of the resolution passed at their Board of Directors' meeting for authorisation to attend and vote at the annual general meeting, including voting by electronic means. One corporate member did not provide the scanned copy of the resolution, and therefore his electronic vote was invalidated.

The proposed resolutions for which this annual general meeting of the shareholders is being held and the option of voting by electronic means is provided and the summary of the total votes cast "FOR" and "AGAINST" each resolution by electronic means is as follows:

**Item No. 1:**

**ADOPTION OF AUDITED FINANCIAL STATEMENTS, DIRECTORS REPORT & AUDITORS REPORT FOR YEAR ENDED 31<sup>ST</sup> MARCH 2014;**

Particulars	No. of shareholders/ votes	No. of shares/ votes	% of shares/ votes
(a) Total Valid Votes	31	7938196	
(b) Votes "FOR" the resolution	30	7937596	99.992%
(c) Votes "AGAINST" the resolution	1	600	0.008%



**Item No. 2:  
DECLARATION OF DIVIDEND;**

Particulars	No. of shareholders/ votes	No. of shares/ votes	% of shares/ votes
(a) Total Valid Votes	31	7938196	
(b) Votes "FOR" the resolution	30	7937596	99.992%
(c) Votes "AGAINST" the resolution	1	600	0.008%

**Item No. 3:  
RE-APPOINTMENT OF MR. HARIHARAN PADMANABHAN, DIRECTOR;**

Particulars	No. of shareholders/ votes	No. of shares/ votes	% of shares/ votes
(a) Total Valid Votes	31	7938196	
(b) Votes "FOR" the resolution	30	7937596	99.992%
(c) Votes "AGAINST" the resolution	1	600	0.008%

**Item No. 4:  
APPOINTMENT OF M/S FORD, RHODES, PARKS & CO., CHARTERED  
ACCOUNTANTS AS STATUTORY AUDITORS:**

Particulars	No. of shareholders/ votes	No. of shares/ votes	% of shares/ votes
(a) Total Valid Votes	31	7938196	
(b) Votes "FOR" the resolution	30	7937596	99.992%
(c) Votes "AGAINST" the resolution	1	600	0.008%

**Item No. 5:  
APPOINTMENT OF MR. MILAN BHISE AS INDEPENDENT DIRECTOR:**

Particulars	No. of shareholders/ votes	No. of shares/ votes	% of shares/ votes
(a) Total Valid Votes	31	7938196	
(b) Votes "FOR" the resolution	30	7937596	99.992%
(c) Votes "AGAINST" the resolution	1	600	0.008%



**Item No. 6:****APPOINTMENT OF MR. VINIT SUCHANTI AS INDEPENDENT DIRECTOR:**

Particulars	No. of shareholders/ votes	No. of shares/ votes	% of shares/ votes
(a) Total Valid Votes	31	7938196	
(b) Votes "FOR" the resolution	29	7937182	99.99%
(c) Votes "AGAINST" the resolution	2	1014	0.01%

**Item No. 7:****APPOINTMENT OF AND PAYMENT OF REMUNERATION TO MR. MAHENDRA V. DOSHI AS EXECUTIVE CHAIRMAN:**

Particulars	No. of shareholders/ votes	No. of shares/ votes	% of shares/ votes
(a) Total Valid Votes	28	5511324	
(b) Votes "FOR" the resolution	27	5510724	99.99%
(c) Votes "AGAINST" the resolution	1	600	0.01%

**Item No. 8:****APPOINTMENT OF MR. PRATIK DOSHI AS WHOLE-TIME DIRECTOR OF LKP SECURITIES LTD., A SUBSIDIARY COMPANY:**

Particulars	No. of shareholders/ votes	No. of shares/ votes	% of shares/ votes
(a) Total Valid Votes	19	930430	
(b) Votes "FOR" the resolution	18	929830	99.94%
(c) Votes "AGAINST" the resolution	1	600	0.06%



**Item No. 9:**

**BORROWING POWERS OF THE COMPANY U/S 180(1)(C) OF THE COMPANIES ACT, 2013:**

Particulars	No. of shareholders/ votes	No. of shares/ votes	% of shares/ votes
(a) Total Valid Votes	31	7938196	
(b) Votes "FOR" the resolution	30	7937596	99.992%
(c) Votes "AGAINST" the resolution	1	600	0.008%

Further in case of Item no. 8 which pertains to appointment to a relative of Director to an office or place of profit in a subsidiary company, which is a related party transaction as per section 188(1)(f) of the Act, it is hereby confirmed that no related party of the Director has voted for the resolution and their votes, if any, were invalidated as stipulated in the second proviso to section 188(1) of the Act.

The results of the e-voting shall be taken into account in addition to the voting at the annual general meeting of the shareholders.

The data sheet relating to e-voting and other related papers/ registers, records are in the safe custody of the undersigned and they will be handed over to the Chairman of the company once the Minutes are approved and signed.

The list of shareholders who have voted through electronic means is shared with the Registrars and Share Transfer Agents M/s Adroit Corporate Services Private Limited. It is also informed that shareholders who have already exercised their vote through electronic means will not be eligible to exercise their vote for this resolution at the annual general meeting.

Thank you.

Yours faithfully,  
For *V.R. Associates*  
*Company Secretaries*

  


*V. Ramachandran*  
*Proprietor*  
*ACS 7731/ CP 4731*