

DETAILS OF VOTING RESULTS

As per clause 35A of listing agreement the outcome of 28th Annual General Meeting of Ad-Manum Finance Limited are as follows:

Sr. No.	Particulars	Details
1.	Date of Annual General Meeting	25 th Sept., 2014
2.	Total No. of Shareholders on Record date/Book closure date	1835
3.	No. of Shareholders present in Meeting either in person or through proxy: <u>Promoters and Promoter Group</u> In Person In Proxy <u>Public:</u> In Person In Proxy	 6 1 42 11
4.	No. of shareholders attended the meeting through Video Conferencing:	None

4 votes casted by poll were consider as invalid vote by the Scrutinizer.

For, AD-MANUM FINANCE LTD.

(Signature)
By Order Of the Board
(JAYANTA NATH CHOUDHURY)
DIRECTOR-IN-CHARGE & CEO
DIN-00136766



AGENDA-WISE VOTING RESULTS

All the resolutions were carried out through e-voting and physical ballot.

Item No.	Particulars of Resolution	Mode of voting: (ballot/ e-voting)	Resolution required (ordinary/special)	Remarks/Results
1.	Adoption of Audited Financial Statement for the year ended 31 st March, 2014, Director Report and Auditors thereon.	Ballot/ E-voting	Ordinary	The resolution was passed unanimously.
2.	Declaration of Final Dividend @ 10% (Rs. 1 on each equity Shares)	Ballot/ E-voting	Ordinary	The resolution was passed unanimously.
3.	Re-Appointment of Mr. J.N Choudhury, (DIN-00136766) as a Director who is liable for retire by rotation.	Ballot/ E-voting	Ordinary	The resolution was passed unanimously.
4.	Appointment of M/s Mahendra Badjatya & Co., Chartered Accountants (FRN-001457C) as the Auditors for term of 3 years till the conclusion of 31 st AGM to be held in the year 2017 and fixing their remuneration.	Ballot/ E-voting	Ordinary	The resolution was passed unanimously.
5.	Appointment of Mrs. Dolly Choudhury (DIN-06935952) u/s 160 as a Director.	Ballot/ E-voting	Ordinary	The resolution was passed requisite majority.
6.	Appointment of CA Assem Trivedi (DIN-01244851) u/s 160, 149 and 152 as an Independent Director for a term of 5 years upto 31 st March, 2019.	Ballot/ E-voting	Ordinary	The resolution was passed unanimously.
7.	Appointment of Mr. D. P. Kori (DIN-00045069) u/s 160, 149 and 152 as an Independent Director for a term of 5 years upto 31 st March, 2019.	Ballot/ E-voting	Ordinary	The resolution was passed unanimously.
8.	Appointment of CA Vishnu Gupta (DIN-0416704) u/s 160, 149 and 152 as an Independent Director for a term of 5 years upto 31 st March, 2019.	Ballot/ E-voting	Ordinary	The resolution was passed unanimously.
9.	Appointment of Mr.J.N Choudhury (DIN-00136766) as a Whole Time Director for a period of 2 years w.e.f. 1 st Oct. 2014.	Ballot/ E-voting	Special	The resolution was passed unanimously.
10.	Appointment of Mrs. Dolly Choudhury (DIN-06935952) as a Whole Time Director for a period of 2 years w.e.f. 31 st July, 2014.	Ballot/ E-voting	Special	The resolution was passed requisite majority.

For, AD-MANUM FINANCE LTD.

By Order Of the Board
 (JAYANTA NATH CHOUDHURY)
 DIRECTOR-IN-CHARGE & CEO
 DIN-00136766



Item No.1: Ordinary Resolution
Approve the Audited Financial Statements for the year 2013-14 ended 31st March, 2014 and Reports of Board of Directors and Auditors thereon.

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)	% in favour on Votes Polled (6)=[(4)/(2)]*100	% of Votes against on Votes Polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	4617560	4559760	98.74	4559760	0	100.00	0
Public Non Institutional Holders	2033828	2000110	98.34	2000110	0	100.00	0
Public-Others	848612	15101	1.77	15101	0	100.00	0
Total	7500000	6574971		6574971	0		

Item No.2: Ordinary Resolution
Declaration of Final Dividend @ 10% (Rs. 1 on each equity Shares)

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)	% in favour on Votes Polled (6)=[(4)/(2)]*100	% of Votes against on Votes Polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	4617560	4559760	98.74	4559760	0	100.00	0
Public Non Institutional Holders	2033828	2000110	98.34	2000110	0	100.00	0
Public-Others	848612	15195	1.79	15195	0	100.00	0
Total	7500000	6575065		6575065	0		

Item No.3: Ordinary Resolution
Re-Appointment of Mr. J.N Choudhury, (DIN-00136766) as a Director who is liable for 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)	% in favour on Votes Polled (6)=[(4)/(2)]*100	% of Votes against on Votes Polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	4617560	4559760	98.74	4559760	0	100.00	0
Public Non Institutional Holders	2033828	2000110	98.34	2000110	0	100.00	0
Public-Others	848612	15401	1.81	15401	0	100.00	0
Total	7500000	6575271		6575271	0		



AD-MANUM FINANCE LIMITED



Item No.4: Ordinary Resolution
Appointment of M/s Mahendra Badjatya & Co., Chartered Accountants (FRN-001457C) as the Auditors for term of 3 years till the conclusion of 31st AGM to be held in the year 2017 and fixing their remuneration.

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)	% in favour on Votes Polled (6)=[(4)/(2)]*100	% of Votes against on Votes Polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	4617560	4559760	98.74	4559760	0	100.00	0
Public Non Institutional Holders	2033828	2000110	98.34	2000110	0	100.00	0
Public-Others	848612	15401	1.81	15401	0	100.00	0
Total	7500000	6575271		6575271	0		

Item No.5: Ordinary Resolution
Appointment of Mrs. Dolly Choudhury (DIN-06935952) U/s 160 as a 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)	% in favour on Votes Polled (6)=[(4)/(2)]*100	% of Votes against on Votes Polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	4617560	4559760	98.74	4559760	0	100.00	0
Public Non Institutional Holders	2033828	2000110	98.34	2000110	0	100.00	0
Public-Others	848612	15095	1.78	14795	300	98.01	1.99
Total	7500000	6574965		6574665	300		

Item No.:6 Ordinary Resolution
Appointment of CA Assem Trivedi (DIN-01244851) u/s 160, 149 and 152 as an Independent Director for a term of 5 years upto 31st March, 2019.

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)	% in favour on Votes Polled (6)=[(4)/(2)]*100	% of Votes against on Votes Polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	4617560	4559760	98.74	4559760	0	100.00	0
Public Non Institutional Holders	2033828	2000110	98.34	2000110	0	100.00	0
Public-Others	848612	15401	1.81	15401	0	100.00	0
Total	7500000	6575271		6575271	0		



AD-MANUM FINANCE LIMITED



Item No.:7 Ordinary Resolution

Appointment of Mr. D. P. Kori (DIN-00045069) u/s 160, 149 and 152 as an Independent Director for a term of 5 years upto 31st March, 2019.

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)	% in favour on Votes Polled (6)=[(4)/(2)]*100	% of Votes against on Votes Polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	4617560	4559760	98.74	4559760	0	100.00	0
Public Non Institutional Holders	2033828	2000110	98.34	2000110	0	100.00	0
Public-Others	848612	15401	1.81	15401	0	100.00	0
Total	7500000	6575271		6575271	0		

Item No.:8 Ordinary Resolution

Appointment of CA Vishnu Gupta (DIN-0416704) u/s 160, 149 and 152 as an Independent Director for a term of 5 years upto 31st March, 2019.

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)	% in favour on Votes Polled (6)=[(4)/(2)]*100	% of Votes against on Votes Polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	4617560	4559760	98.74	4559760	0	100.00	0
Public Non Institutional Holders	2033828	2000110	98.34	2000110	0	100.00	0
Public-Others	848612	15401	1.81	15401	0	100.00	0
Total	7500000	6575271		6575271	0	100.00	0.00

Item No.:9 Special Resolution

* Appointment of Mr. J.N Choudhury (DIN- 00136766) as a Whole Time Director for a period of 2 years w.e.f. 1st Oct. 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)	% in favour on Votes Polled (6)=[(4)/(2)]*100	% of Votes against on Votes Polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	4617560	4559760	98.74	4559760	0	100.00	0
Public Non Institutional Holders	2033828	2000110	98.34	2000110	0	100.00	0

AD-MANUM FINANCE LIMITED



Public-Others	848612	15401	1.81	15401	0	100.00	AGARWAL GROUP
Total	7500000	6575271		6575271	0		

Item No.:10 Special Resolution
Appointment of Mrs. Dolly Choudhury (DIN-06935952) as a Whole Time Director for a period of 2 years w.e.f. 31st July, 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)	% in favour on Votes Polled (6)=[(4)/(2)]*100	% of Votes against on Votes Polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	4617560	4559760	98.74	4559760	0	100.00	0
Public Non Institutional Holders	2033828	2000110	98.34	2000110	0	100.00	0
Public-Others	848612	15095	1.78	14795	300	98.01	1.99
Total	7500000	6575271		65749714	300		

For, AD-MANUM FINANCE LTD.

(Signature)
By Order Of the Board
(JAYANTA NATH CHOUDHURY)
DIRECTOR-IN-CHARGE & CEO
DIN-00136766



SCRUTINIZERS' REPORT

*For e-voting at the 28th Annual General Meeting of
Ad- Manum Finance Ltd.
to be Held on 25th Sept., 2014*

D K JAIN & CO.

Company Secretaries

401-402, Silver Ark Plaza, 20/1, New Palasiya, Indore (M.P.) 452001
Email: dkjain@dkjaincs.com, cell 09425062039 Phone 0731 2532813

D. K. JAIN & CO.
Company Secretaries

Dr. Dilip Kumar Jain
M. Com., FCS., ACIS (U.K.), Ph.D.

DKJ/ADMFL/2014

21st Sept., 2014

To,
The Chairman of the Board of Directors of
Ad-Manum Finance Ltd.
"Agarwal House" Ground Floor,
5, Yeshwant Colony
Indore, (M.P.) 452003

Sub: Submission of the Scrutinizers' Report on e-voting conducted pursuant to the provision of Section 108 of the Companies Act, 2013 (the Act) read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (the rule) and Clause 35B of the Listing Agreement.

Dear Sir,

I refer to my appointment as scrutinizer by the Board of Directors of Ad- Manum Finance Ltd. (the Company) vide letter dated 31st July, 2014, to Scrutinize the e-voting process in a fair and transparent manner as per the provision of Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (the rule) and Clause 35B of the Listing Agreement for the 28th Annual General Meeting (AGM) of the Company to be held on 25th Sept., 2014 at Hotel Surya 5/5 Nath Mandir Road, Indore (M.P.) 452001

I have carried out the work as Scrutinizer on close of working hours on 20th Sept., 2014. I had scrutinized and reviewed the voting through electronic means and votes tendered there in.

My responsibility as a scrutinizer for the e-voting process is restricted to make a scrutinizers' report of the votes cast in **Favour** or **Against** the resolution stated in the Notice of the AGM, based on the reports generated in the e-voting system provided by Central Depository Services (India) Limited (CDSL), the authorized agency to provide e-voting facility and engaged by the Company.

I herewith submit the scrutinizer's report on the results of the e-voting along with the relevant listings.

Thanking you
Yours faithfully

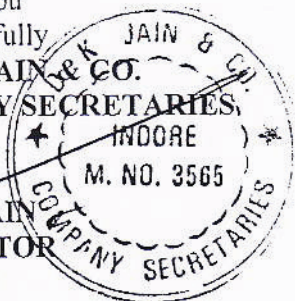
For, D K JAIN & CO.
COMPANY SECRETARIES,

Dr. D K JAIN
PROPRIETOR

FCS: 3565

CP : 2382

Encl.: a/a



Report of Scrutinizer's

[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20(xi) of the Companies (Management and Administration) Rules, 2014]

To,
The Chairman of the Board of directors of
Ad-Manum Finance Ltd.
"Agarwal House" Ground Floor,
5, Yeshwant Colony
Indore, (M.P.) 452003

Dear Sir,

I, **Dr. D. K. Jain** proprietor of M/s **D K Jain & Co.**, Company Secretaries Indore, was appointed as scrutinizer for the purpose of scrutinizing the E-voting process of **Ad- Manum Finance Ltd.** (CIN: L52520MP1986PLC003405) in a fair and transparent manner, for the below mentioned resolution(s) as contained in the Notice of the 28th Annual General Meeting (AGM) of the Company to be held on 25th Sept., 2014, I submit my report on e-voting results as under:

1. The e-voting services were provided by Central Depository Services(India)Limited (CDSL),
2. The E-voting period commenced from 9.00 A.M. (IST) and concluded at 6.00 P.M. (IST) on 20th Sept., 2014.
3. The Shareholder holding shares on the "Cut-off date" i.e., 25th July, 2014, were entitled to vote on the proposed resolutions stated in the Notice of the Company.
4. The portal was unblocked on 20th Sept., 2014 after 06:00 P.M. (IST) in the presence of two witnesses Ms. Meha Singh Sikarwar and Ms. Pooja Agrawal who are not in the employment of the Company.
5. The results of e-voting along with the list of shareholders who voted "**FOR**" and "**AGAINST**" the below resolutions were downloaded from the e-voting website of CDSL.

Item No.1: Ordinary Resolution

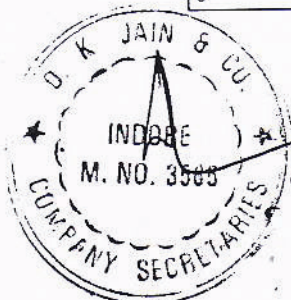
Approval of the Audited Financial Statements, for the year 2013-14 ended on 31st March, 2014 and Reports of Board of Directors and Auditors thereon.

(i) Voted in **favour** of the resolution:

Number of members voted electronically	Number of votes cast in favour of the resolution	% of total number of valid votes cast
6	3940800	100.00

(ii) Voted **against** the resolution:

Number of members voted electronically	Number of votes cast against the resolution	% of total number of valid votes cast
0	0	0



(iii) Invalid votes:

Total number of members whose votes were invalid	Total number of votes cast by them
Nil	Nil

Item No.2: Ordinary Resolution

Declaration of Rs. 1/- (10%) Dividend on 75,00,000 Equity Share of Rs. 10/- for the year 2013-14 as per recommendation of the Board.

(i) Voted in favour of the resolution:

Number of members voted electronically	Number of votes cast in favour of the resolution	% of total number of valid votes cast
6	3940800	100.00

(ii) Voted against the resolution:

Number of members voted electronically	Number of votes cast against the resolution	% of total number of valid votes cast
0	0	0

(iii) Invalid votes:

Total number of members whose votes were invalid	Total number of votes cast by them
Nil	Nil

Item No.3: Ordinary Resolution

Re-Appointment of Mr. Jayanta Nath Choudhury (DIN 00136766), retire by rotation.

(i) Voted in favour of the resolution:

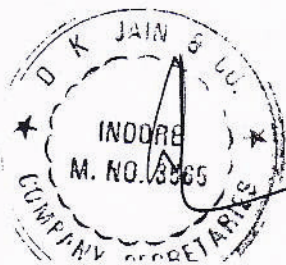
Number of members voted electronically	Number of votes cast in favour of the resolution	% of total number of valid votes cast
6	3940800	100.00

(ii) Voted against the resolution:

Number of members voted electronically	Number of votes cast against the resolution	% of total number of valid votes cast
0	0	0

(iii) Invalid votes:

Total number of members whose votes were invalid	Total number of votes cast by them
Nil	Nil



Item No.4: Ordinary Resolution

Re-Appointment of M/s Mahendra Badjatiya & Co., Chartered Accountants (F.R.No. 001457C) as the Statutory Auditors for a period of 3 years upto 31st AGM to be held in the year 2017 and to fix their remuneration.

(i) Voted in **favour** of the resolution:

Number of members voted electronically	Number of votes cast in favour of the resolution	% of total number of valid votes cast
6	3940800	100.00

(ii) Voted **against** the resolution:

Number of members voted electronically	Number of votes cast against the resolution	% of total number of valid votes cast
0	0	0

(iii) **Invalid** votes:

Total number of members whose votes were invalid	Total number of votes cast by them
Nil	Nil

Item No.5: Ordinary Resolution

Appointment of Mrs. Dolly Choudhury (DIN 06935952) as a Director under section 160 of the Companies Act, 2013.

(i) Voted in **favour** of the resolution:

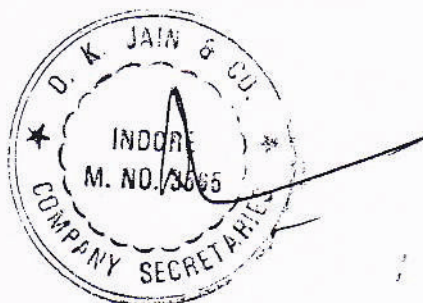
Number of members voted electronically	Number of votes cast in favour of the resolution	% of total number of valid votes cast
6	3940800	100.00

(ii) Voted **against** the resolution:

Number of members voted electronically	Number of votes cast against the resolution	% of total number of valid votes cast
0	0	0

(iii) **Invalid** votes:

Total number of members whose votes were invalid	Total number of votes cast by them
Nil	Nil



Item No.6: Ordinary Resolution

Appointment of CA Aseem Trivedi (DIN 01244851) u/s 160 of the Companies Act, 2013 as an Independent Director of the Company for a term of five years upto 31.03.2019.

(i) Voted in **favour** of the resolution:

Number of members voted electronically	Number of votes cast in favour of the resolution	% of total number of valid votes cast
6	3940800	100.00

(ii) Voted **against** the resolution:

Number of members voted electronically	Number of votes cast against the resolution	% of total number of valid votes cast
0	0	0

(iii) **Invalid** votes:

Total number of members whose votes were invalid	Total number of votes cast by them
Nil	Nil

Item No.:7 Ordinary Resolution

Appointment of Mr. Devi Prasad Kori (DIN 00045069) u/s 160 of the Companies Act, 2013 as an Independent Director of the Company for a term of five years upto 31.03.2019.

(i) Voted in **favour** of the resolution:

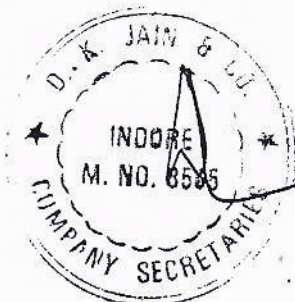
Number of members voted electronically	Number of votes cast in favour of the resolution	% of total number of valid votes cast
6	3940800	100.00

(ii) Voted **against** the resolution:

Number of members voted electronically	Number of votes cast against the resolution	% of total number of valid votes cast
0	0	0

(iii) **Invalid** votes:

Total number of members whose votes were invalid	Total number of votes cast by them
Nil	Nil



Item No.8: Ordinary Resolution

Appointment of CA Vishnu Gupta (DIN 01416704) u/s 160 of the Companies Act, 2013 as an Independent Director of the Company for a term of 5 years upto 31.03.2019.

(i) Voted in **favour** of the resolution:

Number of members voted electronically	Number of votes cast in favour of the resolution	% of total number of valid votes cast
6	3940800	100.00

(ii) Voted **against** the resolution:

Number of members voted electronically	Number of votes cast against the resolution	% of total number of valid votes cast
0	0	0

(iii) **Invalid** votes:

Total number of members whose votes were invalid	Total number of votes cast by them
Nil	Nil

Item No.9: Special Resolution

Re-appointment of Mr. Jayant Nath Choudhury (DIN 00136766) as the Whole-time Director and designated as the Director In-Charge of the Company w.e.f. 1st October, 2014 for a period of two years.

(i) Voted in **favour** of the resolution:

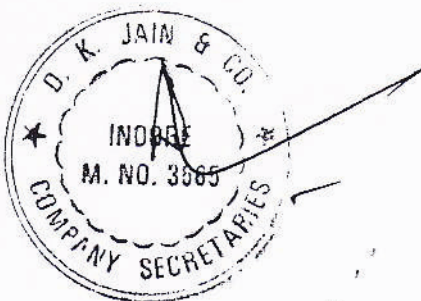
Number of members voted electronically	Number of votes cast in favour of the resolution	% of total number of valid votes cast
6	3940800	100.00

(ii) Voted **against** the resolution:

Number of members voted electronically	Number of votes cast against the resolution	% of total number of valid votes cast
0	0	0

(iii) **Invalid** votes:

Total number of members whose votes were invalid	Total number of votes cast by them
Nil	Nil



Item No.10: Special Resolution

Appointment of Mrs. Dolly Choudhury (DIN 06935952) as the Whole-time Director of the Company w.e.f. 31st July, 2014 for a period of two years.

(i) Voted in **favour** of the resolution:

Number of members voted electronically	Number of votes cast in favour of the resolution	% of total number of valid votes cast
6	3940800	100.00

(ii) Voted **against** the resolution:

Number of members voted electronically	Number of votes cast against the resolution	% of total number of valid votes cast
0	0	0

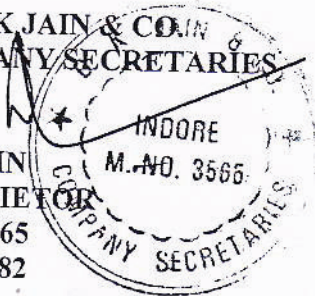
(iii) **Invalid** votes:

Total number of members whose votes were invalid	Total number of votes cast by them
Nil	Nil

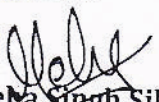
The relevant records relating to electronic voting shall remain in our safe custody until the Chairman considers, approves and signs the minutes of the 28th Annual General Meeting and the same shall thereafter be handed over to the Company Secretary for safe keeping.

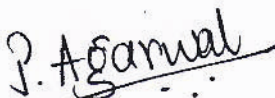
For, D K JAIN & CO. IN &
COMPANY SECRETARIES

D K JAIN
PROPRIETOR
FCS: 3565
CP: 2382



We the undersigned witnessed that the votes were unblocked from the e-voting website of Central Depository Services (India) Limited (www.evotingindia.com) in our presence at Ms. Pooja Agrawal and Ms. Meha Singh Sikarwar at 7.00 p.m on 20th Sept., 2014 at the office of the Scrutinizer.


Ms. Meha Singh Sikarwar


Ms. Pooja Agrawal

EVSN

EVSN 140820017 (F) AD- MANUM FINANCE LIMITED

ISIN INE558D01017 AD- MANUM FINANCE LIMITED

Nominal Value 10

Voting Rights 1

Total Folios Voted 8

Sl. No.	Percentage	Percentage	Total
1	3940800 (52.54%)	0 (0.00%)	3940800
2	3940800 (52.54%)	0 (0.00%)	3940800
3	3940800 (52.54%)	0 (0.00%)	3940800
4	3940800 (52.54%)	0 (0.00%)	3940800
5	3940800 (52.54%)	0 (0.00%)	3940800
6	3940800 (52.54%)	0 (0.00%)	3940800
7	3940800 (52.54%)	0 (0.00%)	3940800
8	3940800 (52.54%)	0 (0.00%)	3940800
9	3940800 (52.54%)	0 (0.00%)	3940800
10	3940800 (52.54%)	0 (0.00%)	3940800

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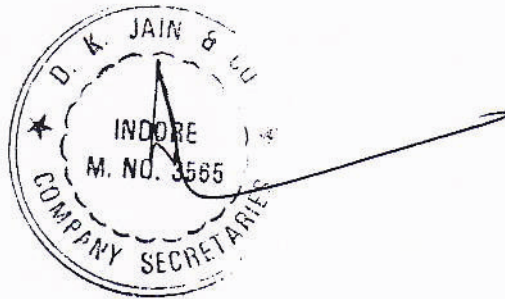
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 Finalize Voting
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 Report - Disapprove Voting
 Report - Final Voting
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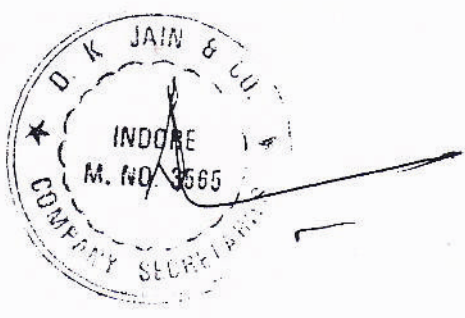
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SCRUTINIZERS' REPORT

Form MGT-13

*For the Poll Conducted at the 28th Annual General Meeting
of Ad-Manum Finance Ltd.*

*Held on 25th Sept., 2014 at 11.00 A.M.
at Hotel Surya 5/5 Nath Mandir Road,
Indore (M.P.) 452001*

D K JAIN & CO.

Company Secretaries

401-402, Silver Ark Plaza, 20/1, New Palasiya, Indore (M.P.) 452001
Email: dkjain@dkjaincs.com, cell 09425062039 Phone 0731 2532813



D. K. JAIN & CO.
Company Secretaries

FORM MGT-13
Report of Scrutinizer

Dr. Dilip Kumar Jain
M. Com., FCS., ACIS (U.K.), Ph.D.

[Pursuant to rule section 109 of the Companies Act, 2013]
[Rule 21(2) of the Companies (Management and Administration) Rules, 2014]

DKJ/ADMFL/2014

25th Sept., 2014

To,
The Chairman
Ad-Manum Finance Ltd.

For the 28th Annual General Meeting of Equity Shareholders of **Ad- Manum Finance Ltd.** held on Thursday, 25th September, 2014 at 11:00 A.M. at Hotel Surya 5/5 Nath Mandir Road, Indore(M.P.) 452001

Dear Sir,

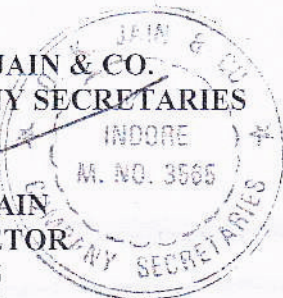
I Dr. D. K. Jain proprietor of M/s **D K Jain & Co.**, Company Secretaries Indore, appointed as scrutinizer for the purpose of poll taken on below resolution(s) at 28th Annual General Meeting of equity shareholders of **Ad-Manum Finance Ltd.** (CIN: L52520MP1986PLC003405) held on Thursday, 25th September, at 11:00 A.M. at Hotel Surya 5/5 Nath Mandir Road, Indore (M.P.) 452001

I hereby to submit my report as under:

1. After the time fixed for closing of the poll by the Chairman, 1 (One) ballot box was kept for polling were locked in my presence with due identification marks placed by me.
2. The locked ballot box was subsequently opened in my presence and in presence of two witness and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Company/Registrar and Transfer Agents of the Company and the authorizations/proxies lodged with the Company.
3. The poll papers, which were incomplete and/or which were otherwise found defective have been treated as invalid and kept separately.
4. The result of the Poll for Resolution wise is annexed.
5. A Compact Disk (CD) containing a List of Equity Shareholder who voted "FOR" & "AGAINST" and those whose votes were declared invalid for each resolution is enclosed.
6. The Poll Paper and all other relevant records were sealed and handed over to the Company Secretary authorized by the Board for safe keeping.

For, **D K JAIN & CO.**
COMPANY SECRETARIES

Dr. D K JAIN
PROPRIETOR
FCS: 3565
CP: 2382
Encl.: a/a





D. K. JAIN & CO.
Company Secretaries

Dr. Dilip Kumar Jain
M. Com., FCS., ACIS (U.K.), Ph.D.

“RESULT OF POLL”

Item No.1: Ordinary Resolution

Approval of the Audited Financial Statements, for the year ended 31st March, 2014 and Reports of Board of Directors and Auditors thereon.

i) Voted in Favour of Resolution

Number of Members present and Voting (In person or proxy)	Number of Votes Cast in Favour of the Resolution	% of the total number of Valid Votes Cast
51	2634171	100.00%

ii) Voted Against the of Resolution

Number of Members present and Voting (In person or proxy)	Number of Votes Cast Against the Resolution	% of the total number of Valid Votes Cast
0	0	0.00%

iii) Invalid Votes

Total Number of Members whose votes were invalid	Total number of Votes Cast by them
4	3214310

Item No.2: Ordinary Resolution

Declaration of Rs. 1.00 (10%) Dividend on 75,00,000 Equity Share of Rs. 10/- for the year 2013-14.

i) Voted in Favour of Resolution

Number of Members present and Voting (In person or proxy)	Number of Votes Cast in Favour of the Resolution	% of the total number of Valid Votes Cast
50	2634265	100.00

ii) Voted Against the of Resolution

Number of Members present and Voting (In person or proxy)	Number of Votes Cast Against the Resolution	% of the total number of Valid Votes Cast
0	0	0.00

iii) Invalid Votes

Total Number of Members whose votes were invalid	Total number of Votes Cast by them
4	3214310

Item No.3: Ordinary Resolution

Re-Appointment of Mr. Jayanta Nath Choudhury (DIN 00136766), liable to retire by rotation.

i) Voted in Favour of Resolution

Number of Members present and Voting (In person or proxy)	Number of Votes Cast in Favour of the Resolution	% of the total number of Valid Votes Cast
53	2634471	100.00%

ii) Voted Against the of Resolution

Number of Members present and Voting (In person or proxy)	Number of Votes Cast Against the Resolution	% of the total number of Valid Votes Cast
0	0	0.00

iii) Invalid Votes

Total Number of Members whose votes were invalid	Total number of Votes Cast by them
4	3214310



Item No.4: Ordinary Resolution

Re-Appointment of M/s Mahendra Badjatiya & Co., Chartered Accountants (F.R.No. 001457C) as the Auditors for a period of three years upto 31st AGM to be held in the year 2017 and to fix their remuneration.

i) Voted in Favour of Resolution

Number of Members present and Voting (In person or proxy)	Number of Votes Cast in Favour of the Resolution	% of the total number of Valid Votes Cast
53	2634471	100.00

ii) Voted Against the of Resolution

Number of Members present and Voting (In person or proxy)	Number of Votes Cast Against the Resolution	% of the total number of Valid Votes Cast
0	0	0.00

iii) Invalid Votes

Total Number of Members whose votes were invalid	Total number of Votes Cast by them
4	3214310

Item No.5: Ordinary Resolution

Appointment of Mrs. Dolly Choudhury (DIN 06935952) as a Director under section 160 of the Companies Act, 2013.

i) Voted in Favour of Resolution

Number of Members present and Voting (In person or proxy)	Number of Votes Cast in Favour of the Resolution	% of the total number of Valid Votes Cast
50	2634165	99.99%

ii) Voted Against the of Resolution

Number of Members present and Voting (In person or proxy)	Number of Votes Cast Against the Resolution	% of the total number of Valid Votes Cast
3	300	0.01

iii) Invalid Votes

Total Number of Members whose votes were invalid	Total number of Votes Cast by them
4	3214310

Item No.:6 Ordinary Resolution

Appointment of CA Aseem Trivedi (DIN 01244851) u/s 160 of the Companies Act, 2013 as an Independent Director of the Company for a term of five years upto 31.03.2019.

i) Voted in Favour of Resolution

Number of Members present and Voting (In person or proxy)	Number of Votes Cast in Favour of the Resolution	% of the total number of Valid Votes Cast
53	2634471	100.00

ii) Voted Against the of Resolution

Number of Members present and Voting (In person or proxy)	Number of Votes Cast Against the Resolution	% of the total number of Valid Votes Cast
0	0	0.00

iii) Invalid Votes

Total Number of Members whose votes were invalid	Total number of Votes Cast by them
4	3214310



Item No.:7 Ordinary Resolution

Appointment of Mr. Devi Prasad Kori (DIN 00045069) u/s 160 of the Companies Act, 2013 as an Independent Director of the Company for a term of five years upto 31.03.2019.

i) Voted in Favour of Resolution

Number of Members present and Voting (In person or proxy)	Number of Votes Cast in Favour of the Resolution	% of the total number of Valid Votes Cast
53	2634471	100.00

ii) Voted Against the of Resolution

Number of Members present and Voting (In person or proxy)	Number of Votes Cast Against the Resolution	% of the total number of Valid Votes Cast
0	0	0.00

iii) Invalid Votes

Total Number of Members whose votes were invalid	Total number of Votes Cast by them
4	3214310

Item No.:8 Ordinary Resolution

Appointment of CA Vishnu Gupta (DIN 01416704) u/s 160 of the Companies Act, 2013 as an Independent Director of the Company for a term of five years upto 31.03.2019.

i) Voted in Favour of Resolution

Number of Members present and Voting (In person or proxy)	Number of Votes Cast in Favour of the Resolution	% of the total number of Valid Votes Cast
53	2634471	100.00

ii) Voted Against the of Resolution

Number of Members present and Voting (In person or proxy)	Number of Votes Cast Against the Resolution	% of the total number of Valid Votes Cast
0	0	0.00

iii) Invalid Votes

Total Number of Members whose votes were invalid	Total number of Votes Cast by them
4	3214310

Item No.:9 Special Resolution

Re-appointment of Mr. Jayant Nath Choudhury (DIN 00136766) as the Whole-time Director and designated as the Director In-Charge of the Company w.e.f. 1st October, 2014 for a period of two years.

i) Voted in Favour of Resolution

Number of Members present and Voting (In person or proxy)	Number of Votes Cast in Favour of the Resolution	% of the total number of Valid Votes Cast
53	2634471	100.00

ii) Voted Against the of Resolution

Number of Members present and Voting (In person or proxy)	Number of Votes Cast Against the Resolution	% of the total number of Valid Votes Cast
0	0	0.00

iii) Invalid Votes

Total Number of Members whose votes were invalid	Total number of Votes Cast by them
4	3214310



Item No.:10 Special Resolution

Appointment of Mrs. Dolly Choydhury (DIN 06935952) as the Whole-time Director of the Company w.e.f. 31st July, 2014 for a period of two years.

i) Voted in Favour of Resolution

Number of Members present and Voting (In person or proxy)	Number of Votes Cast in Favour of the Resolution	% of the total number of Valid Votes Cast
51	2634171	99.99%

ii) Voted Against the of Resolution

Number of Members present and Voting (In person or proxy)	Number of Votes Cast Against the Resolution	% of the total number of Valid Votes Cast
2	300	0.01%

iii) Invalid Votes

Total Number of Members whose votes were invalid	Total number of Votes Cast by them
4	3214310

Issued at Indore dated 25th Sept., 2014

**For, D K JAIN & CO.
COMPANY SECRETARIES**

**D K JAIN
PROPRIETOR**


FCS: 3565

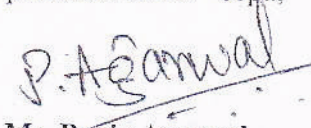
CP: 2382

Place: Indore

Dated : 25th Sept., 2014

We undersigned Witness that the polling boxes were opened in our presence on 25th Sept., 2014 at Annual General Meeting of the Company.


Ms. Meha Singh Sikarwar


Ms. Pooja Agrawal