Date: 29th September, 2023

To
The Department of Corporate Services,
BSE Limited,
Phiroze Jeejeebhoy Towers
Dalal Street, Mumbai- 400001

To
The Secretary
Calcutta Stock Exchange Limited
7, Lyons Range,
Kolkata-700001

Scrip Code: 539190 Scrip Code: 13097

Dear Sir/Madam,

Sub: Voting Results of the Annual General Meeting (AGM) held on 28th September, 2023

Pursuant to Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, enclosed please find herewith the voting results along with Scrutinizer's Report for the Annual General Meeting of the Company held on 28th September 2023 at 12:00 noon.

This is for your information and records.

Thanking you.

Yours faithfully,
For **Decillion Finance Limited** 

Shruti Poddar Company Secretary & Compliance Officer

Encl: As above

#### **Details of Voting Results**

S/N	<b>Particulars</b>	Details
1	Date of AGM	28 <sup>th</sup> September, 2023
2	Total Number of shareholders as on record date	As of cut-off date i.e. 21.09.2023- 2165
3	No. of shareholders present in the meeting either	
	in person or through proxy or through E-voting:	
	Promoter & Promoter Group Public	1 113
4	No. of shareholders attended the meeting through Video Conferencing:	
	Promoter & Promoter Group	-
	Public	-

#### **Agenda Wise- Results**

#### The Mode of voting for all resolutions was remote e-voting and poll at the Meeting.

1. Adoption of the Audited Financial Statements of the Company including Balance Sheet as at 31st March, 2023, the Statement of Profit and Loss and Cash Flow Statement for the year ended as on that date and the Reports of the Board of Directors and Auditors thereon.

Resolution	Required:			Ordinary Resolution				
Whether th	ne promoter/p	romoter gro	up are inte	rested in	No			
the agenda								
Category	Mode of Voting	No. of Shares Held (1)	No. of Votes Polled (2)	% of Votes Polled on outstand ing shares (3) = [(2)/(1)]* 100	No. of votes in favor (4)	No. of votes again st (5)	% of Votes in favor on votes polled (6)=[(4)/( 2)*100]	% of Votes against on votes polled (7)=[(5)/(2)* 100]
Promoter	E-voting		9,32,200	65.00	9,32,200	00	100.00	0.00
and	Poll		0	0.00	0	0	0.00	0.00
Promoter Group	Postal Ballot (if applicable )	14,34,200	0	0.00	0	0	0.00	0.00

	Total	14,34,200	9,32,200	65.00	9,32,200	00	100.00	0.00
Public	E-voting		0	0.00	0	0	0.00	0.00
Institutio	Poll		0	0.00	0	0	0.00	0.00
nal Holders	Postal Ballot (if applicable )	0	0	0.00	0	0	0.00	0.00
	Total	0	0	0.00	0	0	0.00	0.00
Public-	E-voting		5,83,841	28.26	5,83,834	7	99.99	0.01
Non	Poll		435	0.02	435	0	100.00	0.00
Institutio n	Postal Ballot (if applicable )	20,65,800	0	0.00	0	0	0.00	0.00
	Total	20,65,800	5,84,276	28.28	5,84,269	7	100.00	0.00
Total		35,00,000	15,16,476	43.33	15,16,469	7	100.00	0.00

2. Appointment of Mr. Jitendra Kumar Goyal (DIN: 00468744), who retires by rotation in terms of Section 152(6) of the Companies Act, 2013 and being eligible, offers himself for re-election.

Resolution	Required:			Ordinary Resolution				
Whether th	ne promoter/p	romoter gro	up are inte	rested in	No			
the agenda	/ resolution							
Category	Mode of Voting	No. of Shares Held (1)	No. of Votes Polled (2)	% of Votes Polled on outstand ing shares (3) = [(2)/(1)]* 100	No. of votes in favor (4)	No. of votes again st (5)	% of Votes in favor on votes polled (6)=[(4)/( 2)*100]	% of Votes against on votes polled (7)=[(5)/(2)* 100]
Promoter	E-voting		9,32,200	65.00	9,32,200	00	100.00	0.00
and Promoter	Pol1		0	0.00	0	0	0.00	0.00
Group	Postal Ballot (if applicable	14,34,200	0	0.00	0	0	0.00	0.00
	Total	14,34,200	9,32,200	65.00	9,32,200	00	100.00	0.00
Public	E-voting		0	0.00	0	0	0.00	0.00
Institutio	Pol1		0	0.00	0	0	0.00	0.00
nal Holders	Postal Ballot (if applicable )	0	0	0.00	0	0	0.00	0.00
	Total	0	0	0.00	0	0	0.00	0.00
Public-	E-voting		5,83,841	28.26	5,83,824	17	99.98	0.02
Non	Poll	20,65,800	435	0.02	435	0	100.00	0.00
Institutio	Postal		0	0.00	0	0	0.00	0.00

n	Ballot (if applicable )							
	Total	20,65,800	5,84,276	28.28	5,84,259	17	100.00	0.00
Total		35,00,000	15,16,476	43.33	15,16,459	17	100.00	0.00

3. Appointment of M/s Ghosh & Basu LLP, Chartered Accountants (FRN: E300013) as Statutory Auditors of the Company for a period of five consecutive years.

Resolution	Required:				Ordinary R	esolutio	n	
Whether th	ne promoter/p	romoter gro	up are inte	rested in	No			
the agenda	/ resolution							
Category	Mode of Voting	No. of Shares Held (1)	No. of Votes Polled (2)	% of Votes Polled on outstand ing shares (3) = [(2)/(1)]* 100	No. of votes in favor (4)	No. of votes again st (5)	% of Votes in favor on votes polled (6)=[(4)/( 2)*100]	% of Votes against on votes polled (7)=[(5)/(2)* 100]
Promoter	E-voting		9,32,200	65.00	9,32,200	00	100.00	0.00
and Promoter	Pol1		0	0.00	0	0	0.00	0.00
Group	Postal Ballot (if applicable )	14,34,200	0	0.00	0	0	0.00	0.00
	Total	14,34,200	9,32,200	65.00	9,32,200	00	100.00	0.00
Public	E-voting		0	0.00	0	0	0.00	0.00
Institutio	Pol1		0	0.00	0	0	0.00	0.00
nal Holders	Postal Ballot (if applicable )	0	0	0.00	0	0	0.00	0.00
	Total	0	0	0.00	0	0	0.00	0.00
Public-	E-voting		5,83,841	28.26	5,83,824	17	99.98	0.02
Non Institutio	Poll		435	0.02	435	0	100.00	0.00
n	Postal Ballot (if applicable ) Total	20,65,800	0 5,84,276	28.28	5,84,259	17	0.00	0.00
Total		35,00,000	15,16,476	43.33	15,16,459	17	100.00	0.00

4. Re-Appointment of Mr. Vidhu Bhushan Verma (DIN: 00555238) as a Non-Executive Independent Director of the Company.

	ne promoter/p	romoter gro	up are inte	rested in	No			
	/ resolution							
Category	Mode of Voting	No. of Shares Held (1)	No. of Votes Polled (2)	% of Votes Polled on outstand ing shares (3) = [(2)/(1)]* 100	No. of votes in favor (4)	No. of votes again st (5)	% of Votes in favor on votes polled (6)=[(4)/( 2)*100]	% of Votes against on votes polled (7)=[(5)/(2)* 100]
Promoter	E-voting		9,32,200	65.00	9,32,200	00	100.00	0.00
and	Pol1		0	0.00	0	0	0.00	0.00
Promoter Group	Postal Ballot (if applicable	14,34,200	0	0.00	0	0	0.00	0.00
	Total	14,34,200	9,32,200	65.00	9,32,200	00	100.00	0.00
Public	E-voting		0	0.00	0	0	0.00	0.00
Institutio	Pol1		0	0.00	0	0	0.00	0.00
nal Holders	Postal Ballot (if applicable )	0	0	0.00	0	0	0.00	0.00
	Total	0	0	0.00	0	0	0.00	0.00
Public-	E-voting		5,83,841	28.26	5,83,824	17	99.98	0.02
Non	Poll		435	0.02	435	0	100.00	0.00
Institutio n	Postal Ballot (if applicable )	20,65,800	0	0.00	0	0	0.00	0.00
	Total	20,65,800	5,84,276	28.28	5,84,259	17	100.00	0.00
Total		35,00,000	15,16,476	43.33	15,16,459	17	100.00	0.00

5. Appointment of Mrs. Priyanka Mohta as Non-Executive Director of the Company:

Resolution	Required:		Ordinary Resolution					
Whether th	ne promoter/p	romoter gro	No					
the agenda	/ resolution							
Category	Mode of Voting	No. of Shares Held (1)	No. of Votes Polled (2)	% of Votes Polled on outstand ing shares (3) = [(2)/(1)]* 100	No. of votes in favor (4)	No. of votes again st (5)	% of Votes in favor on votes polled (6)=[(4)/( 2)*100]	% of Votes against on votes polled (7)=[(5)/(2)* 100]
Promoter	E-voting	14,34,200	9,32,200	65.00	9,32,200	00	100.00	0.00

and	Poll		0	0.00	0	0	0.00	0.00
Promoter	Postal		0	0.00	0	0	0.00	0.00
Group	Ballot (if							
	applicable )							
	Total	14,34,200	9,32,200	65.00	9,32,200	00	100.00	0.00
Public	E-voting		0	0.00	0	0	0.00	0.00
Institutio	Poll		0	0.00	0	0	0.00	0.00
nal Holders	Postal	0	0	0.00	0	0	0.00	0.00
lioideis	Ballot (if							
	applicable							
	,							
	Total	0	0	0.00	0	0	0.00	0.00
Public-	E-voting		5,83,841	28.26	5,83,824	17	99.98	0.02
Non	Pol1		435	0.02	435	0	100.00	0.00
Institutio n	Postal	20,65,800	0	0.00	0	0	0.00	0.00
11	Ballot (if							
	applicable							
	Total	20,65,800	5,84,276	28.28	5,84,259	17	100.00	0.00
	1 Otal							
Total		35,00,000	15,16,476	43.33	15,16,459	17	100.00	0.00

6. To approve existing as well as proposed material related party transactions:

Resolution	n Required:				Special Resolution				
Whether th	ne promoter/p	romoter gro	up are inte	rested in	No				
the agenda	/ resolution								
Category	Mode of Voting	No. of Shares Held (1)	No. of Votes Polled (2)	% of Votes Polled on outstand ing shares (3) = [(2)/(1)]* 100	No. of votes in favor (4)	No. of votes again st (5)	% of Votes in favor on votes polled (6)=[(4)/( 2)*100]	% of Votes against on votes polled (7)=[(5)/(2)* 100]	
Promoter	E-voting		9,32,200	65.00	9,32,200	00	100.00	0.00	
and	Pol1	14,34,200	0	0.00	0	0	0.00	0.00	
Promoter Group	Postal Ballot (if applicable		0	0.00	0	0	0.00	0.00	
	Total	14,34,200	9,32,200	65.00	9,32,200	00	100.00	0.00	
Public	E-voting		0	0.00	0	0	0.00	0.00	
Institutio	Pol1		0	0.00	0	0	0.00	0.00	
nal Holders	Postal Ballot (if applicable )	0	0	0.00	0	0	0.00	0.00	

	Total	0	0	0.00	0	0	0.00	0.00
Public-	E-voting		5,83,841	28.26	5,83,834	7	99.99	0.01
Non	Poll	20,65,800	435	0.02	435	0	100.00	0.00
Institutio n	Postal Ballot (if applicable )		0	0.00	0	0	0.00	0.00
	Total	20,65,800	5,84,276	28.28	5,84,269	7	100.00	0.00
Total		35,00,000	15,16,476	43.33	15,16,469	7	100.00	0.00

<sup>\*\*</sup> votes by interested person have not been counted.
All the above resolutions were passed with requisite majority.

**For Decillion Finance Limited** 

Shruti Poddar Company Secretary

#### PRACTISING COMPANY SECRETARY

68, R. K. CHATTERJEE ROAD, KASBA BAKULTALA, 3<sup>RD</sup> FLOOR, KOLKATA-700042 MOBILE- 9831189994

Email <u>Id-rgadvisory18@gmail.com</u>

To
The Chairman
Decillion Finance Limited
3, Bentinck Street
4th Floor, Room No. D-8
Kolkata – 700 001

Dear Sir,

At the outset, I would like to thank the Board of Directors of the Company for appointing me as the Scrutinizer to scrutinize the voting process for the votes casted by remote e-voting and poll by your members during the 29th Annual General Meeting (AGM) of the Company held on Thursday, 28th September, 2023 at 12.00 noon at "Oswal Chambers", Eitma, 5th Floor, 2, Church Lane, Kolkata-700 001.

I am pleased to submit the Scrutinizer's Report, which is comprehensive and self-explanatory in all respect.

Thanking You, Yours faithfully

Rajesh Ghorawat Practising Company Secretary M.No. F7226 CP No. 20897

**UDIN: F007226E001121042** ICSI Peer Review No. 1992/2022

Place: Kolkata

Date: 29th September, 2023

# RAJESH GHORAWAT PRACTISING COMPANY SECRETARY

68, R. K. CHATTERJEE ROAD,
KASBA BAKULTALA, 3<sup>RD</sup> FLOOR,
KOLKATA-700042
MOBILE- 9831189994
Email Id-rgadvisory18@gmail.com

#### SCRUTINIZER'S REPORT

	NAME OF THE COMPANY	DECILLION FINANCE LIMITED
	MEETING	29th Annual General Meeting
Α	DAY, DATE & TIME	Thursday, 28th September, 2023 at 12.00 noon
A	VENUE	"Oswal Chambers", Eitma, 5 <sup>th</sup> Floor, 2, Church Lane, Kolkata-700 001

#### 1. Appointment as Scrutinizer:

I was appointed as the Scrutinizer to scrutinize the voting process for the votes cast by remote evoting and poll by your members during the 29th Annual General Meeting (AGM) of the Company on Thursday, 28th September, 2023 at 12.00 noon at "Oswal Chambers", Eitma, 5th Floor, 2, Church Lane, Kolkata-700 001. My responsibility as a scrutinizer was to ensure that the voting process was conducted in a fair and transparent manner and submit a report on the voting on the resolutions based on the reports generated from the electronic voting system.

#### 2. Dispatch of Notice convening the Meeting:

The Company has informed that Notice of the 29th Annual General Meeting along with Annual Report was sent through electronic mode to those members whose email addresses were registered with the Company/Depositories. Members whose email ids were not registered/updated; physical copies of the Annual Report were sent to them.

The notice of 29<sup>th</sup> Annual General Meeting was also available at the Company's website <a href="https://www.decillion.co.in">www.decillion.co.in</a> for their download. An advertisement was also published by the Company on 5<sup>th</sup> September, 2023 in "Business Standard" (English) and "Duronto Varta" (Bengali), informing about the completion of dispatch of the AGM Notices and Annual Report.

#### 3. Cut-off date:

The voting rights were reckoned in the proportion to the equity shares held by the Members as on close of business hours on 21st September, 2023, being the Cut-Off date for the purpose of deciding the entitlements of Members to cast their vote through remote e-voting and poll during the AGM.

#### PRACTISING COMPANY SECRETARY

68, R. K. CHATTERJEE ROAD, KASBA BAKULTALA, 3<sup>RD</sup> FLOOR, KOLKATA-700042 MOBILE- 9831189994 Email <u>Id-rgadvisory18@gmail.com</u>

#### 4. Remote e – voting:

#### 4.1 Agency:

The Company had made arrangements with National Securities Depository Limited ("NSDL"), for providing a system of recording votes of the shareholders electronically through remote e-voting.

#### 4.2 Remote e-voting:

Remote e-voting facility was open from Monday, 25th September, 2023 at 9.00 A.M. and ends on Wednesday, 27th September, 2023 at 5.00 P.M. and the Members were required to cast their votes electronically, conveying their assent or dissent in respect of the Ordinary and Special Resolutions, as set out in the Notice, on the e-voting platform provided by NDSL.

#### 5. Voting at the AGM:

- 5.1 Pursuant to Companies (Management and Administration) Rules, 2014 as amended, for the purpose of ensuring that Members who have cast their votes through remote e-voting do not vote again at the AGM, I had the access, after closure of period for remote e-voting and before the start of the AGM, to the details relating to Members who have cast their votes through remote e-voting, such as their names, folios, number of shares held, except the manner in which the Members have voted.
- **5.2** The Company has also provided the facility for voting through Poll during the AGM to the Members who attended the AGM and did not cast their vote through remote e-voting.

#### 6. Results:

- **6.1** On completion of voting at the AGM venue, I unblocked the votes cast through remote evoting, in the presence of Ms. Shweta Shaw and Ms. Pooja Bothra and downloaded the voting results.
- **6.2** I observed that:
  - A. 64 Shareholders had cast their votes through remote e-voting.
  - B. 114 Shareholders attended the AGM in person/representatives/proxy.
  - C. 113 Shareholders had cast their votes through poll during AGM.
- **6.3** The Consolidated Results with respect to each item on the agenda as set out in the Notice is enclosed.
- **6.4** The Company may accordingly consider the result for voting process carried out through remote e-voting and poll during AGM as follows:

#### PRACTISING COMPANY SECRETARY

68, R. K. CHATTERJEE ROAD, KASBA BAKULTALA, 3<sup>RD</sup> FLOOR, KOLKATA-700042 MOBILE- 9831189994

Email <u>Id-rgadvisory18@gmail.com</u>

Item No.	Type of Resolution	Result
1.	Ordinary	Passed with requisite majority.
2.	Ordinary	Passed with requisite majority.
3.	Ordinary	Passed with requisite majority.
4.	Special	Passed with requisite majority.
5.	Ordinary	Passed with requisite majority.
6.	Special	Passed with requisite majority.

Yours faithfully

Raja GHORINATO COMPOSITION COM

Rajesh Ghorawat Practising Company Secretary M.No. F7226 CP No. 20897

**UDIN: F007226E001121042** ICSI Peer Review No. 1992/2022

Place: Kolkata

Date: 29th September, 2023

#### PRACTISING COMPANY SECRETARY

68, R. K. CHATTERJEE ROAD, KASBA BAKULTALA, 3<sup>RD</sup> FLOOR, KOLKATA-700042 MOBILE- 9831189994

Email <u>Id-rgadvisory18@gmail.com</u>

#### **Consolidated Results**

<u>Item No. 1:</u> Adoption of the Audited Financial Statements of the Company for the financial year ended 31<sup>st</sup> March, 2023 along with reports of the Board of Directors and Auditors thereon.

Particulars	Remote e-voting		Voting at the AGM		Total		Percentage
	Number	Votes	Number	Votes	Number	Votes	%
Assent	63	15,16,034	113	435	176	15,16,469	100.00
Dissent	1	7	0	0	1	7	0.00
Total	64	15,16,041	113	435	177	15,16,476	100.00

Based on the aforesaid results, I report that the Ordinary Resolution as set out in Item No. 01 of the Notice dated 1st September, 2023, has been passed with requisite majority.

<u>Item No.2:</u> Appointment of a director in place of Mr. Jitendra Kumar Goyal (DIN: 00468744), who retires by rotation and being eligible, offers himself for re-appointment.

Particulars	Remote	e-voting	Voting at the AGM		Total		Percentage
	Number	Votes	Number	Votes	Number	Votes	%
Assent	62	15,16,024	113	435	175	15,16,459	100.00
Dissent	2	17	0	0	2	17	0.00
Total	64	15,16,041	113	435	177	15,16,476	100.00

Based on the aforesaid results, I report that the Ordinary Resolution as set out in Item No. 02 of the Notice dated 1st September, 2023, has been passed with requisite majority.

<u>Item No.3:</u> Appointment of M/s Ghosh & Basu LLP, Chartered Accountants (FRN: E300013) as Statutory Auditors of the Company for a period of five consecutive years.

Particulars	Remote	e-voting	Voting at the AGM		Total		Percentage
	Number	Votes	Number	Votes	Number	Votes	%
Assent	62	15,16,024	113	435	175	15,16,459	100.00
Dissent	2	17	0	0	2	17	0.00
Total	64	15,16,041	113	435	177	15,16,476	100.00

Based on the aforesaid results, I report that the Ordinary Resolution as set out in Item No. 03 of the Notice dated 1st September, 2023, has been passed with requisite majority.

<u>Item No.4:</u> Re-Appointment of Mr. Vidhu Bhushan Verma (DIN: 00555238) as a Non-Executive Independent Director of the Company.

Particulars	Remote e-voting		Voting at the AGM		Total		Percentage
	Number	Votes	Number	Votes	Number	Votes	%

#### PRACTISING COMPANY SECRETARY

68, R. K. CHATTERJEE ROAD, KASBA BAKULTALA, 3<sup>RD</sup> FLOOR, KOLKATA-700042 MOBILE- 9831189994

Email Id-rgadvisory18@gmail.com

Assent	62	15,16,024	113	435	175	15,16,459	100.00
Dissent	2	17	0	0	2	17	0.00
Total	64	15,16,041	113	435	177	15,16,476	100.00

Based on the aforesaid results, I report that the Special Resolution as set out in Item No. 04 of the Notice dated 1st September, 2023, has been passed with requisite majority.

<u>Item No.5:</u> Appointment of Mrs. Priyanka Mohta as Non-Executive Director of the Company.

Particulars	Remote e-voting		Voting at the AGM		Total		Percentage
	Number	Votes	Number	Votes	Number	Votes	%
Assent	62	15,16,024	113	435	175	15,16,459	100.00
Dissent	2	17	0	0	2	17	0.00
Total	64	15,16,041	113	435	177	15,16,476	100.00

Based on the aforesaid results, I report that the Ordinary Resolution as set out in Item No. 05 of the Notice dated 1st September, 2023, has been passed with requisite majority.

<u>Item No.6:</u> To approve existing as well as proposed material related party transactions.

Particulars	Remote e-voting		Voting at the AGM		Total		Percentage
	Number	Votes	Number	Votes	Number	Votes	%
Assent	63	15,16,034	113	435	176	15,16,469	100.00
Dissent	1	7	0	0	1	7	0.00
Total	64	15,16,041	113	435	177	15,16,476	100.00

Based on the aforesaid results, I report that the Special Resolution as set out in Item No. 06 of the Notice dated 1st September, 2023, has been passed with requisite majority.

Yours faithfully

Rajesh Ghorawat Practising Company Secretary M.No. F7226 CP No. 20897

**UDIN: F007226E001121042** ICSI Peer Review No. 1992/2022

Place: Kolkata

Date: 29th September, 2023