



K F L Karnavati Finance Limited

CIN : L65910MH1984PLC034724

Administrative & Corporate Office : "Vraj", 5th Floor, Near Teen Batti, Limda Lane, Jamnagar - 361001 (Gujarat) INDIA
Phone : 0288 2673759, Fax No. 0288 2663042, Mo : +91 99045 61000 E-mail ID : karnavatifinance@gmail.com

Date: September 02, 2023

To,
BSE Limited
Phiroze Jeebhoy Tower,
Dalal Street, Mumbai - 400001

Dear Sir / Madam,

Sub: E-Voting Results of the 39th Annual General Meeting of the Company held on Friday, September 01, 2023

Ref: Karnavati Finance Limited (Security ID/Code: KARNAVATI/538928)

The details of E- voting results of the 39th Annual General Meeting of the Company held on Friday, September 01, 2023 are enclosed in the format prescribed under Regulation 44(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015. As per the Scrutinizer Report, all the Businesses proposed at the 39th Annual General Meeting of the Company are approved by the Shareholders as Ordinary or Special Resolutions, as the case may be.

Kindly take the same on records and oblige.

Thanking You.

For, Karnavati Finance Limited

JAY RAMAN
MORZARIA

Digitally signed by JAY
RAMAN MORZARIA
Date: 2023.09.02 18:24:43
+05'30'

Jay Morzaria
Managing Director
DIN: 02338864

Place: Mumbai

Encl.: Consolidated Scrutinizer's Report

Registered Office :

705, Palm Spring Centre, Above Croma, Near New Infinity Mall, Link Road, Malad (West) Mumbai - 400064
Phone : 022 28809111 Website : www.karnavatifinancelimited.com



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CONSOLIDATED RESULTS OF REMOTE E-VOTING AND REMOTE ELECTRONIC VOTING DURING 39TH AGM OF KARNAVATI FINANCE LIMITED

General information about company	
Scrip code	538928
NSE Symbol	NOTLISTED
MSEI Symbol	NOTLISTED
ISIN	INE554R01020
Name of the company	KARNAVATI FINANCE LIMITED
Type of meeting	AGM
Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot)	01-09-2023
Start time of the meeting	03:30 PM IST
End time of the meeting	03:48 PM IST

Scrutinizer Details	
Name of the Scrutinizer	Mr Jitendra Pradipbhai Parmar
Firms Name	M/s. Jitendra Parmar & Associates
Qualification	CS
Membership Number	F11336
Date of Board Meeting in which appointed	07-08-2023
Date of Issuance of Report to the company	02-09-2023

Voting results	
Record date	25-08-2023
Total number of shareholders on record date	5024
No. of shareholders present in the meeting either in person or through proxy	
a) Promoters and Promoter group	NA
b) Public	NA
No. of shareholders attended the meeting through video conferencing	
a) Promoters and Promoter group	4
b) Public	49
No. of resolution passed in the meeting	6
Disclosure of notes on voting results	

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Resolution (1)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Ordinary Resolution for receiving, considering and adopting audited financial statement of the Company for the financial year ended on March 31, 2023 and the reports of the Directors' and the Auditors' thereon.				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes - in favour	No. of votes - against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3) = [(2) / (1)] * 100	(4)	(5)	(6) = [(4) / (2)] * 100	(7) = [(5) / (2)] * 100
Promoter and Promoter Group	E-Voting	58929810	58690810	99.5944	58690810	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		58929810	58690810	99.5944	58690810	0	100.0000
Public- Institutions	E-Voting	0	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		0	0	0.0000	0	0	0.0000
Public- Non Institutions	E-Voting	41570190	418337	1.0063	418337	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		41570190	418337	1.0063	418337	0	100.0000
Total		100500000	59109147	58.8151	59109147	0	100.0000	0.0000
Whether resolution is Pass or Not.						Yes		
Disclosure of notes on resolution						Not Applicable		

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Institutions	0
Public - Non Institutions	0

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Resolution (2)								
Resolution required: (Ordinary / Special)					Ordinary			
Whether promoter/promoter group are interested in the agenda/resolution?					No			
Description of resolution considered					Ordinary Resolution for appointing a Director in place of Mr. Raman Pragjibhai Morzaria (DIN: 00203310), Whole-Time Director of the Company, who retires by rotation and being eligible, seek re-appointment.			
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes - in favour	No. of votes - against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3) = [(2) / (1)] * 100	(4)	(5)	(6) = [(4) / (2)] * 100	(7) = [(5) / (2)] * 100
Promoter and Promoter Group	E-Voting	58929810	58690810	99.5944	58690810	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		58929810	58690810	99.5944	58690810	0	100.0000
Public- Institutions	E-Voting	0	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		0	0	0.0000	0	0	0.0000
Public- Non Institutions	E-Voting	41570190	418337	1.0063	418334	3	99.9993	0.0007
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		41570190	418337	1.0063	418334	3	99.9993
Total		100500000	59109144	58.8151	59109144	3	100.0000	0.0000
Whether resolution is Pass or Not.						Yes		
Disclosure of notes on resolution						Not Applicable		

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Institutions	0
Public - Non Institutions	0

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Resolution (3)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Ordinary Resolution for appointing M/s. B B Gusani and Associates as a Statutory Auditor of the company				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes - in favour	No. of votes - against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3) = [(2) / (1)] * 100	(4)	(5)	(6) = [(4) / (2)] * 100	(7) = [(5) / (2)] * 100
Promoter and Promoter Group	E-Voting	58929810	58690810	99.5944	58690810	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		58929810	58690810	99.5944	58690810	0	100.0000
Public- Institutions	E-Voting	0	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		0	0	0.0000	0	0	0.0000
Public- Non Institutions	E-Voting	41570190	418337	1.0063	418334	3	99.9993	0.0007
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		41570190	418337	1.0063	418334	3	99.9993
Total		100500000	59109144	58.8151	59109144	3	100.0000	100.0000
Whether resolution is Pass or Not.						Yes		
Disclosure of notes on resolution						Not Applicable		

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Institutions	0
Public - Non Institutions	0

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Resolution (4)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Ordinary Resolution for Regularization of Additional Non-Executive Director, Mr. Ashish Nandkishor Batavia (DIN: 10181918) by appointing him as a Non-Executive director and Chairman of the company.				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes - in favour	No. of votes - against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3) = [(2) / (1)] * 100	(4)	(5)	(6) = [(4) / (2)] * 100	(7) = [(5) / (2)] * 100
Promoter and Promoter Group	E-Voting	58929810	58690810	99.5944	58690810	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		58929810	58690810	99.5944	58690810	0	100.0000
Public- Institutions	E-Voting	0	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		0	0	0.0000	0	0	0.0000
Public- Non Institutions	E-Voting	41570190	169917	0.4087	169914	3	99.9982	0.0018
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		41570190	169917	0.4087	169914	3	99.9982
Total		100500000	58860724	58.5679	58860724	58.5679	100.0000	100.0000
Whether resolution is Pass or Not.						Yes		
Disclosure of notes on resolution						Not Applicable		

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Institutions	0
Public - Non Institutions	248420*

*Votes casted by Mr. Ashish Nandkishor Batavia as a shareholder marked as invalid.

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Resolution (5)								
Resolution required: (Ordinary / Special)				Special Resolution				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Special Resolution for Re-appointment of Mr. Parth Chandreshbhai Maniar (DIN: 07980886) as an Independent Director of the company				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes - in favour	No. of votes - against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3) = [(2) / (1)] * 100	(4)	(5)	(6) = [(4) / (2)] * 100	(7) = [(5) / (2)] * 100
Promoter and Promoter Group	E-Voting	58929810	58690810	99.5944	58690810	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		58929810	58690810	99.5944	58690810	0	100.0000
Public- Institutions	E-Voting	0	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		0	0	0.0000	0	0	0.0000
Public- Non Institutions	E-Voting	41570190	418337	1.0063	418334	3	99.9993	0.0007
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		41570190	418337	1.0063	418334	3	99.9993
Total		100500000	59109144	58.8151	59109144	3	100.0000	100.0000
Whether resolution is Pass or Not.						Yes		
Disclosure of notes on resolution						Not Applicable		

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Institutions	0
Public - Non Institutions	0

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Resolution (6)								
Resolution required: (Ordinary / Special)					Special			
Whether promoter/promoter group are interested in the agenda/resolution?					No			
Description of resolution considered					Special Resolution for Re-appointment of Mrs. Brimda Minoobhai Bilimoria (DIN: 08196034) as an Independent Director of the company			
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes - in favour	No. of votes - against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3) = [(2) / (1)] * 100	(4)	(5)	(6) = [(4) / (2)] * 100	(7) = [(5) / (2)] * 100
Promoter and Promoter Group	E-Voting	58929810	58690810	99.5944	58690810	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		58929810	58690810	99.5944	58690810	0	100.0000
Public- Institutions	E-Voting	0	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		0	0	0.0000	0	0	0.0000
Public- Non Institutions	E-Voting	41570190	418337	1.0063	418334	3	99.9993	0.0007
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		41570190	418334	1.0063	418334	3	99.9993
Total		100500000	59109144	58.8151	59109144	3	100.0000	100.0000
Whether resolution is Pass or Not.						Yes		
Disclosure of notes on resolution						Not Applicable		

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Institutions	0
Public - Non Institutions	0

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Company Secretaries

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Consolidated Scrutinizers' Report on Remote E-Voting & Remote Electronic Voting during 39th AGM

To,
The Chairman of 39th Annual General Meeting
Karnavati Finance Limited
Vraj Group, 2nd Floor, Simran Centre, Mogra Village,
30H Parsi Panchayat Road, Andheri East,
Andheri, Mumbai - 400053, Maharashtra

Dear Sir,

Sub: Consolidated Scrutinizer Report on Remote E-voting conducted pursuant to the provisions of Section 108 of the Companies Act 2013 read with Rule 20 of the Companies (Management & Administration) rules 2014 as amended by Companies (Management & Administration) Amendment Rules, 2015 and Remote Electronic Voting during the 39th Annual General Meeting of Karnavati Finance Limited, held on Friday, September 01, 2023 at 03.30 p.m. IST through two-way video conferencing ("VC") via ZOOM Platform.

I, Jitendra Pradipbhai Parmar, Practicing Company Secretary had been appointed as the Scrutinizer by the Board of Directors of the Karnavati Finance Limited ("the Company") pursuant to Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management & Administration) rules 2014 as amended by Companies (Management & Administration) Amendment Rules, 2015 to conduct Remote E-Voting as well as remote electronic voting during the 39th Annual General Meeting ("AGM") of the Company, held on Friday, September 30, 2023 at 03.30 p.m. IST through two-way video conferencing ("VC") via ZOOM Platform, in respect of businesses set forth in the notice of 39th Annual General Meeting ("AGM") of the Company, in a fair and transparent manner.

The 39th AGM of the Company was held on Friday, September 01, 2023 at 03:30 p.m (IST) through two-way video conferencing ("VC") via ZOOM Platform and the voting for items as per the Notice of the 39th AGM was carried out only through remote electronic voting process and remote electronic voting during the AGM, in compliance with applicable provisions of the Act (including any statutory modification or re-enactment thereof) read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (the "Rules"), as amended from time to time, and the General Circular No. 14/2020 dated April 8, 2020, the General Circular No. 17/2020 dated April 13, 2020, in relation to "Clarification on passing of ordinary and special resolutions by companies under the Companies Act, 2013" and the rules made thereunder on account of the threat posed by Covid-19 and General Circular No. 20/2020 dated May 5, 2020 read with General Circular No. 02/2021 dated January 13, 2021, General Circular No. 2/2022 dated May 05, 2022 and Circular No. 10/2022 dated December 12, 2022, in relation to "Clarification on holding of annual general meeting (AGM) through video conferencing (VC) or other audio visual means (OAVM)", all Issued by the Ministry of Corporate Affairs, Government of India (the "MCA Circulars") and Regulation 44 of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 ("Listing Regulations") read with SEBI Circular dated May 12, 2020, SEBI Circular dated January 15, 2021 and SEBI Circular dated May 13, 2022.

Office Address :- J-708, Riverside Park, Opp. APMC Market Lane, Vasna, Ahmedabad - 380010



Jitendra Parmar & Associates

Company Secretaries

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relation to "Additional relaxation in relation to compliance with certain provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 - Covid 19 pandemic". The deemed venue for the 39th AGM was the registered office of the company.

Responsibility of the Management of the Company

The Management of the Company is responsible to ensure compliance with the requirements of the relevant provisions of (i) The Companies Act, 2013 and the Rules made thereunder; (ii) The SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and (iii) Secretarial Standard-2 on General Meetings issued by the Institute of Company secretaries of India, relating to Remote E-Voting as well as remote electronic voting during the AGM and holding of 39th AGM through VC or OAVM.

Responsibility of Scrutinizer

My responsibility, as a scrutinizer, is limited to ensure and scrutinize the voting done through remote e-voting and remote electronic voting by Shareholders present during the 39th AGM through VC or OAVM in a fair and transparent manner and to make a consolidated scrutinizer's report of the votes cast "in favour" or "against" the resolution, based on the reports generated from the e-voting system of National Securities Depository Limited ("NSDL" or "E-voting Agency").

As per the Notice of 39th AGM, below mentioned businesses (resolutions) were proposed for the approval of Members through Remote E-voting and remote electronic voting by Shareholders present during the 39th AGM through VC or OAVM;

1. **Ordinary Resolution** for receiving, considering and adopting audited financial statement of the Company for the financial year ended on March 31, 2023 and the reports of the Directors' and the Auditors' thereon;
2. **Ordinary Resolution** for appointing a Director in place of Mr. Raman Pragjibhai Morzaria (DIN: 00203310), Whole-Time Director of the Company, who retires by rotation and being eligible, seek re-appointment;
3. **Ordinary Resolution** for appointing M/s. B B Gusani and Associates as a Statutory Auditor of the Company;
4. **Ordinary Resolution** for Regularization of Additional Non-Executive Director, Mr. Ashish Batavia (DIN: 10181918) by appointing him as Non-Executive Director and Chairman of the company
5. **Special Resolution** for Re-appointment of Mr. Parth Chandreshbhai Maniar (DIN: 07980886) as Independent Director of the company; and
6. **Special Resolution** for Re-appointment of Mrs. Brimda Minoobhai Bilimoria (DIN: 08196034) as Independent Director of the company



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Company Secretaries

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I hereby report as under;

- On the basis of the register of members and the list of beneficiary owners made available by the Depositories viz., National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL), as on Friday, August 04, 2023, the Company completed dispatch of the Notice of the AGM;
 - Through E-Mail on Thursday, August 10, 2023 to the members whose E-Mail Id's are registered with company/depository participant;
 - Further, in light of the MCA Circulars referred herein above, for this AGM, those shareholders who have not yet registered their e-mail address are requested to get their e-mail addresses submitted, by following the procedure given below;
 - In case shares are held in physical mode, please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) by email to karnavatifinance@gmail.com.
 - In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) to karnavatifinance@gmail.com.
 - Alternatively member may send an e-mail request to evoting@nsdl.co.in for obtaining User ID and Password by proving the details mentioned in Point (a) or (b) as the case may be.
- The Company has also placed the Notice of AGM on the web site of the Company at www.karnavatifinancelimited.com, on web site of E-voting Agency at www.evoting.nsdl.com and on website of BSE at www.bseindia.com.
- The Company has given the newspaper advertisement for date and time of commencement and end of remote e-voting, remote electronic voting during AGM in;
 - Financial Express (English Language) on August 12, 2023 &
 - Mumbai Lakshdeep (Vernacular - Marathi Language) on August 12, 2023.
- The Company had availed facility offered by NSDL for conducting Remote E-Voting as well as electronic voting during the AGM by the Shareholders.
- The Shareholders holding Shares as on the "Cut off" date, i.e. Friday, August 25, 2023 were entitled to vote through Remote E-Voting as well as remote electronic voting during the AGM on the businesses mentioned in the Notice of AGM of the Company.
- In terms of the aforesaid Notice, Remote E-Voting was opened for three days which commenced on 9:00 A.M. on Tuesday, August 29, 2023 and ended on 5:00 P.M. on Thursday, August 31, 2023 and members of the Company, holding Equity Shares of the Company as on Friday, August 25, 2023, were



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required to cast their votes electronically, conveying their assent or Dissent in respect of the ordinary or special businesses, as the case may be, through remote e-voting platform provided by NSDL.

7. The Remote E-Voting Platform was then after completed ("Blocked") in due time.
8. Since this 39th AGM was held pursuant to the MCA Circulars referred herein above through VC or OAVM, physical attendance of Members had been dispensed with. Accordingly, in terms of the above referred MCA and SEBI circulars, the facility for appointment of proxies by the Members were also dispensed with.
9. Members attended the meeting through VC via ZOOM Platform had been counted for the purpose of reckoning the quorum under Section 103 of the Companies Act 2013.
10. During the 39th AGM, the Company had provided the facility of remote electronic voting to those Shareholders who were present at the Meeting and had not already voted through e-voting platform of NSDL and the said facility was available for voting till 15 minutes after closure of 39th AGM.
11. The AGM was concluded on Friday, September 01, 2023 at 03:48 P.M. IST. After the conclusion of AGM, the remote electronic voting was locked and finalized on Friday, September 01, 2023 around at 05:05 P.M. IST and the report on voting done through electronic voting system during the AGM in respect of businesses set forth in the notice of 39th Annual General Meeting ("AGM") of the Company, was generated in my presence and the voting was diligently scrutinized.
12. The vote cast under remote e-voting facility was thereafter unblocked in the presence of two witnesses who were not in the employment of the Company. I have scrutinized and reviewed the remote e-voting and votes tendered therein based on the data downloaded from the NSDL e-voting system.
13. I have found votes casted by one shareholders as invalid and reported the same in Annexure attached to this report.
14. The consolidated results of Remote E-Voting as well as remote electronic voting during the 39th AGM in respect of resolutions placed in the notice of 39th AGM is annexed herewith.
15. The Register, all other papers and relevant records relating to Remote E-Voting as well as remote electronic voting during the 39th AGM shall remain in my safe custody until the Chairman considers, approves and signs the Minutes of the aforesaid AGM and thereafter the same will be handed over to the Company Secretary of the Company.



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16. The result of the voting by members through Remote E-Voting as well as remote electronic voting during the 39th AGM in respect of the above mentioned businesses may, accordingly, be declared by the Chairman or any other Authorized Person, as decided by the Board of Director of the Company and who has also countersigned this report.

Place: Ahmedabad

Date: September 02, 2023

Signature:

For, Jitendra Parmar & Associates

Name of Company Secretary: Mr. Jitendra Parmar

FRN :- S2023GJ903900

FCS No.: 11336 C. P. No.: 15863

Peer Review Certificate Number: S2023GJ903900

UDIN: F011336E000917868



Declaration

We, the undersigned witnessed that the remote e-voting was unblocked and remote electronic voting and electronic voting reports were received from the NSDL in our presence on Friday, September 01, 2023 around at 05:05 P.M. IST at the office of Mr. Jitendra Parmar, the scrutinizer.

Witness 1:

Mr. Dhenuk J Kavi

Witness 2:

Mr. Jayram Bharwad

Countersigned by
For, Karnavati Finance Limited



Ashish Batavia
Chairman of AGM

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Annexure

Detailed Consolidated Results of Remote e-voting and Remote Electronic voting During 39TH AGM of Karnavati Finance Limited (In SEBI Format)

Resolution (1)								
Resolution required: (Ordinary / Special)					Ordinary			
Whether promoter/promoter group are interested in the agenda/resolution?					No			
Description of resolution considered					Ordinary Resolution for receiving, considering and adopting audited financial statement of the Company for the financial year ended on March 31, 2023 and the reports of the Directors' and the Auditors' thereon.			
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes - In favour	No. of votes - against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3) = [(2) / (1)] * 100	(4)	(5)	(6) = [(4) / (2)] * 100	(7) = [(5) / (2)] * 100
Promoter and Promoter Group	E-Voting	58929810	58690810	99.5944	58690810	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		58929810	58690810	99.5944	58690810	0	100.0000
Public-Institutions	E-Voting	0	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		0	0	0.0000	0	0	0.0000
Public- Non Institutions	E-Voting	41570190	418337	1.0063	418337	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		41570190	418337	1.0063	418337	0	100.0000
Total		100500000	59109147	58.8151	59109147	0	100.0000	0.0000
Whether resolution is Pass or Not.						Yes		
Disclosure of notes on resolution						Not Applicable		

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Institutions	0
Public - Non Institutions	0



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**Detailed Consolidated Results of Remote e-voting and Remote Electronic voting During 39TH AGM of
Karnavati Finance Limited (in SEBI Format)**

Resolution (2)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Ordinary Resolution for appointing a Director in place of Mr. Raman Pragjibhai Morzaria (DIN: 00203310), Whole-Time Director of the Company, who retires by rotation and being eligible, seek re-appointment.				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes - in favour	No. of votes - against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3) = [(2) / (1)] * 100	(4)	(5)	(6) = [(4) / (2)] * 100	(7) = [(5) / (2)] * 100
Promoter and Promoter Group	E-Voting	58929810	58690810	99.5944	58690810	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		58929810	58690810	99.5944	58690810	0	100.0000
Public-Institutions	E-Voting	0	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		0	0	0.0000	0	0	0.0000
Public- Non Institutions	E-Voting	41570190	418337	1.0063	418334	3	99.9993	0.0007
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		41570190	418337	1.0063	418334	3	99.9993
Total		100500000	59109144	58.8151	59109144	3	100.0000	0.0000
Whether resolution is Pass or Not.						Yes		
Disclosure of notes on resolution						Not Applicable		

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Institutions	0
Public - Non Institutions	0



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Detailed Consolidated Results of Remote e-voting and Remote Electronic voting During 39TH AGM of Karnavati Finance Limited (in SEBI Format)

Resolution (3)								
Resolution required: (Ordinary / Special)					Ordinary			
Whether promoter/promoter group are interested in the agenda/resolution?					No			
Description of resolution considered					Ordinary Resolution for appointing M/s. B B Gusani and Associates as a Statutory Auditor of the company			
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes - in favour	No. of votes - against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3) = [(2) / (1)] * 100	(4)	(5)	(6) = [(4) / (2)] * 100	(7) = [(5) / (2)] * 100
Promoter and Promoter Group	E-Voting	58929810	58690810	99.5944	58690810	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		58929810	58690810	99.5944	58690810	0	100.0000
Public-Institutions	E-Voting	0	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		0	0	0.0000	0	0	0.0000
Public- Non Institutions	E-Voting	41570190	418337	1.0063	418334	3	99.9993	0.0007
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		41570190	418337	1.0063	418334	3	99.9993
Total	100500000	59109144	58.8151	59109144	3	100.0000	100.0000	
Whether resolution is Pass or Not.						Yes		
Disclosure of notes on resolution						Not Applicable		

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Institutions	0
Public - Non Institutions	0



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**Detailed Consolidated Results of Remote e-voting and Remote Electronic voting During 39TH AGM of
Karnavati Finance Limited (in SEBI Format)**

Resolution (4)								
Resolution required; (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Ordinary Resolution for Regularization of Additional Non-Executive Director, Mr. Ashish Nandkishor Batavia (DIN: 10181918) by appointing him as a Non-Executive director and Chairman of the company.				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes - in favour	No. of votes - against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3) = [(2) / (1)] * 100	(4)	(5)	(6) = [(4) / (2)] * 100	(7) = [(5) / (2)] * 100
Promoter and Promoter Group	E-Voting	58929810	58690810	99.5944	58690810	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		58929810	58690810	99.5944	58690810	0	100.0000
Public-Institutions	E-Voting	0	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		0	0	0.0000	0	0	0.0000
Public- Non Institutions	E-Voting	41570190	169917	0.4087	169914	3	99.9982	0.0018
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		41570190	169917	0.4087	169914	3	99.9982
Total		100500000	58860724	58.5679	58860724	58.5679	100.0000	100.0000
Whether resolution is Pass or Not.						Yes		
Disclosure of notes on resolution						Not Applicable		

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Institutions	0
Public - Non Institutions	248420*

*Votes casted by Mr. Ashish Nandkishor Batavia as a shareholder marked as invalid.



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Detailed Consolidated Results of Remote e-voting and Remote Electronic voting During 39TH AGM of Karnavati Finance Limited (in SEBI Format)

Resolution (5)								
Resolution required: (Ordinary / Special)				Special Resolution				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Special Resolution for Re-appointment of Mr. Parth Chandreshbhai Maniar (DIN: 07980886) as an Independent Director of the company				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes - in favour	No. of votes - against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3) = [(2) / (1)] * 100	(4)	(5)	(6) = [(4) / (2)] * 100	(7) = [(5) / (2)] * 100
Promoter and Promoter Group	E-Voting	58929810	58690810	99.5944	58690810	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		58929810	58690810	99.5944	58690810	0	100.0000
Public-Institutions	E-Voting	0	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		0	0	0.0000	0	0	0.0000
Public- Non Institutions	E-Voting	41570190	418337	1.0063	418334	3	99.9993	0.0007
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		41570190	418337	1.0063	418334	3	99.9993
Total		100500000	59109144	58.8151	59109144	3	100.0000	100.0000
Whether resolution is Pass or Not.						Yes		
Disclosure of notes on resolution						Not Applicable		

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Institutions	0
Public - Non Institutions	0



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Detailed Consolidated Results of Remote e-voting and Remote Electronic voting During 39TH AGM of
Karnavati Finance Limited (in SEBI Format)

Resolution (6)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Special Resolution for Re-appointment of Mrs. Brinda Minoobhai Bilimoria (DIN: 08196034) as an Independent Director of the company				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes - in favour	No. of votes - against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3) = [(2) / (1)] * 100	(4)	(5)	(6) = [(4) / (2)] * 100	(7) = [(5) / (2)] * 100
Promoter and Promoter Group	E-Voting	58929810	58690810	99.5944	58690810	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		58929810	58690810	99.5944	58690810	0	100.0000
Public-Institutions	E-Voting	0	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		0	0	0.0000	0	0	0.0000
Public- Non Institutions	E-Voting	41570190	418337	1.0063	418334	3	99.9993	0.0007
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		41570190	418334	1.0063	418334	3	99.9993
Total		100500000	59109144	58.8151	59109144	3	100.0000	100.0000
Whether resolution is Pass or Not.						Yes		
Disclosure of notes on resolution						Not Applicable		

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Institutions	0
Public - Non Institutions	0



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Annexure

Detailed Consolidated Results of Remote e-voting and Remote Electronic voting During 39TH AGM of Karnavati Finance Limited (In Companies Act, 2013 Format)

Resolution 1:

Ordinary Resolution for receiving, considering and adopting audited financial statement of the Company for the financial year ended on March 31, 2023 and the reports of the Directors' and the Auditors' thereon.

(i) Voted in favour of the resolution:

Voting Description	Number of members voting	Number of votes cast by them	% of total number of valid votes cast
Remote E-voting by Shareholders during AGM	3	100	100.00%
Remote E-voting prior to AGM	36	59109047	100.00%
Total	39	59109147	100.00%

(ii) Voted against the resolution:

Voting Description	Number of members voting	Number of votes cast by them	% of total number of valid votes cast
Remote E-voting by Shareholders during AGM	0	0	0.0000%
Remote E-voting	0	0	0.0000%
Total	0	0	0.0000%

(iii) Invalid Votes:

Voting Description	Number of members voting	Number of votes cast by them	% of total number of valid votes cast
Remote E-voting by Shareholders through VC/ OAVM	0	0	0.0000%
Remote E-voting	0	0	0.0000%
Total	0	0	0.0000%



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Resolution 2:

Ordinary Resolution for appointing a Director in place of Mr. Raman Pragjibhai Morzaria (DIN: 00203310), Whole-Time Director of the Company, who retires by rotation and being eligible, seek re-appointment.

(i) Voted in favour of the resolution:

Voting Description	Number of members voting	Number of votes cast by them	% of total number of valid votes cast
Remote E-voting by Shareholders during AGM	3	100	100.00%
Remote E-voting	35	59109044	100.00%
Total	38	59109144	100.00%

(ii) Voted against the resolution:

Voting Description	Number of members voting	Number of votes cast by them	% of total number of valid votes cast
Remote E-voting by Shareholders during AGM	0	0	0.0000%
Remote E-voting	1	3	0.0000%
Total	1	3	0.0000%

(iii) Invalid Votes:

Voting Description	Number of members voting	Number of votes cast by them	% of total number of valid votes cast
Remote E-voting by Shareholders during AGM	0	0	0.0000%
Remote E-voting	0	0	0.0000%
Total	0	0	0.0000%



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Resolution 3:

Ordinary Resolution for appointing M/s B B Gusani and Associates (FRN: 140785W) as a Statutory Auditor of the Company

(i) Voted in favour of the resolution:

Voting Description	Number of members voting	Number of votes cast by them	% of total number of valid votes cast
Remote E-voting by Shareholders during AGM	3	100	100.00%
Remote E-voting	35	59109044	100.00%
Total	38	59109144	100.00%

(ii) Voted against the resolution:

Voting Description	Number of members voting	Number of votes cast by them	% of total number of valid votes cast
Remote E-voting by Shareholders during AGM	0	0	0.0000%
Remote E-voting	1	3	0.0000%
Total	1	3	0.0000%

(iii) Invalid Votes:

Voting Description	Number of members voting	Number of votes cast by them	% of total number of valid votes cast
Remote E-voting by Shareholders during AGM	0	0	0.0000%
Remote E-voting	0	0	0.0000%
Total	0	0	0.0000%



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Resolution 4:

Ordinary Resolution for Regularization of Additional Non-Executive Director, Mr. Ashish Nandkishor Batavia (DIN: 10181918) by appointing him as Non-Executive Director & Chairman of the company.

(i) Voted in favour of the resolution:

Voting Description	Number of members voting	Number of votes cast by them	% of total number of valid votes cast
Remote E-voting by Shareholders during AGM	3	100	100.00%
Remote E-voting	34	58860721	100.00%
Total	37	58860721	100.00%

(ii) Voted against the resolution:

Voting Description	Number of members voting	Number of votes cast by them	% of total number of valid votes cast
Remote E-voting by Shareholders during AGM	0	0	0.0000%
Remote E-voting	1	3	0.0000%
Total	1	3	0.0000%

(iii) Invalid Votes:

Voting Description	Number of members voting	Number of votes cast by them	% of total number of valid votes cast
Remote E-voting by Shareholders during AGM	0	0	0.0000%
Remote E-voting	1	248420	0.0000%
Total	1	248420	0.0000%



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Resolution 5:

Special Resolution for Re-appointment of Mr. Parth Chandreshbhai Maniar (DIN: 07980886) as Independent Director of the company.

(i) Voted in favour of the resolution:

Voting Description	Number of members voting	Number of votes cast by them	% of total number of valid votes cast
Remote E-voting by Shareholders during AGM	3	100	100.00%
Remote E-voting	35	59109044	100.00%
Total	38	59109144	100.00%

(ii) Voted against the resolution:

Voting Description	Number of members voting	Number of votes cast by them	% of total number of valid votes cast
Remote E-voting by Shareholders during AGM	0	0	0.0000%
Remote E-voting	1	3	0.0000%
Total	1	3	0.0000%

(iii) Invalid Votes:

Voting Description	Number of members voting	Number of votes cast by them	% of total number of valid votes cast
Remote E-voting by Shareholders during AGM	0	0	0.0000%
Remote E-voting	0	0	0.0000%
Total	0	0	0.0000%



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Resolution 6:

Special Resolution for Re-appointment of Mrs. Brinda Minoobhai Bilimoria (DIN: 08196034) as Independent Director of the company

(i) Voted in favour of the resolution:

Voting Description	Number of members voting	Number of votes cast by them	% of total number of valid votes cast
Remote E-voting by Shareholders during AGM	3	100	100.00%
Remote E-voting	35	59109044	100.00%
Total	38	59109144	100.00%

(ii) Voted against the resolution:

Voting Description	Number of members voting	Number of votes cast by them	% of total number of valid votes cast
Remote E-voting by Shareholders during AGM	0	0	0.0000%
Remote E-voting	1	3	0.0000%
Total	1	3	0.0000%

(iii) Invalid Votes:

Voting Description	Number of members voting	Number of votes cast by them	% of total number of valid votes cast
Remote E-voting by Shareholders during AGM	0	0	0.0000%
Remote E-voting	0	0	0.0000%
Total	0	0	0.0000%

