

CANOPY FINANCE LIMITED

CIN: L65910MH1981PLC380399

Registered Office: 301 Corporate Arena Off, Aarey Piramal X Road, Behind Mahindra Gardens,
Goregaon West, Mumbai-400062

Ph: 9867309169/022-67585876
Website: www.canopyfinance.org
Email Id: info@canopyfinance.org

Date: 20.11.2023

To
The General Manager
BSE Limited,
Phiroze Jeejeebhoy Towers
Dalal Street, Mumbai- 400001
Scrip code: 539304

To
The Secretary
Calcutta Stock Exchange Limited
7, Lyons Range,
Kolkata-700001,
Scrip code: 021114

Respected Sir/Madam,

Subject: Intimation under Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations")

In compliance with the provisions of the Listing Regulations, we wish to state that the Court Convened Meeting of Equity Shareholders of the Company was held on Thursday, 16th November, 2023 at 03:00 p.m. and concluded at 03:27 p.m. through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM").

Pursuant to Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015), enclosed herewith is the voting results (electronic voting) along with Scrutinizer's Report for the resolutions set out under Notice of the Meeting.

Kindly take the same on your records and oblige.

Yours faithfully

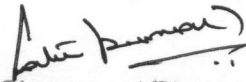
For Canopy Finance Limited



Lalit Kumar Tapadia
Managing Director
DIN: 08117881

General information about company	
Scrip code	539304
NSE Symbol	NA
MSEI Symbol	NA
ISIN	INE095R01016
Name of the company	Canopy Finance Ltd
Type of meeting	Court Convened Meeting
Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot)	16-11-2023
Start time of the meeting	3:00 PM
End time of the meeting	3:27 PM

For CANOPY FINANCE LIMITED



Authorised Signatory / Director

DIN: 08117881

Scrutinizer Details	
Name of the Scrutinizer	NITESH CHAUDHARY
Firms Name	NITESH CHAUDHARY & ASSOCIATES
Qualification	CS
Membership Number	FCS-10010
Date of Board Meeting in which appointed	04-10-2023
Date of Issuance of Report to the company	17-11-2023

For CANOPY FINANCE LIMITED



Authorised Signatory / Director

DIN: 08117881

Voting results	
Record date	10-11-2023
Total number of shareholders on record date	1175
No. of shareholders present in the meeting either in person or through proxy	
a) Promoters and Promoter group	0
b) Public	0
No. of shareholders attended the meeting through video conferencing	
a) Promoters and Promoter group	1
b) Public	33
No. of resolution passed in the meeting	1
Disclosure of notes on voting results	

For CANOPY FINANCE LIMITED

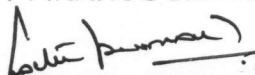


Authorised Signatory / Director

DIN: 08117881

Resolution(1)								
Resolution required: (Ordinary / Special)			Special					
Whether promoter/promoter group are interested in the agenda/resolution?			No					
Description of resolution considered			Approval of the Scheme of Merger by Absorption of Canopy Finance Limited ("Transferor Company"/"CFL") by Purple Finance Limited ("Transferee Company"/"PFL"/ "the Company") and their respective shareholders under Sections 230 to 232 of the Companies Act, 2013.					
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	1731495	1731495	100	1731495	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		1731495	1731495	100	1731495	0	100
Public- Institutions	E-Voting	375001	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		375001	0	0	0	0	0
Public- Non Institutions	E-Voting	8486505	4668991	55.0167	4651691	17300	99.6295	0.3705
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		8486505	4668991	55.0167	4651691	17300	99.6295
Total		10593001	6400486	60.4218	6383186	17300	99.7297	0.2703
Whether resolution is Pass or Not.						Yes		
Disclosure of notes on resolution								

For CANOPY FINANCE LIMITED


Authorised Signatory / Director

DIN: 08117881

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

For CANOPY FINANCE LIMITED


Authorised Signatory / Director

DIN: 08117881



NITESH CHAUDHARY & ASSOCIATES
PRACTICING COMPANY SECRETARY

CONSOLIDATED REPORT OF SCRUTINIZER ON E-VOTING BY "EQUITY SHAREHOLDERS" (PROMOTER & PUBLIC)

Date: 17th November, 2023

To
Mr. Aneish Kumaran Kumar,
Chairman of the Meeting.

The Chairman appointed by the Hon'ble National Company Law Tribunal ("NCLT"), Mumbai Bench, for the Meeting of the Equity Shareholders of Canopy Finance Limited (the "Company") pursuant to the Orders dated 04th October, 2023 under Company APPLICATION NO. CA (CAA) NO./202/MB-I/2023.

Sub: Consolidated report Public shareholder Report of Scrutinizer on the results of voting of "Equity Shareholders (Promoter & Public)" through remote e-voting and e-voting during the meeting through direction and order of Honourable NCLT Bench Mumbai, meeting of Equity Shareholders of the Company held on Thursday, 16th November, 2023 at 03:00 P.M for approval of scheme of merger by absorption of Canopy Finance Limited (Transferor Company) with Purple Finance Limited (Transferee Company) and their respective Shareholders under Sections 230 to 232 and other applicable provisions of the Companies Act, 2013 (the "Scheme").

Dear Sir,

I, Nitesh Chaudhary, Practicing Company Secretary have been appointed by the Hon'ble NCLT bench Mumbai, by its Order dated 04th October, 2023 as "the Scrutinizer" for the purpose of conducting the voting done through remote e-voting and e-voting during the meeting of the meeting of the Equity Shareholders of Canopy Finance Limited (Transferor Company) convened by order of Hon'ble NCLT bench Mumbai and held on Thursday, 16th November, 2023 at 03:00 P.M through video conferencing (VC)/ other audio visual means (OAVM) pursuant to the circular no. 14/2020 dated April 08, 2020 issued by Ministry of Corporate Affairs and provisions of the Companies Act, 2013 read with applicable rules made there under, on the resolution seeking approval of the Equity Shareholders to the scheme of merger by absorption of Canopy Finance Limited (Transferor Company) with Purple Finance Limited (Transferee Company) and their respective Shareholders under Sections 230 to 232 and other applicable provisions of the Companies Act, 2013 (the "Act"), in terms of the Notice dated 10th October, 2023 convening the said meeting.

I do hereby submit my report as under:


1. The Notice of the said meeting dated 16th November, 2023 along with statement setting out material facts under section 230(3) read with section 102 and other applicable provisions of the Companies Act, 2013 as confirmed by the Company were sent to all the Equity Shareholders, the cut-off date to determine the eligibility of voting by shareholders was 10th November, 2023.





NITESH CHAUDHARY & ASSOCIATES
PRACTICING COMPANY SECRETARY

2. The Company has engaged service of Central Depository Services (India) Limited ("CDSL") for providing facility to vote by electronic means both through remote e-voting and e-voting during the meeting to the Equity Shareholders of the Company.
3. 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 (iii) In terms of the General Circular no. 14/2020, dated 08.04.2020. (EGM Circular -i), General Circular No. 17 /2020 dated 13.04.2020 (EGM Circular - ii), General Circular No. 20 /2020 dated 05.05.2020 (AGM Circular - iii) and General Circular No. 22/2020 dated 15.06.2020 (EGM Circular ~ iv) and further MCA circular dated 25th September, 2023 (iv) Secretarial Standard-2 on General Meetings issued by the Institute of Company secretaries of India, relating to the E-Voting facility to the shareholders during the Meeting and Remote E-Voting. My responsibilities as a Scrutinizer is restricted to give a consolidated report on the Votes cast by the members for the resolutions (Businesses) contained in the Notice dated 10th October, 2023, through Remote E-Voting and through E-Voting facility during the Meeting.
4. The Company has completed the dispatch of the Notice of the Meeting along with the relevant annexures referred thereto, to the Equity Shareholders of the Company and also published an advertisements which appeared in "Business Standard Express" English Daily and Vrittmanas Marathi Daily, both Mumbai Editions on 12th October, 2023.
5. The voting period for remote e-voting facility to Equity Shareholders, the cut-off date to determine the eligibility of voting by shareholders was 10th November, 2023 to approve with or without modification the scheme of merger by absorption commenced from 13th November, 2023 (09:00 a.m.) to 15th November, 2023 (05:00 p.m.) and through e-voting during the meeting.
6. I have scrutinized and reviewed the remote e-voting and e-voting during the Meeting based on the data downloaded from the website of CDSL e-Voting System i.e. www.evotingindia.com.
7. The votes were unblocked on 16th November, 2023 at around 03:42 p.m. in the presence of two witness who were not in the employment of the Company.


Mahesh Waghela


Kritika Rawat

8. In terms of the Companies Act, 2013 and Honourable NCLT Order - Voting results of equity shareholders (Only Public Shareholders) of the business transacted through remote e-voting and through e-voting during meeting is as under.

Office Address: 204, Chetak Chamber, 13-14 RNT Marg, Near Dawa Bazar, Indore - 452001

Email: csniteshchaudhary@gmail.com; Website: www.csniteshchaudhary.com

Mob. No. +91 86554 56923; +91 76669 91644





NITESH CHAUDHARY & ASSOCIATES
PRACTICING COMPANY SECRETARY

Item no-1 Approval of the Scheme of Merger by Absorption of Canopy Finance Limited ("Transferor Company"/"CFL") by Purple Finance Limited ("Transferee Company"/ "PFL"/ "the Company") and their respective shareholders under Sections 230 to 232 of the Companies Act, 2013.

Voting Method	Total Valid Votes	Votes in favour of the resolution			Votes against the resolution			Invalid Votes		
		No. of Folios	No. of Shares	% of total number of valid votes cast	No. of Folios	No. of Shares	% of total number of valid votes cast	No. of Folios	No. of shares	
Promoter Group										
Remote E-voting	17,31,495	1	17,31,495	100	NIL	NIL	NIL	NIL	NIL	
E-Voting	NIL	NIL	NIL	0	NIL	NIL	NIL	NIL	NIL	
Total (A)	17,31,495	1	17,31,495	100	NIL	NIL	NIL	NIL	NIL	
Public Group										
Remote E-voting	46,68,991	53	46,51,691	99.729%	6	17,300	0.270%	NIL	NIL	
E-Voting	NIL	NIL	NIL		NIL	NIL	NIL	NIL	NIL	
Total (B)	46,68,991	53	46,51,691	99.629%	6	17,300	0.370%	NIL	NIL	
Total (A + B)	64,00,486	54	63,83,186	99.729%	6	17,300	0.270%	NIL	NIL	

9. Based on the forgoing, the Resolution as proposed in the Notice of the Court Convened Meeting i.e. NCLT Bench convened meeting shall be deemed to have been approved on the date of NCLT convened meeting of Equity Shareholders of the Company i.e. 16th November, 2023 with a majority of Equity Shareholders i.e. 99.729% in favour of resolution, exercising voting rights representing more than three-fourth in value of shares, who voted in favor of the Resolution.

10. The Register, all other papers and relevant records relating to electronic voting of the NCLT convened meeting is handed over to the Chairman appointed for the meeting.

Scrutinizer
Nitesh Chaudhary
Practicing Company Secretary
Membership No-F-10010 and COP-16275



Countersigned by
Mr. Aneish Kumaran Kumar
Chairman appointed for the NCLT
Convened Meeting of Equity Shareholders

Date: 17th November, 2023
UDIN: F010010E001932007

Office Address: 204, Chetak Chamber, 13-14 RNT Marg, Near Dawa Bazar, Indore - 452001
Email: csniteshchaudhary@gmail.com; Website: www.csniteshchaudhary.com
Mob. No. +91 86554 56923; +91 76669 91644

General information about company	
Scrip code	539304
NSE Symbol	NA
MSEI Symbol	NA
ISIN	INE095R01016
Name of the company	Canopy Finance Ltd
Type of meeting	Court Convened Meeting
Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot)	16-11-2023
Start time of the meeting	03:00 PM
End time of the meeting	03:27 PM

For CANOPY FINANCE LIMITED



Authorised Signatory / Director

DIN : 08117881

Scrutinizer Details	
Name of the Scrutinizer	NITESH CHAUDHARY
Firms Name	NITESH CHAUDHARY & ASSOCIATES
Qualification	CS
Membership Number	FCS-10010
Date of Board Meeting in which appointed	04-10-2023
Date of Issuance of Report to the company	17-10-2023

For CANOPY FINANCE LIMITED



Authorised Signatory / Director

DIN: 08117881

Voting results	
Record date	10-11-2023
Total number of shareholders on record date	1175
No. of shareholders present in the meeting either in person or through proxy	
a) Promoters and Promoter group	0
b) Public	0
No. of shareholders attended the meeting through video conferencing	
a) Promoters and Promoter group	1
b) Public	33
No. of resolution passed in the meeting	1
Disclosure of notes on voting results	

For CANOPY FINANCE LIMITED



Authorised Signatory / Director

DIN: 08117881

Resolution(1)								
Resolution required: (Ordinary / Special)			Special					
Whether promoter/promoter group are interested in the agenda/resolution?			No					
Description of resolution considered			Approval of the Scheme of Merger by Absorption of Canopy Finance Limited ("Transferor Company"/"CFL") by Purple Finance Limited ("Transferee Company"/"PFL"/ "the Company") and their respective shareholders under Sections 230 to 232 of the Companies Act, 2013.					
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	1731495	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	1731495	0	0	0	0	0	0
Public-Institutions	E-Voting	375001	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	375001	0	0	0	0	0	0
Public- Non Institutions	E-Voting	8486505	4668991	55.0167	4651691	17300	99.6295	0.3705
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	8486505	4668991	55.0167	4651691	17300	99.6295	0.3705
Total		10593001	4668991	44.0762	4651691	17300	99.6295	0.3705
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Textual Information(1)	

For CANOPY FINANCE LIMITED
Latika Kumar
 Authorised Signatory / Director
 DIN: 08117881

Text Block

Textual Information(1)

Promoter and Promoter Group holding 17,31,495 Equity Shares have not been considered for Voting Process, as this is the Voting Result of only Public shareholders Voting, No Promoter votes has been counted therefore shown as ZERO votes casted.

For CANOPY FINANCE LIMITED



Authorised Signatory / Director

DIN: 08117881

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

For CANOPY FINANCE LIMITED



Authorised Signatory / Director

DIN: 08117881



NITESH CHAUDHARY & ASSOCIATES
PRACTICING COMPANY SECRETARY

REPORT OF SCRUTINIZER ON E-VOTING BY "EQUITY SHAREHOLDERS"
(PUBLIC SHAREHOLDERS)

Date: 17th November, 2023

To
Mr. Aneish Kumaran Kumar
The Chairman of the Meeting.

The Chairman appointed by the Hon'ble National Company Law Tribunal ("NCLT"), Mumbai Bench, for the Meeting of the Equity Shareholders of Canopy Finance Limited (the "Company") pursuant to the Orders dated 04th October, 2023 under Company APPLICATION NO. CA (CAA) NO./202/MB-I/2023

Sub: Consolidated report of Scrutinizer on the results of voting of "Equity Shareholders" (Public shareholders) through remote e-voting and e-voting during the meeting at the NCLT convened meeting of Equity Shareholders of the Company held on Thursday, 16th November, 2023 at 03:00 P.M for approval of scheme of merger by absorption of Canopy Finance Limited with Purple Finance Limited and their respective Shareholders under Sections 230 to 232 and other applicable provisions of the Companies Act, 2013 (the "Scheme").

Dear Sir,

I, Nitesh Chaudhary, Practicing Company Secretary have been appointed by the Hon'ble NCLT, by its Order dated 04th October, 2023 as "the Scrutinizer" for the purpose of conducting the voting done through remote e-voting and e-voting during the meeting of the meeting of the Equity Shareholders of Canopy Finance Limited (Transferor Company) convened by order of NCLT and held on Thursday, 16th November, 2023 at 03:00 P.M through video conferencing (VC)/ other audio visual means (OAVM) pursuant to the circular no. 14/2020 dated April 08, 2020 issued by Ministry of Corporate Affairs and provisions of the Companies Act, 2013 read with applicable rules made there under, on the resolution seeking approval of the Equity Shareholders to the scheme of merger by absorption under Sections 230 to 232 and other applicable provisions of the Companies Act, 2013 (the "Act"), in terms of the Notice dated 24th December, 2020 convening the said meeting.

I do hereby submit my report as under:

1. The Notice of the said meeting dated 16th November, 2023 along with statement setting out material facts under section 230(3) read with section 102 and other applicable provisions of the Companies Act, 2013 as confirmed by the Company were sent through email to all the Equity Shareholders, the cut-off date to determine the eligibility of voting by shareholders was 10th November, 2023.
2. The Company has engaged service of Central Depository Services (India) Limited ("CDSL") for providing facility to vote by electronic means both through remote e-voting and e-voting during the meeting to the Equity Shareholders of the Company.

Office Address: 204, Chetak Chamber, 13-14 RNT Marg, Near Dawa Bazar, Indore - 452001

Email: csniteshchaudhary@gmail.com; Website: www.csniteshchaudhary.com

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NITESH CHAUDHARY & ASSOCIATES
PRACTICING COMPANY SECRETARY

3. 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 (iii) In terms of the General Circular no. 14/2020, dated 08.04.2020. (EGM Circular -i), General Circular No. 17 /2020 dated 13.04.2020 (EGM Circular - ii), General Circular No. 20 /2020 dated 05.05.2020 (AGM Circular - iii) and General Circular No. 22/2020 dated 15.06.2020 (EGM Circular ~ iv) and further MCA circular dated 25th September, 2023 (iv) Secretarial Standard-2 on General Meetings issued by the Institute of Company secretaries of India, relating to the E-Voting facility to the shareholders during the Meeting and Remote E-Voting. My responsibilities as a Scrutinizer is restricted to give a consolidated report on the Votes cast by the members for the resolutions (Businesses) contained in the Notice dated 10th October, 2023, through Remote E-Voting and through E-Voting facility during the Meeting.
4. The Company has completed the dispatch of the Notice of the Meeting along with the relevant annexures referred thereto, to the Equity Shareholders of the Company and also published an advertisement which appeared in "Business Standard Express" English Daily and Vrittmanas Marathi Daily, both Mumbai Editions on 12th October, 2023.
5. The voting period for remote e-voting facility to Equity Shareholders as on cut-off date i.e. 10th November, 2023 to approve with or without modification the scheme of merger by absorption commenced from 13th November, 2023 (09:00 a.m.) to 15th November, 2023 (05:00 p.m.) and through e-voting during the meeting.
6. I have scrutinized and reviewed the remote e-voting and e-voting during the Meeting based on the data downloaded from the website of CDSL e-Voting System i.e. www.evotingindia.com.
7. The votes were unblocked on 16th November, 2023 at around 03:42 p.m. in the presence of two witness who were not in the employment of the Company.



Mahesh Waghela



Kritika Rawat

8. In terms of the Companies Act, 2013 and NCLT Order - Voting results of equity shareholders of the business transacted through remote e-voting and through e-voting during meeting is as under.

Item no-1 Approval of the Scheme of Merger by Absorption of Canopy Finance Limited ("Transferor Company"/"CFL") by Purple Finance Limited ("Transferee Company"/ "PFL"/ "the Company") and their respective shareholders under Sections 230 to 232 of the Companies Act, 2013.

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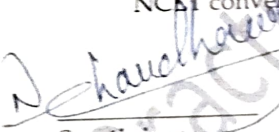


NITESH CHAUDHARY & ASSOCIATES
PRACTICING COMPANY SECRETARY

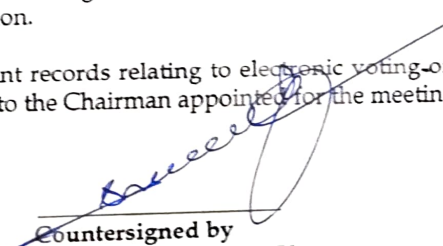
Voting Method	Total Valid Votes	Votes in favour of the resolution			Votes against the resolution			Invalid Votes		
		No. of Folios	No. of Shares	% of total number of valid votes cast	No. of Folios	No. of Shares	% of total number of valid votes cast	No. of Folios	No. of shares	
Promoter Group										
Remote E-voting	Promoter and Promoter Group holding 17,31,495 Equity Shares have not been considered for Voting Process.									
E-Voting										
Total(A)										
Public Group										
Remote E-voting	46,68,991	53	46,51,691	99.63%	6	17,300	0.37%	NIL	NIL	
E-Voting	NIL	NIL	NIL		NIL	NIL	NIL	NIL	NIL	
Total (B)	46,68,991	53	46,51,691	99.63%	6	17,300	0.37%	NIL	NIL	
Total (A + B)	46,68,991	53	46,51,691	99.63%	6	17,300	0.37%	NIL	NIL	

9. Based on the forgoing, the Resolution as proposed in the Notice of the Court Convened Meeting i.e. NCLT Bench convened meeting shall be deemed to have been approved on the date of NCLT convened meeting of Equity Shareholders of the Company i.e. 16th November, 2023 with a majority of Equity Shareholders i.e. 99.63% in favour of resolution, exercising voting rights representing more than three-fourth in value of shares, who voted in favor of the Resolution.

10. The Register, all other papers and relevant records relating to electronic voting of the NCLT convened meeting is handed over to the Chairman appointed for the meeting.


Scrutinizer
Nitesh Chaudhary
Practicing Company Secretary
Membership No-F-10010 and COP-16275




Countersigned by
Mr. Aneish Kumaran Kumar
Chairman appointed for the NCLT
Convened Meeting of Equity Shareholders

Date: 17th November, 2023
UDIN: F010010E001959397