

DINESH KUMAR DEORA B.Com, F.C.S., A.C.A.
COMPANY SECRETARY

OFFICE: 205, 2ND FLOOR, NADIADWALA MARKET, PODDAR ROAD, MALAD
(EAST), MUMBAI-400097.

TEL NO.: 022-65643641 E-MAIL: dinesh.deora@yahoo.com

Poll Results
Of the
Poll Conducted
at the
Extra Ordinary General Meeting
Of
Fortune Financial Services (India) Limited
Held at
Matunga Gujrati Club Limited, M.V. Savani
Conference Hall, 2ND Floor, Nathalal Parekh
Marg, Matunga, Mumbai-400019



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FORM No. MGT-13

Report of Scrutinizers

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

To,
The Chairman
Of the Extra Ordinary General Meeting of the Shareholders of
Fortune Financial Services (India) Limited
Naman Midtown, A Wing, Unit No. 2103, 21st Floor,
Senapati Bapat Marg, Elphinston Road,
Mumbai-400013

EGM held on: Tuesday, 27th March, 2018 at 10:00 A.M.

Dear Sir,

I, Dinesh Kumar Deora, Practising Company Secretary, appointed as Scrutinizer for the purpose of the poll taken on the below mentioned resolutions, at the Extra Ordinary General Meeting of Fortune Financial Services (India) Limited held on Tuesday, 27th March, 2018 at 10:00 A.M., submit my report as under:

1. After the Chairman announced the commencement of Voting, one Ballot Box for polling was locked in my presence with due identification marks placed by me.
2. The locked ballot box was subsequently opened in my presence and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by M/s Purva Share Registry India Private Limited, Registrar and Transfer Agents of the Company and the authorisations / proxies lodged with the Company.
3. The polling papers, which were incomplete and / or which were otherwise found defective have been treated as invalid and kept separately.
4. The results of the poll for each item on the agenda are Resolution wise annexed to this report.



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5. A Compact Disc (CD) containing a list of equity shareholders who voted "FOR", "AGAINST" and those whose votes were declared invalid for each resolution is enclosed.
6. The poll papers and all other relevant records were sealed and have been duly handed over to the Company Secretary for keeping in safe record.

DINESH KUMAR DEORA
PRACTISING COMPANY SECRETARY

Membership No. FCS 5683

CP No. 4119



Date: 27th March, 2018

Place: Mumbai

DINESH KUMAR DEORA B.Com, F.C.S., A.C.A.
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Item No. 1 – Special Resolution

ISSUE OF UPTO 30,000 OPTIONALLY CONVERTIBLE DEBENTURES

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

Number of members voted (in person or by proxy)	Number of votes held by them	Number of votes cast by them	% of total number of valid votes cast
46	541	541	100.00

(ii) Voted **against** the resolution

Number of members voted (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	0

(iii) **Invalid** votes :

Total number of members (in person or by proxy) whose votes were declared invalid	Number of votes cast by them
0	0

Item No. 2 – Special Resolution

DISINVESTMENT IN ITI REINSURANCE LIMITED, A MATERIAL SUBSIDIARY

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

Number of members voted (in person or by proxy)	Number of votes held by them	Number of votes cast by them	% of total number of valid votes cast
46	541	541	100.00

(ii) Voted **against** the resolution

Number of members voted (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	0




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(iii) **Invalid votes :**

Total number of members (in person or by proxy) whose votes were declared invalid	Number of votes cast by them
0	0

Item No. 3 – Special Resolution

ADJUSTMENT OF AMOUNT RECEIVED AGAINST APPLICATION MONEY FOR DEBENTURES

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

Number of members voted (in person or by proxy)	Number of votes held by them	Number of votes cast by them	% of total number of valid votes cast
46	541	541	100.00

(ii) Voted **against** the resolution

Number of members voted (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	0

(iii) **Invalid votes :**

Total number of members (in person or by proxy) whose votes were declared invalid	Number of votes cast by them
0	0



DINESH KUMAR DEORA
PRACTISING COMPANY SECRETARY

Membership No FCS 5683

CP No. 4119



Date: 27th March, 2018

Place: Mumbai

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Remote E-Voting Results



Report of Scrutinizer on remote e-Voting by Shareholders of
Fortune Financial Services (India) Limited

DINESH KUMAR DEORA B.Com, F.C.S., A.C.A.
COMPANY SECRETARY

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1. In terms of provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management & Administration) Rules, 2014 (the Rules) as amended, I was appointed as Scrutinizer by the Company on 1st March, 2018 to the remote e-Voting process for passing the items on the agenda as contained in the Extra Ordinary General Meeting Notice dated 1st March, 2018.
2. On the basis of the Register of Members and the List of beneficiary owners made available by the Depositories viz., National Securities Depository Limited (NDSL) and Central Depository Services (India) Limited (CDSL), for the purpose of remote e-Voting, the Company completed dispatch of the Notice of remote e-Voting by permitted means.
3. In terms of the aforesaid Notice, remote e-Voting was open for Four days from **9.00 a.m. on Friday, 23rd March, 2018 to 5.00 p.m. on Monday, 26th March, 2018** and members were required to cast their votes electronically conveying their asset or dissent in respect of the Ordinary and Special Resolutions, on e-Voting platform provided by CDSL.
4. The Voting rights were reckoned as on **Friday, 16th March, 2018**, being the Cut-Off date for the purpose of remote e-Voting.
5. As required in the Rules, I unlocked the remote e-Voting on the platform provided by CDSL after completion of the remote e-Voting process at 2.12 p.m. on the **27th March, 2018**, in the presence of Mrs. Richa Jhuriya and Mr. Jainendra Yadav.
6. Based on the results made available to me, 12 (Twelve) folios have cast their votes on the e-Voting platform and I have annexed with this Report, a summary of the e-Voting Results for each of the agenda items contained in the said Notice.



DINESH KUMAR DEORA
Practising Company Secretary
Membership No FCS 5683
COP No 4119



Place: Mumbai
Date: 27 March, 2018

**Report of Scrutinizer on remote e-Voting by Shareholders of
Fortune Financial Services (India) Limited**

DINESH KUMAR DEORA B.Com, F.C.S., A.C.A.
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SUMMARY OF E-VOTING RESULTS

EVSN Reference No. 180306004

Voting Start Date: 23/03/2018 09.00 AM

Voting End Date: 26/03/2018 05.00 PM

Items on the Agenda	Voted in Favour		Voted Against		Abstained	
	Number of Folios Voted	Number of Votes	Number of Folios Voted	Number of Votes	Number of Folios Voted	Number of Votes
1	9	1236	3	3	0	0
2	9	1236	3	3	0	0
3	9	1236	3	3	0	0



DINESH KUMAR DEORA
Practising Company Secretary
Membership No FCS 5683
COP No 4119



Place: Mumbai
Date: 27 March, 2018

Report of Scrutinizer on remote e-Voting by Shareholders of
Fortune Financial Services (India) Limited

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**Consolidated Report of Scrutinizer on remote e-Voting, Physical Ballot and Voting at the Extra
Ordinary General Meeting of Fortune Financial Services (India) Limited**

To,

The Chairman

Of the Extra Ordinary General Meeting (EGM) of the Shareholders of **Fortune Financial Services (India) Limited** (*hereinafter referred to as the "Company"*) held on Tuesday, 27th March, 2018 at 10:00 A.M. at Matunga Gujrati Club Limited, M.V. Savani Conference Hall, 2nd Floor, Nathalal Parekh Marg, Matunga, Mumbai-400019.

Dear Sir,

Re: Scrutinizer's Report on Voting through electronic mode, Physical Ballot forms and voting at the EGM in terms of the provisions of the Companies Act, 2013 read with the Rules issued thereunder and applicable provisions of the SEBI (LODR) Regulations, 2015.

- A I, Dinesh Kumar Deora, Practising Company Secretary was appointed as Scrutinizer in the Meeting of the Board of Directors of the Company held on 1st March, 2018 to conduct the following.
- (i) **Remote e-voting** process and to scrutinize the Physical Ballot forms received from the Shareholders of the Company pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014; and
 - (ii) **Voting at the EGM** under the provisions of Section 109 of the Companies Act, 2013 read with Rule 21 of the Companies (Management and Administration) Rules, 2014 at the EGM held on Tuesday, 27th March, 2018.
- B The Company has availed the remote e-voting facility provided by Central Depository Services (India) Limited (CDSL) for conducting the remote e-voting by the shareholders of the Company. The remote e-voting commenced from Friday, 23rd March, 2018 (9.00 A.M.) to Monday, 26th March, 2018 (5.00 P.M.) and the CDSL remote e-Voting platform was blocked thereafter.
- C The Company also provided voting by physical ballot forms to the Members who do not have access to remote e-voting.
- D On the basis of the votes exercised by the Shareholders of the Company through remote e-voting and voting through physical ballot forms, I have issued the separate Scrutinizer's Report dated 27th March, 2018.
- E After closure of the voting at the EGM, the report on voting done at the EGM was generated in my presence and diligently scrutinized.



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- F The votes cast under the remote e-voting facility were thereafter unblocked in the presence of two witnesses who are not in the employment of the Company and after the conclusion of the voting at the EGM, the votes cast thereunder were counted.
- G The report on voting done at the EGM was generated in my presence.
- H On the basis of the votes exercised by the shareholders of the Company by way of voting at the EGM of the Company held on 27th March, 2018, I have issued Scrutinizer's Report dated 27th March, 2018.
- I As requested by the Management, I am submitting herewith a consolidated report on the ballot results of remote e-voting together with the results of voting through physical ballot forms and the voting at the EGM.

CONSOLIDATED RESULTS OF ITEM NO. 1 – SPECIAL RESOLUTION

Subject	ISSUE OF UPTO 30,000 OPTIONALLY CONVERTIBLE DEBENTURES
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Particulars	No. of shareholders/ Votes		No. of shares/ Votes		Total votes	
	e-voting	Ballot	e-voting	ballot	No.	%
(a) Total Votes cast	12	46	1239	541	1780	100.00
(b) Invalid votes	0	0	0	0	0	0
(c) Total Valid Votes	12	46	1239	541	1780	100.00
(d) Votes "FOR" the resolution	9	46	1236	541	1777	99.83
(e) Votes "AGAINST" the resolution	3	0	3	0	3	0.17

Thus, the **Special Resolution** as contained in Item No. 1 of the Notice dated 1st March, 2018 is passed with **REQUISITE MAJORITY**.




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CONSOLIDATED RESULTS OF ITEM NO. 2 – SPECIAL RESOLUTION

Subject	DISINVESTMENT IN ITI REINSURANCE LIMITED, A MATERIAL SUBSIDIARY
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Particulars		No. of shareholders/ Votes		No. of shares/ Votes		Total votes	
		e-voting	Ballot	e-voting	ballot	No.	%
(a)	Total Votes cast	12	46	1239	541	1780	100.00
(b)	Invalid votes	0	0	0	0	0	0
(c)	Total Valid Votes	12	46	1239	541	1780	100.00
(d)	Votes "FOR" the resolution	9	46	1236	541	1777	99.83
(e)	Votes "AGAINST " the resolution	3	0	3	0	3	0.17

Thus, the **Special Resolution** as contained in Item No. 2 of the Notice dated 1st March, 2018 is passed with **REQUISITE MAJORITY**.

CONSOLIDATED RESULTS OF ITEM NO. 3 – SPECIAL RESOLUTION

Subject	ADJUSTMENT OF AMOUNT RECEIVED AGAINST APPLICATION MONEY FOR DEBENTURES
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Particulars		No. of shareholders/ Votes		No. of shares/ Votes		Total votes	
		e-voting	Ballot	e-voting	ballot	No.	%
(a)	Total Votes cast	12	46	1239	541	1780	100.00
(b)	Invalid votes	0	0	0	0	0	0
(c)	Total Valid Votes	12	46	1239	541	1780	100.00
(d)	Votes "FOR" the resolution	9	46	1236	541	1777	99.83



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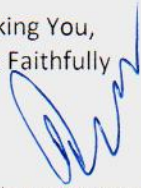
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(e)	Votes "AGAINST " the resolution	3	0	3	0	3	0.17
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Thus, the **Special Resolution** as contained in Item No. 3 of the Notice dated 1st March, 2018 is passed with **REQUISITE MAJORITY**.

Thanking You,
Yours Faithfully



Dinesh Kumar Deora
Practising Company Secretary
Membership No FCS 5683
CP No. 4119



Place: Mumbai
Date: 27th March, 2018