



DECILLION FINANCE LIMITED

Regd. Off: "JAJODIA TOWER", 4TH FLOOR, ROOM NO. D-8, 3, BENTINCK STREET, KOLKATA - 700 001
PHONE : (O) 2248 5664, 2243 9601, E-MAIL : info@decillion.co.in WEBSITE : www.decillion.co.in

CIN : L65999WB1995PLC067887

Date: 29.12.2020

**The Secretary,
BSE Limited**
Floor 25, P J Towers,
Dalal Street,
Mumbai – 400 001

**The Secretary,
The Calcutta Stock Exchange Limited**
7, Lyons Range,
Kolkata – 700001

(Scrip code: 539190)

Dear Sir/Madam,

Sub: Voting Results of the 26th Annual General Meeting (AGM) held on 28th December, 2020

Please find enclosed herewith the voting results as required under Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 along with Scrutinizers Report.

Thanking you.

Yours faithfully,
For Decillion Finance Limited

Ishu Maskara

**Ishu Maskara
Company Secretary**



Encl.: As above

DECILLION FINANCE LIMITED - AGM Attended and Voting Summary

Format for Voting Result

| | |
|---|--------------------|
| Date of the AGM | 28th December 2020 |
| Total Number of Shareholders on record date | 485 |
| No. of shareholders present in the meeting either in person or through proxy | |
| Promoter & Promoter group | 1 |
| Public | 76 |
| Total | 77 |
| No. of shareholders attended the meeting through Video Conferencing: | |
| Promoter & Promoter group | N.A. |
| Public | |
| Total | |

Agenda- wise disclosure (to be disclosed separately for agenda item)

Item No. 1

| Ordinary Resolution | | | To receive, consider and adopt the Audited Financial Statement (including Audited Consolidate Financial Statement) of the Company for the year ended 31st March, 2020 along with Directors' Report and Auditor's Report thereon | | | | | |
|--|-------------------------------|------------------------|---|---|----------------------------|-------------------------|--|--|
| Whether promoter/promoter group are interested in the agenda/resolution ? | | | No | | | | | |
| Category | Mode of Voting | No. of shares held (1) | No. of votes polled (2) | % of votes polled on outstanding shares (3)=[(2)/(1)]*100 | No. of votes in favour (4) | No of votes against (5) | % of votes in favour on votes polled (6)=[(4)/(2)]*100 | % of votes against on votes polled (7)=[(5)/(2)]*100 |
| Promoter & Promoter Group | E-Voting | 1434200 | 787500 | 54.9087 | 787500 | 0 | 100.0000 | 0 |
| | Poll | | 432000 | 30.1213 | 432000 | 0 | 100.0000 | 0 |
| | Postal Ballot (if applicable) | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Total | | 1219500 | 85.0300 | 1219500 | 0 | 100.0000 | 0 |
| Public - Institutional holders | E-Voting | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| | Poll | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Postal Ballot (if applicable) | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Total | | 0 | 0 | 0 | 0 | 0 | 0 |
| Public - Non Institution | E-Voting | 2065800 | 494763 | 23.9502 | 494763 | 0 | 0 | 0 |
| | Poll | | 28697 | 1.3891 | 28697 | 0 | 100.0000 | 0 |
| | Postal Ballot (if applicable) | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Total | | 523460 | 25.3393 | 523460 | 0 | 100.0000 | 0 |
| Total | | 3500000 | 1742960 | 49.7989 | 1742960 | 0 | 100.0000 | 0.0000 |

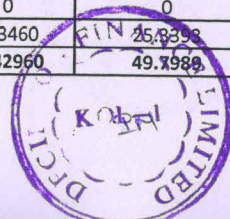


Item No. 2

| Ordinary Resolution | | | To appoint a Director in place of Mr. Jitendra Kumar Goyal, Managing Director (DIN: 00468744), who retires by rotation in terms of Section 152(6) of the Companies Act, 2013 and being eligible, offers himself for re-appointment. | | | | | |
|---|-------------------------------|------------------------|---|---|----------------------------|-------------------------|--|--|
| Whether promoter/promoter group are interested in the agenda/resolution ? | | | No promoter and promoter group are interested except Mr. Jitendra Kumar Goyal | | | | | |
| Category | Mode of Voting | No. of shares held (1) | No. of votes polled (2) | % of votes polled on outstanding shares (3)=[(2)/(1)]*100 | No. of votes in favour (4) | No of votes against (5) | % of votes in favour on votes polled (6)=[(4)/(2)]*100 | % of votes against on votes polled (7)=[(5)/(2)]*100 |
| Promoter & Promoter Group | E-Voting | 1434200 | 787500 | 54.9087 | 787500 | 0 | 100.0000 | 0 |
| | Poll | | 432000 | 30.1213 | 432000 | 0 | 100.0000 | 0 |
| | Postal Ballot (if applicable) | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Total | | 1219500 | 85.0300 | 1219500 | 0 | 100.0000 | 0 |
| Public - Institutional holders | E-Voting | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| | Poll | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Postal Ballot (if applicable) | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Total | | 0 | 0 | 0 | 0 | 0 | 0 |
| Public - Non Institution | E-Voting | 2065800 | 494763 | 23.9502 | 494763 | 0 | 100.0000 | 0 |
| | Poll | | 28697 | 1.3891 | 28697 | 0 | 100.0000 | 0 |
| | Postal Ballot (if applicable) | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Total | | 523460 | 25.3393 | 523460 | 0 | 100.0000 | 0 |
| Total | | 3500000 | 1742960 | 49.7989 | 1742960 | 0 | 100.0000 | 0.0000 |

Item No. 3

| Ordinary Resolution | | | To modify the terms of Appointment of Statutory Auditors and fix their remuneration. | | | | | |
|---|-------------------------------|------------------------|--|---|----------------------------|-------------------------|--|--|
| Whether promoter/promoter group are interested in the agenda/resolution ? | | | No | | | | | |
| Category | Mode of Voting | No. of shares held (1) | No. of votes polled (2) | % of votes polled on outstanding shares (3)=[(2)/(1)]*100 | No. of votes in favour (4) | No of votes against (5) | % of votes in favour on votes polled (6)=[(4)/(2)]*100 | % of votes against on votes polled (7)=[(5)/(2)]*100 |
| Promoter & Promoter Group | E-Voting | 1434200 | 787500 | 54.9087 | 787500 | 0 | 100.0000 | 0 |
| | Poll | | 432000 | 30.1213 | 432000 | 0 | 100.0000 | 0 |
| | Postal Ballot (if applicable) | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Total | | 1219500 | 85.0300 | 1219500 | 0 | 100.0000 | 0 |
| Public - Institutional holders | E-Voting | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| | Poll | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Postal Ballot (if applicable) | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Total | | 0 | 0 | 0 | 0 | 0 | 0 |
| Public - Non Institution | E-Voting | 2065800 | 494763 | 23.9502 | 494763 | 0 | 100.0000 | 0 |
| | Poll | | 28697 | 1.3891 | 28697 | 0 | 100.0000 | 0 |
| | Postal Ballot (if applicable) | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Total | | 523460 | 25.3393 | 523460 | 0 | 100.0000 | 0 |
| Total | | 3500000 | 1742960 | 49.7989 | 1742960 | 0 | 100.0000 | 0.0000 |

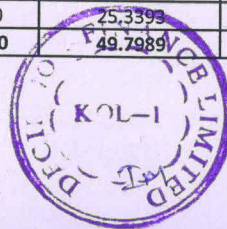


Item No. 4

| Ordinary Resolution | | | Appointment of Ms. Ritu Agarwal (DIN: 08143534) as a Non-Executive Independent Women Director of the Company | | | | | |
|---|-------------------------------|----------------|--|-------------------|-----------------|-------------|----------------------|-----------------------|
| Whether promoter/promoter group are interested in the agenda/resolution ? | | | No | | | | | |
| Category | Mode of Voting | No. of shares | No. of votes | % of votes polled | No. of votes in | No of votes | % of votes in favour | % of votes against on |
| Promoter & Promoter Group | E-Voting | 1434200 | 787500 | 54.9087 | 787500 | 0 | 100.0000 | 0 |
| | Poll | | 432000 | 30.1213 | 432000 | 0 | 100.0000 | 0 |
| | Postal Ballot (if applicable) | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Total | | 1219500 | 85.0300 | 1219500 | 0 | 100.0000 | 0 |
| Public - Institutional holders | E-Voting | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| | Poll | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Postal Ballot (if applicable) | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Total | | 0 | 0 | 0 | 0 | 0 | 0 |
| Public - Non Institution | E-Voting | 2065800 | 494763 | 23.9502 | 494763 | 0 | 100.0000 | 0 |
| | Poll | | 28697 | 1.3891 | 28697 | 0 | 100.0000 | 0 |
| | Postal Ballot (if applicable) | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Total | | 523460 | 25.3393 | 523460 | 0 | 100.0000 | 0 |
| Total | | 3500000 | 1742960 | 49.7989 | 1742960 | 0 | 100.0000 | 0.0000 |

Item No. 5

| Special Resolution | | | Revision in the Remuneration of Managing Director of the Company. | | | | | |
|---|-------------------------------|------------------------|---|---|----------------------------|-------------------------|--|--|
| Whether promoter/promoter group are interested in the agenda/resolution ? | | | No | | | | | |
| Category | Mode of Voting | No. of shares held (1) | No. of votes polled (2) | % of votes polled on outstanding shares (3)=[(2)/(1)]*100 | No. of votes in favour (4) | No of votes against (5) | % of votes in favour on votes polled (6)=[(4)/(2)]*100 | % of votes against on votes polled (7)=[(5)/(2)]*100 |
| Promoter & Promoter Group | E-Voting | 1434200 | 787500 | 54.9087 | 787500 | 0 | 100.0000 | 0 |
| | Poll | | 432000 | 30.1213 | 432000 | 0 | 100.0000 | 0 |
| | Postal Ballot (if applicable) | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Total | | 1219500 | 85.0300 | 1219500 | 0 | 100.0000 | 0 |
| Public - Institutional holders | E-Voting | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| | Poll | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Postal Ballot (if applicable) | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Total | | 0 | 0 | 0 | 0 | 0 | 0 |
| Public - Non Institution | E-Voting | 2065800 | 494763 | 23.9502 | 494763 | 0 | 100.0000 | 0 |
| | Poll | | 28697 | 1.3891 | 28697 | 0 | 100.0000 | 0 |
| | Postal Ballot (if applicable) | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Total | | 523460 | 25.3393 | 523460 | 0 | 100.0000 | 0 |
| Total | | 3500000 | 1742960 | 49.7989 | 1742960 | 0 | 100.0000 | 0.0000 |



RAJESH GHORAWAT
PRACTISING COMPANY SECRETARY

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

To,
The Chairman,
Decillion Finance Limited
3, Bentinck Street,
4th Floor, Room No. D-8
Kolkata-700001



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 cast by remote e-voting and voting, at the venue of the 26th Annual General Meeting of the Company (AGM), through polling paper on the resolutions considered at the AGM held on Monday, 28th December, 2020 at 1:00 P.M.

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

Thanking You,

Yours faithfully

Rajesh Ghorawat
Scrutinizer

FCS 7226; C.P. No. 20897
UDIN: F007226B001719112

Place: Kolkata
Date: 29th December, 2020

RAJESH GHORAWAT

PRACTISING COMPANY SECRETARY

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KASBA BAKULTALA, 3RD FLOOR,
KOLKATA-700042
MOBILE- 9831189994
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SCRUTINIZER'S REPORT

| | |
|---------------------|---|
| NAME OF THE COMPANY | Decillion Finance Limited |
| MEETING | 26 th Annual General Meeting |
| DAY, DATE & TIME | Monday, 28 th December, 2020 at 1:00 P.M. |
| VENUE | Oswal Chambers, EITMA, 5th 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 e-voting and voting through polling paper at the venue of the 26th Annual General Meeting (AGM) of Decillion Finance Limited ('the Company') held on Monday, 28th December, 2020.

2. Dispatch of Notice convening the Meeting:

The Company has informed that, on the basis of the Register of Members and the list of Beneficial Owners made available by the Depositories, the Company has e-mailed the Notice for convening the AGM by 5th December, 2020 to all Shareholders by e-mails who have registered their mail id with the Depositories. An advertisement was published by the Company in "Business Standard", English Newspaper and "Duranto Barta", Bengali Newspaper, on 5th December, 2020, informing about the completion of dispatch of the AGM Notices.

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 Monday, 21st December, 2020, being the Cut-off date for the purpose of deciding the entitlements of Members to cast their vote through remote e-voting and voting through polling paper at the AGM venue.

4. Remote e - voting:

4.1 Agency:

The Company had appointed National Securities Depository Limited (NSDL) as the agency for providing the remote e-voting platform.

4.2 Remote e-voting:

Remote e-voting facility was open from 9:00 A.M on Friday, 25th December, 2020 and ended at 05:00 P.M on Sunday, 27th December, 2020 and the Members were required to cast their votes electronically, conveying their assent or dissent in



respect of the Ordinary/Special Resolution, as set out in the Notice, on the e-voting platform provided by NSDL.

5. Voting at the AGM:

- 5.1 Pursuant to Rule 20 (4) (xiii) of the 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, we 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 Accordingly, NSDL, the remote e-voting Agency provided me the facility to check the names, DP Ids/ Client Ids, Folios and Shareholding of the Members who had casted their vote through remote e-voting.
- 5.3 The Company has also provided the facility for voting through polling paper at the AGM venue, to the Members who attended the AGM and did not cast their vote through remote e-voting.

6. Counting Process:

- 6.1 On completion of voting at the AGM venue, the votes were reconciled with the records maintained by the Company and Niche Technologies Private Limited, the Registrar and Transfer Agent of the Company (RTA) with respect to the votes casted/authorizations/proxies lodged with the Company.
- 6.2 I unblocked the votes cast through remote e-voting in the presence of Ms. Surbhi Rajgadia and Mr. Brij Mohan Jha and downloaded the remote e-voting results.

7. Results:

7.1 I observed that:

A. 17 Shareholders had casted their votes through remote e-voting.

B. a) 77 Shareholders attended the AGM in person/proxy and/or authorized representatives.

b) Out of above 77 Shareholders, 70 shareholders had casted their vote at the AGM venue through polling paper.

- 7.2 The Consolidated Results with respect to each item on the agenda as set out in the Notice is enclosed.



RAJESH GHORAWAT
PRACTISING COMPANY SECRETARY

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Email Id-rgadvisory18@gmail.com

7.3 The Company may accordingly consider the result for voting process carried out through remote e-voting and through polling paper at the AGM venue as follows:

| Item No. | Type of Resolution | Result |
|----------|--------------------|---------------------|
| 1 | Ordinary | Passed unanimously. |
| 2 | Ordinary | Passed unanimously. |
| 3 | Ordinary | Passed unanimously. |
| 4 | Ordinary | Passed unanimously. |
| 5 | Special | Passed unanimously. |

Yours faithfully



Rajesh Ghorawat
Scrutinizer

FCS 7226; C.P. No. 20897
UDIN: F007226B001719112

Place: Kolkata
Date: 29th December, 2020

Consolidated Results

Item No. 1: To receive, consider and adopt the Audited Financial Statement (including Audited Consolidate Financial Statement) of the Company for the year ended 31st March, 2020 along with Directors' Report and Auditor's Report thereon.

| Particulars | Remote e-votes | | Voting at the AGM | | Total | | Percentage % |
|--------------|----------------|------------------|-------------------|-----------------|-----------|------------------|-----------------|
| | Number | Votes | Number | Votes | Number | Votes | |
| Assent | 17 | 12,82,263 | 70 | 4,60,697 | 87 | 17,42,960 | 100 |
| Dissent | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| Total | 17 | 12,82,263 | 70 | 4,60,697 | 87 | 17,42,960 | 100 |

Based on the aforesaid results, I report that the Ordinary Resolution as set out in Item No. 01 of the Notice dated 10th November, 2020, has been passed unanimously.

Item No.2: To appoint a Director in place of Mr. Jitendra Kumar Goyal, Managing Director (DIN: 00468744), who retires by rotation in terms of Section 152(6) of the Companies Act, 2013 and being eligible, offers himself for re-appointment.

| Particulars | Remote e-votes | | Voting at the AGM | | Total | | Percentage % |
|--------------|----------------|------------------|-------------------|-----------------|-----------|------------------|-----------------|
| | Number | Votes | Number | Votes | Number | Votes | |
| Assent | 17 | 12,82,263 | 70 | 4,60,697 | 87 | 17,42,960 | 100 |
| Dissent | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| Total | 17 | 12,82,263 | 70 | 4,60,697 | 87 | 17,42,960 | 100 |

Based on the aforesaid results, I report that the Ordinary Resolution as set out in Item No. 02 of the Notice dated 10th November, 2020, has been passed unanimously.

Item No.3: To modify the terms and conditions of Statutory Auditors of the Company and fix their remuneration.

| Particulars | Remote e-votes | | Voting at the AGM | | Total | | Percentage % |
|--------------|----------------|------------------|-------------------|-----------------|-----------|------------------|-----------------|
| | Number | Votes | Number | Votes | Number | Votes | |
| Assent | 17 | 12,82,263 | 70 | 4,60,697 | 87 | 17,42,960 | 100 |
| Dissent | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| Total | 17 | 12,82,263 | 80 | 4,60,697 | 87 | 17,42,960 | 100 |

Based on the aforesaid results, I report that the Ordinary Resolution as set out in Item No. 03 of the Notice dated 10th November, 2020, has been passed unanimously.



RAJESH GHORAWAT
PRACTISING COMPANY SECRETARY

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

Item No.4: Appointment of Ms. Ritu Agarwal (DIN: 08143534) as a Non-Executive Independent Women Director of the Company

| Particulars | Remote e-votes | | Voting at the AGM | | Total | | Percentage % |
|-------------|----------------|-----------|-------------------|----------|--------|-----------|-----------------|
| | Number | Votes | Number | Votes | Number | Votes | |
| Assent | 17 | 12,82,263 | 70 | 4,60,697 | 87 | 17,42,960 | 100 |
| Dissent | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| Total | 17 | 12,82,263 | 70 | 4,60,697 | 87 | 17,42,960 | 100 |

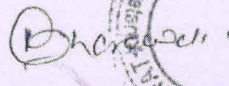
Based on the aforesaid results, I report that the Ordinary Resolution as set out in Item No. 04 of the Notice dated 10th November, 2020, has been passed unanimously.

Item No.5: Revision in the Remuneration of Managing Director of the Company

| Particulars | Remote e-votes | | Voting at the AGM | | Total | | Percentage % |
|-------------|----------------|-----------|-------------------|----------|--------|-----------|-----------------|
| | Number | Votes | Number | Votes | Number | Votes | |
| Assent | 17 | 12,82,263 | 70 | 4,60,697 | 87 | 17,42,960 | 100 |
| Dissent | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| Total | 17 | 12,82,263 | 70 | 4,60,697 | 87 | 17,42,960 | 100 |

Based on the aforesaid results, I report that the Special Resolution as set out in Item No. 05 of the Notice dated 10th November, 2020, has been passed unanimously.

Place: Kolkata
Date: 29th December, 2020


Rajesh Ghorawat
Scrutinizer

FCS 7226; C.P. No. 20897
UDIN: F007226B001719112

Witness:

1. *Brij Mohan Saha*
2. *Surbhi Rajgadia*

