



# 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: 30<sup>th</sup> September, 2018**

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

Dear Sirs,

**Sub: 24<sup>th</sup> Annual General Meeting- Voting Result.**

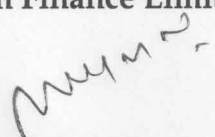
We would like to inform you that all the resolutions have been passed with requisite majority at the 24<sup>th</sup> Annual General Meeting of the Company as set out in AGM Notice.

In compliance of Regulation 44 (3) of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 we are enclosing herewith voting results in the prescribed format along with Scrutinizer's Report.

This is for your information and record.

Thanking you.

Yours faithfully,  
**For Decillion Finance Limited**

  
**Jitendra Kumar Goyal**  
Managing Director.

Encl: As above.

DECILION FINANCE LIMITED- 24th AGM Attendance and Voting Summary

Date of the AGM	29-Sep-18
Total Number of Shareholders on record date	458
No. of shareholders present in the meeting either in person or through proxy:	
Promoter & Promoter group	5
Public	52
Total	57
No. of shareholders present in the meeting through Video Conferencing	
Promoter & Promoter group	N.A
Public	
Total	

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

Ordinary Resolution										
Item No 1- Adoption of the Audited Accounts for the financial year ended 31st March, 2018 along with Director's Report and Auditor's Report thereon										
Resolution Required										
Whether promoter/promoter group are interested in the agenda/resolution	Category	Mode of Voting	No. of shares held(1)	No						
				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			0	0	0	0	0	N.A	
	Poll	1434200		1364200	95.12	1364200	0	100	100	
	Postal Ballot (If applicable)		0	N.A	0	N.A	N.A	0	N.A	N.A
	Total	1364200		1364200	95.12	1364200	0	100	100	
Public Institutional Holders	E-Voting									
	Poll	Nil		N.A	N.A	N.A	N.A	N.A	N.A	N.A
	Postal Ballot (If applicable)									
	Total			0	0.00000	0	0	100	100	0
Public - Non Institutional Holders	E-Voting									
	Poll	2065800		564826	27.34	564826	0	100	100	0
	Postal Ballot (If applicable)			N.A	0	N.A	N.A	0	N.A	N.A
	Total	564809		564809	27.34	564809	0	100	100	0
Total				1929009	55.11	1929009	0	100	100	0
Item No 2- Appointment of Mr. Itendra Kumar Goyal (DIN: 00468744) as a Director, who retires by rotation and being eligible, offers himself for re-appointment										
Ordinary Resolution										
Resolution Required										
Whether promoter/promoter group are interested in the agenda/resolution	Category	Mode of Voting	No. of shares held(1)	Yes						
				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			0	0	0	0	0	N.A	
	Poll	1434200		1219600	85.04	1219600	0	100	100	N.A
	Postal Ballot (If applicable)		0	N.A	0	N.A	N.A	0	N.A	N.A
	Total	1219600		1219600	85.04	1219600	0	100	100	
Public Institutional Holders	E-Voting									
	Poll	Nil		N.A	N.A	N.A	N.A	N.A	N.A	N.A
	Postal Ballot (If applicable)									
	Total			0	0.00000	0	0	100	100	0
Public - Non Institutional Holders	E-Voting									
	Poll	2065800		564826	27.34	564826	0	100	100	0
	Postal Ballot (If applicable)			N.A	0	N.A	N.A	0	N.A	N.A
	Total	564826		564826	27.34	564826	0	100	100	0
Total				1784426	50.98	1784426	0	100	100	0



Item No 3 Appointment of M/s C.K. Chandak & Co, Chartered Accountant ( Firm registration No. 326844E) as Statutory Auditors to hold office from the conclusion of 24th Annual General Meeting till the conclusion of the 29th Annual General Meeting and fix their remuneration.

Resolution Required		Ordinary Resolution						
Whether promoter/promoter group are interested in the agenda/resolution	Category	No. of shares held(1)	No		% of votes polled on outstanding shares (3)=(2)/(1)* 100	No. of Votes in favour (4)	No. of Votes against (5)	% of Votes against on votes polled (7)=(5)/(2)*100
			No. of votes polled (2)	No. of shares held(1)				
Promoter & Promoter Group	E-Voting Poll	1434200	0	0	0	0	0	N.A
	Postal Ballot (if applicable)		1364200	95.12	95.12	1364200	1364200	100
	Total		1364200	95.12	95.12	1364200	1364200	100
Public Institutional Holders	E-Voting Poll							
	Postal Ballot (if applicable)							
	Total							
Public - Non Institutional Holders	E-Voting Poll	2065800	0	0.00000	0	0	0	100
	Postal Ballot (if applicable)		564809	27.34	27.34	564809	564809	100
	Total		564809	27.34	27.34	564809	564809	100
	Total	3500000	1929009	55.11	55.11	1929009	1929009	100

Special Business  
Item No 4- Appointment of Mr. Vidhu Bhushan Verma (DIN: 00555238) as a Non Executive Independent Director, to hold office for five consecutive years for a term up to the conclusion of 29th Annual General Meeting

Resolution Required		Ordinary Resolution						
Whether promoter/promoter group are interested in the agenda/resolution	Category	No. of shares held(1)	No		% of votes polled on outstanding shares (3)=(2)/(1)* 100	No. of Votes in favour (4)	No. of Votes against (5)	% of Votes against on votes polled (7)=(5)/(2)*100
			No. of votes polled (2)	No. of shares held(1)				
Promoter & Promoter Group	E-Voting Poll	1434200	0	0	0	0	0	N.A
	Postal Ballot (if applicable)		1364200	95.12	95.12	1364200	1364200	100
	Total		1364200	95.12	95.12	1364200	1364200	100
Public Institutional Holders	E-Voting Poll							
	Postal Ballot (if applicable)							
	Total							
Public - Non Institutional Holders	E-Voting Poll	2065800	0	0.00000	0	0	0	100
	Postal Ballot (if applicable)		564809	27.34	27.34	564809	564809	100
	Total		564809	27.34	27.34	564809	564809	100
	Total	3500000	1929009	55.11	55.11	1929009	1929009	100

Item No 5 Appointment of Mrs. Veedhi Raja (DIN: 08142844) as a Non Executive Independent Woman Director, to hold office for five consecutive years for a term up to the conclusion of 29th Annual General Meeting

Resolution Required		Ordinary Resolution						
Whether promoter/promoter group are interested in the agenda/resolution	Category	No. of shares held(1)	No		% of votes polled on outstanding shares (3)=(2)/(1)* 100	No. of Votes in favour (4)	No. of Votes against (5)	% of Votes against on votes polled (7)=(5)/(2)*100
			No. of votes polled (2)	No. of shares held(1)				
Promoter & Promoter Group	E-Voting Poll	1434200	0	0	0	0	0	N.A
	Postal Ballot (if applicable)		1364200	95.12	95.12	1364200	1364200	100
	Total		1364200	95.12	95.12	1364200	1364200	100
Public Institutional Holders	E-Voting Poll							
	Postal Ballot (if applicable)							
	Total							
Public - Non Institutional Holders	E-Voting Poll	2065800	0	0.00000	0	0	0	100
	Postal Ballot (if applicable)		564809	27.34	27.34	564809	564809	100
	Total		564809	27.34	27.34	564809	564809	100
	Total	3500000	1929009	55.11	55.11	1929009	1929009	100



Item No 6- Approval of variation of term of appointment of Mr. Jitendra Kumar Goyal (DIN:00468744), Managing Director, his office will be liable to retire by rotation.									
Resolution Required									
Category	Mode of Voting	No. of shares held(1)	Ordinary Resolution						
			Yes	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 Poll Postal Ballot (if applicable) Total	1434200		1219600	85.04	0	0	N.A	N.A
Public Institutional Holders	E-Voting Poll Postal Ballot (if applicable) Total	Nil		1219600	85.04	0	1219600	0	100
Public - Non Institutional Holders	E-Voting Poll Postal Ballot (if applicable) Total	2065800		564809	27.34	0	564809	0	100
				564809	27.34	0	564809	0	100
				1784409	50.98	0	1784409	0	100

Item No 7- Approval of Related Party Transactions									
Resolution Required									
Category	Mode of Voting	No. of shares held(1)	Ordinary Resolution						
			Yes	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 Poll Postal Ballot (if applicable) Total	1434200		1219600	85.04	0	0	0	N.A
Public Institutional Holders	E-Voting Poll Postal Ballot (if applicable) Total	Nil		1219600	85.04	0	1219600	0	100
Public - Non Institutional Holders	E-Voting Poll Postal Ballot (if applicable) Total	2065800		564809	27.34	0	564809	0	100
				564809	27.34	0	564809	0	100
				1784409	50.98	0	1784409	0	100



**Scrutinizer's Report**

**[Pursuant to the provisions of Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by Companies (Management and Administration) Amendment Rules, 2015 ]**

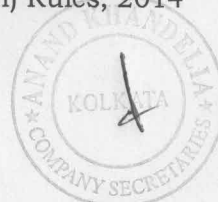
To,

The Chairman of 24<sup>th</sup> (Twenty Forth) Annual General Meeting (AGM) of the Member of Decillion Finance Limited (CIN:L65999WB1995PLC067887) held on Saturday, 29<sup>th</sup> September, 2018 at Oswal Chamber, EITMA, 5TH Floor, 2 Church Lane , Kolkata – 700001, West Bengal at 3.00 p.m.

**Dear Sir,**

I, Anand Khandelia, a Company Secretary in Practice (Certificate of Practice Number 5841), have been appointed by the Board of Directors of **Decillion Finance Limited** ("the Company") for the purpose of scrutinizing the remote e-voting and voting by use of ballot at the Annual General Meeting pursuant to provisions of section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 and 21 of the Companies (Management and Administration) 2014 as amended by Companies (Management and Administration) Amendment Rules, 2015, Regulation 44 of SEBI (LODR) Regulation, 2015 and Secretarial Standard on General Meeting in respect of the below mentioned Resolutions proposed at the 23<sup>rd</sup> Annual General Meeting held on Saturday, 29<sup>th</sup> September, 2018 at Oswal Chamber, EITMA, 5TH Floor, 2 Church Lane , Kolkata – 700001, West Bengal at 3.00 p.m., do hereby submit my report as follow:

1. The Notice dated 14<sup>th</sup> August, 2018 convening the 29<sup>th</sup> Annual General Meeting of the Company along the Statement under section 102 of the Act setting out all material facts in respect of Resolution mentioned therein, was sent by 3<sup>rd</sup> September, 2018 to the members of the Company.
2. The company provided remote e-voting facility offered by National Securities Depository Limited (NSDL) to its shareholders. At the Annual General Meeting, the Company provided voting facility by way of ballot paper to the shareholders who did not cast their vote through remote e-voting.
3. The members holding shares either in physical or dematerialized form, as on the "Cut-Off i.e. 22<sup>nd</sup> September, 2018 were entitled to vote through remote e-voting.
4. In terms of aforesaid Notice and as per the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended, the voting period commenced on Wednesday 26<sup>th</sup> September, 2018 at 9:00 a.m. and ended Friday, 28<sup>th</sup> September, 2018 at 5:00 p.m. (IST)
5. The member and/or their proxies at the meeting exercised their voting right through ballot paper at the poll conducted at the Annual General Meeting as stated above.
6. After the conclusion of the AGM the votes cast at the meeting were counted first, and thereafter, the votes casted through e-voting were unblocked in presence of and Mr. Mrs. Priya Ghosh and Mr Rakesh Gupta who acted as witnesses in accordance with Rule 20 of the Companies (Management & Administration) Rules, 2014





7. Thereafter, the details containing inter alia, list of the members, who voted "For" or "Against" on each of the resolutions that were put on vote, were derived from the ballot forms received at the poll conducted at the meeting, as well as the report generated from e-voting website [www.evoting.nsdl.com](http://www.evoting.nsdl.com) in respect of remote e-voting.
8. NIL Members have cast their votes through remote e-voting and all such votes are valid, 57 Members and/ or their proxy have cast their votes through poll at the AGM venue.

I now submit my consolidated report as under on the result of the remote e-voting and poll conducted at the meeting.

**ORDINARY BUSINESS**

**Item No. 1 as an Ordinary Resolution** Adoption of the Audited Accounts for the financial year ended 31st March, 2018 along with Director's Report and Auditor's Report thereon

	No. of Members who voted through E-voting system	No. of Members who voted through Physical/Postal system	No. of votes cast by them	% of Total number of valid votes cast
<b>Votes in favour of the Resolution</b>	0	57	1929009	100.00%
<b>Votes against the Resolution</b>	0	0	0	0
<b>Total</b>	0	57	1929009	100%
<b>Invalid Votes</b>	-	-	-	-

**Item No. 2 as an Ordinary Resolution:** Appointment of Mr. Jitendra Kumar Goyal (DIN: 00468744) as a Director, who retires by rotation and being eligible, offers himself for re-appointment.

	No. of Members who voted through E-voting system	No. of Members who voted through Physical/Postal system	No. of votes cast by them	% of Total number of valid votes cast
<b>Votes in favour of the Resolution</b>	0	54	1784426	100.00%
<b>Votes against the Resolution</b>	0	0	0	0
<b>Total</b>	0	54	1784426	100%
<b>Invalid Votes</b>	-	-	-	-



**Item No. 3. as an Ordinary Resolution:** Appointment of M/s C.K. Chandak & Co, Chartered Accountant ( Firm registration No. 326844E) as Statutory Auditors to hold office from the conclusion of 24th Annual General Meeting till the conclusion of the 29th Annual General Meeting and fix their remuneration.

	No. of Members who voted through E-voting system	No. of Members who voted through Physical/Postal system	No. of votes cast by them	% of Total number of valid votes cast
<b>Votes in favour of the Resolution</b>	0	57	1929009	100.00%
<b>Votes against the Resolution</b>	0	0	0	0
<b>Total</b>	0	57	1929009	100%
<b>Invalid Votes</b>	-	-	-	-

**SPECIAL BUSINESS**

**Item No. 4. as an Ordinary Resolution:** Appointment of Mr. Vidhu Bhushan Verma (DIN: 00555238) as a Non Executive Independent Director, to hold office for five consecutive years for a term up to the conclusion of 29th Annual General Meeting.

	No. of Members who voted through E-voting system	No. of Members who voted through Physical/Postal system	No. of votes cast by them	% of Total number of valid votes cast
<b>Votes in favour of the Resolution</b>	0	57	1929009	100.00%
<b>Votes against the Resolution</b>	0	0	0	0
<b>Total</b>	0	57	1929009	100%
<b>Invalid Votes</b>	-	-	-	-

**Item No. 5. as an Ordinary Resolution:** Appointment of Mrs. Veedhi Raja (DIN: 08142844) as a Non Executive Independent Woman Director, to hold office for five consecutive years for a term up to the conclusion of 29th Annual General Meeting

	No. of Members who voted through E-voting system	No. of Members who voted through Physical/Postal system	No. of votes cast by them	% of Total number of valid votes cast
<b>Votes in favour of the Resolution</b>	0	57	1929009	100.00%
<b>Votes against the Resolution</b>	0	0	0	0
<b>Total</b>	0	57	1929009	100%
<b>Invalid Votes</b>	-	-	-	-



**Item No. 6. as an Ordinary Resolution:** Approval of variation of term of appointment of Mr. Jitendra Kumar Goyal (DIN:00468744), Managing Director, his office will be liable to retire by rotation.

	No. of Members who voted through E-voting system	No. of Members who voted through Physical/Postal system	No. of votes cast by them	% of Total number of valid votes cast
<b>Votes in favour of the Resolution</b>	0	54	1784426	100.00%
<b>Votes against the Resolution</b>	0	0	0	0
<b>Total</b>	0	54	1784426	100%
<b>Invalid Votes</b>	-	-	-	-

**Item No. 7. as an Ordinary Resolution:** Approval of Related Party Transactions

	No. of Members who voted through E-voting system	No. of Members who voted through Physical/Postal system	No. of votes cast by them	% of Total number of valid votes cast
<b>Votes in favour of the Resolution</b>	0	54	1784426	100.00%
<b>Votes against the Resolution</b>	0	0	0	0
<b>Total</b>	0	54	1784426	100%
<b>Invalid Votes</b>	-	-	-	-

Thanking You,

Yours faithfully,

**Anand Khandelia**  
FCS No. : 5803  
C P No.: 5841



Dated: 30<sup>th</sup> September, 2018  
Place: Kolkata