

## VOTING RESULTS

Date of the EGM : 10<sup>th</sup> February 2020  
 Total number of shareholders on record date : 4182

No. of Shareholders present in the meeting either in person or through proxy\*:

(\*Based on shareholders registering attendance)

Promoters and Promoter Group : 4  
 Public : 13

No. of Shareholders attended the meeting through Video Conferencing:

Promoters and Promoter Group : N.A.  
 Public : N.A.

### Details of the Agenda:

Resolution 1 : To appointment of Chartered Accountants, Sultania & Co .Kolkata as the Statutory Auditors of the Company for the financial 19-20 to fill the casual vacancy

Resolution requires : Ordinary Resolution

Whether promoter/ promoter group are Interested In the agenda/resolution? No

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	9,34,790	9,34,790	100.00	9,34,790	-	100.00	-
	Poll	-	-	-	-	-	-	-
	Postal Ballot	-	-	-	-	-	-	-
	Total	9,34,790	9,34,790	100.00	9,34,790	-	100.00	-
Public -stitutional holders	E- Voting	2,00,000	0	-	-	-	0.00	-
	Poll	-	-	-	-	-	-	-
	Postal Ballot	-	-	-	-	-	-	-
	Total	2,00,000	0	-	-	-	0.00	-
Public-Non Institutions	E- Voting	19,65,310	20,200	1.30	20,200	-	100.00	-
	Poll	-	-	-	-	-	-	-
	Postal Ballot	-	-	-	-	-	-	-
	Total	19,65,310	20,200	100.00	20,200	-	100.00	-
<b>TOTAL</b>		<b>3,100,100</b>	<b>9,54,990</b>	<b>100</b>	<b>9,54,990</b>	<b>-</b>	<b>100.00</b>	<b>-</b>

Resolution 2 : To adopt new set of Articles of Association

Resolution requires : Ordinary Resolution

Whether promoter/ promoter group are Interested In the agenda/resolution? No

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	9,34,790	9,34,790	100.00	9,34,790	-	100.00	-
	Poll	-	-	-	-	-	-	-
	Postal Ballot	-	-	-	-	-	-	-
	Total	9,34,790	9,34,790	100.00	9,34,790	-	100.00	-
Public - Institutional holders	E- Voting	2,00,000	0	-	-	-	0.00	-
	Poll	-	-	-	-	-	-	-
	Postal Ballot	-	-	-	-	-	-	-
	Total	2,00,000	0	-	-	-	0.00	-
Public-Non Institutions	E- Voting	19,65,310	20,200	100.00	20,200	-	100.00	-
	Poll	-	-	-	-	-	-	-
	Postal Ballot	-	-	-	-	-	-	-
	Total	19,65,310	20,200	100.00	20,200	-	100.00	-
<b>TOTAL</b>		<b>3,100,100</b>	<b>9,54,990</b>	<b>100</b>	<b>9,54,990</b>	<b>-</b>	<b>100.00</b>	<b>-</b>

**Resolution :** To adopt new set of Memorandum of Association  
**Resolution requires :** Ordinary Resolution  
**Whether promoter/ promoter group are Interested In the agenda/resolution? No**

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	9,34,790	9,34,790	100.00	9,34,790	-	100.00	-
	Poll	-	-	-	-	-	-	-
	Postal Ballot	-	-	-	-	-	-	-
	Total	9,34,790	9,34,790	100.00	9,34,790	-	100.00	-
Public - Institutional holders	E- Voting	2,00,000	0	-	-	-	0.00	-
	Poll	-	-	-	-	-	-	-
	Postal Ballot	-	-	-	-	-	-	-
	Total	2,00,000	0	-	-	-	0.00	-
Public-Non Institutions	E- Voting	19,65,310	20,200	100	25,200	-	100.00	-
	Poll	-	-	-	-	-	-	-
	Postal Ballot	-	-	-	-	-	-	-
	Total	19,65,310	20,200	100.00	20,200	-	100.00	-
<b>TOTAL</b>		<b>3,100,100</b>	<b>9,54,990</b>	<b>30.97</b>	<b>9,54,990</b>	<b>-</b>	<b>100.00</b>	<b>-</b>

**Resolution 4 :** To adopt Statutory Registers as per Companies Act 2013

**Resolution requires :** Ordinary Resolution  
**Whether promoter/ promoter group are Interested In the agenda/resolution? No**

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	9,34,790	9,34,790	100.00	9,34,790	-	100.00	-
	Poll	-	-	-	-	-	-	-
	Postal Ballot	-	-	-	-	-	-	-
	Total	9,34,790	9,34,790	100.00	9,34,790	-	100.00	-
Public - Institutional holders	E- Voting	2,00,000	0	-	-	-	0.00	-
	Poll	-	-	-	-	-	-	-
	Postal Ballot	-	-	-	-	-	-	-
	Total	2,00,000	0	-	-	-	0.00	-
Public-Non Institutions	E- Voting	19,65,310	20,200	100	20,200	-	100.00	-
	Poll	-	-	-	-	-	-	-
	Postal Ballot	-	-	-	-	-	-	-
	Total	19,65,310	20,200	100.00	20,200	-	100.00	-
<b>TOTAL</b>		<b>3,100,100</b>	<b>9,59,990</b>	<b>100</b>	<b>9,54,990</b>	<b>-</b>	<b>100.00</b>	<b>-</b>

**Resolution 5** : To change Mrs. Bharti Gupta's (DIN: 06829341) designation as Executive Director on the Board of Directors of the Company on the term and conditions as decided by the Board and her office is not liable to retire by rotation

**Resolution requires** : Ordinary Resolution

**Whether promoter/ promoter group are Interested In the agenda/resolution? No**

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	9,34,790	9,34,790	100.00	9,34,790	-	100.00	-
	Poll	-	-	-	-	-	-	-
	Postal Ballot	-	-	-	-	-	-	-
	Total	9,34,790	9,34,790	100.00	9,34,790	-	100.00	-
Public - Institutional holders	E- Voting	2,00,000	0	-	-	-	0.00	-
	Poll	-	-	-	-	-	-	-
	Postal Ballot	-	-	-	-	-	-	-
	Total	2,00,000	0	-	-	-	0.00	-
Public-Non Institutions	E- Voting	19,65,310	20,200	1.30	20,200	-	100.00	-
	Poll	-	-	-	-	-	-	-
	Postal Ballot	-	-	-	-	-	-	-
	Total	19,65,310	20,200	100.00	20,200	-	100.00	-
<b>TOTAL</b>		<b>3,100,100</b>	<b>9,54,990</b>	<b>30.97</b>	<b>9,54,990</b>	<b>-</b>	<b>100.00</b>	<b>-</b>

**Resolution 6** : To change Tamanna Gupta's (DIN: 07842312) designation as Executive Director on the Board of Directors of the Company on the term and conditions as decided by the Board and her office is not liable to retire by rotation.

**Resolution requires** : Ordinary Resolution  
**Whether promoter/ promoter group are Interested In the agenda/resolution? No**

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	9,34,790	9,34,790	100.00	9,34,790	-	100.00	-
	Poll	-	-	-	-	-	-	-
	Postal Ballot	-	-	-	-	-	-	-
	Total	9,34,790	9,34,790	100.00	9,34,790	-	100.00	-
Public - Institutional holders	E- Voting	2,00,000	0	-	-	-	0.00	-
	Poll	-	-	-	-	-	-	-
	Postal Ballot	-	-	-	-	-	-	-
	Total	2,00,000	0	-	-	-	0.00	-
Public-Non Institutions	E- Voting	19,65,310	20,200	1.30	20,200	-	100.00	-
	Poll	-	-	-	-	-	-	-
	Postal Ballot	-	-	-	-	-	-	-
	Total	19,65,310	20,200	100.00	20,200	-	100.00	-
<b>TOTAL</b>		<b>3,100,100</b>	<b>9,54,990</b>	<b>30.97</b>	<b>9,54,990</b>	<b>-</b>	<b>100.00</b>	<b>-</b>

**Resolution 7** : To pass approval as regards to remuneration to directors ,to fix ,the remuneration more than on the basis of Double of Clause A(ii) of Section II in Part II of schedule V corresponding to effective capital of the company as per the Rules 7(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules 2014. "

**Resolution requires** : Ordinary Resolution  
**Whether promoter/ promoter group are Interested In the agenda/resolution? No**

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	9,34,790	9,34,790	100.00	9,34,790	-	100.00	-
	Poll	-	-	-	-	-	-	-
	Postal Ballot	-	-	-	-	-	-	-
	Total	9,34,790	9,34,790	100.00	9,34,790	-	100.00	-
Public - Institutional holders	E- Voting	2,00,000	0	-	-	-	0.00	-
	Poll	-	-	-	-	-	-	-
	Postal Ballot	-	-	-	-	-	-	-
	Total	2,00,000	0	-	-	-	0.00	-
Public-Non Institutions	E- Voting	19,65,310	20,200	1.30	20,200	-	100.00	-
	Poll	-	-	-	-	-	-	-

	Postal Ballot	-	-	-	-	-	-	-
	Total	19,65,310	20,200	100.00	20,200	-	100.00	-
<b>TOTAL</b>		<b>3,100,100</b>	<b>9,54,990</b>	<b>30.97</b>	<b>9,54,990</b>	<b>-</b>	<b>100.00</b>	<b>-</b>

**Resolution 8** : Approval of the members of the Company be and is hereby accorded to ratify and confirm the waiver of recovery of the excess remuneration paid to the directors of the Company.

**Resolution requires** : **Ordinary Resolution**  
**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 and Promoter Group	E- Voting	9,34,790	9,34,790	100.00	9,34,790	-	100.00	-
	Poll	-	-	-	-	-	-	-
	Postal Ballot	-	-	-	-	-	-	-
	Total	9,34,790	9,34,790	100.00	9,34,790	-	100.00	-
Public - Institutional holders	E- Voting	2,00,000	0	-	-	-	0.00	-
	Poll	-	-	-	-	-	-	-
	Postal Ballot	-	-	-	-	-	-	-
	Total	2,00,000	0	-	-	-	0.00	-
Public-Non Institutions	E- Voting	19,65,310	20,200	1.30	20,200	-	100.00	-
	Poll	-	-	-	-	-	-	-
	Postal Ballot	-	-	-	-	-	-	-
	Total	19,65,310	20,200	100.00	20,200	-	100.00	-
<b>TOTAL</b>		<b>3,100,100</b>	<b>9,54,990</b>	<b>30.97</b>	<b>9,54,990</b>	<b>-</b>	<b>100.00</b>	<b>-</b>

Yours faithfully,

*Nisha Nahata*

NISHA NAHATA

*Company Secretary in Practice*  
C.P. No : 9624  
ACS 26540



**FORM NO. MGT.13**

**Report of Scrutinizer(s)**

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

To,  
The Chairman  
CLARITY FINANCIAL SERVICES LIMITED  
29 G C AVENUE KOL Kolkata- 700013

Extraordinary General Meeting of the Equity Shareholders of CLARITY FINANCIAL SERVICES LIMITED held on Monday 10th February 2020 at its registered office, 29, Ganesh Chandra Avenue, 4th Floor, Kolkata – 700 013 at 10.30. AM

Dear Sir,

I, NISHA NAHATA Company Secretary in practice, having office at 43, SHYAMNAGAR ROAD , KOLKATA-55 was duly appointed as Scrutinizer by the Board of Directors of M/s CLARITY FINANCIAL SERVICES LIMITED ["the Company] for the purpose of the Scrutinizing the process of voting through remote e-voting and voting at the Extraordinary General Meeting venue through polling paper in a fair and transparent manner and also for ascertaining the requisite majority as per the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and the provisions of Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

***I SUBMIT MY REPORT AS UNDER:***

1. The E-Voting period remained open from 9.00 A.M. on 07/02/2020, till 5.30 P.M. on 09/02/2020.
2. The Shareholders holding shares as on the "cut-off date" i.e. the 03/02/2020 were entitled to vote on the proposed 8(EIGHT) Resolutions as mentioned in the Notice of the Extraordinary General Meeting.



3. After the conclusion of the EGM the votes caste through remote evoting were unblocked on 12/02/2020 at 3.00 P.M.
4. Thereafter the details containing inter-alia, list of equity shareholders, who voted "for" and "against" on each of the resolution that were put to vote, were derived from the report generated from the e-voting website of NSDL
5. Based on the reports generated from NSDL e -voting system in respect of remote e-voting by the Registrar and Transfer Agents of the Company for ballot papers in respect of facility provided to the members and the proxy at the AGM, the consolidated results of voting are as per Annexure - I enclosed herewith.
6. After the time fixed for closing of the poll by the Chairman, it was noticed that member present have already voted through E- VOTING facility so NO votes were casted by way of ballot.

The Registers recording the assent or dissent in respect of votes cast by the members of the Company by way of polling papers at the EGM and through remote e-voting and other relevant detail received from the RTA and the NDSL are under my custody and shall be handed over the Company Secretary after the chairman approves and signs the minutes of the EGM .

Thanking you,

Yours faithfully,

*Nisha Nahata*  
NISHA NAHATA

Company Secretary in Practice  
C.P. No : 9624  
ACS 26540



**Annexure - I**

The result of the Poll and E- voting are as under:

- (a) Resolution 1: To appointment of Chartered Accountants, Sultania & Co .Kolkata as the Statutory Auditors of the Company for the financial 19-20 to fill the casual vacancy

- (i) Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
17	954490	100

- (ii) Voted against the resolution:

Number of members present and voting (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	Total number of votes cast by them
0	0





(b) Resolution 2: To adopt new set of Articles of Association

(i) Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
17	954490	100

(ii) Voted against the resolution:

Number of members present and voting (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	Total number of votes cast by them
0	0



(c) Resolution 3: To adopt new set of Memorandum of Association

(i) Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
17	954490	100

(ii) Voted against the resolution:

Number of members present and voting (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	Total number of votes cast by them
0	0



(d) Resolution 4: To adopt Statutory Registers as per Companies Act 2013

(i) Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
17	954490	100

(ii) Voted against the resolution:

Number of members present and voting (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	Total number of votes cast by them
0	0



(e) Resolution 5 : To change Mrs. Bharti Gupta's (DIN: 06829341) designation as Executive Director on the Board of Directors of the Company on the term and conditions as decided by the Board and her office is not liable to retire by rotation.

(i) Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
17	954490	100

(ii) Voted against the resolution:

Number of members present and voting (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	Total number of votes cast by them
0	0



(f) Resolution 6: To change Tamanna Gupta's (DIN: 07842312) designation as Executive Director on the Board of Directors of the Company on the term and conditions as decided by the Board and her office is not liable to retire by rotation.

(i) Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
17	954490	100

(ii) Voted against the resolution:

Number of members present and voting (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	Total number of votes cast by them
0	0



(g) Resolution 7 : To pass approval as regards to remuneration to directors ,to fix ,the remuneration more than on the basis of Double of Clause A(ii) of Section II in Part II of schedule V corresponding to effective capital of the company as per the Rules 7(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules 2014. “

(i) Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
17	954490	100

(ii) Voted against the resolution:

Number of members present and voting (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	Total number of votes cast by them
0	0



Resolution 8 :

(i) Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
17	954490	100

(ii) Voted against the resolution:

Number of members present and voting (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	Total number of votes cast by them
0	0

