

September 30, 2020

To,
The Manager,
Corporate Relations Dept.,
BSE Limited, Phiroze Jeejeebhoy Towers,
Dalal Street, Kala Ghoda, Fort,
Mumbai, 400001

Scrip Code: 531324

Dear Sirs,

Summary of Proceedings and Voting Results of the 26TH Annual General Meeting

The 26th Annual General Meeting (AGM) of the Company was held on Wednesday, 30th September, 2020 at 3:00 P.M. (IST) through video conferencing / Other Audio Visual Means. All the items of business contained in the Notice of the AGM dated 08th June, 2020, were transacted and passed by the Members with requisite majority.

In connection with the same, please find enclosed the following:

- a) Summary of proceedings of the AGM of the Company, as required under Regulation 30, Part A of Schedule III to the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations), attached and marked as **Annexure - 1**.
- b) Voting results of the remote e-voting together with the voting conducted at the AGM venue, in relation to the items of business transacted at the AGM, as required under Regulation 44 of the Listing Regulations, attached and marked as **Annexure - 2**.
- c) The Scrutinizer's Report dated 30th September, 2020, pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, attached and marked as **Annexure - 3**.

The Voting Results along with the Scrutinizer's Report are also available on the website of the Company viz. www.roselabsfinancelimited.in.

You are requested to kindly take the same on record.

Thanking you,

Yours faithfully,
For Roselabs Finance Limited


Abhijeet Shinde
Company Secretary
ACS:- A33077



Encl: A/a

ANNEXURE 1

SUMMARY OF THE PROCEEDINGS OF THE 26th ANNUAL GENERAL MEETING

a) Date, time and venue of the Annual General Meeting:-

The 26th Annual General meeting (“AGM”) of the Company was held on Wednesday, 30th September, 2020 through Video Conferencing (VC) / Other Audio-Visual Means (OAVM). The Meeting commenced at 3.00 p.m. and concluded at 3:10 p.m.

b) Proceedings in brief:

- Ms. Sanjyot Rangnekar, Chairperson of the Company chaired the meeting. The requisite quorum being present, the Chairperson called the meeting to order.
- The Chairperson informed that the Meeting was held through VC/ OAVM in compliance with the circulars issued by the Ministry of Corporate Affairs, Government of India and Securities and Exchange Board of India.
- The Chairperson informed that remote e-voting commenced at 9:00 a.m. on Sunday, September 27, 2020 and concluded at 5:00 p.m. on Tuesday, September 29, 2020.
- The Chairperson informed the Members that Mr. Shravan Gupta, Practicing Company Secretary was appointed as the Scrutiniser to scrutinise the voting through electronic means (i.e. remote e-voting and voting at the meeting by using electronic system).
- With the consent of the Members, the Notice convening the Meeting and the Auditor's Report were taken as read.
- The following items of ordinary business as set out in the Notice convening the 26th Annual General Meeting were commended for members consideration and approval:

Resolution No.	Details of the resolution	Type of resolution
1.	Adoption of Audited Financial Statement of the Company for the financial year ended March 31, 2020 together with the Report of the Board of Director's and Auditor's thereon.	Ordinary
2.	Appoint a Director in place of Ms. Sanjyot Rangnekar (DIN 07128992), who retires by rotation and being eligible, offers herself for re-appointment.	Ordinary

- The Chairperson also informed that the facility of electronic voting was available for the Members who participated in the meeting and had earlier not exercised their vote through remote e-voting.
- The Chairperson then invited the Members, who had pre-registered with the Company by sending an e-mail to the Company Secretary, to express their views, ask questions and seek clarifications on the operations as well as the financial performance of the Company.
- The Chairperson informed the Members that the voting results would be made available on the website of the Company viz. www.roselabsfinancelimited.in and of BSE Limited within 48 hours of the conclusion of the meeting.
- The Chairperson thanked the Members for attending and participating at the meeting. The Chairperson concluded by authorizing the Company Secretary to carry out the voting process and declare the results of the consolidated voting.
- The Scrutinizer's Report was received on Wednesday, 30th September, 2020 and, as set out therein, all the Resolutions have been passed with the requisite majority.

Note:-

This document does not constitute minutes of the proceedings of the Annual General Meeting of the Company.



ANNEXURE - 2

DETAILS OF VOTING RESULTS OF THE 26TH ANNUAL GENERAL MEETING OF ROSELABS FINANCE LIMITED HELD ON 30TH SEPTEMBER, 2020

Date of the AGM	30 th September, 2020
Total number of shareholders on record date (i.e. 23 rd September, 2020 - Cut-off date for the purpose of Voting)	1053
No. of shareholders present in the meeting either in person or through proxy: Promoters and Promoter Group: Public:	1 2
No. of Shareholders attended the meeting through Video Conferencing: Promoters and Promoter Group: Public:	- 19



AGENDA-WISE DISCLOSURE

Item No. 1: Consider and adopt audited financial statements of the Company for the financial year ended 31 st March, 2020, and the reports of the Board of Directors' and Auditors' thereon.									
Resolution required: (Ordinary/ Special)			Ordinary						
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	Invalid Votes
Promoter and Promoter Group	E-Voting	74,24,670	74,24,670	100.00	74,24,670	0	100.00	0	0
	Poll		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		74,24,670	100.00	74,24,670	0	100.00	0	0
Public Institutional holders	E-Voting	-	0	0	0	0	0	0	0
	Poll		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		0	0	0	0	0	0	0
Public Non Institutional holders	E-Voting	25,75,330	4,95,694	19.25	4,95,694	0	100.00	0	0
	Poll		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		4,95,694	19.25	4,95,694	0	100.00	0	0
Total		1,00,00,000	79,20,364	79.20	79,20,364	0	100.00	0	0



Item No. 2: Re-appointment of Ms. Sanjyot Rangnekar (DIN 07128992) as the Director, retiring by rotation.									
Resolution required: (Ordinary/ Special)			Ordinary						
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	Invalid Votes
Promoter and Promoter Group	E-Voting	74,24,670	74,24,670	100.00	74,24,670	0	100.00	0	0
	Poll		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		74,24,670	100.00	74,24,670	0	100.00	0	0
Public Institutional holders	E-Voting	-	0	0	0	0	0	0	0
	Poll		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		0	0	0	0	0	0	0
Public Non Institutional holders	E-Voting	25,75,330	4,95,694	19.25	4,95,694	0	100.00	0	0
	Poll		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		4,95,694	19.25	4,95,694	0	100.00	0	0
Total		1,00,00,000	79,20,364	79.20	79,20,364	0	100.00	0	0

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FORM No. MGT-13
Consolidated Report of Scrutinizer

[Pursuant to Section 108 and 109 of the Companies Act, 2013 and Rule 20(4) (xii) and 21 (2) of the Companies (Management and Administration) Rules, 2014 as amended]

To,
The Chairman of the 26th Annual General Meeting of the Shareholders of Roselabs Finance Limited held on Wednesday, September 30th, 2020 at 03.00 P.M., held through Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM").

Dear Sir,

I, Shravan A. Gupta, Practicing Company Secretary, Proprietor of M/s. Shravan A. Gupta & Associates, situated at Mumbai have been appointed as scrutinizer by the Board of Directors of **ROSELABS FINANCE LIMITED** ("the company") for the purpose of scrutinizing the e-voting process and ascertaining the requisite majority on e-voting carried out as per the provision of Section 108 of the companies Act, 2013 read with Rule 20 of companies (Management and Administration) Rules, 2014 and in accordance with Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations 2015 on the 2 resolutions contained in the notice convening the 26th Annual General Meeting of the members of the company, held on Wednesday, the 30th day of September, 2020 at **03.00 P.M.**, held through Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM").

1. I, Shravan A. Gupta, practicing Company Secretaries, A - 102, Suryakiran Society, Near HDFC Bank, Opp. Jain Temple, Borivali West, Mumbai – 400092. I am well versed with the process of e-voting, as Associate for the process of scrutiny of e-voting.
2. The Management of the Company is responsible for the compliance of Sections 108 and 109 of the Companies Act, 2013 read with Rule 20 and 21 of the Companies (Management and Administration) Rules, 2014 as amended from time to time and the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015. My responsibility is only to the extent of making Scrutinizer's Report for ascertaining the votes cast in favour or against for respective resolutions.
3. The Company had availed the remote e- voting facility and e-voting during the AGM and platform provided by National Securities Depository Limited ("NSDL"), the agency authorized under the relevant rules.
4. The Shareholders holding equity shares as on the "cut- off date" i.e. 23rd September 2020 were entitled to vote on the resolutions proposed in the Notice calling the 26th Annual General Meeting of the Company. The remote e- voting commenced on 27th September 2020 (9:00 AM) and closed on 29th September 2020 (05.00 P.M). The Company has also provided E-voting facility during the AGM and upto 15 minutes after conclusion of AGM.
5. After the time fixed for closing of the e-voting by the Chairman, the electronic system recording the e-voting (evotes) locked by National Securities Depository Limited ("NSDL"),





6. Their after the details containing Members who voted "in favour" or "against" on each of the resolutions that was put to vote was generated from e-voting website of National Securities Depository Limited ("NSDL").
7. I am submitting herewith a consolidated report on the remote e- voting together with that of e-voting during the AGM in Annexure I.
8. The electronic data and all other relevant records relating to the remote e- voting and e-Voting on the day of the AGM is under my safe custody and will be handed over to the Company Secretary for preserving safely after the Chairman considers, approves and signs the minutes of the AGM.
9. All the resolutions as per the results given in Annexure I were passed with requisite majority.

Thanking you,

For Shravan A. Gupta & Associates

Shravan A. Gupta
Proprietor
ACS: 27484, CP:9990
Place Mumbai
Dated : 30/09/2020
UDIN :- A027484B000814921



Encl. as above

Annexure 1

Consolidated Report of the Remote E- Voting together with that of vote through e-voting system during the AGM

- (a) **Item No.1: Ordinary Resolution** – To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended March 31, 2020, together with the Reports of the Board of Directors and the Auditors thereon.

	Number of Members		Number of Votes contained in		
	Remote e-voting and E-voting during AGM	Total	Remote e-voting and E-voting during AGM	Total	%
In favour	17	17	79,20,364	79,20,364	100
Against	0.00	0.00	0.00	0.00	0.00
Total	17	17	79,20,364	79,20,364	100
Invalid/ Abstained	0.00	0.00	0.00	0.00	0.00


Based on the aforesaid results, ordinary resolution at Item No. 1 of the Notice dated June 8, 2020 has been passed by the members with requisite majority.

- (b) **Item No.2: Ordinary Resolution** – To appoint a director in place of Ms. Sanjyot Rangnekar (DIN: 07128992), who retires by rotation and being eligible, offers herself for re-appointment.

	Number of Members		Number of Votes contained in		
	Remote e-voting and E-voting during AGM	Total	Remote e-voting and E-voting during AGM	Total	%
In favour	17	17	79,20,364	79,20,364	100
Against	0.00	0.00	0.00	0.00	0.00
Total	17	17	79,20,364	79,20,364	100
Invalid/ Abstained	0.00	0.00	0.00	0.00	0.00


Based on the aforesaid results, ordinary resolution at Item No. 2 of the Notice dated June 8, 2020 has been passed by the members with requisite majority.

Thanking you,
For Shravan A. Gupta & Associates


Shravan A. Gupta
Proprietor
ACS: 27484, CP:9990
Place Mumbai
Dated : 30.09.2020
UDIN : A027484B000814921



Countersigned by:


Chairman of 26th AGM

