

### LIBORD FINANCE LIMITED

104, M. K. Bhavan, 300, Shahid Bhagat Singh Road, Fort, Mumbai - 400 001.

Phone\*: (022) 2265 8108 / 09 / 10 • Fax : (022) 2266 2520

E-mail: libord@vsnl.com • Website: www.libord.com

CIN No.: L05090MH1994PLC077482

Date: October 1, 2015

To,
The Corporate Relationship Department
Bombay Stock Exchange Limited
25<sup>th</sup> Floor, P.J.Towers,
Dalal Street,
Mumbai 400001

Dear Sir,

#### Ref: Company Code 511593

<u>Sub : Disclosure of Voting Results of the 21<sup>st</sup> Annual General Meeting of the Company held on 30<sup>th</sup> September, 2015 as per requirement of the Clause 35A of the Listing Agreement</u>

Pursuant to Clause 35A of Listing Agreement, please find herewith details of the combined voting results (i.e. result of e-voting alongwith the poll conducted) of Annual General Meeting (AGM) of the Company held on 30<sup>th</sup> September, 2015 at 10.00 a.m. at 104, M. K. Bhavan, 300, Shahid Bhagat Singh Road, Fort, Mumbai 400001. All the items of business contained in the Notice of AGM were transacted and approved by the Shareholders with requisite majority.

#### **Details of Voting Results**

| Date of Annual General Meeting   | 30 <sup>th</sup> September, 2015 |
|--|----------------------------------|
| Total number of shareholders on cutoff date i.e. 23.09.2015                  | 12128                            |
| No. of shareholders present in the meeting either in person or through proxy | 34                               |
| Promoters and Promoter Group: Public   | 5<br>29                          |
| No. of shareholders attended the meeting through Video Conferencing          | Not Arranged                     |





## LIBORD FINANCE LIMITED

104, M. K. Bhavan, 300, Shahid Bhagat Singh Road, Fort, Mumbai - 400 001.

Phone\*: (022) 2265 8108 / 09 / 10 • Fax : (022) 2266 2520

E-mail: libord@vsnl.com • Website: www.libord.com

CIR No. : Could Benouse Doorass

Agenda –Wise

|             | Hud Wise  |   |   |
|-------------|---|---|---|
| Item<br>No. | Details of the Agenda:  | Resolution<br>required: (Ordinary<br>/ Special) | Mode of voting:<br>(Poll / Postal ballot<br>/ E-voting) |
|             | Ordinary Business   | <u></u>   |   |
| 1.          | To receive, consider, approve and adopt the Audited Financial Statements of the Company for the financial year ended 31st March, 2015 and the Auditors' Report thereon and the Report of the Directors alongwith Audited Consolidated Financial Statements of the Company for the Financial Year ended 31st March, 2015 and the Auditors' Report thereon. | Ordinary<br>Resolution                          | E-Voting and Poll                                       |
| 2.          | To appoint a Director in place of Mr. Nawal Agrawal (DIN: 01753155) who retires by rotation and being eligible, offers himself for reappointment.   | Ordinary<br>Resolution                          | E-Voting and Poll                                       |
| 3.          | To appoint the Statutory Auditors and fix their remuneration.   | Ordinary<br>Resolution                          | E-Voting and Poll                                       |
|             | Special Business  |   | T = -   |
| 4.          | To appoint and fix payment of remuneration to Dr. (Mrs.) Vandna Lalit Dangi (DIN: 00886496) as Managing Director of the Company for a period of 3 years with effect from 10 <sup>th</sup> March, 2015 to 9 <sup>th</sup> March, 2018.   | Ordinary<br>Resolution                          | E-Voting and Poll                                       |

The Voting details are annexed herewith in the prescribed format.

We are also enclosing herewith the Scrutinizers Report.

Thanking You,

Yours Faithfully,

For Libord Finance Limited

Dr.(Mrs.) Vandna Lalit Dang

Managing Director DIN:00886496

Encl: As above

**Resolution No.: 1:** To receive, consider, approve and adopt the Audited Financial Statements of the Company for the Financial Year ended 31st March, 2015 and the Auditors' Report thereon and the Report of the Directors alongwith Audited Consolidated Financial Statements of the Company for the Financial Year ended 31<sup>st</sup> March, 2015 and the Auditors' Report thereon.

| Promoter/                            | No. of  | No. of  | % of Votes            | No. of       | No. of  | % of Votes in         | % of Votes            |
|--------------------------------------|---------|---------|-----------------------|--------------|---------|-----------------------|-----------------------|
| Public                               | Shares  | Votes   | Polled on             | Votes -      | Votes   | favour on             | against on            |
|                                      | held    | Polled  | outstanding           | in           | against | votes polled          | votes polled          |
|                                      |         |         | shares                | favour       |         |                       |                       |
|                                      | (1)     | (2)     | (3)<br>=[(2)/(1)]*100 | (4)          | (5)     | (6)<br>=[(4)/(2)]*100 | (7)<br>=[(5)/(2)]*100 |
|                                      |         |         | (A) Mode of           | Voting : (E- | voting) | 1( -// (-/) -00       | [ [(-), (-)]          |
| Promoter<br>and<br>Promoter          | 4616002 | 34280   | 0.74                  | 34280        | 0       | 100.00                | 0.00                  |
| Group Public- Institution al holders | -       | -       | -                     |              | -       | -                     | -                     |
| Public –<br>Others                   | 3383998 | 1328    | 0.04                  | 328          | 1000    | 24.70                 | 75.30                 |
| Total (A)                            | 8000000 | 35608   | 0.45                  | 34608        | 1000    | 97.19                 | 2.81                  |
|                                      |         |         | (B) Mode              | of Voting :  | (Poll)  | ·                     |                       |
| Promoter<br>and<br>Promoter<br>Group | 4616002 | 4581722 | 99.26                 | 4581722      | 0       | 100.00                | 0.00                  |
| Public-<br>Institution<br>al holders | -       | -       | -                     | -            | -       | -                     | -                     |
|                                      | 3383998 | 894     | 0.03                  | 894          | 0       | 100.00                | 0.00                  |
| Public –<br>Others                   |         |         |                       |              | l       |                       |                       |



**Resolution No.: 2:** To appoint a Director in place of Mr. Nawal Agrawal (DIN: 01753155 ) who retires by rotation and being eligible, offers himself for reappointment.

| Promoter/   | No. of  | No. of  | % of Votes     | No. of       | No. of  | % of Votes in  | % of Votes     |
|-------------|---------|---------|----------------|--------------|---------|----------------|----------------|
| Public      | Shares  | Votes   | Polled on      | Votes -      | Votes   | favour on      | against on     |
|             | held    | Polled  | outstanding    | in           | against | votes polled   | votes polled   |
|             |         |         | shares         | favour       |         |                |                |
|             | (1)     | (2)     | (3)            | (4)          | (5)     | (6)            | (7)            |
|             |         |         | =[(2)/(1)]*100 |              |         | =[(4)/(2)]*100 | =[(5)/(2)]*100 |
|             |         |         | (A) Mode of    | Voting : (E- | voting) |                |                |
| Promoter    | 4616002 | 34280   | 0.74           | 34280        | 0       | 100.00         | 0.00           |
| and         |         | ı       |                |              |         |                |                |
| Promoter    |         |         |                |              |         |                |                |
| Group       |         |         |                |              |         |                |                |
| Public-     | -       | -       | -              | -            | _       |                | -              |
| Institution |         |         |                |              |         |                |                |
| al holders  |         |         |                |              |         |                |                |
| Public –    | 3383998 | 1328    | 0.04           | 328          | 1000    | 24.70          | 75.30          |
| Others      |         |         | _              |              |         |                |                |
| Total (A)   | 8000000 | 35608   | 0.45           | 34608        | 1000    | 97.19          | 2.81           |
|             |         |         | (B) Mode       | of Voting :  | (Poll)  |                |                |
| Promoter    | 4616002 | 4581722 | 99.26          | 4581722      | 0       | 100.00         | 0.00           |
| and         |         |         |                |              |         |                |                |
| Promoter    |         |         |                |              |         |                |                |
| Group       |         |         |                |              |         |                |                |
| Public-     | -       | -       | -              | -            | -       | -              | -              |
| Institution |         |         |                |              |         |                |                |
| ai hoiders  |         |         |                |              |         |                |                |
| Public –    | 3383998 | 894     | 0.03           | 894          | 0       | 100.00         | 0.00           |
| Others      |         |         |                |              |         |                |                |
| Total (B)   | 8000000 | 4582616 | 57.28          | 4582616      | 0       | 100.00         | 0.00           |
|             |         |         |                |              |         | ·              |                |
| esult(A +B) | 8000000 | 4618224 | 57.73          | 4617224      | 1000    | 99.98          | 0.02           |



**Resolution No.: 3:** To appoint the Statutory Auditors and fix their remuneration.

| <del></del>  |         | T        |                |              |         | T.,            |                |
|--------------|---------|----------|----------------|--------------|---------|----------------|----------------|
| Promoter/    | No. of  | No. of   | % of Votes     | No. of       | No. of  | % of Votes in  | % of Votes     |
| Public       | Shares  | Votes    | Polled on      | Votes –      | Votes   | favour on      | against on     |
|              | held    | Polled   | outstanding    | in           | against | votes polled   | votes polled   |
|              |         | <u> </u> | shares         | favour       |         |                |                |
|              | (1)     | (2)      | (3)            | (4)          | (5)     | (6)            | (7)            |
|              |         |          | =[(2)/(1)]*100 |              |         | =[(4)/(2)]*100 | =[(5)/(2)]*100 |
|              |         |          | (A) Mode of    | Voting : (E- | voting) |                | <u> </u>       |
| Promoter     | 4616002 | 34280    | 0.74           | 34280        | 0       | 100.00         | 0.00           |
| and          |         |          |                |              |         |                |                |
| Promoter     |         |          |                |              |         |                |                |
| Group        |         |          |                |              |         |                |                |
| Public-      | _       | -        | -              | -            | -       | -              | _              |
| Institution  |         |          |                |              |         |                |                |
| al holders   | İ       |          |                |              |         |                |                |
| Public -     | 3383998 | 1328     | 0.04           | 328          | 1000    | 24.70          | 75.30          |
| Others       |         |          |                |              |         |                |                |
| Total (A)    | 8000000 | 35608    | 0.45           | 34608        | 1000    | 97.19          | 2.81           |
|              |         |          | (B) Mode       | of Voting:   | (Poll)  |                | <u> </u>       |
|              |         |          |                |              |         |                |                |
| Promoter     | 4616002 | 4581722  | 99.26          | 4581722      | 0       | 100.00         | 0.00           |
| and          |         | }        |                |              |         |                |                |
| Promoter     |         |          |                |              |         |                |                |
| Group        |         |          |                |              |         |                |                |
| Public-      | -       | -        | -              | -            |         | -              | -              |
| Institution  |         |          |                |              |         |                |                |
| al holders   |         |          |                |              |         |                |                |
| Public -     | 3383998 | 894      | 0.03           | 894          | 0       | 100.00         | 0.00           |
| Others       |         | 554      | 0.05           | <b>0</b> 54  |         | 100.00         | 0.00           |
| Total (B)    | 8000000 | 4582616  | 57.28          | 4582616      | 0       | 100.00         | 0.00           |
|              |         |          | 37.23          |              |         | 100.00         | 0.00           |
| tesult(A +B) | 8000000 | 4618224  | 57.73          | 4617224      | 1000    | 99.98          | 0.02           |
| CSUITIN TD)  | 3000000 | -1010224 | 37.73          | 701/224      | 1000    | 33.30          | 0.02           |



**Resolution No.: 4:** To appoint and fix payment of remuneration to Dr. (Mrs.) Vandna Lalit Dangi (DIN: 00886496) as Managing Director of the Company for a period of 3 years with effect from 10<sup>th</sup> March, 2015 to 9<sup>th</sup> March, 2018.

| Promoter/   | No. of  | No. of  | % of Votes     | No. of      | No. of  | % of Votes in  | % of Votes     |
|-------------|---------|---------|----------------|-------------|---------|----------------|----------------|
| Public      | Shares  | Votes   | Polled on      | Votes -     | Votes   | favour on      | against on     |
|             | held    | Polled  | outstanding    | in          | against | votes polled   | votes polled   |
|             |         |         | shares         | favour      |         |                |                |
|             | (1)     | (2)     | (3)            | (4)         | (5)     | (6)            | (7)            |
|             |         |         | =[(2)/(1)]*100 |             |         | =[(4)/(2)]*100 | =[(5)/(2)]*100 |
|             |         |         | (A) Mode of    | Voting: (E- | voting) |                |                |
| Promoter    | 4616002 | 34280   | 0.74           | 34280       | 0       | 100.00         | 0.00           |
| and         |         |         |                |             |         |                |                |
| Promoter    |         |         |                |             |         |                |                |
| Group       |         |         |                |             |         |                |                |
| Public-     | -       | -       | -              | -           | -       | -              | -              |
| Institution |         |         |                |             |         |                |                |
| al holders  |         |         |                |             |         |                |                |
| Public -    | 3383998 | 1328    | 0.04           | 328         | 1000    | 24.70          | 75.30          |
| Others      |         |         |                |             |         |                |                |
| Total (A)   | 8000000 | 35608   | 0.45           | 34608       | 1000    | 97.19          | 2.81           |
|             |         |         | (B) Mode       | of Voting : | (Poll)  |                |                |
| Promoter    | 4616002 | 4581722 | 99.26          | 4581722     | 0       | 100.00         | 0.00           |
| and         |         |         |                |             |         |                |                |
| Promoter    |         |         |                |             |         |                |                |
| Group       |         | _       |                |             |         |                |                |
| Public-     | -       | -       | -              | -           | -       | -              | -              |
| Institution |         |         |                |             |         |                |                |
| al holders  |         |         |                |             |         |                |                |
| Public -    | 3383998 | 894     | 0.03           | 894         | 0       | 100.00         | 0.00           |
| Others      | 22225   | 450000  |                |             |         |                |                |
| Total (B)   | 8000000 | 4582616 | 57.28          | 4582616     | 0       | 100.00         | 0.00           |
|             |         |         |                |             | T       |                | _              |
| esult(A +B) | 8000000 | 4618224 | 57.73          | 4617224     | 1000    | 99.98          | 0.02           |





ACS, LLB, B.COM
PRACTISING COMPANY SECRETARY

#### FORM NO, MGT-13

#### Scrutinizer's Report

[Pursuant to Section 108 of the Companies Act, 2013 and rule 20(4) (xii) of the Companies (Management and Administration) Rules, 2014]

To,

The Chairman of,

21st Annual General Meeting of
Libord Finance Limited,

Held on 30th September, 2015 at 10:00A.M. at

104, M. K. Bhavan, 300 Shahid Bhagat Singh Road,

Fort, Mumbai - 400 001.

Passing of Resolutions through Remote E-Voting and the Poll conducted at the 21st Annual General Meeting of Libord Finance Limited held on 30th September, 2015 at 10.00 A.M.

Dear Sir,

- 1. I, Mehul Lalit Chhajed, have been appointed by the Board of Directors of Libord Finance Limited as the Scrutinizer for Remote E-Voting process held between September 26, 2015 (9.00A.M.) to September 29, 2015 (5.00 P.M.) and have been appointed as the Scrutinizer by the Chairman of the 21st Annual General Meeting (AGM) for the Poll conducted on the Resolutions contained in the Notice of the 21st Annual General Meeting of the Members of the Company held on Wednesday, 30th September, 2015 at 104, M. K. Bhavan, 300, Shahid Bhagat Singh Road, Fort, Mumbai 400001 at 10.00A.M.
- 2. The Company had appointed CDSL as the service provider for remote E-Voting to the Shareholders from 26.09.2015 (9.00 A.M.) to 29.09.2015 (5.00 P.M.). On completion of E-Voting period, in compliance of the provisions of Rule 20(4)(xii) of the Companies (Management & Administration) Amendment Rules, 2015, I have unlocked the votes on 30.09.2015, in the presence of two

G – 193 RAGHULEELA MEGA MALL, KANDIVALI WEST, MUMBAI – 400 067. +91 97687 35000 | MAIL@MEHULCHHAJED.COM

ACS, LLB, B.COM
PRACTISING COMPANY SECRETARY

- 3. At the 21st Annual General Meeting of the Company held on 30.09.2015, the Company has also provided facility for voting by Poll (show of hands) to the Members at the Meeting, who had not already cast their vote by Remote E-Voting. The Chairman of the AGM has appointed me as the Scrutinizer for the same.
- 4. On completion of the Poll by the Members of the Company, the votes were reconciled with the records with the Company.
- 5. All Poll papers were found valid and there were no incomplete Poll papers.
- 6. The results of the Poll (Show of hands) & E-Voting (e-voting website of Central Depository Systems
  Limited) have been complied together and is as under:
  - a) Resolution No. 1 (Ordinary Business and Ordinary Resolution)

    To receive, consider, approve and adapt the Audited Financial Statements of the Company for the financial year ended 31st March, 2015 and the Auditors' Report thereon and the Report of the Directors alongwith Audited Consolidated Financial Statements of the Company for the Financial Year ended 31st March, 2015 and the Auditors' Report thereon.

| (i) Voted in favour of the resolution |                         |                            |
|---------------------------------------|-------------------------|----------------------------|
| Number of Members present and         |                         |                            |
| Voting (in person or by proxy) and    | Number of votes cast by | % of total number of valid |
| Members voted through electronic      | them **                 | votes cast 🔻 🛫             |
| voting system.                        |                         |                            |
| 39                                    | 4,617,224               | 99.98%                     |

| (ii) Voted against the resolution:                         | · ( ) [ ] [ ] [ ] [ ]          |
|--|--------------------------------|
| Number of Members present and                              |                                |
| Voting (in person or by proxy) and Number of votes cast by | The of total nulliber of Fold. |
| Members voted through elegatoric                           | yotes cost " you               |
| voting system  |                                |
| 00 1 1 1,000   | 0.02%                          |
| CR NO 13546 /5 // )  |                                |

G - 193 RAGHULEELA MEGA MALL, KANDIVALI WEST, MUMBAI - 400



ACS, LLB, ISCOM PRACTISING COMPANY SECRETARY

| (iii) Invalid votes:  |                                    |
|---|------------------------------------|
| Total number of Members (in person or by proxy) whose votes were declared invalid | Total number of votes cast by them |
| NIL   | NIL                                |

#### b) Resolution No. 2(Ordinary Business and Ordinary Resolution)

To appoint a Director in place of Mr. NawalAgrawal (DIN: 01753155) who retires by rotation and being eligible, offers himself for reappointment.

| (i) Voted in favour of the resolution: | port years and the second of t |                            |
|--|--|----------------------------|
| Number of Members present and          |  |                            |
| Voting (in person or by proxy) and     | Number of votes cast by  | % of total number of valid |
| Members voted through electronic       | them   | votes cast                 |
| voting system                          |  |                            |
| 39                                     | 4,617,224  | 99.98%                     |

| (ii) Voted against the resolution: |                         |                            |
|------------------------------------|-------------------------|----------------------------|
| Number of Members present and      |                         |                            |
| Voting (in person or by proxy) and | Number of votes cast by | % of total number of valid |
| Members voted through electronic   | them                    | votes cast                 |
| voting system                      |                         |                            |
| 1                                  | 1,000                   | 0.02%                      |

| (iii) Invalid votes:  |                                    |
|---|------------------------------------|
| Total number of members (in person or by proxy) whose votes were declared invalid | Total number of votes cast by them |
| NIL   | NIL NIL                            |



G – 193 RAGHULEELA MEGA MALL, KANDIVALI WEST, MUMBAI – 400 067. +91 97687 35000 | MAIL@MEHULCHHAJED.COM

ACS, LLB, B.COM
PRACTISING COMPANY SECRETARY

# c) Resolution No. 3(Ordinary Business and Ordinary Resolution) To appoint the Statutory Auditors and fix their remuneration.

| (i) Voted in favour of the resolution: |                         |                            |
|--|-------------------------|----------------------------|
| Number of Members present and          |                         |                            |
| Voting (in person or by proxy) and     | Number of votes cast by | % of total number of valid |
| Members voted through electronic       | them                    | votes cast                 |
| voting system                          |                         |                            |
| 39                                     | 4,617,224               | 99.98%                     |

| (ii) Voted against the resolution: |                         |                            |
|------------------------------------|-------------------------|----------------------------|
| Number of Members present and      |                         |                            |
| Voting (in person or by proxy) and | Number of votes cast by | % of total number of valid |
| Members voted through electronic   | them                    | votes cast                 |
| voting system                      |                         |                            |
| 1                                  | 1,000                   | 0.02%                      |

| (iii) Invalid votes:                         |                                    |
|--|------------------------------------|
| Total number of members (in person or by     | Total number of votes cast by them |
| proxy) whose votes were declared invalid NIL | NII.                               |
| MIL  |                                    |





ACS, LLB, B.COM

PRACTISING COMPANY SECRETARY

d) Resolution No. 4(Special Business and Ordinary Resolution)

To appoint and fix payment of remuneration to Dr. (Mrs.) VandnaLalitDangi (DIN: 00886496) as Managing Director of the Company for a period of 3 years with effect from 10<sup>th</sup> March, 2015 to 9<sup>th</sup> March, 2018.

| (i) Voted in favour of the resolution: |                         |                            |
|--|-------------------------|----------------------------|
| Number of Members present and          |                         |                            |
| Voting (in person or by proxy) and     | Number of votes cast by | % of total number of valid |
| Members voted through electronic       | them                    | votes cast                 |
| voting system                          |                         |                            |
| 39                                     | 4,617,224               | 99.98%                     |

| (ii) Voted against the resolution: |                         |                            |
|------------------------------------|-------------------------|----------------------------|
| Number of Members present and      |                         |                            |
| Voting (in person or by proxy) and | Number of votes cast by | % of total number of valid |
| Members voted through electronic   | them                    | votes cast                 |
| voting system                      |                         |                            |
| 1                                  | 1,000                   | 0.02%                      |

| (iii) Invalid votes:   |                                    |
|--|------------------------------------|
| Total number of members (in person or by proxy) whose votes were declared invalid. | Total number of votes cast by them |
| NIL  | NIL                                |

7. The Register, all other papers and relevant records relating to electronic voting shall remain in our safe custody until the Chairman considers, approves and signs the Minutes of the aforesaid Annual General Meeting and the same will be handed over to the Company Secretary for safe keeping after



G – 193 RAGHULEELA MEGA MALL, KANDIVALI WEST, MUMBAI – 400 067. +91 97687 35000 | MAIL@MEHULCHHAJED.COM



PRACTISING COMPANY SECRETARY

8. The poll papers and all other relevant records were sealed and handed over to the Company Secretary / Director authorized by the Board for safe keeping.

Thanking You,

Date: 01st October, 2015

Place: Mumbai

FOR MEHUL CHHAJED & ASSOCIATES



MEHUL LALIT CHHAJED PRACTISING COMPANY SECRETARY ACS:A36517

COP:13546