

ROSELABS FINANCE LIMITED

Lodha Excelus, N.M Joshi Marg, Mahalaxmi, Mumbai 400 011, India

24th September, 2019

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

Scrip Code: 531324

Dear Sir,

Summary of Proceedings and Voting Results of the 25th Annual General Meeting

The 25th Annual General Meeting (AGM) of the Company was held on Tuesday, 24th September, 2019 at 12:00 noon (IST) at 8th floor Lodha Excelus, Apollo Mills Compound, N. M. Joshi Marg, Mahalaxmi, Mumbai 400 011. All the items of business contained in the Notice of the AGM dated 08th August, 2019, were transacted and passed by the Members with requisite majority.

In connection with the same, please find the following:

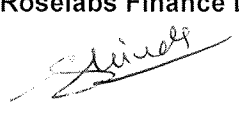
- a) Summary of proceedings of the AGM of the Company, as required under Regulation 30, Part A of Schedule III to the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations), attached and marked as **Annexure - 1**.
- b) Combined 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 24th September, 2019, 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
Membership No. A33077



Encl.: A/a

ROSELABS FINANCE LIMITED

Lodha Excelus, N.M Joshi Marg, Mahalaxmi, Mumbai 400 011, India

Annexure – 1

SUMMARY OF THE PROCEEDINGS OF THE 25TH ANNUAL GENERAL MEETING

The 25th Annual General meeting (“AGM”) of the Company was held on Tuesday, September 24, 2019 at 12.00 noon which was concluded at 12:35 p.m. at 8th Floor, Lodha Excelus, N.M. Joshi Marg, Apollo Mills Compound, Mahalaxmi, Mumbai- 400011.

Ms. Sanjyot Rangnekar, Chairperson of the Company chaired the meeting. The requisite quorum being present, the Chairperson called the meeting to order. With the consent of the Members, the Notice convening the Meeting and the Auditor’s report were taken as read.

The following resolutions set out in the notice convening the AGM were proposed and seconded by the members:

Resolution No.	Details of the resolution	Resolution Required
1.	Adoption of Audited Financial Statements of the Company for the financial year ended March 31, 2019, together with the Reports of the Board of Directors and the Auditors thereon.	Ordinary
2.	Appointment of Mr. Nilesh Rawat (DIN: 06705140), who retires by rotation and being eligible, offers himself for re-appointment.	Ordinary

The Company Secretary informed the Members that Mr. Shравan Gupta, Practising Company Secretary had been appointed as Scrutinizers to supervise that the remote e-voting and the voting at the AGM venue was done in a fair and transparent manner.

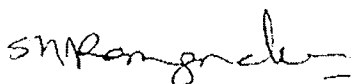
The Chairperson then invited the Members to express their views, ask questions and seek clarifications on the operations as well as the financial performance of the Company. The Chairperson then responded to the questions asked and clarifications sought by the Members.

Post the Q&A session, 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. She informed the Members that the consolidated voting results would be made available on the website of the Company viz. www.roselabsfinancelimited.in and the website of National Securities Depository Limited viz. www.evoting.nsdl.com within 48 hours of the conclusion of the meeting.

The Scrutinizer’s Report was received on Tuesday, 24th September, 2019 and, as set out therein, all the Resolutions have been passed with the requisite majority.

Thanking you,

Yours Faithfully,
For Roselabs Finance Limited



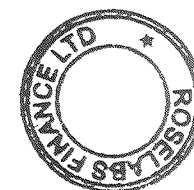
Sanjyot Rangnekar
Chairperson of Annual General Meeting
DIN No.: 07128992



ANNEXURE - 2

DETAILS OF VOTING RESULTS OF THE 25th ANNUAL GENERAL MEETING OF ROSELABS FINANCE LIMITED HELD ON
24th September, 2019

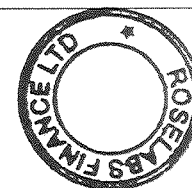
Date of the AGM	24 th September, 2019
Total number of shareholders on record date (i.e. 17 th September, 2019 - Cut-off date for the purpose of Voting)	1045
No. of shareholders present in the meeting either in person or through proxy: Promoters and Promoter Group:	1
Public:	21
No. of Shareholders attended the meeting through Video Conferencing: Promoters and Promoter Group:	Not arranged
Public:	



Shival

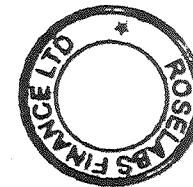
AGENDA-WISE DISCLOSURE

Item No. 1: Adoption of Audited Financial Statements of the Company for the financial year ended March 31, 2019, together with the Reports of the Board of Directors and the 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%	7424670	-	100%	-	-
	Poll		-	-	-	-	-	-	-
	Total	74,24,670	74,24,670	100%	7424670	-	100%	-	-
Public Institutions	E-Voting	Nil	-	-	-	-	-	-	-
	Poll		-	-	-	-	-	-	-
	Total	Nil	-	-	-	-	-	-	-
Public Non Institutions	E-Voting	25,75,330	104	0.00%	104	-	100%	-	-
	Poll		9,35,273	36.32%	9,35,273	-	-	-	-
	Total	25,75,330	9,35,377	36.32%	9,35,377	-	100%	-	-
Total		1,00,00,000	83,60,047	83.60%	83,60,047	-	100%	-	-



Shivoh

Item No. 2: Appointment of Mr. Nilesh Rawat (DIN: 06705140), who retires by rotation and being eligible, offers himself for re-appointment.									
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%	7424670	-	100%	-	-
	Poll		-	-	-	-	-	-	-
	Total	74,24,670	74,24,670	100%	7424670	-	100%	-	-
Public Institutions	E- Voting	Nil	-	-	-	-	-	-	-
	Poll		-	-	-	-	-	-	-
	Total	Nil	-	-	-	-	-	-	-
Public Non Institutions	E- Voting	25,75,330	104	0.00%	104	-	100%	-	-
	Poll		9,35,273	36.32%	9,35,273	-	-	-	-
	Total	25,75,330	9,35,377	36.32%	9,35,377	-	100%	-	-
Total		1,00,00,000	83,60,047	83.60%	83,60,047	-	100%	-	-



Nilesh



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]

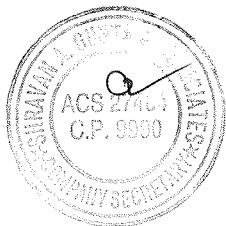
To,

The Chairman of the 25th Annual General Meeting of the Shareholders of Roselabs Finance Limited held on Tuesday, September 24th, 2019 at 12.00 Noon, At 08th Floor, Lodha Excelus, Apollo Mills Compound, N.M. Joshi Marg, Mahalaxmi, Mumbai 400011.

Dear Sir,

I, Shravan A. Gupta, Practicing Company Secretary, Proprietor of M/s. Shravan A. Gupta & Associates, situated at A - 102, Suryakiran Society, Near HDFC Bank, Opp. Jain Temple, Borivali West, Mumbai - 400092, 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 25th Annual General Meeting of the members of the company, held on Tuesday, the 24th day of September, 2019 at 12.00 Noon, At 08th FLOOR, LODHA EXCELUS, APOLLO MILLS COMPOUND, N.M. JOSHI MARG, MAHALAXMI, MUMBAI 400011.

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 provided by National Securities Depository Limited ("NSDL"), the agency authorized under the rules and engaged by the Company to provide e- voting facilities for voting through electronic means.
4. The Shareholders holding equity shares as on the "cut- off date" i.e. 17th September 2019 were entitled to vote on the resolutions proposed in the Notice calling the 25th Annual General Meeting of the Company. The remote e- voting commenced on 20th September 2019 (9:00 AM) and closed on 23rd September 2019 (05.00 P.M).
5. Ballot box which was being kept for the purpose of voting through ballots was locked by me and was opened on closure of the meeting in my presence and in presence of Ms. Kiran Vishwakarma and Mr. Jayesh Savaliya who are not in employment of the Company and all ballot papers were diligently scrutinized. The ballot papers were






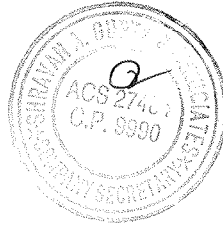
reconciled with the records maintained by the Company/ Registrar and Transfer Agents of the Company.

6. The Members who have abstained from voting in polling process have been included in Invalid/ Abstain votes.
7. I am submitting herewith a consolidated report on the remote e- voting together with that of voting through ballot process at the venue of the meeting in Annexure 1.
8. The electronic data and all other relevant records relating to the remote e- voting and voting through ballot process 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 1 were passed with requisite majority.

Thanking you,

For Shravan A. Gupta & Associates


Shravan A. Gupta
Proprietor
ACS: 27484, CP:9990
Place Mumbai
Dated : 24.09.2019



Encl. as above

Annexure I

Consolidated Report of the Remote E- Voting together with that of Voting through Ballot process at the venue of the meeting

(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, 2019, together with the Reports of the Board of Directors and the Auditors thereon.

(i) Voted in favour of the resolution:

Mode of Voting	Number of Members voting	Number of votes cast by them	% of total number of valid votes cast
Number of members voted through remote e- voting	4	74,24,774	88.81
Number of members voted through ballot	19	9,35,273	11.19
Total	23	83,60,047	100

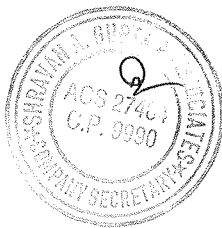
(ii) Voted against the resolution:

Mode of Voting	Number of Members voting	Number of votes cast by them	% of total number of valid votes cast
Number of members voted through remote e- voting	--	--	--
Number of members voted through ballot	--	--	--
Total	--	--	--

(iii) Invalid/ Abstain Votes:

Mode of Voting	Number of Members voting	Number of shares held
Number of members voted through remote e- voting	--	--
Number of members voted through ballot	--	--
Total	--	--

Based on the aforesaid results, ordinary resolution at Item No. 1 of the Notice dated August 8, 2019 has been passed by the members with requisite majority.



(b) **Item No.2: Ordinary Resolution** – To appoint a director in place of Mr. Nilesh Rawat (DIN: 06705140), who retires by rotation and being eligible, offers himself for re-appointment.

(i) Voted in favour of the resolution:

Mode of Voting	Number of Members voting	Number of votes cast by them	% of total number of valid votes cast
Number of members voted through remote e- voting	4	74,24,774	88.81
Number of members voted through ballot	19	9,35,273	11.19
Total	23	83,60,047	100

(ii) Voted against the resolution:

Mode of Voting	Number of Members voting	Number of votes cast by them	% of total number of valid votes cast
Number of members voted through remote e- voting	--	--	--
Number of members voted through ballot	--	--	--
Total	--	--	--

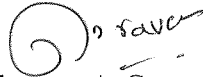
(iii) Invalid/ Abstain Votes:

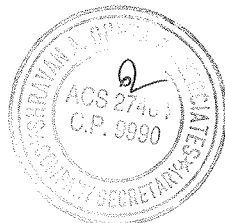
Mode of Voting	Number of Members voting	Number of shares held
Number of members voted through remote e- voting		
Number of members voted through ballot		
Total		

Based on the aforesaid results, ordinary resolution at Item No. 2 of the Notice dated August 8, 2019 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 : 24.09.2019





Countersigned by:

Witness 1

Witness 2

Chairman of 25th AGM

Jayesh Savaliya

Kiran Vishwakarma