

NMFL/BSE/16/18-19

Date: 27th September, 2018

To
The Secretary, Listing Department,
Department of Corporate Services
BSE Limited
Phiroze Jeejeebhoy Tower,
Dalal Street,
Mumbai – 400 001
Scrip Code: 512381

Sir,

Sub: Voting Results of 33rd Annual General Meeting of the Company under Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

This is to inform you that the 33rd Annual General Meeting (AGM) of the Members of Nivedita Mercantile and Financing Limited was held on Wednesday, September 26, 2018 at 5.00 p. m. at Sunteck Centre, 37-40 Subhash Road, Vileparle (East), Mumbai-400 057.

Pursuant to Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are furnishing herewith details of voting results of the business transacted at the 33rd Annual General Meeting in the prescribed format.

Report of Scrutinizer is also enclosed herewith.

Kindly take the same on records.

Thanking you.

For Nivedita Mercantile and Financing Ltd.



Shreya Shetty
Company Secretary
ACS No.: A33923
Encl. a/a



Annexure:

Date of the Annual General Meeting	26th September, 2018
Total number of shareholders on record date (Cut off date: 19th September, 2018)	285
No. of shareholders present in the meeting either in person or through proxy:	13
Promoters and Promoter Group:	6
Public:	7
No. of Shareholders attended the meeting through Video Conferencing	Not Arranged
Promoters and Promoter Group:	
Public:	



Agenda wise disclosure

The mode of voting for all the resolutions were remote e-voting and by Ballot Paper at the Meeting.

Resolution Required: (Ordinary)			Resolution 1-To receive, consider and adopt the Standalone and Consolidated Audited Financial Statements of the Company for the financial year ended 31st March 2018 together with the Reports of the Board of Directors and Auditors thereon;					
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	6,421,171	6,061,171	94.39	6,061,171	-	100	0.00
	Poll		0	0.00	0	-	0	0.00
	Total		6,061,171	94.39	6,061,171	-	100	0.00
Public Institutions	E-Voting	-	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Total		-	-	-	-	-	-
Public –Non Institutions	E-Voting	3,489,159	44,603	1.28	44,603	-	100	-
	Poll		500,000	14.33	500,000	-	100	0.00
	Total		544,603	15.61	544,603	-	100	0.00
Total		9,910,330	6,605,774	66.66	6,605,774	-	100	0.00

Resolution Required: (Ordinary)			Resolution 2-To appoint Mrs. Lalitha Cheripalli (DIN-07026989) as a Director of the Company;					
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	6,421,171	6,061,171	94.39	6,061,171	-	100	0.00
	Poll		0	0.00	0	-	0	0.00
	Total		6,061,171	94.39	6,061,171	-	100	0.00
Public Institutions	E-Voting	-	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Total		-	-	-	-	-	-
Public –Non Institutions	E-Voting	3,489,159	44,603	1.28	44,603	-	100	-
	Poll		500,000	14.33	500,000	-	100	0.00
	Total		544,603	15.61	544,603	-	100	0.00
Total		9,910,330	6,605,774	66.66	6,605,774	-	100	0.00



Resolution Required: (Special)			Resolution 3-Change of Name of the Company					
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	6,421,171	6,061,171	94.39	6,061,171	0.00	100	0.00
	Poll		0	0.00	0	0.00	0	0.00
	Total		6,061,171	94.39	6,061,171	0.00	100	0.00
Public Institutions	E-Voting	-	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Total		-	-	-	-	-	-
Public –Non Institutions	E-Voting	3,489,159	44,603	1.28	44,603	0	100	-
	Poll		500,000	14.33	500,000	0	100	0.00
	Total		544,603	15.61	544,603	0	100	0.00
Total		9,910,330	6,605,774	66.66	6,605,774	0	100	0.00

Resolution Required: (Ordinary)			Resolution 4-To approve/ ratify material related party transaction;					
Whether promoter/promoter group are interested in the agenda /resolution?			Yes					
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	6,421,171	0	0.00	0.00	0.00	0.00	0.00
	Poll		0	0.00	0.00	0.00	0.00	0.00
	Total		0	0.00	0.00	0.00	0.00	0.00
Public Institutions	E-Voting	-	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Total		-	-	-	-	-	-
Public –Non Institutions	E-Voting	3,489,159	44,603	1.28	44,603	0	100	0.00
	Poll		500,000	14.33	500,000	0	100	0.00
	Total		544,603	15.61	544,603	0	100	0.00
Total		9,910,330	544,603	5.50	544,603	0	100	0.00

For Nivedita Mercantile and Financing Limited


 Shreya Shetty
 Company Secretary
 (ACS: A33923)



Veeraraghavan.N
Practicing Company Secretary

First Maritime Private Limited
201 , Gheewala Building
Opp. New India Co-op Bank Ltd
M P Road, Mulund East,
Mumbai 400081.
Mob:9821528844
Email : nvr54@rediffmail.com

FORM NO. MGT-13
REPORT OF SCRUTINIZER

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

To,
The Chairman
Nivedita Mercantile & Financing Limited,
(CIN: L51900MH1985PLC037039)
5th Floor, Sunteck Centre,
37-40, Subhash Road,
Vile Parle (East), Mumbai – 400 057.

Dear Sir,

I, Veeraraghavan. N, a Company Secretary in practice had been appointed as the Scrutinizer by the Board of Directors of Nivedita Mercantile & Financing Limited (CIN: L51900MH1985PLC037039) to scrutinizing the E-voting Process and Physical Voting by Ballot (Poll) papers at the 33rd Annual General Meeting (AGM) in fair and transparent manner in respect of the resolutions as proposed in the Notice dated August 13, 2018 and hereby submit my report as under:

1. The notice was sent to all the Members, by courier/email, who were entitled to vote on the proposed resolutions as mentioned in the Notice of the 33rd Annual General Meeting of the Company.
2. The Company had published a notice in regard to dispatch of Notice through Courier / Email and E-voting information, as the case may be, in The Free Press Journal in English and Navshakti in Marathi Newspapers on September 4, 2018 and September 5, 2018 respectively.
3. The Company had availed the e-voting facility offered by the National Securities Depository Limited for conducting remote e-voting by the shareholders of the Company.



4. The Shareholders of the Company holding shares as on cut-off date i.e. September 19, 2018 were entitled to vote on the proposed resolutions.
5. The E Voting facility was commenced from 9.00 a.m. on Friday, 21st September, 2018 to Tuesday, 25th September, 2018 at 5.00 p.m.
6. After the time fixed for closing of the poll by the Chairman, one ballot box kept for polling were locked in my presence.
7. The locked ballot box was subsequently opened in my presence and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Registrar and Transfer Agent of the company and the authorizations / proxies lodged with the Company.
8. There were 2 invalid poll papers and 1 invalid e-voting.
9. The result of the E-Voting/ Ballot (Poll) at Meeting together is as under:

Item No: 1 - To receive, consider and adopt the Standalone and Consolidated Audited Financial Statements of the Company for the financial year ended 31st March 2018 together with the Reports of the Board of Directors and Auditors thereon: Ordinary Resolution.

Particulars	Number of			Number of Votes contained in			%
	E-voters	Postal Ballot Forms	Total	E-votes	Postal Ballot Forms	Total	
Assent	21	6	27	61,05,774	5,00,000	66,05,774	100
Dissent	0	0	0	0	0	0	0
Invalid	0	2	2	0	3	3	0.00

Item No: 2 - To appoint Mrs. Lalitha Cheripalli (DIN-07026989) as a Director of the Company: Ordinary Resolution.

Particulars	Number of			Number of Votes contained in			%
	E-voters	Ballot Forms	Total	E-votes	Ballot Forms	Total	
Assent	21	6	27	61,05,774	5,00,000	66,05,774	100
Dissent	0	0	0	0	0	0	0
Invalid	0	2	2	0	3	3	0.00



Item No: 3 - Change of Name of the Company: Special Resolution.

Particulars	Number of			Number of Votes contained in			%
	E-voters	Ballot Forms	Total	E-votes	Ballot Forms	Total	
Assent	21	6	27	61,05,774	5,00,000	66,05,774	100
Dissent	0	0	0	0	0	0	0
Invalid	0	2	2	0	3	3	0.00

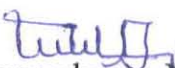
Item No: 4 - Approval/ Ratification of Material Related Party Transaction: Ordinary Resolution

Particulars	Number of			Number of Votes contained in			%
	E-voters	Ballot Forms	Total	E-votes	Ballot Forms	Total	
Assent	4	6	10	44,603	5,00,000	5,44,603	100
Dissent	0	0	0	0	0	0	0
Invalid	1	2	3	970139	3	9,70,142	

10. All of the above mentioned resolutions have passed with requisite majority.

11. The poll papers and all other relevant records were sealed and handed over to the Company Secretary authorized by the Board for safekeeping.

You are requested to kindly declare the said results to the shareholders of the Company.


Veeraraghavan. N
Scrutinizer
C.P.No.4334



Place: Mumbai

Dated: 27th September, 2018