

NMFL/BSE/20/17-18**Date: 27th September, 2017**

To
BSE Limited
P. J. Tower, Dalal Street,
Fort, Mumbai – 400 001

Scrip Code: 512381**Sir,**

Sub: Voting Results of 32nd 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 32nd Annual General Meeting (AGM) of the Members of Nivedita Mercantile and Financing Limited was held on Tuesday, 26th September, 2017 at 11.30 a.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 32nd 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.


Mayuri Jain

Company Secretary

ACS No.: A35176

Encl. a/a



Annexure:

Date of the Annual General Meeting	26th September, 2017
Total number of shareholders on record date (Cut off date: 19th September, 2017)	279
No. of shareholders present in the meeting either in person or through proxy:	9
Promoters and Promoter Group:	6
Public:	3
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 Audited Standalone Financial Statements of the Company for the financial year ended 31st March 2017 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	5,091,032	79.29	5,091,032	-	100.00	0.00
	Poll		970,139	15.11	970,139	-	100.00	0.00
	Total		6,061,171	94.40	6,061,171	-	100.00	0.00
Public Institutions	E-Voting	-	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Total		-	-	-	-	-	-
Public –Non Institutions	E-Voting	3,489,159	-	-	-	-	-	-
	Poll		100,100	2.87	100,100	-	100.00	0.00
	Total		100,100	2.87	100,100	-	100.00	0.00
Total		9,910,330	6,161,271	62.17	6,161,271	-	100.00	0.00

Resolution Required: (Ordinary)			Resolution 2-To receive, consider and adopt the Audited Consolidated Financial Statements of the Company for the financial year ended 31st March 2017 together with the Reports of the 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
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	Total		6,061,171	94.40	6,061,171	-	100.00	0.00
Public Institutions	E-Voting	-	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Total		-	-	-	-	-	-
Public –Non Institutions	E-Voting	3,489,159	-	-	-	-	-	-
	Poll		100,100	2.87	100,100	-	100.00	0.00
	Total		100,100	2.87	100,100	-	100.00	0.00
Total		9,910,330	6,161,271	62.17	6,161,271	-	100.00	0.00



Resolution Required: (Ordinary)			Resolution 3-To appoint Ms. Mayuri Jain (DIN:07434615), who retires by rotation and being eligible offers herself for re-appointment;					
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
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Promoter and Promoter Group	E-Voting	6,421,171	5,091,032	79.29	5,091,032	-	100.00	0.00
	Poll		970,139	15.11	970,139	-	100.00	0.00
	Total		6,061,171	94.40	6,061,171	-	100.00	0.00
Public Institutions	E-Voting	-	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Total		-	-	-	-	-	-
Public –Non Institutions	E-Voting	3,489,159	-	-	-	-	-	-
	Poll		100,100	2.87	100,100	-	100.00	0.00
	Total		100,100	2.87	100,100	-	100.00	0.00
Total		9,910,330	6,161,271	62.17	6,161,271	-	100.00	0.00

Resolution Required: (Ordinary)			Resolution 4-To ratify appointment of M/s. Bagaria & Co. LLP, Chartered Accountants (Firm Registration No.113447W/W-100019) as Statutory Auditors of the Company for financial year 2017-2018 and to fix their remuneration;					
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
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Promoter and Promoter Group	E-Voting	6,421,171	5,091,032	79.29	5,091,032	-	100.00	0.00
	Poll		970,139	15.11	970,139	-	100.00	0.00
	Total		6,061,171	94.40	6,061,171	-	100.00	0.00
Public Institutions	E-Voting	-	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Total		-	-	-	-	-	-
Public –Non Institutions	E-Voting	3,489,159	-	-	-	-	-	-
	Poll		100,100	2.87	100,100	-	100.00	0.00
	Total		100,100	2.87	100,100	-	100.00	0.00
Total		9,910,330	6,161,271	62.17	6,161,271	-	100.00	0.00



Resolution Required: (Ordinary)			Resolution 5- To appoint Mr. Gautam Panchal (DIN:07826634), as an Independent 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	5,091,032	79.29	5,091,032	-	100.00	0.00
	Poll		970,139	15.11	970,139	-	100.00	0.00
	Total		6,061,171	94.40	6,061,171	-	100.00	0.00
Public Institutions	E-Voting	-	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Total		-	-	-	-	-	-
Public –Non Institutions	E-Voting	3,489,159	-	-	-	-	-	-
	Poll		100,100	2.87	100,100	-	100.00	0.00
	Total		100,100	2.87	100,100	-	100.00	0.00
Total		9,910,330	6,161,271	62.17	6,161,271	-	100.00	0.00

For Nivedita Mercantile and Financing Limited


Mayuri Jain
Company Secretary
 (ACS: A35176)



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.
Ph:25632653, 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 to scrutinizing the E-voting Process and Physical Voting by Ballot (Poll) papers at the 32nd Annual General Meeting (AGM) in fair and transparent manner in respect of the resolutions as proposed in the Notice dated August 10, 2017 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 32nd 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 2, 2017 and September 4, 2017.
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, 2017 were entitled to vote on the proposed resolutions.
5. The E Voting facility was commenced from 9.00 a.m. on Thursday, 21st September, 2017 to Monday, 25th September, 2017 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. I did not find any poll papers invalid.
9. The result of the E-Voting/ Ballot (Poll) at Meeting together is as under:

Resolution No: 1 - To receive, consider and adopt the Audited Standalone Financial Statements of the Company for the financial year ended 31st March 2017 together with the Reports of the Board of Directors and Auditors thereon.

Particulars	Number of			Number of Votes contained in			%
	E-voters	Ballot Forms	Total	E-votes	Ballot Forms	Total	
Assent	16	4	20	5091032	1070239	6161271	100.00
Dissent	0	0	0	0	0	0	0.00
Invalid	0	0	0	0	0	0	NA

Resolution No:2- To receive, consider and adopt the Audited Consolidated Financial Statements of the Company for the financial year ended 31st March 2017 together with the Reports of the Auditors thereon.

Particulars	Number of			Number of Votes contained in			%
	E-voters	Ballot Forms	Total	E-votes	Ballot Forms	Total	
Assent	16	4	20	5091032	1070239	6161271	100.00
Dissent	0	0	0	0	0	0	0.00
Invalid	0	0	0	0	0	0	NA



Resolution No: 3 - To appoint Ms. Mayuri Jain (DIN: 07434615), who retires by rotation and being eligible offers herself for re-appointment.

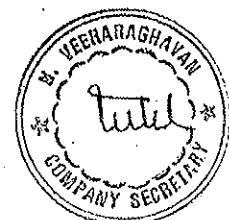
Particulars	Number of			Number of Votes contained in			%
	E-voters	Ballot Forms	Total	E-votes	Ballot Forms	Total	
Assent	16	4	20	5091032	1070239	6161271	100.00
Dissent	0	0	0	0	0	0	0.00
Invalid	0	0	0	0	0	0	NA

Resolution No: 4 - To ratify appointment of M/s. Bagaria & Co. LLP, Chartered Accountants (Firm Registration No.113447W/W-100019) as Statutory Auditors of the Company for financial year 2017-2018 and to fix their remuneration

Particulars	Number of			Number of Votes contained in			%
	E-voters	Ballot Forms	Total	E-votes	Ballot Forms	Total	
Assent	16	4	20	5091032	1070239	6161271	100.00
Dissent	0	0	0	0	0	0	0.00
Invalid	0	0	0	0	0	0	NA

Resolution No: 5 - To appoint Mr. Gautam Panchal (DIN: 07826634), as an Independent Director of the Company


Particulars	Number of			Number of Votes contained in			%
	E-voters	Ballot Forms	Total	E-votes	Ballot Forms	Total	
Assent	16	4	20	5091032	1070239	6161271	100.00
Dissent	0	0	0	0	0	0	0.00
Invalid	0	0	0	0	0	0	NA

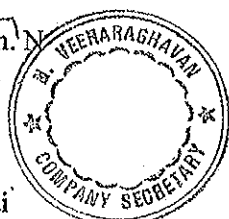


10. All of the above mentioned resolutions have passed with requisite majority.

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, 2017