

CANOPY FINANCE LIMITED

(Formerly Known as KartavyaUdyogViniyog Limited)

CIN: L65910AS1981PLC017921

Registered Office: M/s Prezens, ManiramDewan Road,
Bamunimaidan, Opp. Anuradha Cinema,
Guwahati-781021

Ph: 9681488080

Website: www.kartavya.info

Email Id: info@kartavya.info

Corporate Office: Shop No. 10, Shiv Dham CHS Ltd, Satya Nagar,
Malpani Complex, Borivali (West), Mumbai- 400092

Date: 30/09/2018

To,
The Department of Corporate Services,
BSE Limited,
Phiroze Jeejeebhoy Towers
Dalal Street, Mumbai- 400001
BSE Scrip Code: 539304

Dear Sir,

SUB: Submission of voting results of the Annual General Meeting of the Company under Regulation 44(3) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

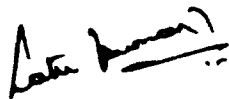
With reference to above, we submit herewith the voting results of the business transacted at the 37th Annual General Meeting (AGM) of the Company held on 28th September, 2018 at 11:30 am. at the registered office of the Company.

The Company has appointed Mr. Praveen Sharma., Practicing Company Secretary, as Scrutinizer to scrutinize e-voting process and voting through poll. We are also enclosing the consolidated report of the Scrutinizer on e-voting and voting through poll at the AGM.

Thanking you,

Yours faithfully,

FOR CANOPY FINANCE LTD



Lalit Kumar Tapadia
Managing Director
Din No: 08117881

CANOPY FINANCE LIMITED

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Annexure - A

Date of the AGM: 28th September, 2018

Total number of shareholders on record date 417

No. of shareholders present in the meeting either in person or through proxy: 14

Promoters and Promoter Group: 7

Public: 7

No. of shareholders present in the meeting through Video conferencing (VC)

Promoters and Promoter Group: 0

Public: 0

- (i) **ORDINARY BUSINESS: ORDINARY RESOLUTION: No.1:** To consider and adopt the Financial Statements of the Company for the Financial Year ended 31st March 2018 and the Report of the Directors and Auditors thereon

Resolution Required:					Ordinary Resolution			
Whether the 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]
Promoter and Promoter Group	E-voting	1731495	1193000	68.90	1193000	0	100%	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		1731495	1193000	68.90	1193000	0	100%
Public Institutional Holders	E-voting	0	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		0	0	0.00%	0	0	0.00%
Public-Non Institution	E-voting	7561505	880000	11.64	880000	0	100	0
	Poll		855000	11.31	855000	0	100	0.00
	Postal Ballot (if applicable)		0	0	0	0	0	0.00
	Total		7561505	1735000	22.95	1735000	0	100
Total		9293000	2928000	31.51	2928000	0	100	0

- (ii) **ORDINARY BUSINESS: ORDINARY RESOLUTION: No.2:** None of the directors are eligible to retire by rotation.

Resolution Required:					Ordinary Resolution			
Whether the 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) = $[(5)/(2)]*100$
Promoter and Promoter Group	E-voting	1731495	1193000	68.90	1193000	0	100%	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		1731495	1193000	68.90	1193000	0	100%
Public Institutional Holders	E-voting	0	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		0	0	0.00%	0	0	0.00%
Public-Non Institution	E-voting	7561505	880000	11.64	880000	0	100	0
	Poll		855000	11.31	855000	0	100	0.00
	Postal Ballot (if applicable)		0	0	0	0	0	0.00
	Total		7561505	1735000	22.95	1735000	0	100
Total		9293000	2928000	31.51	2928000	0	100	0

- (iii) **SPECIAL BUSINESS: ORDINARY RESOLUTION: No.3:** Appointment of Mr. Varun Newatia as an Executive Director of the Company.

Resolution Required:					Ordinary Resolution			
Whether the 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) = $[(5)/(2)]*100$
Promoter and Promoter Group	E-voting	1731495	1193000	68.90	1193000	0	100%	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		1731495	1193000	68.90	1193000	0	100%
Public Institutional Holders	E-voting	0	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		0	0	0.00%	0	0	0.00%
Public-Non Institution	E-voting	7561505	880000	11.64	880000	0	100	0
	Poll		855000	11.31	855000	0	100	0.00
	Postal Ballot (if applicable)		0	0	0	0	0	0.00
	Total		7561505	1735000	22.95	1735000	0	100
Total		9293000	2928000	31.51	2928000	0	100	0

- (i) **SPECIAL BUSINESS: ORDINARY RESOLUTION: No.3:** Appointment of Mr. Lalit Kumar Tapadia as Managing Director of the Company.

Resolution Required:					Ordinary Resolution			
Whether the 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]
Promoter and Promoter Group	E-voting	1731495	1193000	68.90	1193000	0	100%	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		1731495	1193000	68.90	1193000	0	100%
Public Institutional Holders	E-voting	0	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		0	0	0.00%	0	0	0.00%
Public-Non Institution	E-voting	7561505	880000	11.64	880000	0	100	0
	Poll		855000	11.31	855000	0	100	0.00
	Postal Ballot (if applicable)		0	0	0	0	0	0.00
	Total		7561505	1735000	22.95	1735000	0	100
Total		9293000	2928000	31.51	2928000	0	100	0

All the Resolutions were passed with requisite majority.

FOR CANOPY FINANCE LTD



Lalit Kumar Tapadia
Managing Director
Din No: 08117881

CS PRAVEEN SHARMA

Practising Company Secretary

9/12, Lal Bazar Street, Mercantile Building, Block - B, 3rd Floor, Room No. 3102
Kolkata - 700001

Email: psassco@gmail.com

Tel: 033 - 4008 9235

Scrutinizer's Report

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

To

The Chairperson

Canopy Finance Limited

Formerly Known as Kartavya Udyog Viniyog Ltd.

M/s Prezens Maniram Dewan Road,

Bamunimaidan, Opp. Anuradha Cinema

Guwahati - 781021

Dear Sir,

1. I, Praveen Sharma, Company Secretary in Practice, have been appointed as a scrutinizer by the Board of Directors of the Canopy Finance Ltd. ("the Company") for the purpose of:

A. Scrutinizing the remote e-voting process under the provision of Section 108 of the Companies Act, 2013 ("Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended ("Rules") and

B. Poll through ballot paper under the provisions of Section 109 of the Act read with Rules 21 of the Rules, on the resolutions contained in the notice of the AGM of the Equity Shareholders of the Company held on 28th September, 2018 at the Registered Office of the Company at M/s Prezens Maniram Dewan Road, Bamunimaidan, Opp. Anuradha Cinema, Guwahati - 781021, Assam.

2. The Management of the Company is responsible to ensure the Compliance of the requirements of the Companies Act, 2013 and rules relating to the voting through remote e-voting and Ballot Form and for the equity shareholders of the Company. My responsibility as a scrutinizer for the process of voting through remote e-voting and ballot form at the venue of the AGM is to ensure that the voting process is conducted in a fair and transparent manner and is restricted to make a scrutinizer's report for the votes casts in "favour" or "against" on the resolution proposed in the Notice of the 37th Annual General Meeting, based on the report generated from the e-voting system provided by the CDSL, the agency engaged by the Company to provide e-voting facilities for voting through electronic means and votes casted through ballot forms at the venue of Annual General Meeting in respect of the resolutions considered at the 37th Annual General Meeting of the shareholders of the Company.

3. In terms of the aforesaid Notice and as prescribed in the aforesaid rules, the remote e-voting facility was kept open from Tuesday, 25th September, 2018 at 9:00 A.M to Thursday, 27th September, 2018 at 5:00 P.M and members were requested to cast their votes

Branch: 21/666, West View, CHS Ltd, Shastri Nagar, Goregoan (West), Mumbai - 400004



CS PRAVEEN SHARMA

Practising Company Secretary
9/12, Lal Bazar Street, Mercantile Building, Block - B, 3rd Floor, Room No. 3102
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electronically convening their assent or dissent in respect of the resolution on e-voting platform provided by CDSL.

4. The Members of the Company as on "Cut-off date (record date) i.e. 21st September, 2018 were entitled to vote on the resolutions.

5. At the end of the voting period on Thursday, 27th September, 2018 at 5:00 P.M. IST, the voting portal of the service provider was blocked forthwith.

6. The votes cast were unblocked on 28th September, 2018 in the presence of two witnesses, Vikrant Joshi and Bhagwati Bagra who are not in the employment of the Company. They have signed below in Confirmation of the Votes being unblocked in their presence.

V. K. Joshi

Vikrant Joshi

Bhagwati Bagra

Bhagwati Bagra

7. Thereafter, the details containing interalia, list of the members, who voted "for" or "against" on each of the resolution that were derived from the ballot forms as received and the report generated from the e-voting website of the CDSL, and based on such reports,

8. I have issued Separate Scrutinizer's Report dated 28th September, 2018 on the remote voting and on the poll conducted through ballot paper at the venue of the AGM on the resolution contained in the notice of the AGM. I submit herewith my consolidated Scrutinizer's report on the result of voting by remote e-voting and poll conducted at the venue of the AGM as follows:

1. To receive, consider and adopt the Audited Standalone Financial Statements for the year ended 31st March, 2018 and the reports of the Directors' and Auditors' thereon.

Resolution: Ordinary Resolution

Whether Promoter/Promoter group interested in 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
Promoter and Promoter Group	E-Voting	17,31,495	11,93,000	68.90	11,93,000	-	100.00	0.00
	Poll		-	-	-	-	-	-
	Postal Ballot		N.A	N.A	N.A	N.A	N.A	N.A
	Total		17,31,495	11,93,000	68.90	11,93,000	-	100.00
Public-Institutions	E-Voting	-	-	-	-	-	-	-
	Poll	-	-	-	-	-	-	-
	Postal Ballot	-	-	-	-	-	-	-
	Total	-	-	-	-	-	-	-
Public Non-Institutions	E-Voting	75,61,505	8,80,000	11.64	8,80,000	-	100.00	0.00
	Poll		8,55,000	11.31	8,55,000	-	100.00	0.00
	Postal Ballot		N.A	N.A	N.A	N.A	N.A	N.A
	Total		75,61,505	17,35,000	22.95	17,35,000	-	100.00
Total		92,93,000	29,28,000	31.51	29,28,000	-	100.00	0.00

Branch: 21/666, West View, CHS Ltd, Shastri Nagar, Goregoan (West), Mumbai



CS PRAVEEN SHARMA

Practising Company Secretary
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Kolkata - 700001
Email: psassco@gmail.com

Tel: 033 - 4008 9235

2. None of the directors are eligible to retire by rotation.

Resolution: Ordinary Resolution

Whether Promoter/Promoter group interested in 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
Promoter and Promoter Group	E-Voting	17,31,495	11,93,000	68.90	11,93,000	-	100.00	0.00
	Poll		-	-	-	-	-	-
	Postal Ballot	-	N.A	N.A	N.A	N.A	-	-
	Total	17,31,495	11,93,000	68.90	11,93,000	N.A	N.A	N.A
Public-Institutions	E-Voting	-	-	-	-	-	-	-
	Poll	-	-	-	-	-	-	-
	Postal Ballot	-	-	-	-	-	-	-
	Total	-	-	-	-	-	-	-
Public Non-Institutions	E-Voting	75,61,505	8,80,000	11.64	8,80,000	-	100.00	0.00
	Poll		8,55,000	11.31	8,55,000	-	100.00	0.00
	Postal Ballot	-	N.A	N.A	N.A	N.A	N.A	N.A
	Total	75,61,505	17,35,000	22.95	17,35,000	-	100.00	0.00
Total		92,93,000	29,28,000	31.51	29,28,000	-	100.00	0.00

3. To appoint Mr. Varun Newatia as an Executive, Non-Independent Director of the Company.

Resolution: Ordinary Resolution

Whether Promoter/Promoter group interested in 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
Promoter and Promoter Group	E-Voting	17,31,495	11,93,000	68.90	11,93,000	-	100.00	0.00
	Poll		-	-	-	-	-	-
	Postal Ballot	-	N.A	N.A	N.A	N.A	N.A	N.A
	Total	17,31,495	11,93,000	68.90	11,93,000	-	100.00	0.00
Public-Institutions	E-Voting	-	-	-	-	-	-	-
	Poll	-	-	-	-	-	-	-
	Postal Ballot	-	-	-	-	-	-	-
	Total	-	-	-	-	-	-	-
Public Non-Institutions	E-Voting	75,61,505	8,80,000	11.64	8,80,000	-	100.00	0.00
	Poll		8,55,000	11.31	8,55,000	-	100.00	0.00
	Postal Ballot	-	N.A	N.A	N.A	N.A	N.A	N.A
	Total	75,61,505	17,35,000	22.95	17,35,000	-	100.00	0.00
Total		92,93,000	29,28,000	31.51	29,28,000	-	100.00	0.00

Branch: 21/666, West View, CHS Ltd, Shastri Nagar, Goregoan (West), Mumbai



CS PRAVEEN SHARMA

Practising Company Secretary
9/12, Lal Bazar Street, Mercantile Building, Block - B, 3rd Floor, Room No. 3102
Kolkata - 700001

Email: psassco@gmail.com

Tel: 033 - 4008 9235

4. To appoint Mr. Lalit Kumar Tapadia (DIN. 08117881) as Managing Director of the company.

Resolution: Ordinary Resolution

Category	Mode of Voting	Whether Promoter/Promoter group interested in agenda/resolution				No		
		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
Promoter and Promoter Group	E-Voting	17,31,495	11,93,000	68.90	11,93,000	-	100.00	0.00
	Poll		-	-	-	-	-	-
	Postal Ballot		- N.A	N.A	N.A	N.A	N.A	N.A
	Total		17,31,495	11,93,000	68.90	11,93,000	-	100.00
Public-Institutions	E-Voting	-	-	-	-	-	-	-
	Poll	-	-	-	-	-	-	-
	Postal Ballot	-	-	-	-	-	-	-
	Total	-	-	-	-	-	-	-
Public Non-Institutions	E-Voting	75,61,505	8,80,000	11.64	8,80,000	-	100.00	0.00
	Poll		8,55,000	11.31	8,55,000	-	100.00	0.00
	Postal Ballot		N.A	N.A	N.A	N.A	N.A	N.A
	Total		75,61,505	17,35,000	22.95	17,35,000	-	100.00
Total		92,93,000	29,28,000	31.51	29,28,000	-	100.00	0.00

Based on the foregoing, the aforesaid resolutions shall be deemed to have been passed with the requisite majority.

9. The electronic data and all the other relevant records relating to e-voting are under my safe custody and will be handed over to the Chairman for preserving safely after the Chairman considers, approves and signs the minutes of the AGM.

Thanking You,

Yours faithfully,

Praveen Sharma



PRAVEEN SHARMA

Practising Company Secretary

C.P.No.: 14501

Mem.No: A30365

Place: Kolkata

Date: 29th September, 2018

Branch: 21/666, West View, CHS Ltd, Shastri Nagar, Goregoan (West), Mumbai - 400104