

Ref: OFL/BSE/2021

Date: 01.10.2021

To,  
The Corporate Relations department  
Bombay Stock Exchange Limited  
Department of Corporate Services  
P J Towers, Dalal Street, Fort,  
MUMBAI 400001

**Re: Optimus Finance Limited**

**Script Code: 531254**

**Sub.:** Declaration of e-voting Results of the 30<sup>th</sup> Annual General Meeting (AGM) of the Company held on Thursday, 30<sup>th</sup> September, 2021 through Video Conferencing ("VC")  
**Ref.:** Regulation 44 (3) and all other applicable regulations, if any, of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

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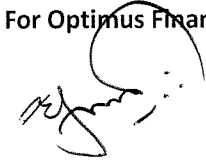
Dear Sir / Madam,

Pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are submitting herewith the details regarding the e-voting results of the 30<sup>th</sup> Annual General Meeting (AGM) of the Company (**Annexure - 1**) held on **Thursday, 30<sup>th</sup> September, 2021 at 03.00 p.m** through Video Conferencing ("VC")/Other Audio-Visual Means ("OAVM") in the prescribed format.

We are also enclosing the consolidated report of the Scrutinizer on remote e-voting and e-voting conducted during the course of AGM (**Annexure - 2**). The above are also being uploaded on the Company's website, [www.optimusfinance.in](http://www.optimusfinance.in) and on the website of Central Depository Services Limited, an agency appointed for the purpose of conducting the remote e-voting and e-voting during the process of AGM, [www.evotingindia.com](http://www.evotingindia.com).

Thanking you,

Yours faithfully,  
For Optimus Finance Limited



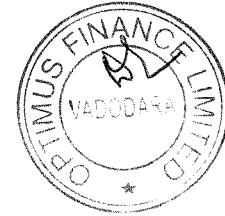
Deepak Raval  
Whole time Director & CS



Encl: As above

Disclosures as per Regulation 44(3) of SEBI (listing Obligations and Disclosure Requirements) Regulations, 2015

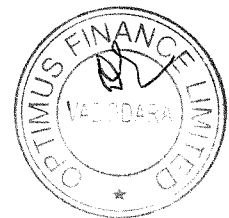
<b>Date of the AGM/EGM</b>	<b>Thursday, 30<sup>th</sup> September, 2021</b>
<b>Total number of shareholders as on record date</b>	2639 (Two Thousand Six Hundred Thirty Nine only) (As on Cut-off date i.e. 23.09.2021)
<b>No. of Shareholders present in the meeting either in person or through proxy:</b>  Promoters and Promoters Group:  Public:	  Not applicable
<b>No. of Shareholders attended the meeting through Video Conferencing:-</b>  Promoters and Promoters Group:  Public:	  1  24



## Optimus Finance Limited

**Resolution No. 1: Adoption of the Audited Financial Statements including Audited Consolidated Financial Statements of the Company for the financial year ended 31<sup>st</sup> March, 2021 together with report of Board of Directors and 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	No. of votes polled	% of Votes Polled on out-standing 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)] x100	(4)	(5)	(6)= [(4)/(2)] x100	(7)= [(5)/(2)] x100
<b>Promoter and Promoter Group</b>	Remote E-voting	40,27,103	40,27,103	100.00%	40,27,103	0	100.00%	0.00%
	E-Voting at AGM		0	0.00%	0	0	0.00%	0.00%
	Postal Ballot		N.A	N.A	N.A	N.A	N.A	N.A
	<b>Total</b>		<b>40,27,103</b>	<b>100.00%</b>	<b>40,27,103</b>	<b>0</b>	<b>100.00</b>	<b>0</b>
<b>Public Institutions</b>	Remote E-voting	0	0	0.00%	0	0	0.00%	0.00%
	E-Voting at AGM		0	0.00%	0	0	0.00%	0.00%
	Postal Ballot		N.A	N.A	N.A	N.A	N.A	N.A
	<b>Total</b>		<b>0</b>	<b>0.00%</b>	<b>0</b>	<b>0</b>	<b>0.00%</b>	<b>0.00%</b>
<b>Public-Non Institutions</b>	Remote E-voting	15,45,197	5,65,469	36.60%	5,65,469	0	100.00%	0.00%
	E-Voting at AGM		0	0.00%	0	0	0.00%	0.00%
	Postal Ballot		N.A	N.A	N.A	N.A	N.A	N.A
	<b>Total</b>		<b>5,65,469</b>	<b>36.60%</b>	<b>5,65,469</b>	<b>0</b>	<b>100.00%</b>	<b>0.00%</b>
<b>Total</b>		<b>55,72,300</b>	<b>45,92,572</b>	<b>82.42%</b>	<b>45,92,572</b>	<b>0</b>	<b>100.00%</b>	<b>0.00%</b>



## Optimus Finance Limited

**Resolution No. 2: Appointment of Mr. Deepak Raval (DIN: 01292764) as a Director liable to retire by rotation.**

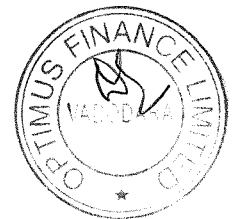
Resolution required: (Ordinary/ Special)

Ordinary

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 out-standing 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)] x100	(4)	(5)	(6)= [(4)/(2)] x100	(7)= [(5)/(2)] x100
<b>Promoter and Promoter Group</b>	Remote E-voting	40,27,103	40,27,103	100.00%	40,27,103	0	100.00%	0.00%
	E-Voting at AGM		0	0.00%	0	0	0.00%	0.00%
	Postal Ballot		N.A	N.A	N.A	N.A	N.A	N.A
	<b>Total</b>		<b>40,27,103</b>	<b>100.00%</b>	<b>40,27,103</b>	<b>0</b>	<b>100.00</b>	<b>0</b>
<b>Public Institutions</b>	Remote E-voting	0	0	0.00%	0	0	0.00%	0.00%
	E-Voting at AGM		0	0.00%	0	0	0.00%	0.00%
	Postal Ballot		N.A	N.A	N.A	N.A	N.A	N.A
	<b>Total</b>		<b>0</b>	<b>0.00%</b>	<b>0</b>	<b>0</b>	<b>0.00%</b>	<b>0.00%</b>
<b>Public-Non Institutions</b>	Remote E-voting	15,45,197	5,65,469	36.60%	5,65,468	1	100.00%	0.00%
	E-Voting at AGM		0	0.00%	0	0	0.00%	0.00%
	Postal Ballot		N.A	N.A	N.A	N.A	N.A	N.A
	<b>Total</b>		<b>5,65,469</b>	<b>36.60%</b>	<b>5,65,468</b>	<b>1</b>	<b>100.00%</b>	<b>0.00%</b>
<b>Total</b>		<b>55,72,300</b>	<b>45,92,572</b>	<b>82.42%</b>	<b>45,92,571</b>	<b>1</b>	<b>100.00%</b>	<b>0.00%</b>



## Optimus Finance Limited

**Resolution No. 3: Appointment of M/s. Shah Mehta and Bakshi, Chartered Accountants (Firm Registration. No. 103824W) as the Statutory Auditors of the Company to fill the casual vacancy.**

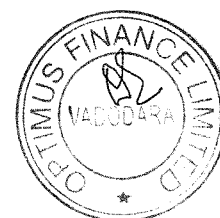
Resolution required: (Ordinary/ Special)				Ordinary				
Whether promoter/ promoter group are interested in the agenda/resolution?				No				
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on out-standing shares	No. of Votes in favour	No. of Votes against	% of Votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)] x100	(4)	(5)	(6)= [(4)/(2)] x100	(7)= [(5)/(2)] x100
<b>Promoter and Promoter Group</b>	Remote E-voting	40,27,103	40,27,103	100.00%	40,27,103	0	100.00%	0.00%
	E-Voting at AGM		0	0.00%	0	0	0.00%	0.00%
	Postal Ballot		N.A	N.A	N.A	N.A	N.A	N.A
	<b>Total</b>		<b>40,27,103</b>	<b>100.00%</b>	<b>40,27,103</b>	<b>0</b>	<b>100.00</b>	<b>0</b>
<b>Public Institutions</b>	Remote E-voting	0	0	0.00%	0	0	0.00%	0.00%
	E-Voting at AGM		0	0.00%	0	0	0.00%	0.00%
	Postal Ballot		N.A	N.A	N.A	N.A	N.A	N.A
	<b>Total</b>		<b>0</b>	<b>0.00%</b>	<b>0</b>	<b>0</b>	<b>0.00%</b>	<b>0.00%</b>
<b>Public-Non Institutions</b>	Remote E-voting	15,45,197	5,65,469	36.60%	5,65,469	0	100.00%	0.00%
	E-Voting at AGM		0	0.00%	0	0	0.00%	0.00%
	Postal Ballot		N.A	N.A	N.A	N.A	N.A	N.A
	<b>Total</b>		<b>5,65,469</b>	<b>36.60%</b>	<b>5,65,469</b>	<b>0</b>	<b>100.00%</b>	<b>0.00%</b>
<b>Total</b>		<b>55,72,300</b>	<b>45,92,572</b>	<b>82.42%</b>	<b>45,92,572</b>	<b>0</b>	<b>100.00%</b>	<b>0.00%</b>



## Optimus Finance Limited

**Resolution No. 4: Appointment of M/s. Shah Mehta and Bakshi, Chartered Accountants (Firm Registration. No. 103824W) as Statutory Auditors of the Company for a continuous period of 5 (five) years.**

Resolution required: (Ordinary/ Special)				Ordinary				
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 out-standing 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)] x100	(4)	(5)	(6)= [(4)/(2)] x100	(7)= [(5)/(2)] x100
<b>Promoter and Promoter Group</b>	Remote E-voting	40,27,103	40,27,103	100.00%	40,27,103	0	100.00%	0.00%
	E-Voting at AGM		0	0.00%	0	0	0.00%	0.00%
	Postal Ballot		N.A	N.A	N.A	N.A	N.A	N.A
	<b>Total</b>		<b>40,27,103</b>	<b>100.00%</b>	<b>40,27,103</b>	<b>0</b>	<b>100.00</b>	<b>0</b>
<b>Public Institutions</b>	Remote E-voting	0	0	0.00%	0	0	0.00%	0.00%
	E-Voting at AGM		0	0.00%	0	0	0.00%	0.00%
	Postal Ballot		N.A	N.A	N.A	N.A	N.A	N.A
	<b>Total</b>		<b>0</b>	<b>0.00%</b>	<b>0</b>	<b>0</b>	<b>0.00%</b>	<b>0.00%</b>
<b>Public-Non Institutions</b>	Remote E-voting	15,45,197	5,65,469	36.60%	5,65,469	0	100.00%	0.00%
	E-Voting at AGM		0	0.00%	0	0	0.00%	0.00%
	Postal Ballot		N.A	N.A	N.A	N.A	N.A	N.A
	<b>Total</b>		<b>5,65,469</b>	<b>36.60%</b>	<b>5,65,469</b>	<b>0</b>	<b>100.00%</b>	<b>0.00%</b>
<b>Total</b>		<b>55,72,300</b>	<b>45,92,572</b>	<b>82.42%</b>	<b>45,92,572</b>	<b>0</b>	<b>100.00%</b>	<b>0.00%</b>





CS Hemang Mehta  
B.Com., LL.B (Special), F.C.S.

H. M. Mehta & Associates  
Company Secretaries

CONSOLIDATED REPORT OF SCRUTINIZER

[Pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015]

To,  
The Chairman,  
30<sup>th</sup> Annual General Meeting (AGM) of the Equity Shareholders of  
Optimus Finance Limited  
(CIN: L65910GJ1991PLC015044)  
504A, Ozone, Dr. Vikram Sarabhai Marg,  
Vadi-wadi, Vadodara - 390003,  
Gujarat, India

Dear Sir,

1. I, Hemang Mehta, Proprietor of H. M. Mehta & Associates, Practicing Company Secretaries, having office at 301, MindTree Building, A/3, Sunmoon Park Co. Op. Society, Near Radha Krishna Crossing, Towards PF Office, Akota, Vadodara-390020, Gujarat, India was appointed as a Scrutinizer by the Board of Directors of Optimus Finance Limited ("**the Company**") under the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended from time to time) for the purpose of scrutinizing the process of remote e-voting process and e-voting at the AGM contained in the notice dated 13<sup>th</sup> August, 2021 ("**Notice**") issued in accordance with the General Circular Nos. 14/2020, 17/2020, 20/2020, 22/2020 and 02/2021 issued by the Ministry of Corporate Affairs on 08<sup>th</sup> April, 2020, 13<sup>th</sup> April, 2020, 05<sup>th</sup> May, 2020, 15<sup>th</sup> June, 2020, and 13<sup>th</sup> January, 2021, respectively and SEBI Circular dated 12<sup>th</sup> May, 2020 and 15<sup>th</sup> January, 2021, respectively ("**MCA and SEBI Circulars**") calling the Thirtieth Annual General Meeting of its Equity Shareholders ("**30<sup>th</sup> AGM**") through Video Conferencing (VC) / Other Audio Visual Means (OAVM) facility. The AGM was convened on Thursday, 30<sup>th</sup> September, 2021 at 03:00 P.M. (IST) through VC / OAVM.
2. The management of the Company is responsible to ensure the compliance with the requirements of (i) the Companies Act, 2013 and Rules made thereunder; (ii) MCA and SEBI Circulars and (iii) the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("**LODR**") relating to voting through electronic means on the resolutions contained in the Notice of the 30<sup>th</sup> AGM of the members of the Company. My responsibility as a scrutinizer for the remote e-voting and e-voting at the AGM is restricted to making a Scrutinizer's Report of the votes cast "in favour" or "against" the resolutions set forth in the Notice of the aforesaid 30<sup>th</sup> AGM based on reports generated from the e-voting system provided by Central Depository Services (India) Limited (CDSL), being the authorized agency engaged by the Company for the said 30<sup>th</sup> AGM.
3. **Further to above, I submit my report as under:**
  - 3.1 The Company had sent Notice dated 13<sup>th</sup> August, 2021 convening the 30<sup>th</sup> AGM along with Statement setting out material facts under Section 102 of the Companies Act, 2013 and Annual Report 2020-21 by electronic means i.e. on the registered e-mail IDs of the Shareholders on 03<sup>rd</sup> September, 2021, as the case may be, to those members whose names appeared in the Register of Members / List of Beneficiaries as on 27<sup>th</sup> August, 2021 (being cut-off-date for sending annual report to the shareholders).

As per the provisions of the Companies Act, 2013, the numbers of votes cast in respect of each resolution have been counted according to the numbers of shares held by the concerned shareholders. One share held equal to one vote.

- 3.2 The Company arranged for remote e-voting facility provided by Central Depository Services (India) Limited (CDSL) for conducting remote e-voting by the Shareholders of the Company on AGM Resolutions. The Company has also provided e-voting facility as provided by CDSL to the Shareholders during the AGM to vote on the Resolutions set out in the Notice of the said AGM, if they had not cast their vote earlier through remote e-voting.
- 3.3 The above Notice was also placed on the website of the Company [www.optimusfinance.in](http://www.optimusfinance.in) forthwith after it was sent to the members.
- 3.4 The notice clearly indicated the process and manner for voting by electronic means and the time schedule of voting from Monday, 27<sup>th</sup> September, 2021 (09:00 Hours) to Wednesday, 29<sup>th</sup> September, 2021 (17:00 Hours) during which the votes could be cast and also provided the login ID and created facility for generating password and casting of vote in a secured manner.
- 3.5 As prescribed in the aforesaid Rules and MCA and SEBI Circulars, the Company has published an advertisement before dispatch of Notice of the AGM and Annual report 2020-21 in e-mode in nationwide daily newspaper in "Business Standard" (English language) and in "Vadodara Samachar" (Gujarati language) on 28<sup>th</sup> August, 2021, respectively and it carried the required information as specified in the said Rules.
- 3.6 As prescribed in the aforesaid Rules and MCA and SEBI Circulars, the Company has also published an advertisement after dispatched of Notice of the AGM and Annual report 2020-21 in e-mode in nationwide daily newspaper in "Business Standard" (English language) and in "Vadodara Samachar" (Gujarati language) on 04<sup>th</sup> September 2021, respectively and it carried the required information as specified in the said Rules.
- 3.7 The remote e-voting remained open for a period of 3 days i.e. from Monday, 27<sup>th</sup> September, 2021 (09:00 Hours) to Wednesday, 29<sup>th</sup> September, 2021 (17:00 Hours) and that the aforesaid remote e-voting period was completed one day prior to the date of the 30<sup>th</sup> AGM which held on Thursday, 30<sup>th</sup> September, 2021.
- 3.8 The Equity Shareholders holding shares as on the "cut-off-date" i.e. Thursday, 23<sup>rd</sup> September, 2021 were entitled to vote on the proposed resolutions (Item Nos. 01 to 04) as set out in the Notice of the 30<sup>th</sup> Annual General Meeting of the Optimus Finance Limited either through remote e-voting or through e-voting during the AGM.
- 3.9 The attendance of Twenty Five (25) Members was registered who attended the AGM through VC/OAVM as per the MCA Circulars.
- 3.10 After completion of e-voting during the AGM, the data of e-voting was diligently scrutinized. Thereafter, data of e-voting were reconciled with the records maintained by the Link Intime India Private Limited, Vadodara, Registrar and Share Transfer Agent of the Company and the Authorizations lodged with the Company. Detailed registers were maintained containing the summary of results of remote e-voting and e-voting during AGM.



- 3.11. Thereafter, the votes cast through remote e-voting as well as e-voting at AGM were unblocked after completion of e-voting during the AGM in the presence of two witnesses, (1) Mr. Ravi Bhimani, resident of D-79, Industrial Society, Near Abhilash Cross Road, New Sama, Vadodara – 390024, Gujarat, India and (2) Ms. Harita Patel, resident of B-27, Ohm Housing Society, opposite Gokul Party plot, Gotri-Vasna Road, Vadodara – 390021, Gujarat, India, who are not in the employment of the Company. They have signed below mentioned confirmation of the votes being unblocked in their presence.



Ravi Bhimani  
(Witness no. 1)



Harita Patel  
(Witness no. 2)

- 3.12. Thereafter, the details containing, inter alia, list of equity shareholders who e-voted remotely as well as at the AGM, “for”/“against” each of the resolutions, were generated from the e-voting website of CDSL i.e. [www.evotingindia.com](http://www.evotingindia.com)

The data pertaining to remote e-voting and e-voting at the AGM was scrutinized by the undersigned for verification of the votes cast in favour of or against the resolutions.

4. Based on the Reports generated from the e-voting website of CDSL at the 30<sup>th</sup> AGM of Optimus Finance Limited, I hereby submit my Consolidated Report on the result of the remote e-voting together with that of e-voting during the 30<sup>th</sup> AGM in respect of the said Resolutions as under:

**ORDINARY BUSINESSES:**

**Resolution No. 1 – As an Ordinary Resolution:**

**Adoption of the Audited Financial Statements as at 31<sup>st</sup> March, 2021**

Particulars of mode of voting	Total number of valid votes cast	Votes in favour of the resolution		Votes against the resolution	
		Number	% of total number of valid votes cast	Number	% of total number of valid votes cast
Remote E-voting	4592572	4592572	100%	NIL	NIL
E-voting during AGM	NIL	NIL	NIL	NIL	NIL
<b>Total voting</b>	<b>4592572</b>	<b>4592572</b>	<b>100%</b>	<b>NIL</b>	<b>NIL</b>

**Resolution No. 2 – As an Ordinary Resolution:**

**Appointment of Mr. Deepak Raval (DIN: 01292764) as a Director liable to retire by rotation**

Particulars of mode of voting	Total number of valid votes cast	Votes in favour of the resolution		Votes against the resolution	
		Number	% of total number of valid votes cast	Number	% of total number of valid votes cast
Remote E-voting	4592572	4592571	100%	1	0.00%
E-voting during AGM	NIL	NIL	NIL	NIL	NIL
<b>Total voting</b>	<b>4592572</b>	<b>4592571</b>	<b>100%</b>	<b>1</b>	<b>0.00%</b>

**Resolution No. 3 – As an Ordinary Resolution:**

**Appointment of Statutory Auditor to fill casual vacancy**

Particulars of mode of voting	Total number of valid votes cast	Votes in favour of the resolution		Votes against the resolution	
		Number	% of total number of valid votes cast	Number	% of total number of valid votes cast
Remote E-voting	4592572	4592572	100%	NIL	NIL
E-voting during AGM	NIL	NIL	NIL	NIL	NIL
<b>Total voting</b>	<b>4592572</b>	<b>4592572</b>	<b>100%</b>	<b>NIL</b>	<b>NIL</b>

**Resolution No. 4 – As an Opecial Resolution:**

**Appointment of Statutory Auditors**

Particulars of mode of voting	Total number of valid votes cast	Votes in favour of the resolution		Votes against the resolution	
		Number	% of total number of valid votes cast	Number	% of total number of valid votes cast
Remote E-voting	4592572	4592572	100%	NIL	NIL
E-voting during AGM	NIL	NIL	NIL	NIL	NIL
<b>Total voting</b>	<b>4592572</b>	<b>4592572</b>	<b>100%</b>	<b>NIL</b>	<b>NIL</b>

- The above mentioned resolutions are deemed to have been passed with requisite majority.
- The register and all other related papers shall remain in my safe custody until the Chairman considers, approves and signs the minutes and thereafter, I, shall hand over the register and all other related papers to the Company Secretary.

Thanking you,

Yours sincerely,  
For H. M. Mehta & Associates  
Company Secretaries

**HEMANG  
MEHTA**  
Digitally signed by HEMANG MEHTA  
DN: cn=H. M. Mehta, o=Personal,  
serialNumber=1d777485c005604e8d17  
010a55a73218b43ac23038c4903652488  
60815a4f5, postalCode=390007,  
st=GUJARAT,  
serialNumber=6a7d3f50484d4289084  
4349ba4133195a7460c552a772263a74  
f8e809332b56, cn=HEMANG MEHTA  
Date: 2021.10.01 13:17:25 +05'30'

Hemang Mehta  
Proprietor  
C. P. No.: 2554  
FCS No.: F4965  
UDIN: F004965C001058347

Place: Vadodara  
Date: 01.10.2021

**Countersigned by:**  
For Optimus Finance Limited

  
Deepak Raval  
Company Secretary

