

Ref: OFL/BSE/2020
Date: 01.10.2020

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 Voting Results of the 29th Annual General Meeting (AGM) of the Company held on Wednesday, 30th September, 2020 at Vadodara, Gujarat
Ref.: Regulation 44 (3) and all other applicable regulations, if any, of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

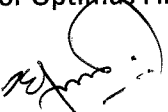
Dear Sir / Madam,

Pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are submitting herewith the details regarding the voting results of the Annual General Meeting (AGM) of the Company held on **Wednesday, 30th September, 2020 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 during the AGM. The above are also being uploaded on the Company's website, www.optimusfinance.in and on the website of Central Depository Services Limited, www.evotingindia.com

Thanking you,

Yours faithfully,
For Optimus Finance Limited



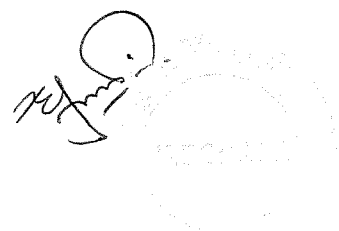
Deepak Raval
Whole time Director & CS



Encl: As above

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

Date of the AGM/EGM	Wednesday, 30th September, 2020
Total number of shareholders as on record date	2655 (Two Thousand Six Hundred Fifty Five only) (As on Cut-off date i.e. 23.09.2020)
No. of Shareholders present in the meeting either in person or through proxy:	
Promoters and Promoters Group:	Not applicable
Public:	
No. of Shareholders attended the meeting through Video Conferencing:-	
Promoters and Promoters Group:	1
Public:	28



A handwritten signature in black ink is written over a circular stamp. The stamp contains some text that is mostly illegible due to fading and the signature overlapping it. The signature appears to be in a cursive style.

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 31st March, 2020 together with report of Board of Directors and auditors' thereon.

Resolution required: (Ordinary/ Special) :				Ordinary Resolution				
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
Promoter and Promoter Group	Remote E-voting	40,27,210	40,27,210	100.00%	40,27,210	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
	Total		40,27,210	100.00%	40,27,210	0	100.00	0
Public Institutions	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
	Total		0	0.00%	0	0	0.00%	0.00%
Public-Non Institutions	Remote E-voting	15,45,090	1,67,047	10.81%	1,65,947	1,100	99.34%	0.66%
	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
	Total		1,67,047	10.81%	1,65,947	1,100	99.34%	0.66%
Total		55,72,300	41,94,257	75.27%	41,93,157	1,100	99.97%	0.03%



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 Resolution

Whether promoter/ promoter group are interested in the agenda/resolution?


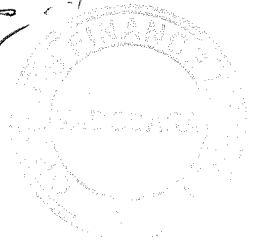
No

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
Promoter and Promoter Group	Remote E-voting	40,27,210	40,27,210	100.00%	40,27,210	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
	Total		40,27,210	100.00%	40,27,210	0	100.00	0
Public Institutions	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
	Total		0	0.00%	0	0	0.00%	0.00%
Public-Non Institutions	Remote E-voting	15,45,090	1,67,047	10.81%	1,65,947	1,100	99.34%	0.66%
	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
	Total		1,67,047	10.81%	1,65,947	1,100	99.34%	0.66%
Total		55,72,300	41,94,257	75.27%	41,93,157	1,100	99.97%	0.03%

Optimus Finance Limited

Resolution No. 3: Re-appointment of the current auditors, M/s. CNK & Associates LLP, Chartered Accountants (Firm Registration. No. 101961W/W-100036) as Statutory Auditors of the Company:

Resolution required: (Ordinary/ Special) :				Ordinary Resolution				
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
Promoter and Promoter Group	Remote E-voting	40,27,210	40,27,210	100.00%	40,27,210	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
	Total		40,27,210	100.00%	40,27,210	0	100.00	0
Public Institutions	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
	Total		0	0.00%	0	0	0.00%	0.00%
Public-Non Institutions	Remote E-voting	15,45,090	1,67,047	10.81%	1,65,947	1,100	99.34%	0.66%
	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
	Total		1,67,047	10.81%	1,65,947	1,100	99.34%	0.66%
Total		55,72,300	41,94,257	75.27%	41,93,157	1,100	99.97%	0.03%

Optimus Finance Limited

Resolution No. 4: Re-appointment of Mr. Deepak Raval (DIN: 01292764) as a Whole time Director of the Company designated as "Company Secretary":

Resolution required: (Ordinary/ Special) :				Special Resolution				
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
Promoter and Promoter Group	Remote E-voting	40,27,210	40,27,210	100.00%	40,27,210	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
	Total		40,27,210	100.00%	40,27,210	0	100.00	0
Public Institutions	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
	Total		0	0.00%	0	0	0.00%	0.00%
Public-Non Institutions	Remote E-voting	15,45,090	1,67,047	10.81%	1,65,947	1,100	99.34%	0.66%
	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
	Total		1,67,047	10.81%	1,65,947	1,100	99.34%	0.66%
Total		55,72,300	41,94,257	75.27%	41,93,157	1,100	99.97%	0.03%






CS Hemang M. 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,
29th 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

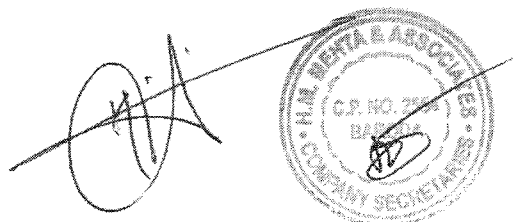
Dear Sir,

1. I, Hemang M. 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 17th August, 2020 ("Notice") issued in accordance with the General Circular Nos. 14/2020, 17/2020, 20/2020 & 22/2020 issued by the Ministry of Corporate Affairs on 08th April, 2020, 13th April, 2020, 05th May, 2020 and 15th June, 2020, respectively and SEBI Circular dated 12th May, 2020 ("MCA and SEBI Circulars") calling the Twenty Ninth Annual General Meeting of its Equity Shareholders ("29th AGM") through Video Conferencing (VC) / Other Audio Visual Means (OAVM) facility. The AGM was convened on Wednesday, 30th September, 2020 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 29th 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 29th 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 29th AGM.
3. **Further to above, I submit my report as under:**
 - 3.1 The Company had sent Notice dated 17th August, 2020 convening the 29th AGM along with Statement setting out material facts under Section 102 of the Companies Act, 2013 and Annual Report 2019-20 by electronic means i.e. on the registered e-mail IDs of the Shareholders on 5th September, 2020, as the case may be, to those members whose names appeared in the Register of Members / List of Beneficiaries as on 28th August, 2020 (being cut-off-date for sending annual report to the shareholders).



Page 1 of 5

- 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 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 Sunday, 27th September, 2020 (09:00 Hours) to Tuesday, 29th September, 2020 (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 2019-20 in e-mode in nationwide daily newspaper in "Business Standard" (English language) and in "Vadodara Samachar" (Gujarati language) on 1st September 2020, 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 2019-20 in e-mode in nationwide daily newspaper in "Business Standard" (English language) on 7th September 2020 and in "Vadodara Samachar" (Gujarati language) on 6th September 2020, 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 Sunday, 27th September, 2020 (09:00 Hours) to Tuesday, 29th September, 2020 (17:00 Hours) and that the aforesaid remote e-voting period was completed one day prior to the date of the 29th AGM which held on Wednesday, 30th September, 2020.
- 3.8. The Equity Shareholders holding shares as on the "cut-off-date" i.e. Wednesday, 23rd September, 2020 were entitled to vote on the proposed resolutions (Item Nos. 01 to 04) as set out in the Notice of the 29th 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 Nine (29) 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. Parth Nashikkar, resident of A/11, Shree Yamunakunj Society, Behind Gajanan Heights, Darbar Chowkdi, Manjalpur, Vadodara-390011, Gujarat, India and (2) Mr. Hemang Barot, resident of D-504, Satve Aroma, Near Sport Complex, Manjalpur, Vadodara – 390011, 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.

P.B. Nashikkar

Parth Nashikkar
(Witness no. 1)

Hemang Barot

Hemang Barot
(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

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 29th 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 29th AGM in respect of the said Resolutions as under:


ORDINARY BUSINESS:

Resolution No. 1 – As an Ordinary Resolution:

To receive, consider and adopt the Audited Standalone Financial Statements of the Company for the Financial Year ended 31 March, 2020 and the Reports of the Board of Directors and the Auditors' thereon; and Audited Consolidated Financial Statements of the Company for the Financial Year ended 31 March, 2020 and the Report of the Auditors' thereon.

Particulars of mode of voting	Total number of valid votes cast	Votes in favour of the resolution		Votes in against the resolution	
		Number	% of total number of valid votes cast	Number	% of total number of valid votes cast
Remote E-voting	41,94,257	41,93,157	99.97%	1,100	0.03%
E-voting during AGM	NIL	NIL	NIL	NIL	NIL
Total voting	41,94,257	41,93,157	99.97%	1,100	0.03%

[Handwritten signature]



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 in against the resolution	
		Number	% of total number of valid votes cast	Number	% of total number of valid votes cast
Remote E-voting	41,94,257	41,93,157	99.97%	1,100	0.03%
E-voting during AGM	NIL	NIL	NIL	NIL	NIL
Total voting	41,94,257	41,93,157	99.97%	1,100	0.03%

Resolution No. 3 – As an Ordinary Resolution:

Re-appointment of the current auditors, M/s. CNK & Associates LLP, Chartered Accountants (Firm Registration. No. 101961W/W-100036) as Statutory Auditors of the Company for the second term of five consecutive years.

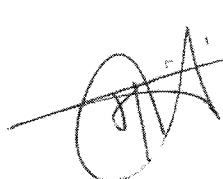
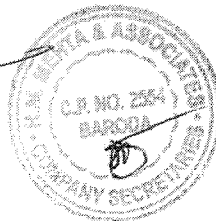
Particulars of mode of voting	Total number of valid votes cast	Votes in favour of the resolution		Votes in against the resolution	
		Number	% of total number of valid votes cast	Number	% of total number of valid votes cast
Remote E-voting	41,94,257	41,93,157	99.97%	1,100	0.03%
E-voting during AGM	NIL	NIL	NIL	NIL	NIL
Total voting	41,94,257	41,93,157	99.97%	1,100	0.03%

SPECIAL BUSINESS:

Resolution No. 4 – As a Special Resolution:

Re-appointment of Mr. Deepak Raval (DIN: 01292764) as a Whole time Director of the Company designated as "Company Secretary".

Particulars of mode of voting	Total number of valid votes cast	Votes in favour of the resolution		Votes in against the resolution	
		Number	% of total number of valid votes cast	Number	% of total number of valid votes cast
Remote E-voting	41,94,257	41,93,157	99.97%	1,100	0.03%
E-voting during AGM	NIL	NIL	NIL	NIL	NIL
Total voting	41,94,257	41,93,157	99.97%	1,100	0.03%

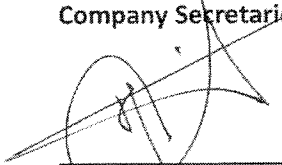



**H. M. MEHTA & ASSOCIATES
COMPANY SECRETARIES**

5. The above mentioned resolutions are deemed to have been passed with requisite majority.
6. 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 M. Mehta
Proprietor
C. P. No.: 2554
FCS No.: F4965
UDIN: F004965B000834673



Place: Vadodara
Date: 01.10.2020

Countersigned by:
For Optimus Finance Limited



Deepak Raval
Company Secretary

