

5th March 2018

BSE/SEC/NS/16/2017-18 To, Bombay Stock Exchange Limited Floor 25, P. J. Towers, Dalal Street, Mumbai- 400 001 Ref : Scrip Code: 533452	NSE/SEC/NS/16/2017-18 To, National Stock Exchange of India Limited Exchange Plaza, Bandra Kurla Complex, Bandra (East), Mumbai- 400 051. Scrip Symbol : WEIZFOREX
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Company Name: Weizmann Forex Limited

Sub: Submission of voting results along with the Scrutinizer's Report pursuant to Regulation 44 (3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015

Dear Sir,

In continuation to our communication with the exchanges vide letters dated 20th January 2018 and 31st January 2018, please see enclosed, scrutinizer's report and results of the Postal Ballot conducted for seeking member's approval to raise funds by issue of securities by the means of special resolution.

The voting period (both for e-voting and ballot) was open from 9.00 AM, 2nd February 2018 and ended at 5.00 PM, 3rd March 2018.

Request you to take the same on record.

For Weizmann Forex Limited



**Shridevi Vungarala
Company Secretary**



CONSOLIDATED SCRUTINIZER'S REPORT

[Pursuant to Section 108 & Section 110 of the Companies Act, 2013 and Companies (Management and Administration) Rules, 2014 as amended]

The Chairman

WEIZMANN FOREX LIMITED

Empire House (Basement),
214, DR. D. N. Road, ENT. A K Nayak Marg,
Fort, Mumbai - 400001.

Dear Sir,

Subject: Passing of Resolution through Postal Ballot and Electronic Voting

Report to the Chairman of the Board of Directors of **WEIZMANN FOREX LIMITED**, a Company incorporated under the Companies Act, 1956 and having its Registered Office at Empire House (Basement), 214, DR. D. N. Road, ENT. A K Nayak Marg, Fort, Mumbai - 400001 on the postal BALLOT conducted by the Company:

- 1) Pursuant to the resolution passed by the Board of Directors of **WEIZMANN FOREX LIMITED** (WFL) on January 20th, 2018, I have been appointed as a scrutinizer to receive, process and scrutinize the Postal Ballot papers in respect of the Special Resolutions to be passed by the Company, as circulated in the Postal Ballot Notice dated January 20th, 2018.
- 2) To enable wider participation of shareholders, pursuant to the provision of Section 108 of the Companies Act, 2013 and the Rules framed there under vide Companies (Management and Administration) Rules, 2014 and pursuant to SEBI's circular no. CIR/CFD/DIL/6/2012 dated 13th July, 2012 as amended by its circular CIR/CFD/POLICYCELL/2/2014 dated 17th April, 2014, Companies listed on BSE Limited (BSE) and National Stock Exchange of India Limited (NSE), required to provide e-voting facility to their shareholders on all resolution to be passed at General Meetings or through Postal Ballot. Since WFL falls within the requirements as specified in the Companies Act, 2013 and the above mentioned circular of SEBI, e-voting which has been made applicable, the Company has provided for the same.



- 3) WFL accordingly made arrangements with System Provider, **National Securities Depository Limited** ("NSDL") for providing a system of recording votes of the shareholders electronically through e-voting. The Company has accordingly made arrangements through its Registrar and Share Transfer Agent, M/s. Bigshare Services Pvt. Ltd (hereinafter referred to as "RTA") to set up e-voting facility on the NSDL e-voting website <https://nsdl.co.in/>
- 4) WFL through RTA has also uploaded the resolution together with the explanatory statement on which e-voting is required and for generating Electronic Voting Sequence Number (EVSN) by the system provider. All the necessary formalities in compliance with the requirements specified by NSDL, has been done by the Company. Necessary instructions in this regard to be followed by the shareholders have also been duly mentioned in the Postal Ballot Notice dated January 20th, 2018 sent to the shareholders by email, who had registered their email-ids with Company and by post to 10459 shareholders. The Register of Members and the List of beneficiary owners as on January 25th, 2018 was made available by the Depositories viz., National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL), for the purpose of despatch of Postal Ballot notice

5)

Reference to the Companies Act, 2013	Type and Description of the Resolution
1. As per sections 23, 42, 62, 179 and any other applicable provisions, if any, of the Companies Act, 2013	Special Resolution: Pursuant to the provisions of sections 23, 42, 62, 179 and any other applicable provisions, if any, for Raising Funds through issue of Securities for an aggregate amount not exceeding Rs. 500 Crore.



- 6) I report that the Postal Ballot notice dated January 20th, 2018 under Section 110 of the Companies Act, 2013, read with Rule 22 under the Chapter on "Management and Administration" as notified by MCA on 27th March, 2014 were dispatched to the shareholders, by courier/Post along with self-addressed pre-paid Business Reply Envelope on 30th January, 2018.
- 7) In addition to the above, Postal Ballot notices were also sent via electronic mode by Company/RTA to the shareholders whose email ids are registered with the Depository Participants as per the data downloaded from the NSDL as on January 25th, 2018 (cut-off date). I further report that as stated in the Notice sent to the shareholders, the Company has fixed 5:00 p.m. on Saturday, 03rd March 2018 as the last date for receipt of Postal Ballots and for E-voting.
- 8) As stated in sub-rule 3 of Rule 20 under the Chapter on "Management and Administration" as notified by MCA on 27th March, 2014 an advertisement was published by the Company in Business Standard, English Newspaper and Tarun Bharat in Marathi Newspaper, on 02nd February, 2018 informing about the completion of despatch of the Postal Ballot notices.
- 9) I report that I have received the Postal Ballot forms from the shareholders during the period commencing from Friday, 2nd February, 2018 to Saturday, 3rd March, 2018. All the Postal Ballot forms together with all votes casted by e-voting through NSDL received up to 5:00 p.m. Saturday, 3rd March, 2018, being the last date fixed by the Company for receipt of Postal Ballot forms/ e-voting, were considered for my scrutiny.
- 10) The Postal Ballot forms received at the Company's address in the name of the Scrutinizer were opened and taken up for scrutiny by me and passed on to RTA. This process was carried out on a weekly basis. During the course of scrutiny of Postal Ballot form I have not come across any mutilated Postal Ballot forms.
- 11) Since E-voting facility was provided by NSDL the details of the E-voting exercised by the shareholders as also the votes exercised through Postal Ballots, which were duly scrutinized and processed, were duly compiled by the RTA. While the details of the E-voting was provided by the system provider, the compilation of the Register, in respect of Postal Ballots containing the statement of shareholders names, folio number, number of shares held, number of votes exercised, votes in favour, votes against and those votes which were rejected, were generated by the RTA which have been duly scrutinized.



- 12) On scrutiny, I report that out of 10459 shareholders, 50 Shareholders have exercised their vote through e-voting and 33 shareholders have exercised their votes through Postal Ballot forms as received. The details of polling results for the item placed for consideration by the shareholders are given below:

A. Postal Ballot	
Number of Forms received from Members	33
Number of Forms rejected/ not considered for reasons as stated below:-	
a. Not signed	-
b. Signature mismatch	-
c. Not voted	-
d. Nil Account	-
e. Voted under both postal ballot and evoting	1
Number of valid Forms (A)	32
B. E-Voting	
Number of members who participated is e-voting	50
Number of Valid E-votes (B)	50
Total (A+B)	82

Note:

- 1) Votes cast in favour or against has been considered on the basis of number of shares held as on the date reckoned for the purpose of Postal Ballot or the no. of shares mentioned in the Postal Ballot, whichever is less.
- 2) One Invalid Postal Ballot was not taken into account for counting of votes.



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The result is as under:

Item No. 1 – Special Resolution

Raising fund through issue of Securities for an aggregate amount not exceeding Rs. 500 Crore

Method of Voting	Votes in Favour of the resolution			Votes Against the resolution		
	No. of members voted	No. of Shares	%age	No. of members voted	No. of Shares	%age
E-voting	49	9202210	99.78	1	20000	0.22
Ballot	29	4491	97.40	3	120	2.60
TOTAL	78	9206701	99.78	4	20120	0.22

Results:

Percentage of votes cast in favour : 99.78%

Percentage of votes cast against : 0.22%

As the number of votes casted in favour of the resolutions is more than the number of votes cast against, I report that the Special Resolutions under Section 110 and Section 108 of the Companies Act, 2013, and the Companies (Management and Administration) Rules, 2014 as set out in notice of Postal Ballot has been passed by the shareholders with requisite majority. The Resolutions is deemed to be passed as on the date of announcement of the result.

- i) I further report that as per the Postal Ballot notice dated January 20th, 2018 and the Board Resolution dated January 20th, 2018 the Chairman or any other as authorized in this regard may declare and confirm the above results of voting by Postal Ballot and E-voting in respect of the resolution referred herein on Monday, 5th March 2018 as intimated to the Stock Exchanges.
- ii) The result of the Postal Ballot and E-voting together with the Scrutinizers Report would have to be displayed on Company's website www.weizmannforex.com and on the website of NSDL within 3 days of passing of the resolution and shall be communicated to the Stock Exchanges.
- iii) I further Report that Rule 22 of the Companies (Management and Administration) Rules, 2014 has been duly complied by the Company. I further report that as per the said Rules, the records maintained by me including the data as obtained from NSDL for the e-voting facility extended by them and also a Register recording the consent or otherwise received from the Shareholders,



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voting through Postal Ballot which includes all the particulars of shareholders such as the names, folio number, DP ID/ Client ID, number of shares held, number of voted, no. of shares assented, no. of shares dissented, no. of shares rejected, ballot paper and other related papers are in my safe custody which will be handed over to the Chairman after he approves and signs the Minutes of the Meeting.

I thank you for the opportunity given to act as a Scrutinizer for the above Postal Ballot and E-voting.

Thanking You,

MARTINHO FERRAO
Scrutinizer
Practicing Company Secretary



Date: March 05, 2018

Place: Mumbai

Countersigned by:



Chetan Mehra

✓ **Chairman**

Weizmann Forex Limited

Date: March 05, 2018

Place: Mumbai