

CANOPY FINANCE LIMITED

(Formerly Known as Kartavya Udyog Viniyog Limited)

CIN: L65910WB1981PLC033821

196 C, C. R. AVENUE

KOLKATA- 700 007

Ph: 033 6502-7275

Website: www.kartavya.info

Email Id: info@kartavya.info

Date: 29/09/2016

To,

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

The Secretary
The Calcutta Stock Exchange Limited
7, Lyons Range,
Kolkata-700001

Dear Sir,

Sub: Declaration of the Voting Results of the 35th Annual General Meeting as per Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

The details of voting results of the 35th Annual General Meeting held on 28th September, 2016 are enclosed in the format prescribed under Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Further, we are enclosing the Consolidated Report of the Scrutinizer on e-voting and poll for the resolutions passed at the 35th Annual General Meeting.

Thanking you,

Yours faithfully,

**FOR CANOPY FINANCE LIMITED
CANOPY FINANCE LTD.**

Ashish Trivedi

Director/Authorised Signatory

Director/Authorized Signatory

Details of Voting Results

Sl. No.	Particulars	Details
1	Date of AGM	28 th September, 2016
2	Total Number of shareholders as on record date	As of cut-off date i.e. 21.09.2016 - 584
3	No. of Shareholders present in the meeting either in person or through proxy: Promoter & Promoter Group Public	 9 4
4.	No of Shareholders attended the meeting through Video Conferencing: Promoter & Promoter Group Public	Not Applicable

Agenda Wise- Results

The Mode of voting for all resolutions was remote e-voting and poll at the Meeting.

1. Resolution: Adoption of the Standalone and Consolidated Financial Statement of the Company for the year ended March 31, 2016, 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	15,31,500	0	0	0	0	0	0
	Poll		15,31,500	100%	15,31,500	0	100%	0
	Postal Ballot (if applicable)		NA	NA	NA	NA	NA	NA
	Total		15,31,500	15,31,500	100%	15,31,500	0	100%
Public Institutional Holders	E-voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		NA	NA	NA	NA	NA	NA
	Total		0	0	0	0	0	0
Public-Non Institution	E-voting	77,61,500	0	0	0	0	0	0
	Poll		8,30,000	10.69%	8,30,000	0	100%	0
	Postal Ballot (if applicable)		NA	NA	NA	NA	NA	NA
	Total		77,61,500	8,30,000	10.69%	8,30,000	0	100%
Total		92,93,000	23,61,500	25.41%	23,61,500	0	100%	0




2. Resolution: The Board decided not to declare any dividend for the Financial Year ended 31st March, 2016.

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	15,31,500	0	0	0	0	0	0
	Poll		15,31,500	100%	15,31,500	0	100%	0
	Postal Ballot (if applicable)		NA	NA	NA	NA	NA	NA
	Total		15,31,500	15,31,500	100%	15,31,500	0	100%
Public Institutional Holders	E-voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		NA	NA	NA	NA	NA	NA
	Total		0	0	0	0	0	0
Public-Non Institution	E-voting	77,61,500	0	0	0	0	0	0
	Poll		8,30,000	10.69%	8,30,000	0	100%	0
	Postal Ballot (if applicable)		NA	NA	NA	NA	NA	NA
	Total		77,61,500	8,30,000	10.69%	8,30,000	0	100%
Total		92,93,000	23,61,500	25.41%	23,61,500	0	100%	0

3. Resolution: To appoint a Director in place of Mr. Om Prakash Trivedi (DIN: 02658047) who retires by rotation and being eligible, offers himself for re-appointment.

Resolution Required:					Ordinary Resolution			
Whether the promoter/promoter group are interested in the agenda/resolution					Yes			
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	15,31,500	0	0	0	0	0	0
	Poll		15,31,500	100%	15,31,500	0	100%	0
	Postal Ballot (if applicable)		NA	NA	NA	NA	NA	NA
	Total		15,31,500	15,31,500	100%	15,31,500	0	100%
Public Institutional Holders	E-voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		NA	NA	NA	NA	NA	NA
	Total		0	0	0	0	0	0

Ashish T. 

Public-Non Institution	E-voting	77,61,500	0	0	0	0	0	0
	Poll		8,30,000	10.69%	8,30,000	0	100%	0
	Postal Ballot (if applicable)		NA	NA	NA	NA	NA	NA
	Total		77,61,500	8,30,000	10.69%	8,30,000	0	100%
Total		92,93,000	23,61,500	25.41%	23,61,500	0	100%	0

4. To appoint M/s A Saraogi & Associates as Statutory Auditors

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	15,31,500	0	0	0	0	0	0
	Poll		15,31,500	100%	15,31,500	0	100%	0
	Postal Ballot (if applicable)		NA	NA	NA	NA	NA	NA
	Total		15,31,500	15,31,500	100%	15,31,500	0	100%
Public Institutional Holders	E-voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		NA	NA	NA	NA	NA	NA
	Total		0	0	0	0	0	0
Public-Non Institution	E-voting	77,61,500	0	0	0	0	0	0
	Poll		8,30,000	10.69%	8,30,000	0	100%	0
	Postal Ballot (if applicable)		NA	NA	NA	NA	NA	NA
	Total		77,61,500	8,30,000	10.69%	8,30,000	0	100%
Total		92,93,000	23,61,500	25.41%	23,61,500	0	100%	0



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.
196/C, C.R. Avenue,
Kolkata-700 007,

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:

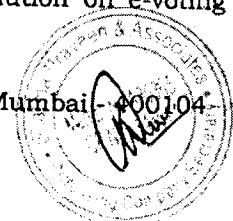
A. Scrutinizing the remote e-voting process under the provision of Section 108 of the Companies Act, 2013 ("Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended ("Rules") and

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, 2016 at the Registered Office of the Company at 196/C, C.R. Avenue, Kolkata-700 007, West Bengal.

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 35th 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 34th 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 Sunday, 25th September, 2016 at 9:00 A.M to Tuesday, 27th September, 2016 at 5:00 P.M and members were requested to cast their votes electronically conveying their assent or dissent in respect of the resolution on e-voting platform provided by CDSL.

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



CS PRAVEEN SHARMA

Practising Company Secretary

9/12, Lal Bazar Street, Mercantile Building, Block - B, 3rd Floor, Room No. 3102
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Tel: 033 - 4008 9235

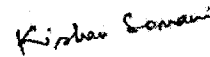
4. The Members of the Company as on "Cut-off date (record date) i.e. 21st September, 2016 were entitled to vote on the resolutions.

5. At the end of the voting period on Tuesday, 27th September, 2016 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, 2016 in the presence of two witnesses, Kishan Somani and Amit Sharma who are not in the employment of the Company. They have signed below in Confirmation of the Votes being unblocked in their presence.



Amit Sharma



Kishan Somani

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, 2016 on the remote evoting 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:

Item Number of notice and brief text of resolution	Votes in favour of the Resolution		Number of votes against the resolution		Invalid Votes
	Number	% of total number of Valid Votes casts.	Number	% of total number of Valid Votes Casts	
1a. Adoption of Standalone Financial Statement of the Company for the year ended March 31, 2016, and the report of the Directors and Auditors thereon.	23,61,500	100%	NIL	NIL	NIL
1b. Adoption of Consolidated Financial Statement of the Company for the year ended March 31, 2016, and the report of the Directors and Auditors thereon.	23,61,500	100%	NIL	NIL	NIL
2. Board Decided not to declare any dividend for the Financial Year, 2016.	23,61,500	100%	NIL	NIL	NIL

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



CS PRAVEEN SHARMA

Practising Company Secretary

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3. To Re-appoint Mr. Om Prakash Trivedi, Director retiring by rotation.	23,61,500	100%	NIL	NIL	NIL
4. To Ratify the Appointment of M/s A. Saraogi & Associates., Chartered Accountant, FRN No. 103446W, as Auditor of the Company.	23,61,500	100%	NIL	NIL	NIL

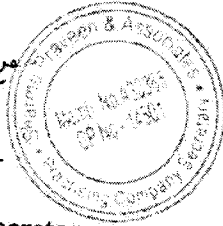
Based on the foregoing, the aforesaid resolutions shall be deemed to have been passed with the requisite majority.

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: 28th September, 2016

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