

Ref. No.

Dated :

To BSE Limited Phiroze Jeejebhoy Towers Dalal Street Mumbai-400001

Subject: - Voting Results as per Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements, 2015

Dear Sir,

In Compliance with the provisions of Regulation 44(3), other applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements, 2015, Section 108 read with Rules and Regulations made thereunder and other applicable provisions of the Companies Act, 2013, we submit herewith the following:

- 1. Voting results as required under Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements, 2015.
- 2. Report of Scrutinizer dated September 27, 2018, Pursuant to Section 108 of the Companies Act, 2013 and Rule 20(4) (xii) of the Companies (Management and Administration) Rules, 2014.

We hope you will find the same in order.

Thanking You,

Yours Faithfully, For Morthlink Fiscal and Capital Services Limited (Sup (Dutt Maria) Chief Executive Officer Place:-Ludhiana

Date: - 27-09-2018

Details of Voting Results

Date of AGM:	26.09.2018
Record Date	17.09.2018
Total Number of Shareholders on record date	658
 No. of Shareholders present in the meeting either in person or through proxy: 	
a) Promoter and Promoter group:	5
b) Public:	12
No. of Shareholders attended the meeting through video conferencing:	
a) Promoter and Promoter group:	0
b) Public:	0

The mode of voting for all the resolutions was:

1. Remote E-voting conducted between 23.09.2018 to 25.09.2018

2. Voting by Ballot at the venue of the meeting.

Given below is the resolution wise result of remote e-voting and ballot voting at the venue.



Item No. 1

Adoption of Companies Audited Financial Accounts including Balance Sheet, Statement of Profit and Loss, Cash Flow Statement together with report of Board of Directors & Auditors for the year ended March 31, 2018

Resolution R (Ordinary/S)	*		Ordinary Resolution					
Whether pro agenda/reso	No							
Category	Mode of Voting	No. of Shares held	No. of Votes Polled	% of Votes Polled on outstand ing shares	No. of votes- In favor	No. of votes- against	% of Votes in favor on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/ (1)]*100	(4)	(5)	(6)=[(4)/(2)] *100	(7)=[(5)/ (2)]*100
Promoter	E-Voting							
and Promoter Group	Poll	30,02,495	30,02,495	100.00	30,02,495		100.00	
	Postal Ballot (If Applicable)							
	Total	30,02,495	30,02,495	100.00	30,02,495		100.00	
Public-	E-Voting							
Institutions	Poll	0						
	Postal Ballot (If Applicable)							
	Total	0						
Public-Non	E-Voting		-				100.00	
Institutions	Poll	22,47,505	25,947	1.15	25,947		100.00	
	Postal Ballot (If Applicable)							
	Total	22,47,505	25,947	1.15	25,947		100.00	
Total		52,50,000	30,28,442	57.68	30,28,442		100.00	



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Item No. 2

Appointment of Smt. Shamli Maria (DIN 02915048) as a Director of the Company who retires by rotation and eligible offer herself for re-appointment.

Resolution R (Ordinary/Sp			Ordinary Resolution					
Whether pro agenda/reso	No							
Category	Mode of Voting	No. of Shares held	No. of Votes Polled	% of Votes Polled on outstand ing shares	No. of votes- In favor	No. of votes- against	% of Votes in favor on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/ (1)]*100	(4)	(5)	(6)=[(4)/(2)] *100	(7)=[(5)/ (2)]*100
Promoter	E-Voting							
and	Poll	30,02,495	30,02,495	100.00	30,02,495		100.00	
Promoter Group	Postal Ballot (If Applicable)							
	Total	30,02,495	30,02,495	100.00	30,02,495		100.00	
Public-	E-Voting							
Institutions	Poll	0						
	Postal Ballot (If Applicable)							
	Total	0						
Public-Non	E-Voting		-				100.00	
Institutions	Poll	22,47,505	25,947	1.15	25,947		100.00	
	Postal Ballot (If Applicable)							
	Total	22,47,505	25,947	1.15	25,947		100.00	
Total		52,50,000	30,28,442	57.68	30,28,442		100.00	



Item No. 3

To Appoint Statutory Auditors and fix their remuneration

Resolution R			Ordinary Resolution No					
(Ordinary/Sp Whether pro	pecial) moter/promoter	group are Inte						
agenda/resol			No					
Category	Mode of Voting	No. of Shares held	No. of Votes Polled	% of Votes Polled on outstand ing shares	No. of votes- In favor	No. of votes- against	% of Votes in favor on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/ (1)]*100	(4)	(5)	(6)=[(4)/(2)] *100	(7)=[(5)/ (2)]*100
Promoter	E-Voting	,						
and	Poll	30,02,495	30,02,495	100.00	30,02,495		100.00	
Promoter Group	Postal Ballot (If Applicable)							
	Total	30,02,495	30,02,495	100.00	30,02,495		100.00	
Public-	E-Voting							
Institutions	Poll	0						
	Postal Ballot (If Applicable)							
	Total	0	-					
Public-Non	E-Voting							
Institutions	Poll	22,47,505	25,947	1.15	25,947		100.00	
	Postal Ballot (If Applicable)							
	Total	22,47,505	25,947	1.15	25,947		100.00	
Total		52,50,000	30,28,892	100.00	30,28,892		100.00	



<u>Item No. 4</u>

To Appoint Ms. Gargee Sehgal as an Non – Executive Director of the Company

Resolution R (Ordinary/Sp			Ordinary Resolution					
Whether pro agenda/reso	No							
Category	Mode of Voting	No. of Shares held	No. of Votes Polled	% of Votes Polled on outstand ing shares	No. of votes- In favor	No. of votes- against	% of Votes in favor on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/ (1)]*100	(4)	(5)	(6)=[(4)/(2)] *100	(7)=[(5)/ (2)]*100
Promoter	E-Voting							
and	Poll	30,02,495	30,02,495	100.00	30,02,495		100.00	
Promoter Group	Postal Ballot (If Applicable)							
	Total	30,02,495	30,02,495	100.00	30,02,495		100.00	
Public-	E-Voting							
Institutions	Poll	0						
	Postal Ballot (If Applicable)							
	Total	0						
Public-Non	E-Voting		-		·		100.00	
Institutions	Poll	22,47,505	25,947	1.15	25,947		100.00	
	Postal Ballot (If Applicable)							
	Total	22,47,505	25,947	1.15	25,947		100.00	
Total		52,50,000	30,28,442	57.68	30,28,442		100.00	



<u>Item No. 5</u>

To Appoint Smt. Shamli Maria as a Managing Director of the Company

Resolution R (Ordinary/Sp			Ordinary Resolution					
Whether promoter/promoter group are Interested in the agenda/resolution?					Yes			
Category	Mode of Voting	No. of Shares held	No. of Votes Polled	% of Votes Polled on outstand ing shares	No. of votes- In favor	No. of votes- against	% of Votes in favor on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/ (1)]*100	(4)	(5)	(6)=[(4)/(2)] *100	(7)=[(5)/ (2)]*100
Promoter	E-Voting							
and	Poll	30,02,495	24,05,704	80.13	24,05,704			
Promoter Group	Postal Ballot (If Applicable)						100.00	
	Total	30,02,495	24,05,704	80.13	24,05,704		100.00	
Public-	E-Voting							
Institutions	Poll	0						
	Postal Ballot (If Applicable)							
	Total	0	-				0	
Public-Non	E-Voting							
Institutions	Poll	22,47,505	25,947	1.15	25,947		100.00	
	Postal Ballot (If Applicable)							
	Total	22,47,505	25,947	1.15	25,947		100.00	
Total		52,50,000	24,31,651	46.31	24,31,651		100.00	

B.K. Gupta & Associates

Company Secretaries

(0) 0161-2407500 0161-5049700 (R) 0161-2303137 (M) 098156-05702

CONSOLIDATED SCRUTINIZER REPORT

(Pursuant to Section 108 & 109 of the Companies Act, 2013 and amended Rule 20 & 21 of the Companies (Management and Administration) Rules, 2014

To The Chairman NORTHLINK FISCAL AND CAPITAL SERVICES LTD

24th Annual General Meeting of the Equity Shareholders of **NORTHLINK FISCAL AND CAPITAL SERVICES LTD** held on 26.09.2018 at 3:00 p.m. at the Registered Office of the Company at 86 Mall Road, Civil Lines, Ludhiana (Pb.) -141001.

Dear Sir,

- I, Bhupesh Gupta of B.K. Gupta & Associates, Practicing Company Secretaries at 49/65, Harpal Nagar, Near Gulmor Hotel, Ferozepur Road, Ludhiana, was appointed as Scrutinizer by the Board of Directors of NORTHLINK FISCAL AND CAPITAL SERVICES LTD for the purpose of scrutinizing e-voting process (remote e-voting) and voting by the use of ballot at the meeting pursuant to Section 108 & 109 of the Companies Act, 2013 read with Rule 20 & 21 of the Companies (Management And Administration) Rules, 2014 in respect of the below mentioned resolutions proposed at the 24th Annual General Meeting of the Equity Shareholders of the Company held on 26.09.2018 at 03:00 p.m. at the Registered Office of the Company at 86 Mall Road, Civil Lines, Ludhiana, submit our report as under.
- The Public Advertisement with respect to dispatch of the notices and conducting of voting through electronic means was published in an English Newspaper "Business Standard" of wide circulation on 05.09.2018 and a Vernacular Newspaper "Desh Sewak" on 05.09.2018.
- 3. The remote e-voting period commenced on **23.09.2018** at **09:00 a.m.** and ended on **25.09.2018** at **05:00 p.m.**, the CDSL Portal was blocked for voting thereafter.
- 4. The Compliance with the provisions of the Companies Act, 2013 and the Rules made thereunder relating to voting through electronic means (by remote e-voting) and voting by ballots by the Shareholders on the resolutions proposed in the Notice of the 24th Annual General Meeting of the Company is the responsibility of the Management. My



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responsibility as a Scrutinizer is to ensure that the voting process both through electronic means and by use of the ballot at the meeting are conducted in a fair and transparent manner and render Consolidate Scrutinizer Report of the total votes cast in the favour or against, if any, to the Chairman on the resolutions, based on the reports generated from the electronic voting system provided by Central Depository Services (India) Limited (CDSL) and the report prepared on the basis of votes casted through ballot process.

- 5. I, hereby submit Consolidated Scrutinizer's Report pursuant to Rule 20(4)(xii) on all the resolutions contained in the Notice of the aforesaid Annual General Meeting.
- 6. The results of the voting is as under:

A. Resolution-1: Ordinary Resolution

Adoption of Companies Audited Balance Sheet, Statement of Profit and Loss, together with report of Board of Auditors & Directors

i. Voting through Electronic Means

a) Voted in **favour** of the resolution:

Number of Members voted	Number of votes cast by them	% of the total number of valid votes cast
0	0	0

b) Voted **against** the resolution:

Number voted	of	Members	Number of votes cast by them	% of the total number of valid votes cast
	0		0	0.00

c) Invalid votes:

Total Number of members whose votes are declared invalid	Total number of votes cast by them
0	0



ii. Voting through Ballot

a) Voted in **favour** of the resolution:

Number voted	of	Members	Number of votes cast by them	% of the total number of valid votes cast
	17		30,28,442	100.00

b) Voted **against** the resolution:

Number voted	of	Members	Number of votes cast b them	y % of the total number of valid votes cast
	0		0	0.00

c) Invalid votes:

Total Number of members whose votes are declared invalid	Total number of votes cast by them
0	0

iii. Consolidated E-Voting And Ballot

a) Voted in **favour** of the resolution:

Number voted	of	Members	Number of votes cast by them	% of the total number of valid votes cast
	17		30,28,442	100.00

b) Voted **against** the resolution:

Number voted	of	Members	Number of votes cast by them	% of the total number of valid votes cast
	0		0	0.00

c) Invalid votes:

Total Number of members whose votes are declared invalid	Total number of votes cast by them
0	0



RESULT FOR RESOLUTION NO.1

As the number of votes cast in favour of Ordinary Resolution mentioned in the Notice of 24th AGM were more than the votes cast against it, I report that the Ordinary Resolution in respect of the above mentioned business has been passed by the Shareholders as Ordinary Resolution.

B. Resolution-2: Ordinary Resolution

Re-appointment of Smt. Shamli Maria as a Director of the Company who retires by rotation.

i. Voting through Electronic Means

a) Voted in **favour** of the resolution:

Number voted	of	Members	Number of votes cast by them	% of the total number of valid votes cast
	0		0	0

b) Voted **against** the resolution:

Number voted	of	Members	Number of votes cast by them	% of the total number of valid votes cast
	0		0	0.00

c) Invalid votes:

Total Number of members whose votes are declared invalid	Total number of votes cast by them
0	0

ii. Voting through Ballot

a) Voted in **favour** of the resolution:

Number	of	Members	Number of votes cast by	% of the total number of
voted			them	valid votes cast
	17		30,28,442	100.00
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b) Voted **against** the resolution:

Number voted	of	Members	Number of votes cast by them	% of the total number of valid votes cast
	0		0	0.00

c) Invalid votes:

Total Number of members whose	Total number of votes cast by them
votes are declared invalid	
0	0

iii. Consolidated E-Voting And Ballot

a) Voted in **favour** of the resolution:

Number voted	of	Members	Number of votes cast by them	% of the total number of valid votes cast
	17		30,28,442	100.00

b) Voted **against** the resolution:

Number voted	of	Members	Number of votes cast by them	% of the total number of valid votes cast
	0		0	0.00

c) Invalid votes:

Total Number of members whose votes are declared invalid	Total number of votes cast by them
0	0

RESULT FOR RESOLUTION NO.2

As the number of votes cast in favour of Ordinary Resolution mentioned in the Notice of 24th AGM were more than the votes cast against it, I report that an Ordinary Resolution in respect of the above mentioned business has been passed by the Shareholders as Ordinary Resolution.



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C. Resolution-3: Ordinary Resolution

To Appoint Statutory Auditors and fix their remuneration

i. Voting through Electronic Means

a) Voted in **favour** of the resolution:

Number voted	of	Members	Number of votes cast by them	% of the total number of valid votes cast
	0	-	0	0

b) Voted **against** the resolution:

Number voted	of	Members	Number of votes cast by them	% of the total number of valid votes cast
	0		0	0.00

c) **Invalid** votes:

Total Number of members whose votes are declared invalid	e Total number of votes cast by them
0	0

ii. Voting through Ballot

a) Voted in **favour** of the resolution:

Number voted	of	Members	Number of votes cast by them	% of the total number of valid votes cast
	17		30,28,442	100.00

b) Voted **against** the resolution:

Number voted	of	Members	Number of votes cast by them	% of the total number of valid votes cast
	0		0	0.00



c) Invalid votes:

Total Number of members whose votes are declared invalid	Total number of votes cast by them
0	0

iii. Consolidated E-Voting And Ballot

a) Voted in **favour** of the resolution:

Number voted	of	Members	Number of votes cast by them	% of the total number of valid votes cast
	17		30,28,442	100.00

b) Voted **against** the resolution:

Number voted	of	Members	Number of votes cast by them	% of the total number of valid votes cast
	0		0	0

c) Invalid votes:

		whose	Total number of votes cast by them
votes are decla	red invalid		
	0	0	

RESULT FOR RESOLUTION NO.3

As the number of votes cast in favour of Ordinary Resolution mentioned in the Notice of 24th AGM were more than the votes cast against it, I report that an Ordinary Resolution in respect of the above mentioned business has been passed by the Shareholders as Ordinary Resolution.



D. Resolution-4: Ordinary Resolution

To Appoint Ms. Gargee Sehgal as an Non - Executive Director of the Company

iv. Voting through Electronic Means

d) Voted in **favour** of the resolution:

Number voted	of	Members	Number of votes cast by them	% of the total number of valid votes cast
	0		0	0

e) Voted **against** the resolution:

Number voted	of	Members	Number of votes cast by them	% of the total number of valid votes cast
	0	n an ann an ann an ann an ann an ann an	0	0.00

f) **Invalid** votes:

Total Number of members who	ose Total number of votes cast by them
votes are declared invalid	
0	0

v. Voting through Ballot

d) Voted in **favour** of the resolution:

Number of voted	Members	Number of votes cast by them	% of the total number of valid votes cast
17	7	30,28,442	100.00

e) Voted **against** the resolution:

Number voted	of	Members	Number of votes cast by them	% of the total number of valid votes cast
	0		0	0.00 ABASSO
				CS ₩ FCS-4590 * CP-5708

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f) Invalid votes:

Total Number of members whose votes are declared invalid	Total number of votes cast by them
0	0

vi. Consolidated E-Voting And Ballot

d) Voted in **favour** of the resolution:

Number voted	of	Members	Number of votes cast by them	% of the total number of valid votes cast
	17		30,28,442	100.00

e) Voted **against** the resolution:

Number o voted	of	Members	Number of votes cast by them	% of the total number of valid votes cast
	0		0	0

f) Invalid votes:

Total Number of members whos	e Total number of votes cast by them
votes are declared invalid	
0	0

RESULT FOR RESOLUTION NO.4

As the number of votes cast in favour of Ordinary Resolution mentioned in the Notice of 24th AGM were more than the votes cast against it, I report that an Ordinary Resolution in respect of the above mentioned business has been passed by the Shareholders as Ordinary Resolution.



E. Resolution-5: Ordinary Resolution

To Appoint Smt. Shamli Maria as a Managing Director of the Company

vii. Voting through Electronic Means

g) Voted in **favour** of the resolution:

Number voted	of	Members	Number of votes cast by them	% of the total number of valid votes cast
	0		0	0

h) Voted **against** the resolution:

Number voted	of	Members	Number of votes cast by them	% of the total number of valid votes cast
	0		0	0.00

i) Invalid votes:

Total	Number	of	members	whose	Total number of votes cast by them
votes a	are declare	ed ir	nvalid		
		0			0

viii. Voting through Ballot

g) Voted in **favour** of the resolution:

Number voted	of	Members	Number of votes cast by them	% of the total number of valid votes cast
	16		24,31,651	100.00

h) Voted **against** the resolution:

Number voted	of	Members	Number of votes cast by them	% of the total number of valid votes
	0		0	6 ⁹ 0.00
				CP-5708

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i) Invalid votes:

Total Number of members whose votes are declared invalid	Total number of votes cast by them
1	596791

ix. Consolidated E-Voting And Ballot

g) Voted in **favour** of the resolution:

Number voted	of	Members	Number of votes cast by them	% of the total number of valid votes cast
	16		24,31,651	100.00

h) Voted **against** the resolution:

Number voted	of	Members	Number of votes cast by them	% of the total number of valid votes cast
	0		0	0

i) Invalid votes:

Total Number of members whose	Total number of votes cast by them	
votes are declared invalid		
1	596791	

RESULT FOR RESOLUTION NO.5

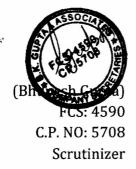
As the number of votes cast in favour of Ordinary Resolution mentioned in the Notice of 24th AGM were more than the votes cast against it, I report that an Ordinary Resolution in respect of the above mentioned business has been passed by the Shareholders as Ordinary Resolution.

7. All relevant records of electronic voting will remain in our safe custody until the Chairman considers, approves and signs the minutes of the 24th Annual Meeting and the same shall be handed over thereafter to the Chairman/Corpany Secretary for safe keeping.
FCS-4590

Thanking You.

Yours faithfully, For B.K. Gupta & Associates

Place: Ludhiana Dated: 27.09.2018



Meeting commenced at 3.00 P.M and concluded at 3.40 P.M

We the undersigned witness that the votes were unblocked from the e-voting website of Central Depository Services (India) Limited (www.evotingindia.com) and also votes polled through ballot were opened and processed in our presence at 04.15 p.m. on 26th September, 2018.

(Ritesh Thaman) 13013, St No.14 Near Industrial area B Ludhiana-141003

(Sandeep) 1936/2 Maharaj Nagar, Ludhiana - 141001