



To,

31<sup>st</sup> December, 2020

**Bombay Stock Exchange Ltd**  
Corporate Relationship Department  
1st Floor, New Trading Ring,  
Rotunda Building, P.J. Towers,  
Dalal Street, Fort, Mumbai- 400001  
(Scrip Code No: 531644)

**Sub: Scrutinizer's Report**

Dear Sir/Madam,

Pursuant to Regulation 44 (3) of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, We wish to enclose herewith the scrutinizer's Report for the businesses transacted at the AGM of the Company held on Wednesday, 30<sup>th</sup> December, 2020.

Kindly take the same on your record.

Thanking You,

**For Tokyo Finance Limited**

**Rekha Bagda**  
Company Secretary



# Virendra Bhatt

Company Secretary

Office :

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Bandra East, Mumbai - 400 051.

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To,  
The Chairman  
**Tokyo Finance Limited**  
Plot No.: 363/1(1,2,3), Shree Ganesh  
Industrial Estate, Kachigaum Road,  
Daman, Daman and Diu - 396210

Dear Sir,

**Sub.: Consolidated Scrutinizer's Report on remote e-voting and the e-voting process during the Annual General Meeting held on Wednesday, 30<sup>th</sup> December, 2020 at 12:00 noon (IST) through video conferencing ('VC') / other audio visual means ('OAVM').**

I, Virendra G. Bhatt, Practicing Company Secretary, was appointed as a Scrutinizer by the Board of Directors of the Tokyo Finance Limited pursuant to Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended, to conduct the remote e-voting process in respect of the below mentioned resolutions proposed at the 26<sup>th</sup> Annual General Meeting ("the AGM") of the Tokyo Finance Limited held on Wednesday, 30<sup>th</sup> December, 2020 at 12:00 noon (IST) through VC / OAVM.

I was also appointed as a Scrutinizer to scrutinize the e-voting process during the said the AGM.

The Company had availed the remote e-voting facility offered by the Central Depository Services (India) Limited (hereinafter referred to as "the CDSL") for conducting remote e-voting by the Members of the Company.

The voting period for remote e-voting commenced on Sunday, 27<sup>th</sup> December, 2020 (9:00 am) and ended on Tuesday, 29<sup>th</sup> December, 2020 (5:00 pm) and the CDSL remote e-voting platform was blocked thereafter.

The Company had also provided e-voting facility to the Members present at the AGM through VC / OAVM only to those Members who had not cast their vote earlier during remote e-voting.



The Members of the Company holding shares as on the "cut-off" date i.e. Wednesday, 23<sup>rd</sup> December, 2020 were entitled to vote on the resolutions as contained in the Notice of the AGM.

After the closure of e-voting during the AGM, the report on voting done during the AGM and the votes cast under remote e-voting facility prior to the AGM were unblocked in presence of the two witnesses and were counted.

I have scrutinized and reviewed the remote e-voting and e-voting during the AGM and votes cast herein based on the data downloaded from the CDSL e-voting system.

The Management of the Company is responsible to ensure compliance with the requirements of the Act and rules relating to remote e-voting and e-voting during the AGM on the resolutions contained in the notice of the AGM.

My responsibility as a scrutinizer for the remote e-voting and e-voting during the meeting is restricted to making a Scrutinizer's Report of the votes cast in favour or against the resolutions.

I now submit my Consolidated Report as under on the result of the remote e-voting and e-voting during the AGM in respect of the said resolutions.



**Ordinary Business:**

**Resolution No.: 1 - Ordinary Resolution**

To receive, consider and adopt the Audited Standalone Financial Statement for the year ended 31<sup>st</sup> March, 2020 and the Report of the Board of Directors and Auditors thereon.

Manner of Voting	Total Votes	Invalid/ Not Voted	Valid Votes
	Nos.	Nos.	Nos.
Combined E-Voting	4587072	0	4587072

The Result of the Remote E - Voting and E- Voting during the AGM is as under:

Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding 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]	$[3]=\frac{[2]}{[1]}*100$	[4]	[5]	$[6]=\frac{[4]}{[2]}*100$	$[7]=\frac{[5]}{[2]}*100$
Promoter & Promoter Group	Combined E-Voting	3264493	3264493	100.0000	3264493	0	100.0000	0.0000
Public Institutions	Combined E-Voting	0	0	0.0000	0	0	0.0000	0.0000
Public Non-Institutions	Combined E-Voting	3705607	1322579	35.6913	1322579	0	100.0000	0.0000
<b>Total</b>		<b>6970100</b>	<b>4587072</b>	<b>65.8107</b>	<b>4587072</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>



## Resolution No.: 2 - Ordinary Resolution

To appoint a Director in place of Mr. Haresh V. Shah Director, who retires by rotation and being eligible, offers himself for re-appointment;

Manner of Voting	Total Votes	Invalid/ Not Voted	Valid Votes
	Nos.	Nos.	Nos.
Combined E-Voting	4587072	0	4587072

The Result of the Remote E - Voting and E- Voting during the AGM is as under:

Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding 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]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
Promoter & Promoter Group	Combined E-Voting	3264493	3264493	100.0000	3264493	0	100.0000	0.0000
Public Institutions	Combined E-Voting	0	0	0.0000	0	0	0.0000	0.0000
Public Non-Institutions	Combined E-Voting	3705607	1322579	35.6913	1322579	0	100.0000	0.0000
<b>Total</b>		<b>6970100</b>	<b>4587072</b>	<b>65.8107</b>	<b>4587072</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>



**Special Business:**

**Resolution No.: 3 - Special Resolution**

**To appointment Mr. Velji Shah, as a managing Director & Chairman of the Company and to fix his remuneration;**

Manner of Voting	Total Votes	Invalid/ Not Voted	Valid Votes
	Nos.	Nos.	Nos.
Combined E-Voting	4587072	0	4587072

**The Result of the Remote E - Voting and E- Voting during the AGM is as under:**

Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding 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]	$[3]=\frac{[2]}{[1]}*100$	[4]	[5]	$[6]=\frac{[4]}{[2]}*100$	$[7]=\frac{[5]}{[2]}*100$
Promoter & Promoter Group	Combined E-Voting	3264493	3264493	100.0000	3264493	0	100.0000	0.0000
Public Institutions	Combined E-Voting	0	0	0.0000	0	0	0.0000	0.0000
Public Non-Institutions	Combined E-Voting	3705607	1322579	35.6913	1322579	0	100.0000	0.0000
<b>Total</b>		<b>6970100</b>	<b>4587072</b>	<b>65.8107</b>	<b>4587072</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>



**Resolution No.: 4 - Special Resolution**

**To approve re-appointment of Mrs. Jagruti Mayurbhai Sanghvi (DIN: 07144651)  
as an Independent Director of the Company**

Manner of Voting	Total Votes	Invalid/ Not Voted	Valid Votes
	Nos.	Nos.	Nos.
Combined E-Voting	4587072	0	4587072

**The Result of the Remote E - Voting and E- Voting during the AGM is as under:**

Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding 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]	$[3]=\frac{[2]}{[1]}*100$	[4]	[5]	$[6]=\frac{[4]}{[2]}*100$	$[7]=\frac{[5]}{[2]}*100$
Promoter & Promoter Group	Combined E-Voting	3264493	3264493	100.0000	3264493	0	100.0000	0.0000
Public Institutions	Combined E-Voting	0	0	0.0000	0	0	0.0000	0.0000
Public Non-Institutions	Combined E-Voting	3705607	1322579	35.6913	1322579	0	100.0000	0.0000
<b>Total</b>		<b>6970100</b>	<b>4587072</b>	<b>65.8107</b>	<b>4587072</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>



**Resolution No.: 5 - Ordinary Resolution**

**To approve and appointment of Mr. Viraj Devang Vora (DIN: 08448823) as an Independent Director (Non- Executive) of the Company**

Manner of Voting	Total Votes	Invalid/ Not Voted	Valid Votes
	Nos.	Nos.	Nos.
Combined E-Voting	4587072	0	4587072

**The Result of the Remote E - Voting and E- Voting during the AGM is as under:**

Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding 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]	$[3]=\frac{[2]}{[1]}*100$	[4]	[5]	$[6]=\frac{[4]}{[2]}*100$	$[7]=\frac{[5]}{[2]}*100$
Promoter & Promoter Group	Combined E-Voting	3264493	3264493	100.0000	3264493	0	100.0000	0.0000
Public Institutions	Combined E-Voting	0	0	0.0000	0	0	0.0000	0.0000
Public Non-Institutions	Combined E-Voting	3705607	1322579	35.6913	1322579	0	100.0000	0.0000
<b>Total</b>		<b>6970100</b>	<b>4587072</b>	<b>65.8107</b>	<b>4587072</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>



All the Resolutions mentioned in Notice of Annual General Meeting as per the details given above stand passed by requisite majority under remote e-voting and voting conducted during the Annual General Meeting by way of e-voting and hence deemed to be passed on the date of the Annual General Meeting.

I hereby confirm that I am maintaining the registers received from the CDSL electronically, in respect of the votes cast through remote e-voting and voting conducted by way of e-voting during the AGM by the members of the Company.

**Thanking You,**

**Yours faithfully,**



**Virendra G. Bhatt**  
**Practicing Company Secretary**  
**ACS No.: 1157 / COP No.: 124**

**Place: Mumbai**

**Date: 30<sup>th</sup> December, 2020**

**UDIN: A001157B001745451**