



To,

02<sup>nd</sup> September, 2021

**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)

Dear Sir/Madam,

**Sub: Scrutinizer's Report**

Pursuant to Regulation 44 (3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, we wish to enclose herewith the Scrutinizer's Report for the business transacted at the AGM of the company held on Wednesday, 01st September, 2021.

Kindly take the same on your record.

Thanking You,

**For Tokyo Finance Limited**

*Haresh V. Shah*

**Haresh Shah**  
Director  
DIN 00008339



# Virendra Bhatt

Company Secretary

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To,

The Chairman

**Tokyo Finance Limited**

363/1(1,2,3), Shree Ganesh Industrial Estate,

Kachigam Road,

Daman, Daman and Diu-396210

Dear Sir,

**Sub.: Consolidated Scrutinizer's Report on remote e-voting and e-voting conducted at the Annual General Meeting pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Amendment Rules, 2015 for the 27<sup>th</sup> Annual General Meeting of the Tokyo Finance Limited held on Wednesday, 01<sup>st</sup> September, 2021 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 and e-voting during the said Annual General Meeting in respect of the below mentioned resolutions proposed at the 27<sup>th</sup> Annual General Meeting ("AGM") of the Tokyo Finance Limited held on Wednesday, 01<sup>st</sup> September, 2021 at 12:00 noon (IST) through VC / OAVM.

The notice dated 30<sup>th</sup> June, 2021, convening the 27<sup>th</sup> Annual General Meeting as confirmed by the Company was sent to the shareholders in respect of the below mentioned resolutions passed at the AGM of the Company through electronic mode to those shareholders whose email addresses were registered with the Company / Depositories, in compliance with the MCA Circular dated 05<sup>th</sup> May, 2020 read with circulars dated 08<sup>th</sup> April, 2020, 13<sup>th</sup> April, 2020 and 13<sup>th</sup> January, 2021 (collectively referred to as "MCA Circulars") and the SEBI Circulars dated 12<sup>th</sup> May, 2020 and 15<sup>th</sup> January, 2021.

The Company had availed the remote e-voting facility offered by the Central Depository Services (India) Limited ('CDSL') for conducting remote e-voting by the Shareholders of the Company.



The voting period for remote e-voting commenced on Sunday, 29<sup>th</sup> August, 2021 at 9:00 a.m. (IST) and ended on Tuesday, 31<sup>st</sup> August, 2021 at 5:00 p.m. (IST). The CDSL remote e-voting platform was blocked thereafter.

The Company had also provided e-voting facility to the shareholders present at the AGM through VC / OAVM for those who had not casted their vote earlier through remote e-voting.

The shareholders of the Company holding shares as on the "cut-off" date of Wednesday, 25<sup>th</sup> August, 2021 were entitled to vote on the resolutions as contained in the Notice of the AGM.

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

I have scrutinized and reviewed the remote e-voting and e-voting during the AGM and votes cast there in 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 the 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.

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





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

**To receive, consider and adopt the Audited Standalone Financial Statement for the year ended 31<sup>st</sup> March, 2021 and the Report of the Board of Directors and Auditors thereon.**

Manner of Voting	Total Votes	Invalid/ Not Voted	Valid Votes
	Nos.	Nos.	Nos.
Remote E-Voting	4310697	0	4310697
E-Voting at AGM	0	0	0
<b>Total</b>	<b>4310697</b>	<b>0</b>	<b>4310697</b>

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

[illegible]

## 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.
Remote E-Voting	4310697	0	4310697
E-Voting at AGM	0	0	0
Total	4310697	0	4310697

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
Shareholders	Remote E-Voting	3895423	3895423	100.00%	3895423	0	100.00%	0.00%
Shareholders	E-Voting at AGM	0	0	0.00%	0	0	0.00%	0.00%
Total		3895423	3895423	100.00%	3895423	0	100.00%	0.00%
Employees	Remote E-Voting	0	0	0.00%	0	0	0.00%	0.00%
Employees	E-Voting at AGM	0	0	0.00%	0	0	0.00%	0.00%
Total		0	0	0.00%	0	0	0.00%	0.00%
Debt Holders	Remote E-Voting	415289	415289	100.00%	415289	0	100.00%	0.00%
Debt Holders	E-Voting at AGM	0	0	0.00%	0	0	0.00%	0.00%
Total		415289	415289	100.00%	415289	0	100.00%	0.00%
Grand Total		4310697	4310697	100.00%	4310697	0	100.00%	0.00%



### Resolution No.: 3 - Special Resolution

#### Reclassification of Promoters of the Company as Public Shareholders.

Manner of Voting	Total Votes	Promoters voted but not counted*	Valid Votes
	Nos.	Nos.	Nos.
Remote E-Voting	4310697	3895428	415269
E-Voting at AGM	0	0	0
Total	4310697	3895428	415269

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	No. of Votes - in favour	No. of Votes - against	% of Votes in favour	% of Votes against
Category 1	Remote E-Voting	4310697	3895428	90.14	3895428	0	90.14	0.00
Category 2	E-Voting at AGM	0	0	0.00	0	0	0.00	0.00
Total		4310697	3895428	90.14	3895428	0	90.14	0.00



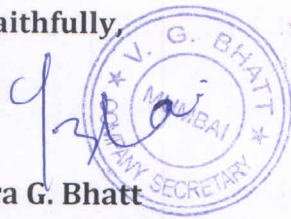


All the Resolutions mentioned in Notice of Annual General Meeting as per the details given above stand passed by requisite majority under remote e-voting and voting conducted during the Annual General Meeting by way of e-voting and hence deemed to be passed on the date of the Annual General Meeting.

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 AGM by the shareholders of the Company.

**Thanking You,**

**Yours faithfully,**



**Virendra G. Bhatt**

**Practicing Company Secretary**

**ACS No.: 1157 / COP No.: 124**

**Peer Review Cert. No.: 1439/2021**

**Place: Mumbai**

**Date: 01<sup>st</sup> September, 2021**

**UDIN: A001157C000869706**