

RADIANT FINANCIAL SERVICES LTD.

CIN : L65991WB1991PLC053192

Regd. Office : P-355, KEYATALA ROAD, KOLKATA - 700 029
Phone : (033) 2464 3717, (033) 4064 8252, Fax : 91 33 2464 5665
Visit us at : www.radiantfinancialservices.com
E-mail : rfsl@rediffmail.com

RFSL/ 047 /2015

Date: 14/08/2015

To,
The Calcutta Stock Exchange Ltd.
Listing Department,
7, Lyons Range,
Kolkata - 700 001

Sub: Clause 35A of the Listing Agreement - Disclosure of Voting Results of the 24th Annual General Meeting of the Company held on 12th August, 2015

Ref Scrip Code: 028163

At the 24th Annual General Meeting ("AGM") of the Members of the Company held on Wednesday, the 12th day of August, 2015 at 1, R.N. Mukherjee Road, Martin Burn House, 5th Floor, Room No.11, Kolkata - 700 001 at 11.30 A.M., all the items of business contained in the Notice of the AGM were approved by the Shareholders.

The details of the voting results at the AGM are enclosed in the format prescribed under Clause 35A of the Listing Agreement.

Further we are also enclosing the consolidated report of the Scrutinizer on e-voting and physical ballot voting at the AGM.

The above are also uploaded on the Company's website.

This is for your information and records.

Yours faithfully,
For **Radiant Financial Services Limited**



Abhishek Kayan
Managing Director
DIN: 00195504

**Address: 49A/1 Tollygunge Circular Road,
Kolkata - 700 053**

Encl: As stated above

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Details as per Clause 35A of the Listing Agreement with Stock Exchange

Date of AGM	:	12/08/2015
Total number of Shareholders on record date	:	301
No. of shareholders present in the meeting either in person or through proxy:- Promoters and Promoter Group	:	3
Public	:	21
No of shareholders attended the meeting through Video conferencing:- Promoter and Promoter Group	:	N.A.
Public	:	N.A.

Item No.	Details of the Agenda	Resolution required (Ordinary/Special)	Mode of voting: (Show of hands/ Postal ballot/E-voting):	Remarks
1.	Adoption the Audited Statement of Profit and Loss for the year ended March 31, 2015 and the Balance Sheet as at that date together with the Reports of the board of Directors and the Auditors thereon	Ordinary	E-voting and Voting through Ballot at AGM	Passed with requisite majority
2.	Re-appointment of a Director in place of Manish Dalmia (holding DIN 00264752) who retires by rotation and being eligible offers himself for re-appointment.	Ordinary	E-voting and Voting through Ballot at AGM	Passed with requisite majority
3.	Re-appointment of M/s Kumar Pradeep & Co., Chartered Accountants (FRN 309009E) as Statutory Auditors to hold office until the conclusion of the next Annual General Meeting and at such remuneration as mutually agreed between the Auditors and the Board of Directors of the Company.	Ordinary	E-voting and Voting through Ballot at AGM	Passed with requisite majority
4.	Appointment of Mr. Abhishek Kayan (DIN: 00195504) as Director	Ordinary	E-voting and Voting through Ballot at AGM	Passed with requisite majority
5.	Appointment of Mr. Abhishek Kayan (DIN: 00195504) as Managing Director and approval of remuneration	Ordinary	E-voting and Voting through Ballot at AGM	Passed with requisite majority
6.	Adoption of newly substituted Articles of Association of the Company	Special	E-voting and Voting through Ballot at AGM	Passed with requisite majority

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Item Nos. 1, 2, 3, 4, 5, and 6

Promoter/ Public	No of shares held	No. of votes polled	% of votes polled on outstanding shares	No. of votes - 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 and Promoter Group	2314080	2311980	99.90	2311980	0	100.00	0
Public Institutional holders	324200	0	0.00	0	0	0	0
Public - Others	2347420	1638681	69.80	1638681	0	100.00	0
Total	4985700	3950661	79.24	3950661	0	100.00	0

For Radiant Financial Services Limited



Abhishek Kayan
Managing Director
DIN: 00195504

Address: 49A/1 Tollygunge Circular Road,
Kolkata - 700 053



SCRUTINIZER'S REPORT

To,

The Chairman of Twenty - Fourth Annual General Meeting of the members of Radiant Financial Services Limited, held on Wednesday, 12th August, 2015 at 11.30 A.M. at Martin Burn House, 1 R.N. Mukherjee Road, Room No. 11, Kolkata-700 001.

Sub: Passing of Resolutions through Electronic voting and Poll pursuant to section 108 of the companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended

Sir,

I, CS Kamal Kumar Sharma, Practicing Company Secretary (CP No. 4057), have been appointed as Scrutinizer as per the letter dated 21.05.2015 in terms of the provisions of Section 108 of the Companies Act 2013 read with Companies (Management and Administration) Amendment Rules, 2015 and clause 35B of the Listing Agreement for the purpose of scrutinizing the process of Remote Electronic Voting as well as the voting to be conducted at the venue of the Annual General Meeting held on Wednesday, August 12, 2015 on the below mentioned resolution(s) on agenda as contained in the notice dated 21.05.2015, submit my report as under-

1. Dispatch of Notice convening the Meeting:

The Company has informed that on the basis of the Register of Members and the lists of Beneficiary owners made available by the depositories viz., National Securities Depository Limited (NSDL), and Central Depository Services (India) Limited (CDSL), the Company completed dispatch of the Notice convening the AGM on July 7, 2015 as follows:

- i) By courier to those shareholders whose email addresses are not registered with the Company/Depositories.
- ii) By email to the members whose email addresses are registered with the Company/Depositories for communication purpose.

The same was also placed on the website of the Company.

2. Publication of Notice in the newspapers:

The Public Advertisement with respect to dispatch of notices and conducting of voting through electronic means was published in Business Standard (All editions) on July 08, 2015 and Arthik Lipi (Kolkata Edition) on July 9, 2015.





3. Cut-off date

The Voting rights were reckoned as on August 05, 2015 being the Cut-off date for the purpose of deciding the entitlements of members at the remote e-voting and voting at the AGM.

4. Remote E-Voting:

The Company had made available Remote e-voting facility to its Members and the Remote e-voting period commenced from 9.00 a.m. on Sunday, August 09, 2015 and ended at 5.00 p.m. on Tuesday, August 11, 2015 and thereafter was blocked by NSDL for remote e-voting. The Members were required to cast their votes electronically conveying their assent or dissent in respect of the Ordinary/Special Resolutions, on the e-voting platform provided by NSDL.

5. Voting at the AGM:

Pursuant to Rule 20 (4) (xiii) of the Companies (Management and Administration) Amendment Rules, 2015, for the purpose of ensuring that members who have cast their votes through remote e-voting do not vote again at the AGM, after closure of period of Remote e-voting, Share transfer agent generated a list for providing details relating to members who have cast their votes through remote e-voting, such as their names, folios, numbers of shares held by them.

At the venue of the 24th Annual General Meeting, the Company had conducted voting through Ballot Paper for those members present in the meeting but could not participate in the Remote e-voting to record their votes.

6. Process of scrutiny and counting of votes:

- i) One ballot box kept for the purpose of depositing the ballots for casting of votes was locked in my presence with due identification marks placed by me.
- ii) After the voting at the AGM was concluded, the locked ballot box was subsequently opened in my presence and in the presence of two witnesses (not in the employment of the Company), and ballot papers were diligently scrutinized. The ballot papers, which were incomplete and/ or which were otherwise found defective have been treated as invalid and kept separately.
- iii) The ballot papers/votes were reconciled with the records maintained by M/s R & D Infotech Pvt. Ltd., the Registrar and Transfer Agents of the Company and the authorizations/ proxies lodged with the Company.
- iv) I unblocked the remote e-voting results on the NSDL e-voting platform before Ms. Aprajita Bharti and Mr. Pintu Jaiswal who acted as the witnesses, as prescribed in Sub Rule 4(xii) and the said Rule 20 and downloaded the e-voting results.





7. Consolidated Results:

The Consolidated Results with respect to each item on the agenda as set out in the Notice of the 24th AGM dated August 12, 2015 are enclosed as Annexure 1 to Annexure 4.

8. It is observed that 17 Members had cast their votes through remote e-voting and 20 Members had cast their votes through Ballot Paper at the AGM venue of which 3 Ballot Paper aggregating 121 shares have been considered as invalid since there was signature and e-mail id mismatch.
9. Based on the afore said results five Ordinary Resolutions and one Special Resolution as contained in Item No. 1 to Item No. 6 of the Notice dated 21st May, 2015 have been passed.
10. List of members both remote e-voting as well as voting at the AGM, containing the details of the members who voted "For" or "Against" and those whose votes were considered as invalid have been handed over to the Chairman who is authorized by the board along with all other relevant records.

Thanking You
Yours faithfully,

Kamal K. Sharma

(CS Kamal Kumar Sharma)
(Company Secretaries)
FCS No: 3337
CP No: 4057



Place : Kolkata

Dated : 13th August' 2015



Annexure-1

Item no 1- To receive consider and adopt the Audited Statement of P and L for the year end

Agenda No:1	Type of Resolution : Ordinary
Description:	To receive, consider and adopt the Audited Statement of Profit and Loss for the year ended March 31, 2015 and the Balance Sheet as at that date together with the Reports of the Board of Directors and the Auditors thereon.

Particulars	No. of Members			No. of Votes contained in			Percentage
	E-votes	Poll	Total	E-votes	Poll	Total	%
Assent	17	17	34	3947745	2916	3950661	100
Descent	0	0	0	0	0	0	0
Total	17	17	34	3947745	2916	3950661	100

Based on the aforesaid result, the **Ordinary Resolution** as contained in Item No 1 of Notice dated May 21, 2015 has been passed with requisite majority.

Item no 2- To appoint Mr. Manish Dalmia a Director of the Company

Agenda No:2	Type of Resolution : Ordinary
Description:	To appoint a Director in place of Mr. Manish Dalmia (holding DIN 00264752), who retires by rotation at this Annual General Meeting and being eligible offers himself for re-appointment.

Particulars	No. of Members			No. of Votes contained in			Percentage
	E-votes	Poll	Total	E-votes	Poll	Total	%
Assent	17	17	34	3947745	2916	3950661	100
Descent	0	0	0	0	0	0	0
Total	17	17	34	3947745	2916	3950661	100

Based on the aforesaid result, the **Ordinary Resolution** as contained in Item No 2 of Notice dated May 21, 2015 has been passed with requisite majority.



Item no 3- Appointment of Auditors of the Company

Agenda No:3	Type of Resolution : Ordinary
Description:	To appoint M/s Kumar Pradeep & Co., Chartered Accountants (FRN 309009E), the retiring Auditors as Statutory Auditors to hold office from the conclusion of this Annual General Meeting upto the conclusion of the next Annual General Meeting and to authorise the Board of Directors to fix their remuneration as may be mutually agreed with the Auditors.

Particulars	No. of members			No. of Votes contained in			Percentage
	E-votes	Poll	Total	E-votes	Poll	Total	
Assent	17	17	34	3947745	2916	3950661	100
Descent	0	0	0	0	0	0	0
Total	17	17	34	3947745	2916	3950661	100

Based on the aforesaid result, the **Ordinary Resolution** as contained in Item No 3 of Notice dated May 21, 2015 has been passed with requisite majority.

Item no 4- Appointment of Mr. Abhishek Kayan as Director

Agenda No: 4	Type of Resolution : Ordinary
Description:	RESOLVED THAT Mr. Abhishek Kayan (holding DIN: 00195504) who was appointed as an Additional Director of the Company by the Board of Directors w.e.f. September 29, 2014 and holds office upto the date of this Annual General Meeting and in respect of whom the Company has received a notice in writing from a member proposing his candidature for the office of Director under section 160 of the Companies Act, 2013, be and is hereby appointed as Director of the Company.

Particulars	No. of Members			No. of Votes contained in			Percentage
	E-votes	Poll	Total	E-votes	Poll	Total	
Assent	17	17	34	3947745	2916	3950661	100
Descent	0	0	0	0	0	0	0
Total	17	17	34	3947745	2916	3950661	100

Based on the aforesaid result, the **Ordinary Resolution** as contained in Item No 4 of Notice dated May 21, 2015 has been passed with requisite majority.





Annexure-3

Item no 5- Appointment of Mr. Abhishek Kayan as Managing Director and approval of remuneration

Agenda No: 5	Type of Resolution : Ordinary
Description:	<p>RESOLVED THAT pursuant to the provisions of Section 196, 197, 203 and all other applicable provisions, if any, of the Companies Act, 2013 (including any statutory modification thereof from time to time or any re-enactment thereof or the time being in force) (the act read with Schedule V to the said Act, for such part of the period where relevant Sections and Schedule were in force, consent of the members of the Company be and is hereby accorded to appoint Mr. Abhishek Kayan as Managing Director of the Company for a term of five years with effect from September 29,2014.</p> <p>FURTHER RESOLVED THAT pursuant to the provisions of Section 196, 197, 203 and all other provisions, if any, of the Companies Act, 2013 and rules made there under consent of the members of the company be and is hereby accorded for payment of remuneration to Mr. Abhishek Kayan..... the details of which are given in the Explanatory Statement annexed hereto.</p> <p>FURTHER RESOLVED THAT the Board of Directors or any committee thereof, be and is hereby authorized to amend, alter, modify or vary the terms and conditions of appointment of Mr. Abhishek Kayan.....limits specified under the relevant provisions of the Companies Act, 2013.</p>

Particulars	No. of Members			No. of Votes contained in			Percentage
	E-votes	Poll	Total	E-votes	Poll	Total	
Assent	17	17	34	3947745	2916	3950661	100
Descent	0	0	0	0	0	0	0
Total	17	17	34	3947745	2916	3950661	100

Based on the aforesaid result, the Ordinary Resolution as contained in Item No 5 of Notice dated May 21, 2015 has been passed with requisite majority.





Item no 6- Adoption of newly substituted Articles of Association of the Company

Agenda No: 6	Type of Resolution : Special
Description:	RESOLVED THAT pursuant to the provisions of section 14 and all other applicable provisions of Companies Act, 2013 ('the Act'), Schedule I made there under, read with the Companies (Incorporation Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), the new set of Articles of Association pursuant to the Act primarily based on the Form of Table F under the Act, be and is hereby approved and adopted as new set of Articles of Association of the company in the place of and exclusion of existing Articles of Association

Particulars	No. of Members			No. of Votes contained in			Percentage
	E-votes	Poll	Total	E-votes	Poll	Total	%
Assent	17	17	34	3947745	2916	3950661	100
Descent	0	0	0	0	0	0	0
Total	17	17	34	3947745	2916	3950661	100

Based on the aforesaid result, the Special Resolution as contained in Item No. 6 of Notice dated May 21, 2015 has been passed with requisite majority.

Kamal K. Sharma

(CS Kamal Kumar Sharma)

(Company Secretary)

FCS No: 3337

CP No: 4057



Place : Kolkata

Dated : 13th August' 2015