

VENTURA GUARANTY

September 29, 2017

To,
BSE Limited,
Corporate Relationship Department,
P.J. Towers,
Dalal Street, Fort,
Mumbai - 400 001
Ph: 22721233, Fax: 22723121/3719

Scrip Code: 512060

Dear Sir,

Subject: Disclosure of Voting Results at Thirty Third Annual General Meeting of the Company held on September 27, 2017 as per the requirements of Regulation 44 (3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015

This is to inform you that all the items of business contained in the Notice of Thirty Third Annual General Meeting of Ventura Guaranty Limited held on Wednesday, September 27, 2017 at the Registered Office of the Company situated at 'Dhannur', E-15, Sir P. M. Road, Fort, Mumbai - 400001 have been approved and passed by the Shareholders with requisite majority.

The details of the combined voting results (i.e. result of e-voting together with that of the poll) conducted at the AGM are enclosed in the prescribed format.

Further, the Scrutinizer's Report on the combined voting result is also attached herewith.

Thanking You,

Yours Faithfully,

For VENTURA GUARANTY LIMITED


SUDHA GANAPATHY

COMPANY SECRETARY & COMPLIANCE OFFICER



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DATE OF AGM	September 27, 2017
Total Number of Shareholders on Record Date: - Cut-off date for ascertaining voting rights of Members i.e. on September 20, 2017	113
No. of shareholders present in the meeting either in person or through proxy: - Promoter and Promoter Group: - Public:	3 4
Number of Shareholders attended the Meeting through Video Conferencing - Promoter and Promoter Group: - Public:	Not Applicable



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AGENDA-WISE

The Mode of voting for all the resolutions was:

1. E-voting conducted between September 22, 2017 to September 26, 2017;
2. Poll conducted at the Meeting.

Given below is the resolution wise combined result of e-voting and Poll.

Resolution No. 1

Consider, approve and adopt the Audited Balance Sheet as at March 31, 2017, the Statement of Profit and Loss and Cash Flow Statement for the year ended on that date, both on Standalone and Consolidated basis, together with the Reports of the Board of Directors and Auditors thereon.

Resolution required (Ordinary/Special)	Ordinary
Whether promoter/promoter group are interested in the agenda/resolution	No

Promoter / Public	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 and Promoter Group	2,267,658	1,665,100	73.43	1,665,100	0	100	0
Public-Institutional holders	0	0	0	0	0	0	0
Public-Others	927,142	194,750	21.01	194,750	0	100	0
Total	3,194,800	1,859,850	58.21	1,859,850	0	100	0



VENTURA GUARANTY LIMITED Dhannur, 15, Sir. P.M. Road, Fort, Mumbai - 400 001. Telefax : 022-2266 0969

Registered Office : VENTURA GUARANTY LIMITED Dhannur, 15, Sir. P.M. Road, Fort, Mumbai - 400 001.
CIN : L29299MH1984PLC034106

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Resolution No. 2

Appointment of a Director in place of Mrs. Saroja Malik, (DIN: 00400421) who retires by rotation and being eligible, offers herself for re-appointment.

Resolution required (Ordinary/Special)	Ordinary
Whether promoter/promoter group are interested in the agenda/resolution	Yes Please refer Note 1

Promoter / Public	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 and Promoter Group	2,267,658	413,600	18.24	413,600	0	100	0
Public-Institutional holders	0	0	0	0	0	0	0
Public-Others	927,142	194,750	21.01	194,750	0	100	0
Total	3,194,800	608,350	19.04	608,350	0	100	0

Note 1: Mrs. Saroja Malik and Mr. Sajid Malik are interested as it relates to appointment of Mrs. Saroja Malik and have not voted.



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Resolution No. 3

Appointment of a Director in place of Mr. Jaidev Shroff, (DIN: 00191050) who retires by rotation and being eligible, offers himself for re-appointment.

Resolution required (Ordinary/Special)	Ordinary
Whether promoter/promoter group are interested in the agenda/resolution	Yes Please refer Note 2

Promoter / Public	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 and Promoter Group	2,267,658	1,665,100	73.43	1,665,100	0	100	0
Public-Institutional holders	0	0	0	0	0	0	0
Public-Others	927,142	194,750	21.01	194,750	0	100	0
Total	3,194,800	1,859,850	58.21	1,859,850	0	100	0

Note 2: Mr. Jaidev Shroff and Mrs. Sandra Shroff are interested as it relates to the appointment of Mr. Jaidev Shroff.



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Resolution No. 4

Ratification of Appointment of CNK & Associates, LLP, Chartered Accountants, Mumbai, as the Statutory Auditors of the Company.

Resolution required (Ordinary/Special)	Ordinary
Whether promoter/promoter group are interested in the agenda/resolution	No

Promoter / Public	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 and Promoter Group	2,267,658	1,665,100	73.43	1,665,100	0	100	0
Public-Institutional holders	0	0	0	0	0	0	0
Public-Others	927,142	194,750	21.01	194,750	0	100	0
Total	3,194,800	1,859,850	58.21	1,859,850	0	100	0



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Resolution No. 5

Regularization of appointment of Whole Time Director

Resolution required (Ordinary/Special)	Ordinary
Whether promoter/promoter group are interested in the agenda/resolution	Yes Please refer Note 3

Promoter / Public	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 and Promoter Group	2,267,658	1,251,500	55.19	1,251,500	0	100	0
Public-Institutional holders	0	0	0	0	0	0	0
Public-Others	927,142	194,750	21.01	194,750	0	100	0
Total	3,194,800	1,446,250	45.27	1,446,250	0	100	0

Note 3: Mr. Hemant Majethia has not voted as it relates to his appointment.





264, Maru Sadan, N. C. Kelkar Road, Dadar, Mumbai - 400 028. ☎ Off. 2430 7707
1, Tara (Gretas) House, 166-B, Bhagat Lane, Mahim, Mumbai - 400 016. ☎ Off. 2430 4882
E-mail : cadbdixit@gmail.com

To,
The Chairman,
Ventura Guaranty Limited,
'Dhannur', E-15, Sir P. M. Road,
Fort, Mumbai- 400001

Dear Sir,

At the outset, I would like to thank you for entrusting me with the task of scrutinizing the remote e-Voting and voting by assent-dissent forms (Poll/ physical ballot) by the Shareholders at the Annual General Meeting of your Company held on Wednesday, September 27, 2017.

Please find enclosed, the Report on remote E-Voting, facility of voting through Ballot in case of Shareholders not having access to remote e-voting and Poll conducted at the venue of the AGM. The report on Remote E-Voting is based on the data downloaded from the Remote E-voting platform provided by Central Depository Services Limited (CDSL) and the Report on Voting on Poll / Physical Ballots is based on the data provided/ authenticated by your Registrar and Share Transfer Agent.

I trust you will find the Report to be comprehensive and self-explanatory in all respects. I will however be happy to answer your queries, if any, on the same and assure you of best services at all times.

Dattatray B. Dixit
Chartered Accountant
Membership No. 40032



Date: September 28, 2017
Place: Mumbai

264, Maru Sadan, N. C. Kelkar Road, Dadar, Mumbai - 400 028. ☎ Off. 2430 7707
1, Tara (Gretas) House, 166-B, Bhagat Lane, Mahim, Mumbai - 400 016. ☎ Off. 2430 4882
E-mail : cadbdixit@gmail.com

Form No. MGT-13

Report of Scrutinizer

[Pursuant to Section 109 of the Companies Act, 2013 and Companies
(Management and Administration) Rules, 2014 as amended]

To,
The Chairman,
Ventura Guaranty Limited,
'Dhannur', E-15, Sir P. M. Road,
Fort, Mumbai- 400001

Thirty Third Annual General Meeting of the Equity Shareholders of Ventura Guaranty Limited held on Wednesday, September 27, 2017 at 'Dhannur', E-15, Sir P. M. Road, Fort, Mumbai-400001

Dear Sir,

I, Mr. Dattatray B. Dixit, appointed as Scrutinizer for the purpose of the poll taken on the below mentioned resolutions at the Thirty Third Annual General Meeting of the Equity Shareholders of Ventura Guaranty Limited held on Wednesday, September 27, 2017 at 'Dhannur', E-15, Sir P. M. Road, Fort, Mumbai-400001, submit my report as under:

1. After the time fixed for closing of the poll by the Chairman, one ballot box kept for polling was locked in my presence with due identification marks placed by me.
2. The locked ballot box was subsequently opened in my presence and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Company / Registrar and Transfer Agent of the Company and the authorizations lodged with the Company.
3. I did not find any poll papers invalid.
4. The result of the Poll is as under:



a) **Resolution No. 1 - Adoption of Accounts, Report of the Auditors and Directors thereon**

i. Voted **in favour** of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
4	194,750	100

ii. Voted **against** the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	0

iii. **Invalid** votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
0	0

b) **Resolution No. 2 - Appointment of a Director in place of Mrs. Saroja Malik, (DIN: 00400421), who retires by rotation and being eligible, seeks re-appointment**

i. Voted **in favour** of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
4	194,750	100

ii. Voted **against** the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	0



iv. **Invalid votes:**

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
0	0

c) **Resolution No. 3 - Appointment of a Director in place of Mr. Jaidev Shroff, (DIN: 00191050) who retires by rotation and being eligible, seeks re-appointment**

i. Voted **in favour** of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
4	194,750	100

ii. Voted **against** the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	0

iii. **Invalid votes:**

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
0	0

d) **Resolution No. 4 - Ratification of appointment of CNK & Associates, LLP., Chartered Accountants, (ICAI Registration No. 101961W / W - 100036), Mumbai, as Statutory Auditors of the Company**

i. Voted **in favour** of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
4	194,750	100

ii. Voted **against** the resolution:



Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	0

iii. **Invalid** votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
0	0

e) **Resolution No. 5 - Regularization of appointment of Mr. Hemant Majethia as the Whole Time Director**

i. Voted **in favour** of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
4	194,750	100

ii. Voted **against** the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	0

iii. **Invalid** votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
0	0

5. A Compact Disc (CD) containing a list of Equity Shareholders who voted "FOR", "AGAINST" and those whose votes were declared invalid for each resolution is enclosed.
6. The Poll papers and all other relevant records were sealed and handed over to Company Secretary / Director authorized by the Board for safe keeping.



Thanking you,

Yours faithfully,



Dattatray B. Dixit
Chartered Accountant
Membership No. 40032



Place: Mumbai

Date: September 28, 2017