



# WELPLACE PORTFOLIO & FINANCIAL CONSULTANCY SERVICES LTD.

Reg. Office : 613/B, Mangal Aarambh, Near MC Donalds, Korakendra, Off. S.V. Road, Borivali (W), Mumbai - 400 092.  
Tel. : 28335999 Fax : 28995998 E-mail : welplaceportfolio@gmail.com Website : www.welplaceportfolio.com  
CIN : L67120MH1994PLC082540

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**Date: 19/12/2016**

To,  
The Department of Corporate Services,  
**Bombay Stock Exchange Limited**  
14<sup>th</sup> Floor, P.J. Towers,  
Dalal Street, Mumbai - 400 001.

**Ahmedabad Stock Exchange,**  
Kamdheni Complex, opp. Sahajanand College,  
120 Feet Ring Road, Panjara Pol,  
Ahmedabad - 380015.

Dear Sir/ Madam,

**Sub: Intimation of the voting results of the Postal Ballot of Welplace Portfolio And Financial Consultancy Services Limited (' the Company') as per Regulation 44 (3) of the SEBI (Listing Obligation & Disclosure Requirement), 2015**

Pursuant to Regulation 44 (3) of the SEBI (Listing Obligation & Disclosure Requirement), 2015, please find enclosed herewith the details of voting results of the Postal Ballot of the Company.

The Resolution set forth in the above mentioned Notice has been passed with requisite majority.

Further please find enclosed Scrutinizer's Report issued by Mrs. Dipika Biyani, Practicing Company Secretary.

Please take the same on your record.

Thanking You,

Yours Faithfully,

**For Welplace Portfolio & Financial Consultancy Services Limited**

*Dr. Mehta*  
**Deepak Mehta**  
**Director**  
**DIN: 00046696**



**Encl : A/A**

<b>Date of the Postal Ballot</b>	<b>17th December, 2016</b>
<b>Total number of shareholders on record date :</b>	<b>1203</b>
<b>No. of shareholders present in the meeting either in person or through proxy:</b> Promoters and Promoter Group: Public:	<b>NOT APPLICABLE</b>
<b>No. of Shareholders attended the meeting through Video Conferencing</b> Promoters and Promoter Group: Public :	<b>NOT APPLICABLE</b>

**Agenda - wise disclosure**

**Resolution No. 1- Special Resolution: Change In Object Clause**

Resolution required: (Ordinary/ Special)				Special				
Whether promoter/ promoter group are interested in the agenda/resolution?				No				
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares $(3)=[(2)/(1)]*100$	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled $(6)=[(4)/(2)]*100$	% of Votes against on votes polled $(7)=[(5)/(2)]*100$
Promoter and Promoter Group	E-Voting	NIL	0	0	0	0	0	0
	Poll		0	0	0	0	0	
	Postal Ballot		0	0	0	0	0	
	<b>Total</b>	<b>NIL</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>
Public-Institutions	E-Voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	
	Postal Ballot		0	0	0	0	0	
	<b>Total</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>
Public-Non Institutions	E-Voting	5100400	626700	12.287	626700	Nil	100	0
	Poll		0	0	0	0	0	
	Postal Ballot		689901	13.526	689901	Nil	100	0
	<b>Total</b>	<b>5100400</b>	<b>1316601</b>	<b>25.813</b>	<b>1316601</b>	<b>Nil</b>	<b>100</b>	<b>0</b>
<b>Total</b>		<b>5100400</b>	<b>1316601</b>	<b>25.813</b>	<b>1316601</b>	<b>Nil</b>	<b>100</b>	<b>0</b>



**Resolution No. 2 - Special Resolution: Change Of Name.**

Resolution required: (Ordinary/ Special)				Special				
Whether promoter/ promoter group are interested in the agenda/resolution?				No				
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares  (3)=[(2)/(1)]* 100	No. of Votes – in favour  (4)	No. of Votes – against  (5)	% of Votes in favour on votes polled  (6)=[(4)/(2)]* 100	% of Votes against on votes polled  (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	NIL	0	0	0	0	0	0
	Poll		0	0	0	0	0	
	Postal Ballot		0	0	0	0	0	
	<b>Total</b>	NIL	0	0	0	0	0	0
Public-Institutions	E-Voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	
	Postal Ballot		0	0	0	0	0	
	<b>Total</b>	0	0	0	0	0	0	0
Public-Non Institutions	E-Voting	5100400	626700	12.287	626700	Nil	100	0
	Poll		0	0	0	0	0	
	Postal Ballot		689901	13.526	689901	Nil	100	0
	<b>Total</b>	5100400	1316601	25.813	1316601	Nil	100	0
<b>Total</b>		5100400	1316601	25.813	1316601	Nil	100	0



## DIPIKA BIYANI

C- 214, Kailash Esplande Premises Co- Op. Soc. Ltd., L. B. S. Marg, Opp. Shreyas Cinema,  
Ghatkopar (West) Mumbai- 400 086.

Ph.: 022-40127132. Cell: 9821174908 Email: [dipika.biyani@gmail.com](mailto:dipika.biyani@gmail.com); [dipika@deltaadvisors.co.in](mailto:dipika@deltaadvisors.co.in)

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### SCRUTINIZER'S REPORT

**[Pursuant to Section 110 of the Companies Act, 2013 and Rule 20 (9) of the Companies (Management and Administration) Rules, 2014]**

**Sub: Scrutiny of Postal Ballot Forms received pursuant to Section 110 of the Companies Act, 2013 read with the Rule 22 of the Companies (Management and Administration) Rules, 2014.**

Dear Sir,

Pursuant to the resolution passed by the Board of Directors of **Welplace Portfolio & Financial Consultancy Services Limited** (hereinafter referred to as "Company") on 7<sup>th</sup> November, 2016, I, Dipika Biyani, Mumbai, Practicing Company Secretary (C.P. No: 7476) having office at C- 214, Kailash Esplande Premises Co- Op. Soc. Ltd., L. B. S. Marg, Opp. Shreyas Cinema, Ghatkopar (West) Mumbai- 400 086, have been appointed as a scrutinizer to receive, process and scrutinize the postal ballot papers in respect of the resolutions as circulated in the Postal Ballot Notice dated 7<sup>th</sup> November, 2016.

The Management of the Company is responsible to ensure compliance with the requirements of Section 110 of the Companies Act, 2013 read with Rule 22 of Companies (Management & Administration) Rules, 2014 relating to process of Postal Ballot on the resolutions contained in the Postal Ballot notice dated 7<sup>th</sup> November, 2016. My responsibility as a scrutinizer for the postal ballot voting process is restricted to make a scrutinizer report of the votes cast "in favour" or "against" the resolution as stated below, based on the Postal Ballot Forms submitted by the shareholders of the Company and on the details/ report generated by the Registrar and Transfer Agents of the Company (Adroit Corporate Services Pvt. Ltd.)

In connection with the above subject, I submit my report as under:

1. On basis of Postage Certificate issued by M/s. Premdeep Consultancy Services, I confirm that the Company has completed on 18<sup>th</sup> November, 2016 the dispatch of Postal Ballot Forms along with postage prepaid business reply envelopes to its Members whose name(s) appeared on the Register of Members/List of Beneficiaries as on 11<sup>th</sup> November, 2016.





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2. The Company has issued an advertisement on 19<sup>th</sup> November, 2016 in 'Business Standard', English Newspaper and in 'Apla Mahanagar' (Marathi) vernacular language newspaper, informing about the completion of the dispatch of the postal ballot Notices, to the shareholders along with other related matters mentioned therein.
3. The particulars of all Postal Ballot Forms received from the Members have been entered in a Register separately maintained for the purpose in electronic mode.
4. The Postal Ballot Forms were kept, in sealed and tamper proof Ballot Box, under safe custody of System Support Services, who is the Registrar and Share Transfer Agents of the Company, before commencing the scrutiny of such postal ballot forms.
5. The Postal Ballot Forms were opened and taken up for the scrutiny by me. The details of Postal Ballot Forms were reconciled with the records maintained by the Registrar and Transfer Agents of the Company (Adroit Corporate Services Pvt. Ltd. having office at 17-20, Jafferbhoy Ind. Estate, 1<sup>st</sup> Floor, Makwana Road, Marol Naka, Andheri (E), Mumbai 400059, India ) and the authorizations lodged with the Company.
6. The Postal Ballot forms received upto 17<sup>th</sup> December, 2016 (5.00 p. m. IST), being the last date and time fixed by the Company for receipt of the forms, were considered for my scrutiny.
7. The Postal Ballot forms, which were incomplete and / or which were otherwise found defective (\*being unsigned / blank forms) have been treated as invalid.
8. I have not come across any mutilated Postal Ballot Form.



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9. A Summary of the Postal Ballot forms received is given below:

Sr. No.	Particulars	No. of Postal Ballot Forms	No. of votes casted (No. of Shares)	% of Total Paid-up Equity Share Capital
a)	Total Postal Ballot Forms Received	11	6,89,901	
b)	Less: Invalid Postal Ballot Forms (as per Register)	0	0	-
c)	Net Valid Postal Ballot Forms (as per register)	11	6,89,901	

10. I have scrutinized and reviewed the ballot forms and the result of the same is as under:

### **SPECIAL RESOLUTION:**

#### **Item No. 1:**

Particulars	No. of Postal Ballot forms	No. of Shares
Postal Ballot Forms received	11	6,89,901
Less: Votes not exercised	0	0
Less: Invalid Postal Ballot forms	0	0
Net valid Postal Ballot Forms of which:	11	6,89,901
Postal Ballot Form with <b>assent</b> for the resolution	11	6,89,901
Postal Ballot Forms for <b>dissent</b> for the resolution	0	0



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### **Item No. 2: Special Resolution: -**

Particulars	No. of Postal Ballot forms	No. of Shares
Postal Ballot Forms received	11	6,89,901
Less: Votes not exercised	0	0
Less: Invalid Postal Ballot forms	0	0
Net valid Postal Ballot Forms of which:	11	6,89,901
Postal Ballot Form with <b>assent</b> for the resolution	11	6,89,901
Postal Ballot Forms for <b>dissent</b> for the resolution	0	0

11. I have handed over the postal ballot forms and other related papers/registers and records for safe custody to Company Secretary authorised by the Board for safe keeping.

Thanking You.  
Yours faithfully,



**Dipika Biyani**  
**Practising Company Secretary**  
**C.P. No. 7476**

Place: Ghatkopar  
Date: .19.12.2016

## DIPIKA BIYANI

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Opp. Shreyas Cinema, Ghatkopar (West) Mumbai- 400 086.

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### SCRUTINIZER'S REPORT

**[pursuant to the provision of Section 110 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules 2014 as amended by of the Companies (Management and Administration) Amendment Rules 2015, to the extend applicable.]**

To,  
The Chairman  
WELPLACE PORTFOLIO AND FINANCIAL  
CONSULTANCY SERVICES LIMITED  
613/B, Mangal Aarambh,  
Near Mcdonalds, Korakendra,  
Off. S V Road, Boarivali (w)  
400092

Dear Sir,

1. I, Dipika Biyani Mumbai Practicing Company Secretary (C.P. No: 7476) having office at C- 214, Kailash Esplande Premises Co- Op. Soc. Ltd., L. B. S. Marg, Opp. Shreyas Cinema, Ghatkopar (West) Mumbai- 400 086 , have been appointed as a Scrutinizer of Welplace Portfolio And Financial Consultancy Services Limited. ("the Company") for the purpose of scrutinizing the e-voting process in a fair and transparent manner and ascertaining the requisite majority on e-voting carried out as per the provisions of Section 110 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Amendment Rules, 2015 on the resolution(s) through Postal Ballot.
2. The Management of the Company is responsible to ensure the compliance with the requirements of Section 110 of the Companies Act, 2013 related to e-voting on the resolution(s) contained in the Notice of Postal Ballot dated 7th November, 2016. My responsibility as a Scrutinizer for the e-voting process is only restricted to make a Scrutinizer's Report of the votes casted in "favour" or "against" the resolutions as stated





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below, based on the Report generated from the e-voting system provided by National Securities Depository Limited ("NSDL"), the Authorised Agency engaged by the Company to provide e-voting facilities.

3. I submit my report as under:
- The e-voting period remained open from Friday, 18<sup>th</sup> November, 2016 to Saturday, December 17, 2016.
  - The Shareholders holding shares either in physical form or electronic form as on cut off date i.e. 11<sup>th</sup> November, 2016 were entitled to vote.
  - The members have casted their vote through e-voting facility provided by the National Securities Depository Limited ("NSDL") as the Authorized Agency to provide e-voting facilities.
  - I have monitored the process of electronic voting through the scrutinizer's secured link provided by the NSDL on the designated website.
  - Particulars of all votes received electronically from the Members have been entered in a register separately maintained for the purpose.
  - The votes were unblocked on 17th December, 2016 at 7 p.m. in the presence of two witnesses Mr. Vedant Bhatt (residing at D-17, Arihant Siddhi CHS Ltd., Sai Baba Nagar, Borivali west, Mumbai – 400092) and Mr Fulchand Kanojia residing at (Laxman Niwas, Plot No. 344, Flat No. 2, Khar west, Mumbai - 400052), who are not in the employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence.

*V. Bhatt*

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Name: Vedant Bhatt

*F. Kanojia*

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Name: Fulchand Kanojia



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g. Thereafter, the details containing, inter-alia, list of equity shareholders, who voted "FOR" and "AGAINST", on the resolutions, were available on the e-voting website of National Securities Depository Limited (<https://www.evoting.nsdl.com/>)

4. The result of the e-voting is as under:

(a) **Resolution No. 1:** Special Resolution: Change in Objects

(i) Voted in favour of the resolution

Number of members voted	Number of votes cast by them	% of total number of valid votes
4	626700	100.00

(ii) Voted against the resolution

Number of members voted	Number of votes cast by them	% of total number of valid votes
NIL	NIL	NIL

(iii) Invalid votes:

Total number of members whose votes were declared as invalid	Total number of votes cast by them
NIL	NIL



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(b) **Resolution No. 2:** Special Resolution: Change of Name.

(i) Voted in favour of the resolution

Number of members voted	Number of votes cast by them	% of total number of valid votes
4	626700	100.00

(ii) Voted against the resolution

Number of members voted	Number of votes cast by them	% of total number of valid votes
NIL	NIL	NIL

(iii) Invalid votes:

Total number of members whose votes were declared as invalid	Total number of votes cast by them
NIL	NIL

5. The Registers, all other papers and relevant records relating to electronic voting and poll were sealed and handed over to the Company Secretary authorised by the Board for safe keeping.

Thanking You.

Yours faithfully,



**Dipika Biyani**  
**Practicing Company Secretary**  
**C.P. No. 7476**

Place: Mumbai  
Date: 19.12.2016

## DIPIKA BIYANI

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### SCRUTINER'S REPORT- Combined

To,  
**The Chairman of**  
**Welplace Portfolio & Financial Consultancy Services Limited**  
613/B, Mangal Aarambh,  
Near Mcdonalds, Korakendra,  
Off. S V Road, Boarivali (w)  
400092

Dear Sir,

**Sub: Scrutiny of Postal Ballot Forms including e-voting process pursuant to the provisions of the Companies Act, 2013 read with the (Management and Administration) Rules, 2014.**

Pursuant to the resolution passed by the Board of Directors of **Welplace Portfolio & Financial Consultancy Services Limited** (hereinafter referred to as "Company") on 7<sup>th</sup> November, 2016, I, Dipika Biyani, Mumbai, Practicing Company Secretary (C.P. No: 7476) having office at C- 214, Kailash Esplande Premises Co- Op. Soc. Ltd., L. B. S. Marg, Opp. Shreyas Cinema, Ghatkopar (West) Mumbai- 400 086 have been appointed as a scrutinizer to receive, process and scrutinize the postal ballot papers including e-voting process in respect of the resolutions as circulated in the Postal Ballot Notice dated 7<sup>th</sup> November, 2016.

The Management of the Company is responsible to ensure compliance with the requirements of the Companies Act, 2013 and Rules relating to voting through electronic means and physical Postal Ballot Forms on the resolutions contained in the Postal Ballot notice dated 7<sup>th</sup> November, 2016. My responsibility as a scrutinizer for the voting process is restricted to make a scrutinizer report of the votes cast "in favour" or "against" the resolution(s) based on the reports generated from the e-voting system provided by the National Securities Depository Limited ("NSDL") the authorized Service provider, for extending the facility of electronic voting to the shareholders of the Company and on the Postal Ballot Forms submitted by the shareholders of the Company along with the details/ report generated by the Registrar and Transfer Agents of the Company (Adroit Corporate Services Pvt. Ltd.) have issued separate Scrutinizer's Report dated 19<sup>th</sup> December, 2016 on e-voting and separate Scrutinizer's Report dated 19<sup>th</sup> December, 2016 on



## DIPIKA BIYANI

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the Postal Ballot Forms, on the resolutions contained in the notice of the Postal Ballot dated 7<sup>th</sup> November, 2016. As requested by the management, I submit herewith my combined report on the results of e-voting and Postal Ballot Forms as under:-

The result of the E-voting together with that of the Postal Ballot Forms is as under:  
(E-voting + Postal Ballot)

### **SPECIAL BUSINESS:**

#### **Item No. 1:**

Particulars	No. of shares (through E- voting)	No. of Shares (through Postal Ballot)	Total No. of shares	% of Total Net Valid votes (in percentage)
Total No. of votes received	626700	689901	1316601	Not Applicable
Less: No. of invalid votes	—	-	-	
Less: Votes not Exercised	—	-	-	
Net Valid Votes	6,26,700	6,89,901	13,16,601	
Votes with "Assent" for the resolution	6,26,700	6,89,901	13,16,601	100
Votes with "Dissent" for the resolution	0	0	0	0





## DIPIKA BIYANI

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### **Item No. 2:**

Particulars	No. of shares (through E- voting)	No. of Shares (through Postal Ballot)	Total No. of shares	% of Total Net Valid votes (in percentage)
Total No. of votes received	626700	689901	1316601	Not Applicable
Less: No. of invalid votes	—	-	-	
Less: Votes not Exercised	—	-	-	
Net Valid Votes	6,26,700	6,89,901	13,16,601	
Votes with "Assent" for the resolution	6,26,700	6,89,901	13,16,601	100
Votes with "Dissent" for the resolution	0	0	0	0

On the basis of above, I would like to inform you that the **Resolution at Item Nos. 1 to 2 have been passed unanimously.**

You may accordingly declare the result of the voting by Postal Ballot.

Thanking you.



**Dipika Biyani**  
**Practising Company Secretary**  
**C.P. No. 7476**

Place: Mumbai  
Date: .19.12.2016