

Tuesday, September 28, 2021

Ref. No. CIFL/BSE/2021-22/35

To,  
The Manager-Listing  
BSE Limited,  
25th Floor, Phiroze Jeejeebhoy Towers,  
Dalal Street, Mumbai-400001

**Subject: Intimation in compliance with the Securities Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulations, 2015 – Outcome & Proceedings of the 27<sup>th</sup> Annual General Meeting of Capital India Finance Limited**

Dear Sir/Madam,

We wish to inform that in terms of the Circular No. 14/2020 dated April 08, 2020, Circular No.17/2020 dated April 13, 2020, Circular No. 20/2020 dated May 05, 2020 and Circular No. 02/2021 dated January 13, 2021 (collectively referred to as "MCA Circulars") and Securities and Exchange Board of India ("SEBI") Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020 read with SEBI/ HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021 (collectively referred to as "SEBI Circulars") and in compliance with the provisions of the Companies Act, 2013 ("the Act") and rules made thereunder and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), the 27<sup>th</sup> Annual General Meeting ("AGM or meeting") of the members of Capital India Finance Limited ("Company"), was held today i.e. Tuesday, September 28, 2021 at 10:30 A.M. (IST) through Video Conferencing/Other Audio Visual Means ("VC/OAVM"). The meeting concluded at 11:07 A.M. (IST) after being opened for 15 minutes for e-voting (Instapoll) to be completed. The proceedings of the AGM is deemed to be conducted at the Registered Office of the Company which is the deemed venue of the Meeting. KFin Technologies Private Limited ("KFin"), Registrar and Share Transfer Agent was authorised agency to provide e-voting facility to the members of the Company.

In regard to the aforesaid meeting, we are enclosing herewith:

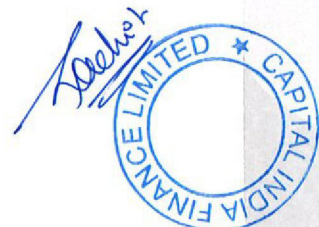
- a) a summary of the proceedings of the AGM of the Company in compliance with Regulation 30 of the Listing Regulations read with circular vide no. CIR/CFD/CMD/4/2015 dated September 9, 2015 issued by SEBI as "Annexure – A";
- b) Voting Results in compliance with the Regulation 44 of the Listing Regulations read with circular vide no. CIR/CFD/CMD/8/2015 dated November 4, 2015 issued by SEBI as "Annexure – B"; and
- c) Consolidated Scrutinizer's Report dated September 28, 2021 on remote e-voting and e-voting during the AGM, pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and applicable provision of the Listing Regulations, issued by M/s Arun Gupta & Associates, Company Secretaries as "Annexure – C".

Corporate office :  
A-1402, One Bkc, 14th Floor,  
G - Block, Bandra Kurla Complex,  
Bandra (East) Mumbai,  
Maharashtra- 400051

Registered Office :  
2nd Floor, DLF Centre,  
Sansad Marg,  
New Delhi - 110001

P : +91 22 4503 6000  
E : info@capitalindia.com  
CIN No: L74899DL1994PLC128577  
( Capital India Finance Limited )

P : +91 11 4954 6000  
W : www.capitalindia.com



The aforesaid information can also be accessed from the website of the Company at [www.capitalindia.com](http://www.capitalindia.com).

Kindly take the above information on record and oblige.

Thanking you,  
For Capital India Finance Limited



Rachit Malhotra  
Company Secretary & Compliance Officer  
Membership No. A39894



Encl: As above

Summary Proceedings of the 27<sup>th</sup> Annual General Meeting (“AGM or Meeting”) of the Members of Capital India Finance Limited (“Company”) pursuant to Regulation 30 of the Securities Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”)

Day: Tuesday

Date: September 28, 2021

Time: Commenced at 10:30 A.M. (IST) and Concluded at 11:07 A.M. (IST)

Deemed Venue: 2<sup>nd</sup> Floor, DLF Centre, Sansad Marg, New Delhi-110001

Mode: Video Conferencing/Other Audio-Visual Means (“VC/OAVM”)

The following Directors, Officials of the Company and Invitees were present in the Meeting through Video Conferencing

**Directors**

1. Dr. Harsh Kumar Bhanwala, Executive Chairman
2. Mr. Keshav Porwal, Managing Director
3. Mr. Vinod Somani, Independent Director
4. Mr. Yogendra Pal Singh, Independent Director
5. Mr. Malay Mukherjee, Independent Director
6. Mrs. Rachna Dikshit, Independent Woman Director
7. Mr. Subhash Chander Kalia, Independent Director

**Invitees**

1. Mr. Vineet Kumar Saxena, Chief Executive Officer
2. Mr. Neeraj Toshniwal, Chief Financial Officer
3. Ms. Pallavi Gorakshakar, Partner of M/s Deloitte Haskins & Sells LLP, Chartered Accountants, Erstwhile Statutory Auditors of the Company
4. Mr. Arun Kumar Gupta, representative of M/s Arun Gupta & Associates, Company Secretaries, Scrutinizer and Secretarial Auditors of the Company

**In Attendance**

1. Mr. Rachit Malhotra, Company Secretary & Compliance Officer

**Members**

The number of members as on September 21, 2021 (cut-off date) were 1196.

The details of number of members present in the meeting are as follows:

Category	Promoter/Promoter Group	Public	Total
In Person or through Proxy	N.A.	N.A.	-
Through Video Conferencing	1	55	56



Dr. Harsh Kumar Bhanwala, Executive Chairman, chaired the meeting.

Mr. Rachit Malhotra, Company Secretary & Compliance Officer welcome to the Directors, Members and other invitees who joined the meeting through VC/OAVM, briefed them on certain procedural aspects relating to the participation at the Meeting through VC/OAVM and made necessary statutory disclosures.

Thereafter, Mr. Rachit Malhotra requested the Chairman to start the proceedings of the meeting.

The requisite quorum being present, the Chairman called the Meeting to order and commenced the proceedings of the Meeting. The Chairman welcomed the Directors and requested them to introduce themselves to the Members.

The Directors introduced themselves to the Members. The Chairman of the Audit Committee, Stakeholders Relationship Committee and Nomination and Remuneration Committee was present at the AGM.

The representatives of the Company's Erstwhile Statutory Auditors and Secretarial Auditors were also present at the Meeting through VC/OAVM.

The Chairman thereafter delivered his speech covering the effect of COVID-19 pandemic on the Company's performance, summary on Company's performance in Fiscal 2020-21 and its future positioning.

Thereafter, the Company Secretary & Compliance Officer with the permission of the Chairman, took the AGM proceedings further.

With the consent of the Members, the Notice convening the AGM and the Annual Report, containing Audited Financial Statements (both on standalone and consolidated basis) for the financial year 2020-21 and the Auditors' Reports were taken as read.

He informed that Statutory Auditors' Report & Secretarial Auditor's Report for the financial year 2020-21 did not contain any qualification, reservation, adverse remark or disclaimer.

In terms of the Notice of 27<sup>th</sup> AGM of the Company, the following items of business were transacted at the Meeting:

#### Ordinary Business

1. To consider and adopt:
  - a) the audited Standalone Financial Statements of the Company for the financial year ended March 31, 2021, comprising of the Balance Sheet as at March 31, 2021, Statement of Profit & Loss for the year ended on that date and Cash Flow Statement as at March 31, 2021 together with explanatory notes annexed thereto, or forming part of any of the aforesaid documents ("Financial Statements") and the reports of the Board of the Directors and the Auditors thereon.



The image shows a handwritten signature in blue ink that reads "Rachit Malhotra". To the right of the signature is a circular blue stamp. The text around the perimeter of the stamp reads "CAPITAL INDIA FINANCE LIMITED" with a small star symbol at the top. The center of the stamp is blank.

- b) the audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2021, comprising of the Balance Sheet as at March 31, 2021, Statement of Profit & Loss for the year ended on that date and Cash Flow Statement as at March 31, 2021 together with explanatory notes annexed thereto, or forming part of any of the aforesaid documents ("Financial Statements") and the report of the Auditors thereon.
2. To declare dividend on equity shares of the Company for the financial year ended on March 31, 2021.
  3. To re-appoint Dr. Harsh Kumar Bhanwala (DIN: 06417704) as a Director of the Company, who retires by rotation, and being eligible, offers himself for re-appointment as a Director of the Company.

#### Special Business

4. To consider and approve alteration in object clause of the Memorandum of Association of the Company.
5. To consider and appoint Statutory Auditors of the Company to fill the casual vacancy.

The Company Secretary & Compliance Officer informed that there are no speaker registration requests received by the Company and therefore the members may post their queries, if any, to the Company via email so that the same can be responded to.

On behalf of the Board of Directors and management of the Company, the Company Secretary & Compliance Officer thanked the members for their participation in the Meeting.

The e-voting facility was kept open for the next 15 minutes to enable the Members to cast their vote if not voted through remote e-voting earlier.

On permission of the Chairman, the Company Secretary & Compliance Officer announced formal closure of the AGM with the vote of thanks to the Chairman of the Meeting.

The meeting concluded at 11.07 A.M. (IST) after being opened for 15 minutes for e-voting (Instapoll).

For Capital India Finance Limited

  
Rachit Malhotra  
Company Secretary & Compliance Officer  
Membership No. A39894



Declaration of Voting Results of Remote E-Voting and E-Voting by Members during the 27<sup>th</sup> Annual General Meeting of the Members of Capital India Finance Limited held on Tuesday, September 28, 2021 at 10:30 A.M. through Video Conferencing ('VC') / Other Audio Visual Means ('OAVM') pursuant to Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirement) Regulations, 2015

SL. NO	DESCRIPTION	PARTICULARS
A	Date of AGM	Tuesday, September 28, 2021
B	Total Number of shareholders on record date	As on the cut-off date, i.e., September 21, 2021 - 1196
C	No. of shareholders present in the meeting either in person or through proxy a) Promoters and Promoter group b) Public	Not applicable as the meeting was convened through VC/OAVM
D	No. of shareholders attended the meeting through video conferencing a) Promoters and Promoter group b) Public	Total 56 (Fifty -Six) members were present  1 55
E	No. of resolution passed in the meeting	5 (Five) Resolution wise details of voting results enclosed

*Abhishek*



## RESOLUTION WISE VOTING RESULT

Resolution No. 1: To consider and adopt:

- a) the audited Standalone Financial Statements of the Company for the financial year ended March 31, 2021, comprising of the Balance Sheet as at March 31, 2021, Statement of Profit & Loss for the year ended on that date and Cash Flow Statement as at March 31, 2021 together with explanatory notes annexed thereto, or forming part of any of the aforesaid documents ("Financial Statements") and the reports of the Board of the Directors and the Auditors thereon.
- b) the audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2021, comprising of the Balance Sheet as at March 31, 2021, Statement of Profit & Loss for the year ended on that date and Cash Flow Statement as at March 31, 2021 together with explanatory notes annexed thereto, or forming part of any of the aforesaid documents ("Financial Statements") and the report of the Auditors thereon.

Resolution required	Ordinary Resolution							
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*	56775720	56775720	100.00	56775720	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total	56775720	56775720	100.00	56775720	0	100.00	0.00
Public- Institutions	E-Voting*	0	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total	0	0	0.00	0	0	0.00	0.00
Public- Non Institutions	E-Voting*	20958540	16450001	78.49	16450001	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total	20958540	16450001	78.48	16450001	0	100.00	0.00
	Total	77734260	73225721	94.20	73225721	0	100.00	0.00

\*E-voting includes voting through remote e-voting and e-voting at the AGM.



Resolution No. 2: To declare dividend on equity shares of the Company for the financial year ended March 31, 2021.

Resolution required	Ordinary Resolution							
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*	56775720	56775720	100.00	56775720	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	<b>Total</b>		<b>56775720</b>	<b>56775720</b>	<b>100.00</b>	<b>56775720</b>	<b>0</b>	<b>100.00</b>
Public- Institutions	E-Voting*	0	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	<b>Total</b>		<b>0</b>	<b>0</b>	<b>0.00</b>	<b>0</b>	<b>0</b>	<b>0.00</b>
Public- Non Institutions	E-Voting*	20958540	16450001	78.49	16450001	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	<b>Total</b>		<b>20958540</b>	<b>16450001</b>	<b>78.48</b>	<b>16450001</b>	<b>0</b>	<b>100.00</b>
<b>Total</b>	<b>77734260</b>	<b>73225721</b>	<b>94.20</b>	<b>73225721</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>	

\*E-voting includes voting through remote e-voting and e-voting at the AGM.

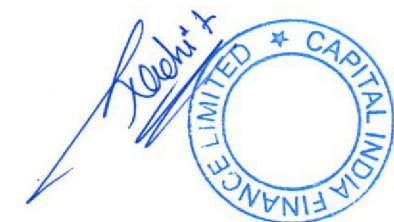
 



Resolution No. 3: To re-appoint Dr. Harsh Kumar Bhanwala (DIN: 06417704) as a Director of the Company, who retires by rotation, and being eligible, offers himself for re-appointment as a Director of the Company.

Resolution required	Ordinary Resolution							
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*	56775720	56775720	100.00	56775720	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total	56775720	56775720	100.00	56775720	0	100.00	0.00
Public- Institutions	E-Voting*	0	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total	0	0	0.00	0	0	0.00	0.00
Public- Non Institutions	E-Voting*	20958540	16450001	78.49	16450001	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total	20958540	16450001	78.48	16450001	0	100.00	0.00
	Total	77734260	73225721	94.20	73225721	0	100.00	0.00

\*E-voting includes voting through remote e-voting and e-voting at the AGM.



Resolution No. 4: To consider and approve alteration in object clause of the Memorandum of Association of the Company.

Resolution required	Special Resolution							
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*	56775720	56775720	100.00	56775720	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	<b>Total</b>		<b>56775720</b>	<b>56775720</b>	<b>100.00</b>	<b>56775720</b>	<b>0</b>	<b>100.00</b>
Public- Institutions	E-Voting*	0	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	<b>Total</b>		<b>0</b>	<b>0</b>	<b>0.00</b>	<b>0</b>	<b>0</b>	<b>0.00</b>
Public- Non Institutions	E-Voting*	20958540	16450001	78.49	16450001	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	<b>Total</b>		<b>20958540</b>	<b>16450001</b>	<b>78.48</b>	<b>16450001</b>	<b>0</b>	<b>100.00</b>
<b>Total</b>	<b>77734260</b>	<b>73225721</b>	<b>94.20</b>	<b>73225721</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>	

\*E-voting includes voting through remote e-voting and e-voting at the AGM.



Resolution No. 5: To consider and appoint Statutory Auditors of the Company to fill the casual vacancy.

Resolution required	Ordinary Resolution							
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*	56775720	56775720	100.00	56775720	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total	56775720	56775720	100.00	56775720	0	100.00	0.00
Public- Institutions	E-Voting*	0	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total	0	0	0.00	0	0	0.00	0.00
Public- Non Institutions	E-Voting*	20958540	16450001	78.49	16450001	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total	20958540	16450001	78.48	16450001	0	100.00	0.00
	Total	77734260	73225721	94.20	73225721	0	100.00	0.00

\*E-voting includes voting through remote e-voting and e-voting at the AGM.





# Arun Gupta & Associates

## Company Secretaries

### Consolidated Scrutinizer's Report

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 and Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended and circulars issued by Ministry of Corporate Affairs ("MCA") and Securities and Exchange Board of India ("SEBI")

To,  
The Executive Chairman  
**Capital India Finance Limited**  
CIN: L74899DL1994PLC128577  
2<sup>nd</sup> Floor, DLF Centre Sansad Marg,  
New Delhi-110001

Dear Sir,

Sub: Consolidated Scrutinizer's Report on remote e-voting conducted and e-voting during the 27<sup>th</sup> Annual General Meeting of Capital India Finance Limited held on Tuesday, September 28, 2021 at 10.30 A.M. (IST) through video conferencing ('VC') / other audio visual means ('OAVM')

#### 1. Appointment of Scrutinizer

I, Arun Kumar Gupta Proprietor of Arun Gupta & Associates, Practicing Company Secretary, was appointed as the Scrutinizer by the Board of Directors of Capital India Finance Limited (hereinafter referred to as the Company) for the remote e-voting as well as the e-voting by Members during the 27<sup>th</sup> Annual General Meeting ("AGM") of the Company held on Tuesday, September 28, 2021 at 10:30 A.M. (IST) through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM"). My Responsibility as the Scrutinizer was to ensure that the voting process was conducted in a fair and transparent manner and submit a Scrutinizer's report on the voting on the resolutions based on the reports generated from the electronic voting system.



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Office: 59, Ground Floor, Street No. 3, Madan Park, East Punjabi Bagh, New Delhi – 110026

Contact: +91-9818845037, 011-41100386

E-mail: aruncc.gupta@gmail.com, arungupta.associates@gmail.com

# Arun Gupta & Associates

## Company Secretaries

### 2. Dispatch of Notice convening the AGM

2.1 Pursuant to General Circulars No. 14/2020, 17/2020 and 20/2020 dated April 8, 2020, April 13, 2020 and May 05, 2020 respectively read with clarification Circular No. 02/2021 dated January 13, 2021 (collectively referred to as "MCA Circulars") issued by the Ministry of Corporate Affairs and SEBI Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020 and Circular No. SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021 (collectively referred to as "SEBI Circulars"), an advertisement was published in Financial Express (English newspaper) and Jansatta (vernacular language newspaper) on 27<sup>th</sup> August, 2021 *inter alia* specifying the date and time of the AGM, availability of the AGM notice on Company's website and website of the Stock Exchange, manner of registration of email ids by the members (both physical and demat) who have not registered their email ids with the Company and manner of voting.

2.2 The Company has hosted the notice of AGM on its website, website of the agency providing the platform for remote e-voting and e-voting during the AGM and has also submitted the same to BSE Limited on 06<sup>th</sup> September, 2021.

2.3 On account of the situation arising out of COVID-19 and in terms of the MCA Circulars and SEBI Circulars, the Company has dispatched the AGM Notice and Annual Report on 06<sup>th</sup> September, 2021 by e-mail to the Members who had registered their email ids with the Company/ Depositories based on the Register of Members and list of Beneficial Owners furnished by the depositories viz., National Securities Depository Limited ("NSDL") and Central Depository Services (India) Limited ("CDSL").

2.4 An advertisement was published in Financial Express (English newspaper) and Jansatta (vernacular language newspaper) on 07<sup>th</sup> September, 2021 in respect of information on e-voting, completion of dispatch of Notice and Annual Report to all the members whose email addresses are registered with the Company/ KFin Technologies Private Limited or Depository Participant(s) and declaration of results.

### 3. Cut-off date

3.1 The Voting rights were reckoned as on Tuesday, September 21, 2021, being the cut-off date for the purpose of deciding the entitlement of members for remote e-voting and e-voting at the AGM.

### 4. Remote e-voting process

#### 4.1 Agency

The Company appointed **KFin Technologies Private Limited ("KFintech")**, as the agency providing the platform for remote e-voting and e-voting during the AGM.



# Arun Gupta & Associates

## *Company Secretaries*

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### 4.2 Remote e-voting period

Remote e-voting platform was open from **09:00 A.M. on September 25, 2021 till 05:00 P.M. on September 27, 2021** and Members were required to cast their votes electronically conveying their assent or dissent in respect of the Resolutions on the remote e-voting platform provided by KFintech.

### 5. Voting at the AGM

5.1 As prescribed under Rule 20(4)(xiii) of the Companies (Management and Administration) Rules, 2014, for the purpose of ensuring that Members who have cast their votes through remote e-voting do not vote again during the annual general meeting, the facility for voting through e-voting at the AGM was made available only to the members who have not cast their vote by Remote e-voting.

### 6. Counting Process

6.1 On completion of e-voting during the AGM, I unblocked the results of the remote e-voting and e-voting by members during the AGM and downloaded the results for scrutiny.

6.2 On 28<sup>th</sup> September, 2021, after tabulating the votes cast electronically by the system provided by KFIN, the votes cast through Remote E-Voting facility was duly unblocked by me as a Scrutinizer in the presence of Ms. Reema Miglani and Ms. Jyoti who acted as the witnesses, as prescribed in Sub Rule 4(xii) of the said Rule 20. After the voting by electronic means the votes cast through remote E-voting process was tabulated for the purpose of considering the total votes cast by the shareholders through both ways.

### 7. Results

7.1 Consolidated Results with respect to each item on the agenda as set out in the Notice of the AGM dated August 13, 2021 are enclosed herewith.

7.2 Based on the aforesaid results, we report that **4 Ordinary Resolutions and 1 Special Resolution** as set out in **Item Nos. 1 to 5** of the Notice of the 27<sup>th</sup> AGM dated **August 13, 2021** have been passed with the requisite majority.

#### Item No. 1: Ordinary Resolution

To consider and adopt:

a) the audited Standalone Financial Statements of the Company for the financial year ended March 31, 2021, comprising of the Balance Sheet as at March 31, 2021, Statement



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# Arun Gupta & Associates

## *Company Secretaries*

of Profit & Loss for the year ended on that date and Cash Flow Statement as at March 31, 2021 together with explanatory notes annexed thereto, or forming part of any of the aforesaid documents ("Financial Statements") and the reports of the Board of the Directors and the Auditors thereon.

b) the audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2021, comprising of the Balance Sheet as at March 31, 2021, Statement of Profit & Loss for the year ended on that date and Cash Flow Statement as at March 31, 2021 together with explanatory notes annexed thereto, or forming part of any of the aforesaid documents ("Financial Statements") and the report of the Auditors thereon.

**(i) Voted in favor of the resolution:**

Particulars	Number of members voted	Number of Votes cast by them	% of total number of valid votes cast
Remote e-voting	66	73225719	100.00%
E-voting at the AGM	1	2	100.00%
<b>Total</b>	<b>67</b>	<b>73225721</b>	<b>100.00%</b>

**(ii) Voted against the resolution:**

Particulars	Number of members voted	Number of Votes cast by them	% of total number of valid votes cast
Remote e-voting	0	0	0.00%
E-voting at the AGM	0	0	0.00%
<b>Total</b>	<b>0</b>	<b>0</b>	<b>0.00%</b>

**(iii) Invalid Votes/ Abstain from Voting/Less voted/Not Voted:**

Particulars	Number of members whose votes were declared invalid	Number of votes cast by them
Remote e-voting	0	0
E-voting at the AGM	0	0
<b>Total</b>	<b>0</b>	<b>0</b>

Based on the aforesaid results, we report that the Ordinary Resolution as contained in **Item No. 1** of the Notice of the AGM has been passed with requisite majority.



# Arun Gupta & Associates

*Company Secretaries*

**Item No. 2: Ordinary Resolution**

To declare dividend on equity shares of the Company for the financial year ended March 31, 2021.

**(i) Voted in favor of the resolution:**

Particulars	Number of members voted	Number of Votes cast by them	% of total number of valid votes cast
Remote e-voting	66	73225719	100.00%
E-voting at the AGM	1	2	100.00%
<b>Total</b>	<b>67</b>	<b>73225721</b>	<b>100.00%</b>

**(ii) Voted against the resolution:**

Particulars	Number of members voted	Number of Votes cast by them	% of total number of valid votes cast
Remote e-voting	0	0	0.00%
E-voting at the AGM	0	0	0.00%
<b>Total</b>	<b>0</b>	<b>0</b>	<b>0.00%</b>

**(iii) Invalid Votes/ Abstain from Voting/Less voted/Not Voted:**

Particulars	Number of members whose votes were declared invalid	Number of votes cast by them
Remote e-voting	0	0
E-voting at the AGM	0	0
<b>Total</b>	<b>0</b>	<b>0</b>

Based on the aforesaid results, we report that the Ordinary Resolution as contained in **Item No. 2** of the Notice of the AGM has been **passed with requisite majority**.





# Arun Gupta & Associates

## Company Secretaries

### Item No 3: Ordinary Resolution

To re-appoint Dr. Harsh Kumar Bhanwala (DIN: 06417704) as a Director of the Company, who retires by rotation, and being eligible, offers himself for re-appointment as a Director of the Company.

**(i) Voted in favor of the resolution:**

Particulars	Number of members voted	Number of Votes cast by them	% of total number of valid votes cast
Remote e-voting	66	73225719	100.00%
E-voting at the AGM	1	2	100.00%
<b>Total</b>	<b>67</b>	<b>73225721</b>	<b>100.00%</b>

**(ii) Voted against the resolution:**

Particulars	Number of members voted	Number of Votes cast by them	% of total number of valid votes cast
Remote e-voting	0	0	0.00%
E-voting at the AGM	0	0	0.00%
<b>Total</b>	<b>0</b>	<b>0</b>	<b>0.00%</b>

**(iii) Invalid Votes/ Abstain from Voting/Less voted/Not Voted:**

Particulars	Number of members whose votes were declared invalid	Number of votes cast by them
Remote e-voting	0	0
E-voting at the AGM	0	0
<b>Total</b>	<b>0</b>	<b>0</b>

Based on the aforesaid results, we report that the Ordinary Resolution as contained in **Item No. 3** of the Notice of the AGM has been passed with requisite majority.




# Arun Gupta & Associates

*Company Secretaries*

**Item No 4: Special Resolution**

To consider and approve alteration in object clause of the Memorandum of Association of the Company.

**(i) Voted in favor of the resolution:**

Particulars	Number of members voted	Number of Votes cast by them	% of total number of valid votes cast
Remote e-voting	66	73225719	100.00%
E-voting at the AGM	1	2	100.00%
<b>Total</b>	<b>67</b>	<b>73225721</b>	<b>100.00%</b>

**(ii) Voted against the resolution:**

Particulars	Number of members voted	Number of Votes cast by them	% of total number of valid votes cast
Remote e-voting	0	0	0.00%
E-voting at the AGM	0	0	0.00%
<b>Total</b>	<b>0</b>	<b>0</b>	<b>0.00%</b>

**(iii) Invalid Votes/ Abstain from Voting/Less voted/Not Voted:**

Particulars	Number of members whose votes were declared invalid	Number of votes cast by them
Remote e-voting	0	0
E-voting at the AGM	0	0
<b>Total</b>	<b>0</b>	<b>0</b>

Based on the aforesaid results, we report that the Special Resolution as contained in **Item No. 4** of the Notice of the AGM has been **passed with requisite majority**.



# Arun Gupta & Associates

*Company Secretaries*

**Item No 5: Ordinary Resolution**

To consider and appoint Statutory Auditors of the Company to fill the casual vacancy.

**(i) Voted in favor of the resolution:**

Particulars	Number of members voted	Number of Votes cast by them	% of total number of valid votes cast
Remote e-voting	66	73225719	100.00%
E-voting at the AGM	1	2	100.00%
<b>Total</b>	<b>67</b>	<b>73225721</b>	<b>100.00%</b>

**(ii) Voted against the resolution:**

Particulars	Number of members voted	Number of Votes cast by them	% of total number of valid votes cast
Remote e-voting	0	0	0.00%
E-voting at the AGM	0	0	0.00%
<b>Total</b>	<b>0</b>	<b>0</b>	<b>0.00%</b>

**(iii) Invalid Votes/ Abstain from Voting/Less voted/Not Voted:**

Particulars	Number of members whose votes were declared invalid	Number of votes cast by them
Remote e-voting	0	0
E-voting at the AGM	0	0
<b>Total</b>	<b>0</b>	<b>0</b>

Based on the aforesaid results, we report that the Ordinary Resolution as contained in Item No. 5 of the Notice of the AGM has been **passed with requisite majority**.



# Arun Gupta & Associates

## Company Secretaries

8. The Register, all other papers and relevant records relating to remote e-voting shall remain in our safe custody until the Executive Chairman considers, approves, and signs the minutes and thereafter the same would be handed over to the Company Secretary & Compliance Officer of the Company for the safe keeping.
9. The results of the Voting shall be declared by the Executive Chairman or any other person authorised in this regard.

Thanking you  
Yours faithfully

For Arun Gupta & Associates



**Arun Kumar Gupta**  
(Scrutinizer)

Membership No. 21227

C.P. No. 8003

UDIN: A021227C001024449



Counter signed by

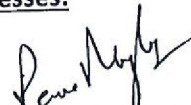


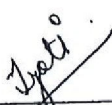
**Company Secretary & Compliance Officer**  
Capital India Finance Limited



Place: New Delhi  
Date: 28/09/2021

Witnesses:

1)   
Name: Reema Miglani  
Address: 438, Dr. Mukherjee Nagar,  
New Delhi-110009

2)   
Name: Jyoti  
Address: 2<sup>nd</sup> Floor, L-10, Majnu Ka Tilla,  
Aruna Nagar, Delhi-110054