

Details of Voting Results

Sr. No.	Description	Particulars
A	Date of AGM	28 th September, 2015
B	Book Closure Date	18 th Aug., 2015 to 20 th Aug., 2015
C	Total No. of Shareholders on record date Cut-off date for E-voting : 21 st September, 2015	4520
D	No. of shareholders present in the meeting either in person or through proxy:	21
	Promoters and Promoters Group	9
	Public	12
E	No. of shareholders attended the meeting through Video Conferencing	No Video Conferencing facility was made available

Agenda-wise

In case of Poll/Postal Ballot/ E-voting:

The mode of voting for all resolutions was remote e-voting, and ballot paper at the meeting.

Resolution No. 1: Adoption of the Audited Financial Statements of the Company for the year ended 31st March, 2015 along with the report of Directors and Auditors thereon (Ordinary Resolution)

Promoter/ Public	No. of shares held	No. of shares polled	% of votes Polled on outstand- ing 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	3686740	3684946	99.95	3684946	NIL	100.00	-
Public Institution al holders	378	-	-	-	-	-	-
Public - Others	1521563	433975	28.52	432483	1492	99.66	0.34
Total	5208681	4118921	79.08	4117429	1492	99.96	0.04



Resolution No. 2: Re-appointment of Smt. Shruti Raghav Jindal, who retires by rotation (Ordinary Resolution)

Promoter/ Public	No. of shares held	No. of shares polled	% of votes Polled on outstand- ing shares (3)=[(2)/ (1)]*100	No of votes in favour	No of votes against	% of votes in favour on votes polled (6)=[(4)/ (2)]*100	% of votes against on votes polled (7)=[(5)/ (2)]*100
	(1)	(2)		(4)	(5)		
Promoter and Promoter Group	3686740	3684946	99.95	3684946	NIL	100.00	-
Public Institution al holders	378	-	-	-	-	-	-
Public - Others	1521563	433975	28.52	432483	1492	99.66	0.34
Total	5208681	4118921	79.08	4117429	1492	99.96	0.04

Resolution No. 3: Appointment of Auditors and fixing their remuneration (Ordinary Resolution)

Promoter/ Public	No. of shares held	No. of shares polled	% of votes Polled on outstand- ing shares (3)=[(2)/ (1)]*100	No of votes in favour	No of votes against	% of votes in favour on votes polled (6)=[(4)/ (2)]*100	% of votes against on votes polled (7)=[(5)/ (2)]*100
	(1)	(2)		(4)	(5)		
Promoter and Promoter Group	3686740	3684946	99.95	3684946	NIL	100.00	-
Public Institution al holders	378	-	-	-	-	-	-
Public - Others	1521563	433975	28.52	432483	1492	99.66	0.34
Total	5208681	4118921	79.08	4117429	1492	99.96	0.04



Resolution No. 4: Appointment of Shri K K Khandelwal as Director of the Company (Ordinary Resolution)

Promoter/ Public	No. of shares held	No. of shares polled	% of votes Polled on outstand- ing shares (3)=[(2)/ (1)]*100	No of votes in favour	No of votes against	% of votes in favour on votes polled (6)=[(4)/ (2)]*100	% of votes against on votes polled (7)=[(5)/ (2)]*100
	(1)	(2)		(4)	(5)		
Promoter and Promoter Group	3686740	3684946	99.95	3684946	NIL	100.00	-
Public Institution al holders	378	-	-	-	-	-	-
Public – Others	1521563	433975	28.52	432483	1492	99.66	0.34
Total	5208681	4118921	79.08	4117429	1492	99.96	0.04

All the aforesaid resolutions were passed with requisite majority.

This may also be considered as compliance of Clause 31(d) of the Listing Agreement.





CONSOLIDATED SCRUTINIZER'S REPORT

*[Pursuant to Section 108 of the Companies Act, 2013 read with
Rule 20(4)(xii) of Companies (Management and Administration) Rules, 2014]*

To,
The Chairman
Haryana Capfin Limited
Pipe Nagar, Village Sukeli,
N.H. 17, B.K.G. Road,
Taluka- Roha,
Dist Raigad – 402 126

Dear Sir,

**Sub.: Consolidated Scrutinizer's Report for passing of Resolutions through Remote E- Voting Process
and on voting by ballot papers at 17th Annual General Meeting held on 28th September, 2015**

1. I, CS Manish Baldeva, Proprietor, M/s. M Baldeva Associates, Company Secretaries, was appointed as Scrutinizer by the Board of Directors of the Haryana Capfin Limited ('the Company') in its meeting held on 5th August, 2015, for the purpose of scrutinizing the remote e-voting process and voting by use of ballot papers at the meeting pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rules 20 and 21 of The Companies (Management and Administration) Rules, 2014 for passing of the resolutions as mentioned under item numbers 1 to 4 as set out in the Notice of 17th Annual General Meeting (AGM) of the Shareholders of the Company dated 5th August, 2015.
2. The management of the Company is responsible to ensure the compliances with the requirements of the Companies Act, 2013 and Rules relating to remote e-voting and ballot papers for voting on the resolutions contained in the said notice of AGM of the members of the Company. My responsibility as Scrutinizer for the remote e-voting process and voting conducted through ballot papers at the AGM is restricted to make the Scrutinizer's Report of the votes cast "in favour" or "against" the resolutions stated in the said notice based on the reports generated from the e-voting system provided by the National Securities Depository Limited (NSDL), the agency engaged by the Company to provide e-voting facility for e-voting and voting through ballot papers at the AGM.
3. The Notice dated 5th August, 2015 along with the Statement setting out material facts under Section 102 of the Act was sent to the Shareholders through courier and email on 3rd September, 2015. The said notice was dispatched on the basis of Register of Members of the Company as on 17th August, 2015.

Consolidated Scrutinizer's Report/HCL/17th AGM



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4. As per the provisions of Rule 20 of the Companies (Management and Administration) Rules, 2014, the Company has published advertisement about having dispatched the notice of meeting and providing e-voting facility in the English newspaper "The Financial Express" and Marathi newspaper "Mumbai Lakshyadeep" on 8th September, 2015 and 9th September, 2015 respectively.
5. The voting rights of members were considered in proportion to their share in the paid up equity share capital of the Company as on cut-off date i.e. Monday, 21st September, 2015.
6. In terms of the aforesaid Notice, voting through electronic means was kept open for 3 (three) day i.e. Friday, 25th September, 2015 (from 09:00 a.m.) to Sunday, 27th September, 2015 (upto 5:00 p.m.). The members cast their votes electronically on e-voting platform provided by National Securities Depository Limited (NSDL). The Company also provided ballot papers for casting vote at the Annual General Meeting held on 28th September, 2015 to the shareholders, who did not vote through remote e-voting facility.
7. As required under the said Rules, after the closure of the voting at the Annual General Meeting, the votes cast through ballot papers were counted, thereafter the votes cast under remote e-voting facility provided by NSDL were unblocked on 29th September, 2015 in the presence of CS Priyanka Prabhu and Ms. Vibha Zaveri, who are not in the employment with the Company.
8. The summary of the voting through e-voting process and poll is as under:

Resolution No. 1

Particulars	Ordinary Resolution to receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended 31 st March, 2015 together with the Reports of Directors and Auditors thereon.					
	No. of Shareholders voted		Votes cast		Valid votes cast	
Voting pattern	Total	Valid	Total	Valid	In favour	Against
E-voting	4	4	5042	5042	3550	1492
Ballot Paper	18	18	4113879	4113879	4113879	-
Total	22	22	4118921	4118921	4117429	1492
Result: May be considered passed with requisite majority.						





Resolution No. 2

Particulars	Ordinary Resolution to appoint a Director in place of Mrs. Shruti Raghav Jindal (DIN: 02208891) who retires by rotation and being eligible, offers herself for re-appointment.					
Voting pattern	No. of Shareholders voted		Votes cast		Valid votes cast	
	Total	Valid	Total	Valid	In favour	Against
E-voting	4	4	5042	5042	3550	1492
Ballot Paper	18	18	4113879	4113879	4113879	-
Total	22	22	4118921	4118921	4117429	1492
Result: May be considered passed with requisite majority.						

Resolution No. 3

Particulars	Ordinary Resolution for appointment of M/s. A.M.A.A. & Associates, Chartered accountants (FRN: 013066C) as Auditors of the Company and to fix their remuneration.					
Voting pattern	No. of Shareholders voted		Votes cast		Valid votes cast	
	Total	Valid	Total	Valid	In favour	Against
E-voting	4	4	5042	5042	3550	1492
Ballot Paper	18	18	4113879	4113879	4113879	-
Total	22	22	4118921	4118921	4117429	1492
Result: May be considered passed with requisite majority.						





Resolution No. 4

Particulars	Ordinary Resolution to appoint Mr. Krishna Kumar Khandelwal (DIN: 00455369), who was appointed as an Additional Director w.e.f 26 th May, 2015, as an Independent Director of the Company to hold office for 5 consecutive years.					
Voting pattern	No. of Shareholders voted		Votes cast		Valid votes cast	
	Total	Valid	Total	Valid	In favour	Against
E-voting	4	4	5042	5042	3550	1492
Ballot Paper	18	18	4113879	4113879	4113879	-
Total	22	22	4118921	4118921	4117429	1492
Result: May be considered passed with requisite majority.						

The Register, all other papers and relevant records relating to remote e-voting and ballot papers shall remain in my safe custody until the Chairman considers, approves and signs the Minutes of the aforesaid Annual General Meeting and the same will be handed over to the Company Secretary for safe keeping.



Place: Bhayandar
Date: 29th September, 2015

For M Baldeva Associates
Company Secretaries

CS Manish Baldeva
Proprietor
M. No. FCS 6180; C.P. No. 11062

For HARYANA CAPFIN LIMITED

Company Secretary