

# HARYANA CAPFIN LIMITED

**CORPORATE OFFICE :** Plot No. 30, Institutional Sector-44, Gurgaon - 122 002, Haryana (India)  
Phone : 91-124-4624000, 2574326, 2574620, 2574621 Fax : 91-124-2574327  
E-mail : investors@haryanacapfin.com Website : www.haryanacapfin.com  
CIN : L27209MH1998PLC236139

28<sup>th</sup> September, 2016

## **BSE Limited**

Corporate Relationship Department  
1<sup>st</sup> Floor, New Trading Ring  
Rotunda Building, P J Towers  
Dalal Street, Fort  
MUMBAI - 400 001  
Fax No. 022-22723719

**Stock Code : 532855**  
**SCRIP ID: HARYNACAP**

**Sub: Disclosure of Voting Results pursuant to Regulation 44 of SEBI (Listing Obligations And Disclosure Requirements) Regulations, 2015.**

Dear Sir,

Pursuant to Regulation 44 of SEBI (Listing Obligations And Disclosure Requirements) Regulations, 2015, we wish to inform that at the 18<sup>th</sup> Annual General Meeting of the Shareholders of the Company, which was held on 27<sup>th</sup> September, 2016 at Maharashtra Seamless Auditorium, Pipe Nagar, Village Sukeli, NH-17, B.K.G. Road, Taluka Roha, Distt. Raigad -402126, Maharashtra, all items of the business contained in the notice were considered and approved by the shareholders.

The details of the voting results at the AGM are enclosed herewith in the prescribed format.

Thanking you,

Yours faithfully,  
**For HARYANA CAPFIN LIMITED**



**SANDHYA TIWARI**  
COMPANY SECRETARY



Encl: As above.

**JINDAL**  
D.P. JINDAL GROUP

**REGD. OFFICE :** Pipe Nagar, Village - Sukeli , N.H. 17, B.K.G. Road , Taluka Roha, Distt. Raigad - 402126 (Maharashtra)  
Phone : +91-02194-238511, 238512, 238567, 238569 • Fax : +91-02194-238513

## HARYANA CAPFIN LIMITED

<b>Date of AGM</b>	27 <sup>th</sup> September, 2016
<b>Book Closure Date</b>	15 <sup>th</sup> September, 2016 to 20 <sup>th</sup> September, 2016
<b>Total No. of Shareholders on record date</b> (Cut-off date for voting- 20-09-2016)	4388
<b>No. of shareholders present in the meeting either in person or through proxy:</b>	18
Promoters and Promoters Group	8
Public	10
<b>No. of shareholders attended the meeting through Video Conferencing</b>	Not Applicable

### Agenda-wise Disclosures

Resolution required: Ordinary		Resolution No. 1: Adoption of the Audited Financial Statements of the Company for the financial year ended 31 <sup>st</sup> March, 2016 together with the report of Directors and Auditors thereon. (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	3686740	3686740	100.00	3686740	-	100.00	-
	Poll		-	-	-	-	-	-
	Total	3686740	3686740	100.00	3686740	-	100.00	-
Public-Institutions	E-Voting	72546	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Total	72546	-	-	-	-	-	-
Public-Non Institutions	E-Voting	1449395	277	0.02	277	-	100.00	-
	Poll		422175	29.13	422175	-	100.00	-
	Total	1449395	422452	29.15	422452	-	100.00	-
<b>Total</b>		<b>5208681</b>	<b>4109192</b>	<b>78.89</b>	<b>4109192</b>	<b>-</b>	<b>100.00</b>	<b>-</b>



Resolution required: Ordinary			Resolution No. 2 Re-appointment of Smt. Shruti Raghav Jindal (DIN - 02208891), who retires by rotation (Ordinary Resolution)					
Whether promoter/promoter group are interested in the agenda/resolution			Yes					
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	3686740	3686740	100.00	3686740	-	100.00	-
	Poll		-	-	-	-	-	-
	Total		3686740	100.00	3686740	-	100.00	-
Public-Institutions	E-Voting	72546	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Total		-	-	-	-	-	-
Public-Non Institutions	E-Voting	1449395	277	0.02	277	-	100.00	-
	Poll		422175	29.13	422175	-	100.00	-
	Total		422452	29.15	422452	-	100.00	-
<b>Total</b>		<b>5208681</b>	<b>4109192</b>	<b>78.89</b>	<b>4109192</b>	<b>-</b>	<b>100.00</b>	<b>-</b>



Resolution required: Ordinary		Resolution No. 3 Ratification of appointment of Auditors and fixing their remuneration (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	3686740	3686740	100.00	3686740	-	100.00	-
	Poll		-	-	-	-	-	-
	Total		3686740	100.00	3686740	-	100.00	-
Public-Institutions	E-Voting	72546	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Total		-	-	-	-	-	-
Public-Non Institutions	E-Voting	1449395	277	0.02	277	-	100.00	-
	Poll		422175	29.13	422175	-	100.00	-
	Total		422452	29.15	422452	-	100.00	-
<b>Total</b>		<b>5208681</b>	<b>4109192</b>	<b>78.89</b>	<b>4109192</b>	<b>-</b>	<b>100.00</b>	<b>-</b>



Resolution required: Ordinary			Resolution No. 4 Appointment of Shri Sanjiv Gupta (DIN - 06711209), as Director (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	3686740	3686740	100.00	3686740	-	100.00	-
	Poll		-	-	-	-	-	-
	Total		3686740	100.00	3686740	-	100.00	-
Public-Institutions	E-Voting	72546	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Total		-	-	-	-	-	-
Public-Non Institutions	E-Voting	1449395	277	0.02	277	-	100.00	-
	Poll		422175	29.13	422175	-	100.00	-
	Total		422452	29.15	422452	-	100.00	-
<b>Total</b>		<b>5208681</b>	<b>4109192</b>	<b>78.89</b>	<b>4109192</b>	<b>-</b>	<b>100.00</b>	<b>-</b>



All the aforesaid resolutions were passed with requisite majority.



**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 on voting done through Remote E-Voting Process and by  
Polling Papers at 18<sup>th</sup> Annual General Meeting held on 27<sup>th</sup> September, 2016.

1. I, CS Manish Baldeva, Proprietor, M/s. M Baldeva Associates, Company Secretaries, Thane was appointed as Scrutinizer by the Board of Directors of Haryana Capfin Limited ('the Company') in its meeting held on 2<sup>nd</sup> August, 2016, for the purpose of scrutinizing the voting done through remote e-voting process and by use of polling 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 18<sup>th</sup> Annual General Meeting (AGM) of the Shareholders of the Company dated 2<sup>nd</sup> August, 2016.
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 polling papers for voting on the resolutions contained in the said notice of 18<sup>th</sup> AGM of the members of the Company. My responsibility as Scrutinizer for the remote e-voting process and poll conducted at the 18<sup>th</sup> 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 Central Depository Services (India) Limited (CDSL), the agency engaged by the Company to provide e-voting facility for e-voting and poll conducted at the 18<sup>th</sup> AGM.
3. The Notice of the 18<sup>th</sup> AGM dated 2<sup>nd</sup> August, 2016 along with the Statement setting out material facts under Section 102 of the Act was sent to the members through courier on 1<sup>st</sup> September, 2016 and emailed on 2<sup>nd</sup> September, 2016. The said notice was dispatched on the basis of Register of Members and list of beneficiaries as provided by the depositories as on 19<sup>th</sup> August, 2016.

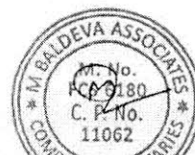




4. As per the provisions of Rule 20 of the Companies (Management and Administration) Rules, 2014, the Company has published advertisement about having dispatched the notice of 18<sup>th</sup> AGM and providing e-voting facility in the English newspaper "Business Standard" and Marathi newspaper "Navshakti" on 4<sup>th</sup> September, 2016.
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. Tuesday, 20<sup>th</sup> September, 2016.
6. In terms of the aforesaid Notice, voting through electronic means was kept open for 3 (three) days i.e. from Saturday, 24<sup>th</sup> September, 2016 (from 09:00 a.m.) to Monday, 26<sup>th</sup> September, 2016 (upto 5:00 p.m.). The members cast their votes electronically on e-voting platform provided by Central Depository Services (India) Limited (CDSL). The Company also provided Polling Papers for casting vote at the 18<sup>th</sup> Annual General Meeting held on 27<sup>th</sup> September, 2016 to the members present, who did not vote through remote e-voting facility.
7. As required under the said Rules, after the closure of the voting at the 18<sup>th</sup> Annual General Meeting, the votes cast through polling papers were counted, thereafter the votes cast under remote e-voting facility provided by CDSL were unblocked in the presence of CS Priyanka Prabhu and Mrs. Kosha Doshi, who are not in the employment with the Company.
8. The summary of the voting through e-voting and polling papers are as follows:

**Resolution No. 1**

Resolution Required: (Ordinary/Special)			Adoption of Audited Financial Statements of the Company for the financial year ended 31 <sup>st</sup> March, 2016 and the Reports of the Directors' and the Auditors' thereon.					
Whether promoter/promoter group are interested in the agenda / resolution?			No					
Category	Mode of Voting	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
Promoter and Promoter group	E-Voting	36,86,740	36,86,740	100.00	36,86,740	-	100.00	-
	Poll		-	-	-	-	-	-
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		36,86,740	100.00	36,86,740	-	100.00	-







Public-Institutions	E-Voting	72,546	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		-	-	-	-	-	-
Public-Non Institutions	E-Voting	14,49,395	277	0.02	277	-	100.00	-
	Poll		4,22,175	29.13	4,22,175	-	100.00	-
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		4,22,452	29.15	4,22,452	-	100.00	-
Total		52,08,681	41,09,192	78.89	41,09,192	-	100.00	-

**Resolution No. 2**

Resolution Required: (Ordinary/Special)			Re-appointment of Smt. Shruti Raghav Jindal who retires by rotation.					
Whether promoter/promoter group are interested in the agenda / resolution?			Yes					
Category	Mode of Voting	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
Promoter and Promoter group	E-Voting	36,86,740	36,86,740	100.00	36,86,740	-	100.00	-
	Poll		-	-	-	-	-	-
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		36,86,740	100.00	36,86,740	-	100.00	-
Public-Institutions	E-Voting	72,546	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		-	-	-	-	-	-
Public-Non Institutions	E-Voting	14,49,395	277	0.02	277	-	100.00	-
	Poll		4,22,175	29.13	4,22,175	-	100.00	-
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		4,22,452	29.15	4,22,452	-	100.00	-
Total		52,08,681	41,09,192	78.89	41,09,192	-	100.00	-







**Resolution No. 3**

Resolution Required: (Ordinary/Special)			Ratification of appointment of Auditors and fixing their remuneration.					
Whether promoter/promoter group are interested in the agenda / resolution?			No					
Category	Mode of Voting	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
Promoter and Promoter group	E-Voting	36,86,740	36,86,740	100.00	36,86,740	-	100.00	-
	Poll		-	-	-	-	-	-
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	<b>Total</b>	<b>36,86,740</b>	<b>36,86,740</b>	<b>100.00</b>	<b>36,86,740</b>	<b>-</b>	<b>100.00</b>	<b>-</b>
Public-Institutions	E-Voting	72,546	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	<b>Total</b>	<b>72,546</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>
Public-Non Institutions	E-Voting	14,49,395	277	0.02	277	-	100.00	-
	Poll		4,22,175	29.13	4,22,175	-	100.00	-
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	<b>Total</b>	<b>14,49,395</b>	<b>4,22,452</b>	<b>29.15</b>	<b>4,22,452</b>	<b>-</b>	<b>100.00</b>	<b>-</b>
<b>Total</b>		<b>52,08,681</b>	<b>41,09,192</b>	<b>78.89</b>	<b>41,09,192</b>	<b>-</b>	<b>100.00</b>	<b>-</b>





**Resolution No. 4**

Resolution Required: (Ordinary/Special)			Appointment of Shri Sanjiv Gupta as a Director.					
Whether promoter/promoter group are interested in the agenda / resolution?			No					
Category	Mode of Voting	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
Promoter and Promoter group	E-Voting	36,86,740	36,86,740	100.00	36,86,740	-	100.00	-
	Poll		-	-	-	-	-	-
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	<b>Total</b>	<b>36,86,740</b>	<b>36,86,740</b>	<b>100.00</b>	<b>36,86,740</b>	<b>-</b>	<b>100.00</b>	<b>-</b>
Public-Institutions	E-Voting	72,546	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	<b>Total</b>	<b>72,546</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>
Public-Non Institutions	E-Voting	14,49,395	277	0.02	277	-	100.00	-
	Poll		4,22,175	29.13	4,22,175	-	100.00	-
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	<b>Total</b>	<b>14,49,395</b>	<b>4,22,452</b>	<b>29.15</b>	<b>4,22,452</b>	<b>-</b>	<b>100.00</b>	<b>-</b>
<b>Total</b>		<b>52,08,681</b>	<b>41,09,192</b>	<b>78.89</b>	<b>41,09,192</b>	<b>-</b>	<b>100.00</b>	<b>-</b>





**M Baldeva Associates**  
Company Secretaries

Continuation Sheet

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

For M Baldeva Associates  
Company Secretaries



*Manish*

CS Manish Baldeva  
Proprietor

M. No. FCS 6180; C.P. No. 11062

Place: Thane  
Date: 28<sup>th</sup> September, 2016

Countersigned  
For Haryana Capfin Limited

For HARYANA CAPFIN LIMITED

\_\_\_\_\_  
*Sandhya*  
Company Secretary