

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

28th September, 2017

BSE Limited

Corporate Relationship Department
1st 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 19th Annual General Meeting (AGM) of the Shareholders of the Company, which was held on 26th September, 2017 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.

HARYANA CAPFIN LIMITED

Date of AGM	26 th September, 2017
Book Closure Date	14 th September, 2017 to 19 th September, 2017
Total No. of Shareholders on record date (Cut-off date for voting- 19-09-2017)	4206
No. of shareholders present in the meeting either in person or through proxy:	24
Promoters and Promoters Group	11
Public	13
No. of shareholders attended the meeting through Video Conferencing	Not Applicable

Agenda-wise Disclosures

Resolution required: (Ordinary/Special)			Resolution No. 1: Adoption of the Audited Financial Statements of the Company for the financial year ended 31 st March, 2017 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	2817650	76.43	2817650	0	100.00	0
	Poll		869090	23.57	869090	0	100.00	0
	Total	3686740	3686740	100.00	3686740	0	100.00	0
Public-Institutions	E-Voting	72546	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Total	72546	-	-	-	-	-	-
Public-Non Institutions	E-Voting	1449395	5204	0.36	5204	0	100.00	0
	Poll		315203	21.75	315203	0	100.00	0
	Total	1449395	320407	22.11	320407	0	100.00	0
Total		5208681	4007147	76.93	4007147	0	100.00	0



Resolution required: (Ordinary/Special)			Resolution No. 2 Re-appointment of Shri Sanjiv Gupta (DIN - 06711209), who retires by rotation (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	2817650	76.43	2817650	0	100.00	0
	Poll		869090	23.57	869090	0	100.00	0
	Total		3686740	100.00	3686740	0	100.00	0
Public-Institutions	E-Voting	72546	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Total		-	-	-	-	-	-
Public-Non Institutions	E-Voting	1449395	5204	0.36	5204	0	100.00	0
	Poll		315203	21.75	315203	0	100.00	0
	Total		320407	22.11	320407	0	100.00	0
Total		5208681	4007147	76.93	4007147	0	100.00	0



Resolution required: (Ordinary/Special)			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	2817650	76.43	2817650	0	100.00	0
	Poll		869090	23.57	869090	0	100.00	0
	Total	3686740	3686740	100.00	3686740	0	100.00	0
Public-Institutions	E-Voting	72546	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Total	72546	-	-	-	-	-	-
Public-Non Institutions	E-Voting	1449395	5204	0.36	5204	0	100.00	0
	Poll		315203	21.75	315203	0	100.00	0
	Total	1449395	320407	22.11	320407	0	100.00	0
Total		5208681	4007147	76.93	4007147	0	100.00	0



Resolution required: (Ordinary/Special)			Resolution No. 4 Appointment of Smt. Shruti Raghav Jindal (DIN - 02208891), as Whole Time Director (Special 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	2810255*	76.43	2810255	0	100.00	0
	Poll		869090	23.57	869090	0	100.00	0
	Total		3679345	100.00	3679345	0	100.00	0
Public-Institutions	E-Voting	72546	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Total		-	-	-	-	-	-
Public-Non Institutions	E-Voting	1449395	5204	0.36	5204	0	100.00	0
	Poll		315203	21.75	315203	0	100.00	0
	Total		320407	22.11	320407	0	100.00	0
Total		5208681	3999752	76.79	3999752	0	100.00	0

*Voting by interested member excluded.

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 19th Annual General Meeting held on 26th September, 2017.

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 10th August, 2017, 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 ('Act') 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 19th Annual General Meeting (AGM) of the Shareholders of the Company dated 10th August, 2017.
2. The management of the Company is responsible to ensure the compliances with the requirements of the Act and Rules relating to remote e-voting and polling papers for voting on the resolutions contained in the said notice of 19th AGM of the members of the Company. My responsibility as Scrutinizer for the remote e-voting process and poll conducted at the 19th 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 19th AGM.
3. The Notice of the 19th AGM dated 10th August, 2017 along with the Statement setting out material facts under Section 102 of the Act was sent to the members through courier on 29th August, 2017 and emailed on 31st August, 2017. The said notice was dispatched on the basis of Register of Members and list of beneficiaries as provided by the depositories as on 18th August, 2017.





4. As per the provisions of Rule 20 of the Companies (Management and Administration) Rules, 2014, the Company has published advertisement about having dispatch of the notice of 19th AGM and providing e-voting facility in the English newspaper "Financial Express" on 2nd September, 2017 and Marathi newspaper "Navshakti" on 3rd September, 2017.
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, 19th September, 2017.
6. In terms of the aforesaid Notice, voting through electronic means was kept open for 3 (three) days i.e. from Saturday, 23rd September, 2017 (from 09:00 a.m.) to Monday, 25th September, 2017 (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 19th Annual General Meeting held on 26th September, 2017 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 19th 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 CS Kshama Shah, 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)			Ordinary resolution for adoption of Audited Financial Statements of the Company for the financial year ended 31 st March, 2017 together with Reports of the Board of 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	3686740	2817650	76.43	2817650	0	100.00	0
	Poll		869090	23.57	869090	0	100.00	0
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	3686740	3686740	100.00	3686740	0	100.00	0
Public-Institutions	E-Voting	72546	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	72546	-	-	-	-	-	-
Public-Non Institutions	E-Voting	1449395	5204	0.36	5204	0	100.00	0
	Poll		315203	21.75	315203	0	100.00	0
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	1449395	320407	22.11	320407	0	100.00	0
Total		5208681	4007147	76.93	4007147	0	100.00	0

Invalid Votes: Nil

Result: The Resolution is passed unanimously.





Resolution No. 2

Resolution Required: (Ordinary/Special)			Ordinary Resolution for appointment of a director in place of Shri. Sanjiv Gupta (DIN: 06711209), who retires by rotation and being eligible, offers himself for re-appointment.					
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	3686740	2817650	76.43	2817650	0	100.00	0
	Poll		869090	23.57	869090	0	100.00	0
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	3686740	3686740	100.00	3686740	0	100.00	0
Public-Institutions	E-Voting	72546	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	72546	-	-	-	-	-	-
Public-Non Institutions	E-Voting	1449395	5204	0.36	5204	0	100.00	0
	Poll		315203	21.75	315203	0	100.00	0
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	1449395	320407	22.11	320407	0	100.00	0
Total		5208681	4007147	76.93	4007147	0	100.00	0

Invalid Votes: Nil

Result: The Resolution is passed unanimously.





Resolution No. 3

Resolution Required: (Ordinary/Special)			Ordinary Resolution to ratify the appointment of M/s. A.M.A. A. & Associates, Chartered Accountants (FRN: 013066C) as Statutory Auditors of the Company and to fix 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	3686740	2817650	76.43	2817650	0	100.00	0
	Poll		869090	23.57	869090	0	100.00	0
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	3686740	3686740	100.00	3686740	0	100.00	0
Public-Institutions	E-Voting	72546	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	72546	-	-	-	-	-	-
Public-Non Institutions	E-Voting	1449395	5204	0.36	5204	0	100.00	0
	Poll		315203	21.75	315203	0	100.00	0
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	1449395	320407	22.11	320407	0	100.00	0
Total		5208681	4007147	76.93	4007147	0	100.00	0

Invalid Votes: Nil

Result: The Resolution is passed unanimously.





Resolution No. 4

Resolution Required: (Ordinary/Special)			Special Resolution for appointment of Smt. Shruti Raghav Jindal (DIN:02208891) as Whole Time Director of the Company for a period of 3 years w.e.f. 1 st July, 2017.					
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	3686740	2810255*	76.43	2810255	0	100.00	0
	Poll		869090	23.57	869090	0	100.00	0
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	3686740	3679345	100.00	3679345	0	100.00	0
Public-Institutions	E-Voting	72546	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	72546	-	-	-	-	-	-
Public-Non Institutions	E-Voting	1449395	5204	0.36	5204	0	100.00	0
	Poll		315203	21.75	315203	0	100.00	0
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	1449395	320407	22.11	320407	0	100.00	0
Total		5208681	3999752	76.79	3999752	0	100.00	0

*Voting by interested member excluded.

Invalid Votes: Nil

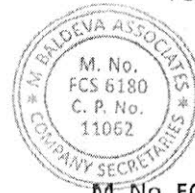
Result: The Resolution is passed unanimously.





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.

Place: Thane
Date: 27th September, 2017



For M Baldeva Associates
Company Secretaries

CS Manish Baldeva
Proprietor

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

Countersigned
For Haryana Capfin Limited



Chairman/ Authorised Signatory