

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

27th September, 2018

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 20th Annual General Meeting (AGM) of the Shareholders of the Company, which was held on 25th September, 2018 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

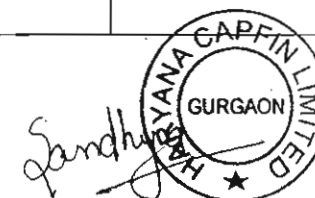
Encl: As above.

HARYANA CAPFIN LIMITED

Date of AGM	25 th September, 2018
Book Closure Date	19 th September, 2018 to 20 th September, 2018
Total No. of Shareholders on record date (Cut-off date for voting- 18-09-2018)	3931
No. of shareholders present in the meeting either in person or through proxy:	27
Promoters and Promoters Group	13
Public	14
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, 2018 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	76.4266	2817650	0	100.0000	0.0000
	Poll		869090	23.5734	869090	0	100.0000	0.0000
	Total		3686740	3686740	100.0000	3686740	0	100.0000
Public-Institutions	E-Voting	72546	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Total		72546	-	-	-	-	-
Public-Non Institutions	E-Voting	1449395	212	0.0146	212	0	100.0000	0.0000
	Poll		429779	29.6523	429779	0	100.0000	0.0000
	Total		1449395	429991	29.6669	429991	0	100.0000
Total		5208681	4116731	79.0360	4116731	0	100.0000	0.0000



Resolution required: (Ordinary/Special)			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	2817650	76.4266	2817650	0	100.0000	0.0000
	Poll		869090	23.5734	869090	0	100.0000	0.0000
	Total		3686740	3686740	100.000	3686740	0	100.0000
Public-Institutions	E-Voting	72546	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Total		72546	-	-	-	-	-
Public-Non Institutions	E-Voting	1449395	212	0.0146	212	0	100.0000	0.0000
	Poll		429779	29.6523	429779	0	100.0000	0.0000
	Total		1449395	429991	29.6669	429991	0	100.0000
Total		5208681	4116731	79.0360	4116731	0	100.0000	0.0000



Resolution required: (Ordinary/Special)			Resolution No. 3 Approval for continuation of Shri K. K. Khandelwal as Director (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	3686740	2817650	76.4266	2817650	0	100.0000	0.0000
	Poll		869090	23.5734	869090	0	100.0000	0.0000
	Total		3686740	3686740	100.0000	3686740	0	100.0000
Public-Institutions	E-Voting	72546	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Total		72546	-	-	-	-	-
Public-Non Institutions	E-Voting	1449395	212	0.0146	212	0	100.0000	0.0000
	Poll		429779	29.6523	429779	0	100.0000	0.0000
	Total		1449395	429991	29.6669	429991	0	100.0000
Total		5208681	4116731	79.0360	4116731	0	100.0000	0.0000



Resolution required: (Ordinary/Special)			Resolution No. 4 Amendment of Objects Clause of Memorandum of Association (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	3686740	2817650	76.4266	2817650	0	100.0000	0.0000
	Poll		869090	23.5734	869090	0	100.0000	0.0000
	Total		3686740	3686740	100.000	3686740	0	100.0000
Public-Institutions	E-Voting	72546	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Total		72546	-	-	-	-	-
Public-Non Institutions	E-Voting	1449395	212	0.0146	212	0	100.0000	0.0000
	Poll		429779	29.6523	429779	0	100.0000	0.0000
	Total		1449395	429991	29.6669	429991	0	100.0000
Total		5208681	4116731	79.0360	4116731	0	100.0000	0.0000

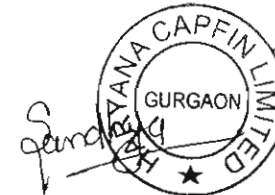


Resolution required: (Ordinary/Special)			Resolution No. 5 Amendment to the Liability Clause of Memorandum of Association (Special Resolution)					
Whether promoter/promoter group are interested in the agenda/resolution			No.					
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% 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	3686740	2817650	76.4266	2817650	0	100.0000	0.0000
	Poll		869090	23.5734	869090	0	100.0000	0.0000
	Total		3686740	3686740	100.0000	3686740	0	100.0000
Public-Institutions	E-Voting	72546	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Total		72546	-	-	-	-	-
Public-Non Institutions	E-Voting	1449395	212	0.0146	212	0	100.0000	0.0000
	Poll		429779	29.6523	429779	0	100.0000	0.0000
	Total		1449395	429991	29.6669	429991	0	100.0000
Total		5208681	4116731	79.0360	4116731	0	100.0000	0.0000



Resolution required: (Ordinary/Special)			Resolution No. 6 Amendment of Articles of Association (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	3686740	2817650	76.4266	2817650	0	100.0000	0.0000
	Poll		869090	23.5734	869090	0	100.0000	0.0000
	Total	3686740	3686740	100.0000	3686740	0	100.0000	0.0000
Public-Institutions	E-Voting	72546	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Total	72546	-	-	-	-	-	-
Public-Non Institutions	E-Voting	1449395	212	0.0146	212	0	100.0000	0.0000
	Poll		429779	29.6523	429779	0	100.0000	0.0000
	Total	1449395	429991	29.6669	429991	0	100.0000	0.0000
Total		5208681	4116731	79.0360	4116731	0	100.0000	0.0000

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 of the 20th Annual General Meeting of
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 20th Annual General Meeting held on 25th September, 2018.

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 13th August, 2018, 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 6 as set out in the Notice of 20th Annual General Meeting (AGM) of the Shareholders of the Company dated 13rd August, 2018.
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 20th AGM of the members of the Company. My responsibility as Scrutinizer for the remote e-voting process and poll conducted at the 20th 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 20th AGM.
3. The Notice of the 20th AGM dated 13th August, 2018 along with the Statement setting out material facts under Section 102 of the Act was sent to the members through courier on 30th August, 2018 and emailed on 30th August, 2018. The said notice was dispatched on the basis of Register of Members and list of beneficiaries as provided by the depositories as on 24th August, 2018.





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 20th AGM and providing e-voting facility in the English newspaper "Business Standard" and Marathi newspaper "Navshakti" on 3rd September, 2018.
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, 18th September, 2018.
6. In terms of the aforesaid Notice, voting through electronic means was kept open for 3 (three) days i.e. from Saturday, 22nd September, 2018 (from 09:00 a.m.) to Monday, 24th September, 2018 (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 20th Annual General Meeting held on 25th September, 2018 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 20th 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 Mrs. Reema Solanki and Ms. Bhavna Singh, 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, 2018 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	76.4266	2817650	0	100.0000	0.0000
	Poll		869090	23.5734	869090	0	100.0000	0.0000
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		3686740	3686740	100.0000	3686740	0	100.0000
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	212	0.0146	212	0	100.0000	0.0000
	Poll		429779	29.6523	429779	0	100.0000	0.0000
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		1449395	429991	29.6669	429991	0	100.0000
Total		5208681	4116731	79.0360	4116731	0	100.0000	0.0000

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 Smt. Shruti Raghav Jindal (DIN: 02208891), who retires by rotation and being eligible, offers herself for re-appointment.						
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	2817650	76.4266	2817650	0	100.0000	0.0000
	Poll		869090	23.5734	869090	0	100.0000	0.0000
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		3686740	3686740	100.0000	3686740	0	100.0000
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	212	0.0146	212	0	100.0000	0.0000
	Poll		429779	29.6523	429779	0	100.0000	0.0000
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		1449395	429991	29.6669	429991	0	100.0000
Total		5208681	4116731	79.0360	4116731	0	100.0000	0.0000

Invalid Votes: Nil

Result: The Resolution is passed unanimously.





Resolution No. 3

Resolution Required: (Ordinary/Special)			Special Resolution for continuation of directorship of Shri K.K Khandelwal (DIN-00455369) of the Company, as Independent Director upto the expiry of his present term i.e. upto 27 th September 2020 on the existing terms and conditions.					
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	76.4266	2817650	0	100.0000	0.0000
	Poll		869090	23.5734	869090	0	100.0000	0.0000
	Postal Ballot		NA	NA	NA	NA	N.A.	N.A.
	Total		3686740	3686740	100.0000	3686740	0	100.0000
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	212	0.0146	212	0	100.0000	0.0000
	Poll		429779	29.6523	429779	0	100.0000	0.0000
	Postal Ballot		NA	NA	NA	NA	N.A.	N.A.
	Total		1449395	429991	29.6669	429991	0	100.0000
Total		5208681	4116731	79.0360	4116731	0	100.0000	0.0000

Invalid Votes: Nil

Result: The Resolution is passed unanimously.





Resolution No. 4

Resolution Required: (Ordinary/Special)			Special Resolution for amendment in objects clause by substituting Clause III (B) and deleting Clause III (C) of the Memorandum of Association as per provisions of Section 13 of Companies Act, 2013.					
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	76.4266	2817650	0	100.0000	0.0000
	Poll		869090	23.5734	869090	0	100.0000	0.0000
	Postal Ballot		NA	NA	NA	NA	N.A.	N.A.
	Total	3686740	3686740	100.0000	3686740	0	100.0000	0.0000
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	212	0.0146	212	0	100.0000	0.0000
	Poll		429779	29.6523	429779	0	100.0000	0.0000
	Postal Ballot		NA	NA	NA	NA	N.A.	N.A.
	Total	1449395	429991	29.6669	429991	0	100.0000	0.0000
Total		5208681	4116731	79.0360	4116731	0	100.0000	0.0000

Invalid Votes: Nil

Result: The Resolution is passed unanimously.





Resolution No. 5

Resolution Required: (Ordinary/Special)			Special Resolution for amendment in existing Clause IV of the Memorandum of Association by substituting the same with new clause IV as per provisions of Section 13 of Companies Act, 2013.					
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 Poll	3686740	2817650	76.4266	2817650	0	100.0000	0
			869090	23.5734	869090	0	100.0000	0
	Postal Ballot		NA	NA	NA	NA	N.A.	N.A.
	Total	3686740	3686740	100.0000	3686740	0	100.0000	0
Public-Institutions	E-Voting Poll	72546	-	-	-	-	-	-
			-	-	-	-	-	-
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	72546	-	-	-	-	-	-
Public-Non Institutions	E-Voting Poll	1449395	212	0.0146	212	0	100.0000	0
			429779	29.6523	429779	0	100.0000	0
	Postal Ballot		NA	NA	NA	NA	N.A.	N.A.
	Total	1449395	429991	29.6669	429991	0	100.0000	0
Total		5208681	4116731	79.0360	4116731	0	100.0000	0

Invalid Votes: Nil

Result: The Resolution is passed unanimously.





Resolution No. 6

Resolution Required: (Ordinary/Special)			Special Resolution for adoption of the new set of Articles of Association of the company in substitution and exclusion of the existing Articles of Association.					
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	76.4266	2817650	0	100.0000	0.0000
	Poll		869090	23.5734	869090	0	100.0000	0.0000
	Postal Ballot		NA	NA	NA	NA	N.A.	N.A.
	Total		3686740	3686740	100.0000	3686740	0	100.0000
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	212	0.0146	212	0	100.0000	0.0000
	Poll		429779	29.6523	429779	0	100.0000	0.0000
	Postal Ballot		NA	NA	NA	NA	N.A.	N.A.
	Total		1449395	429991	29.6669	429991	0	100.0000
Total		5208681	4116731	79.0360	4116731	0	100.0000	0.0000

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.



For M Baldeva Associates
Company Secretaries

CS Manish Baldeva
Proprietor

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

Place: Thane

Date: 26th September, 2018

Countersigned

For Haryana Capfin Limited

Sandhya
Sandhya Tiwari, Company Secretary
Chairman/ Authorised Signatory

