

# SJAB & Associates

Practising Company Secretaries

Address: 6, Little Russel Street, Kankaria Estate, 4<sup>th</sup> Floor, Kolkata- 700071

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Phone: 033-40505850

Unique Code: P2018WB07500

Date: September 27, 2019

To,  
The Chairman  
Himadri Credit & Finance Limited  
CIN: L65921WB1994PLC062875  
23A, Netaji Subhas Road,  
8th Floor, Kolkata – 700 001

**Re: Consolidated Report of Scrutinizer for 24<sup>th</sup> Annual General Meeting (AGM) of the Members of Himadri Credit & Finance Ltd. (“the Company”) held on Friday, 27<sup>th</sup> day of September, 2019 at 10.30 A.M. at 8, India Exchange Place, 2nd Floor, Kolkata- 700 001**

Dear Sir,

In terms of your appointment letter dated 13<sup>th</sup> August, 2019 the undersigned has been appointed as the scrutinizer for the purpose of remote e-voting and voting through polling paper on the below mentioned Resolution(s) at the 24<sup>th</sup> Annual General Meeting of the Company, held at 8, India Exchange Place, 2nd Floor, Kolkata- 700 001, on Friday, 27<sup>th</sup> September, 2019, at 10:30 A.M.

We have separately, on even date, given our report for the result of the polling process carried at the Extraordinary General Meeting in MGT-13. This consolidated report is to be read along with that separate report.

The Management of the Company is responsible to ensure compliance with the requirements of the Companies Act, 2013 and Rules relating to voting through electronic means (i.e., by remote e-voting and voting by poll at the meeting) for the Resolution(s) contained in the Notice to Extraordinary General Meeting of the Company. Our responsibility as a scrutinizer for remote e-voting is restricted to preparing and presenting a report on the votes cast ‘in favour’ or ‘in against’ the Resolution(s) stated below.

We hereby submit our Consolidated Report as under:

1. The detailed consolidated result of the remote e-voting and poll on the matter put to vote at the Annual General Meeting is as under:

**Resolution No. 1:**

To receive consider and adopt the Audited Financial Statements for the financial year ended 31<sup>st</sup> March 2019 together with the report of the Board of Directors and Auditors thereon.

Total Members voted	No. of votes polled	No. of valid votes polled	No. of valid votes – in favour	No. of valid votes – against	% of valid votes in favour	% of valid votes against

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*[Signature]*  
Partner

Physical	77500	77500	77500	0	100%	0
E-voting	1722300	1722300	1722300	0	100%	0
<b>Total</b>	<b>1799800</b>	<b>1799800</b>	<b>1799800</b>	<b>0</b>	<b>100%</b>	<b>0</b>

Based on the aforesaid result, I report that the Ordinary Resolution as set out in item no. 1 of the Notice of the AGM held on 27<sup>th</sup> September, 2019 has been duly passed with requisite majority.

**Resolution No. 2:**

To appoint a director in place of Mr. Anurag Choudhary (DIN: 00173934), who retires by rotation and being eligible, offers himself for re-appointment.

Total Members voted	No. of votes polled	No. of valid votes polled	No. of valid votes – in favour	No. of valid votes – against	% of valid votes in favour	% of valid votes against
Physical	77500	77500	77500	0	100%	0
E-voting	1572300	1572300	1572300	0	100%	0
<b>Total</b>	<b>1649800</b>	<b>1649800</b>	<b>1649800</b>	<b>0</b>	<b>100%</b>	<b>0</b>

Based on the aforesaid result, I report that the Ordinary Resolution as set out in item no. 2 of the Notice of the AGM held on 27<sup>th</sup> September, 2019 has been duly passed with requisite majority.

- The poll papers, record of votes cast through remote e-voting and all other relevant records such as proxy papers will be sealed and handed over to the Company Secretary appointed by the Board for safe keeping.

Thanking you,

**For SJAB & Associates  
Practising Company Secretaries**

**SJAB & ASSOCIATES**

*Aditi Jhunjunwala*  
Aditi Jhunjunwala Partner

**Partner  
Membership No: 26988  
CP No.: 20346**

Place: Kolkata

## **FORM No. MGT-13**

### **Report of Scrutinizer(s)**

[Pursuant to Section 109 of the Companies Act, 2013 and Rule 21(2) of the Companies (Management and Administration) Rules, 2014]

To,  
The Chairman  
Himadri Credit & Finance Limited  
CIN: L65921WB1994PLC062875  
23A, Netaji Subhas Road,  
8th Floor, Kolkata – 700 001

**Re: 24<sup>th</sup> Annual General Meeting (AGM) of the Members of Himadri Credit & Finance Ltd. (“the Company”) held on Friday , 27<sup>th</sup> day of September, 2019 at 10.30 A.M. at 8, India Exchange Place, 2nd Floor, Kolkata- 700 001**

Dear Sir,

The Board of the Company vide its Resolution dated 13<sup>th</sup> August, 2019, appointed Ms. Aditi Jhunjhunwala, Partner of SJAB & Associates, Practising Company Secretaries, as Scrutinizer for the purpose of the voting process on the below mentioned Resolution(s), placed before the Members at the Annual General Meeting of the Members of the Company, held at 8, India Exchange Place, 2nd Floor, Kolkata- 700 001 at 10.30 A.M.

Accordingly, we submit our report as under:

1. The ballot process began after the close of discussions on the Resolution(s) proposed at the Meeting. The ballot process was carried out by using ballot papers which were provided by the Company at the Meeting.
2. After the time fixed for closing of the ballot process by the Chairman, 1 ballot box kept for the purpose of voting was locked in my presence.
3. The locked ballot box was subsequently opened in my presence and ballot papers were diligently scrutinized.
4. Where a Member had casted vote by both remote e-voting and by ballot paper, the votes casted by ballot paper have been considered as invalid.
5. The ballot paper which was incomplete and/or details of which have not matched with the records of the Company and/or which was otherwise found defective have been treated as invalid and kept separately.

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*Aditi*  
Partner

6. The result of the ballot is as under (the said however, is to be read along with result of remote e-voting, for which please refer to our Consolidated Report):

**Resolution 1:** To receive consider and adopt the Audited Financial Statements for the financial year ended 31<sup>st</sup> March 2019 together with the report of the Board of Directors and Auditors thereon.

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

Numbers of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
4	77500	100

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

Numbers of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	0

(iii) **Invalid** votes:

Numbers of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	0

**Resolution 2:** To appoint a director in place of Mr. Anurag Choudhary (DIN: 00173934), who retires by rotation and being eligible, offers himself for re-appointment.

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

Numbers of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
4	77500	100

SJAB & ASSOCIATES  
*Aditya*  
Partner

# SJAB & Associates

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

Numbers of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	0

(iii) **Invalid** votes:

Numbers of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	0

7. A Compact Disc (CD) containing a list of Members who voted "FOR", "AGAINST" and those whose votes were declared invalid for the Resolution is enclosed.
8. The ballot results were sealed and handed over to the Secretary who was authorised Board for safe keeping as per the information made available.

Thanking you,

Place: Kolkata

Date: 27.09.2019

For SJAB & Associates  
Practising Company Secretaries

SJAB & ASSOCIATES

*Aditi Jhunjunwala*

Partner

Aditi Jhunjunwala

Partner

CP No: 20346