



Himadri

Ref. No.: HCFL/ Stock-Ex/2024-25/25

Date: 12 September 2024

To
The Calcutta Stock Exchange Ltd
7, Lyons Range, 4th Floor,
Kolkata- 700 001

Ref: Listing Code: 18043

e-mail: hcfi@himadri.com

Sub: Summary Proceedings, Voting Results and Scrutinizer's Report of the 29th Annual General Meeting of the Company held on 12 September 2024

Dear Sir/ Madam,

This is to inform you that the 29th Annual General Meeting (AGM) of Himadri Credit & Finance Ltd was held today, i.e., on Thursday, 12 September 2024 at 11:00 a.m. (IST) through Video Conferencing ("VC")/Other Audio-Visual Means ("OAVM"), to transact the business as stated in the Notice dated 08 August 2024.

We are enclosing herewith the following:

1. Summary of the Proceedings of the 29th AGM of the Company as required under Regulation 30 read with Part-A of Schedule III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") read with SEBI Circular No. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated 13 July, 2023,, marked as **Annexure – I**.
2. The details of e-voting results of the businesses transacted at the 29th AGM of the Company under Regulation 44(3) of SEBI Listing Regulations read with SEBI Circular No. SEBI/HO/CFD/PoD2/CIR/P/2023/120 dated 11 July, 2023, marked as **Annexure – II**.
3. Consolidated Scrutinizer's report on e-voting submitted by the Scrutinizer, Mrs. Bandana Saha, Practising Company Secretary (ACS 46329, C. P.No. 27041), pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management & Administration) Rules, 2014 (as amended), marked as **Annexure – III**.

All items of Agenda as contained in notice of 29th AGM have been passed with requisite majority. The meeting concluded at 11:35 AM (IST) (including the time allowed for e-voting at AGM). The e-voting results along with the Scrutinizer's Report dated 12 September 2024 shall be made available on the Company's website at www.himadricredit.in and on the website of the NSDL.

This is for your information and taking on record.

Thanking You,

Yours faithfully,

For Himadri Credit & Finance Ltd



Pinto Singh
(Company Secretary &
Compliance Officer)
FCS 10733

Enclosed: as above

CC to: National Securities Depository Ltd

Himadri Credit & Finance Limited

Regd. Office : 23A, Netaji Subhas Rd, 8th Flr, Suite No.-15, Kolkata - 700001, India
Tel. : (033) 2230-9953, 2230-4363, Fax : 91-33-2230-9051; Website : www.himadricredit.in
E-mail: hcfi@himadri.com; CIN : L65921WB1994PLC062875

**Summary of proceedings of the 29th Annual General Meeting of
Himadri Credit & Finance Ltd**

Pursuant to the Circulars No. 14/2020 dated April 8, 2020, No. 17/2020 dated April 13, 2020, No. 20/2020 dated May 20, 2020, No. 22/2020 dated June 15, 2020, No. 33/2020 dated September 28, 2020, No. 39/2020 dated December 31, 2020, No. 02/2021 dated January 13, 2021, No.10/2021 dated June 23, 2021, No. 20/2021 dated December 8, 2021, No. 21/2021 dated December 14, 2021, No. 3/2022 dated May 5, 2022, No. 10/2022 and 11/2022 dated December 28, 2022 respectively and General Circular No. 9/2023 dated September 25, 2023 and other applicable circulars, (hereinafter, collectively referred as the "MCA Circulars") and in compliance with the relevant provisions of the Companies Act, 2013 ("the Act") and Rules made thereunder and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") and applicable SEBI Circulars, the 28th Annual General Meeting ("AGM" or "Meeting") of the Members of Himadri Credit & Finance Ltd (the "Company") was duly convened and held on **Thursday, 12 September 2024 through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM")**, which commenced at 11:00 a.m. (IST).

PRESENT

Sr. No.	Name	Designation
1.	Mr. Santimoy Dey	Independent Director, Chairman of Audit Committee, Nomination & Remuneration Committee and Stakeholders Relationship Committee (from Corporate Office, Kolkata)
2.	Mr. Amit Choudhary	Non-Executive Director (from Corporate Office, Kolkata)
3.	Mr. Pintu Singh	Company Secretary & Chief Financial Officer ("Secretary") (from Corporate Office, Kolkata)

- At the commencement of the meeting, Mr. Pintu Singh, Secretary welcomed all the Directors and Members attending the AGM. He also briefed about the general guidelines to be followed during the meeting for the Shareholders and registered speakers. He then introduced Mr. Santimoy Dey, Independent Director of the Company also the Chairman of the AGM and requested him to proceed with the Meeting.
- There were Nineteen (19) members present through VC/OAVM as per the record of the attendance.
- The Chairman greeted the Members and chaired the proceedings at the AGM. As the requisite quorum was present, the Chairman then called the Meeting to order.
- Thereafter, with the permission of the Chairman, Mr. Pintu Singh, Secretary, introduced other directors and conducted the proceedings of the AGM. Two (2) Directors including the Chairman of the Audit Committee, Stakeholders Relationship Committee and Nomination and Remuneration Committee were present at the AGM.

For Himadri Credit & Finance Limited


 Company Secretary
 FCS: 10733

- Mr. Rajarshi Ghosh (FCS: 12595, CP No.: 8921), Practicing Company Secretary, the Secretarial Auditor was present at the Meeting. Mrs. Bandana Saha (ACS 46329, C. P. No. 27041), Practicing Company Secretary, the Scrutinizer was also present.
- The Notice dated 08 August 2024 convening the 29th AGM was taken as read with the consent of the Members present. Thereafter, the Secretary notified the members about the availability of statutory registers for the purpose of inspection via electronic means in the National Securities Depositories Limited (“NSDL”) e-voting system.
- The Secretary mentioned that there were no qualifications, observations or other remarks made by the Statutory Auditors in their Report on the Financial Statements for the financial year ended 31 March 2024 hence, the said Report was not required to be read. Secretarial Audit Report for the financial year ended 31 March 2024 contained no qualifications, observations or other remarks.
- The Secretary further informed the members that pursuant to the provisions of Section 108 of the Act read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of SEBI Listing Regulations, the Company had engaged NSDL to provide remote e-voting facility which commenced on Sunday, 08 September 2024, (09:00 a.m. IST) and ended on Wednesday, 11 September 2024 (05:00 p.m. IST). He also informed that the e-voting facility during the AGM has been provided to all the eligible Members who participated in the Meeting and had not cast their votes through remote e-voting in respect of the businesses transacted at the Meeting.

Thereafter, with the permission of Chairman the resolutions were tabled at the Meeting by the Secretary and he explained the objectives and implications of each item of businesses for consideration by the shareholders.

The following items of business as per the Notice of the 29th AGM were transacted:

Ordinary Business:

1. Adoption of Audited Financial Statements for the financial year ended 31 March 2024, and the report of the Board of Directors and Auditors thereon, by passing an Ordinary Resolution;
2. Appointment of Mr. Anurag Choudhary (DIN: 00173934), who retires by rotation and being eligible offers himself for re-appointment, by passing an Ordinary Resolution;

Special Business:

3. Approval of Material Related Party Transactions with Ms. Sheela Devi Choudhary, by passing an Ordinary Resolution

Thereafter, with the permission of Chairman, the Secretary invited the Members who had registered themselves as speakers and were attending the Meeting through VC / OAVM, to put forward their queries / feedback, if any, in respect of any of the items of business as contained in the Notice. 3 (Three) Speakers expressed their feedback, queries and suggestions.

The voting rights of the Members were reckoned based on the number of shares held by them as on the ‘cut-off’ date i.e., Thursday, 05 September 2024. Mrs. Bandana Saha, Practising Company

For Himadri Credit & Finance Limited

Pinku Singh
Company Secretary
FC: 10733

Secretary (ACS 46329, C. P. No. 27041), was appointed as the Scrutinizer for the purpose of scrutinizing the process of remote e-voting and e-voting during the Meeting in a fair and transparent manner.

The Secretary informed the Members that the consolidated results of the e-voting and the report of the Scrutinizer will be communicated to CSE, the Stock Exchange where the shares of the Company are listed and will also be placed by the Company on its' website at www.himadricredit.in and also on the website of NSDL within 48 hours of the conclusion of the AGM.

The Secretary concluded the proceedings of the Meeting after thanking all the Members of the Company for their unwavering trust in the Company and acknowledged the persistent support of all the stakeholders of the Company.

The Secretary placed vote of thanks.

The 29th AGM of the Company concluded at 11:35 AM (IST) (including the time allowed for e-voting at AGM).

This is for your information and records.

Yours faithfully,
For Himadri Credit & Finance Ltd



Pinku Singh

(Company Secretary &
Compliance Officer)
FCS: 10733



Himadri Credit & Finance Limited

CIN: L65921WB1994PLC062875

Voting Results

Annexure - II

Details of voting result pursuant to Regulation 44(3) of the Listing Regulations

Sl. No.	Particulars	Details
1	Date of AGM	Thursday, 12 September 2024
2	Total Number of shareholders on record date (Cut-off Date: 05 September 2024)	755
3	No. of Shareholders present in the meeting either in person or through proxy <ul style="list-style-type: none">- Promoter and Promoter Group- Public	Not Applicable. Since the AGM was conducted through VC/OVAM, there was no requirement of physical attendance of any member or through proxy.
4	No. of Shareholders attended the meeting through VC/OVAM <ul style="list-style-type: none">- Promoter and Promoter Group- Public	8 11
5	No. of resolution passed at the meeting	3 Resolution-wise details of voting results attached

For Himadri Credit & Finance Limited

Pinku Saha
Company Secretary
FCS:10733

Agenda- wise disclosure

Ordinary Business


Resolution no. 1: Adoption of the Audited Financial Statements of the Company for the financial year ended 31 March 2024 together with the report of the Board of Directors and Auditors thereon.

Resolution required:			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	Remote E-Voting	1860900	1860900	100.0000	1860900	0	100.0000	0.0000
	E-Voting at AGM		0	0.0000	0	0	0.0000	0.0000
	Total		1860900	100.0000	1860900	0	100.0000	0.0000
Public Institutions	Remote E-Voting	0	0	0.0000	0	0	0.0000	0.0000
	E-Voting at AGM		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public Non-Institutions	Remote E-Voting	1139300	279610	24.5423	279610	0	100.0000	0.0000
	E-Voting at AGM		0	0.0000	0	0	0.0000	0.0000
	Total		279610	24.5423	279610	0	100.0000	0.0000
Grand Total		3000200	2140510	71.3456	2140510	0	100.0000	0.0000

Details of Invalid Votes	
Category	No of Votes
Promoter & Promoter Group	0
Public Institutions	0
Public Non-Institutions	0

Results: On the basis of the Report of the Scrutinizer dated 12 September 2024, the Ordinary Resolution as proposed at the AGM held on 12 September 2024 has been duly passed with the requisite majority.

For Himadri Credit & Finance Limited


 Company Secretary
 FCS: 10733

Resolution no. 2: Appointment of Mr. Anurag Choudhary (DIN: 00173934), who retires by rotation and being eligible offers himself for re-appointment.

Resolution required:			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	Remote E-Voting	1860900	1860900	100.0000	1860900	0	100.0000	0.0000
	E-Voting at AGM		0	0.0000	0	0	0.0000	0.0000
	Total		1860900	100.0000	1860900	0	100.0000	0.0000
Public Institutions	Remote E-Voting	0	0	0.0000	0	0	0.0000	0.0000
	E-Voting at AGM		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public Non-Institutions	Remote E-Voting	1139300	279610	24.5423	279610	0	100.0000	0.0000
	E-Voting at AGM		0	0.0000	0	0	0.0000	0.0000
	Total		279610	24.5423	279610	0	100.0000	0.0000
Grand Total		3000200	2140510	71.3456	2140510	0	100.0000	0.0000

Details of Invalid Votes	
Category	No of Votes
Promoter & Promoter Group	0
Public Institutions	0
Public Non-Institutions	0

Results: On the basis of the Report of the Scrutinizer dated 12 September 2024, the Ordinary Resolution as proposed at the AGM held on 12 September 2024 has been duly passed with the requisite majority.

For Himadri Credit & Finance Limited

Pinku Singh

Company Secretary

FCS : 10733

Special Business

Resolution no. 3: Material Related Party Transactions with Ms. Sheela Devi Choudhary

Resolution required:			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	Remote E-Voting	1860900	0	0.0000	0	0	0.0000	0.0000
	E-Voting at AGM		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public Institutions	Remote E-Voting	0	0	0.0000	0	0	0.0000	0.0000
	E-Voting at AGM		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public Non-Institutions	Remote E-Voting	1139300	279610	24.5423	279610	0	100.0000	0.0000
	E-Voting at AGM		0	0.0000	0	0	0.0000	0.0000
	Total		279610	24.5423	279610	0	100.0000	0.0000
Grand Total		3000200	279610	9.3197	279610	0	100.0000	0.0000

Details of Invalid Votes	
Category	No of Votes
Promoter & Promoter Group	0
Public Institutions	0
Public Non-Institutions	0

Results: On the basis of the Report of the Scrutinizer dated 12 September 2024, the Special Resolution as proposed at the AGM held on 12 September 2024 has been duly passed with the requisite majority.

For Himadri Credit & Finance Limited

Pintu Singh

Company Secretary
FCS: 10733

CONSOLIDATED SCRUTINIZER'S REPORT

[Pursuant to Section 108 of the Companies Act, 2013 and Companies (Management and Administration) Rules, 2014 and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015]

To,
The Chairman
Himadri Credit & Finance Ltd.
CIN: L65921WB1994PLC062875
23A, Netaji Subhas Road, 8th Floor,
Suite No. 15, Kolkata - 700001

Sub: Consolidated Scrutinizer's Report for the 29th Annual General Meeting (AGM) of the Members of Himadri Credit & Finance Ltd. held on Thursday, 12 September 2024 at 11:00 A.M. (IST) through Video Conferencing ("VC") /Other Audio Visual Means ("OAVM")

Dear Sir,

1. I, Bandana Saha, Company Secretary in Practice (Membership No.: ACS: 46329, CP No.: 27041), was appointed as Scrutinizer by the Board of Directors of Himadri Credit & Finance Ltd. (the Company) for the purpose of Scrutinizing the process of (i) remote-voting (i.e., voting remotely, before the AGM, using an electronic voting system on the dates referred to in the Notice calling the AGM) and (ii) e-voting system at the AGM (process of e-voting at the AGM held through VC/OAVM) on the resolutions contained in the notice dated 08 August 2024 ("Notice") dispatched in compliance with General Circulars No. 14/2020 dated April 08, 2020, No. 17/2020 dated April 13, 2020, No. 20/2020 dated May 05, 2020, No. 02/2021 dated January 13, 2021, No. 10/2022 dated December 28, 2022 and the latest being No. 09/2023 dated September 25, 2023 (hereinafter, collectively referred as the "MCA Circulars") and SEBI Circular dated May 12, 2020, January 15, 2021, May 13, 2022, January 5, 2023 and the latest being October 7, 2023.
2. In compliance with the provisions of the Companies Act, 2013 ("the Act"), SEBI (Listing Obligations and Disclsoures Requirements) Regulations, 2015 ("SEBI Regulations") and MCA Circulars, the 29th AGM of the Company was convened on **Thursday, 12 September 2024 at 11:00 A.M IST** through VC / OAVM.
3. The Company has availed the e-voting facility offered by appointed National Securities Depository Limited (NSDL) for conducting remote e-voting and also e-voting at the date of AGM by the Members of the Company.
4. M/s S.K. Infosolutions Pvt. Ltd. is the Registrar & Share Transfer Agent (RTA) of the Company.
5. NSDL had set up electronic voting facility on its website <https://www.evoting.nsdl.com/>
6. The Management of the Company is responsible to ensure the compliance with the requirements of the Act and Rules made thereunder including the compliances under the applicable SEBI Regulations in connection with the voting through electronic modes on the resolutions proposed in the Notice. My responsibility as Scrutinizer for the e-voting process (i.e., through remote e-voting and e-voting at AGM) is to ensure that the voting process is conducted in a fair and transparent manner and is restricted to making a Consolidated Scrutinizer's Report for the votes cast in "favour" or "against" on the

**BANDANA
SAHA**

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BANDANA SAHA
Date: 2024.09.12 16:09:25
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resolutions proposed in the Notice, based on the report generated from the e-voting system provided by NSDL and the confirmation/information furnished to me electronically for my verification and assisted by the Company's RTA with respect to the number of shares held by the Members as on the cut-off date against the respective folio numbers.

7. As confirmed by the Company, the Notice was sent through electronic mode to the Members whose email addresses were registered with the Registrar & Share Transfer Agent (RTA) / Depositories in compliance with the MCA Circulars and applicable SEBI Circulars and other applicable circulars. The Notice along with the explanatory statement under Section 102 of the Act setting out all material facts in respect of Resolutions mentioned therein, was sent electronically on 19 August 2024, to the members of the Company whose email addresses were registered with the Company/ RTA/ Depositories.
8. As per provisions of the Act, the number of votes cast in respect of each resolution has been counted according to the number of shares held by the concerned shareholder. One share held is equal to one vote.
9. An advertisement was published in "Business Standard" (English Edition) and "Sukhabar" (Bengali Edition) on 20 August 2024, pursuant to Rule 20 of the Companies (Management and Administration) Rules, 2014 informing the Members about completion of dispatch of Notice by permitted mode along with other information as specified in the rules.
10. The Members holding equity shares as on the "cut-off date" i.e. **05 September 2024** were entitled to vote on the resolutions proposed in the Notice calling the AGM.
11. In terms of the aforesaid Notice and as per the provisions of Section 108 of the Act read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended, and the provisions of Regulation 44 of the SEBI Regulations, **the remote e-voting facility was kept open from Sunday, 08 September 2024 (09:00 a.m. IST) till Wednesday, 11 September 2024 (5.00 p.m. IST)** and pursuant to MCA Circulars referred above, the Company had also provided remote e-voting facility to the shareholders present at the AGM through VC / OAVM who had not cast their vote earlier and Members were requested to cast their votes electronically conveying their assent or dissent in respect of the resolution on the e-voting platform provided by NSDL.
12. After the closure of remote e-voting at the AGM, the report on e-voting done at the AGM and the votes cast under remote e-voting facility prior to the AGM were unblocked and were counted.
13. The votes cast through remote e-voting were unblocked in the presence Mr. Raja Shah and Ms. Vidhi Sharma who acted as witnesses as prescribed under sub-rule 4(xii) of Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended.
14. Based on the results made available to me, members have casted their votes through remote e-voting platform or through e-voting at the AGM. The brief analysis of the results of the voting through remote e-voting and e-voting at the AGM, based on the report generated by NSDL, confirmed by the RTA from the benpos with respect to the shareholding and scrutinized on sample and test-check basis and relied upon by me, are as under:

**BANDANA
SAHA**

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BANDANA SAHA
Date: 2024.09.12 16:09:51
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Item No. 1- Ordinary Resolution:

To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended 31 March 2024 together with the reports of the Board of Directors and Auditors thereon.

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

Mode of voting	Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting and electronic voting at the AGM	31	2140510	100.00
Total	31	2140510	100.00

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

Mode of voting	Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting and electronic voting at the AGM	0	0	0
Total	0	0	0

(iii) **Invalid Votes:**

Total number of members whose votes were declared invalid	Total number of votes cast by them
0	0

Item No. 2 - Ordinary Resolution:

To appoint a Director in place of Mr. Anurag Choudhary (DIN: 00173934) who retires by rotation and being eligible offers himself for reappointment.

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

Mode of voting	Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting and electronic voting at the AGM	31	2140510	100.00
Total	31	2140510	100.00

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

Mode of voting	Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting and electronic voting at the AGM	0	0	0
Total	0	0	0

(iii) **Invalid** Votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
0	0

Item No. 3 - Ordinary Resolution:

To approve Material Related Party Transactions with Ms. Sheela Devi Choudhary

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

Mode of voting	Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting and electronic voting at the AGM	23	279610	100.00
Total	23	279610	100.00

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

Mode of voting	Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting and electronic voting at the AGM	0	0	0
Total	0	0	0

(iii) **Invalid** Votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
0	0

REPORT

1. Based on the foregoing, the resolution numbers 1 to 3 have been duly passed with requisite majority.
2. All the relevant records with respect to the electronic data relating to the e-voting are under my safe custody and will be handed over to the Chairman or Company Secretary for preserving safely after the Chairman considers, approves and signs the minutes of the AGM.

Thanking you,
Yours faithfully,

BANDANA SAHA Digitally signed by
BANDANA SAHA
Date: 2024.09.12
16:11:08 +05'30'

Bandana Saha
Company Secretary in Practice
M. No.: ACS 46329
CP No.: 27041
UDIN: A046329F001201406

Place: Dankuni
Date: September 12, 2024

WITNESS(ES):

1. *Raja Shah*
RAJA SHAH
2. *Vidhi Sharma*
Vidhi Sharma

Received the Report of the Scrutinizer
For Himadri Credit & Finance Ltd

Pintu Singh
Pintu Singh
Company Secretary
Himadri Credit & Finance Ltd

