



SARITA SINGH & ASSOCIATES

Company Secretaries

Scrutinizer's Report

[Pursuant to section 108 of the Companies Act, 2013 and
[Rule 20 of the Companies (Management and Administration) Rule 2014 as amended]

To

The Chairman

India Finsec Limited

D-16, First Floor, Prashant Vihar,

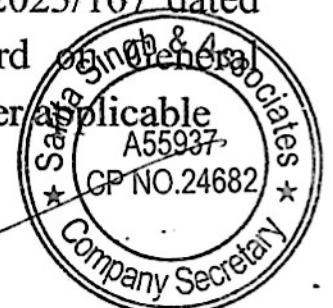
Sector-14, Rohini, New Delhi-110085

Dear Sir,

I, Sarita Singh, Proprietor of Sarita Singh & Associates, Company Secretaries, pursuant to the resolution passed by the Board of Directors of INDIA FINSEC LIMITED ("the Company") on 12th December, 2024 have been appointed as the Scrutinizer to conduct the Postal Ballot through electronic voting process ("remote e- voting") in respect of the Special Resolution for seeking approval of the Members of the Company by way of Special Resolution for the purpose of:

Preferential Allotment of up to 42,50,000 Convertible Warrants to the Promoter Group and Non-Promoter Category.

Pursuant to the provisions of Section 108 and 110 of the Companies Act, 2013 ("the Act"), read with Rule 20 and 22 of the Companies (Management and Administration) Rules 2014 ("Rules"), Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ("Listing Regulations"), and other applicable laws and regulations, if any, and in accordance with the guidelines prescribed by the Ministry of Corporate Affairs ("MCA") for conducting postal ballot process through e-voting vide General Circular Nos. 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020, 22/2020 dated June 15, 2020, 33/2020 dated September 28, 2020, 39/2020 dated December 31, 2020, 10/2021 dated June 23, 2021, 20/2021 dated December 8, 2021, 3/2022 dated May 5, 2022, 11/2022 dated December 28, 2022 and 09/2023 dated September 25, 2023 (hereinafter referred to as "MCA Circulars") and read with the Securities and Exchange Board of India ("SEBI") Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated 12th May, 2020, Circular no. SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated 15th January, 2021, Circular No. SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated 13th May, 2022, Circular No. SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated 05th January, 2023 and SEBI/HO/CFD/CFD-PoD-2/P/CIR/2023/167 dated October 7, 2023 (hereinafter referred to as "SEBI Circulars"), Secretarial Standard on General Meetings (SS-2) issued by the Institute of Company Secretaries of India, and any other applicable



law, rules and regulations, (including any statutory modification(s), amendment(s), clarification(s), substitution(s) or re-enactment(s) thereof for the time being in force).

- The Postal Ballot Notice dated December 12, 2024 along with necessary statement setting out the material facts under Section 102 of the Act were sent through electronic mail to those members whose names appeared in the Register of Members/ List of Beneficiaries as on 13th December, 2024 and who had registered their email ID with the Company / RTA / Depositories in compliance with the MCA Circulars. The Company has also placed the notice of the Postal Ballot on the website of the Company.
- The Members of the Company holding shares as on the cut-off date were entitled to vote on the proposed resolution as set out in the Postal Ballot Notice.
- The remote e-voting period remained open from Tuesday, 17th December, 2024, 9:00 A.M. to Wednesday, 15th January, 2025, 5:00 P.M. During the said period, the Members of the Company, holding shares as on the cut-off date were entitled to vote on the resolution set out in the Postal Ballot Notice through remote e-voting.
- The e-voting module of NSDL was disabled on 15th January, 2025 at 5:00 P.M. and I, as the Scrutinizer, unblocked the votes casted, on Wednesday, 15th January, 2025 at 05.07 P.M. in the presence two witnesses who are not in employment of the Company.
- I have scrutinized and reviewed the votes cast through remote e-voting based on the data downloaded from the e-voting system of NSDL and have maintained a register in which necessary entries have been made in accordance with the Companies (Management and Administration) Rules, 2014, as amended.
- The Management of the Company is responsible to ensure compliance with the requirements of the Companies Act, 2013, rules and the MCA Circulars relating to remote-voting on the Resolution contained in the notice of Postal Ballot.
- My responsibility as scrutinizer for the voting on postal ballot through remote e-voting is restricted to making a Scrutinizer's Report of the votes cast in favour or against the said resolution.
- I now submit my Scrutinizer Report on the results of the voting by postal ballot only through the remote e-voting process in respect of the said Special Resolution as under:




- Details of E-voting are as under:

1. Preferential Allotment of up to 42,50,000 Convertible Warrants to the Promoter Group and Non-Promoter Category.

Passed as a **Special Resolution** as follows:

VOTES CAST "IN FAVOUR" OF THE RESOLUTION

Mode of Voting	Number of Members who voted	Number of votes cast	Percentage of Total Number of valid votes cast
Remote E-Voting	41	14169791	100%
TOTAL VOTING	41	14169791	100%



VOTES CAST "AGAINST" THE RESOLUTION

Mode of Voting	Number of Members who voted	Number of votes cast	Percentage of Total Number of valid votes cast
Remote E-Voting	20	76	100%
TOTAL VOTING	20	76	100%

INVALID VOTES

Mode of Voting	Total Number of Members whose votes were declared INVALID	Number of votes cast
Remote E-Voting	Nil	Nil
TOTAL VOTING	Nil	Nil

- Based on the aforesaid result, I report that the Special Resolution as set out in Item No. 1 of the Postal Ballot Notice have been passed by the members through remote E-voting with requisite majority under the provisions of the Act.

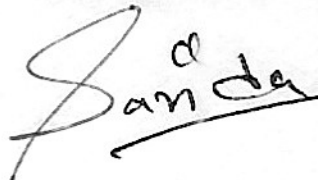
 

- The electronic data and all other relevant records relating to remote e-voting are handed over to Ms. Shivani Jindal, Company Secretary and Compliance Officer, for safe custody.

You may kindly consider the aforesaid position of the votes cast by the Members, through remote e-voting and declare the result accordingly.

Thanking you
Yours faithfully

For SARITA SINGH & ASSOCIATES
(Company Secretaries)


SARITA SINGH
(Proprietor)



CP No – 24682, PR No. 3127/2023
UDIN: A055937F003693771

Date: 15/01/2025
Place: Faridabad