



Indus Finance Ltd

CIN : L65191TN1992PLC022317

E-mail : contact@indusfinance.com

17-04-2024

BSE LIMITED
The General Manager,
The Corporate Relation Department,
Phiroze Jeejoybhoy Tower,
44+ Floor, Dalal Street,
Mumbai – 400 001

Scrip Code: 531841

Dear Sir,

Subject: Extra Ordinary General Meeting - Voting Results & Scrutinizer Report

Pursuant to Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we enclose herewith the Voting Results and Scrutinizer's Report of the businesses transacted through Remote E-voting and Electronic voting at the Extra Ordinary General Meeting of the Company held on 16.04.2024 through Video Conferencing. The e-voting includes the approval for amendment in the Memorandum of Association with respect to increase in the authorized share capital is also enclosed as per Regulation 30. This is for your information and records.

We request you to kindly take on record the above compliance.

Thanking you,
For Indus Finance Limited

K K Dinakar
Company Secretary & Compliance Officer
Membership No.: F6882



KRA & ASSOCIATES PRACTICING COMPANY SECRETARIES

PARTNERS

 **R.KANNAN**

 **AISHWARYA**

SRI SANKARA GURUKRIPA ILLAM

Regd OFF. : No. 6A, 10th Street,
New Colony, Adambakkam,
Chennai - 600 088

E -mail : gkrkgram@yahoo.in
Ph: 044 - 40051764

SCRUTINIZERS REPORT

[Pursuant to Section(s) 108 of the Companies Act, 2013 read with Rule 20 (4) (xii) of the Companies
[Management & Administration] Rules, 2014]

To:

Chairperson

INDUS FINANCE LIMITED



CIN: L65191TN1992PLC022317

Kothari Buildings, 4th Floor,
114, Mahatma Gandhi Salai,
Nungambakkam,
Chennai - 600034

Dear Sir,

Sub: Scrutinizer's Report on the resolutions passed through electronic means (Event no 240320002) conducted for the Extra-Ordinary General Meeting (EGM) of INDUS FINANCE LIMITED on 16/04/2024 at the deemed venue i.e., Registered Office of the Company.

We, KRA & ASSOCIATES, Practicing Company Secretaries having office at No. 6A, 10th Street, New Colony, Adambakkam, Chennai – 600 088 were appointed as the Scrutinizers by the Board of Directors of the Company at its meeting held on 20/03/2024, to scrutinize the remote e-voting process commenced between 09:00 am on 13th April 2024 and ended at 5:00 PM on 15th April 2024 and venue voting for the EGM held through Video Conferencing (VC) as per the framework issued by the Ministry of Corporate Affairs (MCA) vide their General Circular No.2/2022 and 19/2021, and other Circulars issued by MCA in relation to conduct of EGM via VC, read with Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2023/167 dated October 07, 2023 issued by Securities and Exchange Board of India (SEBI) and other circulars issued by SEBI in relation to conduct of EGM via VC hereinafter collectively referred to as ("Circulars") , Regulation 44 of SEBI (Listing Obligation and disclosure Requirements), Regulations, 2015 Secretarial Standard-2 on "General Meetings" issued by the Institute of Company Secretaries of India and other applicable laws and regulations (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) in respect of the resolution mentioned in the EGM Notice dated 20th March, 2023.

The Management of the Company is responsible to ensure compliance with the requirements of the Companies Act, 2013 and the Rules made thereunder in relation to exercising of voting rights through electronic means on the Resolution(s) as set out in the Notice dated **20th March 2024**.

Responsibility as a Scrutinizer:

Our responsibility, as a Scrutinizer for the E-voting process for the EGM is restricted to make a Scrutinizer's report of the votes cast "in favour" of or "against" the resolution set out in the notice of EGM, based on the reports generated from the e-voting system provided by the Central Depository Services (India) Limited (**CDSL**), the authorised agency engaged by the Company for facilitating remote e-voting and e-voting facilities at the Extra-Ordinary General Meeting. We further confirm the EGM was conducted as per the procedure without any deviations.

In this connection, we submit hereunder the Scrutinizer's Report on the results of voting, through remote e-voting and e-voting at the EGM:

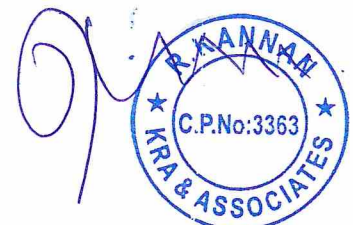
1. The members of the Company as on "Cut-off" date i.e., **09th April, 2024**, were entitled to vote on the proposed special business set out in the EGM Notice. In view of the above, we hereby submit consolidated report on the results of the remote e-voting and e-voting at the EGM in respect of the said resolution as under:

Resolution: 1 – SPECIAL BUSINESS – SPECIAL RESOLUTION:

Rescinding of resolution passed at the 32nd annual general meeting for increase in the authorized share capital as a special resolution.

Manner of E-Voting	Votes in Favour of Resolution			Votes against Resolution			Invalid votes	
	No. of Members	No. of Votes	% of Votes	No. of Members	No. of Votes	% of Votes	No. of Members	No. of Votes
Remote E-voting	9	4986579	100	0	0	0	0	0
E-voting at the EGM	1	1	0*	0	0	0	0	0
Total	10	4986580	100	0	0	0	0	0

*Note: We have marked the % of votes for E-voting at the EGM as "0" due to rounding off.



Resolution: 2 – SPECIAL BUSINESS – SPECIAL RESOLUTION:

To increase the authorised share capital of the company and alteration of capital clause of memorandum of association of the company.

Manner of E-Voting	Votes in Favour of Resolution			Votes against Resolution			Invalid votes	
	No. of Members	No. of Votes	% of Votes	No. of Members	No. of Votes	% of Votes	No. of Members	No. of Votes
Remote E-voting	9	4986579	100	0	0	0	0	0
E-voting at the EGM	1	1	0*	0	0	0	0	0
Total	10	4986580	100	0	0	0	0	0

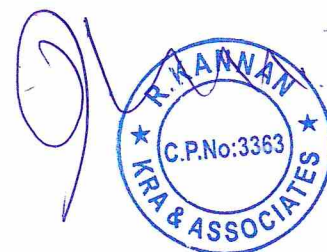
*Note: We have marked the % of votes for E-voting at the EGM as "0" due to rounding off

Resolution: 3 – SPECIAL BUSINESS – SPECIAL RESOLUTION:

Approval for appointment of Mr. Vineet Niranjana Jagtap (DIN: 10428972) as an Independent Director of the company for the first term of 5 (five) consecutive years.

Manner of E-Voting	Votes in Favour of Resolution			Votes against Resolution			Invalid votes	
	No. of Members	No. of Votes	% of Votes	No. of Members	No. of Votes	% of Votes	No. of Members	No. of Votes
Remote E-voting	9	4986579	100	0	0	0	0	0
E-voting at the EGM	1	1	0*	0	0	0	0	0
Total	10	4986580	100	0	0	0	0	0

*Note: We have marked the % of votes for E-voting at the EGM as "0" due to rounding off



Resolution: 4 – SPECIAL BUSINESS – SPECIAL RESOLUTION:

Approval for appointment of Mr. Nanchar Bhaskara Chakkera (DIN: 02106379) as Executive Director of the Company.

Manner of E-Voting	Votes in Favour of Resolution			Votes against Resolution			Invalid votes	
	No. of Members	No. of Votes	% of Votes	No. of Members	No. of Votes	% of Votes	No. of Members	No. of Votes
Remote E-voting	9	4986579	100	0	0	0	0	0
E-voting at the EGM	1	1	0*	0	0	0	0	0
Total	10	4986580	100	0	0	0	0	0

*Note: We have marked the % of votes for E-voting at the EGM as "0" due to rounding off

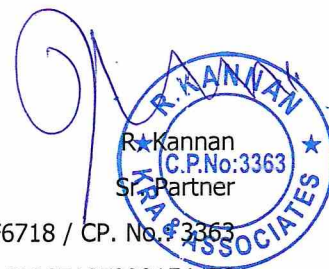
Based on the aforesaid results, we report that Resolution Nos. 1,2,3 & 4 (Special Business & Special Resolution) have all been passed unanimously.

The Outcome of the Extra-Ordinary General Meeting may be declared accordingly based on the voting results as reported herein.

Date: 17-04-2024

Place: Chennai

FOR **KRA & ASSOCIATES**



M No.: F6718 / CP. No. 3363

UDIN: F006718F000154470

Peer Review No: 5562/2024

**COUNTERSIGNED BY AUTHORIZED SIGNATORY
FOR INDUS FINANCE LIMITED**

K K Dinakar

Company Secretary and Compliance Officer

Membership No.: F6882

NAME OF THE COMPANY: INDUS FINANCE LIMITED

**1.SPECIAL BUSINESS: RESCINDING OF
RESOLUTION PASSED AT THE 32nd
ANNUAL GENERAL MEETING FOR
INCREASE IN THE AUTHORIZED SHARE
CAPITAL**

Resolution Required:(Ordinary/Special)				Special Resolution				
Whether promoter/ promoter groups are interested in the agenda/resolution?			No					
PARTICULARS	MODE OF VOTING	NO OF SHARES HELD	NO OF VOTES POLLED	% OF SHARES POLLED ON OUTSTANDING SHARES	NO OF VOTES IN FAVOUR	NO OF VOTES AGAINST	% OF VOTES IN FAVOUR ON VOTES POLLED	% OF VOTES AGAINST ON VOTE POLLED
		(1)	(2)	(3)=(2/1)*100	(4)	(5)	(6)=(4/2)*100	(7)=(5/2)*100
PROMOTER AND PROMOTER~GROUP	E-VOTING	6907993	3890406	56.32	3890406	0	100	0
	POLL		0	0	0	0	0	0
	POSTAL BALLOT		0	0	0	0	0	0
	VENUE-VOTING		0	0	0	0	0	0
	SUB TOTAL		6907993	3890406	56.32	3890406	0	100
PUBLIC- INSTITUTIONS	E-VOTING	2200	0	0	0	0	0	0
	POLL		0	0	0	0	0	0
	POSTAL BALLOT		0	0	0	0	0	0
	VENUE-VOTING		0	0	0	0	0	0
	SUB TOTAL		2200	0	0	0	0	0
PUBLIC-NON INSTITUTIONS	E-VOTING	2348107	1096173	46.68	1096173	0	100	0
	POLL		0	0	0	0	0	0
	POSTAL BALLOT		0	0	0	0	0	0
	VENUE-VOTING		1	0	1	0	100	0
	SUB TOTAL		2348107	1096174	46.68	1096174	0	100
GRAND TOTAL		9258300	4986580	53.86	4986580	0	100	0

NAME OF THE COMPANY: INDUS FINANCE LIMITED

**2.SPECIAL BUSINESS: TO INCREASE THE
AUTHORISED SHARE CAPITAL OF THE
COMPANY AND ALTERATION OF CAPITAL
CLAUSE OF MEMORANDUM OF
ASSOCIATION OF THE COMPANY**

Resolution Required:(Ordinary/Special)				Special Resolution				
Whether promoter/ promoter groups are interested in the agenda/resolution?				No				
PARTICULARS	MODE OF VOTING	NO OF SHARES HELD	NO OF VOTES POLLED	% OF SHARES POLLED ON OUTSTANDING SHARES	NO OF VOTES IN FAVOUR	NO OF VOTES AGAINST	% OF VOTES IN FAVOUR ON VOTES POLLED	% OF VOTES AGAINST ON VOTE POLLED
		(1)	(2)	(3)=(2/1)*100	(4)	(5)	(6)=(4/2)*100	(7)=(5/2)*100
PROMOTER AND PROMOTER~GROUP	E-VOTING	6907993	3890406	56.32	3890406	0	100	0
	POLL		0	0	0	0	0	0
	POSTAL_BALLOT		0	0	0	0	0	0
	VENUE-VOTING		0	0	0	0	0	0
	SUB TOTAL		6907993	3890406	56.32	3890406	0	100
PUBLIC-INSTITUTIONS	E-VOTING	2200	0	0	0	0	0	0
	POLL		0	0	0	0	0	0
	POSTAL_BALLOT		0	0	0	0	0	0
	VENUE-VOTING		0	0	0	0	0	0
	SUB TOTAL		2200	0	0	0	0	0
PUBLIC-NON INSTITUTIONS	E-VOTING	2348107	1096173	46.68	1096173	0	100	0
	POLL		0	0	0	0	0	0
	POSTAL_BALLOT		0	0	0	0	0	0
	VENUE-VOTING		1	0	1	0	100	0
	SUB TOTAL		2348107	1096174	46.68	1096174	0	100
GRAND TOTAL		9258300	4986580	53.86	4986580	0	100	0

NAME OF THE COMPANY: INDUS FINANCE LIMITED

3.SPECIAL BUSINESS: APPROVAL FOR APPOINTMENT OF Mr. VINEET NIRANJAN JAGTAP (DIN: 10428972) AS AN INDEPENDENT DIRECTOR OF THE COMPANY FOR THE FIRST TERM OF 5 (FIVE) CONSECUTIVE YEARS

Resolution Required:(Ordinary/Special)				Special Resolution				
Whether promoter/ promoter groups are interested in the agenda/resolution?				No				
PARTICULARS	MODE OF VOTING	NO OF SHARES HELD	NO OF VOTES POLLED	% OF SHARES POLLED ON OUTSTANDING SHARES	NO OF VOTES IN FAVOUR	NO OF VOTES AGAINST	% OF VOTES IN FAVOUR ON VOTES POLLED	% OF VOTES AGAINST ON VOTE POLLED
		(1)	(2)	(3)=(2/1)*100	(4)	(5)	(6)=(4/2)*100	(7)=(5/2)*100
PROMOTER AND PROMOTER~GROUP	E-VOTING	6907993	3890406	56.32	3890406	0	100	0
	POLL		0	0	0	0	0	0
	POSTAL_BALLOT		0	0	0	0	0	0
	VENUE-VOTING		0	0	0	0	0	0
	SUB TOTAL		6907993	3890406	56.32	3890406	0	100
PUBLIC-INSTITUTIONS	E-VOTING	2200	0	0	0	0	0	0
	POLL		0	0	0	0	0	0
	POSTAL_BALLOT		0	0	0	0	0	0
	VENUE-VOTING		0	0	0	0	0	0
	SUB TOTAL		2200	0	0	0	0	0
PUBLIC-NON INSTITUTIONS	E-VOTING	2348107	1096173	46.68	1096173	0	100	0
	POLL		0	0	0	0	0	0
	POSTAL_BALLOT		0	0	0	0	0	0
	VENUE-VOTING		1	0	1	0	100	0
	SUB TOTAL		2348107	1096174	46.68	1096174	0	100
GRAND TOTAL		9258300	4986580	53.86	4986580	0	100	0

NAME OF THE COMPANY: INDUS FINANCE LIMITED

**4.SPECIAL BUSINESS: APPROVAL FOR
APPOINTMENT OF Mr. NANCHAR
BHASKARA CHAKKERA (DIN: 02106379) AS
EXECUTIVE DIRECTOR OF THE COMPANY**

Resolution Required:(Ordinary/Special)				Special Resolution				
Whether promoter/ promoter groups are interested in the agenda/resolution?				No				
PARTICULARS	MODE OF VOTING	NO OF SHARES HELD	NO OF VOTES POLLED	% OF SHARES POLLED ON OUTSTANDING SHARES	NO OF VOTES IN FAVOUR	NO OF VOTES AGAINST	% OF VOTES IN FAVOUR ON VOTES POLLED	% OF VOTES AGAINST ON VOTE POLLED
		(1)	(2)	(3)=(2/1)*100	(4)	(5)	(6)=(4/2)*100	(7)=(5/2)*100
PROMOTER AND PROMOTER~GROUP	E-VOTING	6907993	3890406	56.32	3890406	0	100	0
	POLL		0	0	0	0	0	0
	POSTAL_BALLOT		0	0	0	0	0	0
	VENUE-VOTING		0	0	0	0	0	0
	SUB TOTAL		6907993	3890406	56.32	3890406	0	100
PUBLIC-INSTITUTIONS	E-VOTING	2200	0	0	0	0	0	0
	POLL		0	0	0	0	0	0
	POSTAL_BALLOT		0	0	0	0	0	0
	VENUE-VOTING		0	0	0	0	0	0
	SUB TOTAL		2200	0	0	0	0	0
PUBLIC-NON INSTITUTIONS	E-VOTING	2348107	1096173	46.68	1096173	0	100	0
	POLL		0	0	0	0	0	0
	POSTAL_BALLOT		0	0	0	0	0	0
	VENUE-VOTING		1	0	1	0	100	0
	SUB TOTAL		2348107	1096174	46.68	1096174	0	100
GRAND TOTAL		9258300	4986580	53.86	4986580	0	100	0



Indus Finance Ltd

CIN : L65191TN1992PLC022317

E-mail : contact@indusfinance.com

INCREASE THE AUTHORISED SHARE CAPITAL OF THE COMPANY WITH RESPECT TO ALTERATION IN

CLAUSE V -CAPITAL CLAUSE OF MOA:

The existing Authorised Share Capital of the Company is Rs. 18,00,00,000/- (Rupees Eighteen Crores Only) divided into 1,80,00,000 (One Crore Eighty Lakhs) equity shares of Rs. 10/- (Rupees Ten) each to Rs. 25,00,00,000/- (Rupees Twenty- Five Crores Only) divided into 2,50,00,000 (Two Crore Fifty Lakhs) equity shares of Rs. 10/- (Rupees Ten) each and consequently, the existing Clause V of the Memorandum of Association of the Company. Approval is given by the shareholders in the EGM held on 16th April 2024, vide special resolution number 2 of the EGM notice dated 20th March 2024, to increase the Authorised Capital of the Company for the purpose of augmenting resources of the Company for increasing the Lending Portfolio, is to be amended. Pursuant to Regulation 30 SEBI LODR this information is submitted for your records.

For Indus Finance Limited

K K Dinakar

Company Secretary & Compliance Officer

Membership No.: F6882

