



**COMBINED SCRUTINIZER REPORT FOR E-VOTING & POLL FOR
22nd ANNUAL GENERAL MEETING OF CAPFIN INDIA LIMITED**

To,

**The Chairman,
22nd AGM of CAPFIN INDIA LIMITED
211, Jagdamba Tower,
13, Preet Vihar Commercial Complex
New Delhi-110092**

**Sub: Passing of resolution(s) through electronic voting and poll conducted at the
22nd Annual General Meeting of Capfin India Limited held on September 28, 2014.**

The Board of the Company at its meeting held on 30th July, 2014 has appointed me as the Scrutinizer for e-voting held between 21st September, 2014 (9.00 a.m.) to 23rd September, 2014 (6.00 p.m.). The Chairman has also appointed me as the scrutinizer for the poll held at the 22nd Annual General Meeting of the Company on the 28th September, 2014.

The Company has appointed Central Depository Services (India) Limited (CDSL) as the service provider for extending the facility of electronic voting to the shareholders of the Company from 21st September, 2014 (9.00 a.m.) to 23rd September, 2014 (6.00 p.m.). The e-voting results were unblocked by me on 23rd September, 2014 in the presence of two witnesses. For further details kindly refer my Scrutinizer's report dated 24th September, 2014 attached herewith.

At the 22nd Annual General Meeting of the Company held on 28th September, 2014, the Chairman of the Company suo motto called for a poll to facilitate the members present in the meeting who could not participate in the e-voting to record their votes through the poll process.

The result of the e-voting together with that of the poll is as under:



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|---|---|--------------|---|--------------|----------------------|
| Item No.1 of the Notice (As an Ordinary Resolution) | Adoption of the audited Balance Sheet of the company as at 31st march, 2014 and the statement of Profit & Loss for the year ended on that date together with the reports of the board of directors and auditors thereon | | | | |
| Agenda Item No. of Notice | Votes in favour of the resolution | | Votes against the resolution | | Invalid Votes |
| Voting Particulars | Nos | % age | Nos | % age | |
| E-Voting | 502790 | 100 | Nil | Nil | Nil |
| Poll | 17382 | 100 | Nil | Nil | Nil |
| TOTAL | 520172 | 100 | Nil | Nil | Nil |
| Item No. 2 of the Notice (As an Ordinary Resolution) | Re-appointment of Mr. Piyush Kumar who retires by rotation | | | | |
| E-Voting | 502790 | 100 | Nil | Nil | Nil |
| Poll | 17382 | 100 | Nil | Nil | Nil |
| TOTAL | 520172 | 100 | Nil | Nil | Nil |
| Item No. 3 of the Notice (As an ordinary Resolution) | Appointment of auditors and fixing their remuneration | | | | |
| E-Voting | 502790 | 100 | Nil | Nil | Nil |
| Poll | 17382 | 100 | Nil | Nil | Nil |
| TOTAL | 520172 | 100 | Nil | Nil | Nil |
| Item No.4 of the Notice (As an Ordinary Resolution) | Appointment of Mrs. Meenakshi Rathi as Whole Time Director | | | | |
| E-Voting | 502790 | 100 | Nil | Nil | Nil |
| Poll | 17382 | 100 | Nil | Nil | Nil |
| TOTAL | 520172 | 100 | Nil | Nil | Nil |
| Item No.5 of the Notice (As an Ordinary Resolution) | Appointment of Mr. Sunil Chopra as Independent Director | | | | |
| E-Voting | 502790 | 100 | Nil | Nil | Nil |
| Poll | 17382 | 100 | Nil | Nil | Nil |



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|--|--|-----|-----|-----|-----|
| TOTAL | 520172 | 100 | Nil | Nil | Nil |
| Item No.6 of the Notice (As an Ordinary Resolution) | Appointment of Mr. Dinesh Kumar As Independent Director | | | | |
| E-Voting | 502790 | 100 | Nil | Nil | Nil |
| Poll | 17382 | 100 | Nil | Nil | Nil |
| TOTAL | 520172 | 100 | Nil | Nil | Nil |

All the Resolutions stand passed under e-voting and poll conducted at the AGM with the requisite majority. The Company is hereby instructed to put up the results on its website and also that of the service provider and inform Stock Exchange.

I hereby confirm that I am maintaining the registers received from the Service Provider both electronically and manually in respect of the votes cast through e-voting and poll by the shareholders of the Company. I shall be arranging to hand over these records to you or such other person as authorized by you.

Thanking you

Yours Sincerely

For RJ & Associates
Company Secretaries

Ruchika Jain
Proprietor
Membership No. 7665
C.P. No. 8493



Date: September 29, 2014
Place: New Delhi