



ANJU BANSAL & ASSOCIATES COMPANY SECRETARIES

Office : B-299, Ganga Sagar, Ganga Nagar, Meerut UP-250001
Mob. 9456976019, 8171955114 E-mail : anjubns129@gmail.com

MGT-13

Scrutinizer's Report

[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies
(Management and Administration) Rules, 2014]

To,
The Chairman
Hindustan Auto Finance Limited,
Cabin No. DA-8, 2nd Floor,
Vikas Marg, Shakarpur,
New Delhi-110092

Sub: Consolidated Scrutinizer Report on passing of resolutions through electronic voting/physical voting at 39th Annual General Meeting of the members of M/s Hindustan Auto Finance Limited held on Friday, April 14, 2023 at 11:00 A.M. at the registered office of the Company at Cabin No. DA-8, 2nd Floor, Vikas Marg, Shakarpur, New Delhi-110092

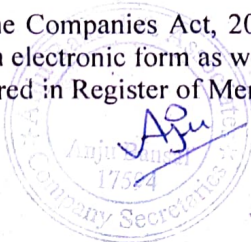
Dear Sir,

I, Anju Bansal, (C.P. No.17594), proprietor of M/s Anju Bansal & Associates, Practicing Company Secretaries having my office at B-299, Ganga Sagar, Ganga Nagar, Meerut, U.P., 250001 was appointed as Scrutinizer by the Board of Directors in its meeting held on 07.03.2023 pursuant to the provisions of Section 108 of the Companies Act, 2013 read with amended Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended to scrutinize the remote e-voting and physical ballot voting process and e-voting in respect of the resolutions proposed at 39th Annual General Meeting ("AGM") of Hindustan Auto Finance Limited ("the Company") held on the **Friday, 14th day of April, 2023** at 11:00 a.m. at the registered office of the Company at Cabin No. DA-8, 2nd Floor, Vikas Marg, Shakarpur, New Delhi-110092.

The Management of the Company is responsible to ensure the compliances of the Companies Act, 2013 and Rules and notifications and SEBI Listing Regulations relating to voting through electronic means on the business set out in the Notice of the AGM. My responsibilities as scrutinizer for remote e-voting and voting through postal ballot during AGM is restricted to make a scrutinizer's report of the votes cast 'For' or 'Against' the business stated in the Notice of AGM, based on the report generated from the electronic voting system provided by Central Depository Services (India) Limited. ("CDSL") engaged by the Company to provide remote e-voting and electronic voting facility during the EGM of the Company.



I submit my report as under: -

In compliance with the provisions of the Companies Act, 2013 and respective regulations, the Company has sent the Notice of AGM in electronic form as well as through registered/speed post to all those members whose name appeared in Register of Members/List of Beneficiaries and



whose email id(s) were registered with the Company and/or their depositories as on cut-off date i.e. Friday, April 07, 2023. For members who have not registered their email id with Company/Depository, the physical copy of Notice was sent through permitted mode.

2. In Compliance of provisions of Rule 20 of the Companies (Management and Administration) Rules, 2014 read with Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company had provided remote e-voting and e-voting facility through Central Depository Services India Limited (CDSL) to all its shareholders to enable them to cast their votes electronically. The remote e-voting commenced from Tuesday, April 18, 2023 (09:00 A.M. IST) and ended on Thursday, April 20, 2023 (05:00 P.M. IST).
3. The Members of the Company as on Cut-off date i.e. Friday, April 14, 2023 were entitled to vote on the business as set out in the Notice of AGM.
4. The Chairman at the AGM announced that the members who had not exercised their votes through remote e-voting may exercise their votes through electronic voting system being provided during the meeting.
5. After the closure of remote e-voting, the voting was kept open via physical ballot during the AGM.
6. On completion of remote e-voting and voting through physical ballot during the AGM by the members, the same was unblocked in the presence of two witnesses
Amit Kumar R/o Sh. Jayanti Prasad H.No. 234,
Anoop Nagar Jazal pur Meerut 250001 and
Ajaya Kapoor M/s Effective Engineers Ltd. DA-08 Ind
gosh vikas marg shakarpur, Delhi 110092.
who were not in the employment of the Company on April 21, 2023. They have signed below in confirmation of the votes being unblocked in their presence.

| | |
|--|---|
| Witness 1  | Witness 2  |
|--|---|

7. My Consolidated report on the results of voting through remote e-voting and voting through physical ballot during the AGM is as under:

RESOLUTION NO.1: Ordinary Business & Ordinary Resolution**(i) Voted in favour of the resolution:**

| Mode of E-voting | Number of members who voted | Number of votes cast by them | % of total number of valid votes cast |
|------------------|-----------------------------|------------------------------|---------------------------------------|
| Physical | 5 | 974600 | 100.00 |
| E-voting | 40 | 1091900 | 100.00 |
| Total | 45 | 2066500 | 100.00 |

(ii) Voted against resolution:

| Mode of E-voting | Number of members who voted | Number of votes cast by them: | % of total number of valid votes cast |
|------------------|-----------------------------|-------------------------------|---------------------------------------|
| Physical | 0 | 0 | 0.00 |
| E-voting | 0 | 0 | 0.00 |
| Total | 0 | 0 | 0.00 |

(iii) Invalid/abstain votes:

| Mode of Voting | Number of members who voted | Number of Votes cast by them |
|----------------|-----------------------------|------------------------------|
| Physical | 0 | 0 |
| E-voting | 0 | 0 |

RESULT

As the number of votes cast in favour of the resolution were more than the number of votes cast against, we report that the Ordinary resolution with regard to Item No.1 as set out in the Notice of AGM has been passed with requisite majority.

RESOLUTION NO.2 Ordinary Business & Ordinary Resolution**(i) Voted in favour of the resolution:**

| Mode of E-voting | Number of members who voted | Number of votes cast by them | % of total number of valid votes cast |
|------------------|-----------------------------|------------------------------|---------------------------------------|
| Physical | 5 | 974600 | 100.00 |
| E-voting | 40 | 1091900 | 100.00 |



| | | | |
|--------------|-----------|----------------|---------------|
| Total | 45 | 2066500 | 100.00 |
|--------------|-----------|----------------|---------------|

(ii) Voted against resolution:

| Mode of E-voting | Number of members who voted | Number of votes cast by them | % of total number of valid votes cast |
|-------------------------|------------------------------------|-------------------------------------|--|
| Physical | 0 | 0 | 0 |
| E-voting | 0 | 0 | 0 |
| Total | 0 | 0 | 0 |

(iii) Invalid/abstain votes:

| Mode of Voting | Number of members who voted | Number of Votes cast by them |
|-----------------------|------------------------------------|-------------------------------------|
| Physical | 0 | 0 |
| E-Voting | 0 | 0 |

RESULT

As the number of votes cast in favour of the resolution were more than the number of votes cast against, we report that the Ordinary resolution with regard to Item No.2 as set out in the Notice of AGM has been passed with requisite majority.

RESOLUTION NO.3 Ordinary Business & Ordinary Resolution:

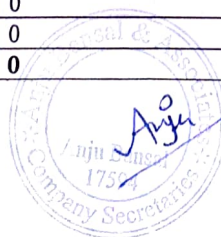
(i) Voted in favour of the resolution:

| Mode of E-voting | Number of members who voted | Number of votes cast by them | % of total number of valid votes cast |
|-------------------------|------------------------------------|-------------------------------------|--|
| Physical | 5 | 974600 | 100.00 |
| E-voting | 40 | 1091900 | 100.00 |
| Total | 45 | 2066500 | 100.00 |

(ii) Voted against resolution:

| Mode of E-voting | Number of members who voted | Number of votes cast by them | % of total number of valid votes cast |
|-------------------------|------------------------------------|-------------------------------------|--|
| Physical | 0 | 0 | 0.00 |
| E-voting | 0 | 0 | 0.00 |
| Total | 0 | 0 | 0.00 |

(iii) Invalid/abstain votes:



| Mode of Voting | Number of members who voted | Number of Votes cast by them |
|----------------|-----------------------------|------------------------------|
| Physical | 0 | 0 |
| E-Voting | 0 | 0 |

RESULT

As the number of votes cast in favour of the resolution were more than the number of votes cast against, we report that the Ordinary resolution with regard to Item No.3 as set out in the Notice of AGM has been passed with requisite majority.

RESOLUTION NO.4 Special Business & Special Resolution:

(i) Voted in favour of the resolution:

| Mode of E-voting | Number of members who voted | Number of votes cast by them | % of total number of valid votes cast |
|------------------|-----------------------------|------------------------------|---------------------------------------|
| Physical | 5 | 974600 | 100.00 |
| E-voting | 40 | 1091900 | 100.00 |
| Total | 45 | 2066500 | 100.00 |

(ii) Voted against resolution:

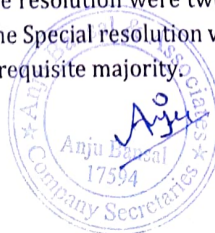
| Mode of E-voting | Number of members who voted | Number of votes cast by them | % of total number of valid votes cast |
|------------------|-----------------------------|------------------------------|---------------------------------------|
| Physical | 0 | 0 | 0.00 |
| E-voting | 0 | 0 | 0.00 |
| Total | 0 | 0 | 0.00 |

(iii) Invalid/abstain votes:

| Mode of Voting | Number of members who voted | Number of Votes cast by them |
|----------------|-----------------------------|------------------------------|
| Physical | 0 | 0 |
| E-Voting | 0 | 0 |

RESULT

As the number of votes cast in favour of the resolution were two times more than the number of votes cast by shareholders we report that the Special resolution with regard to Item No.4 as set out in the Notice of AGM has been passed with requisite majority.



Notes:

- (i) Percentage of votes cast in favour or against the resolutions, are calculated based on the valid votes cast through remote E-Voting and through voting via physical ballot at the AGM.
- (ii) All the relevant records of remote e-voting and voting during the AGM are in my safe custody until the chairman of the Company considers, approves and signs the minutes of the AGM and the same will be handed over thereafter to the Company Secretary of the Company for safe keeping.

All relevant records of voting will remain in my custody until the Chairperson considered, approves and sign the minutes of the 39th AGM and the same shall be handed thereafter to the Chairman.

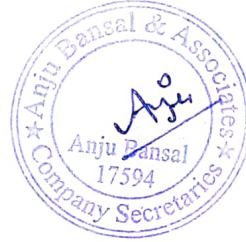
Thanking You,

Yours Sincerely,

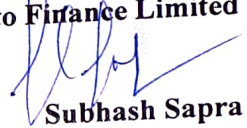
For Anju Bansal & Associates,
Practicing Company Secretaries

Membership No. 12334
C.P. No.: 17594
UDIN: F012334E000111048

Date: 15.04.2023
Place: Meerut



Countersigned by
For Hindustan Auto Finance Limited


Subhash Sapra
(Managing Director)
DIN: 00241941