HINDUSTAN AUTO FINANCE LIMITED

Regd. Add.: Cabin No. DA-8, 2nd Floor, Vikas Marg, Shakarpur, New Delhi - 110092 E-Mail: hindaf1980@gmail.com, CIN: L65910DL1980PLC010617 Website: www.hindaf.in

Date: 28.09.2023

To,
Manager (Listing),
Metropolitan Stock Exchange of India Ltd.,
205(A), 2nd Floor, Piramal Agastya,
Corporate Park, Kamani Junction,
LBS Road, Kurla (West),
Mumbai-400070.

Symbol: **HINDAUTO**

Sub: Summary Proceedings, Voting Results and Scrutinizer Report of 43rd Annual General Meeting ('AGM") of Avro India Limited ("the Company")

The 43rd AGM of the Company was held yesterday at 11:00 Morning (IST) at the registered office of the Company at Cabin No. DA-8, 2nd Floor, Vikas Marg, Shakarpur, New Delhi - 110092 to transact the business as stated in the Notice dated August 17, 2023, convening the AGM.

In this regard, please find enclosed the following:

- 1) Summary of the proceedings of AGM of the Company as required under Regulation 30, Part A of Schedule-III of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, ("the Listing Regulations")- Annexure- I.
- 2) Voting Results of the business transacted at the AGM, as required under Regulation 44(3) of the Listing Regulations- Annexure-II.
- 3) Report of the Scrutinizer dated September 28, 2023, pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014- Annexure-III

The Voting results along with Scrutinizer Report is made available on the Company's website at www.hindaf.in.

This is for your information and record.

Thanking You,

Yours faithfully,

For HINDUSTAN AUTO FINANCE LIMITED

Yours Sincerely, For M/s Hindustan Auto Finance Limited,

(Subhash Sapra) Managing Director DIN:00241940

Summary Proceedings of the 43rd Annual General Meeting of Hindustan Auto Finance Limited

The 43rd Annual General Meeting ("AGM/Meeting") of Hindustan Auto Finance Limited ("the Company") was held today i.e. Wednesday, September 27, 2023 at 11:.00 at the registered office of the Company through physical mode.

Mr. Rishabh Aggarwal, Company Secretary & Compliance officer informed that pursuant to the provisions of Articles of Association of the Company, the Chairman of the Board, Mr. Subhash Sapra chaired the Meeting and welcomed the members to the 43rd AGM of the Company. Thereafter, he requested all the colleagues on the Board and KMPs to introduce themselves.

Mr. Subhash Sapra, Chairman & Managing Director, Mrs. Neera Sapra, CFO & Director, Mr. Sumit Bansal, Independent Director, Mr. Sudhir Jain, Independent Director and Mr. Rishabh Aggarwal, Company Secretary of the Company introduced themselves and confirmed their presence at the meeting. He further informed that Mr. Man Singh Tosaria, Independent Director could not attend the AGM due to pre-occupations.

As per the attendance records, eleven (11) members were present at the meeting.

After ascertaining that the requisite quorum is present, the Chairman called the meeting to order.

He stated that all the statutory Registers were available for inspection by members during the meeting.

The Chairman described the performance of Company, its strategy and opportunities ahead. With the consent of the shareholders, the Notice convening the AGM and the Auditor's Report were taken as read.

Mr. Subhash Sapra, Managing Director briefed about qualifications made by Secretarial Auditor in Secretarial Audit Report which were discussed at the meeting.

The Chairman further informed the Members, that the Board of Directors had appointed Mrs. Anju Bansal, M/s Anju Bansal and Associates, Practicing Company Secretary, as the scrutinizer to scrutinize the ballot process.

The Chairman then provided a fair opportunity to the Members of the Company to ask the questions and seek clarification(s). The Chairman appropriately responded to the questions raised.

The Chairman informed the Members with respect to the business to be transacted at the Meeting as per the Notice dated August 17, 2022 convening the 43rd AGM. The following items of business as set out in the Notice of 43rd AGM were transacted at the Meeting.

Ordinary Business

1. To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended on 31st March, 2023 together with the reports of the Auditors' and

Directors' thereon.

2. To appoint Mr. Subhash Sapra (DIN: 00241940), Managing Director who retires by rotation

and being eligible offers himself for reappointment.

Special Business

3. To regularize the appointment of Mr. Sumit Bansal (DIN: 07449864) as the Independent

Director of the company.

4. To Re-appoint Mr. Man Singh Tosaria (DIN: 00265138), as the Independent Director of the

Company.

5. To Re-appoint Mr. Sudhir Jain (DIN: 06703181), as the Independent Director of the

Company.

Thereafter, the Chairman invited the Scrutinizer appointed for scrutinizing the ballot voting process, after closure of the meeting, to take over the ballot voting proceedings. Thereafter, the

members present at the AGM exercised their voting through Ballot Paper at AGM. He informed the members that the voting results along with scrutinizers report will be made intimated to

Metropoliltan Stock Exchange of India Limited and shall be placed on the website of the company

within two days of the conclusion of the meeting.

The Chairman thanked the members for their participation in the 43rd AGM of the Company. The

Meeting was concluded with a vote of thanks to the Chairman at 11:40 A.M.

This is for your information and records.

Thanking You,

Yours faithfully

For Hindustan Auto Finance Limited,

Subhash Sapra (Managing Director)

DIN: 00241940

General information about company						
Scrip code	000000					
NSE Symbol						
MSEI Symbol	HINDAUTO					
ISIN	INE806Q01018					
Name of the company	HINDUSTAN AUTO FINANCE LIMITED					
Type of meeting	AGM					
Date of the meeting / Date of declaration of results (in case of Postal Ballot)	27-09-2023					
Start time of the meeting	11:00 AM					
End time of the meeting	11:40 AM					

Scrutinizer Details					
Name of the Scrutinizer	ANJU BANSAL				
Firms Name	ANJU BANSAL AND ASSOCIATES				
Qualification	CS				
Membership Number	12334				
Date of Board Meeting in which appointed	07-03-2023				
Date of Issuance of Report to the company	28-09-2023				

Voting results						
Record date	20-09-2023					
Total number of shareholders on record date	615					
No. of shareholders present in the meeting either in person or through proxy	·					
a) Promoters and Promoter group	5					
b) Public	6					
No. of shareholders attended the meeting through video conferencing						
a) Promoters and Promoter group	0					
b) Public	0					
No. of resolution passed in the meeting	5					
Disclosure of notes on voting results						

Resolution(1)									
Resolution requ	uired: (Ordinary	/ Special)		Ordinary					
Whether promoter/promoter group are interested in the agenda/resolution?			No						
Description of resolution considered			for the financial year	To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended on 31st March, 2023 together with the reports of the Auditors' and Directors' thereon.					
Category Mode of voting No. of shares votes held polled				% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled	
(1) (2)			(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100	
	E-Voting		0	0	0	0	0	0	
Promoter and	Poll	054600	974600	100	974600	0	100	0	
Promoter and Promoter Group	Postal Ballot (if applicable)	974600	0	0	0	0	0	0	
	Total	974600	974600	100	974600	0	100	0	
	E-Voting		0	0	0	0	0	0	
	Poll		0	0	0	0	0	0	
Public- Institutions	Postal Ballot (if applicable)	0	0	0	0	0	0	0	
	Total	0	0	0	0	0	0	0	
	E-Voting		811200	32.0861	811200	0	100	0	
	Poll]	0	0	0	0	0	0	
Public- Non Institutions	Postal Ballot (if applicable)	2528200	0	0	0	0	0	0	
	Total	2528200	811200	32.0861	811200	0	100	0	
	Total	3502800	1785800	50.9821	1785800	0	100	0	
		-		Whether	resolution is I	Pass or Not.	Yes		
				Disclosi	are of notes or	n resolution			

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Institutions	
Public - Non Insitutions	

Resolution(2)								
Resolution requ	ired: (Ordinary	/ Special)		Ordinary				
Whether promo agenda/resolution	ter/promoter gro	oup are intere	ested in the	Yes				
Description of 1	resolution consid	lered		To appoint Mr. Subby rotation and being			940), Managing Dir for reappointment.	ector who retires
Category	Mode of voting	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled	
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)= [(5)/(2)]*100
	E-Voting		0	0	0	0	0	0
Promoter and	Poll	974600	974600	100	974600	0	100	0
Promoter Group	Postal Ballot (if applicable)	774000	0	0	0	0	0	0
	Total	974600	974600	100	974600	0	100	0
	E-Voting		0	0	0	0	0	0
Public-	Poll	0	0	0	0	0	0	0
Institutions	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	0	0	0	0	0	0	0
	E-Voting		811200	32.0861	811200	0	100	0
Public- Non	Poll	2528200	0	0	0	0	0	0
Institutions	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	2528200	811200	32.0861	811200	0	100	0
	Total 3502800 1785800			50.9821	1785800	0	100	0
				Whether r	resolution is P	ass or Not.	Yes	
				Disclosu	re of notes or	resolution		

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Institutions	
Public - Non Insitutions	

Resolution(3)									
Resolution requ	ired: (Ordinary	/ Special)		Special					
Whether promo agenda/resolution	ter/promoter gro	oup are intere	ested in the	No					
Description of r	esolution consid	lered		To regularise the ap Independent Direct			Bansal (DIN: 07449	9864) as the	
Category	Category Mode of voting No. of Shares votes held polled				No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled	
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)= [(5)/(2)]*100	
	E-Voting		0	0	0	0	0	0	
Promoter and	Poll	974600	974600	100	974600	0	100	0	
Promoter Group	Postal Ballot (if applicable)	371000	0	0	0	0	0	0	
	Total	974600	974600	100	974600	0	100	0	
	E-Voting		0	0	0	0	0	0	
Public-	Poll	0	0	0	0	0	0	0	
Institutions	Postal Ballot (if applicable)		0	0	0	0	0	0	
	Total	0	0	0	0	0	0	0	
	E-Voting		811200	32.0861	811200	0	100	0	
Public- Non	Poll	2528200	0	0	0	0	0	0	
Institutions	Postal Ballot (if applicable)		0	0	0	0	0	0	
	Total	2528200	811200	32.0861	811200	0	100	0	
	Total	3502800	1785800	50.9821	1785800	0	100	0	
			•	Whether i	resolution is P	ass or Not.	Yes		
				Disclosu	re of notes or	resolution			

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Institutions	
Public - Non Insitutions	

Resolution(4)								
Resolution requ	ired: (Ordinary	/ Special)		Special				
Whether promo agenda/resolution	ter/promoter gro	oup are intere	ested in the	No				
Description of 1	resolution consid	lered		To Re-appoint Mr. Director of the Cor		osaria (DIN	: 00265138), as the	Independent
Category	Category Mode of voting No. of No. of votes p on outstand held polled shares					No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)= [(5)/(2)]*100
	E-Voting		0	0	0	0	0	0
Promoter and	Poll	974600	974600	100	974600	0	100	0
Promoter Group	Postal Ballot (if applicable)	774000	0	0	0	0	0	0
	Total	974600	974600	100	974600	0	100	0
	E-Voting		0	0	0	0	0	0
Public-	Poll	0	0	0	0	0	0	0
Institutions	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	0	0	0	0	0	0	0
	E-Voting		811200	32.0861	811200	0	100	0
Public- Non	Poll	2528200	0	0	0	0	0	0
Institutions	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	2528200	811200	32.0861	811200	0	100	0
	Total 3502800 1785800			50.9821	1785800	0	100	0
Whether resolution						ass or Not.	Yes	
				Disclosu	re of notes or	resolution		

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Institutions	
Public - Non Insitutions	

Resolution(5)								
Resolution requ	ired: (Ordinary	/ Special)		Special				
Whether promo agenda/resolution	ter/promoter gro	oup are intere	ested in the	No				
Description of 1	resolution consid	lered		To Re-appoint Mr. the Company.	Sudhir Jain (l	DIN: 06703	181), as the Indeper	ndent Director of
Category	Mode of voting	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled	
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)= [(5)/(2)]*100
	E-Voting		0	0	0	0	0	0
Promoter and	Poll	974600	974600	100	974600	0	100	0
Promoter Group	Postal Ballot (if applicable)	774000	0	0	0	0	0	0
	Total	974600	974600	100	974600	0	100	0
	E-Voting		0	0	0	0	0	0
Public-	Poll	0	0	0	0	0	0	0
Institutions	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	0	0	0	0	0	0	0
	E-Voting		811200	32.0861	811200	0	100	0
Public- Non	Poll	2528200	0	0	0	0	0	0
Institutions	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	2528200	811200	32.0861	811200	0	100	0
	Total 3502800 1785800			50.9821	1785800	0	100	0
				Whether r	esolution is P	ass or Not.	Yes	
				Disclosu	re of notes or	resolution		

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Institutions	
Public - Non Insitutions	



ANJU BANSAL & ASSOCIATES COMPANY SECRETARIES

Office: B-299, Ganga Sagar, Ganga Nagar, Meerut UP-250001 Mob. 9456976019, 8171955114 E-mail: anjubnsl29@gmail.com

Scrutimizer'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 43rd Annual General Meeting of the members of M/s Hindustan Auto Finance Limited held on Wednesday, September 27, 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 43rd Annual General Meeting ("AGM") of Hindustan Auto Finance Limited ("the Company") held on the Wednesday, 27th day of September, 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: -

1. 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. Wednesday, September 20, 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 Sunday, September 24, 2023 (09:00 A.M. IST) and ended on Tuesday, September 26, 2023 (05:00 P.M. IST).
- 3. The Members of the Company as on Cut-off date i.e. Wednesday, September 20, 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.

On completion of remote e-voting and voting through physical ballot during the American members, the same was unblocked in the presence of two witnesses	AGM by the
R/o H: No: 234 Anoop Nager Pasarpur and Alka Kapour, Mil	s Effective
in the employment of the Company on September 27, 2023. They have sign confirmation of the votes being unblocked in their presence.	ho were not ed below in
confirmation of the votes being units and a see p	

Witness 1	Witness 2 Hoped
Without 4	

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

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	29	811200	100.00
Total	34	1785800	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.

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	29	811200	100.00
Total	34	1785800	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.

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	29	811200	100.00
Total	34	1785800	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 two times more than the number of votes cast by shareholders we report that the Special resolution with regard to Item No.3 as set out in the Notice of AGM has been passed with requisite majority.

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	29	811200	100.00
Total	34	1785800	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 two times more than the number of votes cast by shareholders we report that the Special resolution with regard to Item No.3 as set out in the Notice of AGM has been passed with requisite majority.

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	29	811200	100.00
Total	34	1785800	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 two times more than the number of votes cast by shareholders we report that the Special resolution with regard to Item No.3 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

Countersigned by For Hindustan Auto Finance Limited

Membership No. 12334

C.P. No.: 17594

UDIN:

Date: 28.09.2023 Place: Meerut

P. P. NO- 2865/2022

UDÎN NO- FO12334E001113731

Subhash Sapra (Managing Director)

DIN: 00241941