

SCRUTINIZERS' REPORT
*For Consolidated Results of Remote E-voting and E-Voting at
30th Annual General Meeting of*

Available Finance Limited.

*held on Tuesday the 20th September, 2022 at 12:30 P.M. Concluded at 12:40 P.M. at
the deemed venue of the Annual General Meeting at
"Agarwal House", 5 Yeshwant Colony, Indore (M.P.)-452003*

ISHAN JAIN & CO.

Company Secretaries

401-402, Silver Ark Plaza, 20/1, New Palasiya, Indore (M.P.) 452001
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IJ/AFL/2022

20th September, 2022

To,
The Chairman of the Board/Annual General Meeting of
Available Finance Limited
"Agarwal House",
5 Yeshwant Colony,
Indore (M.P.) 452003

Sub: Submission of the Consolidated Scrutinizers' Report for Remote E-voting and E-voting at the 30th Annual General Meeting (AGM) of Available Finance Limited held on Tuesday, the 20th day of September, 2022 at 12:30 P.M. through Video Conferencing/Other Audio Visual Means ('VC'/OAVM').

Dear Sir,

We refer to our appointment as scrutinizer by the Board of Directors of Available Finance Limited (The Company) at their meeting held on 10th August, 2022 to Scrutinize the remote E-voting and E-voting at the 30th AGM conducted in a fair and transparent manner in respect of the below mentioned resolutions as per the provision of section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (the rule), as amended, and the various Circulars issued by the Ministry of Corporate for the 30th AGM of Available Finance Limited held on Tuesday, September 20, 2022 at 12:30 P.M. through Video Conferencing (VC) and Other Audio Visual Means (OAVM) and for which purposes the Registered Office situated at "Agarwal House", 5 Yeshwant Colony, Indore (M.P.) 452003 was deemed as the venue for the meeting and the proceedings of the 30th AGM made thereat.

We have carried out the work as Scrutinizer of the 30th AGM, commenced at 12.30 P.M. and concluded at 12.40 P.M. on Tuesday, the 20th September, 2022 and we had scrutinized and reviewed the voting through Remote-E voting and Voting by electronic mode at the 30th AGM through the platform of Webex organized by Central Depository Services (India) Ltd. (CDSL) for recording of attendance and voting and other technical support at the 30th AGM.

The management of the Company is responsible to ensure compliance with the requirements of;

- (i) the Act and the Rules made there under;
- (ii) the MCA Circulars and the Security and Exchange Board of India, as applicable; and
- (iii) the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015, relating to e-voting on the resolutions contained in the Notice calling the AGM.

The management of the Company and CDSL is also responsible for ensuring a secured framework and robustness of the electronic voting systems.

Our responsibility as a scrutinizer for the remote e-voting and voting through electronic mode is to make a consolidated scrutinizers' report of the votes cast in "**Favour**" or "**Against**" or "**Invalid**" for the resolution stated in the Notice of the 30th AGM, dated 10th August, 2022 which is based on the reports as generated and provided by CDSL, the authorized agency to provide remote e-voting facility and facility at the 30th AGM and for conducting meeting through VC/OAVM.



I, **CS Ishan Jain** (FCS 9978 CP: 13032) proprietor of **M/s Ishan Jain & Co.**, Company Secretaries, Indore (FRN:S2021MP802300), submit my consolidated report for remote e-voting and e-voting at the 30th AGM along with the relevant listings as under:

Dispatch of Notice convening the AGM:

- a. The Company has informed that on the basis of the Register of Members and the details of beneficiaries of the equity shareholders of the Company as per records of the depositories viz., National Securities Depository Limited (“NSDL”) and Central Depository Services (India) Limited (“CDSL”) respectively made available by Ankit Consultancy Pvt. Ltd., the Registrar and Share Transfer Agents (“RTA”), the RTA and CDSL have completed dispatch of Notice of 30th AGM dated 10th August, 2022 along with the Annual Report for the financial year 2021-22 by e-mail on 25th August, 2022 to those Members/beneficiaries who had registered their email ids with the Company/RTA/ Depositories.
- b. The Company hosted the notice of 30th AGM and the Annual Report on its website www.availablefinance.in and also submitted to BSE Ltd.
- c. Notice of the 30th AGM through VC/OAVM was also published in the newspapers by the Company on Friday, 26th August, 2022 in Free Press Journal (English) and in Choutha Sansar, (Hindi) as per requirement of the Rule and Circulars of the MCA.

Cutoff Date

For ascertainment for eligibility for the voting rights were reckoned as on **Tuesday, the 13th September, 2022** being the cut-off date for the purpose of eligibility for e-voting by the members though the remote e-voting and voting through electronic mode at the 30th AGM.

Quorum:

As on the cut-off date, there were total **2312 members** holding and aggregate of **1,02,03,700 equity shares** of Rs. 10/- each and there was requirement of minimum 15 members for constitution of valid quorum. However, *22 (Twenty-Two) members were present at the 30th AGM through the VC as per the Venue Attendance Report generated from the CDSL Portal.*

Remote E-Voting Process:

- a. The Company had appointed CDSL as the agency for providing facility of casting votes by a member using remote e-voting system as well as e-voting on the day of the AGM and allotted **EVSN: 220824039** for the same.
- b. The facility was provided for Remote E-voting for the 30th AGM which was commenced on **Saturday, September 17th 2022 at 9:00 A.M. [IST] remained open for 3 days and ended on Monday, September 19th 2022 at 5:00 P.M. [IST]**. The CDSL Remote E-voting facility was blocked thereafter. The Company has also provided e-voting facility to the shareholders present at the 30th AGM through VC/OAVM and who has not casted their vote earlier through remote e-voting.

Counting Process:

On completion of e-voting at the 30th AGM, we unblocked the results of the remote e-voting and e-voting by Members at the 30th AGM, on the CDSL e-voting platform and downloaded the results for scrutiny.

Results:

- a. Total **22 (Twenty Two)** members were present through VC/OAVM in the 30th AGM out of them **3 (Three)** members have casted their votes through Remote e-voting and **1 (One)** members have casted their votes through e-voting at AGM, however, **18 (Eighteen)** members had attended the meeting but had not exercised their voting rights in any manner;



- b. For Item No.5 and 6 Promoter and their group holding 58,89,946 shares by 3 (Three) such Members has not casted their voting rights as per the restrictions of regulation 23 of the SEBI (LODR) Regulations, 2015.
- c. After the closure of e-voting at 30th AGM, the report on voting done at the 30th AGM and the votes cast under remote e-voting facility prior to the 30th AGM were unblocked in the presence of Ms. Muskan Mehta and Ms. Aditi Mandliya witnesses who are not in the employment of the Company as prescribed under sub-rule 4(xii) of rule 20 of the Companies (Management and Administration) Rules, 2014.

Report of the Scrutiniser to the Chairman of the Meeting:

- a. I now submit the Consolidated Result of the remote e-voting and e-voting at the 30th AGM in respect of the resolutions placed before the 30th AGM as per **Annexure A** with this report.
- b. I have scrutinized and reviewed the e-voting prior and during the 30th AGM and votes tendered therein based on the data downloaded from the CDSL e-voting system and validated with the list of members as on cut-off date 13th September, 2022 provided by Ankit Consultancy Pvt. Ltd. the Registrar and Share Transfer Agent.
- c. Based on the aforesaid results, we report that the Ordinary and/or Special Resolutions as set out in Item Nos. 1 was passed unanimously and the Item No.2 to 6 as specified in the Notice of the 30th AGM dated 10th August, 2022 have been passed with the requisite majority.
- d. The registers, all other papers and other relevant records relating to electronic voting shall remain in our safe custody until the Chairman considers, approves and declare the results for 30th AGM and the same shall thereafter be handed over to the Chairman/Company Secretary for safe keeping.

Peer Review No.: 842/2020
UDIN: F009978D001007073
Date: 20/09/2022
Place: Indore



For, ISHAN JAIN & CO.
COMPANY SECRETARIES
FRN: S2021MP802300

ISHAN JAIN
ISHAN JAIN
PROPRIETOR
FCS: 9978
CP :13032

Annexure A**Consolidated Results of Remote E-Voting and E-voting done at the 30th AGM:**

Item No.1: Ordinary Resolution: Adoption and Approval of the Standalone and Consolidated Audited Financial Statements containing the Balance Sheet as at 31st March, 2022, the Statement of Profit & Loss, Cash Flow Statement and Statement of Change in Equity for the financial year ended 31st March, 2022 and the Reports of the Board's and Auditors thereon.

Particulars	Remote e-votes		E- Voting at AGM		Total		Percentage
	No.	Votes	No.	Votes	No.	Votes	
Favor	6	5894914	1	2	7	5894916	100.0000%
Against	0	0	0	0	0	0	0.0000%
Total	6	5894914	1	2	7	5894916	100.0000%

I consider that the aforesaid Ordinary Resolution was passed with UNANIMOUS CONSENT.

Item No.2: Ordinary Resolution: To re-appoint a director in place of Mr. Rakesh Sahu (DIN: 08433972), who liable to retires by rotation at this Annual General Meeting and being eligible offers himself for re-appointment.

Particulars	Remote e-votes		E- Voting at AGM		Total		Percentage
	No.	Votes	No.	Votes	No.	Votes	
Favor	6	5894914	0	0	6	5894914	99.9999%
Against	0	0	1	2	1	2	0.0001%
Total	6	5894914	1	2	7	5894916	100.0000%

I consider that the aforesaid Ordinary Resolution was passed with REQUISITE MAJORITY.

Item No.3: Ordinary Resolution: To confirm the appointment of Mr. Vikas Gupta (DIN: 09438941) as a Non-Executive Non- Independent Director.

Particulars	Remote e-votes		E- Voting at AGM		Total		Percentage
	No.	Votes	No.	Votes	No.	Votes	
Favor	6	5894914	0	0	6	5894914	99.9999%
Against	0	0	1	2	1	2	0.0001%
Total	6	5894914	1	2	7	5894916	100.0000%

I consider that the aforesaid Ordinary Resolution was passed with REQUISITE MAJORITY.

Item No.4: Special Resolution: To confirm the appointment of Mr. Asem Trivedi (DIN: 01244851) as a Non-Executive Independent Director

Particulars	Remote e-votes		E- Voting at AGM		Total		Percentage
	No.	Votes	No.	Votes	No.	Votes	
Favor	6	5894914	0	0	6	5894914	99.9999%
Against	0	0	1	2	1	2	0.0001%
Total	6	5894914	1	2	7	5894916	100.0000%

I consider that the aforesaid Ordinary Resolution was passed with REQUISITE MAJORITY.

Item No.5: Special Resolution: To grant authority to the Board to give loans and advances, give guarantee and provide securities to other companies/Body Corporate u/s 186 of the Companies Act, 2013.

Particulars	Remote e-votes		E- Voting at AGM		Total		Percentage
	No.	Votes	No.	Votes	No.	Votes	
Favor	3	4968	0	0	3	4968	99.9597%
Against	0	0	1	2	1	2	0.0403%
Total	3	4968	1	2	4	4970	100.0000%

I consider that the aforesaid Special Resolution was passed with REQUISITE MAJORITY.



Item No.6: Ordinary Resolution: To approve the transactions/contracts/arrangements with Related Parties under Regulation 23 of the SEBI (LODR) Regulations, 2015.

Particulars	Remote e-votes		E- Voting at AGM		Total		Percentage
	No.	Votes	No.	Votes	No.	Votes	
Favor	3	4968	0	0	3	4968	99.9597%
Against	0	0	1	2	1	2	0.0403%
Total	3	4968	1	2	4	4970	100.0000%

I consider that the aforesaid Ordinary Resolution was passed with **REQUISITE MAJORITY**.

Peer Review No.: 842/2020
UDIN: F009978D001007073
Date: 20/09/2022
Place: Indore



For, ISHAN JAIN & CO.
COMPANY SECRETARIES
FRN: S2021MP802300

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CS ISHAN JAIN
PROPRIETOR
FCS: 9978
CP :13032

We the undersigned witnessed that the votes were unblocked/finalized from the e-voting website of Central Depository Security (India) Limited (CDSL) (www.evotingindia.com) and the votes were reckoned after the conclusion of the 30th Annual General Meeting of the Company in our presence on 20th September, 2022.

Muskan
MUSKAN MEHTA

Aditi
ADITI MANDLIYA