

SCRUTINIZERS' REPORT

*For Consolidated Results of Remote E-voting and E-Voting at
31st Annual General Meeting
of
Available Finance Limited*

*(Held on Wednesday, the 27th day of September, 2023 at 12:30 P.M. and concluded at 12.40
P.M. at the deemed venue of the Annual General Meeting at the Registered Office at
"Agarwal House", 5 Yeshwant Colony, Indore (M.P.) 452003)*

ISHAN JAIN & CO.

Company Secretaries

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ISHAN JAIN & CO.

Company Secretaries

Ishan Jain (FCS, RV(SFA))

Mob.: +91 - 9479555060

IJ/AFL/2023

To,

The Chairman of the Board/Annual General Meeting of
Available Finance Limited

"Agarwal House",

5 Yeshwant Colony,

Indore (M.P.) 452003

28th September, 2023

Sub: Submission of the Consolidated Scrutinizers' Report for Remote E-voting and E-voting at the 31st Annual General Meeting (AGM) of Available Finance Limited held on Wednesday, the 27th day of September, 2023 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 11th August, 2023 to Scrutinize the remote E-voting and E-voting at the 31st 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 and SEBI for the 31st AGM of Available Finance Limited held on Wednesday, September 27, 2023 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 31st AGM made thereat.

We have carried out the work as Scrutinizer of the 31st AGM, commenced at 12.30 P.M. and concluded at 12.40 P.M. on Wednesday, the 27th September, 2023 and we had scrutinized and reviewed the voting through Remote-E voting and Voting by electronic mode at the 31st 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 31st 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 Circulars issued by MCA and 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 are 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 31st AGM, dated 11th August, 2023 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 31st 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 31st 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 Depositories, CDSL have completed dispatch of Notice of 31st AGM dated 11th August, 2023 along with the Annual Report for the financial year 2022-23 by e-mail on 25th August, 2023 to those Members/beneficiaries who had registered their email ids with the Company/RTA/Depositories.
- b. The Company hosted the notice of 31st AGM and the Annual Report on its website www.availablefinance.in and also submitted to BSE Ltd.
- c. Notice of the 31st AGM through VC/OAVM was also published in the newspapers by the Company on Saturday, 26th August, 2023 in Free Press Journal (English) and in Choutha Sansar, (Hindi).

Cutoff Date

For ascertainment for eligibility for the voting rights were reckoned as on *Wednesday, the 20th September, 2023* 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 31st AGM.

Quorum:

As on the cut-off date, there were total **2393 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, 24 (Twenty-Four) members were present at the 31st 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: 230821033 for the same.
- b. The facility was provided for Remote E-voting for the 31st AGM which was commenced on **Sunday, September 24th 2023 at 9:00 A.M. [IST] remained open for 3 days and ended on Tuesday, September 26th 2023 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 31st 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 31st AGM, we unblocked the results of the remote e-voting and e-voting by Members at the 31st AGM, on the CDSL e-voting platform and downloaded the results for scrutiny.

Results:

- a. As per the data provided by CDSL, Total **24 (Twenty Four)** members were present through VC/OAVM in the 31st AGM;
- b. As per the data provided by CDSL total **20 (Twenty)** Members voted which was only through remote e-voting and no member have casted their votes through e-voting at AGM.
- c. *For Item No.4:* Promoter and their group holding 63,06,820 shares by 5 (Five) Members has not exercise their voting rights as per the restrictions of regulation 23 of the SEBI (LODR) Regulations, 2015.

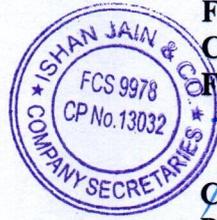


of Mr. Daksh Shah and Ms. Sakshi Narang witnesses who are not in the employment of the Company as prescribed under sub-rule 4(xii) of rule 20 of the Companies (Management and Administration) Rules, 2014.

Report of the Scrutinizer to the Chairman of the Meeting:

- a. I submit the Consolidated Result of the remote e-voting and e-voting at the 31st AGM in respect of the resolutions placed before the 31st AGM as per *Annexure A* with this report.
- b. I have scrutinized and reviewed the e-voting prior and during the 31st 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 20th September, 2023 provided by Ankit Consultancy Pvt. Ltd. the Registrar and Share Transfer Agent.
- c. Based on the aforesaid results, we report that the **all the Ordinary Resolutions as set out in the Notice of the 31st AGM dated 11th August, 2023 may be declared as that have been passed with Unanimous approval for Item No. 1, 2 and 4 and the Item No. 3 with 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 31st AGM and the same shall thereafter be handed over to the Chairman/Company Secretary for safe keeping.

Peer Review No.: 842/2020
UDIN: F009978E001113135
Date: 28/09/2023
Place: Indore



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

CS ISHAN JAIN
PROPRIETOR
FCS: 9978
CP :13032

Annexure A

Consolidated Results of Remote E-Voting and E-voting done at the 31st AGM of Available Finance Ltd held on 27th September, 2023

Item No.1: Ordinary Resolution: For to receive, consider and adopt the Standalone and Consolidated Audited Financial Statements for the financial year ended 31st March, 2023 and the Reports of the Board of Director's and Auditors thereon.

Particulars	Remote e-votes		E- Voting at AGM		Total		Percentage
	No.	Votes	No.	Votes	No.	Votes	
Favor	20	69,09,566	0	0	20	69,09,566	100.0000%
Against	-	-	-	-	-	-	0.0000%
Total	20	69,09,566	0	0	20	69,09,566	100.0000%

I consider that the Aforesaid **Ordinary Resolution** may be declared as passed with **UNANIMOUS CONSENT**.

Item No.2: Ordinary Resolution: For appointment of a director in place of **Mr. Rajendra Kumar Sohani (DIN: 00379042)**, who retires from office 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	20	69,09,566	0	0	20	69,09,566	100.0000%
Against	-	-	-	-	-	-	0.0000%
Total	20	69,09,566	0	0	20	69,09,566	100.0000%

I consider that the Aforesaid **Ordinary Resolution** may be declared as passed with **UNANIMOUS CONSENT**.

Item No.3: Ordinary Resolution: For confirmation for the re-appointment of **Mr. Rakesh Sahu (DIN: 08433972)**, as the Whole-time Director of the company.

Particulars	Remote e-votes		E- Voting at AGM		Total		Percentage
	No.	Votes	No.	Votes	No.	Votes	
Favor	19	69,08,616	0	0	19	69,08,616	99.9863%
Against	1	950	-	-	1	950	0.0137%
Total	20	69,09,566	0	0	20	69,09,566	100.0000%

I consider that the Aforesaid **Ordinary Resolution** may be declared as passed with **REQUISITE MAJORITY**.

Item No.4: 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	15	6,02,746	0	0	15	6,02,746	100.0000%
Against	-	-	-	-	-	-	0.0000%
Total	15	6,02,746	0	0	15	6,02,746	100.0000%

I consider that the Aforesaid **Ordinary Resolution** may be declared as passed with **UNANIMOUS CONSENT**.

Peer Review No.: 842/2020
UDIN:F009978E001113135
Date: 28/09/2023
Place: Indore



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

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 31st Annual General Meeting of the Company in our presence on 27th September, 2023.

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