## AVAILABLE FINANCE LIMITED



Date: 01/10/2020

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To The General Manager DSC-CRD BSE Ltd. P. J. Tower, Dalal Street, Fort MUMBAI-400001

#### **BSE CODE: 531310**

#### SUBJECT: DECLARATION OF REMOTE VOTING AND E-VOTING RESULTS-COMPLIANCE WITH REGULATION 44 (3) OF SEBI (LODR) REGULATIONS, 2015 IN RELATION TO THE ANNUAL GENERAL MEETING HELD ON 30<sup>TH</sup> SEPTEMBER, 2020.

Dear Sir

With reference to the captioned subject, we are enclosing herewith the details of voting results (remote e-voting and e-voting) of the 28<sup>th</sup> Annual General Meeting of the Company held on Wednesday the 30<sup>th</sup> day of September, 2020 at 12:30 pm and concluded at 12:38 pm through video conferencing ("VC") or other Audio-Visual means ("OAVM") for which purposes the registered office situated at Agarwal House, Ground floor 5 Yeshwant Colony Indore (M.P.) 452001 shall be deemed as the venue of the AGM.

Kindly note that the Chairperson has declared the result of voting of the aforesaid Annual General Meeting on 01/10/2020 on the basis of report submitted by the Scrutinizer for remote e-voting and e-voting for the above mentioned purpose.

The remote e-voting and E-voting results are being filed in XBRL mode. We are also enclosing the Scrutinizer Report and request you to please take the same on your records for reference and further needful.

Thanking You Yours Faithfully, FOR AVAILABLE FINANCE LIMITED

(PRIYANKA JHA) CHAIRPERSON DIN-07347415

Encl: As above



### Voting Results of the 28<sup>th</sup>Annual General Meeting of AVAILABLE FINANCE Limited

held on 30<sup>th</sup> September , 2020 through Video Conferencing ("VC")/Other Audio Visual Means ("OAVM") at 12:30 P.M. and concluded at 12:38 P.M. for which purposes the Registered office of the company situated at Agarwal House Ground Floor 5, yeshwant Colony Indore (M.P.)452001shall be deemed as the venue for the Annual General Meeting.

Date of the AGM	30.09.2020
Total number of shareholders on record date	783 Members
No. of shareholder present in the meeting either	Not Applicable.
in person or through proxy:	Pursuant to Circular No. 14/2020 dated
- Promoters and Promoter Group:	8 <sup>th</sup> April, 2020, Circular No.17/2020 dated
- Public:	13 <sup>th</sup> April, 2020 issued by the Ministry of
	Corporate Affairs (MCA) followed by
	Circular No. 20/2020 dated 5 <sup>th</sup> May, 2020
No. of Shareholders attended the meeting	
through Video Conferencing	
- Promoters and Promoter Group:	02.
- Public	11

Agenda- wise disclosure

Item No.1: Ordinary Resolution: Consideration And Adoption The Audited Standalone And Consolidated Financial Statements Containing The Audited Balance Sheets As At 31<sup>st</sup>march, 2020, Profit & Loss The Statement Of And Cash Flow And Changes In Equity, And The Reports Of The Boards And Auditors Thereon As On That Date

Resolution Special)	required:	(Ordinary/	Ordinary	,				
Whether group ar agenda/res		promoter I in the	No					
Category Mode of Voting No. of shares held (1) (1)			No. of votes polled	% of Votes Polled on outstanding shares=[(2) /(1)]* 100	No. of Votes – in favour	No. of Votes – against (5)	% of Votes in favour on votes polled [(4)/(2)]*1 00 (6)	% of Votes against on votes polled [(5)/(2) ]*100 (7)
Promoter	E-Voting	6041046	6041046	100.00	6041046	0	100.00	100.00
and	Poll	00.10.10	0	0	0	0	0	0
Promoter	Postal Ballot		0	0	0	0	0	0
Group	Total	6041046	6041046	100.00	0	0	100.00	100.00
Public	E-Voting	0	0	0	0	0	0	0
Institutions	Poll	ļ	0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total	0	0	0	0	0	0	0

Total		10203700	6561331	64.3034	6561331	0	100.00	100.00
	Total	4162654	520285	12.4989	520285	0	100.00	100.00
	Postal Ballot		0	0	0	0	0	0
	Poll		0	0	0	0	0	0
Institutions								
Public Non	E-Voting	4162654	520285	12.4989	520285	0	100.00	100.00

### On the basis of the above mentioned voting results the Chairman declared that Resolution No. 1 was passed AS AN ORDINARY RESOLUTION.

# Item No.2:Ordinary Resolution: To Re-Appoint M/S Mahendra Badjatya & Co. Chartered Accountants (Firm Registration No. 001457C) For Second Consecutive Term Of 5 (Five) Years, As The Statutory Auditors Of The Company And To Fix Their Remuneration

r	n required:		Ordinary	U U								
Special)												
Whether	promoter/	promoter	No									
group ar	e interested	l in the										
agenda/res	solution?											
Category	Mode of	No. of	No. of	% of Votes	No. of	No. of	% of Votes	% of				
	Voting	shares held	votes	Polled on	Votes – in	Votes –	in favour	Votes				
	-		polled	outstanding	favour	against	on votes	against				
				shares=[(2)			polled	on				
				/(1)]* 100			[(4)/(2)]*1	votes				
							00	polled				
								[(5)/(2)				
		(1)	(2)	(2)	(4)	(5)		]*100				
		(1)	(2)	(3)	(4)	(5)	(6)	(7)				
Promoter	E-Voting	6041046	6041046	100.00	6041046	0	100.00	100.00				
and	Poll	-	0	0	0	0	0	0				
Promoter	Postal Ballot		0	0	0	0	0	0				
Group	Total	6041046	6041046	100.00	0	0	100.00	100.00				
Public	E-Voting	0	0	0	0	0	0	0				
Institutions	Poll	-	0	0	0	0	0	0				
	Postal Ballot		0	0	0	0	0	0				
	Total	0	0	0	0	0	0	0				
Public Non	E-Voting	4162654	520285	12.4989	520285	0	100.00	100.00				
Institutions		4					0					
	Poll	-	0	0	0	0	0	0				
	Postal Ballot	41(2)(54	0	0	0	0	0	0				
Tetal	Total	4162654	520285	12.4989	520285	0	100.00	100.00				
Total		10203700	6561331	64.3034	6561331	0	100.00	100.00				

On the basis of the above mentioned voting results the Chairman declared that Resolution No. 2 was passed AS AN ORDINARY RESOLUTION.

Item No.3: Ordinary Resolution : Approval of Transactions/Contracts/Arrangements With
Related Parties Under Section 188 Of The Companies Act 2013 And Regulation 23 Of The SEBI
(LODR) Regulations, 2015

Resolution required: (Ordinary/	Ordinary
Special)	
Whether promoter/ promoter	yes
group are interested in the	
agenda/resolution?	

Category	Mode of	No. of	No. of	% of Votes	No. of	No. of	% of Votes	% of
0.1	Voting	shares held	votes	Polled on	Votes – in	Votes –	in favour	Votes
	U		polled	outstanding	favour	against	on votes	against
			•	shares= $[(2)]$		U	polled	on
				/(1)]* 100			[(4)/(2)]*1	votes
							00	polled
								[(5)/(2)
								]*100
		(1)	(2)	(3)	(4)	(5)	(6)	(7)
Promoter	E-Voting	6041046	0	0	0	0	0	0
and	Poll		0	0	0	0	0	0
Promoter	Postal Ballot		0	0	0	0	0	0
Group	Total	6041046	0	0	0	0	0	0
Public	E-Voting	0	0	0	0	0	0	0
Institutions	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total	0	0	0	0	0	0	0
Public Non	E-Voting	4162654	520285	12.4989	520285	0	100.00	100.00
Institutions	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total	4162654	520285	12.4989	520285	0	100.00	100.00
Total		10203700	520285	5.090	520285	0	100.00	100.00

On the basis of the above-mentioned voting results the Chairman declared that Resolution No. 3 was passed by AS AN ORIDNARY RESOLUTION.

Item No.4: Special Resolution Approval For Authority To The Board To Give Loans And Advances, Give Guarantee And Provide Securities To Other Companies/Body Corporate Under Section 185 And 186 Of The Companies Act, 2013.

Resolution Special)	required:	(Ordinary/	Special					
Whether	promoter/	promoter	yes					
group ar	e interested	l in the						
agenda/res	agenda/resolution?							
Category Mode of Voting Shares held			No. of votes polled	% of Votes Polled on outstanding shares=[(2) /(1)]* 100	No. of Votes – in favour	No. of Votes – against	% of Votes in favour on votes polled [(4)/(2)]*1 00	% of Votes against on votes polled [(5)/(2) ]*100
		(1)	(2)	(3)	(4)	(5)	(6)	(7)
Promoter	E-Voting	6041046	0	0	0	0	0	0
and	Poll		0	0	0	0	0	0
Promoter	Postal Ballot		0	0	0	0	0	0
Group	Total	6041046	0	0	0	0	0	0
Public	E-Voting	0	0	0	0	0	0	0
Institutions	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total	0	0	0	0	0	0	0
Public Non	E-Voting	4162654	520285	12.4989	520285	0	100.00	100.00
Institutions	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0

	Total	4162654	520285	12.4989	520285	0	100.00	100.00
Total		10203700	520285	5.090	520285	0	100.00	100.00

### On the basis of the above-mentioned voting results the Chairman declared that Resolution No. 4 was passed by AS AN SPECIAL RESOLUTION.

**Item No.5: Special Resolution** To Re-Appoint Ms. Priyanka Jha (DIN: 07347415) as an Independent & Women Director of the company

Resolution Special)	required:	(Ordinary/	special					
Whether	promoter/	promoter	No					
group ar	e interested	in the						
agenda/res	olution?							
Category	Mode of	No. of	No. of	% of Votes	No. of	No. of	% of Votes	% of
	Voting	shares held	votes	Polled on	Votes - in	Votes -	in favour	Votes
			polled	outstanding	favour	against	on votes	against
				shares=[(2)			polled	on
				/(1)]* 100			[(4)/(2)]*1	votes
							00	polled
								[(5)/(2) ]*100
		(1)	(2)	(3)	(4)	(5)	(6)	(7)
		. ,		. ,				
Promoter	E-Voting	6041046	6041046	100.00	6041046	0	100.00	100.00
and	Poll		0	0	0	0	0	0
Promoter	Postal Ballot	(0.44.0.4.6	0	0	0	0	0	0
Group	Total	6041046	6041046	100.00	0	0	100.00	100.00
Public	E-Voting	0	0	0	0	0	0	0
Institutions	Poll Postal Ballot		0	0	0	0	0	0
	Total	0	0	0	0	0	0	0
Public Non	E-Voting	4162654	520285	12.4989	520285	0	100.00	100.00
Institutions	E-voung	4102034	520285	12.4989	520285	0	100.00	100.00
monutions	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total	4162654	520285	12.4989	520285	0	100.00	100.00
Total		10203700	6561331	64.3034	6561331	0	100.00	100.00

On the basis of the above-mentioned voting results the Chairman declared that Resolution No. 5 was passed by AS AN SPECIAL RESOLUTION.

#### For, AVAILBALE FINANCE LIMITED

(PRIYANKA JHA ) CHAIRMAN- INDEPENDENT DIRECTOR DIN: 07347415

### SCRUTINIZERS' REPORT

For Consolidated Results of Remote E-voting and E-Voting at 28<sup>th</sup> Annual General Meeting

of

### Available Finance Limited.

held on Wednesday the 30<sup>th</sup> September, 2020 at 12:30 P.M. Concluded at 12:38 P.M. at the deemed venue of the Annual General Meeting at "Agarwal House", Ground Floor, 5, Yeshwant Colony, Indore (MP)-452003

### ISHAN JAIN & CO. Company Secretaries

401-402, Silver Ark Plaza, 20/1, New Palasiya, Indore (M.P.) 452001 Email: <u>ishan1619@yahoo.co.in</u>, cell 09479555060 Phone 0731 4972275

ISHAN JAIN & CO.

**Company Secretaries** 

**Ishan Jain** 30<sup>th</sup>September, **202**0

IJ/AFL/2020 To, The Chairman of the Board of Directors/AGM of **Available Finance Limited** "Agarwal House", Ground Floor, 5, Yeshwant Colony, Indore (MP)-452003

Sub: Submission of the Consolidated Scrutinizers' Report for Remote E-voting and E-voting at the Annual General Meeting (AGM) pursuant to the provisions of Section 108 and 109 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 for the 28<sup>th</sup> AGM held on Wednesday, September 30, 2020 at 12.30 P.M. through video conferencing ('VC').

Dear Sir,

We refer to our appointment as scrutinizer by the Board of directors of Available Finance Limited (The Company) vide letter dated 19<sup>th</sup> August, 2020, to Scrutinize the remote E-voting and E-voting at the 28<sup>th</sup> AGM conducted in a fair and transparent manner in respect of the below mentioned resolutions as per the provision of section 108 and 109 of the Companies Act, 2013 read with Rule 20 and 21 of the Companies (Management and Administration) Rules, 2014 (the rule), as amended, and the Circulars issued by the Ministry of Corporate Affairs on 8<sup>th</sup> April, 2020, 13<sup>th</sup> April, 2020 and 5<sup>th</sup> May, 2020 for the 28<sup>th</sup> AGM of Available Finance Limited held on Wednesday, September 30, 2020 at 12:30 P.M. through video conferencing ('VC') and for which purposes the Registered Office situated at "Agarwal House", Ground Floor, 5, Yeshwant Colony, Indore (M.P.) 452003 was deemed as the venue for the meeting and the proceedings of the 28<sup>th</sup> AGM made thereat.

We have carried out the work as Scrutinizer of the 28<sup>th</sup> AGM, commenced at 12:30 P.M. and concluded at 12:38 P.M. on Wednesday, the 30<sup>th</sup> September, 2020 and we had scrutinized and reviewed the voting through Remote-E voting and Voting by electronic mode at the 28<sup>th</sup> AGM through the platform of Zoom organized by National Security Depository Limited (NSDL) for recording of attendance and voting and other technical support at the 28<sup>th</sup> AGM.

Our responsibility as a scrutinizer for the remote e-voting and vote 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 28<sup>th</sup> AGM, dated 19<sup>th</sup> August, 2020 based on the reports as generated and provided by NSDL, the authorized agency to provide remote e-voting facility and facility at the 28<sup>th</sup> AGM and for conducting meeting through VC/OAVM.

I, CS Ishan Jain proprietor of M/s Ishan Jain & Co., Company Secretaries Indore, submit my consolidated report for remote e-voting and e-voting at the 28<sup>th</sup> AGM along with the relevant listings as under:

- 1. The Company had appointed National Security Depository Limited (NSDL) as the agency for providing the remote e-voting process and allotted EVSN 113760 for the same.
- 2. The notice of 28<sup>th</sup>AGM (held through Video Conferencing and voting through the electronic mode) dated August 19, 2020, as confirmed by the Company/RTA was sent to the shareholders whose email addresses are available with the Company/ Depositories, in compliance with the MCA Circular dated May 5, 2020, April 8, 2020 and April 13, 2020 (collectively referred to as "MCA Circulars") and SEBI Circular dated May 12, 2020 and the same was placed on the website of the Company <u>www.availablefinance.in</u> and BSE.



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- Notice of the 28<sup>th</sup> AGM through VC was also published by the Company on 5<sup>th</sup> September, 2020 in Free Press Journal (English) and in Choutha Sansar, (Hindi) as per requirement of the Rule and Circulars of the MCA.
- The voting rights were reckoned as on *Wednesday*, 23<sup>rd</sup> September, 2020 being the cut-off date for the purpose of deciding the entitlements of members at the remote e-voting and voting through electronic mode at the 28<sup>th</sup> AGM.
- 5. As on the cut-off date, there were total 783 members holding total 1,02,03,700 equity shares of Rs. 10/- each therefore there was requirement of 5 members present at the Meeting to have valid quorum. Total 13 members were present at the 28<sup>th</sup> AGM through the VC as per the Attendance Report generated by the Company from the NSDL Portal. Therefore, adequate quorum was present at the 28<sup>th</sup> AGM.
- 6. The facility was provided for Remote E-voting for the 28<sup>th</sup> AGMwhich was commenced Sunday, September 27<sup>th</sup> 2020 at 9:00 A.M. [IST] remained open for 3 days and ended on Tuesday, September 29<sup>th</sup> 2020 at 5:00 P.M. [IST]. The NSDL Remote E-voting facility was blocked thereafter. The Company has also provided e-voting facility to the shareholders present at the AGM through VC and who has not casted their vote earlier.
- 7. After the closure of e-voting at the 28<sup>th</sup> AGM, the report on voting done at the 28<sup>th</sup> AGM and the votes cast under remote e-voting facility prior to the 28<sup>th</sup> AGM were unblocked in the presence of Saloni Agrawal and Nidhi Bansal as witnesses who are not in the employment of the Company.
- 8. I have scrutinized and reviewed the e-voting prior and during the 28<sup>th</sup> AGM and votes tendered therein based on the data downloaded from the NSDL e-voting system and validated with the list of members as on cut-off date 23<sup>rd</sup> September, 2020 provided by Ankit Consultancy Pvt. Ltd. the Registrar and Share Transfer Agent.
- 9. 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 28<sup>th</sup> AGM and the same shall thereafter be handed over to the Chairman/Company Secretary for safe keeping.
- 10. I now submit the Consolidated Result of the remote e-voting and e-voting at the 28<sup>th</sup> AGM in respect of the resolutions placed before the 28<sup>th</sup> AGM as per *Annexure A* with this report.

For, ISHAN JAIN & CO. COMPANY SECRETARIES FRN: 12014MP1139600

CS ISHAN JAIN PROPRIETOR FCS: 9978, CP :13032 UDIN:F009978B000823494



Annexure A

### Consolidated Results of Remote E-Votingand E-voting at the 28th AGM: Item No.1: Ordinary Resolution:

Approval of the Standalone and Consolidated Audited Financial Statements containing the Balance Sheet as at 31st March, 2020, the Statement of Profit & Loss, Cash Flow Statement and Statement of Change in Equity for the financial year ended 31st March, 2020 and the Reports of the Board's and Auditors thereon.

Particulars	Remote e-votes		E- Voting at AGM		Т	Domocratore	
	No.	Votes	No.	Votes	No.	Votes	Percentage
Favor	7	6074792	7				
Against	0	0011172	/	486539	14	6561331	100.00%
Total	7	0	0	0	0	0	0.00%
The Chairman	/	6074792	7	486539	14	6561331	100.00%

The Chairman of the Meeting may declare the results as per the provisions of the Companies Act, 2013 and SEBI (LODR) Regulations, 2015

### Item No.2: Ordinary Resolution:

Re-Appointment M/s Mahendra Badjatya & Co. Chartered Accountants (Firm Registration No. 001457C) for Second consecutive Term of 5 (Five) Consecutive Years, as the Statutory Auditors of the Company.

Particulars	Remote e-votes		E- Voting at AGM		Т	Danaantaan	
	No.	Votes	No.	Votes	No.	Total Votes	Percentage
Favor	7	6074792	7	486539			
Against	0	0	/	400339	14	6561331	100.00%
Total		0	0	0	0	0	0.00%
The Cl.	1	6074792	7	486539	14	6561331	100.00%

The Chairman of the Meeting may declare the results as per the provisions of the Companies Act, 2013 and SEBI (LODR) Regulations, 2015

### Item No.3: Ordinary Resolution:

Approval of transactions/contracts/arrangements with Related Parties under section 188 of the Companies Act 2013 and Regulation 23 of the SEBI (LODR) Regulations, 2015.

Particulars	Remote e-votes		E- Voting at AGM		Total		Percentage
	No.	Votes	No.	Votes	No.	Votes	rercentage
Favor	5	33746	7	486539	12		
Against	0	0	0	400339	12	520285	100.00%
Total	5	22746	0	0	0	0	0.00%
Total	5	33746	7	486539	12	520285	100 000/

Note: Votes casted by 2 Members holding 6041046 has been declared as INVALID/REJECTED as 100.00% per the provisions of Regulation 23 of the SEBI (LODR) Regulations, 2015 being the votes casted by the Related Parties.

The Chairman of the Meeting may declare the results as per the provisions of the Companies Act, 2013 and SEBI (LODR) Regulations, 2015

#### Item No.4: Special Resolution:

To give loans and advances, give guarantee and Provide Securities to other companies/Body Corporate under section 185 and 186 of the Companies Act, 2013.

Particulars	Remote e-votes		E- Voting at AGM		Total		Percentage
	No.	Votes	No.	Votes	No.	Votes	rercentage
Favor	5	33746	7	486539	12	520285	100.000/
Against	0	0	0	0	12	520285	100.00%
Total	5	33746	7	49(520	0	0	0.00%
	5 55/40	/	486539	12	520285	100.00%	



Note: Votes casted by 2 Members holding 6041046 has been declared as INVALID/REJECTED as per the provisions of Regulation 23 of the SEBI (LODR) Regulations, 2015 as the votes casted by the Related Parties.

The Chairman of the Meeting may declare the results as per the provisions of the Companies Act, 2013 and SEBI (LODR) Regulations, 2015

### Item No.5: Special Resolution:

Re-Appointment of Ms. Priyanka Jha (DIN: 07347415) as an Independent Director for a Second Term of 5 (Five) Consecutive Years w.e.f. 25<sup>th</sup> Nov., 2020 as a director not liable to retire by Particular

Farticulars	Remote e-votes		E- Voting at AGM		Total		
	No.	Votes	No.	Votes	No.		Percentage
Favor	7	6074792	7			Votes	
Against	0	0	0	486539	14	6561331	100.00%
Total	7	6074792	0	0	0	0	0.00%
The Chaine	6.1.1.1	00/4/92	7	486539	14	6561331	100.000/0

The Chairman of the Meeting may declare the results as per the provisions of the Companies Act, 2013 and SEBI (LODR) Regulations, 2015

#### For, ISHAN JAIN & CO. COMPANY SECRETARIES FRN: 12014MP1139600

JAIN CS ISHAN JAIN FCS 9978 CP No.13032 PROPRIETOR 8 FCS: 9978, CP :13032 UDIN: F009978B000823494 SECRE

We the undersigned witnessed that the votes were unblocked/finalized from the e-voting website of National Security Depository Limited (NSDL) (www.evotingindia.com) and the votes were reckoned after the conclusion of the 28<sup>th</sup> Annual General Meeting of the Company in our presence on 30<sup>th</sup> September, 2020.

NIDHI BANSAL

SALONI AGRAWAL