



To
The chairman
Aravali securities & finance limited
Plot No. 136, 4th floor,
Rider House, Sector- 44,
Gurgaon- 122003, Haryana

CONSOLIDATE SCRUTINISER REPORT

Dear Sir,

Sub: Scrutinizers Report on e-voting conducted pursuant to the provisions of section 108 Of the Companies Act 2013 (the act) read with Rule 20 of the Companies (Management and Administration) Rules, 2014.

To,
The Chairperson
Aravali Securities and Finance Limited
Plot No. - 136, Fourth Floor, Rider House Sector-44,
Gurgaon, Haryana-122003

Sub: Scrutinizers Report on e-voting conducted pursuant to the provisions of section 108 Of the Companies Act 2013 (the act) read with Rule 20 of the Companies (Management and Administration) Rules, 2014.

Dear Sir,

I, Sachin Kumar Shrivastva, Practicing Company Secretary having office at 8A, UG, CS Ansal Corporates Suites, Ansal Plaza, Sector-1, Vaishali, Ghaziabad-201010, was appointed as Scrutinizer by the Board of Directors, for the purpose of scrutinizing the remote e-Voting and voting through ballot paper (Poll) process at Annual General Meeting, 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 from time to time) on the resolution(s) mentioned in Notice dated 14.08.2019 for AGM of the members of the Company held on the Monday, 30th September, 2019 at 11:00 A.M at Huda Gymkhana Club Plot No1, Sector 4, Behind HUDA Market, Gurgaon-122006 (Haryana).

I submit my report as under:-



1. The remote e-voting period commenced on 27th September, 2019 at time 09:00 A.M. and ended 29th September, 2019 at 5:00 P.M. on the designated website via NSDL Voting Platform.
2. The Shareholders of the Company as on the "cut off" date i.e. 23rd September, 2019 were entitled to avail the facility of remote e-voting as well as voting through polling papers at the Annual General Meeting on the proposed resolutions as set out in the Notice dated August 14, 2019.
3. The total paid up Equity Share Capital of the Company as on the cut of date was Rs. 1,51,538,500.00/- (Rupees Fifteen Crore Fifteen Lakhs Thirty Eight Thousand Five Hundred Only) divided into 15,153,850 (One Crore Fifty One Lakhs Fifty Three Thousand Eight Hundred Fifty Only) equity shares of Rs. 10/- (Rupees Only).
4. The Chairperson ordered for poll at AGM as per Rule 20 & 21 of Companies (Management and Administration) Rules, 2014, as amended up to date.
5. A ballot box was kept for polling and the ballot box was locked in my presence.
6. After completion of Poll at the AGM at 12:30 A.M., the Ballot box was opened in my presence and ballots were diligently scrutinized. Thereafter, ballots were reconciled with the records maintained by the Registrar and Transfer Agents of the Company and the Authorizations/Proxies lodged with the Company. A detailed register was maintained containing the particulars of the shareholders who participated in poll at AGM.
7. Thereafter, the votes cast through remote e-voting were unblocked after completion of poll at the AGM in the presence of two witnesses, Mr. Mohan Yadav, and Mr. Nitesh Kumar Sinha who were not in the employment of the company. They have signed below in confirmation of the votes being unblocked in their presence.

<p>Mohan Yadav Atal 8A, DG-ES, Ansal Plaza, Vaishali - Sahibabad.</p> <p style="text-align: center;">Witness 1</p>	<p>Nitesh Kumar (Nitesh Kumar Sinha) FF 30, Siddhi Vinayak Apt., Anand Khad 3, Indirapuram Ghaziabad - 20140</p> <p style="text-align: center;">Witness 2</p>
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8. The consolidated summary of results of remote e-voting and poll at AGM are as under:



1. RESOLUTION NO. 1

TO RECEIVE, CONSIDER AND ADOPT THE AUDITED FINANCIAL STATEMENTS OF THE COMPANY FOR THE FINANCIAL YEAR ENDED 31ST MARCH, 2019 INCLUDING BALANCE SHEET & STATEMENT OF PROFIT & LOSS ACCOUNT FOR THE YEAR ENDED ON THAT DATE AND THE REPORTS OF THE BOARD OF DIRECTORS AND AUDITORS THEREON.

(i) Voted in favor of the resolution

	Number of members voted through electronic voting system and physical mode	Number of Votes cast (Shares)	% of total number of valid votes cast
E- Voting	33	7383992	99.87
Physical	32	9627	0.13
Total	65	7393619	100

(ii) Voted against the resolution:

	Number of members voted through electronic voting system and physical mode	Number of Votes cast (Shares)	% of total number of valid votes cast
E- Voting	1	5	Insignificant
Physical	NIL	NIL	NIL
Total	1	5	Insignificant

(iii) Invalid Votes

	Total number of members whose votes were declared invalid	Total number of votes cast (shares)
E- Voting	NIL	NIL
Physical	3	3600
Total	3	3600

2. RESOLUTION NO. 2

TO CONSIDER AND APPOINT A DIRECTOR IN PLACE OF MR. DEVASHISH PODDAR (DIN00457349), WHO RETIRES BY ROTATION AND BEING ELIGIBLE, OFFERS HIMSELF FOR RE-APPOINTMENT.

(i) Voted in favour of the resolution

	Number of members voted through electronic voting system and physical mode	Number of Votes cast (Shares)	% of total number of valid votes cast
E- Voting	33	7383992	99.87
Physical	32	9627	0.13
Total	65	7393619	100



(ii) Voted against the resolution:

	Number of members voted through electronic voting system and physical mode	Number of Votes cast (Shares)	% of total number of valid votes cast
E- Voting	1	5	Insignificant
Physical	NIL	NIL	NIL
Total	1	5	Insignificant

(iii) Invalid Votes

	Total number of members whose votes were declared invalid	Total number of votes cast (shares)
E- Voting	NIL	NIL
Physical	3	3600
Total	3	3600

3. RESOLUTION NO. 3

TO RE-APPOINT M/S. RAJAN GOEL & ASSOCIATES, CHARTERED ACCOUNTANTS (ICAI FIRM REGISTRATION NO. 004624N) THE RETIRING AUDITORS, AS STATUTORY AUDITORS OF THE COMPANY TO HOLD OFFICE FROM THE CONCLUSION OF THIS ANNUAL GENERAL MEETING UNTIL THE CONCLUSION OF 44TH AGM OF THE COMPANY AND TO APPROVE THEIR REMUNERATION.

(i) Voted in favour of the resolution

	Number of members voted through electronic voting system and physical mode	Number of Votes cast (Shares)	% of total number of valid votes cast
E- Voting	33	7383992	99.87
Physical	33	9727	0.13
Total	66	7393719	100

(ii) Voted against the resolution:

	Number of members voted through electronic voting system and physical mode	Number of Votes cast (Shares)	% of total number of valid votes cast
E- Voting	1	5	Insignificant
Physical	NIL	NIL	NIL
Total	1	5	Insignificant



(iii) Invalid Votes

	Total number of members whose votes were declared invalid	Total number of votes cast (shares)
E- Voting	NIL	NIL
Physical	2	3500
Total	2	3500

4. **RESOLUTION NO. 4**

TO RE-APPOINT MR. NARESH BIRLA (DIN 02902650) AS AN INDEPENDENT DIRECTOR.

(i) Voted in favour of the resolution

	Number of members voted through electronic voting system and physical mode	Number of Votes cast (Shares)	% of total number of valid votes cast
E- Voting	33	7383992	99.82
Physical	35	13227	0.18
Total	68	7397219	100

(ii) Voted against the resolution:

	Number of members voted through electronic voting system and physical mode	Number of Votes cast (Shares)	% of total number of valid votes cast
E- Voting	1	5	Insignificant
Physical	NIL	NIL	NIL
Total	1	5	Insignificant

(iii) Invalid Votes

	Total number of members whose votes were declared invalid	Total number of votes cast (shares)
E- Voting	NIL	NIL
Physical	NIL	NIL
Total	NIL	NIL

5. **RESOLUTION NO. 5**

TO APPOINT MR. RAKESH BHARTIA (DIN 00877865) AS AN INDEPENDENT DIRECTOR.

(i) Voted in favour of the resolution



	Number of members voted through electronic voting system and physical mode	Number of Votes cast (Shares)	% of total number of valid votes cast
E- Voting	33	7383992	99.82
Physical	35	13227	0.18
Total	68	7397219	100

(ii) Voted against the resolution:

	Number of members voted through electronic voting system and physical mode	Number of *Votes cast (Shares)	% of total number of valid votes cast
E- Voting	1	5	Insignificant
Physical	NIL	NIL	NIL
Total	1	5	Insignificant

(iii) Invalid Votes

	Total number of members whose votes were declared invalid	Total number of votes cast (shares)
E- Voting	NIL	NIL
Physical	NIL	NIL
Total	NIL	NIL

The Registers all other papers and relevant records relating to electronic voting and physical mode shall remain in our safe custody until the chairman considers, approves and signs the Minutes of the aforesaid General Meeting and the same are handed over to the Company Secretary for safe keeping.



Thanking You
Yours Faithfully

Sachin

(Sachin Kumar Shrivastva)
Practicing Company Secretary

COP: - 21674

Place: - Vaishali
Dated: - 30/09/2019

CONSOLIDATED REPORT

Based on Results of e-voting & Poll whereby 35 members present at the Annual General Meeting held on September 30, 2019, consolidated Results of each items on the Agenda as set out in the Notice dated September 14th, 2019 is Annexed herewith,

Consolidated Results of Items No.-1-Ordinary Resolution

To receive, consider and adopt the audited financial statements of the company for the financial year ended 31st march, 2019 including balance sheet & statement of profit & loss account for the year ended on that date and the reports of the board of directors and auditors thereon.

Accordingly, out of a total of **7393624** valid votes casted via e-voting and Poll, **7393619** votes were casted **ASSENTING** to the ordinary Resolution constituting 100% (approx) of the votes polled; and **5** were casted **DISSENTING** to the ordinary Resolution constituting an insignificant percentage of the votes polled.

Thus, the ordinary Resolution as contained in Item No.-1 of the Notice dated August 14th, 2019 is passed with requisite majority.

Consolidated Results of Items No.-2-Ordinary Resolution

To consider and appoint a director in place of Mr. Devashish Poddar (DIN 00457349), who retires by rotation and being eligible, offers himself for re-appointment.

Accordingly, out of a total of **7393624** valid votes casted via e-voting and Poll, **7393619** votes were casted **ASSENTING** to the ordinary Resolution constituting 100%(approx) of the votes polled; and **5** were casted **DISSENTING** to the ordinary Resolution constituting an insignificant percentage of the votes polled.



Thus, the ordinary Resolution as contained in Item No.-2 of the Notice dated August 14th, 2019 is passed with requisite majority.

Consolidated Results of Items No.-3-Ordinary Resolution

To re-appoint M/s. Rajan Goel & associates, chartered accountants (ICAI firm registration No. 004624N) the retiring auditors, as statutory auditors of the company to hold office from the conclusion of this annual general meeting until the conclusion of 44th AGM of the company and to approve their remuneration.

Accordingly, out of a total of 7393724 valid votes casted via e-voting and Poll, 7393719 votes were casted **ASSENTING** to the ordinary Resolution constituting 100%(approx) of the votes polled; and 5 were casted **DISSENTING** to the ordinary Resolution constituting an insignificant percentage of the votes polled.

Thus, the ordinary Resolution as contained in Item No.-3 of the Notice dated August 14th, 2019 is passed with requisite majority.

Consolidated Results of Items No.-4-Special Resolution

To e-appoint Mr. Naresh Birla (DIN 02902650) as an Independent Director

Accordingly, out of a total of 7397224 valid votes casted via e-voting and Poll, 7397219 votes were casted **ASSENTING** to the ordinary Resolution constituting 100%(approx) of the votes polled; and 5 were casted **DISSENTING** to the ordinary Resolution constituting an insignificant percentage of the votes polled.

Thus, the Special Resolution as contained in Item No.-4 of the Notice dated August 14th, 2019 is passed with requisite majority.

Consolidated Results of Items No.-5-Special Resolution

To appoint Mr. Rakesh Bhartia (DIN 00877865) as an Independent Director

Accordingly, out of a total of 7397224 valid votes casted via e-voting and Poll, 7397219 votes were casted **ASSENTING** to the ordinary Resolution constituting 100%(approx) of the votes polled; and 5 were casted **DISSENTING** to the ordinary Resolution constituting an insignificant percentage of the votes polled.



Thus, the Special Resolution as contained in Item No.-5 of the Notice dated August 14th, 2019 is passed with requisite majority.

Place: - Vaishali
Dated: - 30/09/2019



Thanking You
Yours Faithfully

A handwritten signature in blue ink, appearing to read "Sachin".

(Sachin Kumar Shrivastva)
Practicing Company Secretary
COP: - 21674

