



Scrutinizer's Report
(Based on Remote e-voting and e-voting at the AGM)
[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies
(Management and Administration) Rules, 2014]

To,
The Chairman of 28th Annual General Meeting of the Equity Shareholders of
CSL FINANCE LIMITED held through video conferencing ("VC")/Other Audio Visual Means
("OAVM")

Dear Sir,

I, **Naveen Kumar**, Company Secretary having its office at H. No. 98, Ram Nagar, Tilak Nagar, New Delhi-110018 appointed as Scrutinizer by the Board of Directors of **CSL Finance Limited**, the Company (CIN: L74899DL1992PLC051462) pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 to scrutinize the electronic voting (e-voting) and e-voting at AGM on the resolutions contained in the Notice of the 28th Annual General Meeting of the Equity Shareholders of CSL Finance Limited held on 28th September, 2020, at 02:00P.M. IST through video conferencing ("VC")/Other Audio Visual Means ("OAVM"), submit my report as under:

1. The management of the company is responsible for the compliance of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and my responsibility is only to the extent of making a scrutinizer's report for ascertaining the votes casted in favour or against for respective Resolutions.
2. The e-voting period commenced on 25th September, 2020 (09:00 A.M. IST) and ended on 27th September, 2020 (05:00 P.M. IST).
3. The members of the company holding shares as on 21st September, 2020 were entitled to e-vote on the resolutions (Item no. 1 to 4) as set out in the notice convening 28th Annual General Meeting of the Company.
4. The votes cast were unblocked and finalized at 3:00 P.M. on 28th September, 2020 in the presence of two witnesses who were not in the employment of the Company.
5. The e-voting results with details of equity shareholders who have voted in favour of the resolutions or against the resolutions and those who have abstained from voting were downloaded from the website of Central Depository Services (India) Limited (CDSL) i.e. <https://www.evotingindia.com>.
6. At the Meeting, the Chairman ordered e-voting at AGM to facilitate the members present in the Annual General meeting and who did not vote in the remote e-voting process.
7. I have issued Consolidated Scrutinizer's report on the remote e-voting and e-voting at AGM both dated 30.09.2020 on the resolutions contained in the notice to the AGM. As requested by the management, now I submit herewith my Consolidated report on the results of e-voting together with that of e-voting at AGM as under:

a) Item No.1 as an Ordinary Resolution

Adoption of Annual financial statement for the Financial Year 2019-20 together with report of Board of Directors and Auditors thereon



(i) Voted in **favour** of resolution:

	Number of members voted	Number of votes cast	% of the total number of valid votes cast
Remote E-voting	58	4170688	100
E-voting at AGM	1	400	0.00
Total	59	4171088	100

(ii) Voted **against** the resolution:

	Number of members voted	Number of votes cast	% of the total number of valid votes cast
Remote E-voting	8	9	0
E-voting at AGM	0	0	0
Total	8	9	0

(iii) **Invalid votes:**

	Total Number of members whose votes were declared invalid	Total number of votes cast by them
Remote E-voting	0	0
E-voting at AGM	0	0
Total	0	0

b) Item No.2 as an Ordinary Resolution

Declaration of Dividend

(i) Voted in **favour** of resolution:

	Number of members voted	Number of votes cast	% of the total number of valid votes cast
Remote E-voting	58	4170688	100
E-voting at AGM	1	400	0.00
Total	59	4171088	100

(ii) Voted **against** the resolution:

	Number of members voted	Number of votes cast	% of the total number of valid votes cast
Remote E-voting	8	9	0
E-voting at AGM	0	0	0
Total	8	9	0

(iii) **Invalid votes:**

	Total Number of members whose votes were declared invalid	Total number of votes cast by them
Remote E-voting	0	0
E-voting at AGM	0	0



AGM		
Total	0	0

c) Item No.3 as an Ordinary Resolution

To appoint a director in place of Mr. Ashok Kumar Kathuria (DIN: 01010305), who retires by rotation and being eligible, offers himself for reappointment

(i) Voted in favour of resolution:

	Number of members voted	Number of votes cast	% of the total number of valid votes cast
Remote E-voting	58	4170688	100
E-voting at AGM	1	400	0.00
Total	59	4171088	100

(ii) Voted against the resolution:

	Number of members voted	Number of votes cast	% of the total number of valid votes cast
Remote E-voting	8	9	0
E-voting at AGM	0	0	0
Total	8	9	0

(iii) Invalid votes:

	Total Number of members whose votes were declared invalid	Total number of votes cast by them
Remote E-voting	0	0
E-voting at AGM	0	0
Total	0	0

d) Item No.4 as a Special Resolution

To Re-appoint Ms. Anjna Mittal (DIN: 07143461) as an Independent Director

(i) Voted in favour of resolution:

	Number of members voted	Number of votes cast	% of the total number of valid votes cast
Remote E-voting	58	4170688	100
E-voting at AGM	1	400	0.00
Total	59	4171088	100

(ii) Voted against the resolution:

	Number of members voted	Number of votes cast	% of the total number of valid votes cast
Remote E-voting	8	9	0
E-voting at AGM	0	0	0




Total	8	9	0
-------	---	---	---

(iii) Invalid votes:

	Total Number of members whose votes were declared invalid	Total number of votes cast by them
Remote E-voting	0	0
E-voting at AGM	0	0
Total	0	0

Thanking you,

Yours faithfully,
For N. Kumar & Associates


CS Naveen Kumar
Scrutinizer
Membership No: 58452
COP No.: 22084



Place: New Delhi
Dated: 30.09.2020
UDIN: A058452B000818332

General information about company	
Scrip code	530067
NSE Symbol	
MSEI Symbol	
ISIN	INE718F01018
Name of the company	CSL FINANCE LIMITED
Type of meeting	AGM
Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot)	28-09-2020
Start time of the meeting	02:00 PM
End time of the meeting	02:35 PM

Scrutinizer Details	
Name of the Scrutinizer	NAVEEN KUMAR
Firms Name	N. KUMAR & ASSOCIATES, COMPANY SECRETARIES
Qualification	CS
Membership Number	A58452
Date of Board Meeting in which appointed	01-09-2020
Date of Issuance of Report to the company	30-09-2020

Voting results	
Record date	21-09-2020
Total number of shareholders on record date	2380
No. of shareholders present in the meeting either in person or through proxy	
a) Promoters and Promoter group	0
b) Public	0
No. of shareholders attended the meeting through video conferencing	
a) Promoters and Promoter group	3
b) Public	29
No. of resolution passed in the meeting	4
Disclosure of notes on voting results	

Resolution(1)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Adoption of Annual financial statement for the Financial Year 2019-20 together with report of Board of Directors and Auditors thereon				
Category	Mode of voting	No. of shares held	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
Promoter and Promoter Group	E-Voting	3499915	3499915	100	3499915	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total	3499915	3499915	100	3499915	0	100	0
Public- Institutions	E-Voting	570065	570065	100	570065	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total	570065	570065	100	570065	0	100	0
Public- Non Institutions	E-Voting	101117	101117	100	101108	9	99.9911	0.0089
	Poll							
	Postal Ballot (if applicable)							
	Total	101117	101117	100	101108	9	99.9911	0.0089
Total		4171097	4171097	100	4171088	9	99.9998	0.0002
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

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

Resolution(2)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Declaration of Dividend				
Category	Mode of voting	No. of shares held	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
Promoter and Promoter Group	E-Voting	3499915	3499915	100	3499915	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total	3499915	3499915	100	3499915	0	100	0
Public- Institutions	E-Voting	570065	570065	100	570065	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total	570065	570065	100	570065	0	100	0
Public- Non Institutions	E-Voting	101117	101117	100	101108	9	99.9911	0.0089
	Poll							
	Postal Ballot (if applicable)							
	Total	101117	101117	100	101108	9	99.9911	0.0089
Total		4171097	4171097	100	4171088	9	99.9998	0.0002
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

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

Resolution(3)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To appoint a director in place of Mr. Ashok Kumar Kathuria (DIN: 01010305), who retires by rotation and being eligible, offers himself for reappointment				
Category	Mode of voting	No. of shares held	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
Promoter and Promoter Group	E-Voting	3499915	3499915	100	3499915	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total	3499915	3499915	100	3499915	0	100	0
Public- Institutions	E-Voting	570065	570065	100	570065	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total	570065	570065	100	570065	0	100	0
Public- Non Institutions	E-Voting	101117	101117	100	101108	9	99.9911	0.0089
	Poll							
	Postal Ballot (if applicable)							
	Total	101117	101117	100	101108	9	99.9911	0.0089
Total		4171097	4171097	100	4171088	9	99.9998	0.0002
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

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

Resolution(4)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To Re-appoint Ms. Anjna Mittal (DIN: 07143461) as an Independent Director				
Category	Mode of voting	No. of shares held	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
Promoter and Promoter Group	E-Voting	3499915	3499915	100	3499915	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total	3499915	3499915	100	3499915	0	100	0
Public- Institutions	E-Voting	570065	570065	100	570065	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total	570065	570065	100	570065	0	100	0
Public- Non Institutions	E-Voting	101117	101117	100	101108	9	99.9911	0.0089
	Poll							
	Postal Ballot (if applicable)							
	Total	101117	101117	100	101108	9	99.9911	0.0089
Total		4171097	4171097	100	4171088	9	99.9998	0.0002
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

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