



**CSL Finance
Limited**

CIN: L74899DL1992PLC051462

February 08, 2022

To,
The Manager
Department of Corporate Services
Bombay Stock Exchange Limited
Phiroze, Jeejeebhoy Towers
Dalal Street, Mumbai-400001

Scrip code: 530067

Sub: Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements)
Regulation, 2015 – Voting Results of the Extra-Ordinary General Meeting

Pursuant to Regulation 44(3) of Listing Regulations and our letter dated February 05, 2022, please find enclosed herewith:

1. Voting results of the Extra-Ordinary General Meeting held on Saturday, February 05, 2022 through Video Conferencing/Other Audio Visual Means ('VC/OAVM') (**Annexure -1**)
2. Report of the scrutinizer dated February 07, 2022, pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration), Rules, 2014 (**Annexure - 2**)

The Copy of Voting Results & Scrutinizer's Report are also being disseminated on Company's website at www.csfinance.in and on the website of National Securities Depository Limited viz. www.evoting.nsdl.com.

This is for your kind information & records.

Thanking you,

For CSL Finance Limited


Preeti Gupta

Company Secretary & Compliance Officer

Encl: A/a



Annexure-1

Name of the Company	CSL Finance Limited
Date of EGM	Saturday, February 05, 2022
Total number of shareholders as on record date (i.e. January 29, 2022 - Cut-off date for Voting purpose)	4271
No. of Shareholders attended the meeting through Video Conferencing/Other Audio Visual Means ('VC/OAVM')	
Promoters and Promoter Group	4
Public	24
No. of Shareholders present in the meeting either in person or through proxy	
Promoter & Promoter Group	Not Applicable
Public	



1	Details of Agenda	Increase in the Authorized Share Capital of the Company and consequential alteration to Clause 5 of the Memo			
Resolution Required : (Ordinary / Special)			Ordinary Business - Ordinary Resolution		
Whether promoter/promoter group are interested in the agenda / resolution			No		
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes - in favour
		1	2	(3)=[(2)/(1)]*100	4
Promoter and Promoter Group	Remote E-voting	1,06,42,429	1,05,06,793	98.72551652	1,05,06,793
	E-voting at the AGM				
	Total	1,06,42,429	1,05,06,793	98.72551652	1,05,06,793
Public - Institutions	Remote E-voting			-	-
	E-voting at the AGM				
	Total			-	-
Public - Non Institutions	Remote E-voting	82,65,192	29,68,796	35.91926237	29,68,793
	E-voting at the AGM				
	Total	82,65,192	29,68,796	35.91926237	29,68,793
TOTAL		1,89,07,621	1,34,75,589	71.2706744	1,34,75,586

The resolution has been passed with requisite majority.



2	Details of Agenda	To approve the issuance of equity shares on preferential basis to Non-Promoter Group				
	Resolution Required : (Ordinary / Special)			Ordinary Business - Special Resolution		
	Whether promoter/promoter group are interested in the agenda / resolution			No		
	Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes - in favour
			1	2	(3)=[(2)/(1)]*100	4
	Promoter and Promoter Group	Remote E-voting	1,06,42,429	1,05,06,793	98.72551652	1,05,06,793
		E-voting at the AGM		NA		
		Total	1,06,42,429	1,05,06,793	98.72551652	1,05,06,793
	Public - Institutions	Remote E-voting			-	-
		E-voting at the AGM		NA		
		Total			-	-
	Public - Non Institutions	Remote E-voting	82,65,192	29,68,796	35.91926237	29,68,748
		E-voting at the AGM		NA		
		Total	82,65,192	29,68,796	35.91926237	29,68,748
	TOTAL		1,89,07,621	1,34,75,589	71.2706744	1,34,75,541
	The resolution has been passed with requisite majority.					



3	Details of Agenda	Issuance of warrants convertible into equity shares to promoters of the company /specified persons (non- prom				
	Resolution Required : (Ordinary / Special)			Ordinary Business - Special Resolution		
	Whether promoter/promoter group are interested in the agenda / resolution			Yes		
	Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes - in favour
			1	2	$(3)=[(2)/(1)]*100$	4
	Promoter and Promoter Group	Remote E-voting	1,06,42,429	66,37,490	62.36818681	66,37,490
		E-voting at the AGM				
		Total	1,06,42,429	66,37,490	62.36818681	66,37,490
	Public - Institutions	Remote E-voting			-	-
		E-voting at the AGM				
		Total			-	-
	Public - Non Institutions	Remote E-voting	82,65,192	29,68,646	35.91744753	29,68,598
		E-voting at the AGM				
		Total	82,65,192	29,68,646	35.91744753	29,68,598
	TOTAL		1,89,07,621	96,06,136	50.80563017	96,06,088
	The resolution has been passed with requisite majority.					
	Invalid Votes in Resolution No. 3 is 36342					





N PANCHAL & ASSOCIATES

Company Secretaries

Annexure - II

Scrutinizer's Report

(Consolidated Scrutinizer's Report on remote e-voting and voting through electronic means)

[Pursuant to section 108 of the Companies Act, 2013 and Companies (Management and Administration) Rules, 2014, as amended and voting through electronic system provided in terms of circular issued by the Ministry of Corporate Affairs]

The Managing Director,
CSL Finance Limited
CIN: L74899DL1992PLC051462
716-717, 7th Floor, Tower B,
World Trade Tower, Sector 16,
Noida, U.P. - 201301

Sub.: Consolidated Scrutinizer's Report on passing of resolutions through remote e-voting and voting through electronic system during the Extra-Ordinary General Meeting ('EGM') of the members of M/s. CSL Finance Limited ('The Company') held on Saturday, 05th day of February, 2022.

Dear Sir,

I, Nitin Panchal, sole proprietor of N. Panchal & Associates, Practicing Company Secretary had been appointed as the Scrutinizer by the Board of Directors of **CSL Finance Limited** for scrutinizing the e-voting process in fair and transparent manner pursuant to Section 108 of the Companies Act, 2013, ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended and as per Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, and also scrutinizing voting through electronic system during the Extra-Ordinary General Meeting of the Company held on Saturday, 05th day of February, 2022 at 11:00 A.M. (IST) through Video Conferencing ('VC') or Other Audio Visual Means ('OAVM').

The notice dated 12/01/2022 along with statement setting out material facts under section 102 of the Companies Act, 2013, were sent to those members who's email address are registered with the Company/ depository participant, in compliance with the Circulars issued by the Ministry of Corporate Affairs (MCA) (hereinafter referred to as "MCA Circulars"), Government of India No. 14/2020, 17/2020 and 20/2020 dated 8 April, 2020, 13 April, 2020 and 5 May, 2020 read with SEBI circular dated 12 May, 2020 and 15 January, 2021 respectively.



The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and rules relating to voting through remote e-voting and voting through electronic system at the EGM for the resolutions proposed in the notice of the EGM of the members of the Company. My responsibility as Scrutinizer to scrutinize the remote e-voting process and voting through electronic system at this EGM in a fair and transparent manner and also responsible to make a consolidated Scrutinizer's Report of the total votes cast "in favour" or "in against" on the resolutions stated below.

The Company has availed the e-voting facility offered by National Securities Depository Limited (hereinafter referred to as "NSDL") for providing remote e-voting and e-voting during the EGM to the members.

The members who were on record of the Company as on the "Cut-off" date i.e.; Saturday, 29th day of January, 2022 were entitled to vote on the resolutions as set out in the notice of the EGM of the Company.

At the EGM, the facility for voting through e-voting system is available for all those members, who attended the meeting and did not cast their votes by remote e-voting and otherwise not barred from doing so.

At the end of the EGM the voting portal of the National Securities Depository Limited (NSDL) was blocked forthwith.

Based on the data downloaded from the official website of the National Securities Depository Limited (NSDL), the agency authorized and engaged by the Company to provide remote e-voting and voting through electronic system at the Extra-Ordinary General Meeting, the Consolidated Report on the results of voting on each resolution are given hereunder:

The brief analysis of the results of remote e-voting and voting through electronic system are as under:

Resolution No. 1: Ordinary Resolution:

Increase in Authorised Share Capital of the Company & consequential alteration to the clause 5 of the Memorandum of Association of the Company.

(i) Voted in favor of the resolution:

Type of Voting	No. of Members Voted	No. of Votes Cast by them	% of total no. of valid vote cast
E-voting	53	13475586	99.99
Physical Ballots		NA	
Total	53	13475586	99.99



(ii) Voted against the resolution:

Type of Voting	No. of Members Voted	No. of Votes Cast by them	% of total no. of valid vote cast
E-voting	01	03	-
Physical Ballots		NA	
Total	01	03	-

(iii) Invalid votes: Nil

Based on the aforesaid results, I report that the Ordinary Resolution as contained in Item No. 1 of the Notice dated 12th January, 2022 has been passed with requisite majority.

Resolution No. 2: Special Resolution:

To approve the issue of equity shares on preferential basis to Non-Promoter Group.

(i) Voted in favor of the resolution:

Type of Voting	No. of Members Voted	No. of Votes Cast by them	% of total no. of valid vote cast
E-voting	52	13475541	99.99
Physical Ballots		NA	
Total	52	13475541	99.99

(ii) Voted against the resolution:

Type of Voting	No. of Members Voted	No. of Votes Cast by them	% of total no. of valid vote cast
E-voting	02	48	-
Physical Ballots		NA	
Total	02	48	-

(iii) Invalid votes: Nil

Based on the aforesaid results, I report that the Special Resolution as contained in Item No. 2 of the Notice dated 12th January, 2022 has been passed with requisite majority.



Resolution No. 3: Special Resolution:

Issue of warrants convertible into equity shares to Promoters of the Company/Specified Persons (non-promoters) on preferential basis.

(i) Voted in favor of the resolution:

Type of Voting	No. of Members Voted	No. of Votes Cast by them	% of total no. of valid vote cast
E-voting	47	9606088	99.62
Physical Ballots		NA	
Total	47	9606088	99.62

(ii) Voted against the resolution:

Type of Voting	No. of Members Voted	No. of Votes Cast by them	% of total no. of valid vote cast
Remote E-voting	02	48	-
Physical Ballots		NA	
Total	02	48	-

(iii) Invalid votes: 36342

Based on the aforesaid results, I report that the Special Resolution as contained in Item No. 3 of the Notice dated 12th January, 2022 has been passed with requisite majority.

I have e-mailed all the e-registers and records relating to e-voting for safe custody to the Company Secretary of the Company.

Thanking You,

Yours faithfully,

For N. Panchal & Associates
(Company Secretaries)

CS Nitin Panchal
(Sole Proprietor)
Mem No. 47431
CP No. 19534
UDIN:

The Managing Director/Company Secretary

Place: Delhi

Date: Feb 07, 2021

UDIN - A047431C002447611

