



**CONSOLIDATED SCRUTINISER REPORT**

**[Pursuant to Section 108 of the Companies Act, 2013, and  
Rule 20 of the Companies (Management and Administration) Rules, 2014]**

To,  
The Chairman of the 36<sup>th</sup> Annual General Meeting of the Shareholders of **M/s. UPASANA FINANCE LIMITED** (hereinafter referred as "The Company"), held on September 30, 2021 at 03.30 P.M IST through Video Conferencing ("VC")/ Other Audio Visual Means ("OAVM")

Dear Sir,

**Sub: Consolidated Scrutinizer's Report on remote e-Voting and e-Voting at the AGM conducted pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by Companies (Management and Administration) Amendment Rules, 2015 for the 36<sup>th</sup> Annual General Meeting of UPASANA FINANCE LIMITED held at 03.30 P.M (IST), on Thursday, the 30<sup>th</sup> September, 2021 through Video Conferencing ('VC') / Other Audio Visual Means ('OAVM')**

I, Pankaj Mehta, Partner of M/s. A K JAIN & ASSOCIATES, Practicing Company Secretaries, had been appointed as the Scrutinizer by the Board of Directors of the Company 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, to scrutinize the remote e-Voting process in respect of the below mentioned resolutions proposed at the 36<sup>th</sup> Annual General Meeting ("AGM") of UPASANA FINANCE LIMITED held at 03.30 P.M. (IST), on Thursday, the 30<sup>th</sup> September, 2021 through VC / OAVM.

We were also appointed as the Scrutinizer to scrutinize the e-Voting process conducted at the AGM.

The notice dated September 02, 2021, as confirmed by the Company was sent to the shareholders in respect of the below mentioned resolutions passed at the AGM of the Company through electronic mode to those Members whose e-mail addresses are registered with the Company/ Depositories, in compliance with MCA Circular dated January 13, 2021 (read with previous Circulars) and Securities and Exchange Board of India ("SEBI") vide circular dated January 15, 2021 (read with previous circulars)("collectively referred to as Applicable Circulars").

The Company had availed the e-Voting facility offered by Central Depository Services (India) Limited (CDSL) for conducting remote e-Voting and e-Voting during the AGM by the Shareholders of the Company.

The period for remote e-Voting remained open from Saturday, 26<sup>th</sup> September, 2021 (09.00 A.M. (IST)) to Wednesday, 29<sup>th</sup> September, 2021 (05.00 P.M. (IST)) as mentioned in the Notice convening AGM.



*P. W. S.*

The Company had provided e-Voting facility to the shareholders who attended the AGM through VC / OAVM and who had not cast their vote through remote e-Voting.

The shareholders of the Company holding shares as on the "cut-off" date (i.e.) 23<sup>rd</sup> September, 2021 were entitled to vote on the resolutions as contained in the Notice of the AGM.

As prescribed in Clause IV of the Circular dated May 05, 2020 issued by MCA, which is forming part of the applicable Circulars, and in Clause (v) of Sub-rule 4 of the Rule 20 of the Companies (Management and Administration) Rules, 2014, the Company published an advertisement, 21 days before the date of the AGM in English in "Trinity Mirror" newspaper and in Tamil in "Makkal Kural" newspaper both dated 6<sup>th</sup> September, 2021. The notice published in the newspapers carried the required information as specified in Sub-rule 4 of the said Rule 20.

In addition to sending Notice of the AGM to the shareholders through electronic mode, the Company has also made available the full Annual report on the website of the Stock Exchange viz., BSE (bseindia.com) besides Notice of the AGM made available in the website of CDSL.

After the closure of e-Voting during the AGM, the report on e-Voting done at the AGM and the votes cast under remote e-Voting facility prior to AGM were unblocked by us at 07.36 P.M. on 30<sup>th</sup> September, 2021 in the presence of Mr. Rathish and Mr. Ravindra who are not in the employment of Company.

Based on the data downloaded from the website of CDSL, we submit the Consolidated Report as under on the result of the remote e-Voting prior to AGM and e-Voting at the AGM in respect of said resolutions:

Item No	Type of Resolution	Subject Matter
1	Ordinary	To receive, consider and adopt the Audited Financial Statements for the year ended 31 <sup>st</sup> March, 2021 together with the Reports of Directors and Auditors thereon.
2	Ordinary	To appoint a Director in the place of Ms. Bhavika M Jain (DIN: 07704015) who retires by rotation and being eligible, offers herself for reappointment.
3	Ordinary	To appoint a Director in the place of Rekha M Jain (DIN: 07704034) who retires by rotation and being eligible, offers herself for reappointment.
4	Ordinary	Confirmation of the Appointment of M/s. Venkat & Rangaa LLP, as statutory auditors in place of, M/s. S Jawahar & Associates Chartered Accountants of the company for the financial year 2021-2022
5	Ordinary	Appointment of Vankat & Rangaa LLP, Chartered Accountants, as statutory auditors until the conclusion of 41 <sup>st</sup> Annual General Meeting of the company to be held in the year 2026



*P. M. S.*

Item No.	Total valid Votes received through			Votes in favour of the resolution		Votes against the resolution	
	Remote e-Voting prior to AGM	e-Voting during the AGM	Total	Nos.	% of votes	Nos.	% of votes
1	20,65,063	4	20,65,067	20,19,667	97.80	45400	2.20
2	20,65,063	4	20,65,067	20,19,667	97.80	45400	2.20
3	20,65,063	4	20,65,067	20,19,667	97.80	45400	2.20
4	20,65,063	4	20,65,067	20,19,667	97.80	45400	2.20
5	20,65,063	4	20,65,067	20,19,667	97.80	45400	2.20

We did not find any invalid votes.



All relevant records of e-Voting will remain in my safe custody until the Chairman considers, approves and signs the minutes of the Annual General Meeting and the same shall be handed over thereafter to the Company Secretary of the Company.

Place: Chennai  
Date: 01.10.2021

For A.K.JAIN & ASSOCIATES  
Company Secretaries



*P. Mehta*  
PANKAJ MEHTA  
Partner  
M.No.A29407  
C.P.No.10598  
UDIN: A029407C001063473

Witness 1	Witness 2
 Name: Mr. RATHISH Add: No.2, Raja Annamalai Road, Purasawalkam, Chennai – 600 084 Occ: Service	 Name: Mr. RAVINDRA Add: No.2, Raja Annamalai Road, Purasawalkam, Chennai – 600 084 Occ: Service