



B S S & ASSOCIATES
COMPANY SECRETARIES

Flat No. 5A, Parameswara Apartments, Beside SBI, Anandnagar, Khairatabad, Hyderabad -500 004
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To
The Chairman,
IKF FINANCE LIMITED
40-1-144, 3rd Floor, Corporate Centre,
M G Road, Vijayawada- 520 010
Andhra Pradesh.

Dear Sir,

Sub: Consolidated Report of Scrutinizer on e-voting system and remote e-voting pursuant to provisions of section 108 of the Companies Act, 2013 and rule 20 of the Companies (Management and Administration) Amendment Rules, 2015 and any other applicable rules and regulations for the Extra Ordinary General Meeting of IKF FINANCE LIMITED [CIN: U65992AP1991PLC012736] held on Monday, the 31st day of October, 2022 at 4:00 p.m. through Video Conferencing (VC) / Other Audio Visual Means (OAVM).

1. We, **B S S & Associates**, Company Secretaries, Hyderabad, were appointed by the Board of Directors of "**IKF FINANCE LIMITED**" ("**the Company**") for the purpose of scrutinizing the remote e-voting process and e-voting system at an Extra Ordinary General Meeting conducted on 31st October, 2022 at 4.00 p.m. through Video Conferencing (VC) /Other Audio Visual Means (OAVM) in a fair and transparent manner and ascertaining the requisite majority on voting through e-voting system and remote e-voting carried out, as per the provisions of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 [Amendment Rules 2015], on the resolution contained in item number 1 as set out in the Notice dated 30th September, 2022 of the said EGM.
2. In compliance with the MCA Circulars dated May 5, 2022 read with the Circulars dated April 8, 2020 and April 13, 2020, May 2, 2020 and January 13, 2021 (Collectively referred to as "MCA Circulars") and SEBI Circulars dated May 12, 2020 and January 15, 2021, (Collectively referred to as "SEBI Circulars") the Notice dated 30th September, 2022, as confirmed by the Company was sent in respect of the below mentioned resolution passed at the EGM of the Company through electronic mode to those members whose email addresses are registered with the Company/ Depositories.



3. The Company had availed the e-voting facility offered by Central Depository Services Limited (CDSL) for conducting remote e-voting prior to EGM and for conducting e-voting during the EGM.
4. The remote e-voting period was kept open for three days from 28th day of October, 2022, 9.00 A.M. (IST) to 30th day of October, 2022 5:00 P.M (IST).
5. The cut-off date for the purpose of determining the entitlement for voting on the proposed resolution was 24th day of October, 2022.
6. The Company had also provided e-voting facility at the EGM through VC/OAVM and to those shareholders who had not cast their vote earlier through remote e-voting.
7. After the closure of e-voting at the EGM through VC/OAVM, the report on voting done at the EGM and the votes cast under remote e-voting facility prior to the EGM were unblocked and were counted.
8. We have scrutinized and reviewed the remote e-voting prior to EGM and e-voting during the EGM and votes cast therein, based on the reports generated by the CDSL.
9. The Management of the Company is responsible to ensure compliance with the requirements of the Act and rules relating to remote e-voting prior to EGM and e-voting during the EGM on the resolution contained in the notice of the EGM.
10. Our responsibility as Scrutinizer for the remote e-voting and e-voting during EGM is restricted as Scrutinizer to making a report of the votes cast in favour or against the resolution.
11. We submit our consolidated report on the results of remote e-voting together with that of e-voting conducted through the e-voting system at the EGM provided by CDSL, as under.

a) Resolution 1 (as a Special Resolution)

Approval to create, offer, issue and allot 18,75,603 Equity Shares by way of preferential offer through private placement

"RESOLVED THAT pursuant to the provisions of Section 42, 62(1)(c) and other applicable provisions, if any, of the Companies Act, 2013 ("Act") read with Rule 14 of the Companies (Prospectus and Allotment of Securities) Rules, 2014, Rule 13 of the Companies (Share Capital and Debentures) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for time being in force and as may be enacted from time to time) and all other applicable laws, the applicable rules, notifications, guidelines issued by various authorities including but not limited to the Government of India, the Reserve Bank of India ("RBI") and other competent authorities; and subject to



all other necessary approvals, permissions, consents and sanctions, if required, of concerned statutory, regulatory authorities the consent of the members of the Company by way of special resolution be and is hereby accorded to the Board of Directors, the Board of Directors of the Company (herein after referred to as the "Board" which term shall be deemed to include any Committee duly constituted by the Board of Directors or any Committee which the Board of Directors may hereafter to constitute, create, offer, issue and allot 18,75,603 (Eighteen Lac Seventy Five Thousand Six Hundred and Three only) Equity Shares of the Company of face value Rs.10/- (Rupees Ten only) each at a premium of Rs. 199 (Rupees One Hundred and Ninety Nine only) i.e. total subscription price of Rs.209 (Rupees Two Hundred and Nine only) per share ("Equity Shares"), aggregating to Rs.39,20,01,027 (Thirty Nine Crore Twenty Lac One Thousand and Twenty Seven only) to the following investors ("Proposed Allottee") by way of preferential offer through private placement."

Sl No.	Name of the Allottee	No of shares	Amount (in Rs)
1	Vikas Gutgutia	2,48,805	5,20,00,245
2	Sumit Jalan	2,39,235	5,00,00,115
3	M/s. Futuregrow Spectrum Radiation Pvt. Ltd	2,39,235	5,00,00,115
4	Mutual Industries	2,39,235	5,00,00,115
5	Pravin Devendra Jain	2,39,235	5,00,00,115
6	Robust Marketing Services Pvt Ltd	2,39,235	5,00,00,115
7	Autus Wealth Private Limited	47,847	1,00,00,023
8	Autus Corporate Mentors Private Limited	47,847	1,00,00,023
9	Varun Satyanarayan Kabra	2,39,235	5,00,00,115
10	Sreenivas Nagappa & Srilatha Sreenivas	95,694	2,00,00,046
Total		18,75,603	39,20,01,027

"RESOLVED FURTHER THAT the share valuation report dated 15.09.2022 issued by 3Dimension Capital Services Limited (SEBI Registration number INM000012528) prepared for the purpose of compliance with the requirements of the Income-tax Act, 1961 (and the rules and regulations made thereunder be and is hereby adopted".

"RESOLVED FURTHER THAT the valuation report dated.15.09. 2022 issued by Rajesh Nandkishore Mundra , Registered Valuer for the purpose of arriving the issue price as placed before the meeting, be and is taken on record".

"RESOLVED FURTHER THAT the Equity Shares to be issued and allotted shall be subject to the provisions of the Memorandum and Articles of Association of the Company."



"RESOLVED FURTHER THAT the shares to be issued and allotted shall rank pari-passu with the existing shares of the Company in all respects including dividend, voting, winding up rights and all other rights and privileges as may be assigned from time to time".

"RESOLVED FURTHER THAT subsequent to the filing of the resolution in this regard with the Registrar of Companies pursuant to Section 42 of the Companies Act, 2013 read with the rules thereunder, including Rule 14(8) of the Companies (Prospectus and Allotment of Securities) Rules, 2014 (including, in each case, any statutory modifications or re-enactment thereof), the draft of the private placement offer letter cum application form in Form PAS - 4 as prepared in accordance with the provisions of the Companies Act, 2013 and any other rules enacted thereunder including the Companies (Prospectus and Allotment of Securities Rules), 2014, along with other documents, as placed before the members and initialed by the Chairman for the purpose of identification to be issued to the Proposed Allottees be and is hereby approved, and the consent of the members of the Company be and is hereby accorded for issue of equity shares to the Proposed Allottees in such manner as prescribed by Section 62, read with Section 42 and other applicable provisions of the Act and the rules made thereunder".

"RESOLVED FURTHER THAT consent of the members by way of special resolution be and is hereby accorded to the Company to record the name of the Proposed Allottees and maintain such record of private placement offer in Form PAS-5, the draft of which as tabled before the members and initialed by the Chairman for the purpose of identification be and is hereby approved for the offer and issuance of the Equity Shares to the Proposed Allottees".

"RESOLVED FURTHER THAT the Board be and is hereby authorized to do all such acts, things and to give directions as may be necessary or desired and to accept any modifications in the above proposal as may be required by the authorities involved and also settle any questions or difficulties that may arise in respect of offer, issue and allotment of securities"

"RESOLVED FURTHER THAT the Board be and is hereby authorized to file necessary forms, documents and papers with the Registrar and all other authorities concerned and to do all such acts, deeds and things as may be required to execute all such writings and instruments in connection with the issue and allotment of securities as the Board may in its absolute discretion deem necessary or desirable for giving effect to this resolution."

"RESOLVED FURTHER THAT certified true copy of the resolution be furnished under signature of any Director or Company Secretary of the Company, as and when demanded for proper implementation or furnished to the requisite statutory authorities or to any other person concerned or interested in the matter".



Kant 1

(i) Voted in favour of Resolution:

No of Members voted	Number of votes cast by them	% to total number of valid votes cast
29	27927259	100.00

(ii) Voted against the resolution

No of Members voted	Number of votes cast by them	% to total number of valid votes cast
Nil	Nil	Nil

(iii) Abstain/ Invalid Votes:

No of Members voted	Number of votes cast by them
Nil	Nil

Thanking you,

Yours faithfully

For B S S & Associates
Company Secretaries

S. Srikant

S.Srikanth
Partner
C.P. # 7999
UDIN: A022119D001427061



Report Received by

For IKF Finance Limited

(Handwritten signature)

Ch Sreenivasa Rao
Company Secretary

Date: 01.11.2022
Place: Hyderabad