



15<sup>th</sup> March, 2025

To  
The Department of Corporate Services  
BSE Limited  
Phiroze Jeejeebhoy Towers  
Dalal Street, Fort Mumbai 400 001

Dear Sir/Madam,

**Sub: 03/2024-25 Extraordinary General Meeting Dated 12.03.2025– Submission of Scrutinizer’s Report**

**Ref: Scrip Code: 959773**

We wish to inform you that 03/2024-25 Extraordinary General Meeting of the Company was held on Wednesday, 12<sup>th</sup> day of March, 2025 at the Registered Office of the Company situated at #40-1-144, Corporate Centre, M.G.Road, Vijayawada-520010, Andhra Pradesh, the business mentioned in the Notice dated 7<sup>th</sup> March, 2025 was transacted.

As required under Regulation 51(2) Part-B of Schedule -III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we enclose herewith the scrutinizer’s Report. The same is also made available on the Company's website at [www.ikffinance.com](http://www.ikffinance.com).

Kindly take the same on your record. Thanking you,

Yours faithfully,

For IKF Finance Limited

(Ch Sreenivasa Rao)  
Company Secretary and Compliance Officer

**IKF Finance Limited**

**Registered Office:** #40-1-144, Corporate Centre, M.G.Road, VIJAYAWADA - 520 010.

Ph: 91-866-2474644, 2474633 | Fax: 91-866-2485755 | Email: ikffinance@gmail.com | Web: www.ikffinance.com

**Corporate Office:** Plot No's. 30/A, Survey No. 83/1, 11th Floor, My Home Twitza, , APIIC Hyderabad Knowledge City, Raidurg (Panmaqtha) Village, Serilingampally Mandal, Ranga Reddy District, Hyderabad – 500081, Telangana

Ph: 91-40-69268899 | **CIN:U65992AP1991PLC012736**



# B S S & ASSOCIATES

## COMPANY SECRETARIES

Flat No. 5A, Parameswara Apartments, Beside SBI, Anandnagar, Khairatabad, Hyderabad-500 004

Phone : 040 - 40171671, Cell : 6309490217

E-mail : cs@bssandassociates.com

### SCRUTINIZER'S REPORT

To,  
The Chairman,  
**IKF FINANCE LIMITED,**  
40-1-144, 3<sup>rd</sup> Floor,  
Corporate Centre, M.G. Road,  
Vijayawada- 520010, Andhra Pradesh.

Dear Sir,

Sub: **Consolidated Report of Scrutinizer on remote e-voting and voting through polling papers**  
[Pursuant to section 108 of the Companies Act, 2013 and rule 20 & 21 of the Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Amendment Rules 2015]

We, B S S & Associates, Company Secretaries, Hyderabad, were appointed by the Board of Directors of "IKF FINANCE LIMITED" [CIN:U65992AP1991PLC012736] ("the Company") for the purpose of scrutinizing the process of e-voting through remote e-voting and voting through polling papers at the Extraordinary General Meeting ("EGM") of the members of the Company, in a fair and transparent manner, as per the provisions of section 108 of the Companies Act, 2013 ("Act") and rule 20 & 21 of the Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Amendment Rules 2015 ("Rules"), on the resolution item numbered 1 to 5 as set out in the Notice dated February 07, 2025 of the EGM of the members of the Company, held on Wednesday, March 12, 2025 at 11.30 a.m. at the Registered office of the company situated at # 40-1-144, Corporate Centre, M.G. Road, Vijayawada – 520010, Andhra Pradesh. Accordingly, we submit the report on completion of remote e-voting and voting through polling papers, as under: -

1. The Company has availed the e-voting facility offered by the Central Depository Services (India) Limited (CDSL) for remote e-voting facility to the shareholders of the Company.
2. The management of the Company is responsible to ensure the compliance with the requirement of the Companies Act, 2013 and Rules relating to remote e-voting and polling papers on the resolutions contained in the notice of EGM of the members of the Company.
3. Our responsibility as Scrutinizer for the process of remote e-voting and voting through poll conducted at the EGM is restricted to preparing Consolidated Scrutinizer's Report of the Votes cast 'In favour' or 'against' the resolution stated in the said Notice, based on the reports generated from the e-voting system provided by Central Depository Services (India) Limited (CDSL) and votes cast on poll by the members at EGM.



4. The remote e-voting period was open for three days from Sunday, March 09, 2025 at 9.00 a.m. IST to Tuesday, March 11, 2025 at 5.00 p.m. IST.
5. The cut-off date for the purpose of determining the members entitled to vote, by remote e-voting and voting through polling papers at the EGM, on the proposed resolution was March 04, 2025.
6. After the time fixed for closing of the poll by the Chairman, 1 ballot box kept for polling was locked in our presence with due identification mark placed by us.
7. The locked ballot box was subsequently opened in our presence along with two witnesses who are not employees of the Company and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Company / Registrar and Transfer Agents of the Company and the authorizations / proxies lodged with the Company.
8. As required under the said rules, after the closure of the voting at the EGM, the votes cast under the remote e-voting were unblocked on March 12, 2025, in the presence of two witnesses, who are not in employment with the company.
9. We now submit our consolidated report on the results of remote e-voting prior to EGM and poll at the EGM in respect of the said resolution, as under:

**ITEM NO.1: (as a Special Resolution)  
TO INCREASE THE AUTHORISED SHARE CAPITAL OF THE COMPANY AND  
ALTER MEMORANDUM OF ASSOCIATION OF THE COMPANY**

“**RESOLVED THAT** pursuant to the provisions of Sections 61(1)(a), 64 and all other applicable provisions, if any, of the Companies Act, 2013 (including any statutory modification(s) or re-enactment thereof, for the time being in force) and the relevant rules framed there under and in accordance with the applicable provisions of the Articles of Association of the Company the consent of members of the Company be and is hereby accorded to increase the Authorized Share Capital of the Company from Rs.105,00,00,000/- (Rupees One Hundred Five Crores only) divided into 8,00,00,000 (Eight Crores only) Equity Shares of Rs.10/- (Rupees Ten only) each and 25,00,000 (Twenty Five Lac only) Preference Shares of Rs.100/- (Rupees One Hundred only) each to Rs.125,00,00,000/- (Rupees One Hundred Twenty Five Crores only) divided into 10,00,00,000 (Ten Crores only) Equity Shares of Rs.10/- (Rupees Ten only) each and 25,00,000 (Twenty Five Lac only) Preference Shares of Rs.100/- (Rupees One Hundred only) each by the creation of additional 2,00,00,000 (Two Crore only) Equity Share of Rs.10/- (Rupees Ten only) each ranking pari passu in all respect with the existing Equity Shares of the Company.

“**RESOLVED FURTHER THAT** pursuant to the provisions of Sections 13, 61 and other applicable provisions, if any, of the Companies Act, 2013 and the rules made there under, Clause V, i.e., Capital Clause of the Memorandum of Association of the Company be and is hereby amended with substitution of the following clause wherever required-

**Memorandum of Association**

V. The Authorized Share Capital of the company is Rs.125,00,00,000/- (Rupees One Hundred and Twenty Five Cores only) divided into 10,00,00,000 (Ten Crores only) Equity Shares of Rs.10/- (Rupees Ten only) each and 25,00,000 (Twenty Five Lac only) Preference Shares of Rs.100/-



(Rupees One Hundred only) with rights, privileges and conditions attaching thereto as are provided by the regulation of the Company for the time being. The company has power from time to time to increase or reduce its capital and to divide the shares in the original or increased capital for the time into several classes and to attach thereto respectively such preferential rights, privileges or conditions as may be determined by or in accordance with the regulations of the Company and to vary, modify or abrogate any such rights, privileges or conditions in such manner as may be permitted by the Companies Act, 2013 or provided by the regulations of the company for the time being.

**RESOLVED FURTHER THAT** the Board of Directors of the Company be and are hereby authorized to file necessary forms with the Registrar of Companies and other statutory authorities and to do all other acts, deeds, things and matters as may be deemed expedient to give effect to the aforesaid resolution.”

(i) Voted in favour of Resolution:

Particulars	No of Members voted	Number of votes cast by them	% to total number of valid votes cast
Remote e-Voting	26	25030963	93.5373
Voting through polling papers (in person or by proxy)	2	1732295	6.4727
<b>Total</b>	<b>28</b>	<b>26763258</b>	<b>100</b>

(ii) Voted against the Resolution:

Particulars	No of Members voted	Number of votes cast by them	% to total number of valid votes cast
Remote e-Voting	1	8	Negligible
Voting through polling papers (in person or by proxy)	0	0	0
<b>Total</b>	<b>1</b>	<b>8</b>	<b>Negligible</b>

(iii) Invalid Votes:

Particulars	No of Members voted	Number of votes cast by them
Remote e-Voting	Nil	Nil
Voting through polling papers (in person or by proxy)	Nil	Nil
<b>Total</b>	<b>Nil</b>	<b>Nil</b>

**ITEM NO.2: (as a Special Resolution)  
TO ALTER THE ARTICLES OF ASSOCIATION OF THE COMPANY**

“**RESOLVED THAT** pursuant to the provisions of Section 14 and other applicable provisions and the rules made there under, if any, of the Companies Act, 2013, Article 3 of the Articles of Association of the Company be and is hereby amended with substitution of the following Article wherever required.



### Articles of Association

3. The Authorized Share Capital of the Company is Rs.125,00,00,000/- (Rupees One Hundred and Twenty Five Crores only) divided into 10,00,00,000 (Ten Crores only) Equity Shares of Rs.10/- (Rupees Ten only) each and 25,00,000 (Twenty Five Lac only) Preference Shares of Rs.100/- (Rupees One Hundred only). The Company shall have power to increase, consolidate, sub-divide, reduce or otherwise alter its share capital subject to the provisions of the Act.

**RESOLVED FURTHER THAT** the Board of Directors of the Company be and are hereby authorized to file necessary forms with the Registrar of Companies and other statutory authorities and to do all other acts, deeds, things and matters as may be deemed expedient to give effect to the aforesaid resolution.”

(i) Voted in favour of Resolution:

Particulars	No of Members voted	Number of votes cast by them	% to total number of valid votes cast
Remote e-Voting	26	25030963	93.5373
Voting through polling papers (in person or by proxy)	2	1732295	6.4727
<b>Total</b>	<b>28</b>	<b>26763258</b>	<b>100</b>

(ii) Voted against the Resolution:

Particulars	No of Members voted	Number of votes cast by them	% to total number of valid votes cast
Remote e-Voting	1	8	Negligible
Voting through polling papers (in person or by proxy)	0	0	0
<b>Total</b>	<b>1</b>	<b>8</b>	<b>Negligible</b>

(iii) Invalid Votes:

Particulars	No of Members voted	Number of votes cast by them
Remote e-Voting	Nil	Nil
Voting through polling papers (in person or by proxy)	Nil	Nil
<b>Total</b>	<b>Nil</b>	<b>Nil</b>

### ITEM NO.3: (as a Special Resolution) TO APPROVE TERMINATE EARLIER EMPLOYEE STOCK OPTION PLAN 2019

“**RESOLVED THAT** subject to the provisions of Section 62 and other applicable provisions of the Companies Act, 2013 (“the Act”) or any amendments thereto, pursuant to the powers vested under the ‘IKF Finance Limited - Employee Stock Option Plan 2019’ (“ESOP 2019”), the provisions of the Articles of Association of the Company and the applicable guidelines and clarifications issued by any statutory / regulatory authorities, consent of the Board of Directors be and is hereby accorded to terminate the ESOP 2019,”



**RESOLVED FURTHER THAT** the termination of the ESOP 2019, shall not affect options already offered and granted under this ESOP 2019 to any grantee and such options shall remain in full force and effect, as if the ESOP 2019 had not been terminated.”

**“RESOLVED FURTHER THAT** for the purpose of giving effect to this resolution, the Board be and is hereby authorised on behalf of the Company to do all such acts, deeds, matters and things as it may, in its absolute discretion, deem necessary, expedient, proper or desirable and to settle all questions, difficulties or doubts that may arise in this regard at any stage.”

**“RESOLVED FURTHER THAT** the Board be and is hereby authorised to delegate all or any powers conferred herein, to any Committee of Directors with a power to further delegate to any executives / officers of the Company to do all such acts, deeds, matters and things as also to execute such documents, writings etc. as may be necessary in this regard.”

(i) Voted in favour of Resolution:

Particulars	No of Members voted	Number of votes cast by them	% to total number of valid votes cast
Remote e-Voting	26	25030963	93.5373
Voting through polling papers (in person or by proxy)	2	1732295	6.4727
<b>Total</b>	<b>28</b>	<b>26763258</b>	<b>100</b>

(ii) Voted against the Resolution:

Particulars	No of Members voted	Number of votes cast by them	% to total number of valid votes cast
Remote e-Voting	1	8	Negligible
Voting through polling papers (in person or by proxy)	0	0	0
<b>Total</b>	<b>1</b>	<b>8</b>	<b>Negligible</b>

(iii) Invalid Votes:

Particulars	No of Members voted	Number of votes cast by them
Remote e-Voting	Nil	Nil
Voting through polling papers (in person or by proxy)	Nil	Nil
<b>Total</b>	<b>Nil</b>	<b>Nil</b>

**ITEM NO.4: (as a Special Resolution)  
TO APPROVE NEW EMPLOYEE STOCK OPTION PLAN 2025 TO THE EMPLOYEES OF THE COMPANY**

**“RESOLVED THAT** pursuant to Section 62(1)(b) of the Companies Act, 2013 and the applicable provisions, if any, (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), (the “Act”), the relevant provisions of the Memorandum of Association and Articles of Association of the Company and board resolution passed on 07.02.2025 such approval(s), consents, permissions and/or sanctions as may be required from appropriate regulatory



authorities/institutions and subject to such terms and conditions as may be prescribed/imposed by such authorities/institutions, consent of the Company be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as the "Board" which term shall be deemed to include any Committee thereof exercising the powers conferred on the Board by this Resolution) to grant, offer and issue Up to 6,52,716 (Six Lacs Fifty Tw Thousand Seven Hundred and Sixteen only) employee stock options under IKF Finance - Employee Stock Option Plan 2025 ("Plan") to the benefit of such persons who Employees of the Company of the Company (hereinafter referred to as 'Employees' or 'said Employees'), at such price, on such terms and conditions and in such tranches as may be determined by the Board.

**RESOLVED FURTHER THAT** without prejudice to the generality of the above but subject to the terms mentioned in the explanatory statement to this Resolution, which are hereby approved by the Members or any amendment or modification thereof, the Board be and is hereby authorized to institute and implement the Plan hereby specifically approved by the Members with authority to the Board to modify the same in such manner as may be deemed fit by the Board, detailing the terms for granting of stock options (including terms relating to eligibility of the said Employees under the Plan), to determine, in its absolute discretion, as to when the said stock options are to be issued (or beneficial interest therein), the number of stock options to be issued in each tranche, the terms or combination of terms subject to which the said stock options are to be issued (including the combination of terms for stock options issued at various points of time), the manner in which the Plan would be administered and implementing the Plan, terms relating to specified time within which the said Employees should exercise his right, if any, to purchase the shares in the event of his termination or resignation or other events, terms relating to dividend on the shares to be issued and all such other terms as could be applicable to the offerings of similar nature.

**RESOLVED FURTHER THAT** in case the equity shares of the Company are either sub-divided or consolidated, then the number of shares to be allotted and the price of acquisition payable by the option grantees under the Plan shall automatically stand augmented or reduced, as the case may be, in the same proportion as the present face value of Rs. 10/- per equity share bears to the revised face value of the equity shares of the Company after such sub-division or consolidation, without affecting any other rights or obligations of the said allottees.

**RESOLVED FURTHER THAT** subject to the terms stated herein, the equity shares allotted pursuant to the aforesaid Plan, shall in all respects rank pari passu inter se and shall also in all respects rank pari passu with the then existing equity shares of the Company.

**RESOLVED FURTHER THAT** as it is required, the Company shall confirm to the applicable accounting policies (if any), and any other applicable laws and regulations to the extent relevant and applicable to the Plan.

**RESOLVED FURTHER THAT** the Board be and is hereby authorized to make modifications in the said Plan, as it may deem fit, from time to time in its absolute discretion in conformity with the provisions of the Act, the Memorandum of Association and Articles of Association of the Company.

**RESOLVED FURTHER THAT** the Board, subject to the Act, be and is hereby authorized to settle all issues that may arise in relation to the formulation and implementation of the Plan and to the issuance of the equity shares or beneficial interest therein (including to amend or modify any of the terms thereof) without being required to seek any further consent or approval of the Members.



**RESOLVED FURTHER THAT** for the purpose of giving effect to the above Resolution, the Board be and is hereby authorized to do all such acts and execute all such documents, as it may in its absolute discretion deem necessary.”

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

Particulars	No of Members voted	Number of votes cast by them	% to total number of valid votes cast
Remote e-Voting	26	25030963	93.5373
Voting through polling papers (in person or by proxy)	2	1732295	6.4727
<b>Total</b>	<b>28</b>	<b>26763258</b>	<b>100</b>

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

Particulars	No of Members voted	Number of votes cast by them	% to total number of valid votes cast
Remote e-Voting	1	8	Negligible
Voting through polling papers (in person or by proxy)	0	0	0
<b>Total</b>	<b>1</b>	<b>8</b>	<b>Negligible</b>

(iii) **Invalid** Votes:

Particulars	No of Members voted	Number of votes cast by them
Remote e-Voting	Nil	Nil
Voting through polling papers (in person or by proxy)	Nil	Nil
<b>Total</b>	<b>Nil</b>	<b>Nil</b>

**ITEM NO.5: (as a Special Resolution)  
TO APPROVE TO EXTEND NEW EMPLOYEE STOCK OPTION PLAN 2025 TO THE EMPLOYEES OF THE SUBSIDIARY COMPANY, IKF HOME FINANCE LIMITED**

“**RESOLVED THAT** pursuant to Section 62(1)(b) of the Companies Act, 2013 and the applicable provisions, if any, (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), (the “**Act**”), the relevant provisions of the Memorandum of Association and Articles of Association of the Company and board resolution passed on 07.02.2025 such approval(s), consents, permissions and/or sanctions as may be required from appropriate regulatory authorities/institutions and subject to such terms and conditions as may be prescribed/imposed by such authorities/institutions, consent of the Company be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as the “**Board**” which term shall be deemed to include any Committee thereof exercising the powers conferred on the Board by this Resolution) to grant, offer and issue Up to **6,52,716 (Six Lacs Fifty Two Thousand Seven Hundred and Sixteen only)** employee stock options under IKF Finance - Employee Stock Option Plan 2025 (“**Plan**”) to the benefit of such persons who Employees of the Company’s Subsidiary Company of the Company (hereinafter referred to as ‘**Employees**’ or ‘**said Employees**’), at such price, on such terms and conditions and in such tranches as may be determined by the Board.



**RESOLVED FURTHER THAT** without prejudice to the generality of the above but subject to the terms mentioned in the explanatory statement to this Resolution, which are hereby approved by the Members or any amendment or modification thereof, the Board be and is hereby authorized to institute and implement the Plan hereby specifically approved by the Members with authority to the Board to modify the same in such manner as may be deemed fit by the Board, detailing the terms for granting of stock options (including terms relating to eligibility of the said Employees under the Plan), to determine, in its absolute discretion, as to when the said stock options are to be issued (or beneficial interest therein), the number of stock options to be issued in each tranche, the terms or combination of terms subject to which the said stock options are to be issued (including the combination of terms for stock options issued at various points of time), the manner in which the Plan would be administered and implementing the Plan, terms relating to specified time within which the said Employees should exercise his right, if any, to purchase the shares in the event of his termination or resignation or other events, terms relating to dividend on the shares to be issued and all such other terms as could be applicable to the offerings of similar nature.

**RESOLVED FURTHER THAT** in case the equity shares of the Company are either sub-divided or consolidated, then the number of shares to be allotted and the price of acquisition payable by the option grantees under the Plan shall automatically stand augmented or reduced, as the case may be, in the same proportion as the present face value of Rs. 10/- per equity share bears to the revised face value of the equity shares of the Company after such sub-division or consolidation, without affecting any other rights or obligations of the said allottees.

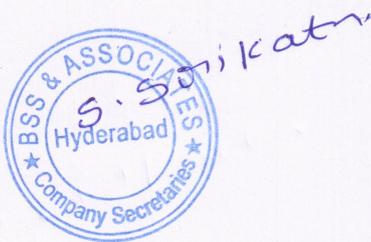
**RESOLVED FURTHER THAT** subject to the terms stated herein, the equity shares allotted pursuant to the aforesaid Plan, shall in all respects rank pari passu inter se and shall also in all respects rank pari passu with the then existing equity shares of the Company.

**RESOLVED FURTHER THAT** as it is required, the Company shall confirm to the applicable accounting policies (if any), and any other applicable laws and regulations to the extent relevant and applicable to the Plan.

**RESOLVED FURTHER THAT** the Board be and is hereby authorized to make modifications in the said Plan, as it may deem fit, from time to time in its absolute discretion in conformity with the provisions of the Act, the Memorandum of Association and Articles of Association of the Company.

**RESOLVED FURTHER THAT** the Board, subject to the Act, be and is hereby authorized to settle all issues that may arise in relation to the formulation and implementation of the Plan and to the issuance of the equity shares or beneficial interest therein (including to amend or modify any of the terms thereof) without being required to seek any further consent or approval of the Members.

**RESOLVED FURTHER THAT** for the purpose of giving effect to the above Resolution, the Board be and is hereby authorized to do all such acts and execute all such documents, as it may in its absolute discretion deem necessary.”



(i) Voted in favour of Resolution:

Particulars	No of Members voted	Number of votes cast by them	% to total number of valid votes cast
Remote e-Voting	26	25030963	93.5373
Voting through polling papers (in person or by proxy)	2	1732295	6.4727
<b>Total</b>	<b>28</b>	<b>26763258</b>	<b>100</b>

(ii) Voted against the Resolution:

Particulars	No of Members voted	Number of votes cast by them	% to total number of valid votes cast
Remote e-Voting	1	8	Negligible
Voting through polling papers (in person or by proxy)	0	0	0
<b>Total</b>	<b>1</b>	<b>8</b>	<b>Negligible</b>

(iii) Invalid Votes:

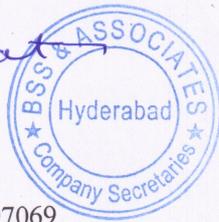
Particulars	No of Members voted	Number of votes cast by them
Remote e-Voting	Nil	Nil
Voting through polling papers (in person or by proxy)	Nil	Nil
<b>Total</b>	<b>Nil</b>	<b>Nil</b>

10. The Register, all other papers and relevant records relating to remote e-voting and polling papers, shall remain in our safe custody until the Chairman considers, approves and signs the Minutes of the aforesaid EGM and thereafter the same will be handed over to the Company Secretary of the company for safe keeping.

Thanking you,

Yours faithfully,  
For **B S S & Associates**  
Company Secretaries

*S. Srikanth*  
**S. Srikanth**  
Partner  
C.P. No. 7999  
UDIN: A022119F004097069



Date: 13/03/2025  
Place: Hyderabad

**Countersigned by:**  
**For IKF FINANCE LIMITED**

**Ch Sreenivasa Rao**  
Company Secretary  
[Person Authorised by the Chairman]

Date: 13/03/2025  
Place: Vijayawada