

Date: 1st October, 2020

To, The Secretary, Corporate Relationship Department, Bombay Stock Exchange Limited Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai-400001	To The Secretary The National Stock Exchange Limited Bandra Kurla Complex Mumbai
To The Secretary The Calcutta Stock Exchange Limited 4, Lyons Range, Dalhousie, Murgighata, B B D Bagh, Kolkata, West Bengal 700001	

Sub: - Submission of Consolidated Scrutinizer's Report on Remote E-voting and e-voting facility during the 26th Annual General Meeting of the Company.

Ref: Viji Finance Limited (BSE Scrip Code: 537820; NSE Symbol: VIJIFIN, ISIN: INE159N01027)

Dear Sir,

The 26th Annual General Meeting (AGM) of the Company was held on 30th September 2020 at 10.00 a.m. (IST) through video conference (VC)/other audio visual means (OAVM) in accordance with the relevant circulars issued by the Ministry of Corporate Affairs, Government of India and the Securities and Exchange Board of India.

In terms of the provisions of the Companies Act, 2013 and the Listing Regulations, the Company had provided remote e-voting facility and e-voting facility (Insta Poll) at the AGM. Mr. L. N. Joshi, Practicing Company Secretary scrutinized the remote e-voting process and e-voting (Insta Poll) at the AGM. The Scrutinizer's Report dated 30th September 2020 is attached as **Annexure 1**.

All resolutions as set out in the Notice of the AGM were approved by the shareholders with requisite majority.

In terms of the provisions of Regulation 44 of the Listing Regulations, the details of the results of voting held through remote e-voting and e-voting at the AGM (Insta Poll) is attached as **Annexure 2**.

Kindly take the same on record.

Thanking You,

Yours Faithfully,

FOR, VIJI FINANCE LIMITED



Juhee Verma
Chairperson of the 26th Annual General Meeting
DIN: 07691682
Enc: a/a





L N JOSHI & CO.

PRACTISING COMPANY SECRETARY

122, Krishna Business Centre, 11, P.U. 4, Next to Medanta Hospital,
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L N Joshi

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Combined Scrutinizer's Report

[Pursuant to Sections 108 of the Companies Act 2013 read with Rule 20 of the Companies (Management and Administrations) Rules 2014 as amended]

To,
The Chairperson,
26th Annual General Meeting of
VIJI FINANCE LIMITED,
Registered office: 11/2, Usha Ganj, Jaora Compound,
Indore-452001 (M.P.)

Dear Sir,

SUB: Combined Scrutinizer's Report on Remote E-Voting and E-voting facility during the AGM to the members attending through Video Conferencing/Other Audio Visual Means (VC/OAVM) in respect of the 26th Annual General Meeting of Viji Finance Limited held on Wednesday, 30th September, 2020 at 10.00 A.M. (IST).

I, L. N. Joshi, Practising Company Secretary have been duly appointed as the Scrutinizer on 19th August, 2020 in the meeting of the Board of Directors of Viji Finance Limited (hereinafter referred to as "the Company") for the purpose of scrutinizing remote e-voting process and e-voting at the 26th Annual General Meeting ("AGM"), pursuant to Section 108 of the Companies Act, 2013 ("Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended and in accordance with Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), General Circulars No. 20/2020 dated 5th May, 2020, read with circulars dated 8th April, 2020 and 13th April, 2020 issued by the Ministry of Corporate Affairs ("MCA") and in accordance with the circular dated 12th May, 2020 issued by the Securities and Exchange Board of India ("SEBI") on the proposed resolutions contained in notice of 26th Annual General Meeting of the members of the Company dated 19th August, 2020 (the "notice").

The Management of the Company is responsible to ensure the compliance of the requirements of the Act, Rules and circulars issued by Ministry of Corporate Affairs and SEBI relating to remote e-voting and e-voting during the 26th AGM on the proposed resolutions contained in the Notice. My responsibility as a Scrutinizer for the process of voting through remote e-voting and e-voting during the 26th AGM is to ensure that the voting process is conducted in a fair and transparent manner and is restricted to making a Scrutinizer's Report for the votes cast in "favour" or "against" on the resolutions proposed in the Notice, based on the reports generated from the e-voting

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Report of Scrutinizer on Remote E-Voting and E-Voting at the 26th AGM of Viji Finance Limited

system provided by Central Depositories Services (India) Limited (CDSL), the agency authorized under the Rules and engaged by the Company to provide platform for voting through remote e-voting and e-voting during the 26th AGM and platform for VC/OAVM facility for participation in the 26th AGM .

As mentioned in the Notice the proceedings of the 26th AGM were deemed to be conducted at the Registered Office of the Company and the same was deemed to be the venue of AGM.

I do hereby submit my Report as under:-

- (i) The Company had appointed Central Depositories Services (India) Limited (CDSL) as the **service provider**, for the purpose of extending the facility of Remote E-Voting to the Members of the Company and for voting electronically at the meeting.
- (ii) Ankit Consultancy Private Limited is the Registrar and Transfer Agent ("RTA") of the Company.
- (iii) CDSL had provided a system for recording the votes of the Members electronically through remote e-voting as well as at the meeting on all the items of the business sought to be transacted in the 26th AGM of the Company, which was held on Wednesday, 30th September, 2020.
- (iv) The voting rights were reckoned on Wednesday, 23rd September 2020, being the cut-off date for the purpose of deciding the entitlements of members at the remote e-voting and voting during the 26th Annual General Meeting.
- (v) Remote E-Voting platform remained open from Sunday, 27th September 2020 (9.00 A.M.) up to Tuesday, 29th September 2020 (5.00 P.M.) and members were given an option to cast their votes electronically conveying their assent or dissent in respect of the Resolution on the e-voting platform provided by CDSL.
- (vi) As prescribed in clause 3(A)(IV) of the Circular dated 5th May, 2020 issued by MCA, which is forming part of the MCA & SEBI CIRCULARS, the Company had released an advertisement prior to sending Notice of AGM to the Members which was published in English language in Free Press, Indore & Mumbai and in Hindi language in Choutha Sansar, Indore, both on **26th August, 2020**.
- (vii) As prescribed in clause (v) of sub rule 4 of Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended, the Company also released an advertisement, which was published in English language in Free Press, Indore & Mumbai and in Hindi language in Choutha Sansar, Indore, both on **8th September, 2020**.
- (viii) At the end of the voting period on **29th September 2020 at 5.00 P.M. (IST)**, the voting portal of service provider was blocked.

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Report of Scrutinizer on Remote E-Voting and E-Voting at the 26th AGM of Viji Finance Limited

(ix) CDSL provided me the names, DP ID/ folio numbers and shareholding of Members who had cast their votes through remote e-voting.

(x) At the 26th AGM of the Company held through VC/OAVM, on Wednesday, 30th September 2020, after considering all the items of the business, the facility to vote electronically through Instapoll was provided to facilitate those members who are attending the meeting through VC/OAVM but did not participate in the Remote E-voting to cast their votes. On 30th September 2020, after tabulating the votes cast electronically by the system provided by CDSL, the votes cast through Remote E-Voting facility was duly unblocked by me as a Scrutinizer in the presence of Ms. Shweta Verma and Mr. Mahesh Chorsiya who acted as the witnesses, as prescribed in Sub Rule 4(xii) of the said Rule 20 of the Companies (Management and Administration) Rules, 2014. After the voting by electronic means the votes cast through remote E-voting process was tabulated for the purpose of considering the total votes cast by the shareholders through both ways.

I submit my Combined Scrutinizer's Report on the results of voting through remote e-voting and e-voting during the 26th AGM as under:

Item No. 01 - Ordinary Resolution

To receive, consider, approve and adopt:

- a. the Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2020 together with the Reports of the Board of Directors and the Auditors thereon; and
- b. the Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2020 together with the Reports of the Auditors thereon.

Manner of Voting	Votes in favour of the Resolution			Votes against the Resolution			Total valid votes	Invalid Votes	
	No. of Members Voted	No. of Votes	% of Total Number of Valid Votes	No. of Members Voted	No. of Votes	% of Total Number of Valid Votes		No. of Members	No. of Votes
1	2	3	4= (3/8)*100	5	6	7= (6/8)*100	8=(3+6)	9	10
Remote E-voting	35	47265933	100%	0	0	0.00%	47265933	0	0
E-voting during the AGM	0	0	0	0	0	0.00%	0	0	0
Total	35	47265933	100%	0	0	0.00%	47265933	0	0

Percentage of votes cast in favour or against the resolution is calculated based on the Valid Votes cast through Remote E-Voting and through electronic voting at the AGM.

Based on the above information, you may kindly announce the result of remote e-voting prior and during the AGM.



Report of Scrutinizer on Remote E-Voting and E-Voting at the 26th AGM of Viji Finance Limited

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All relevant record of electronic voting prior and during the 26th AGM will remain in my safe custody until the chairperson of the meeting considers, approves and signs the Minutes of 26th Annual General Meeting and the same shall be handed over thereafter to the Chairperson of the Meeting and the Company Secretary of the company for safe keeping.

The Company is hereby instructed to put up the results on its website and also that of the service provider and inform to the stock exchange accordingly not later than 48 hours of conclusion of 26th Annual General Meeting.

Thanking you,

Yours Faithfully,

L.N. Joshi
Scrutinizer

Name: L.N. Joshi
Practicing Company Secretary
FCS: 5201; CP: 4216



To be Countersigned by the Chairperson

Juhee

Juhee Verma



Place: Indore

Date: 30th September, 2020

UDIN: F005201B000822644

The following were the witnesses for unblocking the vote cast through remote E-voting.

Shweta

Ms. Shweta Verma

Mahesh

Mr. Mahesh Chorsiya

General information about company

Scrip code	537820
NSE Symbol	VIJIFIN
MSEI Symbol	
ISIN	INE159N01027
Name of the company	VIJI FINANCE LIMITED
Type of meeting	AGM
Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot)	30-09-2020
Start time of the meeting	10:00 AM
End time of the meeting	10:24 AM



Scrutinizer Details

Name of the Scrutinizer	L.N.JOSHI
Firms Name	L.N.JOSHI & COMPANY
Qualification	CS
Membership Number	5201
Date of Board Meeting in which appointed	19-08-2020
Date of Issuance of Report to the company	30-09-2020



Voting results	
Record date	23-09-2020
Total number of shareholders on record date	9258
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	2
b) Public	33
No. of resolution passed in the meeting	1
Disclosure of notes on voting results	Add Notes



Resolution (1)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				(a) the Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2020 together with the Reports of the Board of Directors and the Auditors thereon; and				
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		43089611	99.9980	43089611	0	100.0000	0.0000
	Poll	43090474						
	Postal Ballot (if applicable)							
	Total	43090474	43089611	99.9980	43089611	0	100.0000	0.0000
Public- Institutions	E-Voting							
	Poll							
	Postal Ballot (if applicable)							
	Total							
Public- Non Institutions	E-Voting		4176322	10.5972	4176322	0	100.0000	0.0000
	Poll	39409526						
	Postal Ballot (if applicable)							
	Total	39409526	4176322	10.5972	4176322	0	100.0000	0.0000
Total		82500000	47265933	57.2920	47265933	0	100.0000	0.0000
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

