



K N Nagesha Rao BCom, DSP, DEE, DBA, LLB, FCS, FCMA
Practising Company Secretary

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Scrutinizer’s Report

Name of the Company	Can Fin Homes Limited with CIN L85110KA1987PLC008699
Meeting	Thirty-seventh Annual General Meeting
Day, Date & Time	Wednesday, 7 th August 2024 at 11.00 am.
Deemed Venue	Registered Office: No. 29/1, 1st Floor, Sir M N Krishna Rao Road , Basavanagudi, Bengaluru 560 004, Karnataka
Mode	Video Conferencing (“VC”) / Other Audio-Visual Means (“OAVM”)

1. Appointment as Scrutinizer

I was appointed as the Scrutinizer for the remote e-voting as well as the e-voting by Members during the 37th Annual General Meeting (“AGM”) of **Can Fin Homes Limited** with CIN L85110KA1987PLC008699 (hereinafter referred to as “the Company”) held on Wednesday, 7th August 2024 at 11.00 am through Video Conferencing (“VC”) / Other Audio-Visual Means (“OAVM”). My responsibility as a Scrutinizer is to ensure that the voting process was conducted in a fair and transparent manner and submit a Scrutinizer’s report on the voting on the resolutions based on the reports generated from the electronic voting system.

2. Dispatch of Notice convening the AGM

2.1 Pursuant to General Circular No. 14/2020 dated April 8, 2020, General Circular No. 17/2020 dated April 13, 2020, General Circular No. 20/2020 dated May 5, 2020 read with General Circular No. 09/2023 dated September 25, 2023 issued by the Ministry of Corporate Affairs (MCA), applicable provisions of the Companies Act, 2013 and the rules made thereunder and the SEBI Circular No. SEBI/HO/CFD/PoD-2/P/CIR/2023/167 dated October 7, 2023 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 an advertisement was published in Financial Express (English) and Kannada Prabha (Kannada vernacular), having electronic editions both on 13th July, 2024 specifying the date and time of the AGM, availability of the notice on Company’s website and website of Stock Exchanges, manner of registration of email ids by the members (both physical and demat) who are yet to register their email ids with the

Company, manner of voting through remote e-voting or through e-voting system at the AGM, etc. Pursuant to the MCA Circular dated 05/05/2020, the Company has also published Newspaper advertisement dated 01/07/2024, informing the date of AGM and the fact that the AGM will be conducted through VC/OAVM.

2.2 The Company hosted the notice of AGM on its website and website of the agency providing the platform for remote e-voting and e-voting during the AGM and also intimated the same to the Stock Exchanges on 13th July, 2024.

2.3 On the basis of the Register of Members and the list of Beneficial Owners made available by Canbank Computer Services Limited the Registrar and Share Transfer Agents (“RTA”) of the Company and the depositories, namely National Securities Depository Limited (NSDL), and Central Depository Securities Limited (CDSL), the Company sent e-mails on 12th July, 2024 to all 94,589 shareholders who provided mail IDs.

3. Cut-off date

Voting rights were reckoned as on Thursday, 1st August, 2024, being the cut-off date for the purpose of deciding the entitlements of members for remote e-voting and e-voting at the AGM.

4. Remote e-voting process

4.1 Agency

The Company appointed **NSDL** as the agency for providing the platform for remote e-voting platform and e-voting at the AGM.

4.2 Remote e-voting period

Remote e-voting platform was open from **9:00 a.m. (IST) on Saturday, 3rd August, 2024 till 5:00 p.m. (IST) on Tuesday, 6th August, 2024** and members were required to cast their votes electronically conveying their assent or dissent in respect of the resolutions on the e-voting platform provided by NSDL.

4.3. Valid e-Votes Considered

Invalid e-votes cast were ignored while counting the e-votes and consequently not considered for determining if each of the resolutions in the meeting was passed with requisite majority.

5. Voting at the AGM

5.1 Pursuant to Regulation 44(1) and 44(2) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and as prescribed under Rule 20 (4)(xiii) of the Companies (Management and Administration) Rules, 2014 for the purpose of ensuring that Members who have cast their votes through remote e-voting do not vote again during the general meeting, the Scrutinizer shall have access after closure of period of remote e-voting and before the start of general meeting, to only such details relating to Members who have

cast their votes through remote e-voting, such as their names, DP ID & Client ID / folios, number of shares held but not the manner in which they have voted.

5.2 Accordingly, NSDL provided me the access to the e-voting website to download the e-voting report of the shareholder who had cast their votes through remote e-voting and e-voting during AGM.

6. Counting Process

6.1 On completion of e-voting during the AGM, I unblocked at 13:08 hours on 7th August 2024 the results of the remote e-voting and e-voting by members at the AGM, on the NSDL e-voting platform and downloaded the results.

7. Results

7.1 I observe that:

- a) 5 Members had cast their votes through e-voting at the AGM and
- b) 464 Members had cast their votes through remote e-voting.

7.2 Consolidated results with respect to each item on the agenda as set out in the Notice of the AGM dated 6th June, 2024 are enclosed herewith.

7.3 Based on the aforesaid results, I report that **five Ordinary Resolutions** as set out in Item Nos. 1 to 5 and **four Special Resolution** as set out in Item Nos. 6 to 9 of the Notice of the AGM dated 6th June, 2024 have been **passed with the requisite majority**.

Place: Bengaluru

Date: 8th August, 2024

UDIN Number : F003000F000928287

K N Nagesha Rao

Practising Company Secretary

FCS 3000 CP 12861 Peer Reviewer's Code 749



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Consolidated Results

(to be read along with the Scrutinizer Report of even date)

Item No. 1: Adoption of financial statements

Particulars	Total		Percent- age
	No. of share- holders	No. of Votes	
Assent	461	9,27,05,149	99.993%
Dissent	8	6,656	0.007%
Total	469	9,27,11,805	100.000%

Based on the aforesaid result, I report that the **Ordinary Resolution** as set out in **Item No. 1** of the Notice of the AGM dated 6th June, 2024 has been **passed with requisite majority**.

Item No. 2: Payment of Interim Dividend and declaration of Final Dividend

Particulars	Total		Percent- age
	No. of share- holders	No. of Votes	
Assent	461	9,27,21,217	99.992%
Dissent	8	7,454	0.008%
Total	469	9,27,28,671	100.00%

Based on the aforesaid result, I report that the **Ordinary Resolution** as set out in **Item No. 2** of the Notice of the AGM dated 6th June, 2024 has been **passed with requisite majority**.

(Contd...)

Item No. 3: Re-appointment of Shri K Satyanarayana Raju as Director

Particulars	Total		Percent- age
	No. of share- holders	No. of Votes	
Assent	449	9,26,45,311	99.921%
Dissent	23	73,530	0.079%
Total	472	9,27,18,841	100.00%

Based on the aforesaid result, I report that the **Ordinary Resolution** as set out in **Item No. 3** of the Notice of the AGM dated 6th June, 2024 has been **passed with requisite majority**.

Item No. 4: Appointment of M/s. Rao & Emmar, Chartered Accountants (Firm Reg.No. 003084S) and M/s. V K Ladha & Associates, Chartered Accountants (Firm Reg. No. 002301C) as Joint Statutory Central Auditors

Particulars	Total		Percent- age (%)
	No. of share- holders	No. of Votes	
Assent	453	9,25,52,150	99.810%
Dissent	16	1,76,521	0.190%
Total	469	9,27,28,671	100.00%

Based on the aforesaid result, I report that the **Ordinary Resolution** as set out in **Item No.4** of the Notice of the AGM dated 6th June, 2024 has been **passed with requisite majority**.

(Contd...)

Item No. 5: Material Related Party Transactions/ Arrangements.

Particulars	Total		Percentage (%)
	No. of shareholders	No. of Votes	
Assent	454	5,27,90,655	99.986%
Dissent	14	7,651	0.014%
Total	468	5,27,98,306	100.00%

Note: of the total 9,27,21,020 votes cast in favour (assent) 3,99,30,365 votes cast by the promoters and Promoter Group (being related party) have not been considered.

Based on the aforesaid result, I report that the **Ordinary Resolution** as set out in **Item No. 5** of the Notice of the AGM dated 6th June, 2024 has been **passed with requisite majority**.

Item No.6 : Re-appointment of Shri Ajai Kumar as an Independent Director

Particulars	Total		Percentage (%)
	No. of shareholders	No. of Votes	
Assent	443	9,25,27,869	99.783%
Dissent	27	2,00,802	0.217%
Total	470	9,27,28,671	100.00%

Based on the aforesaid result, I report that the **Special Resolution** as set out in **Item No.6** of the Notice of the AGM dated 6th June, 2024 has been **passed with requisite majority**.

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Item No.7 : Offer or invitation for subscription of Non- Convertible Debentures (NCDs) or bonds, secured or unsecured, of any nature upto an amount not exceeding Rs.4000 Crore, on private placement basis

Particulars	Total		Percent- age
	No. of share- holders	No. of Votes	
Assent	432	9,16,82,345	98.872%
Dissent	42	10,46,326	1.128%
Total	474	9,27,28,671	100.00%

Based on the aforesaid result, I report that the **Special Resolution** as set out in **Item No.7** of the Notice of the AGM dated 6th June, 2024 has been **passed with requisite majority**.

Item No.8 : Further issue of shares not exceeding Rs. 1000 Crore

Particulars	Total		Percent- age (%)
	No. of share- holders	No. of Votes	
Assent	452	9,25,24,134	99.779%
Dissent	17	2,04,537	0.221%
Total	469	9,27,28,671	100.00%

Based on the aforesaid result, I report that the **Special Resolution** as set out in **Item No.8** of the Notice of the AGM dated 6th June, 2024 has been **passed with requisite majority**.

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Item No.9 : To borrow amounts not exceeding Rs.50,000 Crore

Particulars	Total		Percentage (%)
	No. of share-holders	No. of Votes	
Assent	440	9,21,84,626	99.413%
Dissent	32	5,44,045	0.587%
Total	472	9,27,28,671	100.00%

Based on the aforesaid result, I report that the **Special Resolution** as set out in **Item No.9** of the Notice of the AGM dated 6th June, 2024 has been **passed with requisite majority**.

Place: Bengaluru

Date: 8th August, 2023

UDIN Number : F003000F000928287

Peer Review Unique ID No.12014KR1122000

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FCS 3000 CP 12861 Peer Reviewer' s Code 749