



Indus Finance Ltd

CIN : L65191TN1992PLC022317

E-mail : contact@indusfinance.com

23-07-2024

BSE LIMITED

**The General Manager,
The Corporate Relation Department,
Phiroze Jeejoybhoy Tower,
44+ Floor, Dalal Street,
Mumbai — 400 001**

Scrip Code: 531841

Dear Sir/Madam,

33rd Annual General Meeting – Voting Results & Scrutinizers Report

Pursuant to Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we enclose herewith the **Voting Results** and **Scrutinizer's Report** of the businesses transacted through Remote E-voting and Electronic voting at the 33rd Annual General Meeting of the Company held on 19th July, 2024, at 4:00 P.M. (IST) through Video Conferencing (VC) and/or Other Audio Visual Means (OAVM).

Kindly take this information for your records.

Thanking you.

For Indus Finance Limited,

**K K Dinakar
Company Secretary and Compliance Officer**



General information about company

Scrip code	531841
NSE Symbol	NOTLISTED
MSEI Symbol	NOTLISTED
ISIN	INE935D01013
Name of the company	INDUS FINANCE LIMITED
Type of meeting	AGM
Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot)	19-07-2024
Start time of the meeting	4:00 PM
End time of the meeting	4:20 PM

Scrutinizer Details

Name of the Scrutinizer	R. Kannan
Firms Name	KRA & Associates
Qualification	CS
Membership Number	F6718
Date of Board Meeting in which appointed	27-05-2024
Date of Issuance of Report to the company	23-07-2024

Voting results

Record date	12-07-2024
Total number of shareholders on record date	2249
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	4
b) Public	16
No. of resolution passed in the meeting	13
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				Adoption of financial statements				
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	6923927	5358419	77.3899	5358419	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total		6923927	5358419	77.3899	5358419	0	100.0000
Public- Institutions	E-Voting	2200	0	0.0000	0	0	0	0
	Poll							
	Postal Ballot (if applicable)							
	Total		2200	0	0.0000	0	0	0.0000
Public- Non Institutions	E-Voting	2332173	1115422	47.8276	1115412	10	99.9991	0.0009
	Poll							
	Postal Ballot (if applicable)							
	Total		2332173	1115422	47.8276	1115412	10	99.9991
Total		9258300	6473841	69.9247	6473831	10	99.9998	0.0002
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

Resolution (2)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Declaration of dividend				
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	6923927	5358419	77.3899	5358419	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total		6923927	5358419	77.3899	5358419	0	100.0000
Public- Institutions	E-Voting	2200	0	0.0000	0	0	0	0
	Poll							
	Postal Ballot (if applicable)							
	Total		2200	0	0.0000	0	0	0.0000
Public- Non Institutions	E-Voting	2332173	1115422	47.8276	1115412	10	99.9991	0.0009
	Poll							
	Postal Ballot (if applicable)							
	Total		2332173	1115422	47.8276	1115412	10	99.9991
Total		9258300	6473841	69.9247	6473831	10	99.9998	0.0002
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

Resolution (3)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Appointment of Dr. Bala V Kutti as Director, liable to retire by rotation				
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	6923927	5358419	77.3899	5358419	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total		6923927	5358419	77.3899	5358419	0	100.0000
Public- Institutions	E-Voting	2200	0	0.0000	0	0	0	0
	Poll							
	Postal Ballot (if applicable)							
	Total		2200	0	0.0000	0	0	0.0000
Public- Non Institutions	E-Voting	2332173	1115422	47.8276	1115412	10	99.9991	0.0009
	Poll							
	Postal Ballot (if applicable)							
	Total		2332173	1115422	47.8276	1115412	10	99.9991
Total		9258300	6473841	69.9247	6473831	10	99.9998	0.0002
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

Resolution (4)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				Material Related Party Transaction with INDO WIND ENERGY LIMITED				
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	6923927	1586	0.0229	1586	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total		6923927	1586	0.0229	1586	0	100.0000
Public- Institutions	E-Voting	2200	0	0.0000	0	0	0	0
	Poll							
	Postal Ballot (if applicable)							
	Total		2200	0	0.0000	0	0	0.0000
Public- Non Institutions	E-Voting	2332173	1115222	47.8190	1115212	10	99.9991	0.0009
	Poll							
	Postal Ballot (if applicable)							
	Total		2332173	1115222	47.8190	1115212	10	99.9991
Total		9258300	1116808	12.0628	1116798	10	99.9991	0.0009
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	1586
Public Insitutions	
Public - Non Insitutions	100

Resolution (5)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				Material Related Party Transaction with SOURA CAPITAL PRIVATE LIMITED				
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	6923927	1586	0.0229	1586	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total		6923927	1586	0.0229	1586	0	100.0000
Public- Institutions	E-Voting	2200	0	0.0000	0	0	0	0
	Poll							
	Postal Ballot (if applicable)							
	Total		2200	0	0.0000	0	0	0.0000
Public- Non Institutions	E-Voting	2332173	1115222	47.8190	1115212	10	99.9991	0.0009
	Poll							
	Postal Ballot (if applicable)							
	Total		2332173	1115222	47.8190	1115212	10	99.9991
Total		9258300	1116808	12.0628	1116798	10	99.9991	0.0009
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	1586
Public Insitutions	
Public - Non Insitutions	100

Resolution (6)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				Material Related Party Transaction with SOURA INVESTMENTS HOLDINGS PRIVATE LIMITED				
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	6923927	1586	0.0229	1586	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total		6923927	1586	0.0229	1586	0	100.0000
Public- Institutions	E-Voting	2200	0	0.0000	0	0	0	0
	Poll							
	Postal Ballot (if applicable)							
	Total		2200	0	0.0000	0	0	0.0000
Public- Non Institutions	E-Voting	2332173	1115222	47.8190	1115211	11	99.9990	0.0010
	Poll							
	Postal Ballot (if applicable)							
	Total		2332173	1115222	47.8190	1115211	11	99.9990
Total		9258300	1116808	12.0628	1116797	11	99.9990	0.0010
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	1586
Public Insitutions	
Public - Non Insitutions	100

Resolution (7)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				Material Related Party Transaction with INDUS CAPITAL PRIVATE LTD				
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	6923927	1586	0.0229	1586	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total		6923927	1586	0.0229	1586	0	100.0000
Public- Institutions	E-Voting	2200	0	0.0000	0	0	0	0
	Poll							
	Postal Ballot (if applicable)							
	Total		2200	0	0.0000	0	0	0.0000
Public- Non Institutions	E-Voting	2332173	1115222	47.8190	1115212	10	99.9991	0.0009
	Poll							
	Postal Ballot (if applicable)							
	Total		2332173	1115222	47.8190	1115212	10	99.9991
Total		9258300	1116808	12.0628	1116798	10	99.9991	0.0009
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	1586
Public Insitutions	
Public - Non Insitutions	100

Resolution (8)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				Material Related Party Transaction with LOYAL CREDIT AND INVESTMENTS LTD				
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		1586	0.0229	1586	0	100.0000	0.0000
	Poll	6923927						
	Postal Ballot (if applicable)							
	Total	6923927	1586	0.0229	1586	0	100.0000	0.0000
Public- Institutions	E-Voting		0	0.0000	0	0	0	0
	Poll	2200						
	Postal Ballot (if applicable)							
	Total	2200	0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting		1115222	47.8190	1115212	10	99.9991	0.0009
	Poll	2332173						
	Postal Ballot (if applicable)							
	Total	2332173	1115222	47.8190	1115212	10	99.9991	0.0009
Total		9258300	1116808	12.0628	1116798	10	99.9991	0.0009
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	1586
Public Insitutions	
Public - Non Insitutions	100

Resolution (9)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				SPECIAL BUSINESS: Material Related Party Transaction with INDOWIND POWER PRIVATE LIMITED				
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		1586	0.0229	1586	0	100.0000	0.0000
	Poll	6923927						
	Postal Ballot (if applicable)							
	Total	6923927	1586	0.0229	1586	0	100.0000	0.0000
Public- Institutions	E-Voting		0	0.0000	0	0	0	0
	Poll	2200						
	Postal Ballot (if applicable)							
	Total	2200	0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting		1115222	47.8190	1115212	10	99.9991	0.0009
	Poll	2332173						
	Postal Ballot (if applicable)							
	Total	2332173	1115222	47.8190	1115212	10	99.9991	0.0009
Total		9258300	1116808	12.0628	1116798	10	99.9991	0.0009
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	1586
Public Insitutions	
Public - Non Insitutions	100

Resolution (10)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				Material Related Party Transaction with EVERON POWER LTD				
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	6923927	1586	0.0229	1586	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total		6923927	1586	0.0229	1586	0	100.0000
Public- Institutions	E-Voting	2200	0	0.0000	0	0	0	0
	Poll							
	Postal Ballot (if applicable)							
	Total		2200	0	0.0000	0	0	0.0000
Public- Non Institutions	E-Voting	2332173	1115222	47.8190	1115212	10	99.9991	0.0009
	Poll							
	Postal Ballot (if applicable)							
	Total		2332173	1115222	47.8190	1115212	10	99.9991
Total		9258300	1116808	12.0628	1116798	10	99.9991	0.0009
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	1586
Public Insitutions	
Public - Non Insitutions	100

Resolution (11)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				Material Related Party Transaction with BEKAE PROPERTIES PRIVATE LTD				
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	6923927	1586	0.0229	1586	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total		6923927	1586	0.0229	1586	0	100.0000
Public- Institutions	E-Voting	2200	0	0.0000	0	0	0	0
	Poll							
	Postal Ballot (if applicable)							
	Total		2200	0	0.0000	0	0	0.0000
Public- Non Institutions	E-Voting	2332173	1115222	47.8190	1115211	11	99.9990	0.0010
	Poll							
	Postal Ballot (if applicable)							
	Total		2332173	1115222	47.8190	1115211	11	99.9990
Total		9258300	1116808	12.0628	1116797	11	99.9990	0.0010
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	1586
Public Insitutions	
Public - Non Insitutions	100

Resolution (12)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				Material Related Party Transaction with QUANTUM LTD				
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		1586	0.0229	1586	0	100.0000	0.0000
	Poll	6923927						
	Postal Ballot (if applicable)							
	Total	6923927	1586	0.0229	1586	0	100.0000	0.0000
Public- Institutions	E-Voting		0	0.0000	0	0	0	0
	Poll	2200						
	Postal Ballot (if applicable)							
	Total	2200	0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting		1115222	47.8190	1115212	10	99.9991	0.0009
	Poll	2332173						
	Postal Ballot (if applicable)							
	Total	2332173	1115222	47.8190	1115212	10	99.9991	0.0009
Total		9258300	1116808	12.0628	1116798	10	99.9991	0.0009
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	1586
Public Insitutions	
Public - Non Insitutions	100

Resolution (13)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				Material Related Party Transaction with KISHORE ELECTRO INFRA PVT Limited				
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	6923927	1586	0.0229	1586	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total		6923927	1586	0.0229	1586	0	100.0000
Public- Institutions	E-Voting	2200	0	0.0000	0	0	0	0
	Poll							
	Postal Ballot (if applicable)							
	Total		2200	0	0.0000	0	0	0.0000
Public- Non Institutions	E-Voting	2332173	1115222	47.8190	1115211	11	99.9990	0.0010
	Poll							
	Postal Ballot (if applicable)							
	Total		2332173	1115222	47.8190	1115211	11	99.9990
Total		9258300	1116808	12.0628	1116797	11	99.9990	0.0010
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	1586
Public Insitutions	
Public - Non Insitutions	100

KRA & ASSOCIATES PRACTICING COMPANY SECRETARIES

PARTNERS

CS R.KANNAN

CS AISHWARYA

SRI SANKARA GURUKRIPA ILLAM

Regd OFF. : No. 6A, 10th Street,
New Colony, Adambakkam,
Chennai - 600 088

E-mail : gkrkgram@yahoo.in
Ph: 044 - 40051764

SCRUTINIZER'S REPORT

[Pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 (4) (xii) of the Companies
[Management & Administration] Rules, 2014]

To:

Chairperson

INDUS FINANCE LIMITED

CIN: L65191TN1992PLC022317

Kothari Buildings, 4th Floor,
114, Mahatma Gandhi Salai,
Nungambakkam,
Chennai - 600034

Dear Sir,

Sub: Scrutinizer's Report on the resolutions passed through electronic means (Event no 240624009) conducted for the 33rd Annual General Meeting (AGM) of INDUS FINANCE LIMITED on 19/07/2024 through video conferencing at the deemed venue i.e., Registered Office of the Company.

We, M/s. KRA & ASSOCIATES, Practicing Company Secretaries having office at No. 6A, 10th Street, New Colony, Adambakkam, Chennai – 600 088 were appointed as the Scrutinizer by the Board of Directors of the Company held at its meeting on 27th May 2024 to scrutinize the remote e-voting process commenced between 09:00 am on 16th July 2024 and ended at 5:00 PM on 18th July 2024 and e-voting during the AGM held through Video Conferencing (VC) as per the framework issued by the Ministry of Corporate Affairs (MCA) vide their General Circular No. 09/2023 & No.2/2022 and 19/2021, and other Circulars issued by MCA in relation to conduct of AGM via VC, read with Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2023/167 dated October 07, 2023 issued by Securities and Exchange Board of India (SEBI) and other circulars issued by SEBI in relation to conduct of AGM via VC hereinafter collectively referred to as ("Circulars"), Regulation 44 of SEBI (Listing Obligation and disclosure Requirements), Regulations, 2015 Secretarial Standard-2 on "General Meetings" issued by the Institute of Company Secretaries of India and other applicable laws and regulations (including any

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statutory modification(s) or re-enactment(s) thereof, for the time being in force) in respect of the Resolutions mentioned in the AGM Notice dated 27th May 2024.

The Management of the Company is responsible to ensure compliance with the requirements of the Companies Act, 2013 and the rules made there under in relation to exercising of voting rights through electronic means on the Resolution(s) as set out in the Notice dated **27th May 2024**.

Responsibility as a Scrutinizer:

Our responsibility, as a Scrutinizer for the E-voting process for the AGM is restricted to make a Scrutinizer's report of the votes cast "in favour" of or "against" the resolution set out in the notice of AGM, based on the reports generated from the e-voting system provided by the Central Depository Services (India) Limited (**CDSL**), the authorised agency engaged by the Company for facilitating remote e-voting and e-voting facilities at the Annual General Meeting. We further confirm the AGM was conducted as per the procedure without any deviations.

In this connection, we submit hereunder the Scrutinizer's Report on the results of voting, through remote e-voting and e-voting at the AGM:

1. The members of the Company as on "Cut-off" date i.e., **12th July 2024**, were entitled to vote on the proposed Ordinary and Special business set out in the AGM Notice. In view of the above, we hereby submit consolidated report on the results of the remote e-voting and e-voting at the AGM in respect of the said resolution as under:

Resolution: 1 – ORDINARY BUSINESS – ORDINARY RESOLUTION:

Adoption of financial statements

Manner of E-Voting	Votes in Favour of Resolution			Votes against Resolution			Invalid votes	
	No. of Members	No. of Votes	% of Votes	No. of Members	No. of Votes	% of Votes	No. of Members	No. of Votes
Remote E-voting	27	6473831	100	1	10	0	0	0
E-voting at the AGM	0	0	0	0	0	0	0	0
Total	27	6473841	100	1	10	0	0	0

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Resolution: 2 – ORDINARY BUSINESS – ORDINARY RESOLUTION:

Declaration of dividend

Manner of E-Voting	Votes in Favour of Resolution			Votes against Resolution			Invalid votes	
	No. of Members	No. of Votes	% of Votes	No. of Members	No. of Votes	% of Votes	No. of Members	No. of Votes
Remote E-voting	27	6473831	100	1	10	0	0	0
E-voting at the AGM	0	0	0	0	0	0	0	0
Total	27	6473841	100	1	10	0	0	0

Resolution: 3 – ORDINARY BUSINESS – ORDINARY RESOLUTION:

Appointment of Dr. Bala V Kutti as Director, liable to retire by rotation

Manner of E-Voting	Votes in Favour of Resolution			Votes against Resolution			Invalid votes	
	No. of Members	No. of Votes	% of Votes	No. of Members	No. of Votes	% of Votes	No. of Members	No. of Votes
Remote E-voting	27	6473831	100	1	10	0	0	0
E-voting at the AGM	0	0	0	0	0	0	0	0
Total	27	6473841	100	1	10	0	0	0

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Resolution: 4 – SPECIAL BUSINESS – ORDINARY RESOLUTION:

Material Related Party Transaction with INDOWIND ENERGY LIMITED

Manner of E-Voting	Votes in Favour of Resolution			Votes against Resolution			Invalid votes	
	No. of Members	No. of Votes	% of Votes	No. of Members	No. of Votes	% of Votes	No. of Members	No. of Votes
Remote E-voting	18	1115112	100	1	10	0	2	1686
E-voting at the AGM	0	0	0	0	0	0	0	0
Total	18	1115112	100	1	10	0	2	1686

Resolution: 5 – SPECIAL BUSINESS – ORDINARY RESOLUTION:

Material Related Party Transaction with SOURA CAPITAL PRIVATE LIMITED

Manner of E-Voting	Votes in Favour of Resolution			Votes against Resolution			Invalid votes	
	No. of Members	No. of Votes	% of Votes	No. of Members	No. of Votes	% of Votes	No. of Members	No. of Votes
Remote E-voting	18	1115112	100	1	10	0	2	1686
E-voting at the AGM	0	0	0	0	0	0	0	0
Total	18	1115112	100	1	10	0	2	1686

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Resolution: 6 – SPECIAL BUSINESS – ORDINARY RESOLUTION:

Material Related Party Transaction with SOURA INVESTMENTS HOLDINGS PRIVATE LIMITED

Manner of E-Voting	Votes in Favour of Resolution			Votes against Resolution			Invalid votes	
	No. of Members	No. of Votes	% of Votes	No. of Members	No. of Votes	% of Votes	No. of Members	No. of Votes
Remote E-voting	17	1115101	100	2	11	0	2	1686
E-voting at the AGM	0	0	0	0	0	0	0	0
Total	17	1115101	100	2	11	0	2	1686

Resolution: 7 – SPECIAL BUSINESS – ORDINARY RESOLUTION:

Material Related Party Transaction with INDUS CAPITAL PRIVATE LTD

Manner of E-Voting	Votes in Favour of Resolution			Votes against Resolution			Invalid votes	
	No. of Members	No. of Votes	% of Votes	No. of Members	No. of Votes	% of Votes	No. of Members	No. of Votes
Remote E-voting	18	1115112	100	1	10	0	2	1686
E-voting at the AGM	0	0	0*	0	0	0	0	0
Total	18	1115112	100	1	10	0	2	1686

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Resolution: 8 – SPECIAL BUSINESS – ORDINARY RESOLUTION:

Material Related Party Transaction with LOYAL CREDIT AND INVESTMENTS LTD

Manner of E-Voting	Votes in Favour of Resolution			Votes against Resolution			Invalid votes	
	No. of Members	No. of Votes	% of Votes	No. of Members	No. of Votes	% of Votes	No. of Members	No. of Votes
Remote E-voting	18	1115112	100	1	10	0	2	1686
E-voting at the AGM	0	0	0	0	0	0	0	0
Total	18	1115112	100	1	10	0	2	1686

Resolution: 9 – SPECIAL BUSINESS – ORDINARY RESOLUTION:

Material Related Party Transaction with INDOWIND POWER PRIVATE LIMITED

Manner of E-Voting	Votes in Favour of Resolution			Votes against Resolution			Invalid votes	
	No. of Members	No. of Votes	% of Votes	No. of Members	No. of Votes	% of Votes	No. of Members	No. of Votes
Remote E-voting	18	1115112	100	1	10	0	2	1686
E-voting at the AGM	0	0	0	0	0	0	0	0
Total	18	1115112	100	1	10	0	2	1686

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Resolution: 10 – SPECIAL BUSINESS – ORDINARY RESOLUTION:

Material Related Party Transaction with EVERON POWER LTD

Manner of E-Voting	Votes in Favour of Resolution			Votes against Resolution			Invalid votes	
	No. of Members	No. of Votes	% of Votes	No. of Members	No. of Votes	% of Votes	No. of Members	No. of Votes
Remote E-voting	18	1115112	100	1	10	0	2	1686
E-voting at the AGM	0	0	0	0	0	0	0	0
Total	18	1115112	100	1	10	0	2	1686

Resolution: 11 – SPECIAL BUSINESS – ORDINARY RESOLUTION:

Material Related Party Transaction with BEKAE PROPERTIES PRIVATE LTD

Manner of E-Voting	Votes in Favour of Resolution			Votes against Resolution			Invalid votes	
	No. of Members	No. of Votes	% of Votes	No. of Members	No. of Votes	% of Votes	No. of Members	No. of Votes
Remote E-voting	17	1115111	100	2	11	0	2	1686
E-voting at the AGM	0	0	0	0	0	0	0	0
Total	17	1115111	100	2	11	0	2	1686

Resolution: 12 – SPECIAL BUSINESS – ORDINARY RESOLUTION:

Material Related Party Transaction with QUANTUM LTD

Manner of E-Voting	Votes in Favour of Resolution			Votes against Resolution			Invalid votes	
	No. of Members	No. of Votes	% of Votes	No. of Members	No. of Votes	% of Votes	No. of Members	No. of Votes
Remote E-voting	18	1115112	100	1	10	0	2	1686
E-voting at the AGM	0	0	0	0	0	0	0	0
Total	18	1115112	100	1	10	0	2	1686

Resolution: 13 – SPECIAL BUSINESS – ORDINARY RESOLUTION:

Material Related Party Transaction with KISHORE ELECTRO INFRA PVT Limited

Manner of E-Voting	Votes in Favour of Resolution			Votes against Resolution			Invalid votes	
	No. of Members	No. of Votes	% of Votes	No. of Members	No. of Votes	% of Votes	No. of Members	No. of Votes
Remote E-voting	17	1115111	100	2	11	0	2	1686
E-voting at the AGM	0	0	0	0	0	0	0	0
Total	17	1115111	100	2	11	0	2	1686

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RESULTS:

We report that two shareholders being a related party to the company erroneously voted for resolutions 4 to 13, hence the vote is treated as Invalid.

Based on the aforesaid results, we report that Resolution Nos. 1,2 & 3 (Ordinary Business & Ordinary Resolution) & 4 - 13 (Special business & Ordinary Resolution) have all been passed with requisite majority.

The Outcome of the 33rd Annual General Meeting may be declared accordingly based on the voting results as reported herein.

Date: 23-07-2024

Place: Chennai

FOR KRA & ASSOCIATES

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R. Kannan

Sr. Partner

M No.: F6718 / CP. No.: 3363

Peer Review No: 5562/2024

UDIN: F006718F000805010

**COUNTERSIGNED BY CHAIRMAN OF THE MEETING
FOR INDUS FINANCE LIMITED**

**Bala Venkat Kutti
Executive Chairman
Din: 00765036**