



Explicit Finance Limited

305 Sohan Commercial Plaza, Opp. Shivsena Office,
Vasai (E), Dist Palghar - 401210.

TEL.: 9320478152

CIN No. L6599 OMH 1994 PLC 076788

Website: www.explicitfinance.net

Email : explicit_finance@rediffmail.com

August 23, 2024

The Manager,

BSE LIMITED

Phiroze Jeejeebhoy Towers

Dalal Street

Mumbai – 400001

BSE Code: 530571

Sub.: Scrutinisers Report and Proceedings

Dear Sir / Madam,

This is to inform you that Extra Ordinary General Meeting of the Company was held on August 23, 2024 at 11.00 a.m. and concluded at 12.00 p.m. at Office No. 305, 3rd Floor, Sohan Commercial Plaza, Opp Shiv Sena Office, Vasai (East), Thane – 401210.

Kindly find enclosed Scrutinisers report for remote e-voting and voting done at the Extra Ordinary General Meeting and proceedings of the Extra Ordinary General Meeting.

Kindly take same on your record.

Thanking you.

Yours faithfully,

For **Explicit Finance Limited**

Gopal Dave

Chairman



VISHAL N. MANSETA (B.Com, A. C. S.)
Practicing Company Secretary

Off. No. 12, B Wing, Smital Avenue, Hatkesh Udyog Nagar Road, Near JP North,
Mira Road (East), Thane - 401107. Mob. : +91 99870 66314, +91 93217 99780
Web : www.vishalmanseta.com Email : vishal_manseta@rediffmail.com / vishal@vishalmanseta.com

To,
The Chairman,
EXPLICIT FINANCE LIMITED,
305, Sohan Commercial Plaza,
Opp. Shivsena Office,
Vasai East,
Thane – 401210

Dear Sir,

Sub.: Consolidated Scrutinizer's Report of E-voting and Poll conducted pursuant to the provisions of Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management & Administration) Rule, 2014

I, Vishal N. Manseta, Practicing Company Secretary, had been appointed as the Scrutinizer by the Board of Directors of **EXPLICIT FINANCE LIMITED** vide resolution dated July 10, 2024. pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management & Administration) Rule, 2014, to conduct the scrutiny of electronic voting process and scrutinizer of poll.

As required under Section 101 and 108 of the Companies Act, 2013, Notice dated July 10, 2024 along with Explanatory Statement under Section 102 of the Companies Act, 2013 were sent to the Shareholders in respect of the Ordinary/Special Resolutions as mentioned below:

Special Business:

1. Regularization of Mr. Nirmal Singh Raju (DIN : 10636825) as an Independent Director of the Company.

passed at the **Extra Ordinary General Meeting of the Company held on August 23, 2024.**

The Company has also availed the e-voting' facility offered by Central Depository Services (India) Limited (CDSL) for conducting e-voting by the Shareholders of the Company.

The e-voting period commenced on Tuesday, August 20, 2024 at 9.00 a.m. and ended on Thursday, August 22, 2024 at 5.00 p.m. and the CDSL e-voting platform was blocked thereafter.

I have scrutinized and reviewed the voting done through electronic means and votes tendered therein and maintained a register in which necessary entries have been made in accordance with the above rules. I have also scrutinized the ballot papers submitted by the members at the meeting.

I now submit my Report as under on the result of the voting through remote e-voting and Poll conducted at EGM in respect of the said Resolutions.

Date of EGM	August 23, 2024
Total number of shareholders on Record Date: Cut-off date for e-voting -	2,487 August 16, 2024
No. of shareholders Present in meeting either in person or through proxy: Promoters and Promoters Group: Public:	3 16
No. of Shareholders attended the meeting through Video Conferencing:	Not Arranged

Agenda –wise

Item No.	Details of the Agenda	Resolution required (Ordinary/Special)	Mode of Voting (Show of hands/Poll/Postal Ballot/E-voting)	Remarks
1.	Regularization of Mr. Nirmal Singh Raju (DIN : 10636825) as an Independent Director of the Company.	Special	E-Voting	The resolution was passed with the requisite majority

The votes casted on above referred resolutions are as under.

Particulars	In favour of the Ordinary/Special Resolution(s)			Against Ordinary/Special Resolution(s)		
	Number of Members	Number of Shares	% of total number of votes cast	Number of Members	Number of Shares	% of total number of votes cast
Regularization of Mr. Nirmal Singh Raju (DIN : 10636825) as an Independent Director of the Company.	17	1,03,957	100.00%	-	-	-

The Chairman of the company may declare the results of the e-voting and Poll.

For **Vishal N. Manseta**
(Practicing Company Secretary)

Vishal N. Manseta
ACS No.: 25183
C.P. No.:8981
PRC : 1584/2021
UDIN : A025183F001031430
Date : 23rd August, 2024
Place : Mumbai



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To
The Manager
The Corporate Relationship Department
BSE Limited,
Phiroze Jeejeebhoy
Towers, Dalal Street,
Mumbai- 400001
Scrip Code: 530571

Subject: Proceedings of Extra Ordinary General Meeting of the Company held on Friday, August 23, 2024 at 11.00 A.M. at the Registered Office of the Company

Dear Sir/Madam,

We wish to inform you that the Extra Ordinary General Meeting ("EGM") of Explicit Finance Limited ("the Company") was held on August 23, 2024 at 11:00 A.M. at the Registered Office of the Company.

Pursuant to Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and disclosure Requirements) Regulations, 2015, please find enclosed herewith the proceedings of the EGM as Annexure A for your kind reference.

Pursuant to Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company will disclose the results of e-voting along with the Scrutinizer's Report to the Stock Exchanges separately.

You are requested to kindly take the above information on record.

Yours faithfully

For **Explicit Finance Limited**

Gopal Dave
Chairman



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Annexure A

1. Date, Time and Venue of the Annual General Meeting:

The Extra Ordinary General Meeting ("AGM") of the Company was held on Friday, August 23, 2024 at the registered office of the Company. The Meeting was commenced at 11:00 A.M. (IST) and concluded at 12:00 P.M. (IST).

2. Proceedings in Brief:

- Mr. Gopal Dave, Director of the Company chaired the proceedings of the Meeting.
- The requisite quorum being present, the Chairman called the meeting to order and welcomed the Shareholders to the Company's EGM.
- The Company Secretary informed that the facility for remote e-voting commenced at 9:00 A.M. on Tuesday, August 20, 2024 and concluded at 5:00 P.M. on Thursday, August 22, 2024. The Company Secretary further informed the Shareholders that Mr. Vishal Manseta, a Company Secretary, was appointed as the scrutinizer to scrutinize the voting through electronic means in a fair and transparent manner.
- The following items of business as set out in the Notice convening the Extra Ordinary General Meeting were commenced for the Members consideration and approval:

Special Business:

1. To approve Regularization of Mr. Nirmal Singh Raju (DIN: 10636825) as an Independent Director of the Company.

The Chairman informed the Shareholders that the results of e-voting shall be disseminated to the Stock Exchanges and uploaded on the website of the Company at www.explicitfinance.net within 48 hours. The Chairman thanked the shareholders for joining the EGM of the Company and declared the meeting as concluded.

For **Explicit Finance Limited**

Gopal Dave
Chairman