



SMART FINSEC LIMITED

(Formerly Known as Kevalin Securities Limited)

Regd. Office : F-88, 2nd Floor, West District Centre, Shivaji Enclave, Rajouri Garden,
Opp. TDI Paragon Mall, New Delhi-110027 Phone : 91-11-25167071, 45004425
E-mail : smartfinsec@gmail.com Website : www.smartfinsec.com
CIN : L74899DL1995PLC063562

September 27, 2023

To,

**BSE Limited,
Phiroze Jeejeebhoy Towers,
Dalal Street, Fort, Mumbai-400001**

Scrip Code: 539494

Sub: Scrutinizer Report and Voting Results of 28th Annual General Meeting (AGM)

Dear Sir /Ma'am

We wish to inform you that the 28th Annual General Meeting of the Members of the Company was held on Tuesday, September 26, 2023, at 11.00 A.M. (IST) through Video Conferencing/ Other Audio Visual Means. In this regard, please find enclosed herewith:

1. Voting Results pursuant to Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
2. Report of Scrutinizer dated, September 27, 2023, pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration), Rules, 2014.

Kindly, take the same on your records.

Thanking You.
Your Sincerely,

For, Smart Finsec Limited

**Rajvinder Kaur
Company Secretary**

General information about company	
Scrip code	539494
Name of the company	Smart Finsec Limited
Type of meeting	AGM
Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot)	26-09-2023

Voting results	
Record date	19-09-2023
Total number of shareholders on record date	8453
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	1
b) Public	45
No. of resolution passed in the meeting	4

Resolution(1)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To receive, consider and adopt the Audited Standalone Financial statements of the company for the financial year ended March 31, 2023, including the Audited Balance Sheet as at March 31, 2023, the statement of Profit and Loss and the Cash Flow Statement for the year ended on that date together with the reports of the Board of Directors and the Auditors thereon.				
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	21639560	21563540	99.6487	21563540	0	100	0
	P o l l							
	Postal Ballot (if applicable)							
	Total		21639560	21563540	99.6487	21563540	0	100
Public-Institutions	E-Voting							
	P o l l							
	Postal Ballot (if applicable)							
	Total							
Public-Non Institutions	E-Voting	8360440	2713122	32.4519	2662812	50310	98.1457	1.8543
	P o l l							
	Postal Ballot (if applicable)							
	Total		8360440	2713122	32.4519	2662812	50310	98.1457
Total		30000000	24276662	80.9222	24226352	50310	99.7928	0.2072
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Resolution(2)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				To appoint a director in place of Mr. Sachit Khera (DIN: 03536957), who retires by rotation and being eligible, offers himself for re-appointment.				
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	21639560	0	0	0	0	0	0
	Poll							
	Postal Ballot (if applicable)							
	Total		21639560	0	0	0	0	0
Public- Institutions	E-Voting							
	Poll							
	Postal Ballot (if applicable)							
	Total							
Public- Non Institutions	E-Voting	8360440	2713122	32.4519	2662812	50310	98.1457	1.8543
	Poll							
	Postal Ballot (if applicable)							
	Total		8360440	2713122	32.4519	2662812	50310	98.1457
Total		30000000	2713122	9.0437	2662812	50310	98.1457	1.8543
Whether resolution is Pass or Not.								Yes
Disclosure of notes on resolution								

Resolution(3)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				To make loan(s) and to give guarantee(s), provide security (ies) or make investment(s) in terms of Section 186 and Section 185 of the Companies Act, 2013.				
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	21639560	0	0	0	0	0	0
	Poll							
	Postal Ballot (if applicable)							
	Total		21639560	0	0	0	0	0
Public-Institutions	E-Voting							
	Poll							
	Postal Ballot (if applicable)							
	Total							
Public- Non Institutions	E-Voting	8360440	2713122	32.4519	2662812	50310	98.1457	1.8543
	Poll							
	Postal Ballot (if applicable)							
	Total		8360440	2713122	32.4519	2662812	50310	98.1457
Total		30000000	2713122	9.0437	2662812	50310	98.1457	1.8543
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Resolution(4)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To Alter Object clause of the Memorandum of Associations of the Company and add Clause III A (5) in the Main Object and insert Clause III B (51) as Objects Incidental or Ancillary to The Attainment of the Main Objects.				
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	21639560	21563540	99.6487	21563540	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total		21639560	21563540	99.6487	21563540	0	100
Public- Institutions	E-Voting							
	Poll							
	Postal Ballot (if applicable)							
	Total							
Public- Non Institutions	E-Voting	8360440	2713122	32.4519	2662812	50310	98.1457	1.8543
	Poll							
	Postal Ballot (if applicable)							
	Total		8360440	2713122	32.4519	2662812	50310	98.1457
Total		30000000	24276662	80.9222	24226352	50310	99.7928	0.2072
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								



CONSOLIDATED SCRUTINIZER'S REPORT

{Pursuant to Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of Companies (Management and Administration) Rules, 2014 read with amendments made thereto and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015}

To

The Chairman

Smart Finfec Limited

CIN: L74899DL1995PLC063562

F-88, West District Centre, Shivaji Enclave, Rajouri Garden,

Opp. TDI Paragon Mall,

New Delhi-110027

Subject: Consolidated Scrutinizer's Report on Remote E-voting conducted prior to the 28th Annual General Meeting (AGM) of Smart Finsec Limited held on Tuesday, September 26, 2023 at 11.00 A.M. (IST) through Video Conferencing ('VC') / Other Audio-Visual means ('OAVM') and E-voting during the AGM.

Dear Sir,

I, Pawan Kumar Mishra, Company Secretary in practice, Proprietor of P. K. Mishra & Associates, had been appointed as Scrutinizer by the Board of Directors of Smart Finsec Limited ("**the Company**") at the meeting of Board of Directors held on Monday, August 28, 2023 for the purpose of scrutinizing the process of voting through electronic means ("**e-voting**") on the resolutions contained in the notice dated 28th August, 2023 ("**Notice**") issued in accordance with General Circular No.14/2020, 17/2020, 20/2020, 02/2021, 19/2021, 21/2021, 2/2022 and 10/2022 dated 8 April 2020, 13 April 2020, 5 May 2020, 13 January, 2021, 8 December, 2021, 14 December, 2021, 5 May, 2022 and 28 December, 2022 respectively issued by Ministry of Corporate Affairs ("MCA"), Government of India (hereinafter referred to as "**MCA Circulars**") and Circular no. SEBI/HO/CFD/PoD/CIR/2023 dated January 5, 2023 issued by Securities and Exchange Board of India ("SEBI") (hereinafter collectively referred to as the "**Circulars**"), calling the 28th Annual General Meeting of its Equity Shareholders ("**the Meeting**"/AGM"). The AGM was convened on Tuesday, September 26, 2023 at 11.00 A. M. (IST) through Video Conferencing ("VC") or Other Audio-Visual Means ("OAVM"). The deemed venue for the meeting was the Registered Office of the Company. In compliance with the MCA Circulars and SEBI Circular dated 5 January, 2023, the Notice along with Annual Report for the F.Y. 2022-23 was sent through electronic mode to those equity shareholders whose email address is registered with the Company / Registrar & Transfer Agent of the Company, NSDL/CDSL.



The said appointment as Scrutinizer is under the provisions of Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014 read with amendments made thereto and Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations') and applicable circulars on the business contained in the Notice of AGM of the Company held on Tuesday, September 26, 2023 at 11.00 A.M. (IST) through Video Conferencing (VC) / Other Audio-Visuals Means (OAVM).

As Scrutinizer, I have to scrutinize:

- (i) process of e-voting remotely, before AGM, using an electronic voting system on the dates referred to in the Notice calling the AGM ("remote e-voting"); and
- (ii) process of e-voting at the Meeting through electronic voting system ("at AGM").

Management's Responsibility

The management of the Company is responsible to ensure compliance with the requirements of (i) the Act and the rules made there under; (ii) the MCA Circulars and (iii) the Securities and Exchange Board of India (Listing Obligations & Disclosure Requirements) Regulations, 2015, ("LODR") relating to e-voting on the resolutions contained in the Notice calling the AGM. The management of the Company is responsible for ensuring a secured frame work and robustness of the electronic voting systems.

Scrutinizer's Responsibility

My responsibility as Scrutinizer for e-voting process (i.e., by remote e-voting and voting at the AGM) is restricted to making a Scrutinizer's Report of the votes cast "in favour" or 'against" the resolutions contained in the Notice, based on the reports generated from the e-voting systems provided by National Securities Depository System Limited (NSDL) engaged by the Company to provide e-voting facility and attendance papers / documents produced to me for my verification.

The Equity Shareholders of the Company as on the "cut-off" date, i.e., Tuesday, 19th September, 2023 were entitled to vote on the resolutions (item nos. 1 to 4 as set out in the Notice calling the AGM).

Remote e-voting process:

- i. The remote e-voting period remained open from Saturday, 23rd September, 2023 (9:00 A. M. IST to Monday, September 25, 2023 (5.00 P.M. IST)
- ii. The Votes cast were unblocked on Tuesday, 26th September, 2023 after the conclusion of the AGM.
- iii. Thereafter, the details containing, interalia, the list of Equity Shareholders who voted "in favour" or "against" on each resolutions that was put to vote was generated and relied upon by me. Data regarding the remote e-voting was scrutinized by me on test check basis.

I am enclosing herewith the following:

1. Consolidated Results of e-voting and voting through VC during the AGM

Report on consolidated results of e-voting and voting through VC during AGM

Based on result of e-voting and voting cast through VC at the Annual General Meeting (AGM) of the members of the **Smart Finsec Limited** held on Tuesday, September 26, 2023 at 11.00 A.M.(IST), Consolidated Results of each item of the agenda as set out in the notice of AGM dated August 28, 2023 is narrated here-in-below;

Item No. 1

Adoption of the Audited Standalone Financial Statement including Balance Sheet and Profit and Loss Account for the Financial Year ended on 31st March, 2023 together with the reports of the Board of Directors and Auditors thereon (As an Ordinary Resolution)

(i) Voted in favour of the resolution:

	Number of Members Voted through Electronic voting System	Number of votes Cast in favour of Resolution	% of total number of valid votes cast
Remote E-voting	121	2,42,25,092	99.9948
E-voting at AGM	1	1,260	0.0052
Total	122	2,42,26,352	100.00

(ii) Voted against the resolution:

	Number of Members Voted through Electronic voting System	Number of votes Cast against the Resolution	% of total number of valid votes cast
Remote E-voting	23	50,300	99.9801
E-voting at AGM	1	10	0.0199
Total	24	5,0310	100.00

(iii) Invalid Votes:

Total number of members whose votes were Declared invalid	Total numbers of votes cast by Them
0	0



Item No.2

Appointment of Mr. Sachit Khara (DIN: 03536957), a director retiring by rotation (As an Ordinary Resolution).

(i) Voted in favour of the resolution:

	Number of Members Voted through Electronic voting System	Number of votes Cast in favour of Resolution	% of total number of valid votes cast
Remote E-voting	117	26,61,552	99.9527
E-voting at AGM	1	1,260	0.0473
Total	118	26,62,812	100.00

(ii) Voted against the resolution:

	Number of Members Voted through Electronic voting System	Number of votes Cast against the Resolution	% of total number of valid votes cast
Remote E-voting	23	50,300	99.9801
E-voting at AGM	1	10	0.0199
Total	24	50,310	100.00

(iii) Invalid Votes:

Total number of members whose votes were Declared invalid	Total numbers of votes cast by Them
0	0

Item No.3

Approval for loan(s) and giving guarantee(s), provide security(ies) or make investment(s) in terms of Section 186 and 185 of the Companies Act, 2013 (As Special Resolution).

(i) Voted in favour of the resolution:

	Number of Members Voted through Electronic voting System	Number of votes Cast in favour of Resolution	% of total number of valid votes cast
Remote E-voting	117	26,61,552	99.9527
E-voting at AGM	1	1,260	0.0473
Total	118	26,62,812	100.00

(ii) Voted against the resolution:

	Number of Members Voted through Electronic voting System	Number of votes Cast against the Resolution	% of total number of valid votes cast
Remote E-voting	23	50,300	99.9801
E-voting at AGM	1	10	0.0199
Total	24	50,310	100.00

(iii) Invalid Votes:

Total number of members whose votes were Declared invalid	Total numbers of votes cast by Them
0	0

Item No.4

Approval for alteration in Object clause of the Memorandum of Association, insertion of (A) Clause IIA (5) in main object clause and (B) insertion of new clause III B (51) in object incidental or Ancillary to the attainment of main clause (As Special Resolution).

(i) Voted in favour of the resolution:

	Number of Members Voted through Electronic voting System	Number of votes Cast in favour of Resolution	% of total number of valid votes cast
Remote E-voting	121	2,42,25,092	99.9948
E-voting at AGM	1	1,260	0.0052
Total	122	2,42,26,352	100.00

(ii) Voted against the resolution:

	Number of Members Voted through Electronic voting System	Number of votes Cast against the Resolution	% of total number of valid votes cast
Remote E-voting	23	50,300	99.9801
E-voting at AGM	1	10	0.0199
Total	24	50,310	100.00

(iii) Invalid Votes:

Total number of members whose votes were Declared invalid	Total numbers of votes cast by Them
0	0

Since the votes cast in favour of the ordinary resolutions for Item no.1 and 2 are more hence, Ordinary Resolutions are deemed to be passed with requisite majority. Since the votes cast in favour of the resolutions are more than 3 times of the votes cast against the special resolutions for Item no.3 and 4. The said Special Resolutions are deemed to be passed with special majority.

1. The e-voting papers and all other relevant records relating to electronic voting shall remain in my safe custody until the Chairman signs the minutes of the Annual General Meeting of the Company and same are handed over the Company Secretary for safe keeping.
2. Restriction on use

The report has been issued at the request of the Company for (i) submission to the Stock Exchange, (ii) to be placed on the website of the Company, (iii) website of NSDL (E-voting Agency) and (iv) any other regulatory purposes. This report is not to be used for any other purpose or to be distributed to any other parties. Accordingly, I do not accept or assume any liability or any duty of care or for any other purpose or to any other party to whom it is shown or into whose hands it may come without my prior permission.

You may accordingly declare the result of the Remote e-voting and voting during AGM.

Thanking you,

Yours faithfully,

**For P. K. Mishra & Associates
Company Secretaries**




**CS PAWAN KUMAR MISHRA
Proprietor
(Scrutinizer)
M. No. FCS-4305
COP No.16222
Date: September 27, 2023
Place: New Delhi**

UDIN: F004305E001096101