

IFL ENTERPRISES LIMITED

CIN: L74110DL2009PLC186958

Registered Office: C-110 G/F Bhola Nath Nagar, Shahdara Delhi – 110032 India
Corporate Office: A-607, Prahladnagar Trade Center Radio Mirchi Road, Vejalpur,
Ahmedabad-380015 Gujarat India

Tel: 7990080239; **e-mail id:** Iflenterprice3@gmail.com

Website: www.iflenterprises.com

To,

Date: 16.01.2024

| | |
|---|-----------------------------------|
| The Manager Listing Department BSE Limited Phiroze Jeejeebhoy Towers Dalal Street, Mumbai 400001. | SCRIP CODE: 540377 SYMBOL: IFL |
|---|-----------------------------------|

Subject: Disclosure of voting results of Postal Ballot under Regulation 30 and 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Dear Sir/Madam,

Pursuant to the provisions of Regulation 30 and 44 of SEBI (Listing obligations and Disclosure Requirements) Regulations, 2015, we wish to inform you that, following resolutions have been passed by the members of the Company with requisite majority on **14th January, 2024** being the last date of e-voting:

1. Increase in authorized share capital of the company and consequential alteration of memorandum of association of the company;
2. To continue the employment of Mr. Kamlesh Kanaiyalal Joshi (DIN: 05141194) after attaining the age of 70 years.

Please find enclosed herewith the following:

1. Voting results as required under regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
2. Report of Scrutinizer dated **16th January, 2024** pursuant to provisions of section 108 and section 110 of the Companies Act, 2013 and read with Companies (Management and Administration) Rules, 2014.

The voting results along with Scrutinizer's Report will also be available on the Company's website www.iflenterprises.com

This is for your information as also for the information of your members and the public at large.

Thanking You

Yours Faithfully

For & on behalf of
IFL Enterprises Limited

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Kamlesh Kanaiyalal Joshi
Managing Director & CFO
DIN: 05141194
Encl: As above

SCRUTINIZER'S REPORT FOR POSTAL BALLOT THROUGH E-VOTING OF
IFL ENTERPRISES LIMITED

To,
The Chairman,
IFL Enterprises Limited
C-110 Ground Floor Bhola Nath Nagar
Shahdara East Delhi -110032

Subject: : Scrutinizer's Report on Postal Ballot Process conducted pursuant to the provisions of Section(s) 108 and 110 of the Companies Act, 2013 read with Rule 20 & 22 of the Companies (Management and Administration) Rules, 2014 as amended from time to time, Secretarial Standard on General Meetings ("SS-2") issued by the Institute of Company Secretaries of India and in terms of General Circular No. 14/2020 dated April 8, 2020, General Circular No. 17/2020 dated April 13, 2020, General Circular No. 22/2020 dated June 15 2020, General Circular No. 33/2020 dated September 28, 2020, General Circular No. 39/2020 dated December 31, 2020, General Circular No. 10/2021 dated June 23, 2021, General Circular No. 20/2021 dated December 8, 2021 and General Circular No. 3/2022 dated May 05, 2022, General Circular No. 11/2022 dated December 28, 2022 and General Circular No. 09/2023 dated September 25, 2023 respectively issued by the Ministry of Corporate Affairs (hereinafter collectively referred to as "MCA Circulars"), and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('the SEBI Listing Regulations').

Dear Sir/Madam,

I, Vivek Rawal, Partner of M/s Vikas Verma and Associates, Practicing Company Secretaries, have been appointed as a Scrutinizer by the Board of Directors of IFL Enterprises Limited for the purpose of monitoring E-voting process, scrutinizing the vote casted and ascertaining the results thereof and report to the chairman, on resolutions contained in the Notice of the Company dated 15th December, 2023 through Postal Ballot (Postal Ballot Notice).

The said appointment as scrutinizer, is under the applicable provisions of the Act read with the Rules made thereunder to scrutinize, in fair and transparent manner, the process of Postal Ballot conducted through e-voting in respect of following Resolution proposed in the Postal Ballot Notice:

| Sr. No. | TYPE OF RESOLUTION | RESOLUTION DESCRIPTION |
|---------|---------------------|---|
| 1. | Ordinary Resolution | Increase in authorized share capital of the company and consequential alteration of memorandum of association of the company: |
| 2. | Special Resolution | To continue the employment of Mr. Kamlesh Kanaiyalal Joshi (DIN: 05141194) after attaining the age of 70 years. |

Office Address:- B-502, 5th Floor, Statesman House, 148, Barakhamba Road, New Delhi

Firm Registration No:- P2012DE081400, Udyog Aadhaar Number:- DL03D0019626

GST No.:- 07AAOFV2342L1ZR, Peer Review Certificate No.899/2020

Off. No.:- 011 43029809, +91 9953573236

Website:- www.vvanda.com



Management's Responsibility

The management of the Company is responsible to ensure compliances with the requirements of the relevant provisions of (i) Companies Act, 2013 and the Rules made thereunder and (ii) the Regulation 44 of Securities and Exchange Board of India (Listing Obligations & Disclosure Requirements) Regulations, 2015, as amended, ["SEBI Listing Regulations"] on the resolutions as set-out in the notice of Postal Ballot.

Scrutinizer's Responsibility

My responsibility as a scrutinizer is restricted to making a Scrutinizer's report of the votes cast by the members in respect of the resolutions contained in the Postal Ballot Notice. My report is based on report generated by voting through electronic means provided by Central Depository Services (India) Limited (CDSL) the authorized agency engaged by the Company to provide voting by electronic means and verification of data provided by Skyline Financial Services Private Limited, Registrar and Transfer Agent of the Company.

I submit my report as under:

1. In terms of Section 108 and Section 110 of Companies Act, 2013 read with rules and SEBI Listing Regulations, 2015, the Company had made arrangement with Central Depository Services (India) Limited ("CDSL") for providing facility of voting through electronic means ("Remote e-voting") to its members.
2. In terms of Section 108 and 110 of Companies Act, 2013 read with rules 20 and 22 of Companies (Management and Administration) Rules, 2014, the Company has dispatched ballot papers to shareholders through e-mail and also provide the facility of remote e-voting. Accordingly, the communication of the assent and dissent of the members had taken place through ballot papers and remote e-voting process only.
3. As per Rule and 20(4) and 22 (3) Companies (Management & Administration) Rules, 2014 the Company published an advertisement on 17th December, 2023 about the dispatch of Postal Ballot Notice in "Financial Express" (English Newspaper) and "Jansatta" (Hindi Newspaper).
4. The members of the Company whose name were recorded in the Register of Members or in the Register of Beneficial owners maintained for it by the depositories (in case of share held in dematerialized form) as on the cut-off date i.e., 08th December, 2023 were entitled to avail the Remote e-voting facility, in respect of resolution set out in the Postal Ballot Notice.
5. In terms of Postal Ballot notice the Remote E-voting commenced on Saturday, 16th December 2023 (09:00 A.M. IST) and ended on Sunday, 14th January, 2024 (05:00 P.M. IST).
6. All votes cast through e-voting during the abovementioned period, were considered for scrutiny and at the end of Remote e-voting period, the remote e-voting facility was blocked by Central Depository Services (India) Limited (CDSL).
7. The votes casted through remote e-voting facility were thereafter unblocked in the presence of two witnesses who were not in the employment of the Company namely Ms. Megha Resident of D-49, Dayanand Block, East Delhi-110092 and Ms. Kanchan Gautam F-69, Gali No. 1, Tajpur Road, Badarpur Border, New Delhi - 110044.


Megha


Kanchan



8. We, have scrutinized and reviewed the remote e-voting and votes tendered therein based on the data downloaded from the Central Depository Services India Limited ("CDSL") e-voting system. After the time fixed for closing of the e-voting i.e., 5:00 P.M. on 14th January, 2024 an electronic report of the e-voting was generated by me by accessing the data available from the website <https://www.evotingindia.com/> of CDSL. Based on such reports generated by CDSL and relied upon by me, data regarding the e-votes was scrutinized on test check basis.
9. The votes cast through remote e-voting were scrutinized by me for verification of votes cast in favour and against the resolution.
10. The particulars of Voting and other requisite details have been entered in a separate register maintained for the purpose.
11. The Result of the scrutiny of the above postal ballot voting through electronic means in respect of passing of the resolutions contained in postal Ballot Notice, is as under:

Item No. 1: Ordinary Resolution

Increase in authorized share capital of the company and consequential alteration of memorandum of association of the company:

1. Voted in Favour of the resolution:

| Particulars | Number of members who voted | Number of votes cast by them | % of total number of valid votes cast |
|------------------------|-----------------------------|------------------------------|---------------------------------------|
| Postal Ballot received | NIL | NIL | NIL |
| Electronic(e-voting) | 159 | 38612954 | 99.31% |
| Total | 159 | 38612954 | 99.31% |

2. Voted against the resolution:

| Particulars | Number of members who voted | Number of votes cast by them | % of total number of valid votes cast |
|------------------------|-----------------------------|------------------------------|---------------------------------------|
| Postal Ballot received | NIL | NIL | NIL |
| Electronic(e-voting) | 26 | 269070 | 0.69% |
| Total | 26 | 269070 | 0.69% |

3. Invalid Votes:

| Particulars | Total number of members whose votes were declared invalid | Total number of votes cast by them |
|------------------------|---|------------------------------------|
| Postal Ballot received | NA | NA |
| Electronic(e-voting) | NA | NA |
| Total | NA | NA |



Item No. 2: Special Resolution

To continue the employment of Mr. Kamlesh Kanaiyalal Joshi (DIN: 05141194) after attaining the age of 70 years.

1. Voted in Favour of the resolution:

| Particulars | Number of members who voted | Number of votes cast by them | % of total number of valid votes cast |
|------------------------|-----------------------------|------------------------------|---------------------------------------|
| Postal Ballot received | NIL | NIL | NIL |
| Electronic(e-voting) | 140 | 38691137 | 99.51% |
| Total | 140 | 38691137 | 99.51% |

2. Voted against the resolution

| Particulars | Number of members who voted | Number of votes cast by them | % of total number of valid votes cast |
|------------------------|-----------------------------|------------------------------|---------------------------------------|
| Postal Ballot received | NIL | NIL | NIL |
| Electronic(e-voting) | 44 | 190886 | 0.49% |
| Total | 44 | 190886 | 0.49% |

3. Invalid Votes:

| Particulars | Total number of members whose votes were declared invalid | Total number of votes cast by them |
|------------------------|---|------------------------------------|
| Postal Ballot received | NA | NA |
| Electronic(e-voting) | NA | NA |
| Total | NA | NA |

Based on data furnished to me and verified by me as above, the aforesaid resolutions contained in postal ballot Notice have been carried on with the requisite majority.

The remote e-voting register and other records shall remain in my safe custody until the Chairman of the meeting considers, approves and signs the minutes in this regard and thereafter it will be handed over to the Compliance Officer for safe keeping.

Thanking you
Yours faithfully

For & on behalf of
Vikas Verma & Associates
(Company Secretaries)
(FRN: P2012DE081400)

Vivek Rawal
(Partner)
M No.: A43231
COP: 22687
UDIN: A043231E003223023

Date: 16.01.2024
Place: New Delhi

K K Joshi
Counter Sign:
Kamlesh Kanaiyalal Joshi
Chairman

| General information about company | |
|---|-------------------------|
| Scrp code | 540377 |
| NSE Symbol | NOTLISTED |
| MSEI Symbol | NOTLISTED |
| ISIN | INE714U01024 |
| Name of the company | IFL ENTERPRISES LIMITED |
| Type of meeting | Postal Ballot |
| Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot) | 14-01-2024 |
| Start time of the meeting | |
| End time of the meeting | |

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| Scrutinizer Details | |
|---|--------------------------|
| Name of the Scrutinizer | Vivek Rawal |
| Firms Name | Vikas Verma & Associates |
| Qualification | CS |
| Membership Number | A43231 |
| Date of Board Meeting in which appointed | 15-12-2023 |
| Date of Issuance of Report to the company | 16-01-2024 |

| Voting results | |
|--|------------|
| Record date | 08-12-2023 |
| Total number of shareholders on record date | 40912 |
| No. of shareholders present in the meeting either in person or through proxy | |
| a) Promoters and Promoter group | |
| b) Public | |
| No. of shareholders attended the meeting through video conferencing | |
| a) Promoters and Promoter group | |
| b) Public | |
| No. of resolution passed in the meeting | 2 |
| Disclosure of notes on voting results | |

| Resolution(1) | | | | | | | | |
|--|-------------------------------|--------------------|---|---|--------------------------|------------------------|--------------------------------------|------------------------------------|
| Resolution required: (Ordinary / Special) | | | Ordinary | | | | | |
| Whether promoter/promoter group are interested in the agenda/resolution? | | | No | | | | | |
| Description of resolution considered | | | INCREASE IN AUTHORIZED SHARE CAPITAL OF THE COMPANY AND CONSEQUENTIAL ALTERATION OF MEMORANDUM OF ASSOCIATION OF THE COMPANY. | | | | | |
| 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 | 5655006 | 0 | 0 | 0 | 0 | 0 | 0 |
| | Poll | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Postal Ballot (if applicable) | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Total | 5655006 | 0 | 0 | 0 | 0 | 0 | 0 |
| Public- Institutions | E-Voting | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| | Poll | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Postal Ballot (if applicable) | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Total | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| Public- Non Institutions | E-Voting | 244481305 | 38882024 | 15.9039 | 38612954 | 269070 | 99.308 | 0.692 |
| | Poll | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Postal Ballot (if applicable) | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Total | 244481305 | 38882024 | 15.9039 | 38612954 | 269070 | 99.308 | 0.692 |
| Total | | 250136311 | 38882024 | 15.5443 | 38612954 | 269070 | 99.308 | 0.692 |
| Whether resolution is Pass or Not. | | | | | | | Yes | |
| Disclosure of notes on resolution | | | | | | | | |

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

| Resolution(2) | | | | | | | | |
|--|-------------------------------|--------------------|---------------------|---|--------------------------|------------------------|--------------------------------------|------------------------------------|
| Resolution required: (Ordinary / Special) | | | | Special | | | | |
| Whether promoter/promoter group are interested in the agenda/resolution? | | | | No | | | | |
| Description of resolution considered | | | | TO CONTINUE THE EMPLOYMENT OF MR. KAMLESH KANAIYALAL JOSHI (DIN: 05141194) AFTER ATTAINING THE AGE OF 70 YEARS. | | | | |
| 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 | 5655006 | 0 | 0 | 0 | 0 | 0 | 0 |
| | Poll | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Postal Ballot (if applicable) | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Total | | 5655006 | 0 | 0 | 0 | 0 | 0 |
| Public- Institutions | E-Voting | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| | Poll | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Postal Ballot (if applicable) | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Total | | 0 | 0 | 0 | 0 | 0 | 0 |
| Public- Non Institutions | E-Voting | 244481305 | 38882023 | 15.9039 | 38691137 | 190886 | 99.5091 | 0.4909 |
| | Poll | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Postal Ballot (if applicable) | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Total | | 244481305 | 38882023 | 15.9039 | 38691137 | 190886 | 99.5091 |
| Total | | 250136311 | 38882023 | 15.5443 | 38691137 | 190886 | 99.5091 | 0.4909 |
| Whether resolution is Pass or Not. | | | | | | | Yes | |
| Disclosure of notes on resolution | | | | | | | | |

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

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