

October 01, 2021

The National Stock Exchange of India Ltd.
Corporate Communications Department
"Exchange Plaza", 5th Floor,
Bandra-Kurla Complex, Bandra (East),
Mumbai - 400051

BSE Limited
Corporate Services Department
Phiroze Jeejeebhoy Towers
Dalal Street, Mumbai – 400 001

Scrip Symbol: RELIGARE

Scrip Code: 532915


Sub: Voting Results and Scrutinizer Report of the 37th Annual General Meeting of Religare Enterprises Limited ("the Company")

Dear Sir(s),

Please find enclosed herewith the Voting Results as required under Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 **and** the Consolidated Report of the Scrutinizer pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 for the voting of 37th Annual General Meeting of Religare Enterprises Limited which was held on Wednesday, September 29, 2021 at 04.00 P.M. (IST) through video conferencing/other audio visual means.

This is for your information and records.

**Thanking You,
For Religare Enterprises Limited**


Reena Jayara
Company Secretary
Encl. a/a



	RELIGARE ENTERPRISES LIMITED
Date of the AGM/EGM	September 29, 2021
Total number of shareholders on record date	58360
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group:	Not Applicable
Public:	Not Applicable
No. of Shareholders attended the meeting through Video Conferencing	
Promoters and Promoter Group:	0
Public:	159

Resolution No.	1									
Resolution required: (Ordinary/ Special)	<p>ORDINARY - To receive, consider and adopt:</p> <p>a. the Audited Financial Statements of the Company for the financial year ended March 31, 2021, including Balance Sheet as at March 31, 2021, the Statement of Profit and Loss and Cash Flow Statement for the year ended on that date together with the Reports of the Board of Directors and the Auditors thereon; and</p> <p>b. the Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2021, including Balance Sheet as at March 31, 2021, the Statement of Profit and Loss and Cash Flow Statement for the year ended on that date together with the Report of the Auditors thereon.</p>									
Whether promoter/ promoter group are interested in the agenda/resolution?	No									
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100	Votes Invalid (Refer Note at the end)	Votes Abstained
Promoter and Promoter Group	E-Voting	0	0	0.0000	0	0	0.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		0	0.0000	0	0	0.0000	0.0000	0	0
Public- Institutions	E-Voting	69,049,767	39,051,700	56.5559	38,834,772	216,928	99.4445	0.5555	0	12,818,331
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		39,051,700	56.5559	38,834,772	216,928	99.4445	0.5555	0	12818331
Public- Non Institutions	E-Voting	274,005,046	165,009,420	60.2213	164,237,077	772,343	99.5319	0.4681	25,000,000	104
	Poll		15,002	0.0055	15,002	0	100.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		165,024,422	60.2268	164,252,079	772,343	99.5320	0.4680	25,000,000	104
Total		343,054,813	204,076,122	59.4879	203,086,851	989,271	99.5152	0.4848	25,000,000	12818435

Note: Votes casted by RHC Finance Pvt Limited (an erstwhile Promoter Group Company) on 2,50,00,000 Preference Shares have been considered as In-valid pursuant to the Order dated September 29, 2021 of Hon'ble National Company Law Tribunal, New Delhi Principal Bench ("NCLT") [Item No. 103; Appeal No. 656/59/PB/2019; in the matter of Religare Enterprises Limited Vs. Malvinder Mohan Singh & Ors.]



Resolution No.	2									
Resolution required: (Ordinary/ Special)	ORDINARY - To appoint a Director in place of Dr. Rashmi Saluja (DIN: 01715298), who retires by rotation and being eligible, offers herself for re-appointment.									
Whether promoter/ promoter group are interested in the agenda/resolution?	No									
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100	Votes Invalid (Refer Note at the end)	Votes Abstained
Promoter and Promoter Group	E-Voting	0	0	0.0000	0	0	0.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		0	0.0000	0	0	0.0000	0.0000	0	0
Public- Institutions	E-Voting	69,049,767	51,870,031	75.1198	39,051,700	12,818,331	75.2876	24.7124	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		51,870,031	75.1198	39,051,700	12,818,331	75.2876	24.7124	0	0
Public- Non Institutions	E-Voting	274,005,046	165,009,370	60.2213	164,236,476	772,894	99.5316	0.4684	25,000,000	55
	Poll		15,002	0.0055	15,002	0	100.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		165,024,372	60.2268	164,251,478	772,894	99.5316	0.4684	25,000,000	55
Total		343,054,813	216,894,403	63.2244	203,303,178	13,591,225	93.7337	6.2663	25,000,000	55

Note: Votes casted by RHC Finance Pvt Limited (an erstwhile Promoter Group Company) on 2,50,00,000 Preference Shares have been considered as In-valid pursuant to the Order dated September 29, 2021 of Hon'ble National Company Law Tribunal, New Delhi Principal Bench ("NCLT") [Item No. 103; Appeal No. 656/59/PB/2019; in the matter of Religare Enterprises Limited Vs. Malvinder Mohan Singh & Ors.]



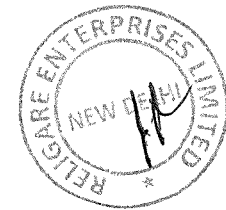
Resolution No.	3									
Resolution required: (Ordinary/ Special)	ORDINARY - To appoint M/s. S.P. Chopra & Co. as Statutory Auditors a) To fill the casual vacancy b) For a period of three years and to fix their remuneration									
Whether promoter/ promoter group are interested in the agenda/resolution?	No									
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100	Votes Invalid (Refer Note at the end)	Votes Abstained
Promoter and Promoter Group	E-Voting	0	0	0.0000	0	0	0.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		0	0.0000	0	0	0.0000	0.0000	0	0
Public- Institutions	E-Voting	69,049,767	39,051,700	56.5559	39,051,700	0	100.0000	0.0000	0	12,818,331
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		39,051,700	56.5559	39,051,700	0	100.0000	0.0000	0	12,818,331
Public- Non Institutions	E-Voting	274,005,046	165,009,421	60.2213	164,236,958	772,463	99.5319	0.4681	25,000,000	54
	Poll		15,002	0.0055	15,002	0	100.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		165,024,423	60.2268	164,251,960	772,463	99.5319	0.4681	25,000,000	54
Total		343,054,813	204,076,123	59.4879	203,303,660	772,463	99.6215	0.3785	25,000,000	12,818,385

Note: Votes casted by RHC Finance Pvt Limited (an erstwhile Promoter Group Company) on 2,50,00,000 Preference Shares have been considered as In-valid pursuant to the Order dated September 29, 2021 of Hon'ble National Company Law Tribunal, New Delhi Principal Bench ("NCLT") [Item No. 103; Appeal No. 656/59/PB/2019; in the matter of Religare Enterprises Limited Vs. Malvinder Mohan Singh & Ors.]



Resolution No.	4									
Resolution required: (Ordinary/ Special)	ORDINARY - To appoint Dr. Vijay Shankar Madan (DIN: 00806142), as Non-Executive Independent Director of the Company for a term of 5 consecutive years.									
Whether promoter/ promoter group are interested in the agenda/resolution?	No									
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100	Votes Invalid (Refer Note at the end)	Votes Abstained
Promoter and Promoter Group	E-Voting	0	0	0.0000	0	0	0.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		0	0.0000	0	0	0.0000	0.0000	0	0
Public- Institutions	E-Voting	69,049,767	39,051,700	56.5559	39,051,700	0	100.0000	0.0000	0	12,818,331
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		39,051,700	56.5559	39,051,700	0	100.0000	0.0000	0	12818331
Public- Non Institutions	E-Voting	274,005,046	165,009,417	60.2213	164,237,074	772,343	99.5319	0.4681	25,000,000	107
	Poll		15,002	0.0055	15,002	0	100.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		165,024,419	60.2268	164,252,076	772,343	99.5320	0.4680	25,000,000	107
Total		343,054,813	204,076,119	59.4879	203,303,776	772,343	99.6215	0.3785	25,000,000	12818438

Note: Votes casted by RHC Finance Pvt Limited (an erstwhile Promoter Group Company) on 2,50,00,000 Preference Shares have been considered as In-valid pursuant to the Order dated September 29, 2021 of Hon'ble National Company Law Tribunal, New Delhi Principal Bench ("NCLT") [Item No. 103; Appeal No. 656/59/PB/2019; in the matter of Religare Enterprises Limited Vs. Malvinder Mohan Singh & Ors.]



Resolution No.	5									
Resolution required: (Ordinary/ Special)	ORDINARY - To appoint Mr. Hamid Ahmed (DIN: 09032137), as Non-Executive Independent Director of the Company for a term of 5 consecutive years.									
Whether promoter/ promoter group are interested in the agenda/resolution?	No									
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100	Votes Invalid (Refer Note at the end)	Votes Abstained
Promoter and Promoter Group	E-Voting	0	0	0.0000	0	0	0.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		0	0.0000	0	0	0.0000	0.0000	0	0
Public- Institutions	E-Voting	69,049,767	39,051,700	56.5559	39,051,700	0	100.0000	0.0000	0	12,818,331
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		39,051,700	56.5559	39,051,700	0	100.0000	0.0000	0	12,818,331
Public- Non Institutions	E-Voting	274,005,046	165,009,417	60.2213	164,237,029	772,388	99.5319	0.4681	25,000,000	107
	Poll		15,002	0.0055	15,002	0	100.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		165,024,419	60.2268	164,252,031	772,388	99.5320	0.4680	25,000,000	107
Total		343,054,813	204,076,119	59.4879	203,303,731	772,388	99.6215	0.3785	25,000,000	12,818,438

Note: Votes casted by RHC Finance Pvt Limited (an erstwhile Promoter Group Company) on 2,50,00,000 Preference Shares have been considered as In-valid pursuant to the Order dated September 29, 2021 of Hon'ble National Company Law Tribunal, New Delhi Principal Bench ("NCLT") [Item No. 103; Appeal No. 656/59/PB/2019; in the matter of Religare Enterprises Limited Vs. Malvinder Mohan Singh & Ors.]



Resolution No.	6									
Resolution required: (Ordinary/ Special)	SPECIAL - To approve revision of remuneration of Dr. Rashmi Saluja (DIN: 01715298), Executive Chairperson of the Company									
Whether promoter/ promoter group are interested in the agenda/resolution?	No									
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100	Votes Invalid (Refer Note at the end)	Votes Abstained
Promoter and Promoter Group	E-Voting	0	0	0.0000	0	0	0.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		0	0.0000	0	0	0.0000	0.0000	0	0
Public- Institutions	E-Voting	69,049,767	51,870,031	75.1198	38,301,700	13,568,331	73.8417	26.1583	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		51,870,031	75.1198	38,301,700	13,568,331	73.8417	26.1583	0	0
Public- Non Institutions	E-Voting	274,005,046	165,009,369	60.2213	163,781,411	1,227,958	99.2558	0.7442	25,000,000	105
	Poll		15,002	0.0052	15,002	0	100.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		165,024,371	60.2265	163,796,413	1,227,958	99.2559	0.7441	25,000,000	105
Total	343,054,813	216,894,402	63.2244	202,098,113	14,796,289	93.1781	6.8219	25,000,000	105	

Note: Votes casted by RHC Finance Pvt Limited (an erstwhile Promoter Group Company) on 2,50,00,000 Preference Shares have been considered as In-valid pursuant to the Order dated September 29, 2021 of Hon'ble National Company Law Tribunal, New Delhi Principal Bench ("NCLT") [Item No. 103; Appeal No. 656/59/PB/2019; in the matter of Religare Enterprises Limited Vs. Malvinder Mohan Singh & Ors.]



Resolution No.	7									
Resolution required: (Ordinary/ Special)	SPECIAL - To approve the Retention Payout of Dr. Rashmi Saluja (DIN: 01715298), Executive Chairperson of the Company. (Please refer to the Addendum dated September 17, 2021 to the Notice of AGM).									
Whether promoter/ promoter group are interested in the agenda/resolution?	No									
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100	Votes Invalid (Refer Note at the end)	Votes Abstained
Promoter and Promoter Group	E-Voting	0	0	0.0000	0	0	0.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		0	0.0000	0	0	0.0000	0.0000	0	0
Public- Institutions	E-Voting	69,049,767	51,870,031	75.1198	38,301,700	13,568,331	73.8417	26.1583	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		51,870,031	75.1198	38,301,700	13,568,331	73.8417	26.1583	0	0
Public- Non Institutions	E-Voting	274,005,046	165,009,421	60.2213	163,781,908	1,227,513	99.2561	0.7439	25,000,000	54
	Poll		15,002	0.0055	15,002	0	100.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		165,024,423	60.2268	163,796,910	1,227,513	99.2562	0.7438	25,000,000	54
Total		343,054,813	216,894,454	63.2244	202,098,610	14,795,844	93.1783	6.8217	25,000,000	54

Note: Votes casted by RHC Finance Pvt Limited (an erstwhile Promoter Group Company) on 2,50,00,000 Preference Shares have been considered as In-valid pursuant to the Order dated September 29, 2021 of Hon'ble National Company Law Tribunal, New Delhi Principal Bench ("NCLT") [Item No. 103; Appeal No. 656/59/PB/2019; in the matter of Religare Enterprises Limited.Vs. Malvinder Mohan Singh & Ors.]





Date: 1st October 2021

CONSOLIDATED SCRUTINIZER'S REPORT

[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies
(Management and Administration) Rules, 2014]

To,
The Chairperson
Religare Enterprises Limited
1st Floor, P-14, 45/90, P- Block,
Connaught Place, New Delhi – 110001

[CIN:L74899DL1984PLC146935]

Dear Madam,

Sub: Consolidated Scrutinizer's Report on Remote e-Voting and e-Voting conducted pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by Companies (Management and Administration) Amendment Rules, 2015 for the 37th Annual General Meeting of Religare Enterprises Limited, for the Financial Year 2020-21, held on Wednesday, September 29, 2021 at 4:00 P.M. (IST) through Video Conferencing (VC) / Other Audio Visual Means (OVAM)

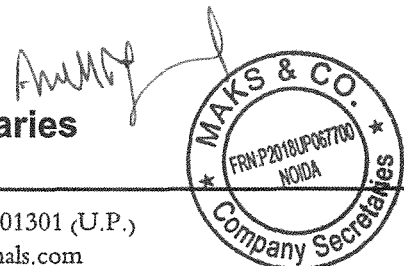
I, Ankush Agarwal, Partner (Membership No. F9719 & COP. No. 14486) of M/s. MAKS & Co., Practicing Company Secretaries (FRN : P2018UP067700), have been appointed as the Scrutinizer by the Board of Directors vide its resolution dated August 12, 2021, pursuant to Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014 ("the Rules"), as amended to conduct the **Remote e-Voting and e-Voting process** in respect of the below mentioned resolutions proposed at the 37th Annual General Meeting ("AGM") of Religare Enterprises Limited ("the Company"), held on Wednesday, September 29, 2021 at 4:00 P.M. (IST) through Video Conferencing / Other Audio Visual Means ("VC/OAVM").

The Management of the Company is responsible to ensure the compliances of the Act, and Rules thereof on the resolutions contained in the Notice dated August 28, 2021 of the AGM read with Addendum dated September 17, 2021 to the Notice of the AGM ("AGM Notice"). My responsibilities as scrutinizer is restricted to make a Scrutinizer's Report of the e-votes cast 'For' or 'Against' on the resolutions stated in the Notice.

Report on scrutiny:

1. The AGM Notice was circulated by the Company to the shareholders whose email addresses are registered with the Company/Depositories for convening of AGM of the Company on Wednesday, September 29, 2021 at 4.00 P.M. (IST) through VC / OAVM to transact the businesses, as set out in the AGM Notice, as stated above, in compliance with the applicable provisions of the Act and Rules framed thereunder and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with General Circulars No. 20/2020 dated May 05, 2020 read with General Circular No. 14/2020 dated April 08, 2020 and General Circular No. 17/2020 dated April 13, 2020 and General

MAKS & CO., Company Secretaries
(Firm Regn. No.: P2018UP067700)






Circular No. 02/2021 dated January 13, 2021 issued by the Ministry of Corporate Affairs (hereinafter collectively referred to as "MCA Circulars") read with Circular number SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020 and Circular number SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021 issued by the Securities and Exchange Board of India ("SEBI") (hereinafter collectively referred to as "the Circulars") permitting the Companies to hold General Meetings without the physical presence of Members at a common venue. The dispatch of the Notice of AGM through e-mails was completed on Monday, September 06, 2021. Also the dispatch of Addendum to the Notice of the 37th AGM through e-mails was completed on Saturday, September 18, 2021.

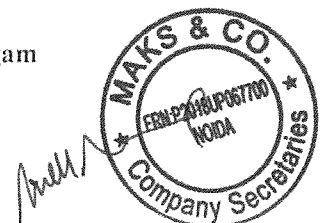
2. Notes annexed with the Notice of 37th AGM of the Company provides that due to non-payment of dividend by the Company for last two years on 0.01% 2,50,00,000 Non-cumulative Non-convertible Redeemable Preference Shares ("Preference Shares") of face value of Rs. 10/- (Rupees Ten) each, the shareholders holding aforesaid Preference Shares of the Company as on Cut-off Date will also be entitled to vote on the resolution mentioned in the AGM Notice in proportion to the Preference Shares held by them. However, as informed to Shareholders during the AGM, the Company has provided us a copy of the Order dated September 29, 2021 of Hon'ble National Company Law Tribunal, New Delhi Principal Bench ("NCLT"), [Item No. 103; Appeal No. 656/59/PB/2019; in the matter of Religare Enterprises Limited Vs. Malvinder Mohan Singh & Ors.] on September 29, 2021.

The Order delivered by the Hon'ble NCLT provide details with respect to an application filed by the Company for cancellation of aforesaid Preference Shares issued to RHC Finance Private Limited ("RHC Finance") and suspension of voting rights on same. On hearing, the Hon'ble NCLT ordered Status quo on the respondents to restrain them for exercising their voting power with the resolution, until the further orders of this bench. Accordingly, since Hon'ble NCLT has restrained RHC Finance from exercising voting power on said Preference Shares, votes casted by RHC Finance for these Preference Shares have been considered as invalid. Copy of the Order of Hon'ble NCLT can be accessed from the Hon'ble NCLT website <https://nclt.gov.in/>.

3. The Company had availed the Remote e-Voting and e-Voting facility offered by M/s.KFin Technologies Private Limited ("RTA" or "KFintech") Registrar and Transfer Agent and Agency authorized under the Rule, for conducting Remote e-Voting/ e-Voting by the Shareholders of the Company.
3. The Remote e-Voting period commenced from Friday, September 24, 2021 (1.00 P.M. IST) and ended on Tuesday, September 28, 2021 (5.00 P.M. IST) and at the end of Remote e-Voting period, Remote e-Voting portal of service provider was blocked forthwith.
4. Members who had not casted their vote by Remote e-Voting were allowed to do e-Voting at the AGM.
5. The Equity Shareholders holding shares as on Cut-off Date i.e. Wednesday, September 22, 2021, were entitled to vote on the resolutions stated in the AGM Notice of the Company.
6. After the closure of e-Voting at the AGM, the report on e-Voting done at the AGM and the votes cast under Remote e-Voting facility prior to the AGM were unblocked in the presence of two witnesses. Ms. Prachi Sharma and Ms. Sakshi Nigam, who are not in the employment of the Company and/or KFintech. They have signed below in confirmation of the same.


Ms. Prachi Sharma


Ms. Sakshi Nigam





7. I have scrutinized and reviewed the Remote e-Voting prior and e-Voting during the AGM and votes cast therein based on the data downloaded from the e-Voting System of KFintech.
8. I now submit my Consolidated Report as under on the result of the Remote e-Voting and e-Voting in respect of the following resolutions.

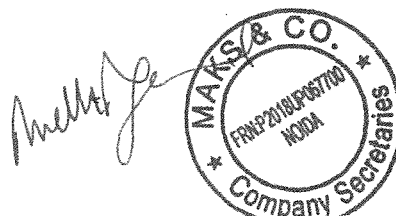
S. No.	Type of Resolution	Particulars
1	Ordinary Resolution	To receive, consider and adopt: (a) the Audited Financial Statements of the Company for the financial year ended March 31, 2021 including Balance Sheet as at March 31, 2021, the Statement of Profit and Loss and Cash Flow Statement for the year ended on that date together with the Reports of the Board of Directors and the Auditors thereon. (b) the Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2021 including Balance Sheet as at March 31, 2021, the Statement of Profit and Loss and Cash Flow Statement for the year ended on that date together with the Report of the Auditors thereon.
2	Ordinary Resolution	To appoint a Director in place of Dr. Rashmi Saluja (DIN: 01715298), who retires by rotation and being eligible, offers herself for re-appointment.
3	Ordinary Resolution	To appoint Statutory Auditors, M/s. S. P. Chopra & Co., Chartered Accountants (FRN 000346N) and to fix their remuneration. (a) To fill the casual vacancy to hold office from August 12, 2021, until the conclusion of this 37 th Annual General Meeting of the Company; and (b) To hold office for a period of three years, from the conclusion of this 37 th Annual General Meeting until the conclusion of the 40 th Annual General Meeting of the Company to be held in the year 2024.
4	Ordinary Resolution	To approve appointment of Dr. Vijay Shankar Madan as Non-Executive Independent Director of the Company for a term of 5 consecutive years.
5	Ordinary Resolution	To approve appointment of Mr. Hamid Ahmed as Non-Executive Independent Director of the Company for a term of 5 consecutive years.
6	Special Resolution	To approve revision of remuneration of Dr. Rashmi Saluja (DIN: 01715298), Executive Chairperson of the Company.
7	Special Resolution	To approve the Retention Payout of Dr. Rashmi Saluja (DIN: 01715298), Executive Chairperson of the Company.

CONSOLIDATED REPORT ON RESULT OF VOTING THROUGH REMOTE E-VOTING PRIOR AND E-VOTING DURING THE AGM IS AS UNDER:

ITEM NO. 1: ORDINARY RESOLUTION

To receive, consider and adopt:

- (a) the Audited Financial Statements of the Company for the financial year ended March 31, 2021 including Balance Sheet as at March 31, 2021, the Statement of Profit and Loss and Cash Flow Statement for the year ended on that date together with the Reports of the Board of Directors and the Auditors thereon.





(b) the Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2021 including Balance Sheet as at March 31, 2021, the Statement of Profit and Loss and Cash Flow Statement for the year ended on that date together with the Report of the Auditors thereon.

(i) Voted in **favour** of the resolution:

Number of Members voted	Number of valid Votes Cast by them	% of total number of valid votes cast
408	203086851	99.52

(ii) Voted **against** the resolution:

Number of Members voted	Number of valid Votes Cast by them	% of total number of valid votes cast
12	989271	0.48

(iii) Votes **invalid**:

Number of Members whose votes were declared invalid	Number of Invalid Votes Cast by them
1 ¹	25000000

Note:

1. Voting by RHC Finance on other than aforesaid 25000000 Preference Shares were counted as valid Votes Cast; and
2. 3 Members holding 12818435 Shares abstained from voting on the Resolution No. 1 and therefore these shares (i.e. 12818435 Shares) were not considered for reckoning valid votes.

ITEM NO. 2: ORDINARY RESOLUTION

To appoint a Director in place of Dr. Rashmi Saluja (DIN: 01715298), who retires by rotation and being eligible, offers herself for re-appointment.

(i) Voted in **favour** of the resolution:

Number of Members voted	Number of valid Votes Cast by them	% of total number of valid votes cast
408	203303178	93.73

(ii) Voted **against** the resolution:

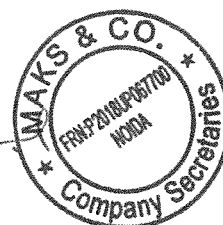
Number of Members voted	Number of valid Votes Cast by them	% of total number of valid votes cast
13	13591225	6.27

(iii) Votes **invalid**:

Number of Members whose votes were declared invalid	Number of Invalid Votes Cast by them
1 ²	25000000

¹Please refer point no. 2. of 'Report on Scrutiny' section of this Report.

²Please refer point no. 2. of 'Report on Scrutiny' section of this Report.





Note:

1. Voting by RHC Finance other than on aforesaid 25000000 Preference Shares were counted as valid Votes Cast;
2. 2 Members holding 55 Shares abstained from voting on the Resolution No. 2 and therefore these shares (i.e. 55 Shares) were not considered for reckoning valid votes; and
3. 2 Members voted less by 99 Shares on the Resolution No. 2 than the shares they held and therefore these shares (i.e. 99 Shares) were not considered for reckoning valid votes.

ITEM NO. 3: ORDINARY RESOLUTION

To appoint Statutory Auditors, M/s. S. P. Chopra & Co., Chartered Accountants (FRN 000346N) and to fix their remuneration.

- (a) To fill the casual vacancy to hold office from August 12, 2021, until the conclusion of this 37th Annual General Meeting of the Company; and
- (b) To hold office for a period of three years, from the conclusion of this 37th Annual General Meeting until the conclusion of the 40th Annual General Meeting of the Company to be held in the year 2024.

(i) Voted in favour of the resolution:

Number of Members voted	Number of valid Votes Cast by them	% of total number of valid votes cast
410	203303660	99.62

(ii) Voted against the resolution:

Number of Members voted	Number of valid Votes Cast by them	% of total number of valid votes cast
11	772463	0.38

(iii) Votes invalid:

Number of Members whose votes were declared invalid	Number of Invalid Votes Cast by them
1 ³	25000000

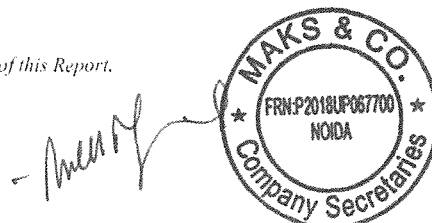
Note:

1. Voting by RHC Finance other than on aforesaid 25000000 Preference Shares were counted as valid Votes Cast;
2. 2 Members holding 12818385 Shares abstained from voting on the Resolution No. 3 and therefore these shares (i.e. 12818385 Shares) were not considered for reckoning valid votes; and
3. 1 Member voted less by 49 Shares on the Resolution No. 3 than the shares he held and therefore these shares (i.e. 49 Shares) were not considered for reckoning valid votes.

ITEM NO. 4: ORDINARY RESOLUTION

To approve appointment of Dr. Vijay Shankar Madan as Non-Executive Independent Director of the Company for a term of 5 consecutive years.

³Please refer point no. 2. of 'Report on Scrutiny' section of this Report.





(i) Voted in favour of the resolution:

Number of Members voted	Number of valid Votes Cast by them	% of total number of valid votes cast
409	203303776	99.62

(ii) Voted against the resolution:

Number of Members voted	Number of valid Votes Cast by them	% of total number of valid votes cast
9	772343	0.38

(iii) Votes invalid:

Number of Members whose votes were declared invalid	Number of Invalid Votes Cast by them
1 ⁴	25000000

Note:

1. Voting by RHC Finance other than on aforesaid 25000000 Preference Shares were counted as valid Votes Cast; and
2. 5 Members holding 12818438 Shares abstained from voting on the Resolution No. 4 and therefore these shares (i.e. 12818438 Shares) were not considered for reckoning valid votes.

ITEM NO. 5: ORDINARY RESOLUTION

To approve appointment of Mr. Hamid Ahmed as Non-Executive Independent Director of the Company for a term of 5 consecutive years.

(i) Voted in favour of the resolution:

Number of Members voted	Number of valid Votes Cast by them	% of total number of valid votes cast
407	203303731	99.62

(ii) Voted against the resolution:

Number of Members voted	Number of valid Votes Cast by them	% of total number of valid votes cast
11	772388	0.38

(iii) Votes invalid:

Number of Members whose votes were declared invalid	Number of Invalid Votes Cast by them
1 ⁵	25000000

Note:

1. Voting by RHC Finance other than on aforesaid 25000000 Preference Shares were counted as valid Votes Cast; and

⁴Please refer point no. 2 of 'Report on Scrutiny' section of this Report.

⁵Please refer point no. 2 of 'Report on Scrutiny' section of this Report.

Amulya





2. 5 Members holding 12818438 Shares abstained from voting on the Resolution No. 5 and therefore these shares (i.e. 12818438 Shares) were not considered for reckoning valid votes.

ITEM NO. 6: SPECIAL RESOLUTION

To approve revision of remuneration of Dr. Rashmi Saluja (DIN: 01715298), Executive Chairperson of the Company.

(i) Voted in favour of the resolution:

Number of Members voted	Number of valid Votes Cast by them	% of total number of valid votes cast
397	202098113	93.18

(ii) Voted against the resolution:

Number of Members voted	Number of valid Votes Cast by them	% of total number of valid votes cast
23	14796289	6.82

(iii) Votes invalid:

Number of Members whose votes were declared invalid	Number of Invalid Votes Cast by them
1 ⁶	25000000

Note:

1. Voting by RHC Finance other than on aforesaid 25000000 Preference Shares were counted as valid Votes Cast;
2. 3 Members holding 105 Shares abstained from voting on the Resolution No. 6 and therefore these shares (i.e. 105 Shares) were not considered for reckoning valid votes; and
3. 1 Member voted less by 50 Shares on the Resolution No. 6 than the shares he held and therefore these shares (i.e. 50 Shares) were not considered for reckoning valid votes.

ITEM NO. 7: SPECIAL RESOLUTION

To approve the Retention Payout of Dr. Rashmi Saluja (DIN: 01715298), Executive Chairperson of the Company.

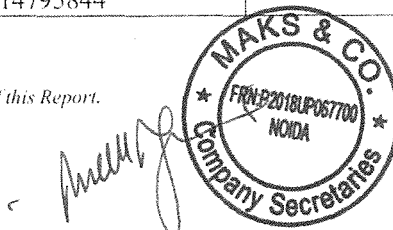
(i) Voted in favour of the resolution:

Number of Members voted	Number of valid Votes Cast by them	% of total number of valid votes cast
400	202098610	93.18

(ii) Voted against the resolution:

Number of Members voted	Number of valid Votes Cast by them	% of total number of valid votes cast
22	14795844	6.82

⁶Please refer point no. 2. of 'Report on Scrutiny' section of this Report.





(iii) Votes invalid:

Number of Members whose votes were declared invalid	Number of Invalid Votes Cast by them
1 ⁷	25000000


Note:

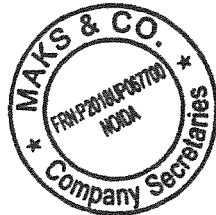
1. Voting by RHC Finance other than on aforesaid 25000000 Preference Shares were counted as valid Votes Cast;
 2. 1 Member holding 54 Shares abstained from voting on the Resolution No. 7 and therefore these shares (i.e. 54 Shares) were not considered for reckoning valid votes; and
 3. 1 Member voted less by 49 Shares on the Resolution No. 7 than the shares he held and therefore these shares (i.e. 49 Shares) were not considered for reckoning valid votes.
1. Based on the above voting, all resolutions carried on with requisite majority, accordingly I request the Chairperson of the AGM to announce the results of the meeting.
 2. The electronic Data and all other relevant records of voting (Remote e-Voting and e-Voting at the AGM) will remain in my custody until the Chairperson considers, approves and signs the Minutes of the AGM and the same shall be handed over thereafter to the Chairperson.

Thanking you,


Your's Sincerely,

For MAKS & Co.,
Company Secretaries
[FRN P2018UP067700]


Ankush Agarwal
Partner
Membership No: F9719
Certificate of Practice No: 14486



Countersigned by


Reena Jayara
Authorized Signatory

UDIN:F009719C001061431

Date: 01.10.2021
Place: Noida, U.P.

⁷Please refer point no. 2. of 'Report on Scrutiny' section of this Report.