



# VARDHAN CAPITAL & FINANCE LIMITED

CIN: L67120MH1995PLC084465

Date: 15<sup>th</sup> September, 2021

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

Scrip Code - 542931

**Sub: Details of voting results of the 27<sup>th</sup> Annual General Meeting of the Company held on 14<sup>th</sup> September, 2021 pursuant to the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015**

Dear Sirs,

Pursuant to Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed herewith the voting results in the prescribed format in Annexure - I for the 27<sup>th</sup> Annual General Meeting of the Company held on 14<sup>th</sup> September, 2021 at the registered office of the Company along with the Report of the Scrutinizer.

Please note that all the resolutions placed in the meeting as per the notice of the 27<sup>th</sup> AGM of the Company were passed by the members with requisite majority.

The 27<sup>th</sup> AGM commenced at 11:00 a.m. and concluded at 12:05 p.m.

The voting results in XBRL mode as per BSE circular no. DCS/COMP/20/2016-17, dated 18<sup>th</sup> January, 2017 are also being filed on the BSE listing centre.

You are requested to kindly take the same on record.

**For Vardhan Capital and Finance Limited**

**Akash Vardhan**  
Managing Director  
(DIN - 03043186)

Date: 15<sup>th</sup> September, 2021

Place: Mumbai

**CONSOLIDATED SCRUTINIZER REPORT**

[Pursuant to Section 108 of the companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rule, 2014 as amended from time to time]

To,

**The Chairman** of the 27<sup>th</sup> Annual General Meeting of the member of **Vardhan Capital & Finance Limited** held on Tuesday, 14<sup>th</sup> September, 2021 at the registered office of the Company located at 113 Commerce House, 140 N.M. Marg, Fort, Mumbai- 400 001 at 11:00 a.m.

**Subject: Consolidated Scrutinizer Report of Results of E-voting and voting through Poll**

Dear Sir,

I, Priti Sheth of M/s. Priti J. Sheth & Associates, Practicing Company Secretary, appointed as the Scrutinizer for the purpose of scrutinizing the voting process in respect to the below mentioned resolutions, at the 27<sup>th</sup> Annual General Meeting of the Shareholders of **Vardhan Capital & Finance Limited**, held on Tuesday, 14<sup>th</sup> September, 2021 at the registered office of the Company located at 113 Commerce House, 140 N.M. Marg, Fort, Mumbai- 400 001 at 11:00 a.m, submit our consolidated report of E-voting and voting through Poll as under:

1. At the AGM, after the announcement of voting by the Chairman, ballot boxes kept for voting were locked/ sealed in my presence.

On completion of voting at the meeting, the ballot boxes were subsequently unlocked and the ballot papers were serially numbered and diligently scrutinized.

The ballot papers were reconciled with the records maintained by Purva Sharegistry India Private Limited, Registrar and Share Transfer Agent of the Company and authorisations logged with the Company.

A report on voting by ballot process at the Annual General Meeting in Form MGT-13 has been submitted to the Chairman of the Company;

2. The remote e-voting period remained open from Saturday, 11<sup>th</sup> September, 2021 at 09.00 A.M and ended on Monday, 13<sup>th</sup> September, 2021 at 05.00 P.M. through remote e-voting services provided by Central Depository Services (India) Limited (CDSL);

The votes casted through remote e-voting were unblocked by me from the e-voting portal of Central Depository Services (India) Limited (CDSL) in presence of two witness after counting of votes casted by poll conducted at the Annual General Meeting;

The votes casted through ballot process at the 27<sup>th</sup> Annual General Meeting held on Tuesday, 14<sup>th</sup> September, 2021 and the votes casted through remote e-voting are taken into consideration for preparation of this consolidated report;

The electronic data and all other relevant records relating to the Voting through electronic means are under my safe custody and will be handed over to the Company for preserving safely after the Chairman considers, approves and signs the minutes of the Annual General Meeting.

3. Based on the counting of valid votes casted by remote e-voting and through ballot process, we hereby furnish the consolidated result for the business transacted at the 27<sup>th</sup> Annual General Meeting of the Company.

Particulars of Business	Number of votes casted through remote voting and poll	Number of Valid votes casted	Number of Votes Casted in Favour	Number of Votes casted against
<b>Ordinary Business</b>				
<b>Item No. 1</b> To receive, consider and adopt the Audited Balance Sheet and the Profit & Loss together with the Reports of the Directors and Auditors thereon for the financial year ended 31 <sup>st</sup> March, 2021	22,21,300	22,21,300	22,21,300	0
<b>Item No. 2</b> To appoint a Director in place of Ramesh Vardhan (DIN: 00207488) who retires by rotation and being eligible has offered himself for re-appointment	22,21,300	17,87,800*	17,87,800	0
<b>Special Business</b>				
<b>Item No. 3</b> To appoint Mr. Shailesh Jogani (DIN: 06644699) as the Director of the Company (Ordinary Resolution)	22,21,300	22,21,300	22,21,300	0
<b>Item No. 4</b> Re-appointment of Mr. Akash Vardhan as Managing Director of the Company (Special Resolution)	22,21,300	22,10,300*	22,10,300	0

\*Votes cast on resolution no. 2 & 4 by interested parties are treated invalid and are not part of the above reported valid votes.

Thanking you,

Yours faithfully,

For **Priti J. Sheth & Associates**

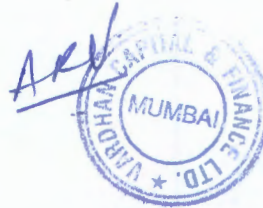
PRITI JAYANT SHETH  
Digitally signed by PRITI JAYANT SHETH  
Date: 2021.09.15 13:26:43 +05'30'

**Priti J. Sheth**  
FCS: 6833  
CP. No. 5518  
Date: 15<sup>th</sup> September, 2021  
Place: Mumbai  
UDIN: F006833C000947718

AKASH RAJESH VARDHAN  
Digitally signed by AKASH RAJESH VARDHAN  
Date: 2021.09.15 14:44:45 +05'30'

**Akash Vardhan**  
Managing Director & Chairman of the Meeting  
DIN: 03043186  
Date: 15<sup>th</sup> September, 2021  
Place: Mumbai

General information about company	
Scrip code	542931
NSE Symbol	NA
MSEI Symbol	NA
ISIN	INE128G01018
Name of the company	Vardhan Capital & Finance Limited
Type of meeting	AGM
Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot)	14-09-2021
Start time of the meeting	11:00 AM
End time of the meeting	12:05 PM



Scrutinizer Details	
Name of the Scrutinizer	Priti J Sheth
Firms Name	Priti J Sheth and Associates
Qualification	CS
Membership Number	6833
Date of Board Meeting in which appointed	23-08-2021
Date of Issuance of Report to the company	14-09-2021





Voting results	
Record date	07-09-2021
Total number of shareholders on record date	839
No. of shareholders present in the meeting either in person or through proxy	
a) Promoters and Promoter group	7
b) Public	8
No. of shareholders attended the meeting through video conferencing	
a) Promoters and Promoter group	0
b) Public	0
No. of resolution passed in the meeting	4
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				To receive, consider and adopt the Audited Balance Sheet and the Profit & Loss together with the Reports of the Directors and Auditors thereon for the financial year ended 31st March, 2021.				
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	2215300	1623800	73.2993	1623800	0	100	0
	Poll		591500	26.7007	591500	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		2215300	2215300	100	2215300	0	100
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	2133300	0	0	0	0	0	0
	Poll		6000	0.2813	6000	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		2133300	6000	0.2813	6000	0	100
Total		4348600	2221300	51.0808	2221300	0	100	0
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 Institutions	
Public - Non Institutions	





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 Ramesh Vardhan (DIN: 00207488) who retires by rotation and being eligible has offered 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	2215300	1623800	73.2993	1623800	0	100	0
	Poll		591500	26.7007	591500	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		2215300	2215300	100	2215300	0	100
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	2133300	0	0	0	0	0	0
	Poll		6000	0.2813	6000	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		2133300	6000	0.2813	6000	0	100
Total		4348600	2221300	51.0808	2221300	0	100	0
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Textual Information(1)	



Text Block	
Textual Information(1)	Votes Cast by Mr. Ramesh Babulal Vardhan and Ramesh Babulal Vardhan HUF treated invalid



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			To appoint Mr. Shailesh Jogani (DIN: 06644699) as the Director 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	2215300	1623800	73.2993	1623800	0	100	0
	Poll		591500	26.7007	591500	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		2215300	2215300	100	2215300	0	100
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	2133300	0	0	0	0	0	0
	Poll		6000	0.2813	6000	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		2133300	6000	0.2813	6000	0	100
Total		4348600	2221300	51.0808	2221300	0	100	0
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on reslution								



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





Resolution(4)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				Re-appointment of Mr. Akash Vardhan as Managing Director 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	2215300	1623800	73.2993	1623800	0	100	0
	Poll		591500	26.7007	591500	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		2215300	2215300	100	2215300	0	100
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	2133300	0	0	0	0	0	0
	Poll		6000	0.2813	6000	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		2133300	6000	0.2813	6000	0	100
Total		4348600	2221300	51.0808	2221300	0	100	0
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Textual Information(1)	



Text Block	
Textual Information(1)	Votes cast by Mr. Akash Vardhan for his re-appointment as Managing Director treated invalid



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

