



VARDHAN CAPITAL & FINANCE LIMITED

Date: 01st October, 2022

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

Scrip Code - **542931**

Sub: Details of voting results of the 28th Annual General Meeting of the Company held on September 30, 2022 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 28th Annual General Meeting of the Company held on September 30, 2022 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 28th AGM of the Company were passed by the members with requisite majority.

The 28th AGM commenced at 11:00 a.m. and concluded at 3.00 p.m..

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

You are requested to kindly take the same on record.

For Vardhan Capital and Finance Limited

Akash Vardhan
Managing Director
(DIN - 03043186)

Date: 01st October, 2022

Place: Mumbai

Rachana Maru Furia & Associates Company Secretaries

13 - Gulmohour Society, 926 Govind Patil Road, Dandpada, Khar (West), Mumbai - 400052; Contact Details: rachana@rmfa.co.in

SCRUTINIZER REPORT

[Pursuant to Section 109 of the Companies Act, 2013 and Rule 21 of the Companies (Management and Administration) Rule, 2014
as amended from time to time]

To,

The Chairman of the 28th Annual General Meeting of the member of **Vardhan Capital and Finance Limited** held on Friday, September 30, 2022 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: Scrutinizer Report of Results of voting through Poll

Dear Sir / Madam,

I, Rachana Maru Furia of M/s Rachana Maru Furia & Associates, Company Secretaries, Practicing Company Secretary, appointed as the Scrutinizer for the purpose of scrutinizing the voting process in respect to the below mentioned resolutions, at the 28th Annual General Meeting of the Shareholders of **Vardhan Capital and Finance Limited**, held on Friday, September 30, 2022 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 report of voting through Poll as under:

1. The votes casted through ballot process at the 28th Annual General Meeting held on Friday, September 30, 2022 are taken into consideration for preparation of this report;
2. A report on voting by ballot process at the Annual General Meeting in Form MGT-13 has been submitted to the Chairman of the meeting;
3. The votes casted through poll were counted in presence of two witnesses at the Annual General Meeting;
4. Based on the counting of valid votes casted through ballot process, I hereby furnish the result for the business transacted at the 28th Annual General Meeting of the Company.

Particulars of Business	Number of votes casted through poll	Number of Valid votes casted	Number of Votes Casted in Favour	Number of Votes casted against
Ordinary Business				
Item No. 1 To receive, consider and adopt the Audited Balance Sheet and the Profit & Loss Account together with the Reports of the Directors and Auditors thereon for the financial year ended 31st March, 2022.	20,10,300	20,10,300	20,10,300	0
Item No. 2 To appoint a Director in place of Rajesh Vardhan (DIN: 00199986) who retires by rotation and being eligible has offered himself for re-appointment.	20,10,300	18,02,300*	18,02,300*	0

**Rachana Maru Furia & Associates
Company Secretaries**

13 - Gulmohour Society, 926 Govind Patil Road, Dandpada, Khar (West), Mumbai - 400052; Contact Details: rachana@rmfa.co.in

Item No. 3 To re-appoint M/s JMT & Associates, Chartered Accountants (FRN: 104167W) as statutory Auditors of the Company.	20,10,300	20,10,300	20,10,300	0
Special Business				
Item No. 4 To appoint Ms. Saroj Rathod as a Non-Executive Independent Director of the Company.	20,10,300	20,10,300	20,10,300	0

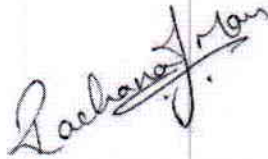
Votes casted by Promoters on Resolution no 2 in which Promoters were interested are treated as invalid.

The ballot papers, poll papers and all other relevant records were sealed and handed over the Director authorized by the Board for safe keeping.

Thanking you,

Yours faithfully,

For Rachana Maru Furia & Associates
Company Secretaries



Rachana Maru Furia
FCS: 11530
CP. No. 16210
Peer Review No. 2190/2022
Date: 01st October, 2022
Place: Mumbai
UDIN: F011530D001110936



Akash Vardhan
Managing Director & Chairman of the Meeting
DIN: 03043186
Date: 01st October, 2022
Place: Mumbai

General information about company	
Scrip code	542931
NSE Symbol	NA
MSEI Symbol	NA
ISIN	INE128G01018
Name of the company	Vardhan Capital & Finance Ltd
Type of meeting	AGM
Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot)	30-09-2022
Start time of the meeting	11:00 AM
End time of the meeting	3:00 PM



For VARDHAN CAPITAL & FINANCE LTD.
Arun Vardhan
Authorized Signatory/Director

Scrutinizer Details	
Name of the Scrutinizer	Rachana Maru Furia
Firms Name	M/s Rachana Maru Furia & Associates
Qualification	CS
Membership Number	11530
Date of Board Meeting in which appointed	27-08-2022
Date of Issuance of Report to the company	30-09-2022



For VARDHAN CAPITAL & FINANCE LTD.

A. K. Wall

Authorised Signatory/Director

Voting results	
Record date	23-09-2022
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	



For VARDHAN CAPITAL & FINANCE LTD.

A handwritten signature in blue ink that appears to read "A. E. Vall".

Authorised Signatory/Director

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 Account together with the Reports of the Directors and Auditors thereon for the financial year ended 31st March, 2022.					
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	0	0	0	0	0	0
	Poll		2004300	90.4753	2004300	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		2215300	2004300	90.4753	2004300	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	2010300	46.2287	2010300	0	100	0
Whether resolution is Pass or Not.						Yes		
Disclosure of notes on resolution								



For VARDHAN CAPITAL & FINANCE LTD.

Authorised Signatory/Director

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

For VARDHAN CAPITAL & FINANCE LTD.



Authorised Signatory/Director



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 Rajesh Vardhan (DIN: 00199986) 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	0	0	0	0	0	0
	Poll		2004300	90.4753	2004300	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		2215300	2004300	90.4753	2004300	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	2010300	46.2287	2010300	0	100	0
Whether resolution is Pass or Not.						Yes		
Disclosure of notes on resolution						Textual Information(1)		

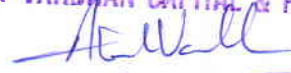


For VARDHAN CAPITAL & FINANCE LTD.


 Authorised Signatory/Director

Text Block	
Textual Information(1)	Votes casted by Promoters on Resolution no 2 in which Promoters were interested are treated as invalid.

For VARDHAN CAPITAL & FINANCE LTD.



Authorised Signatory/Director



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



For VARDHAN CAPITAL & FINANCE LTD,

A handwritten signature in purple ink, appearing to read "A. Wall".

Authorised Signatory/Director

Resolution(3)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To re-appoint M/s JMT & Associates, Chartered Accountants (FRN: 104167W) as statutory Auditors 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	0	0	0	0	0	0
	Poll		2004300	90.4753	2004300	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		2215300	2004300	90.4753	2004300	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	2010300	46.2287	2010300	0	100	0
Whether resolution is Pass or Not.								Yes
Disclosure of notes on resolution								



For VARDHAN CAPITAL & FINANCE LTD.

A. K. Wall
 Authorised Signatory/Director

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

For VARDHAN CAPITAL & FINANCE LTD,



A. Wall

Authorised Signatory/Director

Resolution(4)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To appoint Ms. Saroj Rathod as a Non-Executive Independent 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	0	0	0	0	0	0
	Poll		2004300	90.4753	2004300	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		2215300	2004300	90.4753	2004300	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	2010300	46.2287	2010300	0	100	0
Whether resolution is Pass or Not.								Yes
Disclosure of notes on resolution								



For VARDHAN CAPITAL & FINANCE LTD.


 Authorised Signatory/Director

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

For VARDHAN CAPITAL & FINANCE LTD.



A. Vall

Authorised Signatory/Director