



**S. KEDARNATH**  
B.Sc.,LLB,FCS,CAIIB(I)  
Company Secretary



Annexure-2

*[Signature]*  
18/7/18

**CERTIFIED COPY**  
**For Can Fin Homes Ltd.**

To

The Chairman  
Can Fin Homes Limited  
No. 22/1, 1<sup>st</sup> Floor,  
Sir N Krishna Rao Road  
Basavanagudi,  
Bengaluru-560004

*[Signature]*  
**Veena G Kamath**  
Company Secretary

Date: 18<sup>th</sup> July, 2018



Dear Sir,

**Sub: Combined Scrutinizer Report on e-voting and Insta poll at the 31<sup>st</sup> Annual General Meeting of Shareholders of the Company held on Wednesday the July 18<sup>th</sup>, 2018 at the NIMHANS Convention Centre, Opp. Lakkasandra Bus Stop, Hosur Road, Bengaluru, Karnataka 560029.**

I, Swayumbhu Kedarnath, a Company Secretary in practice having office at 004 Ojus Apts, Ground Floor, 4<sup>th</sup> Main, 13<sup>th</sup> Cross, Malleswaram, Bengaluru 560003 have been appointed as a Scrutinizer for the purpose of scrutinizing the e-voting and Insta poll and report if the same is taken in a fair and transparent manner and for ascertaining the requisite majority on e-voting and the Insta poll carried out in terms of the provisions of the Companies Act, 2013 read with Companies (Management and Administration) Rules, 2014 on resolutions mentioned in the notice of the 31<sup>st</sup> Annual General Meeting of Members of Can Fin Homes Limited (the company) held on Wednesday, the 18<sup>th</sup> July, 2018 at 11 AM at NIMHANS Convention Centre, Opp. Lakkasandra Bus Stop, Hosur Road, Bengaluru, Karnataka 560029.

The Management of the company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules relating to e-voting and the Insta Poll on the Resolutions set out in Notice of 31<sup>st</sup> Annual General Meeting of the Members of the Company. My responsibility, as a scrutinizer for e-voting and the Insta Poll is restricted to the extent of making scrutinizer's report of the votes cast "In favour" or "Against" the Resolutions stated above, based on the reports generated from the e-voting systems provided by [e-voting-nsdl.com](http://e-voting-nsdl.com) to provide for e-voting facilities for e-voting.

The Company appointed National Securities Depository Limited (NSDL) as a service provider for extending the facility of providing electronic voting to the shareholders of the company from 9.00 AM on 13<sup>th</sup> July, 2018 till 5.00 PM on 17<sup>th</sup> July, 2018. Canbank Computers Services Limited are the Registers and Share Transfer Agents of the Company. The e-voting results were unlocked by me on 18<sup>th</sup> July, 2018 at 11:54 Hours and Insta-poll results were unlocked by me on 18<sup>th</sup> July, 2018 at 14:30 Hours in the presence of two witness who are not in employment of the company. For further details kindly refer to my attached Reports dated 18<sup>th</sup> July, 2018.

At the venue of the 31<sup>st</sup> Annual General Meeting, the Company provided the facility of Insta Poll through e-table as provided by the NSDL for the members present at the meeting. For further details kindly refer to my Report in Form MGT-13 dated 18<sup>th</sup> July, 2018.


A consolidated report on the said remote-voting process and Insta poll at the venue is herewith attached.



Item no 1 to 7 of the notice of the 31<sup>st</sup> Annual General Meeting stands passed as Ordinary Resolution with requisite majority and item no. 8 to 10 stands passed as Special Resolution with 2/3<sup>rd</sup> majority of vote casts in favour of the Resolutions respectively.

The electronic register and all other papers together with relevant records relating to electronic voting and Insta Poll papers would be handed over to the Company Secretary for safe keeping.

Thanking you

  
S Kedarnath  
SCUTINISER-AGM  
Company Secretary  
FCS No 3031, CP No 4422



Place: Bengaluru  
Dated: 18/07/2018

### Part-III-Consolidation Results:

#### Consolidated Results of Item No: 1-Ordinary Resolution: Adoption of audited financial statement for the year ended March 31, 2018

Particulars	Number of Votes contained in			Percentage
	Remote E-Voting	Insta Poll	Total	
Assent	63087642	57066	63144708	99.997%
Dissent	445	1040	1485	0.003%
Invalid	0	0	0	0%
Total	63088087	58106	63146193	100

Accordingly, out of total of 63146193 valid votes cast via e-voting and Insta Poll at AGM Venue 63144708 votes constituting 99.997% of the votes were cast assenting to the Ordinary Resolution and 1485 votes constituting 0.003% of the votes were cast dissenting to the Ordinary Resolution.

*Thus the Ordinary Resolution contained in item no 1 of the notice dated 02<sup>th</sup> July, 2018 stands passed with requisite majority.*

#### Consolidated Results of Item No: 2-Ordinary Resolution: Declaration of dividend

Particulars	Number of Votes contained in			Percentage
	Remote E-Voting	Insta Poll	Total	
Assent	63089187	57066	63146253	99.998%
Dissent	200	1040	1240	0.002%
Invalid	0	0	0	0%
Total	63089387	58106	63147493	100%

Accordingly, out of total of 63147493 the valid votes through e-voting and Insta Poll at AGM Venue, 63146253 votes constituting 99.998% of the votes were cast assenting to the Ordinary Resolution and 1240 votes constituting 0.002 % of the votes were cast dissenting to the Ordinary Resolution.

*Thus the Ordinary Resolution contained in item no 2 of the notice dated 02<sup>th</sup> July, 2018 stands passed with requisite majority.*



**Consolidated Results of Item No: 3-Ordinary Resolution: Re-appointment of Shri S A Kadur as Director.**

Particulars	Number of Votes contained in			Percentage
	Remote E-Voting	Insta Poll	Total	
Assent	62823135	56971	62880106	99.823%
Dissent	109772	1135	110907	0.177%
Invalid	0	0	0	0%
Total	62932907	58106	62991013	100%

Accordingly, out of total of 62991013 the valid votes through e-voting and Insta Poll at AGM Venue, 62880106 votes constituting 99.823% of the votes were cast assenting to the Ordinary Resolution and 110907 votes constituting 0.177% of the votes were cast dissenting to the Ordinary Resolution.

*Thus the Ordinary Resolution contained in item no 3 of the notice dated 02<sup>nd</sup> July, 2018 stands passed with requisite majority.*

**Consolidated Results of Item No: 4-Ordinary Resolution: Appointment of Smt. Bharati Rao as Independent Director.**

Particulars	Number of Votes contained in			Percentage
	Remote E-Voting	Insta Poll	Total	
Assent	62985792	56401	63042193	99.842%
Dissent	98315	1705	100020	0.158%
Invalid	0	0	0	0%
Total	63084107	58106	63142213	100%

Accordingly, out of total of 63142213 the valid votes through e-voting and Insta Poll at AGM Venue, 63042193 votes constituting 99.842% of the votes were cast assenting to the Ordinary Resolution and 10020 votes constituting 0.158 % of the votes were cast dissenting to the Ordinary Resolution.

*Thus the Ordinary Resolution contained in item no 4 of the notice dated 02<sup>th</sup> July, 2018 stands passed with requisite majority.*



**Consolidated Results of Item No: 5-Ordinary Resolution: Appointment of Shri Shreekant M Bhandiwad as a Director and Whole-time Director.**

Particulars	Number of Votes contained in			Percentage
	Remote E-Voting	Insta Poll	Total	
Assent	62944564	57066	63001630	99.778%
Dissent	139113	1040	140153	0.222%
Invalid	0	0	0	0%
Total	63083677	58106	63141783	100%

Accordingly, out of total of 63141783 the valid votes through e-voting and Insta Poll at AGM Venue, 63001630 votes constituting 99.778% of the votes were cast assenting to the Ordinary Resolution and 140153 votes constituting 0.222 % of the votes were cast dissenting to the Ordinary Resolution.

*Thus the Ordinary Resolution contained in item no 5 of the notice dated 02<sup>th</sup> July, 2018 stands passed with requisite majority.*

**Consolidated Results of Item No: 6-Ordinary Resolution: Acceptance of deposits from public**

Particulars	Number of Votes contained in			Percentage
	Remote E-Voting	Insta Poll	Total	
Assent	63000337	56916	63057253	99.867%
Dissent	83080	1190	84270	0.133%
Invalid	0	0	0	0%
Total	63083417	58106	63141523	100%

Accordingly, out of total of 63141523 the valid votes through e-voting and Insta Poll at AGM Venue, 63057253 votes constituting 99.867% of the votes were cast assenting to the Ordinary Resolution and 84270 votes constituting 0.133% of the votes were cast dissenting to the Ordinary Resolution.

*Thus the Ordinary Resolution contained in item no 6 of the notice dated 02<sup>th</sup> July, 2018 stands passed with requisite majority.*



**Consolidated Results of Item No: 7- Ordinary Resolution: Related Party Transaction / Arrangements**

Particulars	Number of Votes contained in			Percentage
	Remote E-Voting	Insta Poll	Total	
Assent	21375936	56916	21432852	94.587%
Dissent	1225360	1190	1226550	5.413%
Invalid	0	0	0	0%
Total	22601296	58106	22659402	100%

Accordingly, out of total of 22659402 the valid votes through cast via e-voting and Insta Poll, 21432852 votes constituting 94.587% of the votes were cast assenting to the Ordinary Resolution and 1226550 votes constituting 5.413 % of the votes were cast dissenting to the Ordinary Resolution.

*Thus the Ordinary Resolution contained in item no 7 of the notice dated 02<sup>nd</sup> July 2018 stands passed with requisite majority.*

**Consolidated Results of Item No: 8- Special Resolution: To borrow amounts not exceeding Rs. 20,000 Crore.**

Particulars	Number of Votes contained in			Percentage
	Remote E-Voting	Insta Poll	Total	
Assent	63000540	55607	63056147	99.857%
Dissent	88055	2499	90554	0.143%
Invalid	0	0	0	0%
Total	63088595	58106	63146701	100%

Accordingly, out of total of 63146701 the valid votes through cast via e-voting and Insta Poll, 63056147 votes constituting 99.857% of the votes were cast assenting to the Special Resolution and 90554 votes constituting 0.143% of the votes were cast dissenting to the Special Resolution.

*Thus the Special Resolution contained in item no 8 of the notice dated 02<sup>th</sup> July 2018 stands passed with requisite majority.*



**Consolidated Results of Item No: 9- Special Resolution: Offer or invitation for subscription of Non-convertible Debentures (NCDs) or bonds, secured or unsecured, of any nature upto an amount of Rs. 6000/- Crore on private placement.**

Particulars	Number of Votes contained in			Percentage
	Remote E-Voting	Insta Poll	Total	
Assent	62918359	56821	62975180	99.729%
Dissent	170060	1285	171345	0.271%
Invalid	0	0	0	0%
Total	63088419	58106	63146525	100%

Accordingly, out of total of 63146525 the valid votes through cast via e-voting and Insta Poll, 62975180 votes constituting 99.729% of the votes were cast assenting to the Special Resolution and 171345 votes constituting 0.271 % of the votes were cast dissenting to the Special Resolution.

*Thus the Special Resolution contained in item no 9 of the notice dated 02<sup>nd</sup> July 2018 stands passed with requisite majority.*

**Consolidated Results of Item No: 10- Special Resolution: Further issue of share/specified securities.**

Particulars	Number of Votes contained in			Percentage
	Remote E-Voting	Insta Poll	Total	
Assent	59297022	56916	59353938	93.990%
Dissent	3794615	1190	3795805	6.010%
Invalid	0	0	0	0%
Total	63091637	58106	63149743	100%

Accordingly, out of total of 63149743 the valid votes through cast via e-voting and Insta Poll, 59353938 votes constituting 93.990% of the votes were cast assenting to the Special Resolution and 3795805 votes constituting 6.010% of the votes were cast dissenting to the Special Resolution.

*Thus the Special Resolution contained in item no 10 of the notice dated 02<sup>nd</sup> July 2018 stands passed with requisite majority.*



S Kedarnath  
**SCRUTINISER –AGM**  
**Company Secretary**  
 Place: Bengaluru  
 Dated: 18/07/2018



**S. KEDARNATH**  
 B.Sc., LL.B., FCS, CAIB (I)  
**Company Secretary**  
 C.P. No. 4422