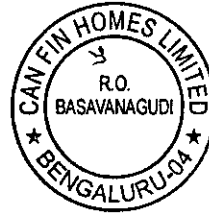


For Can Fin Homes Limited


**Suresh S Iyer**  
**Managing Director & CEO**

9L


**K N Nagesha Rao** B.Com, DSP, DEE, DBA, LLB, FCS, FCMA  
 Practising Company Secretary

 "Sumukha"  
 22, 5<sup>th</sup> Cross, I Stage, Grihalaxmi  
 Colony, Basaveshwaranagar,  
 Bengaluru 560079

 ☎ 9845050333; 08023234353  
 ✉ nageshknn@gmail.com

## Scrutinizer's Report

<b>Name of the Company</b>	<b>Can Fin Homes Limited</b> with CIN L85110KA1987PLC008699
<b>Meeting</b>	Thirtysixth Annual General Meeting
<b>Day, Date &amp; Time</b>	Wednesday, 19th July 2023 at 11.00 am.
<b>Deemed Venue</b>	Registered Office: No. 29/1, 1st Floor, Sir M N Krishna Rao Road , Basavanagudi, Bengaluru 560 004, Karnataka
<b>Mode</b>	Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM")

### 1. Appointment as Scrutinizer

I was appointed as the Scrutinizer for the remote e-voting as well as the e-voting by Members during the 36<sup>th</sup> Annual General Meeting ("AGM") of **Can Fin Homes Limited** with CIN L85110KA1987PLC008699 (hereinafter referred to as "the Company") held on Wednesday, 19th July 2023 at 11.00 am through Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM"). My responsibility as a Scrutinizer is to ensure that the voting process was conducted in a fair and transparent manner and submit a Scrutinizer's report on the voting on the resolutions based on the reports generated from the electronic voting system.

### 2. Dispatch of Notice convening the AGM

2.1 Pursuant to General Circular No. 14/2020 dated April 8, 2020, General Circular No. 17/2020 dated April 13, 2020, General Circular No. 20/2020 dated May 5, 2020 read with General Circular No.02/2021 dated January 13, 2021, General Circular No. 19/2021 dated December 8, 2021, General Circular No. 21/2021 dated December 14, 2021, General Circular No.02/2022 dated May 5, 2022 and the latest being General Circular No. 10/2022 dated December 28, 2022 issued by the Ministry of Corporate Affairs (MCA), applicable provisions of the Companies Act, 2013 and the rules made thereunder and the SEBI Circular No. SEBI/HO/CFD/PoD-2/P/CIR /2023/4 dated January 5, 2023 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations,




2015 an advertisement was published in Financial Express (English) and Kannada Prabha (Kannada vernacular), having electronic editions both on 21<sup>st</sup> June, 2023 specifying the date and time of the AGM, availability of the notice on Company's website and website of Stock Exchanges, manner of registration of email ids by the members (both physical and demat) who are yet to register their email ids with the Company, manner of voting through remote e-voting or through e-voting system at the AGM, etc.

2.2 The Company hosted the notice of AGM on its website and website of the agency providing the platform for remote e-voting and e-voting during the AGM and also intimated the same to the Stock Exchanges on **24<sup>th</sup> June 2023**.

2.3 On the basis of the Register of Members and the list of Beneficial Owners made available by Canbank Computer Services Limited the Registrar and Share Transfer Agents ("RTA") of the Company and the depositories, namely National Securities Depository Limited (NSDL), and Central Depository Securities Limited (CDSL), the Company sent e-mails on **24<sup>th</sup> June 2023** to all 85,048 shareholders who provided mail IDs.

### **3. Cut-off date**

Voting rights were reckoned as on Thursday, 13<sup>th</sup> July 2023, being the cut-off date for the purpose of deciding the entitlements of members for remote e-voting and e-voting at the AGM.

### **4. Remote e-voting process**

#### **4.1 Agency**

The Company appointed NSDL as the agency for providing the platform for remote e-voting platform and e-voting at the AGM.

#### **4.2 Remote e-voting period**

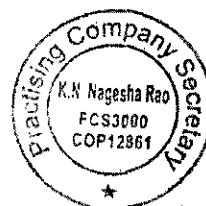
Remote e-voting platform was open from **9:00 a.m. (IST) on Saturday, 15<sup>th</sup> July, 2023 till 5:00 p.m. (IST) on Tuesday, 18<sup>th</sup> July, 2023** and members were required to cast their votes electronically conveying their assent or dissent in respect of the resolutions on the remote e-voting platform provided by NSDL.

#### **4.3. Valid e-Votes Considered**

Invalid e-votes cast were ignored while counting the e-votes and consequently not considered for determining if each of the resolutions in the meeting was passed with requisite majority.

### **5. Voting at the AGM**

5.1 Pursuant to Regulation 44(1) and 44(2) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and as prescribed under Rule 20 (4)(xiii) of the Companies (Management and Administration) Rules, 2014 for the purpose of ensuring that Members who have cast their votes through remote e-voting do not vote again during the



general meeting, the Scrutinizer shall have access after closure of period of remote e-voting and before the start of general meeting, to only such details relating to Members who have cast their votes through remote e-voting, such as their names, DP ID & Client ID / folios, number of shares held but not the manner in which they have voted.

5.2 Accordingly, NSDL, the remote e-voting agency provided me with the names, DP ID & Client ID / folios and shareholding of the members who had cast their votes through remote e-voting.

## 6. Counting Process

6.1 On completion of e-voting during the AGM, I unblocked at 13:04 hours on 19<sup>th</sup> July 2023 the results of the remote e-voting and e-voting by members at the AGM, on the NSDL e-voting platform and downloaded the results.

## 7. Results

7.1 I observe that:

- a) 5 Members had cast their votes through e-voting at the AGM and
- b) 349 Members had cast their votes through remote e-voting.

7.2 Consolidated results with respect to each item on the agenda as set out in the Notice of the AGM dated 19<sup>th</sup> June 2023 are enclosed herewith.

7.3 Based on the aforesaid results, I report that **six Ordinary Resolutions** as set out in Item Nos. 1 to 6 and **five Special Resolution** as set out in Item Nos. 7 to 11 of the Notice of the AGM dated 19<sup>th</sup> June 2023 have been **passed with the requisite majority**.



A handwritten signature in black ink, appearing to be "K.N. Nagesha Rao".

*K.N. Nagesha Rao*

*Practising Company Secretary*

FCS 3000 COP 12861 Peer Reviewer's Code 749

Place: Bengaluru

Date: 19<sup>th</sup> July, 2023

UDIN Number : awaiting from ICSI

Peer Review Unique ID No. I2014KR1122000

**Consolidated Results**  
(to be read along with the Scrutinizer Report of even date)

**Item No. 1: Adoption of financial statements**

Particulars	Remote e-voting		Voting at the AGM		Total		Percentage (%)
	No. of shareholders	No. of Votes	No. of shareholders	No. of Votes	No. of shareholders	No. of Votes	
<b>Assent</b>	343	8,84,86,046	5	1,623	348	8,84,87,669	99.9997%
<b>Dissent</b>	6	232	0	0	6	232	0.0003%
<b>Total</b>	<b>349</b>	<b>8,84,86,278</b>	<b>5</b>	<b>1,623</b>	<b>354</b>	<b>8,84,87,901</b>	<b>100.000</b>

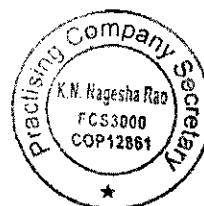
Based on the aforesaid result, I report that the **Ordinary Resolution** as set out in Item No. 1 of the Notice of the AGM dated 19<sup>th</sup> June 2023 has been passed with requisite majority.

**Item No. 2: Payment of Interim Dividend and declaration of Final Dividend**

Particulars	Remote e-voting		Voting at the AGM		Total		Percentage (%)
	No. of shareholders	No. of Votes	No. of shareholders	No. of Votes	No. of shareholders	No. of Votes	
<b>Assent</b>	339	8,85,46,982	5	1,623	344	8,85,48,605	99.9997
<b>Dissent</b>	5	229	-	-	5	229	0.0003
<b>Total</b>	<b>344</b>	<b>8,85,47,211</b>	<b>5</b>	<b>1,623</b>	<b>349</b>	<b>8,85,48,834</b>	<b>100.000</b>

Based on the aforesaid result, I report that the **Ordinary Resolution** as set out in Item No. 2 of the Notice of the AGM dated 19<sup>th</sup> June 2023 has been passed with requisite majority.

(Contd...)



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**Item No. 3: Re-appointment of Shri Debashish Mukherjee as Director**

Particulars	Remote e-voting		Voting at the AGM		Total		Percent-age (%)
	No. of share-holders	No. of Votes	No. of share-holders	No. of Votes	No. of share-holders	No. of Votes	
Assent	309	8,73,26,315	5	1,623	314	8,73,27,938	98.6178
Dissent	38	12,23,946	0	0	38	12,23,946	1.3822
<b>Total</b>	<b>347</b>	<b>8,85,50,261</b>	<b>5</b>	<b>1,623</b>	<b>352</b>	<b>8,85,51,884</b>	<b>100.000</b>

Based on the aforesaid result, I report that the **Ordinary Resolution** as set out in **Item No. 3** of the Notice of the AGM dated 19<sup>th</sup> June 2023 has been **passed with requisite majority**.

**Item No. 4: Appointment of Shri K Satyanarayana Raju as a Director**

Particulars	Remote e-voting		Voting at the AGM		Total		Percent-age (%)
	No. of share-holders	No. of Votes	No. of share-holders	No. of Votes	No. of share-holders	No. of Votes	
Assent	332	8,85,40,937	5	1,623	337	8,85,42,560	99.9929
Dissent	12	6,271	0	0	12	6,271	0.0071
<b>Total</b>	<b>344</b>	<b>8,85,47,208</b>	<b>5</b>	<b>1,623</b>	<b>349</b>	<b>8,85,48,831</b>	<b>100.000</b>

Based on the aforesaid result, I report that the **Ordinary Resolution** as set out in **Item No.4** of the Notice of the AGM dated 19<sup>th</sup> June 2023 has been **passed with requisite majority**.

**Item No. 5: Appointment of Shri Ajay Kumar Singh as a Director and Whole-time Director**

Particulars	Remote e-voting		Voting at the AGM		Total		Percent-age (%)
	No. of share-holders	No. of Votes	No. of share-holders	No. of Votes	No. of share-holders	No. of Votes	
Assent	334	8,82,86,338	5	1,623	339	8,82,87,961	99.7054
Dissent	10	2,60,873	0	0	10	2,60,873	0.2946
<b>Total</b>	<b>344</b>	<b>8,85,47,211</b>	<b>5</b>	<b>1,623</b>	<b>349</b>	<b>8,85,48,834</b>	<b>100.000</b>

Based on the aforesaid result, I report that the **Ordinary Resolution** as set out in **Item No. 5** of the Notice of the AGM dated 19<sup>th</sup> June 2023 has been **passed with requisite majority**.

(Contd...



**Item No.6 : Related Party Transactions/ Arrangements**

Particulars	Remote e-voting		Voting at the AGM		Total		Percentage (%)
	No. of shareholders	No. of Votes	No. of shareholders	No. of Votes	No. of shareholders	No. of Votes	
<b>Assent</b>	330	4,86,15,960	5	1,623	335	4,86,17,583	99.9982
<b>Dissent</b>	13	886	-	-	13	886	0.0018
<b>Total</b>	<b>343</b>	<b>4,86,16,846</b>	<b>5</b>	<b>1,623</b>	<b>348</b>	<b>4,86,18,469</b>	<b>100.000</b>

Based on the aforesaid result, I report that the **Ordinary Resolution** as set out in **Item No.6** of the Notice of the AGM dated 19<sup>th</sup> June 2023 has been passed with requisite majority.

**Item No.7 : Re-appointment of Smt. Shubhalakshmi Aamod Panse as an Independent Director**

Particulars	Remote e-voting		Voting at the AGM		Total		Percentage (%)
	No. of shareholders	No. of Votes	No. of shareholders	No. of Votes	No. of shareholders	No. of Votes	
<b>Assent</b>	317	8,36,31,160	5	1,623	322	8,36,32,783	94.7270
<b>Dissent</b>	27	46,55,424	-	-	27	46,55,424	5.2730
<b>Total</b>	<b>344</b>	<b>8,82,86,584</b>	<b>5</b>	<b>1,623</b>	<b>349</b>	<b>8,82,88,207</b>	<b>100.000</b>

Based on the aforesaid result, I report that the **Special Resolution** as set out in **Item No.7** of the Notice of the AGM dated 19<sup>th</sup> June 2023 has been passed with requisite majority.

(Contd...)

**Item No.8 : Appointment of Shri Murali Ramaswami as an Independent Director**

Particulars	Remote e-voting		Voting at the AGM		Total		Percentage (%)
	No. of shareholders	No. of Votes	No. of shareholders	No. of Votes	No. of shareholders	No. of Votes	
<b>Assent</b>	318	8,40,62,060	5	1,623	323	8,40,63,683	94.9348
<b>Dissent</b>	27	44,85,156	-	-	27	44,85,156	5.0652
<b>Total</b>	<b>345</b>	<b>8,85,47,216</b>	<b>5</b>	<b>1,623</b>	<b>350</b>	<b>8,85,48,839</b>	<b>100.000</b>

Based on the aforesaid result, I report that the **Special Resolution** as set out in Item No.8 of the Notice of the AGM dated 19<sup>th</sup> June 2023 has been passed with requisite majority.

**Item No.9 : Offer or invitation for subscription of Non-Convertible Debentures (NCDs) or bonds, secured or unsecured, of any nature upto an amount not exceeding Rs.4000 Crore, on private placement.**

Particulars	Remote e-voting		Voting at the AGM		Total		Percentage (%)
	No. of shareholders	No. of Votes	No. of shareholders	No. of Votes	No. of shareholders	No. of Votes	
<b>Assent</b>	326	8,80,55,242	5	1,623	331	8,80,56,865	99.4438
<b>Dissent</b>	20	4,92,5474	-	-	20	4,92,474	0.5562
<b>Total</b>	<b>346</b>	<b>8,85,47,716</b>	<b>5</b>	<b>1,623</b>	<b>351</b>	<b>8,85,49,339</b>	<b>100.000</b>

Based on the aforesaid result, I report that the **Special Resolution** as set out in Item No.9 of the Notice of the AGM dated 19<sup>th</sup> June 2023 has been passed with requisite majority.

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*[Handwritten Signature]*

**Item No.10 : Further issue of shares not exceeding Rs.1000 Crore**

Particulars	Remote e-voting		Voting at the AGM		Total		Percentage (%)
	No. of share-holders	No. of Votes	No. of share-holders	No. of Votes	No. of share-holders	No. of Votes	
<b>Assent</b>	335	8,85,43,021	5	1,623	340	8,85,44,644	99.9945
<b>Dissent</b>	12	4,884	-	-	12	4,884	0.0055
<b>Total</b>	<b>347</b>	<b>8,85,47,905</b>	<b>5</b>	<b>1,623</b>	<b>352</b>	<b>8,85,49,528</b>	<b>100.000</b>

Based on the aforesaid result, I report that the **Special Resolution** as set out in Item No.10 of the Notice of the AGM dated 19<sup>th</sup> June 2023 has been passed with requisite majority.

**Item No.11 To Alter the Articles of Association**

Particulars	Remote e-voting		Voting at the AGM		Total		Percentage (%)
	No. of share-holders	No. of Votes	No. of share-holders	No. of Votes	No. of share-holders	No. of Votes	
<b>Assent</b>	336	8,85,47,154	5	1,623	341	8,85,48,777	99.9992
<b>Dissent</b>	10	751	-	-	10	751	0.0008
<b>Total</b>	<b>346</b>	<b>8,85,47,905</b>	<b>5</b>	<b>1,623</b>	<b>351</b>	<b>8,85,49,528</b>	<b>100.000</b>

Based on the aforesaid result, I report that the **Special Resolution** as set out in Item No.11 of the Notice of the AGM dated 19<sup>th</sup> June 2023 has been passed with requisite majority



*(Handwritten Signature)*

*K.N. Nagesha Rao*

*Practising Company Secretary*

FCS 3000 CP 12861 Peer Reviewer's Code 749

Place: Bengaluru  
Date: 19<sup>th</sup> July, 2023  
UDIN Number : awaiting from ICSI  
Peer Review Unique ID No. I2014KR1122000