



VISHAL N. MANSETA (B.Com, A. C. S.)

Practicing Company Secretary

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To,
The Chairman,
EXPLICIT FINANCE LIMITED,
305, Sohan Commercial Plaza,
Opp. Shivsena Office,
Vasai East,
Thane – 401210

Dear Sir,

Sub.: Consolidated Scrutinizer's Report of E-voting and Poll conducted pursuant to the provisions of Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management & Administration) Rule, 2014

I, Vishal N. Manseta, Practicing Company Secretary, had been appointed as the Scrutinizer by the Board of Directors of **EXPLICIT FINANCE LIMITED** vide resolution dated August 14, 2024. pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management & Administration) Rule, 2014, to conduct the scrutiny of electronic voting process and scrutinizer of poll.

As required under Section 96 and 108 of the Companies Act, 2013, Notice dated August 14, 2024 were sent to the Shareholders in respect of the Ordinary/Special Resolutions as mentioned below:

Ordinary Business:

1. To receive, consider and adopt the Audited Balance Sheet as at 31st March, 2024 and the Statement of Profit and Loss of the Company for the financial year ended and the Reports of the Board of Directors and Auditors thereon.
2. To re-appoint Mr. Avinash Mainkar (DIN: 01986289) Non – executive Director liable to retire by rotation and being eligible offers himself for re-appointment.

passed at the **Annual General Meeting of the Company held on September 30, 2024.**

The Company has also availed the e-voting' facility offered by Central Depository Services (India) Limited (CDSL) for conducting e-voting by the Shareholders of the Company.

The e-voting period commenced on Friday, September 27, 2024 at 9.00 a.m. and ended on Sunday, September 29, 2024 at 5.00 p.m. and the CDSL e-voting platform was blocked thereafter.

I have scrutinized and reviewed the voting done through electronic means and votes tendered therein and maintained a register in which necessary entries have been made in accordance with the above rules. I have also scrutinized the ballot papers submitted by the members at the meeting.

I now submit my Report as under on the result of the voting through remote e-voting and Poll conducted at AGM in respect of the said Resolutions.

Date of AGM	September 30, 2024
Total number of shareholders on Record Date:	2,563
Cut-off date for e-voting -	September 23, 2024
No. of shareholders Present in meeting either in person or through proxy:	
Promoters and Promoters Group:	2
Public:	15
No. of Shareholders attended the meeting through Video Conferencing:	Not Arranged

Agenda –wise

Item No.	Details of the Agenda	Resolution required (Ordinary/Special)	Mode of Voting (Show of hands/Poll/Postal Ballot/E-voting)	Remarks
1.	To receive, consider and adopt the Audited Balance Sheet as at 31st March, 2024 and the Statement of Profit and Loss of the Company for the financial year ended and the Reports of the Board of Directors and Auditors thereon.	Ordinary	E-Voting	The resolution was passed with the requisite majority
2.	To re-appoint Mr. Avinash Mainkar (DIN: 01986289) Non – executive Director liable to retire by rotation and being eligible offers himself for re-appointment.	Ordinary	E-Voting	The resolution was passed with the requisite majority

The votes casted on above referred resolutions are as under.

Particulars	In favour of the Ordinary/Special Resolution(s)			Against Ordinary/Special Resolution(s)		
	Number of Members	Number of Shares	% of total number of votes cast	Number of Members	Number of Shares	% of total number of votes cast
To receive, consider and adopt the Audited Balance Sheet as at 31st March, 2024 and the Statement of Profit and Loss of the Company for the financial year ended and the Reports of the Board of Directors and Auditors thereon.	27	5,96,843	100.00%	-	-	-
To re-appoint Mr. Avinash Mainkar (DIN: 01986289) Non – executive Director liable to retire by rotation and being eligible offers himself for re-appointment.	27	5,96,843	100.00%	-	-	-

The Chairman of the company may declare the results of the e-voting and Poll.

For **Vishal N. Manseta**
(Practicing Company Secretary)

 

Vishal N. Manseta
ACS No.: 25183
C.P. No.:8981
PRC : 1584/2021
UDIN : A025183F001373926
Date : September 30, 2024
Place : Mumbai

Resolution (1)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				1. To receive, consider and adopt the Audited Balance Sheet as at 31st March, 2024 and the Statement of Profit and Loss of the Company for the financial year ended and the Reports of the Board of Directors and Auditors thereon				
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	1120800	0	0.0000	0	0	0	0
	Poll		175800	15.6852	175800	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		1120800	175800	15.6852	175800	0	100.0000
Public- Institutions	E-Voting	0	0	0	0	0	0.0000	0.0000
	Poll		0	0	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0	0	0	0.0000	0.0000
	Total		0	0	0.0000	0	0	0.0000
Public- Non Institutions	E-Voting	8146800	208	0.0026	208	0	100.0000	0.0000
	Poll		420835	5.1656	420835	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		8146800	421043	5.1682	421043	0	100.0000
Total		9267600	596843	6.4401	596843	0	100.0000	0.0000

Resolution (2)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				2)To re-appoint Mr. Avinash Mainkar (DIN: 01986289) Non – executive Director liable to retire by rotation and being eligible offers 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	1120800	0	0.0000	0	0	0	0
	Poll		175800	15.6852	175800	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		1120800	175800	15.6852	175800	0	100.0000
Public- Institutions	E-Voting	0	0	0	0	0	0.0000	0.0000
	Poll		0	0	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0	0	0	0.0000	0.0000
	Total		0	0	0.0000	0	0	0.0000
Public- Non Institutions	E-Voting	8146800	208	0.0026	208	0	100.0000	0.0000
	Poll		420835	5.1656	420835	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		8146800	421043	5.1682	421043	0	100.0000
Total		9267600	596843	6.4401	596843	0	100.0000	0.0000