

HARYANA CAPFIN LIMITED

INTERIM CORPORATE OFFICE: Plot No. 106, Sector-44, Gurgaon – 122 002, Haryana (India)

Phone: 91-124-4624000, 2574326, 2574620, 2574621 Fax: 91-124-2574327

E-mail: investors@haryanacapfin.com Website: www.haryanacapfin.com

CIN : L27209MH1998PLC236139

CORPORATE OFFICE: Plot No. 30, Institutional Sector-44, Gurgaon – 122 003, Haryana (India)

E-Communication

HCL/SEC/SE/2024-25

21st March, 2025

BSE Limited
Corporate Relationship Department
1st Floor, New Trading Ring
Rotunda Building, PJ Towers
Dalal Street, Fort
Mumbai-400 001

Stock Code: 532855
Scrip ID: HARYNACAP

Sub: Result of Postal Ballot and Disclosure in terms of Regulation 44 (3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Dear Sir/Madam,

Pursuant to provisions of Section 110 of the Companies Act, 2013 ('the Act'), read with the Companies (Management and Administration) Rules, 2014 (as amended from time to time) and other applicable provisions of the Act, the consent of the Members of the Company was sought through Postal Ballot for the matters as mentioned in the Postal Ballot Notice dated 29th January, 2025.

Mr. Rajesh Gupta, Practising Company Secretary was appointed as the Scrutiniser for conducting the Postal Ballot process in a fair and transparent manner. The last date for casting votes electronically through remote e-voting was 20th March, 2025. The Scrutiniser has submitted his report for the Postal Ballot for remote e-voting which is enclosed herewith and the result whereof is announced today, i.e. 21st March, 2025.

In terms of Regulation 44 (3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), please find enclosed herewith details of voting result for the Postal Ballot.

Pursuant to the aforesaid, following Resolution has been approved by the Members of the Company with requisite majority.

1. Appointment of Mr. Vijay Kaushik (DIN: 02249672) as Non - Executive Independent Director (Special Resolution)

Kindly also consider this as disclosure in terms of the provisions of Regulation 30 and other applicable provision of the SEBI Listing Regulations.

Thanking you,
Yours faithfully,
For Haryana Capfin Limited

Rajender Singh
(Chief Financial Officer)

Encl.- As stated above

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CORPORATE OFFICE: Plot No. 30, Institutional Sector-44, Gurgaon – 122 003, Haryana (India)

Resolution No. 1:

| Resolution Required (Special Resolution) | | | To appoint Mr. Vijay Kaushik (DIN: 02249672) as a Non-Executive Independent Director | | | | | |
|---|------------------------------|--------------------|--|--------------------------------------|--------------------------|---------------------------|------------------------|-------------------------|
| Whether promoter/ promoter group are interested in the agenda/resolution? | | | No | | | | | |
| Category | Mode of Voting | No. of shares held | No. of votes polled | % votes polled on outstanding shares | No. of votes - in favour | No. of votes - in Against | % of votes - in favour | % of votes - in against |
| | | (1) | (2) | (3)= [(2)/(1)]*100 | (4) | (5) | (6)= [(4)/(2)]*100 | (7)= [(5)/(2)]*100 |
| Promoter and Promoter Group | E-voting | 3686740 | 3484030 | 94.50 | 3484030 | 0 | 100.00 | 0.00 |
| | Poll | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Postal Ballot(if applicable) | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Total | 3686740 | 3484030 | 94.50 | 3484030 | 0 | 100.00 | 0.00 |
| Public Institutions | E-voting | 378 | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| | Poll | | 0 | 0 | 0 | 0 | 0 | 0.00 |
| | Postal Ballot(if applicable) | | 0 | 0 | 0 | 0 | 0 | 0.00 |
| | Total | 378 | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| Public Non-Institutions | E-voting | 1521563 | 474615 | 31.19 | 431796 | 42819 | 90.98 | 9.02 |
| | Poll | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Postal Ballot(if applicable) | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Total | 1521563 | 474615 | 31.19 | 431796 | 42819 | 90.98 | 9.02 |
| Total | | 5208681 | 3958645 | 76.00 | 3915826 | 42819 | 98.92 | 1.08 |

Invalid votes: Nil

Result: The resolution is passed with requisite majority

SCRUTINIZER'S REPORT

[Pursuant to Section 110 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014]

21.03.2025

To,
The Chairman
Haryana Capfin Limited
Pipe Nagar, Village Sukeli, N.H. 17,
B.K.G. Road, Taluka Roha,
Dist. Raigad - 402126, Maharashtra, India.

Dear Sir,

The Board of Directors of **HARYANA CAPFIN LIMITED** (hereinafter referred to as "Company"), through its Board Resolution dated January 29, 2025 appointed the undersigned as Scrutinizer to ensure that the process of Postal Ballot as prescribed under Section 110 of the Companies Act, 2013 (hereinafter referred to as "Act") read with the Companies (Management and Administration) Rules, 2014 (hereinafter referred to as "Rules") is complied with.

In terms of Sections 108, 110 and other applicable provisions, if any, of the Companies Act, 2013, (the „Act“) read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014, („the Rules“), the General Circulars issued by the Ministry of Corporate Affairs (the “MCA”), Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the “Listing Regulations”), Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India, Company can take all the decisions requiring members' approval, other than items of ordinary business or business where any person has a right to be heard, through the mechanism of postal ballot/e-voting in accordance with the provisions of the Act and rules made thereunder, without holding a general meeting.

The Company has accordingly sent Postal Ballot Notice by email to all to those Members whose names appear in the Register of Members of the Company or in the Register of Beneficial Owners maintained by the Depositories as on Friday, 7th February, 2025 ('cut-off date') and whose e-mail addresses were registered with the Company / Depositories for passing 1 (One) Special Resolution for the special business as mentioned in the notice of postal ballot dated January 29, 2025. The Postal Ballot Notice was also made available at the website of the Company at www.haryanacapfin.com and on the Stock Exchange website i.e. www.bseindia.com and on the website of NSDL at www.evoting.nsdl.com.

The Company has availed E-voting facility offered by National Securities Depository Limited (NSDL) for conducting remote e-voting by members of the Company and as permissible under the Act, notice to the shareholders were sent through e-mail whose email id were registered with the Company / Depository Participant/Registrar and Transfer Agent. The Company has also provided remote e-voting to those shareholders, who held shares in Physical form. The remote e-voting portal remained open for voting from Wednesday, 19th February, 2025 at 9:00 Hours IST and ended on Thursday, 20th March, 2025 at 17:00 Hours IST both days inclusive. The shareholders of the Company holding shares either in physical form or dematerialized form, as on the cutoff date i.e. Friday, February 07, 2025 were entitled to vote on the resolutions (item no. 1 as set out in notice of postal ballot dated January 29, 2025).


RAJESH GUPTA

Practising Company Secretary

Subsequent to dispatch of Notice to Shareholders through permitted mode a public notice was published in Financial Express and Mumbai Lakshadweep on 18th February, 2025 as per requirements of Regulation 47 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The Shareholders were required to cast their vote online through remote e-voting on or before Thursday, March 20, 2025 at 17:00 hours IST on the basis of User-id and password provided to them by NSDL.

The votes were unblocked on 20th March, 2025 after 17:00 Hours by me in presence of two witnesses namely Mr. Akhil and Mr. Rahul who are not in the employment of the company and have signed herein below:

Thereafter, the details, containing, inter-alia, list of equity shareholders, who voted "in-favour" or "Against", were downloaded from the e-voting website of NSDL.

Summary of the remote e-voting with their pattern of voting is as per Annexure-A.

As per Section 110(2) of the Companies Act, 2013 read with Secretarial Standards on General Meeting (SS-2) issued by the Institute of Company Secretaries of India, if a resolution is assented to by a requisite majority of the shareholders by means of Postal Ballot, it shall be deemed to have been duly passed on the last date specified for remote e-voting.

As the conditions prescribed under section 114 of the Companies Act, 2013 are complied with, the resolution is considered to have been approved by the shareholders as on last date specified for remote e-voting i.e. on Thursday, 20th March, 2025.

You are requested to take note of the above and oblige.

I am enclosing report generated from the website of NSDL, with regard to electronic voting for your records.

RAJESH GUPTA

Digitally signed by RAJESH
GUPTA
Date: 2025.03.21 12:48:49
+05'30'

Rajesh Gupta
Company Secretary
M. No. FCS 4870, C.P. No. 26258
UDIN: F004870F004105571
Peer Review No.: 3025/2023
Place: New Delhi
Date: 21st March, 2025

Countersigned by
For Haryana Capfin Limited
Chairman/Authorised Signatory

Voting Pattern of Electronic Vote**Resolution No. 1:**

| | |
|--|---|
| Resolution Required: (Special) | Appointment of Mr. Vijay Kaushik (DIN: 02249672) as a Non - Executive Independent Director |
| Whether promoter / promoter group are interested in the agenda / resolution | No |

| Category | No. of shares held | No. of valid 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 |
|-----------------------------|---------------------------|----------------------------------|--|---------------------------------|-------------------------------|---|---|
| Promoter and Promoter group | 36,86,740 | 34,84,030 | 94.5016 | 34,84,030 | - | 100.00 | - |
| Public - Institutions | 378 | - | - | - | - | - | - |
| Public – Non-Institutions | 15,21,563 | 4,74,615 | 31.1926 | 4,31,796 | 42,819 | 90.9782 | 9.0218 |
| Total | 52,08,681 | 39,58,645 | 76.0009 | 39,15,826 | 42,819 | 98.9183 | 1.0817 |

Invalid votes: NIL**Result: The resolution is passed with requisite majority.**

RAJESH GUPTA Digitally signed
by RAJESH GUPTA
Date: 2025.03.21
12:49:49 +05'30'