

ANNEXURE - 2

VOTING RESULT OF POSTAL BALLOT OF HIND SECURITIES & CREDITS LIMITED AS PER REGULATION 44(3) OF SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015

ITEM NO. 1**Approval for Voluntary Delisting of the Equity Shares of the Company from BSE Limited ("BSE"):**

Date of Postal Ballot Notice	January 24, 2020
Voting Start Date and End date	February 01, 2020 To March 01, 2020
Total No. of Shareholders on record date	320
No. of Shareholders present in the meeting either in person or through proxy	Not Applicable
No. of Shareholders attended the meeting through Video Conferencing	Not Applicable

Resolution Required		Special resolution						
Whether promoter/ promoter group are interested in the agenda/resolution?		No						
Category	Mode of voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in Favour (4)	No. of Votes – Against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	600500	0	0.00	0	0	0.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total	600500	0	0.00	0	0	0.00	0.00
Public – Institutions	E-Voting	0	0	0.00	0	0	0.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total	0	0	0.00	0	0	0.00	0.00
Public – Non Institutions	E-Voting	4500000	2893928	64.31	2893928	0	100.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total	4500000	2893928	64.31	2893928	0	100.00	0.00
Total		5100500	2893928	56.74	2893928	0	100.00	0.00





Ref No.: 18/MM/2019-2020

Scrutinizer's Report

[Pursuant to Section 108 and Section 110 of the Companies Act, 2013 read with rule 20 & 22 of the Companies (Management and Administration) Rules, 2014]

To,
The Chairman
Hind Securities & Credits Limited
D-16, Ground Floor, Udyog Nagar,
Nangloi, West Delhi-110041

Sub: Scrutinizer's Report on E-voting and Postal Ballot process conducted pursuant to the provisions of Section 108 and 110 of the Companies Act, 2013 (the Act) read with rule 20 & 22 of the Companies (Management and Administration) Rules, 2014.

Dear Sir,

1. I, Chetan Gupta, Company Secretary in Practice (COP No – 7077) & Partner APAC & Associates LLP, Company Secretaries (ICSI Unique Code – P2011DE025300), appointed as Scrutinizer by the Board of Directors of Hind Securities & Credits Limited ("the Company") in the Board Meeting held on January 24, 2020 for the purpose of scrutinizing the Postal Ballot voting process and E-voting process in a fair and transparent manner to seek the approval of the holders of Equity Shares for passing of the 1 (One) **Special Resolution:**

Item No.1: **Approval for Voluntary Delisting of the Equity Shares of the Company from BSE Limited ("BSE").**

2. Further, as a matter of records, please take note of the following:

a) Management's responsibility:

The management of the Company is responsible to ensure the compliance with the requirements of:

- (i) the Companies Act, 2013 and Rules made there under relating to voting through electronic means and postal ballot;
- (ii) the SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 on the resolutions stated in the Postal Ballot Notice dated January 24, 2020 ("Postal Ballot Notice").

b) Scrutinizer's responsibility:

My responsibility as a Scrutinizer is to make a Scrutinizer's report of the votes cast "in favor" or "against" the resolutions, based on the reports generated from the e-voting system provided by the Link Intime



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India Private Limited ("RTA"), the authorized agency to provide e-voting facilities, engaged by the Company and the ballots received till March 01, 2020 at the registered office of the Company.

3. I hereby submit my report as under:

- i. The voting rights were reckoned on Friday, January 24, 2020 being the "Cut off Date" for the purpose of determining entitlements of the members to vote on the resolutions set forth in the Postal Ballot Notice through E-Voting and Postal Ballot.
- ii. The Company has completed the dispatch of Postal Ballot Notice along with Postal Ballot Forms on January 30, 2020 to its members as on cut-off date:
 - a) Through registered post along with a self-addressed postage prepaid business reply envelope whose email IDs were not registered with the Company or its Registrar and Transfer Agent; and
 - b) Through email by RTA along with the details of Login ID and password whose email IDs were registered with the Company or its Registrar and Transfer Agent.
- iii. The shareholders of the Company had option to vote on resolutions either through the postal ballot forms physically or through the e-voting facility.
- iv. In accordance with the Notice of the Postal Ballot sent to the shareholders, the e-voting period commenced on Saturday, February 01, 2020 at 9:00 A.M. till Sunday, March 01, 2020 at 5:00 P.M.
- v. The votes casted through E-voting were unblocked on March 02, 2020, at 11:00 A.M. in the presence of two witnesses, Mr. Rajender Goswami and Ms. Saloni Goyal, who are not in the employment of the Company.
- vi. The details containing inter-alia, list of Equity Shareholders, who voted "for", "against" each of the resolutions that were put to vote, were generated from the e-voting website of the RTA.
- vii. The physical postal ballot forms were kept under my safe custody in sealed and tamper proof ballot box before commencing the scrutiny of such postal ballot forms. The ballot box was duly opened on March 02, 2020 in my presence with due identification marks placed by me and the electronic votes were duly examined. There was no Ballot papers in the box.
- viii. All the postal ballot forms received either in physical or by casting of votes electronically through RTA portal up to 05:00 p.m. on Sunday, March 01, 2020, the last date and time fixed by the company for receipt of the forms, were considered for my scrutiny. The envelopes containing postal ballot forms that were received after 05:00 p.m. on Sunday, March 01, 2020 were not considered for my scrutiny and kept separately, however there were no such cases.



- ix. The particulars of all Postal Ballot forms received from the Members as well as details of e-voting as recorded through online platform provided by RTA have been consolidated and entered in a Computerized Register separately maintained for the purpose.
- x. A summary of the Postal Ballot forms received / votes cast electronically is given below:

Item No. 1

Special Resolution: Approval for Voluntary Delisting of the Equity Shares of the Company from BSE Limited ("BSE").

S. No.	Particulars	No. of shareholders	No. of shares	% to the total shares representing valid votes
(a)	1. Total postal ballot forms received	0	0	0
	2. Total E-voting options received	69	2893928	0
	Total Votes (1+2)	69	2893928	100
(b)	Less: Invalid Votes	0	0	0
(c)	3. Net Valid Postal Ballot forms	0	0	0
	4. Net Valid E-voting	69	2893928	100
	Total Valid Votes (3+4)	69	2893928	100
(d)	5. Postal Ballot forms with assent of the resolution	0	0	0
	6. E-voting Options with assent for the resolution	69	2893928	100
	Total Assent (5+6)	69	2893928	100
(e)	7. Postal ballot forms with dissent for the resolution	0	0	0
	8. E-voting options with dissent for the resolution	0	0	0
	Total Dissent (7+8)	0	0	0

The above Resolutions as Item No 1 of the Notice dated January 24, 2020 have been passed with requisite majority. You may accordingly declare the result of the postal ballot.



- xi. Details of Voting in terms of provisions of Regulation 8(1) (b) of Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009, as amended from time to time:

Particulars	No. of E-voting	No. of Equity Shares of Nominal Value of Re.10/- each (votes)	% of Votes
Total Valid Postal Ballots and E-votes Received	69	2893928	56.74
Less:- Promoters Shareholding	0	0	0
Public Shareholding through Postal Ballot and E-voting	69	2893928	56.74
Assented to Resolution out of Public Shareholding	69	2893928	56.74
Dissented to Resolution out of Public Shareholding	0	0	0

4. It is to be noted that:

- a) The shareholders abstained from voting were not considered.
- b) Institutional Shareholders whose authorization resolutions were not received were considered as invalid.
- c) In terms of Procedure and Instructions for E-voting given along with Notice, the votes via e-voting mode were considered valid in case the shareholders opted to vote through both modes i.e. physical as well as electronically.
- d) The figures in percentage have been rounded off to 2 decimal points.
- e) An excel spreadsheet containing a list of equity shareholders who voted "FOR", "AGAINST" and those whose votes were declared invalid for each resolution is enclosed.
- f) The electronic data along with postal ballots, relevant registers and all other relevant records relating to the e-voting and the Postal Ballot received is under my safe custody and will be handed over to the Chairman for preserving safely.
- g) **Restriction on Use**
This report has been issued at the request of the Company for:
 - (i) submission to Stock Exchange;
 - (ii) Placed on website of the Company and;
 - (iii) Website of RTA.



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5. Furthermore, the number of votes cast by Postal Ballot by Public Shareholders in favour of Special Resolution being greater than two times of the number of votes cast by the Public Shareholders against the Special Resolution and therefore, the requirement of the provisions to Regulation 8(1) (b) of Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009 is satisfied; and

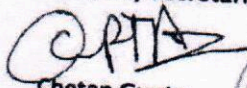
I confirm that the complete Postal Ballot voting process has been conducted in a fair and transparent manner.

This report is not to be used for any other purpose or to be distributed to any other parties. Accordingly, I do not accept or assume any liability or any duty of care or for any other purpose or to any other party to whom it is shown or into whose hands it may come without my prior consent in writing.

Thanking you,

Yours faithfully,

For APAC & Associates LLP
Company Secretaries



Chetan Gupta

(Partner)

CoP No.: 7077



Accepted



Date: March 02, 2020

Place: Delhi

UDIN: F006496A000584645

Jagdish Rai Bansal
(Managing Director)
DIN: 08673384

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