

# CONSOLIDATED FINVEST & HOLDINGS LIMITED

Head Office : Plot No. 12, Sector B-1, Local Shopping Complex, Vasant Kunj, New Delhi-110070 (INDIA)  
Ph : 91-11-26139256 (10 Lines), 011-40322100 E-mail : cs\_cfhi@jindagroup.com

CIN : L33200UP1993PLC015474 Website : www.consofinvest.com

CFHL/SECTT/ST-EX /SEP18/ 127

28th September 2018

The Listing Department  
National Stock Exchange of India Limited  
Exchange Plaza, 5th Floor, Plot No. C-1  
Block — G, Bandra-Kurla Complex  
Bandra (East),  
Mumbai —400 051

**Symbol : CONSOFINVT Series : Eq**

**Re: Proceedings and details of the Voting Results of the 32<sup>nd</sup> Annual General Meeting**

Dear Sir,

Pursuant to SEBI (LODR) Regulations, 2015, we would like to inform you that the 32<sup>nd</sup> Annual General Meeting of the members of the Company held on Thursday 27th September, 2018 at the registered office at 19th K.M., Hapur-Bulandshahr Road, P.O. Gulaothi, Dist Bulandshahr, Uttar Pradesh-203408. The meeting commenced at 2.30 p.m. and ended at 3.10 p.m.

In view of above, we are pleased to submit:

Details of voting results as per Regulation 44 of SEBI (LODR) Regulations, 2015 along with consolidated Scrutinizer's report.

You are requested to find the above in order and acknowledge it.

Thanking you

Yours truly,  
For **Consolidated Finvest & Holdings Limited**

  
Anil Kaushal

Company Secretary

Encl: as above



**PURSUANT TO REGULATION 44(3) OF SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015**

**Voting Results**

**32nd Annual General Meeting**

**Consolidated Finvest & Holdings Limited**

<b>Date of the AGM/EGM</b>	27th September, 2018
<b>Total number of shareholders on record date</b>	21123
<b>No. of shareholders present in the meeting either in person or through proxy:</b>	
<b>Promoters and Promoter Group:</b>	5
<b>Public:</b>	29
<b>No. of Shareholders attended the meeting through Video Conferencing</b>	
<b>Promoters and Promoter Group:</b>	Not Applicable
<b>Public:</b>	Not Applicable

Resolution No.	1. ORDINARY BUSINESS - ORDINARY RESOLUTION							
	ORDINARY - To consider and adopt: (a) the Audited Financial Statement of the Company for the financial year ended March 31, 2018, the reports of the Board of Directors and Auditors thereon; and (b) the Audited Consolidated Financial Statement of the Company for the financial year ended March 31, 2018 (Ordinary Resolution).							
Resolution required: (Ordinary/ Special)	No							
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	2,31,24,764	-	-	-	-	-	-
	Poll		2,13,88,856	99.97	2,13,88,856	-	100.00	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	<b>Total</b>		<b>2,31,24,764</b>	<b>2,13,88,856</b>	<b>99.97</b>	<b>2,13,88,856</b>	<b>-</b>	<b>100.00</b>
Public- Institutions	E-Voting	32,90,629	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	<b>Total</b>		<b>32,90,629</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>
Public- Non Institutions	E-Voting	59,10,973	20	0	20	-	100	-
	Poll		179	0	179	-	100	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	<b>Total</b>		<b>59,10,973</b>	<b>199</b>	<b>0</b>	<b>199</b>	<b>-</b>	<b>100</b>
<b>Total</b>		<b>3,23,26,366</b>	<b>2,13,89,055</b>	<b>66</b>	<b>2,13,89,055</b>	<b>-</b>	<b>100</b>	<b>-</b>

Resolution No.	2. ORDINARY BUSINESS - ORDINARY RESOLUTION							
	To appoint a Director in place of Mr. Sanjiv Kumar Agarwal (DIN: 01623575) who retires by rotation and being eligible, offers herself for re-appointment.							
Resolution required: (Ordinary/ Special)								



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	2,31,24,764	-	-	-	-	-	-
	Poll		2,13,88,856	99.97	2,13,88,856	-	100.00	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		2,31,24,764	2,13,88,856	99.97	2,13,88,856	-	100.00
Public- Institutions	E-Voting	32,90,629	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		32,90,629	-	-	-	-	-
Public- Non Institutions	E-Voting	59,10,973	20	0	20	-	100	-
	Poll		179	0	179	-	100	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		59,10,973	199	0	199	-	100
Total		3,23,26,356	2,13,89,055	66	2,13,89,055	-	100	-



Resolution No.	<b>3. SPECIAL BUSINESS - ORDINARY RESOLUTION</b>							
Resolution required: (Ordinary/ Special)	To Appoint Mr. Prakash Matal (DIN: 07906108) as Independent Director of the Company.							
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	2,31,24,764	-	-	-	-	-	-
	Poll		2,13,88,856	99.97	2,13,88,856	-	100.00	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	<b>Total</b>		<b>2,31,24,764</b>	<b>2,13,88,856</b>	<b>99.97</b>	<b>2,13,88,856</b>	<b>-</b>	<b>100.00</b>
Public- Institutions	E-Voting	32,90,629	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	<b>Total</b>		<b>32,90,629</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>
Public- Non Institutions	E-Voting	59,10,973	20	0.00	20	-	100.00	-
	Poll		179	0.01	179	-	100.00	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	<b>Total</b>		<b>59,10,973</b>	<b>199</b>	<b>0.01</b>	<b>199</b>	<b>-</b>	<b>100.00</b>
<b>Total</b>		<b>3,23,26,366</b>	<b>2,13,89,055</b>	<b>66.17</b>	<b>2,13,89,055</b>	<b>-</b>	<b>100.00</b>	<b>-</b>



Resolution No.	4. SPECIAL BUSINESS - SPECIAL RESOLUTION							
	To Alter the Object Clause of the Memorandum of Association of the Company.							
Resolution required: (Ordinary/ Special)								
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	2,31,24,764	-	-	-	-	-	-
	Poll		2,13,88,856	99.97	2,13,88,856	-	100.00	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	<b>Total</b>		<b>2,31,24,764</b>	<b>2,13,88,856</b>	<b>99.97</b>	<b>2,13,88,856</b>	<b>-</b>	<b>100.00</b>
Public- Institutions	E-Voting	32,90,629	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	<b>Total</b>		<b>32,90,629</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>
Public- Non Institutions	E-Voting	59,10,973	20	0.00	20	-	100.00	-
	Poll		179	0.01	179	-	100.00	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	<b>Total</b>		<b>59,10,973</b>	<b>199</b>	<b>0.01</b>	<b>199</b>	<b>-</b>	<b>100.00</b>
<b>Total</b>		<b>3,23,26,366</b>	<b>2,13,89,055</b>	<b>66.17</b>	<b>2,13,89,055</b>	<b>-</b>	<b>100.00</b>	<b>-</b>





Resolution No.	5. SPECIAL BUSINESS - SPECIAL RESOLUTION							
Resolution required: (Ordinary/ Special)	To Alter the Liability Clause of the Memorandum of Association of the Company.							
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	231,24,764	-	-	-	-	-	-
	Poll		213,88,856	99.97	213,88,856	-	100.00	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	<b>Total</b>		<b>231,24,764</b>	<b>213,88,856</b>	<b>99.97</b>	<b>213,88,856</b>	<b>-</b>	<b>100.00</b>
Public- Institutions	E-Voting	32,90,629	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	<b>Total</b>		<b>32,90,629</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>
Public- Non Institutions	E-Voting	59,10,973	20	0.00	20	-	100.00	-
	Poll		179	0.01	179	-	100.00	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	<b>Total</b>		<b>59,10,973</b>	<b>199</b>	<b>0.01</b>	<b>199</b>	<b>-</b>	<b>100.00</b>
<b>Total</b>	<b>323,26,366</b>	<b>213,89,055</b>	<b>66.17</b>	<b>213,89,055</b>	<b>-</b>	<b>100.00</b>	<b>-</b>	



Resolution No.	6. SPECIAL BUSINESS - SPECIAL RESOLUTION							
Resolution required: (Ordinary/ Special)	To adopt new set of Articles of Association of the Company containing regulations in conformity with the Companies Act, 2013.							
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	231,24,764	-	-	-	-	-	-
	Poll		213,88,856	99.97	213,88,856	-	100.00	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		231,24,764	213,88,856	99.97	213,88,856	-	100.00
Public- Institutions	E-Voting	32,90,629	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		32,90,629	-	-	-	-	-
Public- Non Institutions	E-Voting	59,10,973	20	0.00	20	-	100.00	-
	Poll		179	0.01	179	-	100.00	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		59,10,973	199	0.01	199	-	100.00
Total		323,26,366	213,89,055	66.17	213,89,055	-	100.00	-

For Consolidated Finvest & Holdings Ltd.

  
**ANIL KAUSHAL**  
 Company Secretary





SCRUTINIZER REPORT

To,  
The Chairman,  
Consolidated Finvest & Holdings Limited  
19<sup>th</sup> K.M. Hapur Bulandshahr Road,  
P.O. Gulaothi, Distt. Bulandshahr,  
Uttar Pradesh - 203408.

Sub: Resolutions passed through E-Voting and Poll conducted at the 32<sup>nd</sup> Annual General Meeting of Consolidated Finvest & Holdings Limited.

I, Akarshika Goel, (Practicing Company Secretary), have been appointed as the Scrutinizer by the Board of Directors of Consolidated Finvest & Holdings Limited having its registered office situated at 19<sup>th</sup> K.M. Hapur - Bulandshahr Road, P.O. Gulaothi, Distt. Bulandshahr, Uttar Pradesh - 203408, for the purpose of scrutinizing the electronic voting process and votes through poll held at the 32<sup>nd</sup> Annual General Meeting i.e. on 27<sup>th</sup> September, 2018.

The Company had appointed Link Intime India Private Limited (LIPL) as the Service Provider for extending the facility of electronic voting to the shareholders of the Company from Monday, 24<sup>th</sup> September, 2018 at 9:00 A.M. till Wednesday, 26<sup>th</sup> September, 2018 at 5:00 P.M. The E-voting was thereafter disabled by the LIPL. The E-voting results unblocked by me on, 28<sup>th</sup> September, 2018 in the presence of 2 (Two) witnesses namely Ms. Apeksha Anand and Mr. Parvindra Nautiyal.

The Company had also provided voting facility by poll at the 32<sup>nd</sup> Annual General Meeting of the Company, to the members present in person or by proxy; who had not exercised their right to vote through electronic voting facility.

The Management of the Company is responsible to ensure the compliances with requirements of the Companies Act, 2013 and Rules relating to e-voting and poll on resolutions specified in the notice of the 32<sup>nd</sup> Annual General Meeting. My responsibility as a Scrutinizer for the e-voting process and poll is restricted to scrutinize the results and present the Report for the votes cast "in favour" or "against" the resolutions.

*The result of the E-Voting together with that of Poll is as under:*



302, Third Floor, Gagandeep Building, Rajendra Place, New Delhi - 110008

Tel: +91 11 49091217

Email: groverahuja@hotmail.com

**(A) As an Ordinary Resolution-**

**Item No. 1(a)**

To receive, consider and adopt the Standalone Audited financial statements of the Company for the year ended 31st March, 2018 together with the reports of the Directors and Auditors thereon.

**I. Voted in favour of the Resolution:**

	Number of Members who voted through E-Voting Process and Poll	Number of votes cast (Shares)	% of total number of valid votes cast
E-Voting	2	20	0.01
Poll	34	21389035	99.99
<b>Total</b>	<b>36</b>	<b>21389055</b>	<b>100.00</b>

**II. Voted against the Resolution:**

	Number of Members who voted through E-Voting Process and poll	Number of votes cast (Shares)	% of total number of valid votes cast
E-Voting	-	-	-
Poll	-	-	-
<b>Total</b>	<b>-</b>	<b>-</b>	<b>-</b>

**III. Invalid Votes:**

	Number of Members who voted through E-Voting Process and poll	Number of votes cast (Shares)	% of total number of invalid votes
E-Voting	-	-	-
Poll	-	-	-
<b>Total</b>	<b>-</b>	<b>-</b>	<b>-</b>

**Item No. 1(b)**

To receive, consider and adopt the Consolidated Audited financial statements of Company for the financial year ended 31st March, 2018 together with the reports of Auditors thereon.

**I. Voted in favour of the Resolution:**

	Number of Members who voted through E-Voting Process and Poll	Number of votes cast (Shares)	% of total number of valid votes cast
E-Voting	2	20	0.01
Poll	34	21389035	99.99
Total	36	21389055	100.00

**II. Voted against the Resolution:**

	Number of Members who voted through E-Voting Process and poll	Number of votes cast (Shares)	% of total number of valid votes cast
E-Voting	-	-	-
Poll	-	-	-
Total	-	-	-

**III. Invalid Votes:**

	Number of Members who voted through E-Voting Process and poll	Number of votes cast (Shares)	% of total number of invalid votes
E-Voting	-	-	-
Poll	-	-	-
Total	-	-	-



**(B) As an Ordinary Resolution- Item No.2.**

To appoint a Director in place of Mr. Sanjiv Kumar Agarwal (DIN: 01623575) who retires by rotation and being eligible, offers herself for re-appointment.

**I. Voted in favour of the Resolution:**

	Number of Members who voted through E-Voting Process and Poll	Number of votes cast (Shares)	% of total number of valid votes cast
E-Voting	2	20	0.01
Poll	34	21389035	99.99
<b>Total</b>	<b>36</b>	<b>21389055</b>	<b>100.00</b>

**II. Voted against the Resolution:**

	Number of Members who voted through E-Voting Process and poll	Number of votes cast (Shares)	% of total number of valid votes cast
E-Voting	-	-	-
Poll	-	-	-
<b>Total</b>	<b>-</b>	<b>-</b>	<b>-</b>

**III. Invalid Votes:**

	Number of Members who voted through E-Voting Process and poll	Number of votes cast (Shares)	% of total number of invalid votes
E-Voting	-	-	-
Poll	-	-	-
<b>Total</b>	<b>-</b>	<b>-</b>	<b>-</b>

**(C) As an Ordinary Resolution- Item No.3.**

To Appoint Mr. Prakash Matai (DIN: 07906108) as Independent Director of the Company.

**I. Voted in favour of the Resolution:**

	Number of Members who voted through E-Voting Process and Poll	Number of votes cast (Shares)	% of total number of valid votes cast
E-Voting	2	20	0.01
Poll	34	21389035	99.99
<b>Total</b>	<b>36</b>	<b>21389055</b>	<b>100.00</b>

**II. Voted against the Resolution:**

	Number of Members who voted through E-Voting Process and poll	Number of votes cast (Shares)	% of total number of valid votes cast
E-Voting	-	-	-
Poll	-	-	-
<b>Total</b>	<b>-</b>	<b>-</b>	<b>-</b>

**III. Invalid Votes:**

	Number of Members who voted through E-Voting Process and poll	Number of votes cast (Shares)	% of total number of invalid votes
E-Voting	-	-	-
Poll	-	-	-
<b>Total</b>	<b>-</b>	<b>-</b>	<b>-</b>





**(D) As a Special Resolution- Item No.4.**

To Alter the Object Clause of the Memorandum of Association of the Company.

**I. Voted in favour of the Resolution:**

	Number of Members who voted through E-Voting Process and Poll	Number of votes cast (Shares)	% of total number of valid votes cast
E-Voting	2	20	0.01
Poll	34	21389035	99.99
Total	36	21389055	100.00

**II. Voted against the Resolution:**

	Number of Members who voted through E-Voting Process and poll	Number of votes cast (Shares)	% of total number of valid votes cast
E-Voting	-	-	-
Poll	-	-	-
Total	-	-	-

**III. Invalid Votes:**

	Number of Members who voted through E-Voting Process and poll	Number of votes cast (Shares)	% of total number of invalid votes
E-Voting	-	-	-
Poll	-	-	-
Total	-	-	-



(E) As a Special Resolution- Item No.5.

To Alter the Liability Clause of the Memorandum of Association of the Company.

I. Voted in favour of the Resolution:

	Number of Members who voted through E-Voting Process and Poll	Number of votes cast (Shares)	% of total number of valid votes cast
E-Voting	2	20	0.01
Poll	34	21389035	99.99
Total	36	21389055	100.00

II. Voted against the Resolution:

	Number of Members who voted through E-Voting Process and poll	Number of votes cast (Shares)	% of total number of valid votes cast
E-Voting	-	-	-
Poll	-	-	-
Total	-	-	-

III. Invalid Votes:

	Number of Members who voted through E-Voting Process and poll	Number of votes cast (Shares)	% of total number of invalid votes
E-Voting	-	-	-
Poll	-	-	-
Total	-	-	-



**(F) As a Special Resolution- Item No.6.**

To adopt new set of Articles of Association of the Company containing regulations in conformity with the Companies Act, 2013.

**I. Voted in favour of the Resolution:**

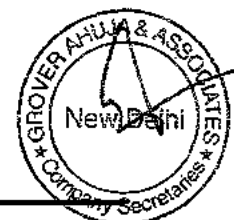
	Number of Members who voted through E-Voting Process and Poll	Number of votes cast (Shares)	% of total number of valid votes cast
E-Voting	2	20	0.01
Poll	34	21389035	99.99
Total	36	21389055	100.00

**II. Voted against the Resolution:**

	Number of Members who voted through E-Voting Process and poll	Number of votes cast (Shares)	% of total number of valid votes cast
E-Voting	-	-	-
Poll	-	-	-
Total	-	-	-

**III. Invalid Votes:**

	Number of Members who voted through E-Voting Process and poll	Number of votes cast (Shares)	% of total number of invalid votes
E-Voting	-	-	-
Poll	-	-	-
Total	-	-	-



*The register, all other papers and relevant records relating to electronic voting and physical poll shall remain in our safe custody until the Chairman considers, approves and signs the minutes of the aforesaid Annual General Meeting.*

Thanking You,

Yours Faithfully,

for Grover Ahuja & Associates  
Company Secretaries

(Akarshika Goel)  
C.P No. 12770



Dated: 28.09.2018  
Place: New Delhi

We the undersigned witnessed that the votes were unblocked from the e-voting website of Link Intime India Private Limited (LIPL) in our presence on 28th September, 2018 at the office of the Scrutinizer.

Apeksha Anand

Parvindra Nautiyal