# 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\_cfhl@jindalgroup.com

CIN: L33200UP1993PLC015474 Website: www.consofinvest.com

### CFHL/SECTT/ST-EX /SEP18/ ] 27

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), <u>Mumbai —400 051</u>

### Symbol : CONSOFINVT Series : Eq

### Re: Proceedings and details of the Voting Results of the 32nd 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

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

Voting Results

**32nd Annual General Meeting** 

**Consolidated Finvest & Holdings Limited** 

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

Resolution No.	1. ORDINARY BUSH	NESS - ORDINARY R	ESOLUTION					
Resolution required: (Ordinary/ Special)	ORDINARY - To consider and adopt: (a) the Audited Financial Statement of the Company for the financial year ended March 31, 2 Board of Directors and Auditors thereon; and (b) the Audited Consolidated Financial Statement of the Company for the financial 2018 (Ordinary Resolution).							•
Whether promoter/ promoter group are interested in the agenda/resolution?	No							
Category	Mode of Voting	No. of shares held (1)	No. of votes poiled (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
	E-Voting Poll		2,13,88,856	- 99.97	2,13,88,856	đ.	- 100.00	
Promoter and Promoter Group	Postal Ballot (if applicable)	2,31,24,764 -	-					
	Total	2,31,24,764	2,13,88,856	99.97	2,13,88,856		100.00	11 1 1 1 1 2
	E-Voting Poll Postal Ballot (if	32,90,629	141 141	14) 141		*		-
Public- Institutions	applicable)	22.22.220	21	120	(a)		2	-
	Total	32,90,629	- 20	0	- 20		100	
8.	E-Voting Poll Postal Ballot (if	<b>59,10,97</b> 3	179	0	179		100	-
Public- Non Institutions	applicable)		-	( <del>*</del> )			-	
	Total	59,10,973	199	0	199		100	
이 이 것이다. 동안 다니 것이 같아요. 이 것이 같아요.	Total	3,23,26,366	2,13,89,055	66	2,13,89,055		100	

 Resolution No.
 2. ORDINARY BUSINESS - ORDINARY RESOLUTION

 Resolution required: (Ordinary/ Special)
 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.

Whether promoter/ promoter group are interested in the agenda/resolution?	No							
Category	Made 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
	E-Voting		×		÷	(n	-	
	Poll	2,31,24,764	2,13,88,856	99.97	2,13,88,856	18	100.00	
Promoter and Promoter Group	Postal Ballot (if applicable)	2,31,24,704	2		14			
	Total	2,31,24,764	2,13,88,856		2,13,88,856		100.00	
	E-Voting		÷	-			-	-
	Poll		-					
Public- Institutions	Postal Ballot (if applicable)	32,90,629		-			-	
	Total	32,90,629		2 12 13 19 19			1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1	
	E-Voting		20	0	20		100	
	Poll	50 40 070	179	0	179	926	100	
Public- Non Institutions	Postal Ballot (if applicable)	59,10,973	ž	-	G 745	7/251	2	
	Total	59,10,973	199	0	199		100	
	Total	3,23,26,356	2,13,89,055	66	2,13,89,055		100	

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Resolution No.	3. SPECIAL BUSINE	3. SPECIAL BUSINESS - ORDINARY RESOLUTION							
Resolution required: (Ordinary/ Special)	To Appoint Mr. Pra	To Appoint Mr. Prakash Matai (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 poiled (6)=[(4)/(2)]*100	% of Votes against on votes połłed (7)=[(5)/(2)]*100	
	E-Voting		S 245	~					
	Poll	2,31,24,764	2,13,88,856	99.97	2,13,88,856		100.00		
	Postal Ballot (if	_,,_ ,,							
Promoter and Promoter Group	applicable)			-	-				
	Total	2,31,24,764	2,13,88,856	99.97	2,13,88,856		100.00		
	E-Voting			2	•			57	
	Poll	32,90,629	183			۰			
Public-Institutions	Postal Ballot (if applicable)				~		-		
Public-Institutions	Total	32,90,629	Sec. 1				and the second second	E CONTRACTOR	
	E-Voting	52,50,025	20	0.00	20		100.00		
	Poll		179	0.01	179	-	100.00		
	Postal Ballot (if	59,10,973	115	0.01	115		100.00		
Public- Non Institutions	applicable)		545	~	~				
	Total	59,10,973	199	0.01	199		100.00		
	Total	3,23,26,366	2,13,89,055	66.17	2,13,89,055		100.00		



Resolution No.		4. SPECIAL BUSINESS - SPECIAL RESOLUTION         To Alter the Object Clause of the Memorandum of Association of the Company.						
	To Alter the Object							
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
	E-Voting				-	<u>1</u>		
	Poll	2,31,24,764	2,13,88,856	99.97	2,13,88,856	2	100.00	1.1
	Postal Ballot (if	2,31,24,704						
Promoter and Promoter Group	applicable)		-	i i i i i i i i i i i i i i i i i i i		8		
	Total	2,31,24,764	2,13,88,856	99.97	2,13,88,856	Contraction and the	100.00	
	E-Voting				-	5		
	Poll Postal Ballot (if	32,90,629		-	×	×		
Public-Institutions	applicable)			×		в	•	
	Total	32,90,629						
	E-Voting		20	0.00	20	-	100.00	
	Poll	EQ 10 072	179	0.01	179	÷.	100.00	
*	Postal Ballot (if	59,10,973						
Public- Non Institutions	applicable)		ž.			-	<u>a</u> :	
	Total	59,10,973	199	0.01	199		100.00	State State
이제 요가 있는 것 것 것 것 같아. 지금에 가 모두 것	Total	3,23,26,366	2,13,89,055	66.17	2,13,89,055		100.00	ALL 2 10 10 10 10

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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 vote: polled (7)=[(5)/(2)]*10
	E-Voting		5	-		₹;		
Promoter and Promoter Group	Poll	231,24,764	213,88,856	99.97	213,88,856	*	100.00	-
Fromoter and Fromoter Group	Postal Ballot (if applicable)	201,24,704	÷.	-	-	Ŧ	-	
	Total	231,24,764	· 213,88,856	99.97	213,88,856		100.00	
	E-Voting		×	-		*	¥1	-
Public-Institutions	Poll	32,90,629			•	11 <b>-</b> 11	1	
	Postal Ballot (if applicable)		2	2 ·			-	
	Total	32,90,629		a station and				
	E-Voting		20	0.00	20		100.00	
Public- Non Institutions	Poll	59,10,973	179	0.01	179		100.00	-
Public- Non institutions	Postal Ballot (if applicable)	33,10,373			-	-	-1	-
	Total	59,10,973	199	0.01	199		100.00	
	Total	323,26,366	213,89,055	66.17	213,89,055	March March R.	100.00	SUNTED STORES



Resolution No.	6. SPECIAL BUSINE	6. SPECIAL BUSINESS - SPECIAL RESOLUTION							
Resolution required: (Ordinary/ Special)	To adopt new set o	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	
	E-Voting			-	-		-	-	
Description and Description Consum	Poll	231,24,764	213,88,856	99.97	213,88,856	14	100.00	-	
Promoter and Promoter Group	Postal Ballot (if applicable)				-	-			
	Total	231,24,764	213,88,856	99.97	213,88,856	Contract in the	100.00	State Fire	
	E-Voting		201	14	H			-	
Dublin Institutions	Poll	32,90,629	1. S.					-	
Public- Institutions	Postal Ballot (if applicable)	52,90,029		-	2	-		-	
	Total	32,90,629		the second second			141	n with station	
-	E-Voting		20	0.00	20		100.00		
Dublic Non Institutions	Potl	50 10 072	179	0.01	179	120	100.00		
Public- Non Institutions	Postal Ballot (if applicable)			-				-	
	Total	59,10,973	199	0.01	199		100.00	100 - 100 - 10 - 10	
	Total	323,26,366	213,89,055	66,17	213,89,055		100.00	A Section of the	

For Consolidated Finvest & Holdings Ltd.

## **GROVER AHUJA & ASSOCIATES**



**Company Secretaries** 

### 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 the32<sup>nd</sup>Annual General Meeting i.e. on 27<sup>th</sup> September, 2018.

The Company had appointed Link Intime India Private Limited(LHPL) as the Service Provider for extending the facility of electronic voting to the shareholders of the Company from Monday, 24<sup>th</sup> September, 2018at 9:00 A.M. till Wednesday, 26<sup>th</sup> September, 2018at 5:00 P.M. The E-voting was thereafter disabled by the LIIPL. 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:



### (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
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	-	-	-



### 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
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	-	_	-
Poli	_	-	-
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	-	~	-



### (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
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	-	-	-
Poli	-	-	-
Total	-	-	



### (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	- <b>4</b> -	-	-
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	•	-	<del>.</del>
Poll	-	-	-
Total	-	-	-



Company Secretaries

### (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 vot <del>es</del> 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

New Delhi

(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 (LIIPL) in our presence on 28th September, 2018 at the office of the Scrutinizer.

Apeksha Anand

Paryindra Nautiyal