

20th September 2019

Indus Finance Ltd

CIN: L65191TN1992PLC022317 E-mail: contact@indusfinance.com

Bombay Stock Exchange Limited,

Registered office: Floor 25, P J Street, Dalal Street, Mumbai-400 001.

Dear Sir,

Sub: <u>Voting results under Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 and Scrutinizer Report</u>

In connection with the 28th Annual General Meeting of the Company held on 19th September 2019 at 11.00 a.m. we enclose the followings:

- 1. Voting Results under Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and
- 2. Scrutinizer Report.

Kindly take the same on record.

Thanking You,

Yours faithfully

For INDUS FINANCE LIMITED

K.K.Dinakar
Company Secretary

Encl:a/a



NAME OF THE COMPANY: SUF-INDUS FINANCE CORPORATION LIMITED

1.ORDINARY BUSINESS: To consider and adopt the Audited Financial statement of the Company for the financial year ended 31st March 2019 and the

Report of the Board of Direc	Report of the Board of Directors and the Auditors thereon							
Resolution Required:(Ordinary/Special)	ary/Special)			Ordinary Resolution				
Whether promoter/ promoter	Whether promoter/ promoter groups are interested in the agenda/resolution?							
PARTICILLADE	Mobile Outline							
LAWISCOLANS	MODE OF VOLING	NO OF	NO OF VOTES	% OF SHARES	NO OF	NO OF	% OF VOTES	% OF VOTES
		SHARES	POLLED	POLLED ON	VOTES IN	VOTES	IN FAVOUR ON	AGAINST ON
		HELD		OUTSTANDING	FAVOUR	AGAINST	VOTES	VOTE POLLED
DDOMOTER AND	C. 1100/12 L	(1)	(2)	(3)=(2/1)*100	(4)	(5)	(6)=(4/2)*100	(7)=(5/2)*100
FROMOTER AND	E-VOLING	6907992	6127992	88.71	6127992	C	100	001 (7)
PROMOTER~GROUP	POLL						00-	
	POSTAL BALLOT						0	0
	VENITE VOTENCE			0	0	0	0	0
	VENUE-VOLING		0	0	0	0	-	
	SUB TOTAL	6907992	6127992	88 71	6127992		000	
PUBLIC-INSTITUTIONS	E-VOTING	2200	0	0			00-	
	POLI					٥	0	0
	mo 11200d		O	0	0	0	0	C
	POSTAL BALLOI		0	0	C	0	0	
	VENUE-VOTING		0	0				
	SUB TOTAL	2200						
PUBLIC-NON	E-VOTING	2348108	0			0	0	0
NOTITITIONS	DOI I	001010	0	0	7	1	29.99	33.33
CHOTTOTTICHT	roll		3	0	2	-	66.67	33 33
7	POSTAL BALLOT		0	0	C		-	
	VENUE-VOTING		0					
	SUB TOTAL	2348108	9				0000	0 00
GRAND TOTAL		0000000	0000000	0	*	7	79.99	33.33
		9258300	6127998	66.19	6127996	2	1001	C

2. ORDINARY BUSINESS: To appoint a Director in the place of Ms. Alice Chhikara, (hoding DIN-00088920) who retires at this meeting in terms of section 152(6) of the Companies Act 2013 and being eligible, offers herself for

NC-appointment								
Resolution Required:(Ordinary/Special)	ary/Special)			Ordinary Resolution				
Whether promoter/ promoter	Whether promoter/ promoter groups are interested in the agenda/resolution?							
PARTICILIARS	MODE OF VOTING	2000	On the Contract of the					
Carrie	MODE OF VOLLING	NO OF	NO OF VOILES	% OF SHARES	NO OF	NO OF	% OF VOTES	% OF VOTES
		SHARES	POLLED	POLLED ON	VOTES IN	VOTES	IN FAVOUR ON	AGAINST ON
		HELD		OUTSTANDING	FAVOUR	AGAINST	VOTES	VOTE DOLLER
		(1)	(2)	(3)=(2/1)*160	(4)	(3)	(6)=(4/2)*100	(T)-(E/2)*100
PROMOTER AND	E-VOTING	6907992	6127992	88.71	6127992		100	001 (7/2)-(7)
PROMOTER~GROUP	POLL						001	
	POSTAL BALLOT						D	0
	WENT TOTAL			5	О	0	0	0
	VENUE-VOIING		0	0	0	0	C	
	SUB TOTAL	6907992	6127992	88.71	6427992		004	
PUBLIC-INSTITUTIONS	E-VOTING	2200	C				001	
	POLI					0	0	0
	TOLL BOST TOTAL		0	0	0	0	0	0
	POSTAL BALLOT		0	0	0	C	C	
	VENUE-VOTING		0	C	C			
	SUB TOTAL	2200	0		0			
PUBLIC-NON	E-VOTING	2348108	6		0	7	1000	0 00
INSTITUTIONS	POLL		c		10	- -	00.07	33.33
	POSTAL BALLOT				7	-	79.00	33.33
	WENT IN TOTAL		0	D	0	0	0	0
	venue-voling		0	0	0	0	0	0
	SUB TOTAL	2348108	9	0	4	2	66.67	33 33
GRAND TOTAL		9258300	6127998	66.19	6127996		1001	00.00
							Inn.	

NAME OF THE COMPANY: SUF-INDUS FINANCE CORPORATION LIMITED

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Auditor	
of	ı
3. ORDINARY BUSINESS: Appointment of Auditor	
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Resolution Required (Ordinary/Special)	V/Snecial)							
minus Company	J'openia)			Ordinary Resolution				
Whether promoter/ promoter	Whether promoter/ promoter groups are interested in the agenda/resolution?							
PARTICULARS	MODE OF VOTING	NO OF	NO OF VOTES	% OF SHARES	NOOF	NOOF	% OF VOTES	9/ OF 1/OTEG
		SHARES	POLLED	POLLED ON	VOTESTN	VOTES	IN FAVORD	ACAINET ON
		HELD		OUTSTANDING	FAVOTR	AGAINST	ON VOTES	VOTE DOLLER
		(1)	(2)	(3)=(2/1)*100	(4)	(5)	(6)=(4/2)*100	(7)-(5/2)*100
PROMOTER AND	E-VOTING	6907992	6127992	88.71	6127992	0	100	001 (710)_(1)
PROMOTER~GROUP	POLL		0	C		0	2	
	POSTAL BALLOT		C					
	VENUE-VOTING							0
	SUB TOTAL	2007000	0.001010	200			5	0
DITEL INSTITUTIONS	E VOTINO	766/060	012/992	88.71	6127992	0	100	0
I OBLIC-INSTITIONS	E-VOLING	2200	0	0	0	0	0	0
	POLL		0	0	0	С	C	
	POSTAL BALLOT		0	C	C	0		
	VENUE-VOTING		0					
	SUB TOTAL	2200	0					
PUBLIC-NON	E-VOTING	2348108	0 00		0	5	0 23	0
INSTITUTIONS	POLL		8		10	- 7	00.07	00.00
	POSTAL BALLOT				1 0	- 0	10:00	33.33
	VENITE VOTING			5	0	ס	Э	0
	VENUE-VOILING		0	0	0	0	0	0
	SUBTOTAL	2348108	9	0	4	2	66.67	33.33
GRAND TOTAL		9258300	6127998	66.19	6127996	2	100	0

4.SPECIAL BUSINESS: Re-appointment of Dr K R Shyamsundar, (holding DIN:03560150) as an Independent Director

DIN.03300130) as an independent Director	stident Director							
Resolution Required:(Ordinary/Special)	uy/Special)			Special Resolution				
Whether promoter/ promoter	Whether promoter/ promoter groups are interested in the agenda/resolution?							
PARTICITARS	MODE OF VOTANCE	NO OTA	CHARLES CIT					
	MODE OF VOLUM	NO OF	NO OF VOIES	% OF SHARES	NO OF	NO OF	% OF VOTES	% OF VOTES
		SHARES	POLLED	POLLED ON	VOTES IN	VOTES	IN FAVOUR	AGAINST ON
		HELD		GUTSTANDING	FAVOUR	AGAINST	ON VOTES	VOTE POLLE
		Ξ	(2)	(3)=(2/1)*100	(4)	(5)	(6)=(4/2)*100	(7)=(5/2)*100
PROMOTER AND	E-VOTING	6907992	6127992	88 71	6127992	0	100	001 (710) (1)
PROMOTER~GROUP	POLL				2001210	0	2	
	POSTAL BALLOT							
	VENUE-VOTING						0	
	SUB TOTAL	6907992	6127992	88 71	6427002		7	
PUBLIC-INSTITUTIONS	E-VOTING	2200			766 1710		02	
	POLL							
	POSTAL BALLOT						ס	
	TOTAL BALLOI		0	0	0	0	0	
	VENUE-VOLING		0	0	0	0	0	
	SUB TOTAL	2200	0	0	0	0	0	
PUBLIC-NON	E-VOTING	2348108	3	0	2	-	66.67	33
INSTITUTIONS	POLL		8	0	2	-	1989	33
	POSTAL BALLOT		0	0	C	C	CONT.	
	VENUE-VOTING		0			0		
	SUB TOTAL	2348108	9	0	4	6	S 66 6V	33
GRAND TOTAL		9258300	6127998	66.19	6127996		MOON	+



20th September 2019

Indus Finance Limited

(Formerly known as INDUS FINANCE CORPORATION LIMITED)

CIN: L65191TN1992PLC022317 E-mail: contact@indusfinance.com

RESULTS OF VOTING AT THE GENERAL MEETING

The 28th Annual General Meeting of the Company was held at 11.00 a.m on 19th September, 2019 at The Music Academy, New No.168, T.T.K Road, Royapettah, Chennai-600 014.

Pursuant to the Provisions of Companies Act, 2013 and Regulations 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company had provided evoting facility through CDSL platform to its members for voting on resolutions proposed in the AGM Notice E-voting commenced on 16thSeptember 2019 at 9.00 a.m and ended 18th September 2019, 5.00 p.m

As per the requirements of Rule 20 of the Companies (Management & Administration Rules) 2014, as amended members who had not availed the e-voting facility were provided an opportunity to cast at the venue by poll.

Mr.R.Kannan was appointed as the scrutinizer for both e-voting and polling at the venue. The voting by the members through e-voting and by poll at the venue of the AGM has been consolidated and the scrutinizer has submitted his report. (Copy enclosed)

As per the Report of the scrutinizer all the resolutions proposed in the notice of the AGM have been duly passed with unanimously, details of which are furnished in the report.

For Indus Finance Limited

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Bala V Kutti Chairman

Encl: as above



PS R. KANNAN M.Com., GDMM., ACMA., F.C.S

Practicing Company Secretary Trade Mark Agent Ex - Insolvency Professional

Dear Sir.

sri sankara gurukripa illam

No. 6A, 10th Street, New Colony, Adambakkam, Chennai - 600 088

E -mail: (Off) gkrkgram@yahoo.In E -mail : (Per) : gkrkg@yahoo.in Ph: 044 - 4355 9396

SCRUTINIZER'S REPORT FOR E VOTING AND POLL

[Pursuant to Section(s) 108 and 109 of the Companies Act, 2013 ["the Act"], read with Rule 20, 21 and 22 of the Companies | Management & Administration | Rules, 2014 and other applicable provisions of the Act|

10. The Chairman 28TH Annual General Meeting INDUS FINANCE LIMITED CIN: L65191TN1992PLC022317 KOTHARI BUILDINGS,4TH FLOOR, 114, MAHATMA GANDHI SALAI, NUNGAMBAKKAM, CHENNAI 600034

Sub: Passing of resolution through Electronic means (EVSN: 190827071) as well as Poll conducted at the 28th Annual General Meeting of Indus Finance Limited held on 1941 SEPTEMBER, 2019

I. R. Kannan, M.Com., GDMM., ACMA., FCS. Practicing Company Secretary having office at No.6A, 10th Street, New Colony, Adambakkam, Chennai 600 088 was appointed as the Scrutinizer by the Board of Directors of Indus Finance Limited to scrutinize the voting and remote e-voting process which commenced on 16th September 2019 at 9 a.m. and ends on 18th September 2019 at 5 p.m. under the CDSL platform viz. www.evotingindia.com and the Poll process conducted at the aforesaid Annual General Meeting.

Responsibility of the Management

The Management of the Company is responsible to ensure compliance with the requirements of the Companies Act, 2013 and the rules made there under in relation to exercising of voting rights through electronic means and Poll, on the Resolution(s) as set out in the Notice dated 30th May, 2019.

Responsibility as a Scrutinizer

My responsibility, as a Scrutinizer for the E-voting process and the voting at poll at the Annual General Meeting is restricted to make a Serutinizer's report of the votes east "in favour" of or "against" the resolution(s) set out in the notice of Annual General Meeting, based on the reports generated from the e-voting system provided by the (CDSL) CENTRAL DEPOSITORY SERVICES LIMITED the authorised agency engaged by the Company for providing e-voting facilities and also the ballot papers as received at the Annual General Meeting.

- 1. The company did not any receive Proxy form, the meeting commenced with fulfillment of Quorum as per the provisions of the Companies Act, 2013.
- 2. The polling box was open in the presence of below mentioned two witnesses after voting process was

S. No			
3. 140	NAME OF THE WITNESSES	CICS COURS	
1	LOUE,	SIGNATURE	ì
1	B Sharath	0 (1) 11	j
2	The state of the s	P. Sharath	t
	S.Balaii	7 6 4 4 1	1
		2. Balas,	j

In view of the above. I hereby submit my consolidated report on the results of the e-voting together with that of the ballot in respect of the said resolution(s) as under:

OS R.KANNAN M.Com., GDMM., ACMA., F.C.S

Practicing Company Secretary Trade Mark Agent Ex - Insolvency Professional

SRI SANKARA GURUKRIPA ILLAM

No. 6A, 10th Street, New Colony, Adambakkam, Chennai - 600 088

E -mail: (Off) gkrkgram@yahoo.in E-mail: (Per): gkrkg@yahoo.in

Ph: 044 - 4355 9396

ORDINARY BUSINESS:

1. To consider and adopt the Audited Financial statements of the Company for the financial year ended 31st March 2019 and the reports of Board of Directors and the auditors thereon by means of ordinary resolution.

VOTES CAST IN FAVOUR OF THE RESOLUTION

PARTICULARS	NUMBER MEMBERS THROUGH ELECTRONI AND BALLO	T	j	VOTES CAST	PERCENTAGE OF TOTAL NUMBER OF VOTES CAST BY E- VOTING & BALLOT
Promoter and	E-VOTING	POLL	E-VOTING	POLL	
Promoter and Promoter group		0	6197992	0	-
Public	1	1	2	2	_{ 100%

VOTES CAST AGAINST THE RESOLUTION

PARTICULARS	NUMBER MEMBERS THROUGH ELECTRONI AND POLL	OF VOTED C MEANS	NUMBER OF	VOTES CAST	PERCENTAGE OF TOTAL NUMBER OF VOTES CAST BY E- VOTING & BALLOT
Promoter and Promoter group	E-VOTING ()	POLL ()	E -VOTING	POLL ()	
Public	1	1	1	l	0.00

^{2.} To appoint a director in case of Ms. Alice Chhikara (DIN:00088920) who retires by rotation and being eligible offers herself for re-appointment by means of ordinary resolution.

VOTES CAST IN FAVOUR OF THE RESOLUTION

PARTICULARS	NUMBER MEMBERS THROUGH ELECTRONI AND POLL	OF VOTED C MEANS	NUMBER OF V	OTES CAST	PERCENTAGE OF TOTAL NUMBER OF VOTES CAST BY E- VOTING & BALLOT
Promoter and	E-VOTING	POLL	E-VOTING	POLL	
rromoter and Promoter group	<i>!</i>	()	6197992	0	
Public					100%
GI-IIC	'	1	2	2	

OS R.KANNAN M.Com., GDMM., ACMA., F.C.S

Practicing Company Secretary Trade Mark Agent Ex - Insolvency Professional sri sankara gurukripa illam

No. 6A, 10th Street, New Colony, Adambakkam, Chennai - 600 088

E-mail: (Off) gkrkgram@yahoo.in E-mail: (Per): gkrkg@yahoo.in

Ph: 044 - 4355 9396

VOTES CAST AGAINST THE RESOLUTION

PARTICULARS	NUMBER MEMBERS THROUGH ELECTRON MEANS AND		NUMBER OF	VOTES CAST	PERCENTAGE OF TOTAL NUMBER OF VOTES CAST BY E- VOTING & BALLOT
	E VOTING	POLL	E -VOTING	POLL	
Promoter and Promoter group	0	0	0	0	0
Public	1	1	Ī		

^{3.} To appoint M/s V Ramarathnam and co, charted accountants. Chennai (FRN:002956S) who have offered themselves for re-appointment by means of ordinary resolution.

VOTES CAST IN FAVOUR OF THE RESOLUTION

PARTICULARS	NUMBER MEMBERS THROUGH ELECTRON MEANS ANI		NUMBER OF	VOTES CAST	PERCENTAGE OF TOTAL NUMBER OF VOTES CAST BY E- VOTING & BALLOT
	E VOTING	POLL	E-VOTING	POLL	
Promoter and Promoter group	7	()	6197992	0	100%
Public	1	ı	2	2	

VOTES CAST AGAINST THE RESOLUTION

PARTICULARS	NUMBER MEMBERS THROUGH ELECTRONI AND POLL	OF VOTED C MEANS	NUMBER O	OF VOTES CAST	PERCENTAGE OF TOTAL NUMBER OF VOTES CAST BY E- VOTING & BALLOT
· · · · · · · · · · · · · · · · · · ·	E -VOTING	POLL	E VOTING	POLL	W
Promoter and Promoter group	0	0	0	()	0
Public	1	1	ı	1	



OS R.KANNAN M.Com., GDMM., ACMA, F.C.S

Practicing Company Secretary Trade Mark Agent Ex - Insolvency Professional

SRI SANKARA GURUKRIPA ILLAM

No. 6A, 10th Street, New Colony, Adambakkam, Chennai - 600 088

E -mail : (Off) gkrkgram@yahoo.in E -mail: (Per): gkrkg@yahoo.in

Ph: 044 - 4355 9396

SPECIAL BUSINESS:

4. To Re-appointment of Dr. K.R. SHYAMSUNDAR (DIN:03560150) as an independent director by means of special resolution for 2nd term of 5 consecutive years.

VOTES CAST IN FAVOUR OF THE RESOLUTION

PARTICULARS	NUMBER OF MEMBERS VOTED THROUGH ELECTRONIC MEANS AND POLL		COMBER OF VOTES CAST		PERCENTAGE OF TOTAL NUMBER OF VOTES CAST BY E-VOTING & BALLOT
Promoter and	E-VOTING 7	POLL ()	E-VOTING 6197992	POLL	
Promoter group Public		1	2] 2	100%
OTES CAST AGAI	NOT THE	<u> </u>			

VOTES CAST AGAINST THE RESOLUTION

PARTICULARS	NUMBER OF MEMBERS VOTED THROUGH ELECTRONIC MEANS AND POLL		TOTAL OF VOTES CAST		PERCENTAGE OF TOTAL NUMBER OF VOTES CAST BY EVOTING & BALLOT
Promoter and	E -VOTING	POLL	E VOTING	POLL	
Promoter and Promoter group Public	0	0	0	0	0
uone] 		J		1

The poll papers and all other relevant records were scaled and handed over to the Compliance Officer for safe keeping,

In the matter of votes easted against in each resolutions under public category of shareholders is one and it constitutes 0.0001% of the total votes casted hence, it is negligible.

The Outcome of the 28TH Annual General Meeting may be declared accordingly based on the voting results as reported hereinabove. All the resolutions have secured requisite majority of votes, the respective resolutions may be considered have been passed. The Chairman of the meeting may accordingly declare the results of the

Date: 19/09/2019 Place: Chennai

> R. Kannan Practicing Company Secretary CP. No. 3363