

APEX CAPITAL AND FINANCE LIMITED

(Formerly Apex Home Finance Limited)



21st September, 2019

To
The Listing Department,
BSE Limited,
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai- 400001.

Scrip Code: 541133, Security ID: ACFL

Subject: Submission of Voting Results of 34th Annual General Meeting of Apex Capital and Finance Limited (Company) held on 20.09.2019 under Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for the Financial year ended on 31st March, 2019.

Dear Sir,

As required under Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are enclosing herewith the Voting Results of 34th Annual General Meeting of Apex Capital and Finance Limited (Company) held on Friday, the 20th Day of September, 2019 at L-1, Green Park Extension, New Delhi-110 016 to transact the business as set out in the notice for the Financial year ended on 31st March, 2019.

Further Pursuant to the provisions of Section 108 & Section 109 of the Companies Act, 2013 read with Rule 20 & 21 of the Companies (Management & Administration) Rules, 2014, we are enclosing herewith the Report dated 21st September, 2019, issued by M/s S. Behera & Co., Company Secretaries, the Scrutinizer appointed for the aforesaid Annual General Meeting.

Please be informed that all the resolutions put before the aforesaid Annual General Meeting have been passed with the requisite majority.

The above said information is available on the website of the Company at www.apexfinancials.in.

Kindly take the above on record.

Thanking you.

Yours faithfully,

For Apex Capital and Finance Limited


(Phul Jha)
Company Secretary
& Compliance Officer



Encl.: As above

CC: National Securities Depository Limited (NSDL)

Regd. Office: L-3, Green Park Extension, New Delhi-110016

Tel: +91-11-40348775, 26195042; Fax: +91-11-40348775; CIN-L65910DL1985PLC021241

Website: www.apexfinancials.in; Email: contact@apexfinancials.in

SCRUTINIZER REPORT CONSOLIDATED (E-VOTING & POLL)

(Pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014)

To,

The Chairman of the 34th Annual General Meeting (AGM) of the Equity Shareholders of **Apex Capital and Finance Limited** (the Company) held on Friday, September 20, 2019 at 4.00 P.M. (IST) at L-1, Green Park Extension, New Delhi-110016.

Dear Sir,

I, **Shesdev Behera**, Proprietor of S. Behera & Co., a firm of Company Secretaries having office at S-1/ 3&4, 1st Floor, Green Park Extension, Near Uphaar Cinema, New Delhi- 110 016, was appointed as the Scrutinizer by the Board of Directors of **Apex Capital and Finance Limited** (The Company) for the purpose of scrutinizing the e-voting process(remote e-voting) and voting by use of ballot at the meeting pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 & 21 of the Companies (Management and Administration) Rules, 2014 (Amendment Rules, 2015) in respect of the below mentioned resolutions proposed at the Thirty Fourth Annual General meeting of the Equity Shareholders of **Apex Capital and Finance Limited** (the Company) held on Friday, September 20, 2019 at 4.00 P.M. (IST) at L-1, Green Park Extension, New Delhi-110016, submit our report as under:

1. The compliance with the provisions of the Companies Act, 2013 and the Rules made thereunder relating to voting through electronic means (by remote e-voting) and voting by using ballots by the shareholders on the resolution proposed in the notice of the Thirty Fourth Annual General Meeting of the Company is the responsibility of the management. My responsibility as Scrutinizer is to ensure that the voting process both through electronic means (remote e-voting) and by use of ballot at the Annual General Meeting are conducted in a fair and transparent manner and render consolidated scrutinizer report of the total votes cast in favour or against , if any, and details of invalid votes, if any to the Chairman on the resolution, based on the reports generated from the electronic voting system provided by National Securities Depository Ltd. (NDSL) and by voting of ballots at the meeting.
2. I hereby submit consolidated scrutinizers' report pursuant to Rule 20(4)(xii) of the Companies (Management and Administration) Amendment Rules , 2015 on all the resolutions contained in the notice of the aforesaid Annual General Meeting.
3. The remote e-voting commenced on Tuesday, September 17, 2019 at 09.00 A.M. and ended on Thursday, September 19, 2019 at 5.00 P.M.



4. After completion of poll at the AGM the ballot box was opened in my presence and ballots were diligently scrutinized thereafter ballots were reconciled with the records mentioned with Registrar and Transfer Agent of the Company and the authorizations/proxies lodged with the Company. The poll papers which were incomplete and/or which were otherwise found defective have been treated as invalid and kept separately.
5. Thereafter the votes casted through e-voting and through poll were thereafter unblocked in the presence of two witness , who are not in the employment on the Company and after the conclusion of AGM votes casted thereunder were counted

ITEM NO. -1: ORDINARY RESOLUTION

ADOPTION OF AUDITED FINANCIAL STATEMENTS:

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	43,22,448	-	-	-	-	-	-
	Poll		43,22,448	100.00	43,22,448	-	100.00	-
	Postal Ballot(if applicable)		-	-	-	-	-	-
	Total	43,22,448	43,22,448	100.00	43,22,448	-	100.00	-
Public Institution	E-voting	-	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot(if applicable)		-	-	-	-	-	-
	Total	-	-	-	-	-	-	-
Public Non-Institution	E-voting	15,96,497	14,22,172	89.08	14,22,171	01	99.99	0.01
	Poll		1,74,325	10.92	1,74,325	-	100.00	-
	Postal Ballot(if applicable)		-	-	-	-	-	-
	Total	15,96,497	15,96,497	100.00	15,96,496	01	99.99	0.01
GRAND TOTAL		59,18,945	59,18,945		59,18,944	01		



ITEM NO. -2: ORDINARY RESOLUTION

REAPPOINTMENT OF SH. SUMIT CHOUDHARY, DIRECTOR (DIN-02586702), WHO RETIRES BY ROTATION:

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	43,22,448	-	-	-	-	-	-
	Poll		43,22,448	100.00	43,22,448	-	100.00	-
	Postal Ballot(if applicable)		-	-	-	-	-	-
	Total	43,22,448	43,22,448	100.00	43,22,448	-	100.00	-
Public Institution	E-voting	-	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot(if applicable)		-	-	-	-	-	-
	Total	-	-	-	-	-	-	-
Public Non-Institution	E-voting	15,96,497	14,22,172	89.08	14,22,171	01	99.99	0.01
	Poll		1,74,325	10.92	1,74,325	-	100.00	-
	Postal Ballot(if applicable)		-	-	-	-	-	-
	Total	15,96,497	15,96,497	100.00	15,96,496	01	99.99	0.01
GRAND TOTAL		59,18,945	59,18,945		59,18,944	01		



All relevant records of electronic voting will remain in our safe custody until the Chairman considers, approves and signs the Minutes of the Annual General Meeting and the same shall be handed over to the Chairman/Company Secretary for safe keeping.

Thanking You,

Yours faithfully,

Shesdev Behera

FCS, CP No. 5980

Date: 21/09/2019

Place: New Delhi



SCRUTINISER REPORT ON REMOTE E-VOTING PROCESS

[Pursuant to section 109 of the Companies Act, 2013 and rule 20(3) of Companies (Management and Administration Rules, 2014)]

To,

The Chairman of the 34th Annual General Meeting (AGM) of the Equity Shareholders of **Apex Capital and Finance Limited** (the Company) held on Friday, September 20, 2019 at 4.00 P.M. (IST) at L-1, Green Park Extension, New Delhi-110016.

Dear Sir,

I, **Shesdev Behera**, Proprietor of S. Behera & Co., a firm of Company Secretaries having office at S-1/ 3&4, 1st Floor, Green Park Extension, Near Uphaar Cinema, New Delhi- 110 016, was appointed as the Scrutinizer by the Board of Directors of **Apex Capital and Finance Limited** (The Company) for the purpose of scrutinizing voting by way of electronic means pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 in respect of the below mentioned resolution proposed at the Thirty Fourth Annual General meeting of the Equity Shareholders of **Apex Capital and Finance Limited** (the Company) held on Friday, September 20, 2019 at 4.00 P.M. (IST) at L-1, Green Park Extension, New Delhi-110016, submit our report as under:

1. The compliance with the provisions of the Companies Act, 2013 and the Rules made thereunder relating to voting through electronic means (by remote e-voting) by the shareholders on the resolution proposed in the notice of the Thirty Fourth Annual General Meeting of the company is the responsibility of the management. My responsibility as Scrutinizer is to ensure that the voting process through electronic means (remote e-voting) at the Annual General Meeting are conducted in a fair and transparent manner and render scrutinizer report of the total votes cast in favour or against, if any, and details of invalid votes, if any to the Chairman on the resolution, based on the reports generated from the electronic voting system provided by National Securities Depository Ltd. (NDSL).
2. I hereby submit scrutinizers' report pursuant to Rule 20 of the Companies (Management and Administration) Amendment Rules, 2015 on all the resolutions contained in the notice of the aforesaid Annual General Meeting.
3. The remote e-voting commenced on Tuesday, September 17, 2019 at 09.00 A.M. and ended on Thursday, September 19, 2019 at 5.00 P.M.



4. Thereafter the votes casted through e-voting were unblocked in the presence of two witness, who are not in the employment on the company and after the conclusion of AGM votes casted thereunder were counted
5. Thereafter, the details containing inter alia, list of equity shareholder(s) who voted "in favour", "against" each of the resolutions that were put to vote, were generated from the e voting website National Securities Depository Ltd. i.e. <https://www.evoting.nsdl.com/>
6. The results of the voting is as under:

a) Item No. 1

Adoption of Audited Financial Statements

- (i) Voted **in favour** of the resolution :

Number of members present and voted (in person or in proxy)	Number of votes casted by them	% of total number of valid votes casted
27	14,22,171	99.99 %

- (ii) Voted **against** the resolution :

Number of members present and voted (in person or in proxy)	Number of votes casted by them	% of total number of valid votes casted
01	01	0.01 %

- (iii) Invalid/Abstain Votes

Number of members present and voted (in person or in proxy)	Number of votes casted by them
-	-

b) Item No. 2

Re-appointment of Sh. Sumit Choudhary, Director (DIN: 02586702) who retires by rotation:

- (i) Voted **in favour** of the resolution :

Number of members present and voted (in person or in proxy)	Number of votes casted by them	% of total number of valid votes casted
27	14,22,171	99.99 %

- (ii) Voted **against** the resolution :

Number of members present and voted (in person or in proxy)	Number of votes casted by them	% of total number of valid votes casted
01	01	0.01 %



(iii) Invalid/Abstain Votes

Number of members present and voted (in person or in proxy)	Number of votes casted by them
-	-

All relevant records of electronic voting will remain in our safe custody until the Chairman considers, approves and signs the Minutes of the Annual General Meeting and the same shall be handed over to the Chairman/Company Secretary for safe keeping.

Thanking You,

Yours faithfully,

FCS Shesdev Behera

CP No. 5980

Date: 21/09/2019

Place: New Delhi



SCRUTINIZER REPORT ON POLL

MGT - 13

[Pursuant to section 109 of the Companies Act, 2013 and Rule 21(2) of Companies (Management and Administration Rules, 2014]

To,

The Chairman of the 34th Annual General Meeting (AGM) of the Equity Shareholders of **Apex Capital and Finance Limited** (the Company) held on Friday, September 20, 2019 at 4.00 P.M. (IST) at L-1, Green Park Extension, New Delhi-110016.

Dear Sir,

I, **Shesdev Behera**, Proprietor of S. Behera & Co., a firm of Company Secretaries having office at S-1/ 3&4, 1st Floor, Green Park Extension, Near Uphaar Cinema, New Delhi- 110 016, was appointed as the Scrutinizer by the Board of Directors of **Apex Capital and Finance Limited** (The Company) for the purpose of scrutinizing voting by use of ballot at the meeting pursuant to Section 109 of the Companies Act, 2013 read with Rule 21 of the Companies (Management and Administration) Rules, 2014 in respect of the below mentioned resolution proposed at the Thirty Fourth Annual General meeting of the Equity Shareholders of **Apex Capital and Finance Limited** (the Company) held on Friday, September 20, 2019 at 4.00 P.M. (IST) at L-1, Green Park Extension, New Delhi-110016, submit our report as under:

1. The Chairman ordered for the poll at AGM as per Rule 21 of the Companies (Management and Administration) Rules, 2014.
2. After completion of poll at the AGM the ballot box was opened in my presence and two witnesses, who are not in employment of the company and votes casted were diligently scrutinized. Thereafter, ballots were reconciled with the records mentioned with the Registrar and Transfer Agent of the company and the authorizations/proxies lodged with the company.



3. The results of the voting is as under:

a) Item No. 1

Adoption of Audited Financial Statements

(i) Voted **in favour** of the resolution :

Number of members present and voted (in person or in proxy)	Number of votes casted by them	% of total number of valid votes casted
32	44,96,773	100 %

(ii) Voted **against** the resolution :

Number of members present and voted (in person or in proxy)	Number of votes casted by them	% of total number of valid votes casted
-	-	-

(iii) Invalid/Abstain Votes

Number of members present and voted (in person or in proxy)	Number of votes casted by them
04	05

b) Item No. 2

Re-appointment of Sh. Sumit Choudhary, Director (DIN: 02586702) who retires by rotation:

(i) Voted **in favour** of the resolution :

Number of members present and voted (in person or in proxy)	Number of votes casted by them	% of total number of valid votes casted
32	44,96,773	100 %

(ii) Voted **against** the resolution :

Number of members present and voted (in person or in proxy)	Number of votes casted by them	% of total number of valid votes casted
-	-	-

(iii) Invalid/Abstain Votes

Number of members present and voted (in person or in proxy)	Number of votes casted by them
04	05



All relevant records of electronic voting will remain in our safe custody until the Chairman considers, approves and signs the Minutes of the Annual General Meeting and the same shall be handed over to the Chairman/Company Secretary for safe keeping

Thanking You,

Yours faithfully,

FCS Shesdev Behera

CP No. 5980

Date: 21/09/2019

Place: New Delhi

