



**VISHAL N. MANSETA** (B.Com, A. C. S.)

Practicing Company Secretary

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To,  
The Chairman,  
**EXPLICIT FINANCE LIMITED,**  
305, Sohan Commercial Plaza,  
Opp. Shivsena Office,  
Vasai East,  
Thane - 401210

Dear Sir,

Sub.: Scrutinizer's Report E-voting and Poll conducted pursuant to the provisions of Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management & Administration) Rule, 2014

I, Vishal N. Manseta, Practicing Company Secretary, had been appointed as the Scrutinizer by the Board of Directors of **EXPLICIT FINANCE LIMITED** vide resolution dated August 21, 2020 pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management & Administration) Rule, 2014, to conduct the scrutiny of electronic voting process and scrutinizer of poll.

As required under Section 101 and 108 of the Companies Act, 2013, Notice dated August 21, 2020 along with Explanatory Statement under Section 102 of the Companies Act, 2013 were sent to the Shareholders in respect of the Ordinary/Special Resolutions as mentioned below:

**Ordinary Business:**

1. To receive, consider and adopt the Audited Balance Sheet as at 31st March, 2020 and the Statement of Profit and Loss of the Company for the financial year ended and the Reports of the Board of Directors and Auditors thereon.
2. To appoint a Director in place of Mr. Avinash Mainkar (DIN: 01986289), who retires by rotation in terms of section 152(6) of companies Act, 2013 and being eligible, offers himself for re-appointment.

passed at the **Annual General Meeting of the Company held on September 30, 2020.**

The Company has also availed the e-voting' facility offered by Central Depository Services (India) Limited (CDSL) for conducting e-voting by the Shareholders of the Company.

The e-voting period commenced on Sunday September 27, 2020 at 9.00 a.m. and ended on Tuesday, September 29, 2020 at 5.00 p.m. and the CDSL e-voting platform was blocked thereafter.

I have scrutinized and reviewed the voting done through electronic means and votes tendered therein and maintained a register in which necessary entries have been made in accordance with the above rules. I have also scrutinized the ballot papers submitted by the members at the meeting.

I now submit my Report as under on the result of the voting through electronic means and by e-voting on AGM date in respect of the said Resolutions.



**VISHAL N. MANSETA**  
Practicing Company Secretary

Date of AGM	September 30, 2020
Total number of shareholders on Record Date: Cut-off date for e-voting -	1845 September 23, 2020
No. of shareholders Present in meeting either in person or through proxy:	27
No. of Shareholders attended the meeting through Video Conferencing: Promoters and Promoters Group: Public:	03 28

**Agenda –wise**

Item No.	Details of the Agenda	Resolution required (Ordinary/Special)	Mode of Voting (Show of hands/Poll/Postal Ballot/E-voting)	Remarks
1.	To receive, consider and adopt the Audited Balance Sheet as at 31st March, 2020 and the Statement of Profit and Loss of the Company for the financial year ended and the Reports of the Board of Directors and Auditors thereon.	Ordinary	E-Voting	The resolution was passed with the requisite majority
2.	To appoint a Director in place of Mr. Avinash Mainkar (DIN: 01986289), who retires by rotation in terms of section 152(6) of companies Act, 2013 and being eligible, offers himself for re-appointment.	Ordinary	E-Voting	The resolution was passed with the requisite majority.

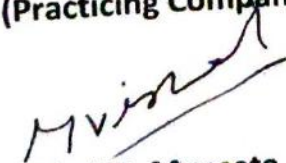


**VISHAL N. MANSETA**  
**Practicing Company Secretary**

Particulars	In favour of the Ordinary/Special Resolution(s)			Against Ordinary/Special Resolution(s)		
	Number of Members	Number of Shares	% of total number of votes cast	Number of Members	Number of Shares	% of total number of votes cast
To receive, consider and adopt the Audited Balance Sheet as at 31st March, 2020 and the Statement of Profit and Loss of the Company for the financial year ended and the Reports of the Board of Directors and Auditors thereon.	15	37,77,818	100.00%	NIL	NIL	0.00%
To appoint a Director in place of Mr. Avinash Mainkar (DIN: 01986289), who retires by rotation in terms of section 152(6) of companies Act, 2013 and being eligible, offers himself for re-appointment.	15	37,77,818	100.00%	NIL	NIL	0.00%

The Chairman of the company may declare the results of the e-voting and Poll.

For **Vishal N. Manseta**  
(Practicing Company Secretary)



**Vishal N. Manseta**

ACS No.: 25183

C.P. No.: 8981

Date : October 02, 2020

Place : Mumbai

UDIN : A025183B000844861

