

**Escorts Finance Limited**

15/5, Mathura Road, Faridabad-121003 (HR)  
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E-mail : escortsfinance@escorts.co.in  
Website : www.escortsfinance.com  
CIN : L65910CH1987PLC033652



March 29, 2018

**BSE Limited**  
Phiroze Jeejeebhoy Towers,  
Dalal Street,  
Mumbai – 400051

Scrip Code: 511716

**Sub: Voting Results of Extra-Ordinary General Meeting (EGM) held on March 28, 2018**

Dear Sir(s),

Pursuant to the Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are pleased to inform you that all resolutions stated in the Notice of EGM of the Company have been duly passed with requisite majority by the Members through Remote e-voting and Poll conducted at the venue of EGM of the Company held on Wednesday, March 28, 2018.

Further, we are enclosing herewith report of the Scrutinizers dated March 29, 2018 pursuant to the provisions of Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014.

The above is for your information and record please.

Thanking you

Yours faithfully,

For Escorts Finance Limited

  
  
**Vicky Chauhan**  
Company Secretary

Encl: as above

**Format for Voting Results**

<b>Date of the EGM</b>	March 28, 2018
<b>Total Number of Shareholders on record date</b>	26059
<b>No. of shareholders present in the meeting either in person or through proxy:</b>	
Promoters and Promoter Group:	3
Public:	117
<b>No. of Shareholders attended the meeting through Video Conferencing</b>	
Promoters and Promoter Group:	Not applicable
Public:	Not applicable

<b>Resolution No.</b>		<b>1</b>						
<b>Resolution required: Ordinary/ Special</b>		Special – To approve the limit of investments to be made by the Company for an amount not exceeding Rs. 20 Crore over and above the limit specified under Section 186(2).						
<b>Whether promoter/ promoter group are interested in the agenda/ resolution</b>		No						
<b>Category</b>	<b>Mode of Voting</b>	<b>No. of shares held</b>	<b>No. of votes polled</b>	<b>% of Votes Polled on outstanding shares</b>	<b>No. of Votes -- in favour</b>	<b>No. of Votes -- against</b>	<b>% of Votes in favour on votes polled</b>	<b>% of Votes against on votes polled</b>
		<b>(1)</b>	<b>(2)</b>	<b>(3)=[(2)/(1)]*100</b>	<b>(4)</b>	<b>(5)</b>	<b>(6)=[(4)/(2)]*100</b>	<b>(7)=[(5)/(2)]*100</b>
Promoter and Promoter Group	E-Voting	28023178	24183378	86.2978	24183378	0	100	0
	Poll		3819700	13.6305	3819700	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	<b>Total</b>		<b>28003078</b>	<b>99.9283</b>	<b>28003078</b>	<b>0</b>	<b>100</b>	<b>0</b>
Public - Institution	E-Voting	5000	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	<b>Total</b>		<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>
Public - Non Institution	E-Voting	12221822	235645	1.9281	235645	0	100	0
	Poll		2101	0.0171	2101	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	<b>Total</b>		<b>237746</b>	<b>1.9452</b>	<b>237746</b>	<b>0</b>	<b>100.00</b>	<b>0</b>
<b>Total</b>		<b>40250000</b>	<b>28240824</b>	<b>70.1635</b>	<b>28240824</b>	<b>0</b>	<b>100.00</b>	<b>0</b>



Resolution No.			2					
Resolution required: Ordinary/ Special			Special – To approve the limit of borrowings of the Company for an amount not exceeding Rs. 20 Crore in addition to the borrowings, if any, already outstanding and appearing in the financial statement for the year ended March 31, 2017.					
Whether promoter/ promoter group are interested in the agenda/ resolution			No					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – against	% of Votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	28023178	24183378	86.2978	24183378	0	100	0
	Poll		3819700	13.6305	3819700	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	<b>Total</b>		<b>28003078</b>	<b>99.9283</b>	<b>28003078</b>	<b>0</b>	<b>100</b>	<b>0</b>
Public - Institution	E-Voting	5000	0	0	0	0	0	0
	Poll		0	0	0	0	0	
	Postal Ballot (if applicable)		0	0	0	0	0	
	<b>Total</b>		<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>
Public - Non Institution	E-Voting	12221822	235645	1.9281	235645	0	100	0
	Poll		2101	0.0171	2101	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	
	<b>Total</b>		<b>237746</b>	<b>1.9452</b>	<b>237746</b>	<b>0</b>	<b>100.00</b>	<b>0</b>
<b>Total</b>		40250000	28240824	70.1635	28240824	0	100.00	0



Resolution No.			3					
Resolution required: Ordinary/ Special			Special – To approve the creation of charge on Assets of the Company within the borrowing limits of the Company under Section 180 (1)(c).					
Whether promoter/ promoter group are interested in the agenda/ resolution			No					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – against	% of Votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	28023178	24183378	86.2978	24183378	0	100	0
	Poll		3819700	13.6305	3819700	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	<b>Total</b>		<b>28003078</b>	<b>99.9283</b>	<b>28003078</b>	<b>0</b>	<b>100</b>	<b>0</b>
Public - Institution	E-Voting	5000	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	<b>Total</b>		<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>
Public - Non Institution	E-Voting	12221822	235645	1.9281	235645	0	100	0
	Poll		2101	0.0171	2101	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	<b>Total</b>		<b>237746</b>	<b>1.9452</b>	<b>237746</b>	<b>0</b>	<b>100.00</b>	<b>0</b>
<b>Total</b>		<b>40250000</b>	<b>28240824</b>	<b>70.1635</b>	<b>28240824</b>	<b>0</b>	<b>100.00</b>	<b>0</b>



**SCRUTINIZER'S REPORT FOR E-VOTING AND POLL OF ESCORTS FINANCE LIMITED**  
[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20(4)(xi) of the Companies  
(Management and Administration) Rules, 2014]

To,  
The Chairman,  
The Extraordinary General Meeting  
Of the Equity Shareholder of Escorts Finance Limited

**Sub: Result of Voting conducted through electronic voting and poll conducted at the Extraordinary General Meeting of Escorts Finance Limited held on Wednesday, March 28, 2018 at 10.30 A.M. at Hotel K C Residency, SCO 377- 380, Sector 35 B, Chandigarh –160035**

Dear Sir,

I, Jayant Gupta, Practicing Company Secretary having office at FA-156, Lajpat Nagar, Sahibabad, Ghaziabad – 201005 Uttar Pradesh, was appointed as a Scrutinizer by the Board of Directors of Escorts Finance Limited (the Company) at the Board Meeting held on February 28, 2018 for the purpose of scrutinizing the e-voting held between Sunday, March 25, 2018 (9:00 am IST) and ended on Tuesday, March 27, 2018 (5:00 pm IST) and the Poll taken on resolutions at the Extraordinary General Meeting of shareholders of Escorts Finance Limited held on Wednesday, March 28, 2018 at 10.30 a.m. at Hotel K C Residency, SCO 377- 380, Sector-35 B, Chandigarh-160035, as per the Notice of the Extraordinary General Meeting of the Company dated February 28, 2018.

The compliance with the provisions of the Companies Act, 2013 and the Rules made thereunder relating to voting through electronic means and voting by poll by the shareholders on the resolutions proposed in the Notice of the Extraordinary General Meeting ('EGM') of the Company is the responsibility of management. My responsibility as a scrutinizer is to ensure that the voting process, both through electronic means and by poll, at the meeting are conducted in a fair and transparent manner and render consolidated scrutinizer's report of the total votes cast "in favour or against", if any, to the Chairman on the resolutions, based on the reports generated from the electronic voting system and also at the time of poll at EGM.

I hereby report as under:

1. The Company had dispatched Notice of the **Extraordinary General Meeting**, Attendance Slip & Proxy Form to 26054 Shareholders as per the records of the Company as on March 2, 2018 through Email and Courier.



2. As prescribed in clause (v) of sub-rule 3 of the Rule 20 of the Companies (Management and Administration) Rules, 2014, the Company also released an advertisement, published in English in 'Financial Express' dated March 7, 2018 and in Hindi in 'Jansatta' dated March 7, 2018.
3. As per the provisions of the Companies Act, 2013 read with Rule 20 of the Companies (Management & Administration) Rules, 2014 and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulation 2015, the Company had provided the facility of electronic voting to 26059 shareholders to cast votes electronically and also at the EGM by means of poll. The entitlement to voting by equity Shareholders was determined on the basis of shareholding as on cut-off date i.e. March 21, 2018.
4. The Company extended the facility of electronic voting to the shareholders of the Company from Sunday, March 25, 2018 (9:00 am IST) and ends on Tuesday, March 27, 2018 (5:00 pm IST) through the Central Depository Services (India) Ltd. ("CDSL") being the service provider for providing the facility of e-voting to the shareholders on their website <https://www.evotingindia.com>.
5. At the EGM of the Company held on March 28, 2018, the Chairman of the Company called for a Poll to facilitate the members present in the meeting who could not participate in the e-voting to record their votes through the Poll process. The Board of Directors of the Company had appointed me as Scrutinizer for the same.
6. The e-voting results were unblocked by me on 28<sup>th</sup> March, 2018 at 10:45 A.M. in the presence of two witnesses not in employment of the Company.
7. Based on the reports generated from the e-voting system provided by CDSL and votes casted on Poll, I submit the consolidated results of e-voting and Poll as under:

a) As a Special Resolution- Item No.1

**To approve the limit of investments to be made by the Company**

MODE	BALLOTS RECEIVED	TOTAL SHARES	INVALID		FAVOUR		AGAINST	
			BALLOT	VOTES	BALLOT	VOTES	BALLOT	VOTES
1	2	3	4	5	6	7	8	9
ELEC.	13	24419023	0	0	13	24419023	0	0
PHY.	113	3821805	1	1	109	3821801	0	0
<b>TOTAL</b>	<b>126</b>	<b>28240828</b>	<b>4</b>	<b>4</b>	<b>122</b>	<b>28240824</b>	<b>0</b>	<b>0</b>

Total Valid shares ( 3-5) = 28240824  
 Votes in Favour ( % of Total Valid shares) = 100.00%  
 Votes in Against ( % of Total Valid shares) = 0.00%



b) As a Special Resolution- Item No.2

To approve the limit of borrowings of the Company

MODE	BALLOTS RECEIVED	TOTAL SHARES	INVALID		FAVOUR		AGAINST	
			BALLOT	VOTES	BALLOT	VOTES	BALLOT	VOTES
1	2	3	4	5	6	7	8	9
ELEC.	13	24419023	0	0	13	24419023	0	0
PHY.	113	3821805	4	4	109	3821801	0	0
TOTAL	126	28240828	4	4	122	28240824	0	0

Total Valid shares ( 3-5) = 28240824

Votes in Favour ( % of Total Valid shares) = 100.00%

Votes in Against ( % of Total Valid shares) = 0.00%

c) As a Special Resolution- Item No.3:

To approve the creation of charge on Assets of the Company

MODE	BALLOTS RECEIVED	TOTAL SHARES	INVALID		FAVOUR		AGAINST	
			BALLOT	VOTES	BALLOT	VOTES	BALLOT	VOTES
1	2	3	4	5	6	7	8	9
ELEC.	13	24419023	0	0	13	24419023	0	0
PHY.	113	3821805	4	4	109	3821801	0	0
TOTAL	126	28240828	4	4	122	28240824	0	0

Total Valid shares ( 3-5) = 28240824

Votes in Favour ( % of Total Valid shares) = 100.00%

Votes in Against ( % of Total Valid shares) = 0.00%


Based on the above, all the above Resolutions stand passed under e-voting and poll with the requisite majority.



I hereby confirm that I am maintaining the Registers in respect of the votes cast through e-voting and poll alongwith poll papers. I shall be arranging to hand over these records to Mr. Vicky Chauhan, Company Secretary for safe keeping.

Thanking you,  
Yours faithfully

**For Jayant Gupta & Associates  
Company Secretaries**

  
**Jayant Gupta**  
**Proprietor**  
**Membership No.: F7288**  
**COP No. : 9738**



Place: New Delhi

Date: March 29, 2018