

July 14, 2023

**To,
The Manager
Listing Department, Debt Market
BSE Limited
Phiroze Jeejeebhoy Tower
Dalal Street, Mumbai- 400001**

Subject: Proceedings of the 25th Annual General Meeting of the Company

Dear Sir/Madam,

In compliance with the amendment in SEBI (Listing Obligations and Disclosure Requirements) Regulation 2015 through SEBI (Listing Obligations and Disclosure Requirements) Regulation (Fifth Amendment) Regulations, 2021, this is to inform you that the 25th Annual General Meeting ("AGM") of the members of the Company has been duly convened and held on Friday, July 14, 2023, at 05:00 PM.

In this regard, please find enclosed the following:

1. The gist of the proceedings of the 25th AGM of the Company in compliance with Regulation 51 of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015.

Please note the Company has duly submitted the notice of the AGM along with the annual report to all its stakeholders including Debenture Trustee along with the dispatch of commencement of AGM notice to its shareholders.

This information has been also hosted on the Company's website at <https://www.indiashelter.in/downloads>

Kindly take the same on record.

Thanking you,
Yours faithfully,
For India Shelter Finance Corporation Limited

Ms. Mukti Chaplot
Company Secretary & Head-Internal Audit
M. No.: 38326

India Shelter Finance Corporation Limited

Registered office – 6th Floor, Plot No 15, Institutional Area, Sector 44, Gurugram, Haryana-122002

CIN: U65922HR1998PLC042782, Phone No +91-124-4131807

E-mail: customer.care@indiashelter.in, Website: www.indiashelter.in

Gist of Proceedings of 25th Annual General Meeting of India Shelter Finance Corporation Limited

25th Annual General Meeting of the members of India Shelter Finance Corporation Limited has been duly convened and held on Friday, July 14, 2023, at 05:00 PM and concluded at 5:30 PM. at the Registered Office of the Company situated at, 6th Floor, Plot No.15 Institutional Area, Sector 44, Gurgaon, Haryana-122002.

The requisite quorum being present, the Chairman called the meeting to order. The quorum was present throughout the meeting.

The items transacted and voted by members unanimously are as under:

1. Adoption of the Audited Standalone & Consolidated Financial Statements of the Company for the Financial Year ended March 31, 2023, together with the Reports of the Board of Directors and the Auditors thereon.
2. Re-appointment of Mr. Sudhin Bhagwandas Choksey (DIN: 00036085) and Mr. Shailesh Jayantilal Mehta (DIN: 01633893) who retired by rotation as a Nominee Director of the Company.
3. Increase in Managerial Remuneration of MD & CEO of the Company for FY 2023-24
4. Approve the transfer of options from Employee Stock Option Plan 2017 to Employee Stock Option Plan 2021.
5. Approve the appointment of Mr. Parveen Kumar Gupta (DIN: 09691435) as Independent Director of the Company.
6. Approve the amendments in the ESOP Schemes 2017 and 2021

Thanking you,
Yours faithfully,
For India Shelter Finance Corporation Limited

Ms. Mukti Chaplot
Company Secretary & Head-Internal Audit
M. No.: 38326

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CS Jitender Singh
Practising Company Secretary
C.P. No.: 26612



FORM NO. MGT.13
Report of Scrutinizer(s)
[Pursuant to Section 109 of the Companies Act, 2013 and Rule 21(2) of the Companies (Management and Administration) Rules, 2014]

To

Mr. Anil Mehta
The Chairman of the
25th Annual General Meeting of the Equity Shareholders of
India Shelter Finance Corporation Limited
Held on 14th July, 2023
at the Registered office situated at
6th Floor, Plot No.15, Institutional Area,
Sector 44, Gurgaon, Haryana-122002, India

Subject: Scrutinizer's Report on voting conducted in terms of provisions of Section 109 of the Companies Act, 2013 read with Rule 21 of the Companies (Management & Administration) Rules, 2014 including any statutory modification or re-enactment thereof.

Dear Sir,

With reference to your letter dated July 13th 2023, appointing us as a Scrutinizer for the purpose of the poll taken on the below mentioned resolutions at the meeting of the Equity shareholders of India Shelter Finance Corporation Limited (CIN-U65922HR1998PLC042782) held on July 14th, 2023 at the Registered office of the Company, I, **CS Jitender Singh, Practicing Company Secretary (C.P. No. 26612)** submit my report as under:

1. After the time fixed for closing of the poll by the Chairman, One (1) ballot box kept for polling was locked in my presence with due identification marks placed by me.
2. The locked ballot box was subsequently opened in my presence and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Company/Registrar and Transfer Agent of the Company and the authorizations lodged with the Company.
3. I did not find any poll paper invalid.
4. The result of the Poll is as under:

Off: Plot No. 112, 2nd Floor, Udhog Vihar Phase-1, Gurgaon-122016.
Email: jitender@hja.co.in | Tel: +91-9871004314



- a. *Ordinary Resolution - To consider, and if thought fit to pass with or without modifications, the following resolution, for approving Standalone and Consolidated Financial Statements together with Board of Directors' Report and Auditors' Report for year ended on 31 March, 2023*

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

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
15	4,37,23,843	100%

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

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
NA	-	-

(iii) Invalid votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
NA	-

- b. *Ordinary Resolution - To consider, and if thought fit to pass with or without modifications, the following resolution for re-appointment of Director retiring by rotation*

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

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
15	4,37,23,843	100%

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

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
NA	-	-

(iii) Invalid votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
NA	-



- c. *Special Resolution – To consider, and if thought fit to pass with or without modifications, the following resolution to approve an increase in Managerial Remuneration of MD & CEO of the Company for FY 2023-24*

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

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
15	4,37,23,843	100%

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

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
NA	-	-

- (iii) Invalid votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
NA	-

- d. *Special Resolution – To consider, and if thought fit to pass with or without modifications, the following resolution to approve the Transfer of option from Employee Stock Option Plan 2017 to Employee Stock Option Plan 2021*

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

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
15	4,37,23,843	100%

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

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
NA	-	-

- (iii) Invalid votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
NA	-

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e. Special Resolution – *To consider, and if thought fit to pass with or without modifications, the following resolution to approve appointment of Mr. Parveen Kumar Gupta (DIN: 09691435) as Independent Director of the Company*

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

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
15	4,37,23,843	100%

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

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
NA	-	-

(iii) Invalid votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
NA	-

f. Special Resolution – *To consider, and if thought fit to pass with or without modifications, the following resolution to approve the amendments in the ESOP Schemes 2017 and 2021*

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

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
15	4,37,23,843	100%

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

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
NA	-	-

(iii) Invalid votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
NA	-

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5. An excel containing a list of equity shareholders who voted "FOR", "AGAINST" and those whose votes were declared invalid for each resolution is enclosed.
6. The poll papers and all other relevant records were sealed and handed over to the Company Secretary of the Company authorized by the Board for safe keeping.



Jitender Singh
Practicing Company Secretary
Membership No. A33610
C.P. No. 26612

Date: July 14, 2023

Place: Gurugram