

### SCRUTINIZER'S REPORT

[Pursuant to Section 110 of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014]

To,  
The Chairman,  
**The Motor & General Finance Limited**  
MGF House, 4/17-B, Asaf Ali Road,  
New Delhi-110002

Dear Sir,

1. I, Anjali Yadav of M/s Anjali Yadav & Associates, Practicing Company Secretaries (Membership No. FCS 6628, C.P. No. 7257) have been appointed as Scrutinizer by the Board of Directors of The Motor & General Finance Limited ("**the Company**") for the purpose of scrutinizing the Postal Ballot voting conducted by way of remote e-voting process ("**e-voting**") in a fair and transparent manner on the resolutions contained in the Postal Ballot notice dated **16<sup>th</sup> October, 2024 ("**notice**")** in accordance with the provisions of Section 110 read with Section 108 of the Companies Act, 2013 ("**the Act**") read with Rule 20 & 22 of the Companies (Management & Administration) Rules, 2014 (as amended from time to time) and in accordance with the requirements prescribed by the Ministry of Corporate Affairs vide its General Circular No. 14/2020 dated 8<sup>th</sup> April, 2020; No. 17/2020 dated 13<sup>th</sup> April, 2020; No. 20/2020 dated 05<sup>th</sup> May, 2020; No. 22/2020 dated 15<sup>th</sup> June, 2020; No. 33/2020 dated 28<sup>th</sup> September, 2020; No. 39/2020 dated 31<sup>st</sup> December, 2020; No. 10/2021 dated 23<sup>rd</sup> June, 2021; No. 03/2022 dated 5<sup>th</sup> May, 2022; No. 11/2022 dated 28<sup>th</sup> December, 2022 and No. 09/2023 dated 25<sup>th</sup> September, 2023 and 09/2024 dated 19<sup>th</sup> September, 2024 ("**MCA Circulars**") , applicable provisions of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("**Listing Regulations**") and Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018, Secretarial Standard on General Meetings ("**SS-2**") issued by the Institute of Company Secretaries of India ("**ICSI**").
2. The management of the Company is responsible to ensure the compliance with the requirements of the relevant provisions of Companies Act, 2013 and Rules made thereunder, MCA Circulars, Listing Regulations, SS-2.
3. My responsibility as a Scrutinizer was restricted to scrutinize the remote e-voting, in a fair and transparent manner and to prepare a Scrutinizer's report of the votes cast "in favor" or "against" the resolution stated in the notice, based on the report generated from the e-voting platform/system provided by Central Depository Services (India) Limited ('CDSL'), the agency engaged by the Company to provide the facility of remote e-voting to the shareholders of the Company.

4. The members of the Company holding shares as on the “cut off” date i.e., **18<sup>th</sup> October, 2024** were entitled to vote on the resolution as contained in the notice.
5. The remote e-voting commenced on Saturday, 26<sup>th</sup> October, 2024 at 09:00 A.M. and concluded on Sunday, 24<sup>th</sup> November, 2024 at 5.00 p.m. (both days inclusive). Thereafter after the conclusion of remote e-voting, the votes cast through remote e-voting were unblocked in the presence of two witnesses who are not in the employment of the Company.
6. I now submit herewith the Scrutinizer Report on the results of the remote e-voting for postal ballot based on the report generated by Central Depository Services (India) Limited (CDSL) in respect of the following resolution as under: -

**Special Business: -**

**Appointment of Mrs. Leena Tuteja (DIN: 10765107) as a Non-Executive Independent Director for consecutive term of 5 (five) years w.e.f. September 17, 2024 to September 16, 2029 .**

**(Special Resolution)**

- (i) Voted in favour of the resolution:

	<b>Number of Members voted</b>	<b>Number of votes cast by them</b>	<b>% of total number of valid votes cast in favour</b>
Remote E-Voting	95	17442242	99.99%
<b>Total:</b>	<b>95</b>	<b>17442242</b>	<b>99.99%</b>

- (ii) Voted against the resolution:

	<b>Number of Members voted</b>	<b>Number of votes cast by them</b>	<b>% of total number of valid votes cast against</b>
Remote E-Voting	2	1106	0.01%
<b>Total:</b>	<b>2</b>	<b>1106</b>	<b>0.01%</b>

- (iii) Invalid Votes:

<b>Number of members whose votes were declared invalid</b>	<b>Number of invalid votes cast by them</b>
-	-

7. The electronic data, and all other relevant records relating to e-voting shall remain in my safe custody and will be handed over to the Company Secretary for preserving safely after the Chairman considers, approves and signs the minutes of postal ballot.
  
8. Based on the above remote e-voting results, the votes casted by the shareholders in favour are more than the votes casted against the aforesaid resolution. You may accordingly declare the result of the postal ballot.

Thanking You,  
Yours faithfully,

**ANJALI  
YADAV**

Digitally signed by  
ANJALI YADAV  
Date: 2024.11.25  
13:11:19 +05'30'

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**CS Anjali Yadav  
(Scrutinizer)  
C.P. No. 7257  
Membership No. FCS 6628  
PR. 629/2019  
PR Unique Code: S2006DE715800  
UDIN: F006628F002650830**

**Place: New Delhi  
Date: 25<sup>th</sup> November, 2024**

Counter Signed by  
**The Motor & General Finance Limited**

**RAJIV GUPTA**

Digitally signed by RAJIV GUPTA  
DN: cn=IN, o=Personal,  
2.5.4.20=Scrutinizer, 2.5.4.35=55583d18e996c706c9e94f2  
62cd6a99f22196b0c454a496, postalCode=122001,  
st=Haryana,  
serialNumber=aa57b4746c241c1f56197f7c7983c3448ee0  
d45d60bd049d8140598b9f896308, cn=RAJIV GUPTA  
Date: 2024.11.25 13:28:00 +05'30'

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**(Rajiv Gupta)  
Chairman**

## THE MOTOR AND GENERAL FINANCE LIMITED- e-Voting POSTAL BALLOT REPORT date 24-11-2024

Total number of shareholders on record date:	<b>9442</b>	No of Shares:	<b>38727190</b>
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No. of Shareholders present in the meeting either in person or through proxy:			
Promoters and Promoter Group :	9	No. of Shares:	16051454
Public :	88	No. of Shares:	1391894
<b>Total :</b>	<b>97</b>	<b>No. of Shares:</b>	<b>17443348</b>

**Detail of the Agenda:**

Promoter/Public	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
				(3)=			(6)=	(7)=
		( 1 )	( 2 )	[(2)/(1)]*100	( 4 )	( 5 )	[(4)/(2)]*100	[(5)/(2)]*100

**1. To appoint Mrs.Leena Tuteja (DIN: 10765107) as a Non Executive Independent Director for consecutive term of 5 (five) years w,e,f, September 17,2024 to September 16,2029**

SPECIAL RESOLUTION								
Promoter and Promoter Group	E-Voting	26943492	16051454	59.575	16051454	0	100.000	0.000
	Poll		0	0.000	0	0	0.000	0.000
	Postal Ballot (if applicable)		0	0.000	0	0	0.000	0.000
	<b>Total</b>		26943492	16051454	59.575	16051454	0	100.000
Public – Institutional holders	E-Voting	1297280	0	0.000	0	0	0.000	0.000
	Poll		0	0.000	0	0	0.000	0.000
	Postal Ballot (if applicable)		0	0.000	0	0	0.000	0.000
	<b>Total</b>		1297280	0	0.000	0	0	0.000
Public-Others	E-Voting	10486418	1391894	13.273	1390788	1106	99.921	0.079
	Poll		0	0.000	0	0	0.000	0.000
	Postal Ballot (if applicable)		0	0.000	0	0	0.000	0.000
	<b>Total</b>		10486418	1391894	13.273	1390788	1106	99.921
<b>GRAND TOTAL</b>		<b>38727190</b>	<b>17443348</b>	<b>45.042</b>	<b>17442242</b>	<b>1106</b>	<b>99.994</b>	<b>0.006</b>