

To

April 13, 2022

BSE Limited  
Deptt. Of Corporate Services  
Phiroze Jeejeebhoy Tower,  
Dalal Street  
Mumbai-400001

Dear Sir/Madam,

Ref: IFL/Sect/BSE/2021-22/233

**Sub: Submission of Scrutinizer's Report on remote e-voting of Secured, Redeemable, Listed, Non-Convertible taxable Bonds (NCDs) having face value of Rs. 10,00,000 (Ten Lakh Only) per Bond aggregating to Rs. 17 Crore carrying a Coupon rate of 10.25%. (Bond holders)**

Kindly find enclosed herewith the Scrutinizer Report on the remoting e-voting w.r.t. to the ISIN-INE494M09031 on the resolutions passed by the Bond-holders as per the Notice issued dated 31.03.2022.

The above information will also be available on the website of the Company [www.ifcifactors.com](http://www.ifcifactors.com)

You are requested to kindly take the same on your record and oblige the same.

Yours Truly,  
For IFCI FACTORS LIMITED

Smit kumar  
Company Secretary



Encl: Scrutinizer Report

## CS NEHA JAIN

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E.mail id- nehajainpcs@gmail.com

### SCRUTINIZER'S REPORT

To,

13.04.2022

The Managing Director,

**IFCI FACTORS LIMITED**

CIN: U74899DL1995GOI074649

Registered Office: 10th Floor, IFCI Tower,

61, Nehru Place New Delhi -110019

**Scrutinizer's Report on remote e-voting of Secured, Redeemable, Listed, Non-Convertible taxable Bonds (NCDs) having face value of Rs. 10,00,000 (Ten Lakh Only) per Bond aggregating to Rs. 17 Crore carrying a Coupon rate of 10.25%. (Bond holders)**

Dear Sir,

I, **Neha Jain, (Membership No. A30822 and C.P. No. 14344)**, Practicing Company Secretary, was appointed as Scrutinizer by the Board of Directors of the Company pursuant to Section 108 of the Companies Act 2013 (the Act) r/w Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended to conduct the remote e-voting process in respect of the below-mentioned resolutions proposed to the Bond-holders in the Notice issued dated 31.03.2022.

The Company has appointed **Central Depository Services (India) Limited ("CDSL")** as the authorized agency, for providing the facility of remote e-voting to the Bond-holders of the Company.

The Company hosted the Notice to the Bondholders on its website dated 31.03.2022, website of Central Depository Services (India) Limited (CDSL) and the same was also intimated to BSE Limited on 31.03.2022.

The Company informed that on the basis of Register of Bondholders as made available by **Link Intime India Private Limited**, the Registrar and Share Transfer Agent ("RTA") of the Company and the depository Central Depository Services (India) Limited ("CDSL") respectively, the Company has completed dispatch of notice to the Bondholders on 31.03.2022 by E-mail to all the registered Bondholders who had already registered their E-mail Ids. with the Company/Depositories.



The remote e-voting remained open **from Friday, 08.04.2022 (9:00 A.M.) and ended on Wednesday, 13.04.2022 till (3.30 PM)(an extended period of 2 days from the actual date 11.04.2022 due to some technical difficulty in the CDSL e-voting system)**. Bondholders were required to cast their votes electronically conveying their assent or dissent in respect of the resolutions on remote e-voting platform provided by "CDSL". The e-voting platform was blocked by the CDSL after the time lapsed.

The Bond-holders of the Company as on the **"Cut-off date" i.e. 31.03.2022** were entitled to avail the facility of remote e-voting on the proposed resolutions (Item nos. 1 and 2) as set out in the Notice dated 31.03.2022.

The Scrutinizer only has the access after remote e-voting, about the details relating to Bond-holders, who have cast their votes through remote e-voting such as their names, DP ID & Client ID/folios number of bonds held but not the manner in which they have voted. Accordingly, "CDSL" remote e-voting agency provided to us the names, DP ID & Client ID/folios number and holdings of the holders who had cast their votes through remote e-voting.

After the closure of the e-voting, the voting results were unblocked in the presence of two witnesses and were counted.

I have scrutinized and reviewed the remote e-voting results and the votes cast based on the data downloaded from the CDSL e-voting system.


The management of the Company is responsible to ensure the compliance with requirements of the Act and the Rules relating to the remote e-voting on the resolutions contained in the Notice issued dated 31.03.2022.

Our responsibility as Scrutinizer(s) was restricted to make a Scrutinizer's Report on the votes cast "For" or "Against" the resolutions as stated in the Notice.

The total votes cast through remote e-voting were unblocked on 13.04.2022 at 3.45 P.M, in the presence of two witnesses, CA Puneet Handa r/o BE-164, Street No.-3, Hari Nagar, New Delhi-110064 and Mr. Arjun Singh Chaudhari r/o H.No.-184, Gali No.-4, Roshan Nagar, Agwanpur, Sector-91, Faridabad, Haryana-121013 who are not in the employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence. Votes cast by the Members were reconciled with the records maintained by the Company/ Link Intime India Private Limited, Registrar and Transfer Agent of the Company and the authorizations with the Company on test check basis.

**Witness Signature:**

1.

  
PUNEET HANDA  
CHARTERED ACCOUNTANT  
BE-164, STREET No.-32  
HARI NAGAR, NEW DELHI-110064  
PH- 9810060984

2.

Arjun Name- ARJUN SINGH  
CHAUDHARI

Address: House No. 184,  
Gali No. 4,  
Roshan Nagar  
Agwanpur  
Faridabad.



It has been observed that the holders of 168 Bonds had cast their votes through remote e-voting out of total 170 Bonds.

After scrutinizing the system generated report of remote e-voting, we hereby submit the result of remote e-voting herewith on the following resolutions:

**Special Business:**

**Resolution No. 1- Special Resolution**

**To consider and approve the addition/amendment of Clause in the Information memorandum/Offer Document dated 12.02.2013**

E-voting	Total Votes	Not voted	Valid Votes	Votes in the of Favour resolutions		Votes against the resolutions	
	Nos.	Nos.	Nos.	Number of Debentures	%	Number of Debentures	%
Results	170	2	168	168	98.8	0	0



**Resolution No. 2- Special Resolution**

**To consider and approve the prepayment of Bond holders**

E-voting	Total Votes	Not voted	Valid Votes	Votes in the Favour of resolutions		Votes against the resolutions	
	Nos.	Nos.	Nos.	Number of Debentures	%	Number of Debentures	%
Results	170	2	168	168	98.8	0	0

**Results- All the resolutions mentioned in the Notice issued dated 31.03.2022 to the Bond-holders stand passed by requisite majority under remote e-voting and hence deemed to be passed.**

I hereby confirm that I am maintaining the registers received from the CDSL electronically in respect of the votes cast through remote e-voting by the Bondholders of the Company.

For CS NEHA JAIN  
  
  
 (Neha Jain)  
 Proprietor  
 ACS 30822; C.P. No. 14344  
 UDIN: A030822D000098439