Hybrid Financial Services Limited

[Formerly known as Mafatlal Finance Company Limited]

Hybrid

July 29, 2016

To,
The Secretary,
National Stock Exchange of India Ltd.,
Exchange Plaza,
Bandra - Kurla Complex,
Bandra (East), Mumbai - 400 051.

Dear Sir,

Sub: Outcome of Annual General Meeting and Scrutiniser's Report

This is to inform you that in the Twenty Nineth Annual General Meeting of the Company on Friday, 29th July 2016 the following items were approved and appropriate resolutions were passed:

1. Adoption of Audited Statement of Profit and Loss, Cash Flow Statement of the Company for the year ended 31st March, 2016 and the Balance Sheet as at that date and the Reports of Directors and the Auditors thereon.

2. Approval of Dividend @ 1% on Preference Shares for the year.

3. Re-appointment of Mr. N. R. Divate as Whole Time Director for a period of Five Years with effect from 1st August 2016 to 31st July 2021.

We also enclose herewith the copy of the Scrutiniser's Report Dated 29th July 2016 in respect of voting and passing of the Resolutions at the AGM.

Thanking You

For **HYBRID FINANCIAL SERVICES LIMITED**
(Formerly known as **MAFATLAL FINANCE COMPANY LIMITED)**

GENERAL MANAGER

Encl: As above

Vijay S. Tiwari & Associates
PRACTISING COMPANY SECRETARY

D/6, 1st Floor, Plot No. 35,
Aashirwad Society, Gorai 1,
Gorai Bridge, Near Bank of Baroda,
Borivali (W), Mumbai-400091

Email Id: vijjay.sda@gmail.com
viju2209@gmail.com
Tel : 022-28683861
Mobile : 9702999723 / 9819995993

To,
The Chairman,
Hybrid Financial Services Limited,
35, A-Wing, Raj Industrial Complex Premises
Co-operative Society Limited,
Military Road, Marol,
Andheri (East), Mumbai-400 059

Dear Sir,

Sub: Scrutiniser's Report on E-Voting conducted pursuant to the provisions of section 108 of The Companies Act, 2013 ("the Act) read with Rule 20 of the Companies (Management and Administration Rules), 2014 and Physical Polling Papers received from the Shareholders who could not do E-voting.

I Vijay S.Tiwari of Vijay S.Tiwari & Associates, Practicing Company Secretaries, had been appointed as the Scrutinizer by the Board of Directors of Hybrid Financial Services Limited (Formerly known as Mafatlal Finance Company Limited) vide resolution dated 24th May 0216 pursuant to the provisions of section 108 of The Companies Act, 2013 ("the Act) read with Rule 20 of the Companies (Management and Administration Rules), 2014 to conduct the Electronic Voting Process and to Scrutinize the Physical Polling Papers received from the Shareholders in respect of the below mentioned resolutions to be passed at the 29th Annual General Meeting of the Company to be held on Friday, 29th July 2016.

The Notice dated 24th May 2016 convening Annual General Meeting (AGM) of the Company along with Statement setting out material facts under section 102 of the Act were sent to the Shareholders in respect of the below mentioned resolutions to be passed at the 29th Annual General Meeting of the Company to be held on Friday, 29th July 2016.

The Company has availed E-Voting facility offered by Central Depository Services (India) Limited (CDSL) for conducting the E-Voting by the Shareholders of the Company. The Company has also provided voting by Physical Polling Papers to the members who could not do E-Voting.

The E-Voting period begins at 9.00 am on Tuesday, 26th July 2016 and ends at 5.00 pm Thursday, 28th July 2016. During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date of Friday, 22nd July 2016 were allowed to cast their vote electronically. The E-voting module was disabled by CDSL for voting at 5.00 pm on Thursday, 28th July 2016.

Contd...2/-

VIJAY S. TIWARI & ASSOCIATES
ACS No. 33084
C. P. No. 12220
PRACTISING COMPANY SECRETARY

Vijay S. Tiwari & Associates
PRACTISING COMPANY SECRETARY

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I have scrutinized and reviewed the voting through electronic means and physical mode and votes tendered therein based on the data downloaded from the Central Depository Services (India) Limited (CDSL) e-voting system and the Physical Polling Papers received respectively. I now submit my Report as under on the result of the voting through electronic means and physical mode in respect of the said Resolutions.

ORDINARY BUSINESS:

Resolution No. 1

Adoption of the Audited Statement of Profit and Loss, Cash Flow Statement of the Company for the year ended 31st March, 2016 and the Balance Sheet as at that date and the Reports of Directors and the Auditors thereon.

Particulars	Number of Shares			Number of votes contained in			% on total number of votes casted
	E-Votes	Polling Papers	Total	E-Votes	Polling Papers	Total	
For	18907833	953	18908786	18907833	953	18908786	100%
Against	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Abstain	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Total	**18907833**	**953**	**18908786**	**18907833**	**953**	**18908786**	**100%**

Resolution No. 2

Approval of Dividend @ 1% on Preference Shares for the year.

Particulars	Number of Shares			Number of votes contained in			% on total number of votes casted
	E-Votes	Polling Papers	Total	E-Votes	Polling Papers	Total	
For	18907833	953	18908786	18907833	953	18908786	100%
Against	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Abstain	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Total	**18907833**	**953**	**18908786**	**18907833**	**953**	**18908786**	**100%**

VIJAY S. TIWARI & ASSOCIATES * ACS No. 33084 C. P. No. 12220 * PRACTISING COMPANY SECRETARY

Contd...3/-

Vijay S. Tiwari & Associates
PRACTISING COMPANY SECRETARY

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SPECIAL BUSINESS:

Resolution No. 3 **

Re-appointment of Mr.N.R.Divate as Whole Time Director for a period of Five Years with effect from 1st August 2016 till 31st July 2021.

Particulars	Number of Shares			Number of votes contained in			% on total number of votes casted
	E-Votes	Polling Papers	Total	E-Votes	Polling Papers	Total	
For	9523838	953	9524791	9523838	953	9524791	100%
Against	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Abstain	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Total	**9523838**	**953**	**9524791**	**9523838**	**953**	**9524791**	**100%**

** Mr. N.R.Divate being the Whole Time Director, seeking re-appointment, holding 9383995 shares of the Company, interested in the above resolution hence abstained himself from voting.

VOTING RESULTS:

1. **In case of Ordinary Resolution Nos. 1 and 2 under Ordinary Business voting casted in favour is 100% and hence the said Resolutions were passed with Requisite Majority.**

2. **In case of Sepecial Resolution No. 3 under Special Business voting casted in favour is 100% and hence the said Resolution was also passed with Requisite Majority.**

VIJAY S. TIWARI & ASSOCIATES * PRACTISING COMPANY SECRETARY * ACS No. 33084 C. P. No. 12220

Contd...4/-

Vijay S. Tiwari & Associates
PRACTISING COMPANY SECRETARY

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The Register, all other papers and relevant records to electronic voting and physical mode have been handed over to the Safe Custody of Whole Time Director and Company Secretary who is authorised by the Board for safe keeping of the same.

Thanking You,

Yours faithfully,

For Vijay S. Tiwari & Associates
Company Secretaries in Practice

Vijay Tiwari
Proprietor
C.P. No. – 12220
M.No. 33084

VIJAY S. TIWARI & ASSOCIATES
ACS No. 33084
C. P. No. 12220
PRACTISING COMPANY SECRETARY

Place: Mumbai
Date: 29th July, 2016