Vijay S. Tiwari & Associates
PRACTISING COMPANY SECRETARY

D/6, 1st Floor, Plot No.35,
Aashirwad Society, Goral 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

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 21st May 2019 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 32nd Annual General Meeting of the Company to be held on Friday, 26th July 2019.

The Notice dated 21st May 2019 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 32nd Annual General Meeting of the Company to be held on Friday, 26th July 2019.

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, 23rd July 2019 and ends at 5.00 pm Thursday, 25th July 2019. 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, 19th July 2019 were allowed to cast their vote electronically. The E-voting module was disabled by CDSL for voting at 5.00 pm on Thursday, 25th July 2019.

Contd...2/-

VIJAY S. TIWARI & ASSOCIATE
VIJAY S. TIWARI
C. P. NO.-12220
ACS NO.-33084
PRACTICING 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, 2019 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	18940073	745	18940818	18940073	745	18940818	100%
Against	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Abstain	Nil	5475	5475	Nil	5475	5475	Nil
Total	**18940073**	**6220**	**18946293**	**18940073**	**6220**	**18946293**	**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	18940073	745	18940818	18940073	745	18940818	100%
Against	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Abstain	Nil	5475	5475	Nil	5475	5475	Nil
Total	**18940073**	**6220**	**18946293**	**18940073**	**6220**	**18946293**	**100%**

Contd...3/-



Vijay S. Tiwari & Associates
PRACTISING COMPANY SECRETARY

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Resolution No. 3

Approval of appointment of M/S. BDMV & Co, Chartered Accountants, having Firm Registrations No: 101256W as Statutory Auditors of the Company for a term of 3 (Three) consecutive years from the conclusion of this Annual General Meeting till the conclusion of the 35th Annual General Meeting to be held in the year 2022

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	18940073	745	18940818	18940073	745	18940818	100%
Against	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Abstain	Nil	5475	5475	Nil	5475	5475	Nil
Total	**18940073**	**6220**	**18946293**	**18940073**	**6220**	**18946293**	**100%**

SPECIAL BUSINESS:

Resolution No. 4**

Appointment of Mr. Nandakishore R. Divate (DIN:00304616) as Wholetime Director for a period of Three years with effect from 1st August 2019.

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	9556078	745	9556823	9556078	745	9556823	100%
Against	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Abstain	9383995	5475	9389470	9383995	5475	9389470	Nil
Total	**18940073**	**6220**	**18946293**	**18940073**	**6220**	**18946293**	**100%**

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

VIJAY S. TIWARI & ASSOCIATE
VIJAY S. TIWARI
C. P. NO.-12220
ACS NO.-33084
PRACTICING COMPANY SECRETARY

Contd...4/-

Vijay S. Tiwari & Associates
PRACTISING COMPANY SECRETARY

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FINAL VOTING RESULTS:

Particulars	% of votes polled	Final Voting Results
Resolution No. 1 under Ordinary Business	100%	Passed with Requisite Majority
Resolution No. 2 under Ordinary Business	100%	Passed with Requisite Majority
Resolution No. 3 under Ordinary Business	100%	Passed with Requisite Majority
Resolution No. 4 under Special Business	100%	Passed with Requisite Majority

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 & ASSOCIATE
VIJAY S. TIWARI
C. P. NO. 12220
ACS NO.-33084
PRACTICING COMPANY SECRETARY

Place: Mumbai
Date: 26th July, 2019

HYBRID FINANCIAL SERVICES LIMITED (FORMERLY KNOWN AS MAFATLAL FINANCE COMPANY LIMITED)

Hybrid

VOTING RESULTS

Date of Annual General Meeting (AGM)	Friday, 26th July 2019
Total number of shareholders on record date	52236
No.of shareholders present in the meeting **either in person or through proxy;** Promoters and Promoter Group Public	 2 44
No.of shareholders attended the meeting through Video Conferencing Promoters and Promoter Group Public	 Nil Nil

Agenda-wise disclosure

Resolution required - Ordinary	Adoption of Audited Statement of Profit and Loss , Cash Flow Statement of the Company for the year ended 31st March 2019 and the Balance Sheet as at that date and the Reports of Directors and Auditors thereon
Whether Promoter / Promoter Group are interested in the agenda / resolution	No

Category	Mode of Voting	No. of shares held (1)	No.of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No.of votes in favour (4)	No.of votes against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]* 100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	18762052	18762052	100.00%	18762052	0	100.00%	0
	Poll	0	0	0	0	0	0	0
	Postal Ballot (If applicable)	0	0	0	0	0	0	0
	Total	18762052	18762052	100.00%	18762052	0	100.00%	0
Public Institutions	E-Voting	0	0	0	0	0	0	0
	Poll	0	0	0	0	0	0	0
	Postal Ballot (If applicable)	0	0	0	0	0	0	0
	Total	0	0	0	0	0	0	0
Public Non Institutions	E-Voting	178021	178021	100.00%	178021	0	100.00%	0
	Poll	6220	745	11.98%	745	0	100.00%	0
	Postal Ballot (If applicable)	0	0	0	0	0	0	0
	Total	184241	178766	97.03%	178766	0	100.00%	0
Total		**18946293**	**18940818**	**99.97%**	**18940818**	**0**	**100.00%**	**0**

HYBRID FINANCIAL SERVICES LIMITED MUMBAI

Hybrid

Resolution required - Ordinary	Approval of Dividend of 1% on Preference Shares for the year						
Whether Promoter / Promoter Group are interested in the agenda / resolution	No						
Category / **Mode of Voting**	**No.of Shares held (1)**	**No.of votes polled (2)**	**% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100**	**No.of votes in favour (4)**	**No.of votes against (5)**	**% of Votes in favour on votes polled (6)=[(4)/(2)]* 100**	**% of Votes against on votes polled (7)=[(5)/(2)]*100**
Promoter and Promoter Group							
E-Voting	18762052	18762052	100.00%	18762052	0	100.00%	0
Poll	0	0	0	0	0	0	0
Postal Ballot (If applicable)	0	0	0	0	0	0	0
Total	18762052	18762052	100.00%	18762052	0	100.00%	0
Public Institutions							
E-Voting	0	0	0	0	0	0	0
Poll	0	0	0	0	0	0	0
Postal Ballot (If applicable)	0	0	0	0	0	0	0
Total	0	0	0	0	0	0	0
Public Non Institutions							
E-Voting	178021	178021	100.00%	178021	0	100.00%	0
Poll	6220	745	11.98%	745	0	100.00%	0
Postal Ballot (If applicable)	0	0	0	0	0	0	0
Total	184241	178766	97.03%	178766	0	100.00%	0
Total	**18946293**	**18940818**	**99.97%**	**18940818**	**0**	**100.00%**	**0**

Resolution required - Ordinary	Appointment of M/s. BDMV & Co, Chartered Accountants, having Firm Registration No: 101256W for a period of Three Consecutive Years from the conclusion 32nd Annual General Meeting till the conclusion of 35th Annual General Meeting						
Whether Promoter / Promoter Group are interested in the agenda / resolution	No						
Category / **Mode of Voting**	**No.of Shares held (1)**	**No.of votes polled (2)**	**% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100**	**No.of votes in favour (4)**	**No.of votes against (5)**	**% of Votes in favour on votes polled (6)=[(4)/(2)]* 100**	**% of Votes against on votes polled (7)=[(5)/(2)]*100**
Promoter and Promoter Group							
E-Voting	18762052	18762052	100.00%	18762052	0	100.00%	0
Poll	0	0	0	0	0	0	0
Postal Ballot (If applicable)	0	0	0	0	0	0	0
Total	18762052	18762052	100.00%	18762052	0	100.00%	0
Public Institutions							
E-Voting	0	0	0	0	0	0	0
Poll	0	0	0	0	0	0	0
Postal Ballot (If applicable)	0	0	0	0	0	0	0
Total	0	0	0	0	0	0	0
Public Non Institutions							
E-Voting	178021	178021	100.00%	178021	0	100.00%	0
Poll	6220	745	11.98%	745	0	100.00%	0
Postal Ballot (If applicable)	0	0	0	0	0	0	0
Total	184241	178766	97.03%	178766	0	100.00%	0
Total	**18946293**	**18940818**	**99.97%**	**18940818**	**0**	**100.00%**	**0**

HYBRID FINANCIAL SERVICES LIMITED MUMBAI

Hybrid

Resolution required - Special	Appointment of Mr. Nandakishore R.Divate (DIN: 00304616) as Wholetime Director for a peiod of Three Years with effect from 1st August 2019							
Whether Promoter / Promoter Group are interested in the agenda / resolution	Yes	Mr.Nandakishore R.Divate being the Whole Time Director, seeking appointment, holding 9383995 shares of the Company, interested in the above resolution hence abstained himself from voting						
Category	**Mode of Voting**	**No.of Shares held (1)**	**No.of votes polled (2)**	**% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100**	**No.of votes in favour (4)**	**No.of votes against (5)**	**% of Votes in favour on votes polled (6)=[(4)/(2)]* 100**	**% of Votes against on votes polled (7)=[(5)/(2)]*100**
Promoter and Promoter Group	E-Voting	9378057	9378057	100.00%	9378057	0	100.00%	0
	Poll	0	0	0	0	0	0	0
	Postal Ballot (If applicable)	0	0	0	0	0	0	0
	Total	9378057	9378057	100.00%	9378057	0	100.00%	0
Public Institutions	E-Voting	0	0	0	0	0	0	0
	Poll	0	0	0	0	0	0	0
	Postal Ballot (If applicable)	0	0	0	0	0	0	0
	Total	0	0	0	0	0	0	0
Public Non Institutions	E-Voting	178021	178021	100.00%	178021	0	100.00%	0
	Poll	6220	745	11.98%	745		100.00%	0
	Postal Ballot (If applicable)	0	0	0	0	0	0	0
	Total	184241	178766	97.03%	178766	0	100.00%	0
Total		**9562298**	**9556823**	**99.94%**	**9556823**	**0**	**100.00%**	**0**

HYBRID FINANCIAL SERVICES LIMITED MUMBAI