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 22nd May 2018 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 31st Annual General Meeting of the Company to be held on Friday, 27th July 2018.

The Notice dated 22nd May 2018 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 31st Annual General Meeting of the Company to be held on Friday, 27th July 2018.

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, 24th July 2018 and ends at 5.00 pm Thursday, 26th July 2018. 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, 20th July 2018 were allowed to cast their vote electronically. The E-voting module was disabled by CDSL for voting at 5.00 pm on Thursday, 26th July 2018.

Contd...2/-

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

Vijay S. Tiwari & Associates
PRACTISING COMPANY SECRETARY

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Mobile : 9702999723

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, 2018 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	18915788	1714	18917502	18915788	1714	18917502	100%
Against	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Abstain	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Total	**18915788**	**1714**	**18917502**	**18915788**	**1714**	**18917502**	**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	18915788	1639	18917427	18915788	1639	18917427	99.99%
Against	Nil	75	75	Nil	75	75	0.01%
Abstain	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Total	**18915788**	**1714**	**18917502**	**18915788**	**1714**	**18917502**	**100%**

Contd...3/-



Vijay S. Tiwari & Associates
PRACTISING COMPANY SECRETARY

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SPECIAL BUSINESS:

Resolution No. 3**

Appointment of Mr. K.Chandramouli as Wholetime Director and Company Secretary for a period of Three Years with effect from October 01, 2018.

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	9537731	1714	9539445	9537731	1714	9539445	100%
Against	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Abstain	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Total	**9537731**	**1714**	**9539445**	**9537731**	**1714**	**9539445**	**100%**

** Mr. K. Chandramouli being the Whole Time Director, seeking appointment, holding 9378057 shares of the Company, interested in the above resolution hence abstained himself from voting.

Resolution No. 4**

Variation in terms of Appointment of Mr.Nandakishore R. Divate, Wholetime Director

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	9531793	1714	9533307	9531793	1714	9533307	100%
Against	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Abstain	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Total	**9531793**	**1714**	**9533307**	**9531793**	**1714**	**9533307**	**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.



Contd...4/-

Vijay S. Tiwari & Associates
PRACTISING COMPANY SECRETARY

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Resolution No. 5**

Extension in tenure of Appointment of Mr. Jayesh R. Talpade for the further period of two years to hold the office from the conclusion of this Annual General Meeting until the conclusion of the Annual General Meeting to be held in the year 2020.

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	18885188	1714	18886902	18885188	1714	18886902	100%
Against	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Abstain	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Total	**18885188**	**1714**	**18886902**	**18885188**	**1714**	**18886902**	**100%**

** Mr. Jayesh R. Talpade being the Independent Director, holding 30600 shares of the Company, interested in the above resolution hence abstained himself from voting.

Resolution No. 6

Extension in tenure of Appointment of Mr. Tanveer Abdul Karim Shaikh for the further period of two years to hold the office from the conclusion of this Annual General Meeting until the conclusion of the Annual General Meeting to be held in the year 2020.

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	18915788	1714	18917502	18915788	1714	18917502	100%
Against	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Abstain	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Total	**18915788**	**1714**	**18917502**	**18915788**	**1714**	**18917502**	**100%**

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

Contd...5/-

Vijay S. Tiwari & Associates
PRACTISING COMPANY SECRETARY

D/6, 1st Floor, Plot No.35,
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Resolution No. 7

Appointment of Mrs. Megha J. Vazkar for the period of five years to hold the office from the conclusion of this Annual General Meeting until the conclusion of the Annual General Meeting to be held in the year 2023.

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	18915788	1639	18917427	18915788	1639	18917427	99.99%
Against	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Abstain	Nil	75	75	Nil	75	75	0.01%
Total	**18915788**	**1714**	**18917502**	**18915788**	**1714**	**18917502**	**100%**

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	99.99%	Passed with Requisite Majority
Resolution No. 3 under Special Business	100%	Passed with Requisite Majority
Resolution No. 4 under Special Business	100%	Passed with Requisite Majority
Resolution No. 5 under Special Business	100%	Passed with Requisite Majority
Resolution No. 6 under Special Business	100%	Passed with Requisite Majority
Resolution No. 7 under Special Business	99.99%	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

Place: Mumbai
Date: 27th July, 2018

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

VOTING RESULTS

Date of Annual General Meeting (AGM)	Friday, 227th July 2018
Total number of shareholders on record date	52238
No.of shareholders present in the meeting	
either in person or through proxy;	
Promoters and Promoter Group	2
Public	49
No.of shareholders attended the meeting through Video Conferencing	
Promoters and Promoter Group	Nil
Public	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 2018 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	153736	153736	98.90%	153736	0	100.00%	0
	Poll	1714	1714	1.10%	1714	0	100.00%	0
	Postal Ballot (If applicable)	0	0	0	0	0	0	0
	Total	155450	155450	100.00%	155450	0	100.00%	0
Total		**18917502**	**18917502**	**100.00%**	**18917502**	**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	153736	153736	98.90%	153736	0	100.00%	0
	Poll	1714	1714	1.10%	1639	75	95.62%	4.38%
	Postal Ballot (If applicable)	0	0	0	0	0	0	0
	Total	155450	155450	100.00%	155375	75	99.95%	0.05%
Total		**18917502**	**18917502**	**100.00%**	**18917427**	**75**	**99.99%**	**0.01%**

Resolution required - Special	Appointment of Mr. K.Chandramouli (DIN: 00036297) as Wholetime Director and Company Secretary for a peiod of Three Years with effect from 1st October 2018							
Whether Promoter / Promoter Group are interested in the agenda / resolution	Yes	Mr. K. Chandramouli being the Whole Time Director, seeking appointment, holding 9378057 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	9383995	9383995	100.00%	9383995	0	100.00%	0
	Poll	0	0	0	0	0	0	0
	Postal Ballot (If applicable)	0	0	0	0	0	0	0
	Total	9383995	9383995	100.00%	9383995	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	153736	153736	98.90%	153736	0	100.00%	0
	Poll	1714	1714	1.10%	1714	0	100.00%	0
	Postal Ballot (If applicable)	0	0	0	0	0	0	0
	Total	155450	155450	100.00%	155450	0	100.00%	0
Total		**9539445**	**9539445**	**100.00%**	**9539445**	**0**	**100.00%**	**0**

HYBRID FINANCIAL SERVICES LIMITED MUMBAI

Hybrid

Resolution required - Special	Variation in terms of Appointment of Mr.Nandakishore R.Divate (DIN: 00304616), Wholetime Director						
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	153736	153736	98.90%	153736	0	100.00%	0
Poll	1714	1714	1.10%	1714	0	100.00%	0
Postal Ballot (If applicable)	0	0	0	0	0	0	0
Total	155450	155450	100.00%	155450	0	100.00%	0
Total	**9533507**	**9533507**	**100.00%**	**9533507**	**0**	**100.00%**	**0**

Resolution required - Special	Extension in tenure of Appointment of Mr. Jayesh R. Talpade (DIN: 02403271) for the further period of two years to hold the office from the conclusion of this Annual General Meeting until the conclusion of the Annual Genetal Meeting to be held in the year 2020.						
Whether Promoter / Promoter Group are interested in the agenda / resolution	No	Mr. Jayesh R.Talpade, being the Independent Director, holding 30600 shares of the Company 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	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	123136	123136	98.90%	123136	0	100.00%	0
Poll	1714	1714	1.10%	1714	0	100.00%	0
Postal Ballot (If applicable)	0	0	0	0	0	0	0
Total	124850	124850	100.00%	124850	0	100.00%	0
Total	**18886902**	**18886902**	**100.00%**	**18886902**	**0**	**100.00%**	**0**

HYBRID FINANCIAL SERVICES LIMITED MUMBAI

Hybrid

Resolution required - Special	Extension in tenure of Appointment of Mr. Tanveer Abdul Karim Shaikh Talpade (DIN: 02657790) for the further period of two years to hold the office from the conclusion of this Annual General Meeting until the conclusion of the Annual Genetal Meeting to be held in the year 2020.
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	153736	153736	98.90%	153736	0	100.00%	0
	Poll	1714	1714	1.10%	1714	0	100.00%	0
	Postal Ballot (If applicable)	0	0	0	0	0	0	0
	Total	155450	155450	100.00%	155450	0	100.00%	0
Total		**18917502**	**18917502**	**100.00%**	**18917502**	**0**	**100.00%**	**0**

Resolution required - Special	Appointment of Mrs. Megha J. Vazkar (DIN: 00179162) for the period of five years to hold the office from the conclusion of this Annual general Meeting until the conclusion of the Annual Genetal Meeting to be held in the year 2023.
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	153736	153736	98.90%	153736	0	100.00%	0
	Poll	1714	1639	1.05%	1639	0	100.00%	0
	Postal Ballot (If applicable)	0	0	0	0	0	0	0
	Total	155450	155375	99.95%	155375	0	100.00%	0
Total		**18917502**	**18917427**	**99.99%**	**18917427**	**0**	**100.00%**	**0**

HYBRID FINANCIAL SERVICES LIMITED MUMBAI