

A. K. Verma & Co.
Company Secretaries
(PEER REVIEWED- YEAR 2022-2027)

SCRUTINIZER'S REPORT

Date: 19.09.2022

To

The Chairman
F Mec International Financial Services Limited
IInd Floor, Central Bank Building
13- B Netaji Subhash Marg
Daryaganj- 110002

Dear Sir,

Re: Consolidated Scrutinizer's Report on voting through remote e-voting held in terms of provisions of Section 108 of the Companies Act, 2013 read with rules issued there under and the applicable provisions of the SEBI (LODR) Regulation, 2015

A. I. Ashok Kumar Verma, Partner of M/s. A. K. Verma & Co, Practicing Company Secretary, appointed as an Scrutinizer in the meeting of Board of Directors of the Company held on 19th July, 2022 to the 29th Annual General Meeting (AGM) held to conduct the following:-

- (i) process of e-voting remotely, before the AGM, using an electronic voting system on the dates referred to in the Notice calling the AGM ("remote e-voting"); and
- (ii) process of e-voting at the AGM through electronic voting system ("e-voting").
- (iii) process of show of hands of the shareholders at the AGM.
- (iv) Scrutinize the E-voting received from the shareholders of the company, and the show of hands of the shareholders at the AGM, pursuant to provisions of section 108 of the Companies Act, 2013 and read with rule 20 of the Companies (Management & Administration) Rules, 2014 (as amended from time to time).

B. The management of the Company is responsible to ensure compliance with the requirements of (i) the Act and the Rules made thereunder; (ii) the MCA Circulars; and (iii) the SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015, ("LODR") relating to e-voting on the resolutions contained in the Notice calling the AGM. The Management of the Company is responsible for ensuring a secured framework and robustness of the electronic voting systems.

13-B, IIND FLOOR, ABOVE, CENTRAL BANK OF INDIA, NETAJI SUBHASH MARG,
DARYAGANJ, NEW DELHI-110002

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- C. The Company had availed the remote e-voting facility provided by National Securities Depository Limited (NSDL) for conduction of e-voting by the shareholders.
- D. The remote e-voting commenced on Wednesday, 14th September, 2022 from 09:00 A.M. till Friday, 16th September, 2022 till 05:00 P.M. and remote e-voting through NSDL was blocked thereafter.
- E. The company had also provided E-voting at the Annual General Meeting to the members who do not have access to remote e-voting. The E-voting at the Annual General Meeting was open during the AGM and 30 minutes after the closing of the AGM.
- F. After the closure of the voting at the Annual General Meeting, the report on e- voting done at the meeting and after 30 minutes after the closure of AGM is to be reported along with the Results of Remote E-voting.
- G. I have scrutinized and reviewed the **Remote e-voting** and e-voting casted at the AGM and votes tendered therein based on the data downloaded from the NSDL e-voting system received respectively.
- H. As requested by the management, I am submitting herewith a Consolidated Report on the results of Remote e-voting together with e-voting casted at the AGM and the votes cast by show of hands of shareholders at the AGM and after 30 minutes after the closure of AGM in respect of the said resolution:-

VOTING RESULTS

Date of AGM	September 17th, 2022
Total No. of Shareholders on cut-off date (10.09.2022)	448
No. of Shareholders present in the meeting either in person or through proxy or as Authorized Representative	12
Promoters and Promoters Group :	3
Public:	9
Agenda wise disclosure (to be disclosed separately for each agenda item)	-



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No.	Item No.	Type of Resolution	Mode of Voting
1.	To receive, consider and adopt the Audited Financial Statements as at 31st March, 2022 and Report of the Board of Directors' and Auditors' thereon :	Ordinary	Remote-Voting + e-voting at the AGM
2.	To appoint a Director in place of Mr. Apoorve Bansal (DIN: 08052540) who retires by rotation and, being eligible, offers himself for re-appointment:	Ordinary	Remote e-Voting + e-voting at the AGM
3	To re-appoint M/s A. K. Verma & Co., Company Secretaries (Registration No., Unique Code-P1997DE091500) as Secretarial Auditor for the Financial Year 2022-2023.	Ordinary	Remote e-Voting + e-voting at the AGM
4	To Appoint Ms. Renuka Chouhan (DIN: 09547785) as a Non-Executive Director of the Company.	Ordinary	Remote-Voting + e-voting at the AGM
5	To consider and approve the change of name of the company from F MEC INTERNATIONAL FINANCIAL SERVICES LIMITED to DHVIJA FINANCE LIMITED	Special	Remote e-Voting + e-voting at the AGM
6	To Consider and Approve the Alteration of Capital Clause of the Memorandum of Association of the Company	Special	Remote e-Voting + e-voting at the AGM



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Details of Agenda

Item No. 1: To receive, consider and adopt the Audited Financial Statements as at 31st March, 2022 and Report of the Board of Directors' and Auditors' thereon.

Resolution required: Ordinary Resolution

Whether promoter/ promoter group are interested in the agenda/ resolution: NO

Category	Mode of Voting	No. of shares held	No. of votes polled	% of votes polled on outstanding shares	No. of votes – in favor	No. of votes against	% of votes in favor on votes polled	% of votes against on votes polled
		1	2	$3 = \frac{(2)}{(1)} \times 100$	4	5	$6 = \frac{(4)}{(2)} \times 100$	$7 = \frac{(5)}{(2)} \times 100$
Promoter and Promoter Group	Remote e-voting	1032325	283850	27.4962	283850	0	100.00	0
	E-voting at the AGM/Show of Hands		748475	72.5038	748475	0	100.00	0
	Total		1032325	1032325	100.00	1032325	0	100.00
Public Institutions	Remote e-voting	0	0	0	0	0	0	0
	E-voting at the AGM/Show of Hands		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public-Non Institutions	Remote e-voting	2068375	348221	16.8355	348221	0	100.00	0
	E-voting at the AGM/Show of Hands		336851	16.2858	336851	0	100.00	0
	Total		2068375	685072	33.1213	685072	0	100.00
Total		3100700	1717397	55.3874	1717397	0	100.00	0

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Item No. 2: To appoint a Director in place of Mr. Apoorve Bansal (DIN: 08052540) who retires by rotation and, being eligible, offers himself for re-appointment.

Resolution required: Ordinary Resolution

Whether promoter/ promoter group are interested in the agenda/ resolution: YES

Category	Mode of Voting	No. of shares held	No. of votes polled	% of votes polled on outstanding shares	No. of votes –in favor	No. of votes against	% of votes in favor on votes polled	% of votes against on votes polled
		1	2	$3 = \frac{(2)}{(1)} * 100$	4	5	$6 = \frac{(4)}{(2)} * 100$	$7 = \frac{(5)}{(2)} * 100$
Promoter and Promoter Group	Remote e-voting	1032325	283850	27.4962	283850	0	100.00	0
	E-voting at the AGM/Show of Hands		748475	72.5038	748475	0	100.00	0
	Total		1032325	1032325	100.00	1032325	0	100.00
Public Institutions	Remote e-voting	0	0	0	0	0	0	0
	E-voting at the AGM/Show of Hands		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public-Non Institutions	Remote e-voting	2068375	348221	16.8355	348221	0	100.00	0
	E-voting at the AGM/Show of Hands		336851	16.2858	336851	0	100.00	0
	Total		2068375	685072	33.1213	685072	0	100.00
Total		3100700	1717397	55.3874	1717397	0	100.00	0

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Item No. 3: To re-appoint M/s A. K. Verma & Co., Company Secretaries (Registration No., Unique Code- P1997DE091500) as Secretarial Auditor for the Financial Year 2022-2023.

Resolution required: Ordinary Resolution

Whether promoter/ promoter group are interested in the agenda/ resolution: NO

Category	Mode of Voting	No. of shares held	No. of votes polled	% of votes polled on outstanding shares	No. of votes –in favor	No. of votes against	% of votes in favor on votes polled	% of votes against on votes polled
		1	2	$3 = \frac{(2)}{(1)} * 100$	4	5	$6 = \frac{(4)}{(2)} * 100$	$7 = \frac{(5)}{(2)} * 100$
Promoter and Promoter Group	Remote e-voting	1032325	283850	27.4962	283850	0	100.00	0
	E-voting at the AGM/Show of Hands		748475	72.5038	748475	0	100.00	0
	Total		1032325	1032325	100.00	1032325	0	100.00
Public Institutions	Remote e-voting	0	0	0	0	0	0	0
	E-voting at the AGM/Show of Hands		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public-Non Institutions	Remote e-voting	2068375	348221	16.8355	348221	0	100.00	0
	E-voting at the AGM/Show of Hands		336851	16.2858	336851	0	100.00	0
	Total		2068375	685072	33.1213	685072	0	100.00
Total		3100700	1717397	55.3874	1717397	0	100.00	0

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Item No. 4: To Appoint Ms. Renuka Chouhan (DIN: 09547785) as a Non-Executive Director of the Company

Resolution required: Ordinary Resolution

Whether promoter/ promoter group are interested in the agenda/ resolution: NO

Category	Mode of Voting	No. of shares held	No. of votes polled	% of votes polled on outstanding shares	No. of votes –in favor	No. of votes against	% of votes in favor on votes polled	% of votes against on votes polled
		1	2	$3 = \frac{(2)}{(1)} * 100$	4	5	$6 = \frac{(4)}{(2)} * 100$	$7 = \frac{(5)}{(2)} * 100$
Promoter and Promoter Group	Remote e-voting	1032325	283850	27.4962	283850	0	100.00	0
	E-voting at the AGM/Show of Hands		748475	72.5038	748475	0	100.00	0
	Total		1032325	1032325	100.00	1032325	0	100.00
Public Institutions	Remote e-voting	0	0	0	0	0	0	0
	E-voting at the AGM/Show of Hands		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public-Non Institutions	Remote e-voting	2068375	348221	16.8355	348221	0	100.00	0
	E-voting at the AGM/Show of Hands		336851	16.2858	336851	0	100.00	0
	Total		2068375	685072	33.1213	685072	0	100.00
Total		3100700	1717397	55.3874	1717397	0	100.00	0



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Item No. 5: To consider and approve the change of name of the company from F MEC INTERNATIONAL FINANCIAL SERVICES LIMITED to DHVIJA FINANCE LIMITED

Resolution required: Special Resolution

Whether promoter/ promoter group are interested in the agenda/ resolution: NO

Category	Mode of Voting	No. of shares held	No. of votes polled	% of votes polled on outstanding shares	No. of votes -in favor	No. of votes against	% of votes in favor on votes polled	% of votes against on votes polled
		1	2	$3 = \frac{(2)}{(1)} * 100$	4	5	$6 = \frac{(4)}{(2)} * 100$	$7 = \frac{(5)}{(2)} * 100$
Promoter and Promoter Group	Remote e-voting	1032325	283850	27.4962	283850	0	100.00	0
	E-voting at the AGM/Show of Hands		748475	72.5038	748475	0	100.00	0
	Total		1032325	1032325	100.00	1032325	0	100.00
Public Institutions	Remote e-voting	0	0	0	0	0	0	0
	E-voting at the AGM/Show of Hands		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public-Non Institutions	Remote e-voting	2068375	348221	16.8355	348221	0	100.00	0
	E-voting at the AGM/Show of Hands		336851	16.2858	336851	0	100.00	0
	Total		2068375	685072	33.1213	685072	0	100.00
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Item No. 6: To Consider and Approve the Alteration of Capital Clause of the Memorandum of Association of the Company

Resolution required: Special Resolution

Whether promoter/ promoter group are interested in the agenda/ resolution: NO

Category	Mode of Voting	No. of shares held	No. of votes polled	% of votes polled on outstanding shares	No. of votes –in favor	No. of votes against	% of votes in favor on votes polled	% of votes against on votes polled
		1	2	$3 = \frac{(2)}{(1)} * 100$	4	5	$6 = \frac{(4)}{(2)} * 100$	$7 = \frac{(5)}{(2)} * 100$
Promoter and Promoter Group	Remote e-voting	1032325	283850	27.4962	283850	0	100.00	0
	E-voting at the AGM/Show of Hands		748475	72.5038	748475	0	100.00	0
	Total	1032325	1032325	100.00	1032325	0	100.00	0
Public Institutions	Remote e-voting	0	0	0	0	0	0	0
	E-voting at the AGM/Show of Hands		0	0	0	0	0	0
	Total	0	0	0	0	0	0	0
Public-Non Institutions	Remote e-voting	2068375	348221	16.8355	348221	0	100.00	0
	E-voting at the AGM/Show of Hands		336851	16.2858	336851	0	100.00	0
	Total	2068375	685072	33.1213	685072	0	100.00	0
Total		3100700	1717397	55.3874	1717397	0	100.00	0



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Based on above e-voting all the above mentioned Ordinary as well as Special Resolutions were passed unanimously by the shareholders.

Notes:

- 1. The requirement to place the matter relating to appointment of Auditors for ratification by members at every Annual General meeting is done away with vide Notification dated 07th May 2018 issued by the Ministry of Corporate Affairs (MCA), New Delhi. Accordingly, no resolution was proposed for ratification of appointment of Statutory Auditors who were appointed in the Annual General Meeting held on 23rd December 2020.*

Date: 19.09.2022
Place: New Delhi

For A. K. VERMA & CO
(Practicing Company Secretaries)
FRN: P1997DE091500



ASHOK KUMAR VERMA
Senior Partner
FCS: 3945
CP No: 2568
PR No: 2099/2022
UDIN: F003945D000994913

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