

March 29, 2023

To,
The General Manager
Department of Corporate Services
BSE Limited
P.J. Towers, Dalal Street,
Mumbai – 400 001.

Scrip Code: 540268

Subject: Submission of Voting Results and Scrutiniser's Report of the Extra-Ordinary General Meeting of the Company held on March 28, 2023

Dear Sir / Madam,

Pursuant to Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements), Regulations 2015, as amended and pursuant to Section 108 of the Companies Act, 2013 read with Rule 20(4) of the Companies (Management and Administration) Rules, 2014, please find enclosed herewith the following documents with respect to the Extra Ordinary General Meeting ("EGM") of the Members of the Company held on Tuesday, March 28, 2023 at 3:00 p.m. (IST) through Video conferencing/ Other Audio Visual Means:

- voting results of the EGM.
- Consolidated Scrutinizers' Report issued by M/s. Mayank Arora & Co., Practicing Company Secretaries, (FCS 10378 holding Certificate of Practice No. 13609 with The Institute of Company Secretaries of India).

The voting results and Scrutinizers' Report are also hosted on the website of the Company at www.trucapfinance.com and on the website of Central Depository Services (India) Limited.

We request you to kindly take the above information on record.

Thanking You.

Yours faithfully,
For TruCap Finance Limited

Sonal Sharma
Company Secretary & Compliance Officer

Encl.: as above

TRUCAP FINANCE LIMITED								
Voting Results for Extra-Ordinary General Meeting								
Details of Remote E-voting and Voting at the EGM as per Regulation 44 (3) of SEBI (Listing Obligations and Disclosure Requirement), Regulations, 2015 in respect of the following resolution:								
Date of the AGM/ EGM						28-03-2023		
Total number of shareholders on record date						10755		
No. of shareholders present in the meeting either in person or through proxy:						0		
Promoter and Promoter Group:								
Public:								
No. of Shareholders attended the meeting through Video Conferencing:						0		
Promoter and Promoter Group:						52		
Public:								
1. Ordinary Resolution: Rescinding of Resolution No. 1 passed at the Extra-Ordinary General Meeting of the Company held on January 18, 2023								
Whether promoter/ promoter group are interested in the agenda/ resolution: No								
Category	Mode of Voting	No. of shares held (1)	No. of valid 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	67924287	67924287	100.0000	67924287	0	100.0000	0.0000
	Venue_Vote	0	0	0.00	0	0	0.00	0
	Postal Ballot (if applicable)	0	0	0.00	0	0	0.00	0
	Total	67924287	67924287	100.0000	67924287	0	100.0000	0.0000
Public Institutions	E-Voting	9893231	8418231	85.0908	8418231	0	100.0000	0.0000
	Venue_Vote	0	0	0.00	0	0	0.00	0
	Postal Ballot (if applicable)	0	0	0.00	0	0	0.00	0
	Total	9893231	8418231	85.0908	8418231	0	100.0000	0.0000
Public - Non Institutions	E-Voting	38397198	6340321	16.5125	6340321	0	100.0000	0.0000
	Venue_Vote	0	0	0.00	0	0	0.00	0
	Postal Ballot (if applicable)	0	0	0.00	0	0	0.00	0
	Total	38397198	6340321	16.5125	6340321	0	100.0000	0.0000
Total		116214716	82682839	71.1466	82682839	0	100.0000	0.0000
2. Ordinary Resolution: Rescinding of Resolution No. 2 passed at the Extra-Ordinary General Meeting of the Company held on January 18, 2023								
Whether promoter/ promoter group are interested in the agenda/ resolution: No								
Category	Mode of Voting	No. of shares held (1)	No. of valid 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	67924287	67924287	100.0000	67924287	0	100.0000	0.0000
	Venue_Vote	0	0	0.00	0	0	0.00	0
	Postal Ballot (if applicable)	0	0	0.00	0	0	0.00	0
	Total	67924287	67924287	100.0000	67924287	0	100.0000	0.0000
Public Institutions	E-Voting	9893231	8418231	85.0908	8418231	0	100.0000	0.0000
	Venue_Vote	0	0	0.00	0	0	0.00	0
	Postal Ballot (if applicable)	0	0	0.00	0	0	0.00	0
	Total	9893231	8418231	85.0908	8418231	0	100.0000	0.0000
Public - Non Institutions	E-Voting	38397198	6340321	16.5125	6340321	0	100.0000	0.0000
	Venue_Vote	0	0	0.00	0	0	0.00	0
	Postal Ballot (if applicable)	0	0	0.00	0	0	0.00	0
	Total	38397198	6340321	16.5125	6340321	0	100.0000	0.0000
Total		116214716	82682839	71.1466	82682839	0	100.0000	0.0000
3. Special Resolution: To consider and approve TruCap Employee Retention Plan								
Whether promoter/ promoter group are interested in the agenda/ resolution: Yes								
Category	Mode of Voting	No. of shares held (1)	No. of valid 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	67924287	0	0.0000	0	0	0.0000	0.0000
	Venue_Vote	0	0	0.00	0	0	0.00	0
	Postal Ballot (if applicable)	0	0	0.00	0	0	0.00	0
	Total	67924287	0	0.0000	0	0	0.0000	0.0000
Public Institutions	E-Voting	9893231	8418231	85.0908	8418231	0	100.0000	0.0000
	Venue_Vote	0	0	0.00	0	0	0.00	0
	Postal Ballot (if applicable)	0	0	0.00	0	0	0.00	0
	Total	9893231	8418231	85.0908	8418231	0	100.0000	0.0000
Public - Non Institutions	E-Voting	38397198	3633769	9.4636	3633769	0	100.0000	0.0000
	Venue_Vote	0	0	0.00	0	0	0.00	0
	Postal Ballot (if applicable)	0	0	0.00	0	0	0.00	0
	Total	38397198	3633769	9.4636	3633769	0	100.0000	0.0000
Total		116214716	12052000	10.3705	12052000	0	100.0000	0.0000

MAYANK ARORA & Co.

COMPANY SECRETARIES

FORM NO. MGT-13
SCRUTINIZER'S CONSOLIDATED REPORT
[Pursuant to Section 108 of the Companies Act, 2013 and Rule 21(2) of the Companies
(Management and Administration) Rules, 2014]

To,

The Chairman of the Extraordinary General Meeting (EGM) of **TRUCAP FINANCE LIMITED (Formerly Dhanvarsha Finvest Limited)** held on Tuesday, March 28, 2023 at 03.00 P.M. (IST) through Video Conferencing ("VC") or Other Audio Visual Means ("OAVM")

Dear Sir,

1. I, Mayank Arora, Practicing Company Secretary, partner of M/s. Mayank Arora & Co., Practicing Company Secretaries, have been appointed as Scrutinizer by the Board of Directors of **TruCap Finance Limited ("the Company")** for the purpose of scrutinizing the process of voting through electronic means ("e-voting") in a fair and transparent manner on the resolutions contained in the notice dated February 13, 2023 ("Notice") issued in accordance General Circular Nos. 14/2020 and 17/2020 dated April 08, 2020 and April 13, 2020 respectively, General Circular No. 22/2020 dated June 15, 2020, General Circular No. 20/2021 dated December 08, 2021, General Circular No. 03/2022 dated May 05, 2022 and General Circular No. 11/2022 dated December 28, 2022 (collectively referred to as "MCA Circulars"), calling the Extraordinary General Meeting of its Equity Shareholders ("the Meeting" / "EGM") through VC / OAVM. The EGM was convened on Tuesday, March 28, 2023, at 03.00 P.M. IST through VC / OAVM.
2. The said appointment as Scrutinizer is under the provisions of Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended ("the Rules") and in accordance with Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("LODR") as amended. As a Scrutinizer, I have to scrutinize:
 - (i) process of e-voting remotely, before the EGM, using an electronic voting system on the dates referred to in the Notice calling the EGM ("Remote e-Voting"); and
 - (ii) process of e-voting at the EGM ("e-Voting").

Management's Responsibility

3. 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) LODR relating to e-voting on the resolutions contained in the notice calling the EGM. The management of the Company is responsible for ensuring a secured framework and robustness of the electronic voting systems.



Scrutinizer's Responsibility

4. My responsibility as Scrutinizer for e-voting process (i.e. remote e-Voting and e-Voting) is restricted to making a Consolidated Scrutinizer's Report of the votes cast "in favour" or "against" the resolutions contained in the Notice, based on the reports generated from the e-voting system provided by Central Depository Services (India) Limited ("CDSL") the Agency authorized under the Rules and engaged by the Company to provide e-Voting facility and attendant details / documents furnished to me electronically by the Company and/ or CDSL for my verification.

Cut-off date

5. The Equity Shareholders of the Company as on the "cut-off" date, as set out in the Notice, i.e., Tuesday, March 21, 2023 were entitled to vote on the resolutions (Item nos. 1 to 3 as set out in the Notice calling the EGM) and their voting rights were in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date.

6. Remote e-Voting process: -

- i. The remote e-Voting period remained open from Saturday, March 25, 2023 (9.00 a.m. IST) to Monday, March 27, 2023 (5.00 p.m. IST).
- ii. The votes cast were unblocked on Tuesday, March 28, 2023 after the conclusion of the EGM and was witnessed by two witnesses, Ms. Prathvika Poojary and Ms. Nishita Gandhi, who are not in the employment of the Company and/or CDSL. They have signed below in confirmation of the same.



Prathvika Poojary



Nishita Gandhi

- iii. Thereafter, the details containing, inter-alia, the list of equity shareholders who voted "in favour" or "against" on each of the resolutions that was put to vote, were generated from the e-Voting website of CDSL. Based on the report generated by CDSL and relied upon by me, data regarding the remote e-Voting was scrutinized.

7. E-voting process at the EGM:-

- i. After the time fixed for closing of the e-Voting by the Chairman, the electronic system recording the e-votes was locked under my instructions.
 - ii. The e-Voting system was scrutinized and the e-votes were reconciled with the records maintained by the Company / CDSL and the authorizations lodged with the Company/ CDSL.
 - iii. The e-votes cast were unblocked on Tuesday, March 28, 2023, after the conclusion of the EGM.
8. I submit herewith the Consolidated Scrutinizer's Report on the results of the remote e-Voting and e-Voting, based on the reports generated by CDSL., scrutinized and relied upon by me as under:-



SPECIAL BUSINESS:

RESOLUTION NO 1: (AS AN ORDINARY RESOLUTION)

Rescinding of Resolution No. 1 passed at the Extra-Ordinary General Meeting of the Company held on January 18, 2023.

(I) Voted in favour of the resolution:

	Number of members voted	Number of votes casted (Shares)	% total number of valid votes cast
Remote E-voting	82	8,26,82,839	100
Voting at EGM	0	0	0
Total	82	8,26,82,839	100

(II) Voted against the resolution:

	Number of members voted	Number of votes casted (Shares)	% total number of valid votes cast
Remote E-voting	0	0	0
Voting at EGM	0	0	0
Total	0	0	0

(III) Invalid Votes:

	Total number of members whose votes were declared invalid	Total Number of votes cast by them
Remote E-voting	0	0
Voting at EGM	0	0
Total	0	0

Result: Resolution passed with requisite majority.



RESOLUTION NO 2: (AS AN ORDINARY RESOLUTION)

Rescinding of Resolution No. 2 passed at the Extra-Ordinary General Meeting of the Company held on January 18, 2023.

(I) Voted in favour of the resolution:

	Number of members voted	Number of votes casted (Shares)	% total number of valid votes cast
Remote E-voting	82	8,26,82,839	100
Voting at EGM	0	0	0
Total	82	8,26,82,839	100

(II) Voted against the resolution:

	Number of members voted	Number of votes casted (Shares)	% total number of valid votes cast
Remote E-voting	0	0	0
Voting at EGM	0	0	0
Total	0	0	0

(III) Invalid Votes:

	Total number of members whose votes were declared invalid	Total Number of votes cast by them
Remote E-voting	0	0
Voting at EGM	0	0
Total	0	0

Result: Resolution passed with requisite majority.



RESOLUTION NO 3: (AS A SPECIAL RESOLUTION)

To consider and approve TruCap Employee Retention Plan.

(I) Voted in favour of the resolution:

	Number of members voted	Number of votes casted (Shares)	% total number of valid votes cast
Remote E-voting	74	1,20,52,000	100
Voting at EGM	0	0	0
Total	74	1,20,52,000	100

(II) Voted against the resolution:

	Number of members voted	Number of votes casted (Shares)	% total number of valid votes cast
Remote E-voting	0	0	0
Voting at EGM	0	0	0
Total	0	0	0

(III) Invalid Votes:

	Total number of members whose votes were declared invalid	Total Number of votes cast by them
Remote E-voting	0	0
Voting at EGM	0	0
Total	0	0

Result: Resolution passed with requisite majority.

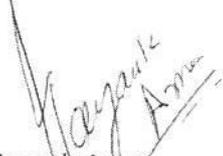
Notes: Votes casted by interested party are not considered.



9. The electronic data and all other relevant records relating to e-voting are under my safe custody and will be handed over to Ms. Sonal Sharma, Company Secretary & Compliance Officer of the Company, for preserving safely after the Chairman considers, approves and signs the minutes of the EGM.
10. The consolidated result of the votes cast (by Remote e-Voting and e-Voting at EGM) is provided as **Annexure I** to this report.

Thanking You,
Yours faithfully,

For Mayank Arora & Co,
Company Secretaries


Mayank Arora
Partner
COP No.: 13609
Mem No.: 10378
UDIN: F010378D003341090
Date: 29/03/2023
Place: Mumbai

For TruCap Finance Limited


Sonal Sharma
Company Secretary and Compliance Officer



Annexure - 1

Consolidated result of voting (by remote e-Voting and e-Voting at EGM) for resolution numbers 1 to 3 of the Notice of the Extraordinary General Meeting of "TruCap Finance Limited" held on Tuesday, March 28, 2023 at 03.00 P.M. (IST):-

Resol uti on No.	Total Valid Votes Cast			Voted in favour of resolution				Voted against the resolution			
	Remote e- voting	e- Votin g at EGM	Total	Remote e- voting	e- Voti ng at EGM	Total	%	Rem ote E- voti ng	e- Voting at EGM	Tot al	%
1.	8,26,82,839	0	8,26,82,839	8,26,82,839	0	8,26,82,839	100	0	0	0	0
2.	8,26,82,839	0	8,26,82,839	8,26,82,839	0	8,26,82,839	100	0	0	0	0
3.	1,20,52,000	0	1,20,52,000	1,20,52,000	0	1,20,52,000	100	0	0	0	0

For Mayank Arora & Co.,
Company Secretaries


Mayank Arora
Partner

COP No.: 13609
Mem No.: 10378
UDIN: F010378D003341090
Date: 29/03/2023
Place: Mumbai



For TruCap Finance Limited



Sonal Sharma
Company Secretary and Compliance Officer

