

"A-1-1-1-1-1-3(b)"



J. Bhavsar & Associates

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Company Secretaries

REPORT OF SCRUTINISER

[PURSUANT TO SECTION 108 OF THE COMPANIES ACT, 2013 AND RULE 20(XI) OF
THE COMPANIES (MANAGEMENT AND ADMINISTRATION) RULES, 2014]

To,
The Chairman,
KIFS Financial Services Limited, Ahmedabad

I Mr. Jayendra K. Bhavsar of M/s J Bhavsar & Associates, Company Secretaries, Ahmedabad, appointed as a Scrutinizer by the Board of Directors of KIFS FINANCIAL SERVICES LIMITED ("the Company") vide resolution dated 28.05.2015 pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 for the purpose of scrutinizing the e-voting process of the 20TH Annual General Meeting of the Company in a fair and transparent manner for following resolution(s) as contained in the Notice of 20th Annual General Meeting of the Company to be held on 4th September, 2015, submit my report as under:

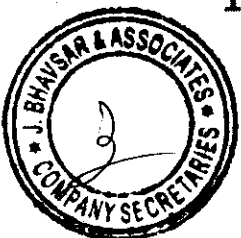
1. The remote e-voting period commenced from 10.00 a.m. on 1st September, 2015 and concluded at 5.00 p.m. on 3rd September, 2015. The remote e-voting services provided by Central Depository Services India Limited (CDSL) e-voting division.
2. The shareholders holding shares as on the "cut-off date" of 28th August, 2015 were entitled to vote on the proposed resolution stated in the notice of the Company.
3. The votes were unblocked on 4th September, 2015 at 1:30 p.m. in the presence of two witnesses Mr. Gopal Shah and Mr. Rajeev H. Shah who are not in the employment of the Company.
4. The results of e-voting alongwith the list of shareholders who voted "FOR" and "Against" the below mentioned resolutions were downloaded from the e-voting website of CDSL.

The consolidated results of e-voting and poll (Physical voting) are as under:

SPECIAL BUSINESS:

[a] Ordinary Resolution related to adoption of the financial statements of the Company for the year ended on 31st March, 2015

Voted IN FAVOUR of the resolution					
No. of Members voted electronically	No. of votes cast in favour of the resolution	% of total no. of valid votes cast	No. of Members voted at AGM on Poll	No. of votes cast in favour of the resolution	% of total no. of valid votes cast
10	9074721	100%	21	543163	100%



Voted AGAINST the resolution					
No. of Members voted electronically	No. of votes cast against the resolution	% of total no. of valid votes cast	No. of Members voted at AGM on Poll	No. of votes cast against the resolution	% of total no. of valid votes cast
0	NA	NA	0	NA	NA

INVALID Votes	
Total no. of members whose votes were invalid	Total no. of votes cast by them
Nil	Nil

[b] Ordinary Resolution related to declare the Final Dividend

Voted IN FAVOUR of the resolution					
No. of Members voted electronically	No. of votes cast in favour of the resolution	% of total no. of valid votes cast	No. of Members voted at AGM on Poll	No. of votes cast in favour of the resolution	% of total no. of valid votes cast
10	9074721	100%	21	543163	100%

Voted AGAINST the resolution					
No. of Members voted electronically	No. of votes cast against the resolution	% of total no. of valid votes cast	No. of Members voted at AGM on Poll	No. of votes cast against the resolution	% of total no. of valid votes cast
0	NA	NA	0	NA	NA

INVALID Votes	
Total no. of members whose votes were invalid	Total no. of votes cast by them
Nil	Nil

[c] Ordinary Resolution related to appoint a director in place of Mrs. Sonal R. Khandwala (DIN: 01788620), who retires by rotation and being eligible offers herself for re-appointment

Voted IN FAVOUR of the resolution					
No. of Members voted electronically	No. of votes cast in favour of the resolution	% of total no. of valid votes cast	No. of Members voted at AGM on Poll	No. of votes cast in favour of the resolution	% of total no. of valid votes cast
10	9074721	100%	21	543163	100%

Voted AGAINST the resolution					
No. of Members voted electronically	No. of votes cast against the resolution	% of total no. of valid votes cast	No. of Members voted at AGM on Poll	No. of votes cast against the resolution	% of total no. of valid votes cast
0	NA	NA	0	NA	NA



INVALID Votes	
Total no. of members whose votes were invalid	Total no. of votes cast by them
Nil	Nil


[d] Ordinary Resolution related to ratify the appointment of the Statutory Auditors of the Company and to fix their remuneration

Voted IN FAVOUR of the resolution					
No. of Members voted electronically	No. of votes cast in favour of the resolution	% of total no. of valid votes cast	No. of Members voted at AGM on Poll	No. of votes cast in favour of the resolution	% of total no. of valid votes cast
10	9074721	100%	21	543163	100%

Voted AGAINST the resolution					
No. of Members voted electronically	No. of votes cast against the resolution	% of total no. of valid votes cast	No. of Members voted at AGM on Poll	No. of votes cast against the resolution	% of total no. of valid votes cast
0	NA	NA	0	NA	NA

INVALID Votes	
Total no. of members whose votes were invalid	Total no. of votes cast by them
Nil	Nil

The relevant records relating to electronic voting (e-voting) shall remain in our safe custody until the Chairman considers, approves and signs the minutes of the 20th Annual Ordinary General Meeting and the same shall be handed over thereafter to the Chairman / Company Secretary for safe keeping.


 Jayendra K. Bhavsar (Practicing Company Secretary)
 FCS – 8004 CP No. 6046
 Scrutinizer

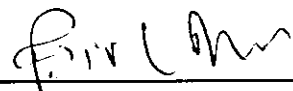


Date : 04-09-2015

Place : Ahmedabad

We the undersigned witness that the votes were unblocked from the e-voting website of Central Depository Services (India) Limited (<https://www.evotingindia.com>) in our presence at 1.30 p.m. on 4th September, 2015 at the office of the Scrutinizer


 Gopal Shah


 Rajeev H. Shah

Date : 04-09-2015

Place : Ahmedabad