



CHALLANI CAPITAL LIMITED

(Formerly Indo Asia Finance Limited)

Regd. Office :

No.15, New Giri Road,
(Opp. Hotel Accord),
Off G.N. Chetty Road,
T.Nagar, Chennai - 600 017.
Tel : +91 44 2834 2111
Web : www.challanicapital.com
CIN No. : L65191TN1990PLC019060
GSTIN : 33AAAC12117D1ZD

Date: 05th May 2025

To,

Department of Corporate Service,
Bombay Stock Exchange Limited,
Phiroze Jeejeebhoy Towers,
Dalal Street,
Fort Mumbai – 400001.
Scrip Code : 530747

Dear Sir/Madam,

Subject: - Results of the Postal Ballot

With reference to the captioned subject please find enclosed the following: -

1. Voting results pursuant to Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
2. Report of Scrutinizer dated May 04, 2025.
3. Minutes of proceedings of the Postal Ballot.

The resolutions as set out in the postal ballot notice have been duly passed by the shareholders through remote e-voting process with requisite majority.

The voting results along with the scrutinizer's report will also be made available on the Company's website at <https://www.challanicapital.com>

Kindly take the same on your records.

Thank you,

Yours faithfully

For CHALLANI CAPITAL LIMITED

P. Ramachandran

Company Secretary and Compliance Officer



FORMAT FOR SUBMISSION OF VOTING RESULTS

Voting Results	
Date of the AGM/EGM/Postal Ballot	March 31, 2025
Cut-off date	March 31, 2025
Total number of shareholders on cut-off date	2604
No. of shareholders present in the meeting either in person or through proxy	
a) Promoters and Promoter group	Not applicable
b) Public	
No. of shareholders present in the meeting either in person or through proxy	
a) Promoters and Promoter group	Not applicable
b) Public	
No. of resolution passed in the meeting	1

*Resolution passed through postal Ballot





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Resolution 1

Resolution required: (Ordinary / Special)

Special

Whether promoter/promoter group are interested
in the agenda/resolution?

No

Description of resolution considered

**RE-APPOINTMENT OF SHRI PADAM J
CHALLANI (DIN: 00052216), AS THE MANAGING
DIRECTOR OF THE COMPANY**

Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	11249169	10608224	94.3023	10608224	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total	11249169	10608224	94.3023	10608224	0	100.0000	0.0000
Public-Institutions	E-Voting	0	0	0.0000	0	0	0	0
	Poll							
	Postal Ballot (if applicable)							
	Total	0	0	0.0000	0	0	0.0000	0.0000
Public-Non Institutions	E-Voting	3750831	1473	0.0393	1473	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total	3750831	1473	0.0393	1473	0	100.0000	0.0000
Total	Total	15000000	10609697	70.7313	10609697	0	100.0000	0.0000



R.ALAGAR, B.Com., FCS
Company Secretary

1E, Nithya Grandeur
1A, Kannan Nagar 3rd Main Road,
Nanganallur,
via- Madippakkam
Chennai-600091
Mobile: 9940682194
email: alagarr@gmail.com

SCRUTINIZER'S REPORT

*[Pursuant to Section 108 & 110 of the Companies Act, 2013 and Rule 20 & 22 of the
Companies (Management and Administration) Rules, 2014]*

To,
The Chairman,
Challani Capital Limited
No.15, New Giri Road
T.Nagar
Chennai-600 017

Sub: Scrutinizer's Report on postal ballot through Electronic Voting process in respect of passing of the resolutions set-out in the postal ballot notice dated March 31, 2025.

I, R. Alagar, Practicing Company Secretary, have been appointed as Scrutinizer by the Board of CHALLANI CAPITAL LIMITED (CIN- L65191TN1990PLC019060) (hereinafter called as "the Company"), pursuant to Section 108 and 110 of the Companies Act, 2013 ("the Act") read with Rule 20 & 22 of the Companies (Management and Administration) Rules, 2014, ("the Rules") for the purpose of scrutinizing the Postal Ballot voting conducted by way of remote e- voting process ("e-voting") in a fair and transparent manner on the resolution contained in the postal ballot notice dated March 31, 2025 ("Notice") issued in accordance with the Act and Rules read with General Circular No. 14/2020 dated April 08, 2020, No. 17/2020 dated April 13, 2020, No. 22/2020 dated June 15, 2020, No. 33/2020 dated September 28, 2020, No. 39/2020 dated December 31, 2020, No.10/2021 dated June 23, 2021, No. 20/2021 dated December 08, 2021, No. 3/2022 dated May 05, 2022 and No. 11/2022 December 28, 2022 ("MCA Circulars"), applicable provisions of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") and Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018, Secretarial Standard on General Meetings ("SS-2") issued by the Institute of Company Secretaries of India ("ICSI")

- The Postal Ballot Notice dated March 31, 2025 along with necessary statement setting out the material facts under Section 102 of the Act were sent through electronic mail to those members whose names appeared in the Register of Members/ List of Beneficiaries as on 31st March, 2025 ("cut-off date") and who had registered their email ID with the Company / RTA / Depositories in compliance



with the MCA Circulars. The Company has also placed the notice of the Postal Ballot on the website of the Company.

- The Members of the Company holding shares as on the cut-off date were entitled to vote on the proposed resolution as set out in the Postal Ballot Notice.
- The remote e-voting period remained open from Saturday, 5th April 2025, 9:00 A.M. to Sunday, 4th May, 2025, 5:00 P.M. During the said period, the Members of the Company, holding shares as on the cut-off date were entitled to vote on the resolution set out in the Postal Ballot Notice through remote e-voting.
- The e-voting module of CDSL was disabled on 4th May, 2025 at 5:00 P.M. and I, as the Scrutinizer, unblocked the votes casted, on Sunday, 4th May, 2025 at 05.05 P.M. in the presence of two witnesses who are not in employment of the Company.
- I have scrutinized and reviewed the votes cast through remote e-voting based on the data downloaded from the e-voting system of CDSL and have maintained a register in which necessary entries have been made in accordance with the Companies (Management and Administration) Rules, 2014, as amended.
- The Management of the Company is responsible to ensure compliance with the requirements of the Companies Act, 2013, rules and the MCA Circulars relating to remote e-voting on the Resolution contained in the notice of Postal Ballot.
- My responsibility as scrutinizer for the voting on postal ballot through remote e-voting is restricted to making a Scrutinizer's Report of the votes cast in favour or against the said resolution.
- I now submit my Scrutinizer Report on the results of the voting by postal ballot only through the remote e-voting process in respect of the said Resolutions as under:

Details of e-voting are as under
Special Business

Item No: 1

Special Resolution



To Consider and approve the re-appointment of Managing Director:

RESOLVED THAT pursuant to the provisions of Sections 196, 197, 198, 203, Schedule V and any other applicable provisions of the Companies Act, 2013 (the Act) and the Rules made thereunder, SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) and / or re-enactment(s) thereof, for the time being in force), Articles of Association of the Company and subject to such other approvals as may be necessary, the consent of the member(s) of the Company be and is hereby accorded to the re-appointment of Shri Padam J Challani (DIN:00052216), who has already attained the age of 70 years, as the Managing Director of the Company w.e.f. April 1, 2025 for a further period of 3 (Three) years without any remuneration, not be liable to retire by rotation, on such terms and conditions as set out in the explanatory statement annexed hereto.

“RESOLVED FURTHER THAT Mr. Padam J Challani (DIN: 00052216) shall have the right to manage the day-today business affairs of the Company subject to the superintendence, guidance, control and direction of the Board of Directors of the Company and shall have the right to exercise such powers of Management of the Company, from time to time, as may be delegated to him by the Board of Directors.”

RESOLVED FURTHER THAT the Board of Directors of the Company (hereinafter referred to as the Board which term shall be deemed to include any committee constituted / to be constituted by the Board) be and is hereby authorised to vary, alter, enhance, or widen the scope of the terms of appointment of Shri Padam J Challani (DIN:00052216) including those related to remuneration applicable if any during his tenure to the extent permitted under Section 197 read with Schedule V of the Act and other applicable provisions, if any, of the Act, without being required to seek any further consent or approval of the member(s) of the Company or otherwise to the end intent that they shall be deemed to have given their approval thereto expressly by the authority of this resolution.

RESOLVED FURTHER THAT any Director of the Company or Company Secretary, be and are hereby severally authorized to do all such acts, deeds, matters and things and to sign all such other documents, in each case, as they or any of them may deem necessary, proper or desirable (including without limitation making the appropriate e-filings with the Registrar of Companies, Chennai/Ministry of Corporate Affairs), in connection with the reappointment of Managing Director, as approved by the Board and the members of the Company and/ or generally to give effect to the foregoing resolutions.

RESOLVED FURTHER THAT the Board be and is hereby authorised to take such steps as may be necessary, to give effect to the above resolution including agreeing to such amendment(s) /modification(s) in the aforesaid clauses as may be required by any authority or as may be deemed fit by the Board.”

Details of Votes in favour and against the resolution

Item No.1



Special Resolution

To Consider and approve the re-appointment of Managing Director

Total Valid Votes		Votes in favour			Votes Against		
Number of members voted	No. of Votes	Number of members voted	No. of Votes	Voting (in%)	Number of members voted	No. of Votes	Voting (in%)
26	10609697	26	10609697	100	0	0	0

Based on the aforesaid result, I report that the Special Resolution as set out in Item No. 1 of the Postal Ballot Notice has been passed by the members through remote E-voting with requisite majority under the provisions of the Act.

The electronic data and all other relevant records relating to remote e-voting are handed over to the Company Secretary and Compliance Officer of the Company, for safe custody.

You may kindly consider the aforesaid position of the votes cast by the Members, through remote e-voting and declare the result accordingly.

Signature: 

Name of Scrutinizer: **R. Alagar**

Company Secretary

Membership No. **4720**

C.P.No. **3913**

UDIN- F004720G000263638

PR No. I2001TN218300

Place: Chennai

Date-04-05-2025





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MINUTES OF THE POSTAL BALLOT PROCEEDINGS HELD THROUGH REMOTE E-VOTING PROCESS, CONCLUDED ON SUNDAY, MAY 04, 2025

The Board of Directors of the company had approved the proposal to conduct a Postal Ballot pursuant to Sections 108 and 110, and other applicable provisions of the Companies Act, 2013, as amended ("the Act"), read together with the Companies (Management and Administration) Rules, 2014, at its meeting held on 31st March, 2025.

The following resolution was proposed in the Postal Ballot Notice dated 31st March, 2025,:

S. No	Particulars
1.	Re-appointment of Managing Director.

The Board appointed, Mr. Alagar R, Practicing Company Secretary (Membership No. FCS 4720) (CP No 3913), as the Scrutinizer for conducting the Postal Ballot Postal Ballot / e-voting process in a fair and transparent manner.

In compliance with the provisions of Sections 108 and 110 of the Act read with Rule 20 and 22 of the Management Rules, Regulation 44 of the LODR Regulations, and other applicable provisions, the Company has provided e-voting facility to its members to cast their votes electronically and engaged the services of CDSL for that purpose.

Notice were sent via email to the members whose names appeared in the Register of Members/ List of Beneficiaries as on 31st March, 2025 ("cut-off date") and who had registered their email ID with the Company / RTA / Depositories in compliance with the MCA Circulars.

The total number of shareholders as on cut-off date was 2,604.

A newspaper advertisement was published on 03rd April, 2025, in Makkal Kural in Tamil and Trinity Mirror in English.

The e-voting facility was available during the following period:

Commencement of e-voting period	9.00 a.m. IST on Saturday, April 05, 2025
Conclusion of e-voting period	5.00 p.m. IST on Sunday, May 04, 2025

The e-voting facility was disabled by CDSL immediately after 5.00 p.m. and the Scrutinizer unblocked the votes casted at 5.05 p.m. in the presence of two witnesses who were not in employment of the Company.



The Scrutinizer submitted his report to the Managing Director of the Company.

The Managing Director took the report on record and declared that the resolution set out in the postal ballot notice dated March 31, 2025 was duly passed by the Members on 04th May, 2025, with the requisite majority. The details of voting are as below;

Resolution 1 - Re-Appointment of Managing Director

Resolution	Total shares as on the cutoff date	No. of votes Polled	No. of Votes – in favor	% of Votes in favor	No. of Votes – Against	% of Votes against
Re-Appointment of Shri Padam J Challani (DIN: 00052216), as the Managing Director of the Company	2604	10609697	10609697	100%	0	0

The text of resolution as set out in the postal ballot notice dated March 31, 2025, that was passed by the shareholders is as follows:

1. RE-APPOINTMENT OF SHRI PADAM J CHALLANI (DIN: 00052216), AS THE MANAGING DIRECTOR OF THE COMPANY:

“**RESOLVED THAT** pursuant to the provisions of Sections 196, 197, 198, 203, Schedule V and any other applicable provisions of the Companies Act, 2013 (the Act) and the Rules made thereunder, SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) and / or re-enactment(s) thereof, for the time being in force), Articles of Association of the Company and subject to such other approvals as may be necessary, the consent of the member(s) of the Company be and is hereby accorded to the re-appointment of Shri Padam J Challani (DIN:00052216), who has already attained the age of 70 years, as the Managing Director of the Company w.e.f. April 1, 2025 for a further period of 3 (Three) years without any remuneration, not be liable to retire by rotation, on such terms and conditions as set out in the explanatory statement annexed to the Postal Ballot Notice dated 31st March, 2025.





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“RESOLVED FURTHER THAT Mr. Padam J Challani (DIN: 00052216) shall have the right to manage the day-today business affairs of the Company subject to the superintendence, guidance, control and direction of the Board of Directors of the Company and shall have the right to exercise such powers of Management of the Company, from time to time, as may be delegated to him by the Board of Directors.”

“RESOLVED FURTHER THAT the Board of Directors of the Company (hereinafter referred to as the Board which term shall be deemed to include any committee constituted / to be constituted by the Board) be and is hereby authorised to vary, alter, enhance, or widen the scope of the terms of appointment of Shri Padam J Challani (DIN:00052216) including those related to remuneration applicable if any during his tenure to the extent permitted under Section 197 read with Schedule V of the Act and other applicable provisions, if any, of the Act, without being required to seek any further consent or approval of the member(s) of the Company or otherwise to the end intent that they shall be deemed to have given their approval thereto expressly by the authority of this resolution.”

“RESOLVED FURTHER THAT any Director of the Company or Company Secretary, be and are hereby severally authorized to do all such acts, deeds, matters and things and to sign all such other documents, in each case, as they or any of them may deem necessary, proper or desirable (including without limitation making the appropriate e-filings with the Registrar of Companies, Chennai/ Ministry of Corporate Affairs), in connection with the reappointment of Managing Director, as approved by the Board and the members of the Company and/ or generally to give effect to the foregoing resolutions.”

“RESOLVED FURTHER THAT the Board be and is hereby authorised to take such steps as may be necessary, to give effect to the above resolution including agreeing to such amendment(s) / modification(s) in the aforesaid clauses as may be required by any authority or as may be deemed fit by the Board.”

The Managing Director authorized the Company Secretary to disseminate the results, as required under Regulation 44(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and post the same on the website of the Company.

