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Report of Scrutinizer on Remote e-voting Results

[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20(3)(xi) of the Companies (Management and Administration) Rules, 2014]

To, The Chairman Gujarat Lease Financing Limited 6th Floor, Hasubhai Chambers, Opp. Town Hall, Ahmedabad-380006.

Date: 19th July, 2016

Dear Sir,

Ref: 33rd Annual General Meeting of the Members of Gujarat Lease Financing Limited held on Tuesday, 19th July, 2016 at 10:00 a.m. at ATMA Hall, Ahmedabad Textiles Mills Association, Opp. La-Gajjar Chambers, Ashram Road, Ahmedabad-380009.

I, Rajesh Parekh, Practicing Company Secretary, appointed as Scrutinizer for the purpose of scrutinizing remote e-voting process in fair and transparent manner in respect of the below mentioned resolutions proposed at the 33rd Annual General Meeting of the Members of Gujarat Lease Financing Limited (the "Company"), held on Tuesday, 19th July, 2016 at 10:00 a.m. at ATMA Hall, Ahmedabad Textiles Mills Association, Opp. La-Gajjar Chambers, Ashram Road, Ahmedabad-380009, hereby submit my report as under:

- 1. The Company had provided the remote e-voting facility through Central Depository Services (India) Limited (CDSL) to its Members holding shares as on the cut-off date i.e. Tuesday, 12th July, 2016 to exercise their right to vote by electronic means (the "Remote e-voting") on any or all of the business specified in the Notice of 33rd AGM.
- 2. In accordance with the Notice of 33rd Annual General Meeting sent to the members, the remote e-voting was started on at 9.00 a.m. on Friday, 15th July, 2016 and ended at 5.00 p.m. on Monday, 18th July, 2016.
- 3. The votes cast through remote e-voting were unblocked after counting of votes cast by poll at the AGM on 19th July, 2016 in the presence of Ms. Nisha Meghrajani and Ms. Priyanka Gohel who are not the employees of the Company, and who have signed below as witness to the unblocking of the votes.



4. The result of the remote e-voting is as under:

Resolution No. 1, Ordinary Resolution

To receive, consider and adopt the Financial Statements (including Consolidated Financial Statements) of the Company for the financial year ended 31st March, 2016, including Audited Balance Sheet as at 31st March, 2016 and the Statement of Profit and Loss for the year ended on that date and reports of the Auditors' and the Boards' thereon.

(i) Voted **in favour** of the resolution:

Number of members voting	Number of votes cast by them	% of total number of valid votes
through electronic means		cast
2	210	100%

(ii) Voted **against** the resolution:

Number of members voting	Number of votes cast by them	% of total number of valid votes
through electronic means		cast

(iii) Invalid votes:

Total number of members whose votes declared invalid	Number of votes cast by them

Resolution No. 2, Ordinary Resolution

To appoint a Director in place of Shri Yogesh K. Vyas (holding DIN: 03420201), who retires by rotation and being eligible offers himself for re-appointment.

(iv) Voted **in favour** of the resolution:

Number of members voting	Number of votes cast by them	% of total number of valid votes
through electronic means		cast
2	210	100%

(v) Voted **against** the resolution:

Number of members voting through electronic means	Number of votes cast by them	% of total number of valid votes cast

(vi) Invalid votes:

Total number of members whose	Number of votes cast by them
votes declared invalid	
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Resolution No. 3, Ordinary Resolution

To re-appoint M/s. C. C. Chokshi & Co. Chartered Accountants, Ahmedabad as Statutory Auditors to hold office until the conclusion of the next Annual General Meeting and to fix their remuneration.

(vii) Voted in favour of the resolution:

Number of members voting	Number of votes cast by them	% of total number of valid votes
through electronic means		cast
2	210	100%

(viii) Voted **against** the resolution:

(ix) **Invalid** votes:

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s declared invalid	
per of members whose Number of	votes cast by then

Resolution No. 4, Ordinary Resolution

To appoint Shri D. D. Patel (holding DIN: 00473507) as Director of the Company, liable to retire by rotation.

(x) Voted **in favour** of the resolution:

Number of members voting	Number of votes cast by them	% of total number of valid votes
through electronic means		cast
2	210	100%

(xi) Voted **against** the resolution:

through electronic means	,	cast
Number of members voting	Number of votes cast by them	% of total number of valid votes

(xii) **Invalid** votes:

Total number of members whose	Number of votes cast by them
votes declared invalid	**

Resolution No. 5, Ordinary Resolution

To appoint Smt. Kavita Mandan (holding DIN: 07419972) as Director of the Company, liable to retire by rotation.

(xiii) Voted **in favour** of the resolution:

Number of members voting	Number of votes cast by them	% of total number of valid votes
through electronic means		cast
2	210	100%

(xiv) Voted **against** the resolution:

	1	
through electronic means		cast
Number of members voting	Number of votes cast by them	% of total number of valid votes

(xv) **Invalid** votes:

Total number of members whose	Number of votes cast by them
votes declared invalid	

Resolution No. 6, Special Resolution

To consider Borrowing Powers of the Company

(xvi) Voted **in favour** of the resolution:

Number of members voting	Number of votes cast by them	% of total number of valid votes
through electronic means		cast
2	210	100%

(xvii) Voted **against** the resolution:

Number of members voting	Number of votes cast by them	% of total number of valid votes
through electronic means		cast
	==	

(xviii) Invalid votes:

Total number of members whose votes declared invalid	Number of votes cast by them
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Resolution No. 7, Special Resolution

To give authority for creation of Charges

(xix) Voted **in favour** of the resolution:

Number of members voting	Number of votes cast by them	% of total number of valid votes
through electronic means		cast
2	210	100%

(xx) Voted **against** the resolution:

Number of members voting	Number of votes cast by them	% of total number of valid votes
through electronic means		cast

(xxi) **Invalid** votes:

Total number of members whose	Number of votes cast by them
votes declared invalid	

Thanking you.

Yours faithfully,

For Rajesh Parekh & Co. Company Secretary

Rajesh Parekh Proprietor

Mem. No.: 8073 C.O.P No.: 2939 We, the undersigned, witnesseth that the votes were unblocked from the e-voting website of Central Depository Services (India) Limited (www.evotingindia.com) in our presence after the conclusion of the AGM at 10:30 a.m. on 19th July, 2016 at the Office of Scrutinizer.

Name and Address of Witness

1. Ms. Nisha Meghrajani 118/2/B Karanchi Bhuvan , Nr. New Railway Crossing, Maninagar, Ahmedabad-380008 Name and Address of Witness 2. Ms. Priyanka Gohel

6/5 Tulsi Shyam Flats, Bhimjipura, Nava Vadaj, Ahmedabad-380013

Counter Signed by

Surendra M. Shah Chairman Gujarat Lease Financing Limited

