



**Rajesh Parekh & Co.**  
*Company Secretary*

104, Ashwamegh Avenue, Nr. Mithakhali Underbridge,  
Navrangpura, Ahmedabad - 380 009.  
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E:mail : contact@csrajeshparekh.in, rajeshgparekh@yahoo.co.in

**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**  
**6<sup>th</sup> Floor, Hasubhai Chambers,**  
**Opp. Town Hall, Ellisbridge**  
**Ahmedabad-380006.**

**Date: 28<sup>th</sup> July, 2017**

Dear Sir,

**Ref: 34<sup>th</sup> Annual General Meeting of the Members of Gujarat Lease Financing Limited held on Thursday, 27<sup>th</sup> July, 2017 at 10:25 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 at the 34<sup>th</sup> Annual General Meeting of the Members of Gujarat Lease Financing Limited (the "Company"), held on Thursday, 27<sup>th</sup> July, 2017 at 10:25 a.m. (scheduled time of the meeting was 10:00 a.m. but the quorum was present at 10:25 a.m. Hence proceedings of the meeting commenced 10:25 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. Friday, 14<sup>th</sup> July, 2017 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 34<sup>th</sup> AGM.
2. In accordance with the Notice of 34<sup>th</sup> Annual General Meeting sent to the members, the remote e-voting was started on at 9.00 a.m. on Monday, 24<sup>th</sup> July, 2017 and ended at 5.00 p.m. on Wednesday, 26<sup>th</sup> July, 2017.
3. The votes were unblocked from the remote e-voting website of the Central Depository Services (India) Limited (CDSL) (www.evotingindia.com) in the presence of Ms. Priya Lohia and Ms. Nikita Jain on 27<sup>th</sup> July, 2017 at 12:19 A.M. 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 year ended 31st March, 2017, and reports of the Auditors and the Board's thereon.**

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

Number of members voting through electronic means	Number of votes cast by them	% of total number of valid votes cast
2	14,801	98.75%

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

Number of members voting through electronic means	Number of votes cast by them	% of total number of valid votes cast
1	187	1.25%

- (iii) **Invalid** votes :

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

### **Resolution No. 2, Ordinary Resolution**

**To appoint a Director in place of Smt. Kavita N. Mandan (holding DIN: 07419972) who retire by rotation and being eligible offers herself for re-appointment.**

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

Number of members voting through electronic means	Number of votes cast by them	% of total number of valid votes cast
2	14,801	98.75%

- (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
1	187	1.25%

- (vi) **Invalid** votes :

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



### Resolution No. 3, Ordinary Resolution

**To Appoint M/s. G. K. Choksi & Co., Chartered Accountants, Ahmedabad (FRN: 101895W) as Statutory Auditors to hold office from the conclusion of this meeting until the conclusion of the 39th AGM and to fix their remuneration.**

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

Number of members voting through electronic means	Number of votes cast by them	% of total number of valid votes cast
2	14,801	98.75%

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

Number of members voting through electronic means	Number of votes cast by them	% of total number of valid votes cast
1	187	1.25%

(ix) **Invalid** votes :

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

### Resolution No. 4, Ordinary Resolution

**To re-appoint Shri Harnish J. Patel (holding DIN: 00114198), as Director-in-Charge of the Company.**

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

Number of members voting through electronic means	Number of votes cast by them	% of total number of valid votes cast
2	14,801	98.75%

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

Number of members voting through electronic means	Number of votes cast by them	% of total number of valid votes cast
1	187	1.25%

(xii) **Invalid** votes :

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





## Resolution No. 5, Special Resolution

**To re-appoint Shri Vasant A. Shah (holding DIN: 00011596), as an Independent Director of the Company.**

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

Number of members voting through electronic means	Number of votes cast by them	% of total number of valid votes cast
2	14,801	98.75%

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

Number of members voting through electronic means	Number of votes cast by them	% of total number of valid votes cast
1	187	1.25%

(xv) **Invalid** votes :

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

## Resolution No. 6, Special Resolution

**To re-appoint Shri Surendra M. Shah (holding DIN: 00016578), as an Independent Director of the Company.**

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

Number of members voting through electronic means	Number of votes cast by them	% of total number of valid votes cast
2	14,801	98.75%

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

Number of members voting through electronic means	Number of votes cast by them	% of total number of valid votes cast
1	187	1.25%

(xviii) **Invalid** votes :

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



5. A Compact Disc (CD) containing a list of equity shareholders who voted "FOR", "AGAINST" for each resolution is enclosed.

Thanking you.

Yours faithfully,

**For Rajesh Parekh & Co.  
Company Secretary**



**Rajesh Parekh**

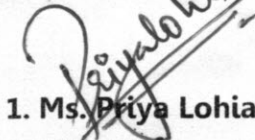
**Proprietor**

**Mem. No.: 8073**

**C.O.P No.: 2939**



**Name and Address of Witness of unblocking of Remote e-voting.**

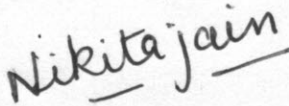


**1. Ms. Priya Lohia**

C-204, Kalasagar Appt. Nr. BSNL

off. Ghoda Camp Road,

Shahibaug, Ahmedabad-380004



**2. Ms. Nikita Jain**

104, Nirmal Tower, Swastik Soc.,

Swastik Cross Roads,

Navarangpura,

Ahmedabad-380009.

**Counter Signed by**



**Vasant A. Shah**

**Chairman**

**Gujarat Lease Financing Limited**



**Rajesh Parekh & Co.**  
Company Secretary

104, Ashwamegh Avenue, Nr. Mithakhali Underbridge,  
Navrangpura, Ahmedabad - 380 009.  
Phone : (O) 26440731, 99988 96776 Mobile : 98797 92252  
E:mail : contact@csrajeshparekh.in, rajeshgparekh@yahoo.co.in

**FORM NO. MGT-13**

**Report of Scrutinizer**

[Pursuant to rule section 109 of the Companies Act, 2013 and Rule 21 (2) of the Companies  
(Management and Administration) Rules, 2014]

To,  
**The Chairman**  
**Gujarat Lease Financing Limited**  
**6<sup>th</sup> Floor, Hasubhai Chambers,**  
**Opp. Town Hall, Ellisbridge**  
**Ahmedabad-380006.**

**Date: 28<sup>th</sup> July 2017**

**Ref: 34<sup>th</sup> Annual General Meeting of the Equity Shareholders of Gujarat Lease Financing  
Limited held on Thursday, 27<sup>th</sup> July, 2017 at 10:25 a.m. at ATMA Hall, Ahmedabad  
Textiles Mills Association, Opp. La-Gajjar Chambers, Ashram Road, Ahmedabad-380009.**

Dear Sir,

I, Rajesh Parekh, Practicing Company Secretary, appointed as Scrutinizer for the purpose of the poll taken on the below mentioned resolutions, at the 34<sup>th</sup> Annual General Meeting of the Equity Shareholders of Gujarat Lease Financing Limited (the "Company"), held on Thursday, 27<sup>th</sup> July, 2017 at 10:25 a.m. (scheduled time of the meeting was 10:00 a.m. but the quorum was present at 10:25 a.m. Hence proceedings of the meeting commenced 10:25 a.m.) at ATMA Hall, Ahmedabad Textiles Mills Association, Opp. La-Gajjar Chambers, Ashram Road, Ahmedabad-380009, hereby submit my report as under:

1. After the time fixed for closing of the poll by the Chairman, Ballot Box kept for the polling was locked in my presence with due identification marks placed by me.
2. The locked ballot box was subsequently opened in my presence and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by M/s. MCS Share Transfer Agent Limited, the Registrar and Transfer Agents of the Company, and the authorizations/proxies lodged with the Company.
3. The result of the Poll 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 year ended 31<sup>st</sup> March, 2017, and reports of the Auditors and the Board's thereon.

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

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
32	98,13,167	100%

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

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
NIL	NIL	NIL

(iii) **Invalid** votes :

Number of members present and voting (in person or by proxy)	Total number of votes cast by them
NIL	NIL

## Resolution No. 2, Ordinary Resolution

To appoint a Director in place of Smt. Kavita N. Mandan (holding DIN: 07419972) who retire by rotation and being eligible offers herself for re-appointment.

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

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
32	98,13,167	100%

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

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
NIL	NIL	NIL

(iii) **Invalid** votes :

Number of members present and voting (in person or by proxy)	Total number of votes cast by them
NIL	NIL



### Resolution No. 3, Ordinary Resolution

**To Appoint M/s. G. K. Choksi & Co., Chartered Accountants, Ahmedabad (FRN: 101895W) as Statutory Auditors to hold office from the conclusion of this meeting until the conclusion of the 39<sup>th</sup> AGM and to fix their remuneration.**

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

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
32	98,13,167	100%

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

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
NIL	NIL	NIL

(vi) **Invalid** votes :

Number of members present and voting (in person or by proxy)	Total number of votes cast by them
NIL	NIL

### Resolution No. 4, Ordinary Resolution

**To re-appoint Shri Harnish J. Patel (holding DIN: 00114198), as Director-in-Charge of the Company.**

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

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
32	98,13,167	100%

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

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
NIL	NIL	NIL

(ix) **Invalid** votes :

Number of members present and voting (in person or by proxy)	Total number of votes cast by them
NIL	NIL





### Resolution No. 5, Special Resolution

**To re-appoint Shri Vasant A. Shah (holding DIN: 00011596), as an Independent Director of the Company.**

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

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
32	98,13,167	100%

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

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
NIL	NIL	NIL

(iii) **Invalid** votes :

Number of members present and voting (in person or by proxy)	Total number of votes cast by them
NIL	NIL

### Resolution No. 6, Special Resolution

**To re-appoint Shri Surendra M. Shah (holding DIN: 00016578), as an Independent Director of the Company.**

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

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
32	98,13,167	100%

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

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
NIL	NIL	NIL

(iii) **Invalid** votes :

Number of members present and voting (in person or by proxy)	Total number of votes cast by them
NIL	NIL




4. A Compact Disc (CD) containing a list of equity shareholders who voted "FOR"/ "AGAINST" for each resolution is enclosed.
5. The poll papers and all other relevant records were sealed and handed over to the Chairman.

Thanking you,

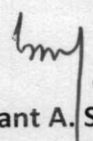
Yours faithfully,

**For Rajesh Parekh & Co.**  
**Company Secretary**

  
**Rajesh Parekh**  
**Proprietor**  
**Mem. No. 8073**  
**C.O.P No. 2939**



**Counter Signed by**

  
**Vasant A. Shah**  
**Chairman**  
**Gujarat Lease Financing Limited**