



Rajesh Parekh & Co.
Company Secretary

104, Ashwamegh Avenue, Nr. Mithakhali Underbridge,
Navrangpura, Ahmedabad - 380 009.
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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
6th Floor, Hasubhai Chambers,
Opp. Town Hall, Ellisbridge
Ahmedabad-380006.

Date: 08th August, 2018

Ref: 35th Annual General Meeting of the Equity Shareholders of Gujarat Lease Financing
Limited held on, Tuesday, 7th August, 2018 at 10:00 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 35th Annual
General Meeting of the Equity Shareholders of Gujarat Lease Financing Limited (the
"Company"), held on Tuesday, 7th August, 2018 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. 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 Audited Financial Statements for the financial year ended 31st March, 2018, and the reports of the Board of Directors and the Statutory Auditors 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
29	9817243	100.00

(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
0	0	0.00

(iii) Invalid votes :

Number of members present and voting (in person or by proxy)	Total number of votes cast by them
01	0



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.

(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
29	9817243	100.00

(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
0	0	0.00

(iii) Invalid votes :

Number of members present and voting (in person or by proxy)	Total number of votes cast by them
01	0

Resolution No. 3, Ordinary Resolution

To ratify the appointment of M/s. G.K. Choksi & Co., Chartered Accountants, Ahmedabad (Firm Reg. No. 101895W), as Statutory Auditors of the Company to hold office until the conclusion of the Thirty Sixth (36th) Annual General Meeting, on such remuneration as may be agreed by the Board of Directors of the Company from time to time.

(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
29	9817243	100.00





Rajesh Parekh & Co.
Company Secretary

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Nayrangpura, 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

6th Floor, Hasubhai Chambers,

Opp. Town Hall, Ellisbridge

Ahmedabad-380006.

Date: 8th August, 2018

Dear Sir,

Ref: 35th Annual General Meeting of the Members of Gujarat Lease Financing Limited held on Tuesday, 7th August, 2018 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 at the 35th Annual General Meeting of the Members of Gujarat Lease Financing Limited (the "Company"), held on Tuesday, 7th August, 2018 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. Friday, 20th July, 2018 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 35th AGM.



2. In accordance with the Notice of 35th Annual General Meeting sent to the members, the remote e-voting was started on at 9.00 a.m. on Friday, 03rd August, 2018 and ended at 5.00 p.m. on Monday, 6th August, 2018.
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 Mr. Sharvil B. Suthar and Mr. Jay Surti on 7th August, 2018 at 11:55 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 Audited Financial Statements for the financial year ended 31st March, 2018; and the reports of the Board of Directors and the Statutory Auditors 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
7	13412	100

(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
0	0	0

(iii) Invalid votes :

Total number of members whose votes declared invalid	Number of votes cast by them
0	0



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 through electronic means	Number of votes cast by them	% of total number of valid votes cast
7	13412	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
0	0	0

(vi) **Invalid** votes :

Total number of members whose votes declared invalid	Number of votes cast by them
0	0

Resolution No. 3, Ordinary Resolution

To ratify the appointment of M/s. G.K. Choksi & Co., Chartered Accountants, Ahmedabad (Firm Reg. No. 101895W), as Statutory Auditors of the Company to hold office until the conclusion of the Thirty Sixth (36th) Annual General Meeting, on such remuneration as may be agreed by the Board of Directors of the Company from time to time.

(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
7	13412	100

(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
0	0	0



(ix) **Invalid** votes :


Total number of members whose votes declared invalid	Number of votes cast by them
0	0

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.

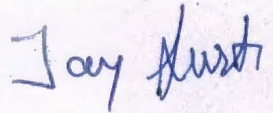
1. Mr. Sharvil B. Suthar

D - 36, Tulsikunj Society,
B/h. Vaibhav Hall,
Ghodasar, Ahmedabad - 380050.

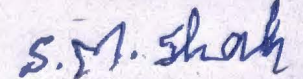


2. Mr. Jay Surti

R/2, Vikram Apartments,
Nr. Shreyas Crossing,
Ambawadi, Ahmedabad -
380015



Counter Signed by



Surendra Maneklal Shah
Chairman

Gujarat Lease Financing Limited



Consolidated Report of Scrutinizer on remote e-Voting and Poll

[Pursuant to rule section 108 and 109 of the Companies Act, 2013 and Rule 20 and Rule 21 (2) of the Companies (Management and Administration) Rules, 2014]

To,

The Chairman

Gujarat Lease Financing Limited

6th Floor, Hasubhai Chambers,

Opp. Town Hall, Ellisbridge,

Ahmedabad-380006.

Date: 8th August, 2018

Ref: 35th Annual General Meeting of the Equity Shareholders of Gujarat Lease Financing Limited held on Tuesday, 7th August, 2018 at 10:00 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 remote e-voting and poll voting on the below mentioned resolutions, at the 35th Annual General Meeting of the Equity Shareholders of Gujarat Lease Financing Limited (the "Company"), held on Tuesday, 7th August, 2018 at 10:00 a.m. at ATMA Hall, Ahmedabad Textiles Mills Association, Opp. La-Gajjar Chambers, Ashram Road, Ahmedabad-380009, Gujarat, submit my report as under:

1. The Company had provided the e-voting facility through Central Depository Services (India) Limited (CDSL) to its Members holding shares in physical or dematerialized form, as on the cut-off date i.e. 20th July, 2018 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 35th AGM.
2. In accordance with the Notice of 35th Annual General Meeting sent to the shareholders, the voting through electronic means/remote e-voting was started at 9.00 a.m. on 03rd August, 2018 and ended at 5.00 p.m. on 6th August, 2018.
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 Mr. Sharvil B. Suthar and Mr. Jay Surti on Tuesday, 7th August, 2018 at 11:55 a.m., who are not the employees of the Company, and who have signed below as witness to the unblocking of the votes.
4. 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.
5. 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 authorisations/ proxies lodged with the Company.

6. The Consolidated Result of remote e-voting and the poll is as under:

Resolution No. 1.
Ordinary Resolution

To receive, consider and adopt the Audited Financial Statements for the financial year ended 31st March, 2018, and the reports of the Board of Directors and the Statutory Auditors thereon.

	No. of Votes	No. of Shares	% of total valid voting
In favour	36	9830655	100.00
In against	0	0	0.00
Invalid	1	0	-

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.

	No. of Votes	No. of Shares	% of total valid voting
In favour	36	9830655	100.00
In against	0	0	0.00
Invalid	1	0	-

Resolution No. 3.
Ordinary Resolution

To ratify the appointment of M/s. G.K. Choksi & Co., Chartered Accountants, Ahmedabad (Firm Reg. No. 101895W), as Statutory Auditors of the Company to hold office until the conclusion of the Thirty Sixth (36th) Annual General Meeting, on such remuneration as may be agreed by the Board of Directors of the Company from time to time.

	No. of Votes	No. of Shares	% of total valid voting
In favour	36	9830655	100.00
In against	0	0	0.00
Invalid	1	0	-

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




8. 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



Name and Address of Witnesses of unblocking of Remote e-voting

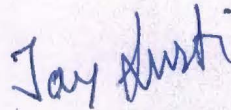
1. Mr. Sharvil B. Suthar

D - 36, Tulsikunj Society,
B/h. Vaibhav Hall,
Ghodasar, Ahmedabad - 380050.

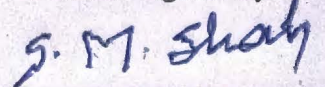


2. Mr. Jay Surti

R/2, Vikram Appartments,
Nr. Shreyas Crossing,
Ambawadi, Ahmedabad - 380015



Counter Signed by


Surendra Maneklal Shah
Chairman
Gujarat Lease Financing Limited