

HB LEASING AND FINANCE CO. LTD.

Regd. Office : Plot No. 31, Echelon Institutional Area, Sector - 32, Gurugram -122001 (Haryana)
Ph.:0124-4675500, Fax:0124-4370985, E-mail:corporate@hbleasing.com
Website : www.hbleasing.com, CIN : L65910HR1982PLC034071

01st October, 2021

Listing Centre

The Listing Department
BSE Limited
Pheroze Jeejeebhoy Towers,
Dalal Street, Fort
Mumbai - 400 001

Company Code: 508956

Sub: - Submission of Voting Results and Scrutinizer's Report of 38th Annual General Meeting (AGM) held on 30th September, 2021

Dear Sir / Madam,

We would like to inform that all the resolutions placed at the 38th Annual General Meeting of the Company held on 30th September, 2021 have been passed by the Members with requisite majority.

Date of the AGM / EGM	30 th September, 2021
Total number of Shareholders on record date:	35011
No. of Shareholders present in the meeting either in person or through proxy:	
- Promoters & Promoter Group:	None
- Public:	None
No. of Shareholders attended the meeting through Video Conferencing (VC) /Other Audio Visual Means (OAVM):	
- Promoters & Promoter Group:	4
- Public:	68

In this regard, please find enclosed the following:


- 1) Voting Results under Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
- 2) Consolidated Scrutinizer's Report Dated 30th September, 2021 for votes casted through Remote e-voting and e-voting at the meeting pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014.

The Voting Results along with Scrutinizer's Report are also available on the Company's website, <http://www.hbleasing.com> and on the website of National Securities Depository Limited (NSDL), <http://www.evoting.nsdl.com>

You are requested to take the above information on record.

Thanking you,
Yours Faithfully,

For HB LEASING AND FINANCE COMPANY LIMITED


SONALI SHARMA

(Company Secretary & Compliance Officer)

Encl: - As above

HB LEASING AND FINANCE COMPANY LIMITED

VOTING RESULTS OF 38TH AGM HELD ON 30TH SEPTEMBER, 2021

Agenda Item No. 1					Adoption of Audited Financial Statements for the Financial Year ended 31 st March, 2021 together with the reports of the Directors' and Auditors' thereon.			
Resolution required (Ordinary / Special)					Ordinary			
Whether promoter / promoter group are interested in the agenda / resolution?					No			
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)	$3 = \frac{(2)}{(1)} \times 100$	(4)	(5)	$6 = \frac{(4)}{(2)} \times 100$	$7 = \frac{(5)}{(2)} \times 100$
Promoter & Promoter Group	Remote E-Voting	4218663	4218663	100.00	4218663	0	100.00	0.00
	E-Voting at AGM		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total	4218663	4218663	100.00	4218663	0	100.00	0.00
Public-Institutions	Remote E-Voting	2180	0	0.00	0	0	0.00	0.00
	E-Voting at AGM		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total	2180	0	0.00	0	0	0.00	0.00
Public-Non Institutions	Remote E-Voting		493845	7.22	493165	680	99.86	0.14
Institutions	E-Voting at AGM	6841888	390	0.01	390	0	100.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total	6841888	494235	7.22	493555	680	99.86	0.14
Total		11062731	4712898	42.60	4712218	680	99.99	0.01



HB LEASING AND FINANCE COMPANY LIMITED

VOTING RESULTS OF 38TH AGM HELD ON 30TH SEPTEMBER, 2021

Agenda Item No. 2					Re-Appointment of Mr. Lalit Bhasin (DIN: 00002114), who retires by rotation and being eligible to re-offer himself for re-appointment.			
Resolution required (Ordinary / Special)					Ordinary			
Whether promoter / promoter group are interested in the agenda / resolution?					No			
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 & Promoter Group	Remote E-Voting	4218663	4218663	100.00	4218663	0	100.00	0.00
	E-Voting at AGM		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total	4218663	4218663	100.00	4218663	0	100.00	0.00
Public-Institutions	Remote E-Voting	2180	0	0.00	0	0	0.00	0.00
	E-Voting at AGM		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total	2180	0	0.00	0	0	0.00	0.00
Public-Non Institutions	Remote E-Voting	6841888	493845	7.22	492265	1580	99.68	0.32
	E-Voting at AGM		390	0.01	390	0	100.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total	6841888	494235	7.22	492655	1580	99.68	0.32
Total		11062731	4712898	42.60	4711318	1580	99.97	0.03



Arun Gupta & Associates

Company Secretaries

To,

The Chairman,
HB Leasing and Finance Company Limited
CIN: L651910HR1982PLC034071

Plot No. 31, Echelon Institutional Area,
Sector-32, Gurugram - 122001, Haryana

Dear Sir,

Sub: Consolidated Scrutinizer's Report on remote e-voting conducted pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by Companies (Management and Administration) Rules, 2015 and Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") as amended and e-voting during the 38th Annual General Meeting of HB Leasing and Finance Company Limited held on Thursday, 30th September, 2021 at 03.00 P.M. through video conferencing ("VC") / other audio visual means ("OAVM") pursuant to circulars issued by Ministry of Corporate Affairs ("MCA") and Securities and Exchange Board of India ("SEBI").

1. Appointment of Scrutinizer

I, Arun Kumar Gupta Proprietor of Arun Gupta & Associates, Practicing Company Secretary, was appointed as the Scrutinizer by the Board of Directors of HB Leasing and Finance Company Limited (hereinafter referred to as "the Company") for the remote e-voting as well as the e-voting by Members during the 38th Annual General Meeting ("AGM") of the Company held on Thursday, 30th September, 2021 at 03:00 P.M. through Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM") in terms of Circular No. 14/2020, dated 08th April, 2020; Circular No. 17/2020, dated 13th April, 2020; Circular No. 20/2020, dated 05th May, 2020 issued by the Ministry of Corporate Affairs ("MCA"), respectively read with clarification Circular No. 02/2021, dated 13th January, 2021 and Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79, dated 12th May, 2020 and Circular No. SEBI/HO/CFD/CMD2/CIR/P/2021/11, dated 15th January, 2021 issued by the Securities and Exchange Board of India ("SEBI") (hereinafter collectively referred to as "the Circulars"). Our Responsibility as the Scrutinizer was to ensure that the voting process was conducted in a fair and transparent manner and submit a Scrutinizer's report on the voting on the resolutions based on the reports generated from the electronic voting system.

2. Dispatch of Notice convening the AGM

2.1 Pursuant to the MCA Circulars, advertisement was published in Business Standard (English and Hindi) on Saturday, 28th August, 2021 specifying the date and time of the AGM, availability of the AGM notice on Company's website and website of the Stock Exchange, manner of registration of e-mail ids by the members (both physical and demat) who are yet to register their e-mail ids with the Company, manner of voting through remote e-voting or through a voting system at the AGM, etc.

Arun Gupta & Associates

Company Secretaries

2.2 The Company hosted the notice of AGM on its website, website of the agency providing the platform for remote e-voting and e-voting during the AGM and also intimated the same to BSE Limited on Tuesday, 31st August, 2021.

2.3 On account of the situation arising out of COVID-19 and in terms of the MCA Circulars and SEBI Circulars, the Company has dispatched the AGM Notice and Annual Report on Tuesday, 31st August, 2021 by e-mail to the Members who had registered their e-mail ids with the Company / Depositories based on the Register of Members and List of Beneficial Owners furnished by the depositories viz., National Securities Depository Limited ("NSDL") and Central Depository Services (India) Limited ("CDSL").

3. Cut-off date

The Company fixed cut-off date i.e. Thursday, 23rd September, 2021 for reckoning the members, who are eligible to attend the meeting and vote through remote e-voting before AGM / e-voting at the AGM.

4. Remote e-voting process

4.1 Agency

The Company appointed **NSDL**, as the agency providing the platform for attending the meeting through VC/ OAVM, remote e-voting and e-voting at the AGM.

4.2 Remote e-voting period

Remote e-voting commenced at 09:00 A.M. on Monday, 27th September, 2021 and ended at 05:00 P.M. on Wednesday, 29th September, 2021.

5. Voting at the AGM

As prescribed under Rule 20(4)(xiii) of the Companies (Management and Administration) Rules, 2014, as amended, the facility for voting through e-voting at the AGM was made available only to the members who had not casted their vote by Remote e-voting prior to the AGM.

6. Counting Process

On completion of e-voting during the AGM, we unblocked the results of the remote e-voting and e-voting by members at the AGM, on the NSDL e-voting platform the in presence of two witnesses, who are not in the employment of the Company and downloaded the results for scrutiny.

7. Results

7.1 Consolidated Results with respect to each item on the agenda as set out in the Notice of the AGM dated 21st June, 2021 are enclosed herewith.

7.2 Based on the aforesaid results, we report that all the resolutions as set out in the Notice of the 38th AGM dated 21st June, 2021 have been duly passed with the requisite majority.



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Company Secretaries

ITEM NO. 1: ORDINARY RESOLUTION

ADOPTION OF AUDITED FINANCIAL STATEMENTS FOR THE FINANCIAL YEAR ENDED 31ST MARCH, 2021 TOGETHER WITH THE REPORTS OF THE DIRECTORS' AND AUDITORS' THEREON.

(i) Voted in favor of the resolution:

Particulars	Number of members voted	Number of Votes cast by them	% of total number of valid votes cast
Remote e-voting	129	4711828	99.98%
E-voting at the AGM	8	390	0.01%
Total	137	4712218	99.99%

(ii) Voted against the resolution:

Particulars	Number of members voted	Number of Votes cast by them	% of total number of valid votes cast
Remote e-voting	5	680	0.01%
E-voting at the AGM	0	0	0.00%
Total	5	680	0.01%

(iii) Invalid Votes/ Abstain from Voting/ Not Voted:

Particulars	Number of members	Number of votes
Remote e-voting	0	0
E-voting at the AGM	0	0
Total	0	0

Based on the aforesaid results, we report that the Ordinary Resolution as contained in **Item No. 1** of the Notice of the AGM has been passed with requisite majority.

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Company Secretaries

ITEM NO. 2: ORDINARY RESOLUTION

RE-APPOINTMENT OF MR. LALIT BHASIN (DIN: 00002114), DIRECTOR WHO RETIRES BY ROTATION AND BEING ELIGIBLE OFFERS HIMSELF FOR RE-APPOINTMENT.

(i) Voted in favor of the resolution:

Particulars	Number of members voted	Number of Votes cast by them	% of total number of valid votes cast
Remote e-voting	127	4710928	99.96
E-voting at the AGM	8	390	0.01
Total	135	4711318	99.97

(ii) Voted against the resolution:

Particulars	Number of members voted	Number of Votes cast by them	% of total number of valid votes cast
Remote e-voting	7	1580	0.03%
E-voting at the AGM	0	0	0.00%
Total	7	1580	0.03%

(iii) Invalid Votes/ Abstain from Voting /Not Voted:

Particulars	Number of members	Number of votes
Remote e-voting	0	0
E-voting at the AGM	0	0
Total	0	0

Based on the aforesaid results, we report that the Ordinary Resolution as contained in Item No. 2 of the Notice of the AGM has been passed with requisite majority.




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8. The Register, all other papers and relevant records relating to remote e-voting shall remain in our safe custody until the chairman considers, approves, and signs the minutes and thereafter the same would be handed over to the Company Secretary of the Company for the safe keeping
9. The results of the Voting shall be declared by the Chairman or any other person authorized by Board

Thanking you
Yours faithfully

For Arun Gupta & Associates



Arun Kumar Gupta
(Scrutinizer)
Membership No. 21227
C.P. No. 8003
UDIN: A021227C001049369



Counter signed by



Lalit Bhasin
(Chairman of the meeting)

Place: Gurugram
Date: 30/09/2021

Witnesses:



1) _____
Name: Reema Miglani
Address: 438, Dr. Mukherjee Nagar
New Delhi-110009



2) _____
Name: Jyoti
Address: 2nd Floor, L-10, Majnu Ka Tilla
Aruna Nagar, Delhi-110054