



RAMCHANDRA LEASING & FINANCE LIMITED

Date: November 21, 2025

To,
Bombay Stock Exchange Limited
Phiroze Jeejeebhoy Towers,
Dalal Street, Fort,
Mumbai – 400 001.

Dear Sir/Ma'am,

Scrip Code No : **538540**
Scrip Symbol : **RLFL**
ISIN : **INE516P01015**

Subject: Submission of Proceedings of the 1st Extra-Ordinary General Meeting (EGM) for the F.Y 2025-26 held on Friday, November 21, 2025 at 04:00 P.M.

Dear Sir,

With reference to the relevant provisions of Regulation 30 read with Part A of Schedule III of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed herewith Proceedings/Outcome of the 1st Extra-Ordinary General Meeting (EGM) for the F.Y 2025-26 of the Members of the Company held on Friday, November 21, 2025 at 04:00 P.M. IST through Video Conferencing ("VC")/Other Audio Visuals Means ("OAVM").

The EGM concluded at 4:25 P.M. after being open for 15 minutes for e-voting to be completed.

Kindly take the same on your records and acknowledge it.

Thanking you,

Yours faithfully,

For **RAMCHANDRA LEASING AND FINANCE LIMITED**

Dhiraj Kumar Jha
Company Secretary
M. No.: F9631



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SUMMARY OF PROCEEDINGS OF THE EXTRAORDINARY GENERAL MEETING OF RAMCHANDRA LEASING AND FINANCE LIMITED HELD ON FRIDAY, 21ST NOVEMBER, 2025 AT 04:00 P.M. THROUGH VIDEO CONFERENCING (VC) / OTHER AUDIO-VISUAL MEANS (OAVM)

The **Extraordinary General Meeting (EGM)** of the Members of **Ramchandra Leasing and Finance Limited** was held on **Friday, 21st November, 2025 at 04:00 P.M.** through **Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM")**.

The meeting was conducted in compliance with the General Circulars No. 14/2020, 17/2020 & 20/2020 dated 8th April 2020, 13th April 2020 and 5th May 2020 respectively, Circular No. 02/2021 dated 13th January 2021, Circular No. 02/2022 dated 5th May 2022 and Circular No. 11/2022 dated 28th December 2022 issued by the Ministry of Corporate Affairs ("MCA"), along with SEBI Circulars SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated 13th May 2022 and SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated 5th January 2023, and applicable provisions of the Companies Act, 2013 and relevant Rules.

Mr. Rajesh Singh Kaira, Managing Director, chaired the EGM.

Mr. Dhiraj Kumar Jha, Company Secretary, welcomed the Members joining the meeting and introduced the Directors, Key Managerial Personnel, and Scrutinizers present.

Directors / KMP / Scrutinizer Present

Sr. No.	Name	Designation
1.	Mr. Rajesh Singh Kaira	Managing Director
2.	Mrs. Reena Sharma	Independent Director
3.	Mr. Vimal Dwivedi	Independent Director
4.	Mr. Dhiraj Kumar Jha	Company Secretary
5.	Mr. Chandan Jha	Scrutinizer
6.	National Securities Depository Limited (NSDL)	Moderator

Attendance Details

Category	In Person	Through VC	Total
Public	11	40	51



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Commencement of Meeting

Mr. Rajesh Singh Kaira ascertained that the **requisite quorum** was present and accordingly **called the meeting to order**.

He welcomed the Members and other attendees and briefed them about the **VC/OAVM facility and instructions** for participation at the EGM.

He further informed that the EGM was conducted through VC / OAVM. This meeting has been convened and being conducted in accordance with the circulars issued by Ministry of Corporate Affairs and Securities and Exchange Board of India (SEBI). He informed that the Company had tied up with National Securities Depository Limited to provide facility for voting through remote e-voting, during the EGM and participation in the EGM through VC / OAVM facility. The Company had extended the remote e-voting facility to the Members of the Company in respect of the resolutions to be passed at the Meeting.

The remote e-voting period commenced on Tuesday, November 18, 2025 at 9.00 A.M. and ended on Thursday, November 20, 2025 at 05.00 P.M.

Members who have joined the meeting through VC and who had not cast their vote through remote e-voting, were provided the option to vote through e-voting facility made available at the EGM. The Company had appointed Mr. Chandan Kumar Jha, of M/s. Chandan J & Associates, Practicing Company Secretaries, as Scrutinizer to supervise the e-voting process and to provide combined voting results of remote e-voting at the EGM along with the Scrutinizers Report.

Thereafter, he mentioned that the Notice of the EGM along with the Explanatory Statement had been sent through electronic mode to those members, who were holding shares of the Company as on October 24, 2025 and whose e-mail IDs were registered with the Company/ Depositories. Members as of the cut-off date i.e., November 14, 2025 only shall be entitled to cast their votes. Members who had not cast their votes through Remote e-voting and who were attending the meeting were given an opportunity to cast their votes during the meeting. The voting window was also available for 15 minutes after the conclusion of the meeting. Members were able to go to the homepage of National Securities Depositories Limited and cast their votes during the meeting.

As regards voting at the meeting, there was no voting by show of hands and the resolutions set forth in the Notice were not required to be proposed and seconded.

Thereafter, the following resolutions as set out in the Notice convening the 1st Extra-Ordinary General Meeting for the financial year 2025-26 were presented before the Members:

Sl. No.	Draft Resolutions	Type of resolutions
1.	Change of Name of the Company	Special Resolution
2.	Shifting of Registered Office from the State of Gujarat to the National Capital Territory of Delhi	Special Resolution



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3.	Increase in Authorised Share Capital and Alteration of Memorandum of Association	Ordinary Resolution
4.	Amendment to Articles of Association for enabling Further Issue of Securities	Special Resolution
5.	Preferential Issue of 11,40,00,000 Convertible Warrants	Special Resolution
6.	Appointment of Mrs. Reena Sharma as Independent Director	Special Resolution
7.	Appointment of Mr. Vimal Dwivedi as Independent Director	Special Resolution
8.	Confirmation of Appointment of Mr. Rajesh Singh Kaira as Director and Managing Director	Ordinary Resolution

Thereafter, it was announced for voting to be taken electronically (e-voting) and requested Mr. Chandan Jha, Proprietor of M/s. Chandan J & Associates., Practising Company Secretaries, the Scrutiniser for the orderly conduct of the voting.

He announced that the e-voting results along with the consolidated Scrutinizer's Report shall be informed to Stock Exchanges and also be placed on the Website of the NSDL and Stock Exchanges. The meeting concluded at 04:25 P.M. after being open for 15 minutes for e-voting to be completed.

Finally, he thanked the members for their participation and support and then Chairperson announced the formal closure of the 1st Extra-Ordinary General Meeting of the Company for the F.Y 2025-26.

Thanking you
For Ramchandra Leasing and Finance Limited

Dhiraj Kumar Jha
Company Secretary & compliance officer
M. No. F9631