



RAMCHANDRA LEASING & FINANCE LIMITED

Date: November 23, 2025

To,

BSE 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 Voting Result and Consolidated Scrutinizer's Report of the 1st Extra-Ordinary General Meeting (EGM) for the F.Y. 2025-26 held on Friday, 21st November, 2025 at 04:00 P.M.

Dear Sir,

The 1st Extra-Ordinary General Meeting of the Ramchandra Leasing and Finance Limited was held on Friday, 21st November, 2025 at 04:00 P.M. (IST) through Video Conference (VC)/ Other Audio-Visual Means (OAVM). The remote e-voting commenced on Tuesday, November 18, 2025 at 9.00 A.M. and ended on Thursday, November 20, 2025 at 5:00 PM (IST). The facility of e-voting during the EGM on Friday, 21st November, 2025 was also provided.

In this regard, please find enclosed herewith:

1. The Consolidated Voting Results of remote e-voting and e-voting conducted during the EGM, in relation to the business transacted at the EGM, pursuant to Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
2. The Consolidated Scrutinizer's Report pursuant to Section 108 of the Companies Act, 2013, read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended.

The voting results along with Scrutinizer's Report will also be available on the Company's website at (<https://www.ramchandrafinance.com/>) and on the website of National Securities Depository Limited.

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 & Compliance Officer
M. No. F9631

CIN: L65910GJ1993PLC018912
Contact Number: 9820130029
Email id: rlandfl@gmail.com
Web: www.ramchandrafinance.in

Regd. Office:
201, Rudra Plaza Complex,
Dandia Bazar Main Road,
Dandia Bazar,
Vadodara – 390 001

Branch:
Floor-1 Plot 159/2, 9, Amrut Niwas,
Dr Veigas Street, Cavel 6th X Lane,
Kalbadevi,
Mumbai- 400002



CHANDAN J & ASSOCIATES

(Company Secretaries)

Combined Scrutinizer's Report on Remote E-Voting and E-Voting at the Extra-Ordinary General Meeting held through VC/OAVM Voting Conducted at the EGM of Ramchandra Leasing and Finance Limited ("THE COMPANY")

Scrutinizer's Report

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

To,
Mr. Rajesh Singh Kaira
The Chairman of the
Extra-Ordinary General Meeting of the Shareholders of
Ramchandra Leasing and Finance Limited
Held on 21st November, 2025
Through Video conferencing and other audio visual means

Sub: Scrutinizer's Report on remote e-voting/e-voting at Extra-Ordinary general meeting conducted in terms of provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 including any statutory modification or re-enactment thereof.

Dear Sir,

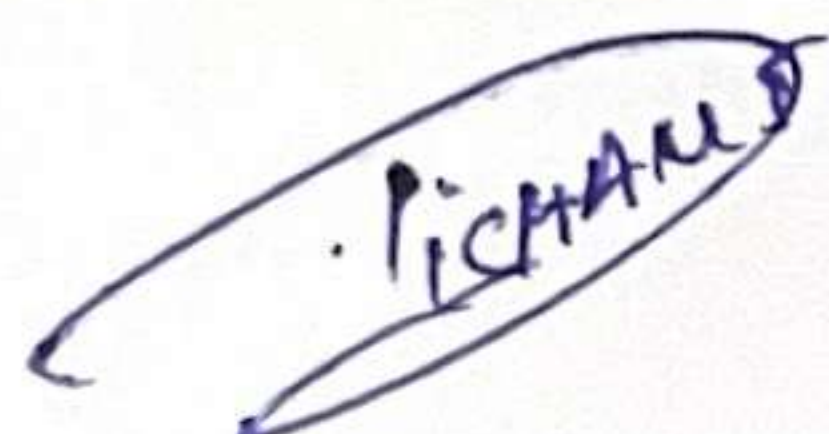
Please refer to your letter dated October 28, 2025 appointing us as a Scrutinizer for the purpose of scrutinizing the remote e-voting and e-voting at Extra-Ordinary General Meeting process in a fair and transparent manner and ascertaining the requisite majority on remote e-voting and e-voting at venue carried out as per the provision of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended.

I, **CS Chandan Jha**, proprietor of **M/s. Chandan J & Associates**, Practicing Company Secretaries having office at H. No. 199 Ram Nagar Sahibabad Ghaziabad U.P.-201005, submit our report as under:

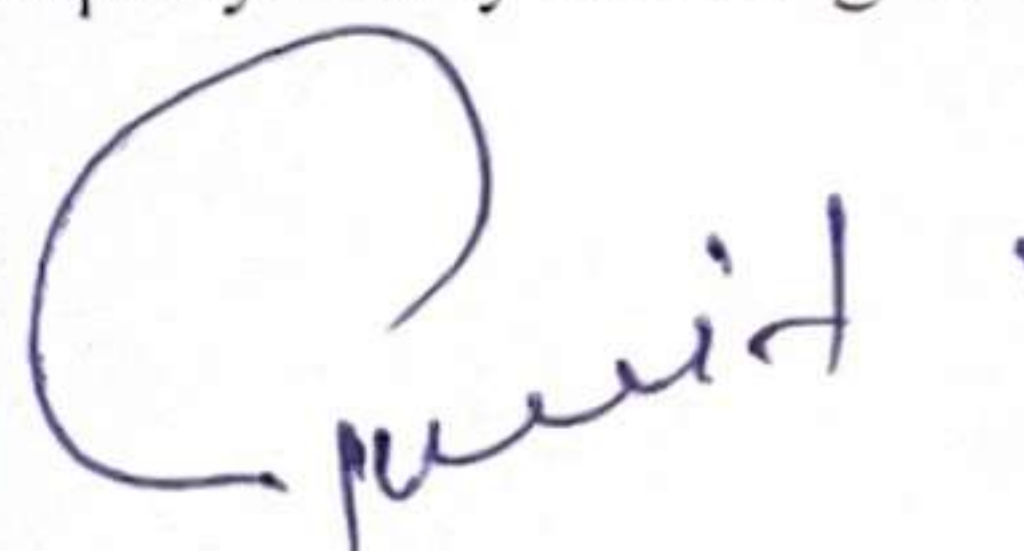
1. As required under Section 101 and Section 108 of the Companies Act, 2013, notice of the Extra-Ordinary General Meeting of the Shareholders of **Ramchandra Leasing and Finance Limited** ("the Company"), held on Friday, 21st day of November, 2025 at 04:00 P.M. through video-conferencing and other audio visual means, were sent to the members and a Corrigendum to the notice EGM was also given for the item No. 6 & 7;
2. The Shareholders holding shares as on the "cut off" date i.e 14th November, 2025 were entitled to vote on the proposed resolution (8 items as set out in the Notice of the EGM of the Company).
3. Detailed instructions relating to e-voting facility along with login details were provided to the members;
4. The Company has also published the information relating to e-voting in two newspapers namely, the Financial Express (English Daily Ahmedabad Edition) on October 31, 2025 and the Financial Express (Gujarati Daily Ahmedabad Edition) on October 31, 2025.
5. The e-voting period commenced on Tuesday, 18th November, 2025 at 9:00 A.M. and ended on Thursday, 20th November, 2025 at 5:00 P. M.
6. The members have casted their vote through e-voting facility provided by the NSDL on the designated website <https://www.evoting.nsdl.com/>
7. I have monitored the process of electronic voting through the scrutinizer's secured link provided by the NSDL on the designated website.



8. No members, who have used the facility of remote e-voting, have casted their vote in the Extra-Ordinary General Meeting of the Company.
9. The votes were unblocked on 21st November, 2025 in the presence of 2 (two) witnesses Mr. Dishant Manocha and Mr. Punit Singh who are not in the employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence.



Mr. Dishant Manocha



Mr. Punit Singh

10. Thereafter, the details containing, inter-alia, list of Shareholders, who voted "For" and "Against", were downloaded from the e-voting website of the NSDL.

The results of the Remote E-voting together with the E-voting carried out at venue of the AGM are as under:

Details	Remote E-voting	E-Voting at venue	Total Voting
Number of members who cast their votes	25	3	28
Total number of votes cast by them	88,02,284	76	88,02,360


*51 (Fifty-one) members were present in the meeting.

Note: Break up votes cast through remote e-voting and e-voting at the meeting for each individual item of the Notice is given below.

1. Change of Name of the Company

Voted in "Favour" or "Against" of the resolution:

Item No. of Notice	Voting Method	Votes in assent		Votes in dissent		Invalid Votes Nos.
		Nos.	%age	Nos.	%age	
Item No. 1 (as Special Resolution)	Remote E-Voting	88,02,273	100	11	-	NIL
	E-Voting at venue	75	98.68	1	1.32	NIL




2. Shifting of Registered office from the State of Gujarat to the National Capital Territory of Delhi.

Voted in "Favour" or "Against" of the resolution:

Item No. of Notice	Voting Method	Votes in assent		Votes in dissent		Invalid Votes
		Nos.	%age	Nos.	%age	Nos.
Item No. 2 (as Special Resolution)	Remote E-Voting	88,02,273	100	11	-	NIL
	E-Voting at venue	75	98.68	1	1.32	NIL

3. Increase in Authorized Share Capital and Alteration of Memorandum of Association.

Voted in "Favour" or "Against" of the resolution:

Item No. of Notice	Voting Method	Votes in assent		Votes in dissent		Invalid Votes
		Nos.	%age	Nos.	%age	Nos.
Item No. 3 (as Ordinary Resolution)	Remote E-Voting	88,02,273	100	11	-	NIL
	E-Voting at venue	75	98.68	1	1.32	NIL

4. Amendment to Articles of Association for enabling Further Issue of Securities.

Voted in "Favor" or "Against" of the resolution:

Item No. of Notice	Voting Method	Votes in assent		Votes in dissent		Invalid Votes
		Nos.	%age	Nos.	%age	Nos.
Item No. 4 (as Special Resolution)	Remote E-Voting	88,02,273	100	11	-	NIL
	E-Voting at venue	75	98.68	1	1.32	NIL

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Chandan J & Associates
M. No. : A62350
COP No. : 27629
Company Secretaries

5. Preferential Issue of 11,40,00,000 Convertible Warrants.

Voted in "Favor" or "Against" of the resolution:

Item No. of Notice	Voting Method	Votes in assent		Votes in dissent		Invalid Votes
		Nos.	%age	Nos.	%age	Nos.
Item No. 5 (as Special Resolution)	Remote E-Voting	88,02,273	100	11	-	NIL
	E-Voting at venue	75	98.68	1	1.32	NIL

6. Appointment of Mrs. Reena Sharma as Independent Director.

Voted in "Favor" or "Against" of the resolution:

Item No. of Notice	Voting Method	Votes in assent		Votes in dissent		Invalid Votes
		Nos.	%age	Nos.	%age	Nos.
Item No. 6 (as Special Resolution)	Remote E-Voting	88,02,273	100	11	-	NIL
	E-Voting at venue	75	98.68	1	1.32	NIL

7. Appointment of Mr. Vimal Dwivedi as Independent Director.

Voted in "Favor" or "Against" of the resolution:

Item No. of Notice	Voting Method	Votes in assent		Votes in dissent		Invalid Votes
		Nos.	%age	Nos.	%age	Nos.
Item No. 7 (as Special Resolution)	Remote E-Voting	88,02,273	100	11	-	NIL
	E-Voting at venue	75	98.68	1	1.32	NIL

Chandrasekhar & Associates
M. No. : A62350
COP No. : 27629
Company Secretaries

8. Confirmation of Appointment of Mr. Rajesh Singh Kaira as Director and Managing Director.

Voted in “Favor” or “Against” of the resolution:

Item No. of Notice	Voting Method	Votes in assent		Votes in dissent		Invalid Votes
		Nos.	%age	Nos.	%age	Nos.
Item No. 8 (as Ordinary Resolution)	Remote E-Voting	88,02,273	100	11	-	NIL
	E-Voting at venue	75	98.68	1	1.32	NIL

11. The percentage of total votes (remote e-voting/e-voting at venue) casted by the members of Company in favor of all the resolutions is more than the requisite majority and therefore, all the resolutions are deemed to be passed. The Chairman of the meeting may declare the result accordingly.
12. The Register and all other papers relating to e-voting shall remain in our safe custody until the Chairman considers, approve and sign the minutes of the Extra-Ordinary General Meeting and thereafter the same shall be returned and handed over to the Company.

**For Chandan J & Associates
Practicing Company Secretaries**



**Chandan Jha
Proprietor
Membership Number: 62350
Peer Review Number : 6292/2024
Certificate of Practice Number: 27629**

**PLACE: Ghaziabad
DATE: 22.11.2025
UDIN: A062350G001998218**

Countersigned

Chairman