

Report of Scrutinizer
(Consolidated Result of Voting)

(Pursuant to Regulations 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 and pursuant to section 108 of the Companies Act, 2013 and rule (3) (xi) of the Companies (Management and Administration) Rules, 2014)

To
The Chairman
Sital Leasing and Finance Limited
Office No. 322, 3rd Floor, S. S. Plaza Commercial Complex,
Mayfield Garden, Sector-47, Gurgaon, Haryana 122001

Sir,

I, Nikhil Jain, Proprietor, Nikhil Jain & Associates, Company Secretaries, New Delhi was appointed as scrutinizer for the 34th Annual General Meeting held on Wednesday, 27th Day of September, 2017 at 10:00 A.M. at Sandys Cocktails & Kitchen, 388 SCO Adjacent to IFFCO Metro Station Behind Westin Hotel Sector 29, Gurugram, Haryana 122001 for the purpose of Scrutinizing the E- Voting process in a fair and transparent manner and ascertaining the requisite majority on E voting carried out as per clause (Pursuant to Regulations 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 and pursuant to section 108 of the Companies Act, 2013 and rule (3) (xi) of the Companies (Management and Administration) Rules, 2014) on the resolutions referred in this report.

We submit our report as under:

1. The E-Voting period remained open from 09.00 AM on 24th September, 2017 up to 05.00 P.M. on 26th September, 2017.
2. The Notice was sent to all the Members, whose names appeared in the Register of Members as on 29th August, 2017 who were entitled to vote on the proposed 3 (Three) resolutions as mentioned in the Notice of the Annual General Meeting of **Sital Leasing and Finance Limited** Item Number 1(one) to 3(Three) of the Annual General Meeting of **Sital Leasing and Finance Limited**.
3. The votes were unblocked on 27th September, 2017 around 11:40 P.M. in the presence of two witnesses who are not in employment of Company.
4. Thereafter, the details containing, inter-alia, list of equity shareholder, who voted "For" and "Against", were downloaded from E voting website of National Securities Depository (India) Limited <https://www.evotingindia.com/homepage.jsp>
5. The result of the poll and E-voting is as under;

Item No. 1- Adoption of Financial Statements of the Company:

"RESOLVED THAT the Audited Balance Sheet as at 31st March, 2017 and Statement of Profit and Loss for the year ended on that date, together with the Directors' Report and Auditors' Report thereon as presented to the meeting, be and the same are hereby, approved and adopted

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(i) Voted in favor of the resolution

Mode of Voting	Number of members voted	Total Vote cast	Number of votes cast in Favour	% of total number of valid votes cast
Poll	18	3,44,43,800	3,44,43,800	61.43
E- Voting	28	2,16,27,000	2,16,27,000	38.57
Total	46	5,60,70,800	5,60,70,800	100.00

(ii) Voted against the resolution:

Mode of Voting	Number of members voted	Total Vote cast	Number of votes cast against	% of total number of valid votes cast
Poll	18	3,44,43,800	0	0.00
E- Voting	28	2,16,27,000	0	0.00
Total	46	5,60,70,800	0	0.00

(iii) Invalid Votes

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

Item No. 2- Re-appointment of Retiring Director:

“RESOLVED THAT Mrs. Priti Jain (DIN: 00537234), an Executive/ Non Independent Director of the Company, retires by rotation and being eligible for re-appointment, be and is hereby re-appointed as a Director of the Company”.

(i) Voted in favor of the resolution

Mode of Voting	Number of members voted	Total Vote cast	Number of votes cast in Favour	% of total number of valid votes cast
Poll	17	3,44,03,800	3,44,03,800	61.41
E- Voting	28	2,16,27,000	2,16,27,000	38.59
Total	45	5,60,30,800	5,60,30,800	99.80

(ii) Voted against the resolution:

Mode of Voting	Number of members voted	Total Vote cast	Number of votes cast against	% of total number of valid votes cast
Poll	17	3,44,03,800	0	0.00
E- Voting	28	2,16,27,000	0	0.00
Total	45	5,60,30,800	0	0.00

(iii) Invalid Votes



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

Item No. 3- Appointment of the Statutory Auditor of the Company

“RESOLVED THAT pursuant to provisions to Section 139 to 142 of the Companies Act, 2013 and other applicable provisions if any of the act and the Rules made there under (including any statutory modification(s) or re-enactment thereof for the time being in force), M/s PBH&CO., Chartered Accountant, New Delhi, (having FRN. 027217N), be and is hereby appointed as Statutory Auditor of the Company to hold office from the conclusion of this Annual General Meeting till the conclusion of the next Annual General Meeting on such remuneration as may be fixed in this behalf by the Board of Directors of the Company.”

(i) Voted **in favor** of the resolution

Mode of Voting	Number of members voted	Total Vote cast	Number of votes cast in Favour	% of total number of valid votes cast
Poll	18	3,44,43,800	3,44,43,800	61.43
E- Voting	28	2,16,27,000	2,16,27,000	38.57
Total	46	5,60,70,800	5,60,70,800	100.00

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

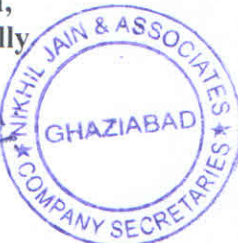
Mode of Voting	Number of members voted	Total Vote cast	Number of votes cast against	% of total number of valid votes cast
Poll	18	3,44,43,800	0	0.00
E- Voting	28	2,16,27,000	0	0.00
Total	46	5,60,70,800	0	0.00

(iii) Invalid Votes

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

Thanking you,
Yours faithfully,


Nikhil Jain
CP No. 17727



Place- New Delhi
Date- 27th September, 2017