



S RAVI & ASSOCIATES

PRACTISING COMPANY SECRETARY

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FORM No. MGT.13

Report of Scrutinizer

(Consolidated Result of Voting)

[Pursuant to regulation 44 of SEBI (Listing obligation & Disclosure Requirement)

Regulation, 2015 & Pursuant to section 108 and 109 of the Companies Act, 2013 and read
with rule 20 and 21(2) of the Companies (Management and Administration) Amendment
Rules, 2015]

To,
The Chairman,

37th Annual General Meeting of the Shareholders of

M/s SITAL LEASING AND FINANCE LIMITED [L65910HR1983PLC050169]

Date of Meeting: 20th Day of August, 2020

Time of Meeting: 01.00 P.M.

Conclusion time: 01:30 P.M.

Mode of Meeting: Video Conferencing ("VC") / Other Audio Visual Means ("OAVM")

Subject: Scrutinizer's Report for the 37th Annual General Meeting of the Company

Dear Sir,

I, Ravi Sharma, Practising Company Secretary, Delhi was appointed as a Scrutinizer in the Board Meeting of SITAL LEASING AND FINANCE LIMITED [L65910HR1983PLC050169], (hereinafter referred to as the "Company") held on 9th July, 2020 in terms of the provision of Section 108 and Section 109 of the companies Act, 2013 read with Rule 20 and Rule 21 of the Companies, (Management and Administration) Amendment Rules, 2015 for the purpose of scrutinizing and ascertaining the result of voting by electronic means i.e. remote e- voting at 37th Annual General Meeting of the company on the resolution set out in the Notice dated 22nd July, 2020 of the AGM of the company held on Thursday, 20th day of August, 2020 at 01.00 P.M. through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM").

We submit our report as under:

1. The Company engaged National Securities Depository Limited (NSDL) as the



Regd. Office : 7/142-143, Jawahar Mohalla, Farash Bazar, Shahdara, Delhi-110032

service provider for extending the facility of electronic voting to the shareholders of the Company. The service provider provide a system for recording the votes of the shareholders electronically on all the items of business (both ordinary and special business) sought to be transacted in the **37th Annual General Meeting ("AGM")** of the Company, which was held on **Thursday, 20th day of August, 2020**. The National Securities Depository Limited ("NSDL") had set up e-voting facility on their websites <https://www.evoting.nsdl.com>. The company had uploaded all the items of the business to be transacted on the website of the Company and also on the website of service provider to facilitate their shareholders to cast their vote through e-voting.

2. As on the cut-off date for dispatch of Notice of Annual General Meeting, there were **1423 shareholders** of the Company. The Notice of Annual General Meeting and circular for e-voting was sent through E-Mail to all shareholders. In view of the COVID 19 pandemic, SEBI vide their Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020, has provided the relaxations to all the listed entities in relation to compliance of provisions of Regulation 36 (1) (b) and (c) of SEBI (LODR) Regulations 2015, which prescribes, the requirement of sending physical copies of the Annual Report, Notice of Annual General Meeting and Circular for e-voting to the shareholders.

In terms of relaxations provided by SEBI, hard copies of the Annual Report, Notice of Annual General Meeting and Circular for e-voting to the shareholders is not required to be sent in physical form. Notice of the AGM along with the Annual Report 2019-20 is being sent only through electronic mode to those Members whose email addresses are registered with the Company. There were No incremental shareholders who became member after E-Mail of notice.

3. The notice so sent contained the detailed procedure to be followed by the Shareholders who were desirous of casting their voted electronically as provided in the Rule 20(4)(iii)(A) to (C) of the Companies (Management and Administration) Amendment Rules, 2015.
4. The **cut-off date** for the purpose of identifying the Shareholders who were entitled to Vote on the resolutions placed for the approval of Shareholders



was **Thursday, August 13, 2020**. The **Remote E-Voting facility** was kept open from **Monday, August 17, 2020 (9:00 a.m. IST)** and ends on **Wednesday, August 19, 2020 (5:00 p.m. IST)**. However, there were No Votes Casted by Members during Annual General Meeting of the Company.

5. Pursuant to Rule 20(4) (v) of Companies (Management and Administration) Amendment Rules, 2015, the Company also released an Advertisement, which was Published 21 days before the date of Annual General Meeting in **Money Makers (English Newspaper)** and **Dainik Mahalakshmi Bhagodya (Hindi Newspaper)** dated **23rd July, 2020**. The Newspapers carried the required information as specified in the Rule 20(4) (v) (a) to (h) of Companies (Management and Administration) Amendment Rules, 2015
6. Due to the impact of COVID-19 in current scenario, there was no physical presence of Shareholders at the Annual General Meeting. All the Shareholders of the Company voted their Votes through e-voting. So, there is no requirement of Ballot box facility at the venue of Annual General Meeting.
7. As a Scrutinizer, the report of the e-voting carried by the Shareholders was duly complied with and result of voting through electronic means i.e. remote e-voting is annexed as **Annexure 1**.
8. All the Ordinary Resolutions mentioned in the AGM Notice dated **22nd July, 2020** under the remote e-voting have been passed with requisite majority.

For and on Behalf of



M/s S B RAVI ASSOCIATES

(Practising Company Secretary)

(CS. Ravi Sharma)

Countersigned by the Chairman

(Mr. Surendra Kumar Jain)

DIN: 00530035

H.No. 555, Double Story
Market New Rajinder Nagar,
New Delhi-110060

Date: 20/08/2020

Place: New Delhi

CONSOLIDATED REPORT

AGENDA ITEM: 1

RESOLVED THAT PURSUANT TO THE PROVISIONS OF SECTION 134 OF THE COMPANIES ACT 2013, THE FINANCIAL STATEMENTS CONTAINING THE BALANCE SHEET, PROFIT AND LOSS ACCOUNT, CASH FLOW STATEMENTS, NOTE & SCHEDULES APPENDED THERETO FOR THE FINANCIAL YEAR ENDED 31ST MARCH 2020 TOGETHER WITH THE BOARD'S REPORT AND AUDITOR'S REPORT THEREON BE AND ARE HEREBY RECEIVED, CONSIDERED AND ADOPTED.

(ORDINARY BUSINESS)

(i) Voted in favour of the resolution

Mode of Voting	Number of Members Voted	Total Vote caste	Number of Votes cast in favour	% of total number of valid votes cast
E-voting	192	38,05,90,041	38,05,90,041	100
Total	192	38,05,90,041	38,05,90,041	100

(ii) Voted against the resolution

Number of Members Voted	Total number of votes Cast by them	% of total number of valid votes caste
8	32,300	100

(iii) Invalid Vote

Total Number of Members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
0	0



AGENDA ITEM: 2

RESOLVED THAT MR. SURENDRA KUMAR JAIN, MANAGING DIRECTOR (DIN:- 00530035), WHO RETIRE BY ROTATION IN TERMS OF SECTION 152 OF COMPANIES ACT, 2013 AND BEING ELIGIBLE BE AND IS HEREBY RE-APPOINTED AS DIRECTOR OF THE COMPANY WHOSE OFFICE SHALL BE LIABLE TO RETIREMENT BY ROTATION.

(ORDINARY BUSINESS)

(i) Voted in favour of the resolution

Mode of Voting	Number of Members Voted	Total Vote caste	Number of Votes cast in favour	% of total number of valid votes cast
E-voting	192	38,05,90,041	38,05,90,041	100
Total	192	38,05,90,041	38,05,90,041	100

(ii) Voted against the resolution

Number of Members Voted	Total number of votes Cast by them	% of total number of valid votes caste
8	32,300	100

(iii) Invalid Vote

Total Number of Members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
0	0

*All the Resolutions stand passed under e-voting with the requisite majority.

For and on Behalf of

M/S. RAVI & ASSOCIATES
Practising Company Secretary


Ravi Sharma

(CS Ravi Sharma)

Place: Delhi

Date: 20/08/2020

UDIN: A054818B000598251