



CS Devesh A. Pathak

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DEVESH VIMAL & CO
PRACTISING COMPANY SECRETARIES

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204/5, GARDEN VIEW, NEAR KAMATI BAUG CIRCLE
SAYAJIGUNJ, VADODARA-390 020
REGD. TRADEMARK AGENT

26th September, 2015

To
Chairman
BRIJLAXMI LEASING AND FINANCE LIMITED
204, STERLING CENTRE,
R C DUTT ROAD,
VADODARA,
GUJARAT- 390007

Dear Sir/Madam,

Sub: Scrutinizers Report on e-voting conducted in respect of all shareholders' resolutions to be passed at the 23rd Annual General Meeting pursuant to Clause 35-B of the Listing Agreement read with the provisions of Section 108 of the Companies Act, 2013 ("the Act") and Rule 20 of the Companies (Management and Administration) Rules, 2014 ("the Rules").

- (1) I, Devesh A. Pathak, Practising Company Secretary, has been appointed as the scrutinizers by the Board of Directors of **BRIJLAXMI LEASING AND FINANCE LIMITED** to conduct the electronic voting process in respect of all shareholders' resolution bearing serial no. 1 to 6 to be passed at the Annual General meeting of the Company to be held on 26th September, 2015 as set out in the Notice dated 3rd September, 2015 with statement setting out materials facts under Section 102 of the Act sent to the Shareholders in respect of the subject matters of the resolutions as appearing in Clause no. 6 of this Report pursuant to Clause 35- B of the Listing Agreement read with Section 108 of the Act and Rule 20 of the Rules.
- (2) The management of the Company is responsible to ensure the compliance with the requirements of Clause 35-B of the Listing Agreement read with the Act and the rules framed thereunder for providing e-voting facility to its shareholders in respect of the aforesaid resolutions. My responsibility as a Scrutinizer for conducting e-voting process is restricted to report on the votes cast 'in favour' or 'against' the aforesaid resolutions based on the reports generated from the e-voting system provided by Central Depository





- Services (India) Limited (CDSL), the authorized agency to provide e-voting facilities engaged by the Company.
- (3) The e-voting facility remained open from 23rd September, 2015 at 9.00 a.m. to 25th September, 2015 at 5.00 p.m.
- (4) The members of the Company as on the cut off date i.e. 19th September, 2015 were entitled to vote on the aforesaid resolutions.
- (5) The votes cast were then unblocked on 26th September, 2015 at 6.00 p.m. in presence of two witnesses viz. Mr. Vimal Betai and Ms. Shruti Goyal who are not in the employment of the Company and who have signed at the end of the report in token of the same.
- (6) Thereafter, the details, inter alia, containing list of Equity Shareholders who e-voted for/ against each of the resolutions were generated from e-voting system provided by CDSL. A summary of the result in respect of each of the aforesaid resolution is as follows:

ORDINARY BUSINESS

Resolution: 1

Adoption of the audited Financial Statement for the year ended on 31st March, 2015 and the reports of the Board of Directors ('the Board') and of Auditors thereon (Ordinary Resolution)

Sr. No.	Particulars	Electronic Votes (including ballots)			
		No. of Members	No. of E-Votes	Total	Total (%)
1	VOTES CAST	1	1000	1000	100
2	LESS: INVALID VOTES	0	0	0	0
3	VALID VOTES	1	1000	1000	100
4	VOTES IN FAVOUR	1	1000	1000	100
5	VOTES IN AGAINST	0	0	0	0
	TOTAL VALID E- VOTES	1	1000	1000	100



Resolution: 2

Appointment of Director in place of Mr. Siddharth J. Chaturvedi, who retires by rotation and, being eligible, offers himself for re-appointment. (Ordinary Resolution).

Sr. No.	Particulars	Electronic Votes (including ballots)			
		No. of Members	No. of E-Votes	Total	Total (%)
1	VOTES CAST	1	1000	1000	100
2	LESS: INVALID VOTES	0	0	0	0
3	VALID VOTES	1	1000	1000	100
4	VOTES IN FAVOUR	1	1000	1000	100
5	VOTES IN AGAINST	0	0	0	0
	TOTAL VALID E- VOTES	1	1000	1000	100

Resolution: 3

Appointment of Director in place of Mrs. Nupur A. Chaturvedi, who retires by rotation and, being eligible, offers himself for re-appointment. (Ordinary Resolution).

Sr. No.	Particulars	Electronic Votes (including ballots)			
		No. of Members	No. of E-Votes	Total	Total (%)
1	VOTES CAST	1	1000	1000	100
2	LESS: INVALID VOTES	0	0	0	0
3	VALID VOTES	1	1000	1000	100
4	VOTES IN FAVOUR	1	1000	1000	100
5	VOTES IN AGAINST	0	0	0	0
	TOTAL VALID E- VOTES	1	1000	1000	100





Resolution: 4

Re-appointment of M/s. Dinesh Bangar & Co., Chartered Accountants as Statutory Auditors of the Company to hold office from the conclusion of the this Annual General Meeting until the conclusion of next Annual General Meeting and to authorize the Board to fix their remuneration. (Ordinary Resolution)

Sr. No.	Particulars	Electronic Votes (including ballots)			
		No. of Members	No. of E-Votes	Total	Total (%)
1	VOTES CAST	1	1000	1000	100
2	LESS: INVALID VOTES	0	0	0	0
3	VALID VOTES	1	1000	1000	100
4	VOTES IN FAVOUR	1	1000	1000	100
5	VOTES IN AGAINST	0	0	0	0
	TOTAL VALID BALLOTS	1	1000	1000	100

SPECIAL BUSINESS

Resolution: 5

Appointment of Mr. Ankur J. Chaturvedi (DIN: 01762845) as Director of the Company pursuant to the Companies Act, 2013. (Ordinary Resolution)

Sr. No.	Particulars	Electronic Votes (including ballots)			
		No. of Members	No. of E-Votes	Total	Total (%)
1	VOTES CAST	1	1000	1000	100
2	LESS: INVALID VOTES	0	0	0	0
3	VALID VOTES	1	1000	1000	100
4	VOTES IN FAVOUR	1	1000	1000	100
5	VOTES IN AGAINST	0	0	0	0
	TOTAL VALID BALLOTS	1	1000	1000	100





Resolution: 6

Appointment of Mr. Siddharth Jaykishore Chaturvedi (DIN: 01968300) as a Director on the Board pursuant to section 160 of the Companies Act, 2013. (Ordinary Resolution)

Sr. No.	Particulars	Electronic Votes (including ballots)			
		No. of Members	No. of E-Votes	Total	Total (%)
1	VOTES CAST	1	1000	1000	100
2	LESS: INVALID VOTES	0	0	0	0
3	VALID VOTES	1	1000	1000	100
4	VOTES IN FAVOUR	1	1000	1000	100
5	VOTES IN AGAINST	0	0	0	0
	TOTAL VALID BALLOTS	1	1000	1000	100

(7) I have handed over related papers/ registers and records for safe custody to Mr. Siddharth Chaturvedi, Director of the Company authorized by the Board to supervise the process.

(8) You may accordingly declare the result of voting.

Thanking you,

CS Devesh A. Pathak
(FCS No. 4559)

At Vadodara, 26th day of September, 2015
Witnesses to unblocking of e-votes cast

(Vimal Betai)

(Shruti Goyal)

