



CS Devesh A. Pathak
B.Com., LL.B., F.C.S.

DEVESH PATHAK & ASSOCIATES

PRACTISING COMPANY SECRETARIES

REGD. INSOLVENCY PROFESSIONAL

REGD. TRADE MARKS AGENT

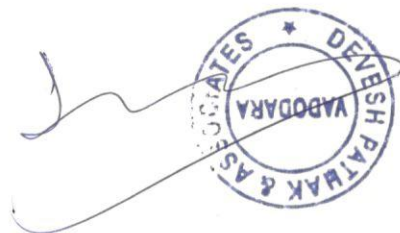
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FIRST FLOOR, 51, UDYOGNAGAR SOCIETY,
NEAR AYURVEDIC COLLEGE, OUTSIDE PANIGATE,
VADODARA-390 019

To
Chairman
BRIJLAXMI LEASING AND FINANCE LIMITED
204, Sterling Centre,
R C Dutt Road,
Vadodara, 390007

Dear Sir,

1. I, Devesh A. Pathak, Practising Company secretary in Practice, have been appointed as scrutinizer by
 - (i) The Board of Directors of Brijlaxmi Leasing and Finance Limited at its Meeting held on Wednesday, September 26th, 2018 for the purpose of conducting the e-voting process in respect of all shareholders' resolutions to be passed at the 27th Annual General Meeting (AGM) pursuant to Clause 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 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') and
 - (ii) The Chairman of the 27th Annual General meeting held on Wednesday, September 26th, 2018 to conduct a poll under the provisions of Section 108 and other applicable provisions, if any, of the Act read with Rule 20 of the Rules, in respect of the resolutions to be passed at the AGM of the members of the Company, held at the Regd. Office of the Company at 204, Sterling Centre, R C Dutt Road, Vadodara, 390007





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2. The management of the Company is responsible to ensure the compliance with the requirements of Clause 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with the Act and Rules relating to e-voting and poll in respect of the aforesaid resolutions. My responsibility as a scrutinizer for the e-voting process and for poll at AGM is restricted to make a Scrutinizer's report of the votes cast "in favour" or "against" the resolutions stated above, based on the reports generated from the e-voting system provided by Central Depository Services Limited (CDSL), the authorized agency engaged by the Company to provide e-voting facilities for e-voting and also at the time of poll at the AGM.

3. I have issued separate Scrutinizer's Report dated 28th September, 2018 on the e-voting separate report dtd. 28th September, 2018 on the poll on the aforesaid resolutions. As requested by the management, I submit combined report for e-voting and poll in respect of aforesaid resolutions as follows:

Sr. No.	Particulars	Resolution-1 (Ordinary Resolution) Adoption of the Audited Financial Statement for the year ended 31 st March, 2018 together with the Reports of the Auditors' and Directors' thereon.						
		No. of Ballots in poll /Electronic Votes (including ballot)			No. of Votes			%
		No. of Ballots in poll	No. of E-Votes	Total	Physical	Electronic	Total	Total
1	BALLOTS/E-VOTES RECEIVED	23	15	38	67236	7058906	7126142	
2	LESS: INVALID BALLOTS/E-VOTES	3	0	3	33924	0	33924	
3	VALID BALLOTS/E-VOTES	20	15	35	33312	7058906	7092218	100
4	BALLOTS/E-VOTES IN FAVOUR	20	15	35	33312	7058906	7092218	100
5	BALLOTS/E-VOTES AGAINST	0	0	0	0	0	0	0
	TOTAL VALID BALLOTS/E-VOTES	20	15	35	33312	7058906	7092218	100





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Sr. No.	Particulars	Resolution-2 (Ordinary Resolution) Appointment of Mr. Jaykishor Chaturvedi (DIN: 00467706) as retiring Director eligible for re-appointing himself						
		No. of Ballots in poll /Electronic Votes (including ballot)			No. of Votes			%
		No. of Ballots in poll	No. of E-Votes	Total	Physical	Electronic	Total	Total
1	BALLOTS/E-VOTES RECEIVED	23	15	38	67236	7058906	7126142	
2	LESS: INVALID BALLOTS/E-VOTES	3	4	7	33924	4003585	4037509	
3	VALID BALLOTS/E-VOTES	20	11	31	33312	3055321	3088633	100
4	BALLOTS/E-VOTES IN FAVOUR	20	11	31	33312	3055321	3088633	100
5	BALLOTS/E-VOTES AGAINST	0	0	0	0	0	0	0
	TOTAL VALID BALLOTS/E-VOTES	20	11	31	33312	3055321	3088633	100

Sr. No.	Particulars	Resolution-3 (Ordinary Resolution) To appoint auditors to hold office from the conclusion of this Annual General Meeting until the conclusion of the next Annual General Meeting and to fix their remuneration.						
		No. of Ballots in poll /Electronic Votes (including ballot)			No. of Votes			%
		No. of Ballots in poll	No. of E-Votes	Total	Physical	Electronic	Total	Total
1	BALLOTS/E-VOTES RECEIVED	23	15	38	67236	7058906	7126142	
2	LESS: INVALID BALLOTS/E-VOTES	3	0	3	33924	0	33924	
3	VALID BALLOTS/E-VOTES	20	15	35	33312	7058906	7092218	100
4	BALLOTS/E-VOTES IN FAVOUR	20	15	35	33312	7058906	7092218	100
5	BALLOTS/E-VOTES AGAINST	0	0	0	0	0	0	0
	TOTAL VALID BALLOTS/E-VOTES	20	15	35	33312	7058906	7092218	100





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Sr. No.	Particulars	Resolution-4 (Special Resolution) appointment of Mr. Mukesh Narula as an Independent Director						
		No. of Ballots in poll /Electronic Votes (including ballot)			No. of Votes			%
		No. of Ballots in poll	No. of E-Votes	Total	Physical	Electronic	Total	Total
1	BALLOTS/E-VOTES RECEIVED	23	15	38	67236	7058906	7126142	
2	LESS: INVALID BALLOTS/E-VOTES	3	0	3	33924	0	33924	
3	VALID BALLOTS/E-VOTES	20	15	35	33312	7058906	7092218	100
4	BALLOTS/E-VOTES IN FAVOUR	20	15	35	33312	7058906	7092218	100
5	BALLOTS/E-VOTES AGAINST	0	0	0	0	0	0	0
	TOTAL VALID BALLOTS/E-VOTES	20	15	35	33312	7058906	7092218	100

Sr. No.	Particulars	Resolution-5 (Special Resolution) Approval for Consolidation Of Equity Shares Of The Company						
		No. of Ballots in poll /Electronic Votes (including ballot)			No. of Votes			%
		No. of Ballots in poll	No. of E-Votes	Total	Physical	Electronic	Total	Total
1	BALLOTS/E-VOTES RECEIVED	23	15	38	67236	7058906	7126142	
2	LESS: INVALID BALLOTS/E-VOTES	3	0	3	33924	0	33924	
3	VALID BALLOTS/E-VOTES	20	15	35	33312	7058906	7092218	100
4	BALLOTS/E-VOTES IN FAVOUR	20	15	35	33312	7058906	7092218	100
5	BALLOTS/E-VOTES AGAINST	0	0	0	0	0	0	0
	TOTAL VALID BALLOTS/E-VOTES	20	15	35	33312	7058906	7092218	100





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- (4) I have handed over related papers/ registers and records for safe custody to Mr. Sidhharth Chaturvedi, Director of the Company authorized by the board to supervise the process.
- (5) You may accordingly declare the result of voting.

Thanking You,

Yours faithfully,

CS DEVESH A. PATHAK
Practising Company Secretary
Membership no. FCS 4559

Place: Vadodara

Date: 28th September, 2018