



CS Devesh A. Pathak

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CS Vimal Bhai

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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

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 4th August, 2017 for the purpose of conducting the e-voting process in respect of all shareholders' resolutions to be passed at the 26th 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 26th Annual General meeting held on Thursday, 28th September, 2017 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



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 30th September, 2017 on the e-voting separate report dtd. 30th September, 2017 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, 2017 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	31	2	33	7232086	33000	7265086	
2	LESS: INVALID BALLOTS/E-VOTES	1	0	1	650095	0	650095	
3	VALID BALLOTS/E-VOTES	30	2	32	6581991	33000	6614991	100
4	BALLOTS/E-VOTES IN FAVOUR	30	2	32	6581991	33000	6614991	100
5	BALLOTS/E-VOTES AGAINST	0	0	0	0	0	0	0
	TOTAL VALID BALLOTS/E-VOTES	30	2	32	6581991	33000	6614991	100




Sr. No.	Particulars	Resolution-2 (Ordinary Resolution) Appointment of Rajkishor Chaturvedi as retiring 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	
1	BALLOTS/E-VOTES RECEIVED	31	2	33	7232086	33000	7265086	
2	LESS: INVALID BALLOTS/E-VOTES	1	0	1	650095	0	650095	
3	VALID BALLOTS/E-VOTES	30	2	32	6581991	33000	6614991	100
4	BALLOTS/E-VOTES IN FAVOUR	30	2	32	6581991	33000	6614991	100
5	BALLOTS/E-VOTES AGAINST	0	0	0	0	0	0	0
	TOTAL VALID BALLOTS/E-VOTES	30	2	32	6581991	33000	6614991	100

Sr. No.	Particulars	Resolution-3 (Ordinary Resolution) Appointment of Jaykishor Chaturvedi as a Retiring 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	
1	BALLOTS/E-VOTES RECEIVED	31	2	33	*7232086	33000	7265086	
2	LESS: INVALID BALLOTS/E-VOTES	3	0	3	4420143	0	4420143	
3	VALID BALLOTS/E-VOTES	28	2	30	2811943	33000	2844943	100
4	BALLOTS/E-VOTES IN FAVOUR	28	2	30	2811943	33000	2844943	100
5	BALLOTS/E-VOTES AGAINST	0	0	0	0	0	0	0
	TOTAL VALID BALLOTS/E-VOTES	28	2	30	2811943	33000	2844943	100



Sr. No.	Particulars	Resolution-4 (Ordinary Resolution) Appointment of M/s Dinesh Bangar & Co., Chartered Accountants, Vasai (E), Thane as Statutory Auditors of the Company from the conclusion of this Annual General Meeting till 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			%
	Ballots/E-Votes	No. of Ballots in poll	No. of E-Votes	Total	Physical	Electronic	Total	Total
1	BALLOTS/E-VOTES RECEIVED	31	2	33	7232086	33000	7265086	
2	LESS: INVALID BALLOTS/E-VOTES	1	0	1	650095	0	650095	
3	VALID BALLOTS/E-VOTES	30	2	32	6581991	33000	6614991	100
4	BALLOTS/E-VOTES IN FAVOUR	30	2	32	6581991	33000	6614991	100
5	BALLOTS/E-VOTES AGAINST	0	0	0	0	0	0	0
	TOTAL VALID BALLOTS/E-VOTES	30	2	32	6581991	33000	6614991	100

Sr. No.	Particulars	Resolution-5 (Ordinary Resolution) Appointment of Mr. Pawan Kumar Sikka as an Independent Director of the Company.						
		No. of Ballots in poll /Electronic Votes (including ballot)			No. of Votes			%
	Ballots/E-Votes	No. of Ballots in poll	No. of E-Votes	Total	Physical	Electronic	Total	Total
1	BALLOTS/E-VOTES RECEIVED	31	2	33	7232086	33000	7265086	
2	LESS: INVALID BALLOTS/E-VOTES	1	0	1	650095	0	650095	
3	VALID BALLOTS/E-VOTES	30	2	32	6581991	33000	6614991	100
4	BALLOTS/E-VOTES IN FAVOUR	30	2	32	6581991	33000	6614991	100
5	BALLOTS/E-VOTES AGAINST	0	0	0	0	0	0	0
	TOTAL VALID BALLOTS/E-VOTES	30	2	32	6581991	33000	6614991	100





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Continuation Sheet.....

(4) I have handed over related papers/ registers and records for safe custody to Mr. Sidharth 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: 30th September, 2017