



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

FORM No.MGT-13

Report of Scrutinizer(s)

[Pursuant to rule section 109 of the Companies Act, 2013 and rule 21 (2) of the Companies (Management and Administration) Rules, 2014]

To

BOARD OF DIRECTORS

BRIJLAXMI LEASING AND FINANCE LIMITED

204, Sterling Centre,
R C Dutt Road,
Vadodara, 390007

Annual General Meeting of the Equity Shareholders of BRIJLAXMI LEASING AND FINANCE LIMITED held on Monday, 26th September, 2016 at 3.00 p.m. at 204, Sterling Centre, R C Dutt Road, Vadodara, 390007.

Dear Sir,

I, CS Devesh A. Pathak, Practicing Company Secretary appointed as Scrutinizer(s) for the purpose of the poll taken on the below mentioned resolutions, for the 25th Annual General Meeting of the Equity Shareholders of BRIJLAXMI LEASING AND FINANCE LIMITED held on Monday, 26th September, 2016 at 3.00 p.m. at 204, Sterling Centre, R C Dutt Road, Vadodara, 390007, submit our report as under :

1. After the time fixed for closing of the poll by the Chairman, 1 (one) ballot box kept for polling was locked in our presence with due identification marks placed by us.
2. The locked ballot box was subsequently opened in our presence and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Company / Registrar and Transfer Agents of the Company and the authorizations / proxies lodged with the Company.
3. The poll papers, which were incomplete and/or which were otherwise found defective have been treated as invalid and kept separately.
4. The result of the Poll is as under:



(1) Resolution No. 1

Adoption of the audited Financial Statement as at 31st March, 2016, and the reports of the Board of Directors ('the Board') and of Auditors thereon. (Ordinary Resolution)

(I) Voted **in favour** of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
30	77,30,586	99.99%

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

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
NIL	NIL	NIL

(III) **Invalid** votes:

Total number of members (in person or by proxy) Whose votes were declared invalid	Total number of votes cast by them
2*	1500



(2) Resolution No. 2

Appointment of Director in place of Mr. Rajkishor Chaturvedi who retires by rotation and is eligible for re-appointment. (Ordinary Resolution)

(I) Voted **in favour** of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
31	77,31,086	99.99%

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

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
NIL	NIL	NIL

(III) **Invalid** votes :

Total number of members (in person or by proxy) Whose votes were declared invalid	Total number of votes cast by them
1*	1000



(3) Resolution No. 3

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

(I) Voted **in favour** of the resolution :

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
31	77,31,086	99.99%

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

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
NIL	NIL	NIL

(III) **Invalid** votes :

Total number of members (in person or by proxy) Whose votes were declared invalid	Total number of votes cast by them
1*	1000



(4) Resolution No. 4

Ratification of the appointment of Statutory auditors M/s Dinesh Bangar & Co.
(Ordinary Resolution)

(I) Voted **in favour** of the resolution :

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
31	77,31,086	99.99%

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

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
NIL	NIL	NIL

(III) **Invalid** votes :

Total number of members (in person or by proxy) Whose votes were declared invalid	Total number of votes cast by them
1*	1000



5. A list of equity shareholders who voted "FOR", "AGAINST" and those whose votes were declared invalid for each resolution is enclosed.
6. The poll papers and all other relevant records were sealed and handed over to the Chairman authorized by the Board for safe keeping.

* In resolution no. 1, out of 2 invalid ballots, one is due to casting vote both in favor and against. In resolutions 2, 3, & 4 one invalid ballot is due to not casting the vote either in favor or against.

Thanking you,

Yours faithfully,

Place : Vadodara
Dated : 28th September, 2016

Sd/-
CS Devesh A. Pathak
FCS 4559