

Report of Scrutinizer(s) (Consolidated)
[Pursuant to rule section 108 of the Companies Act, 2013 and rule 20(4) (xii) of the Companies
(Management and Administration) Rules, 2014]

To
The Chairman
M/s Apoorva Leasing Finance and Investment Company Limited

Ref: 40th Annual General Meeting (AGM) of the Equity Shareholders of M/s Apoorva Leasing Finance and Investment Company Limited held on Thursday, the 28th Day of September, 2023 at 2:30 PM at "Marvel Hall" B-35, Gurbanakpura, Laxmi Nagar, Delhi-110092 & E-voting conducted for the purpose.

Subject: Consolidated scrutinizer's Report on remote e-voting & voting through polling paper

Dear Sir,

I, CS S P Ranjan (Company Secretary in Practice), appointed as Scrutinizer by the board of directors of M/s Apoorva Leasing Finance and Investment Company Limited (the Company) for the purpose of scrutinizing e-voting process (remote e-voting) and voting by use of ballot at the meeting pursuant to Section 108 & 109 of the Companies Act, 2013 read with Rule 20 & 21 of the Companies (Management and Administration) Rules, 2014 as substituted by the Companies (Management and Administration) Rules, 2014 and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and as per the agreement with the Stock Exchanges to seek the approval of the Equity Shareholders for passing through remote e-voting/polling paper received in respect of the below mentioned resolutions as per the Notice of the 40th Annual General Meeting of the members of the Company held on Thursday the 28th Day of September, 2023 at 2:30 PM at "Marvel Hall" B-35, Gurbanakpura, Laxmi Nagar, Delhi-110092.

The Compliance with the provisions of the Companies Act, 2013 and the Rules made there under relating to voting through electronic means (by remote e-voting) and voting by use of polling papers by the shareholders on the resolutions contained in the Notice of the AGM of the Company is the responsibility of the Management. My responsibility as a Scrutinizer is to ensure that the voting process both through electronic means and by use of polling papers at the meeting are conducted in fair and transparent manner and render consolidated Scrutinizer's report of the total votes cast in favour or against if any, to the Chairman on the Resolutions, based on the reports generated from the electronic voting system provided by National Securities Depository Limited (NSDL) and on the basis of polling papers used at the meeting.

As per Companies (Management and Administration) Rules, 2014 as amended upto date, the remote e-voting opened from 25th September, 2023 at 09:00 AM and remained opened up to 27th September, 2023 at 05:00 P.M.

The Equity Shareholders holding shares as on 21st September 2023, "cut-off date", were entitled to vote on the Resolutions stated in the notice of AGM of the Company.

After declaration of voting by use of polling papers by the Chairman at the meeting, ballot boxes were locked and kept for voting duly marked by identification mark placed on them. The ballot boxes subsequently on close of voting hours, were opened in the presence of two witnesses who are not the employees of the Company, and polling papers received were, sorted, signatures verified and were scrutinized and initialled by the scrutinizer. The polling papers were reconciled with the records maintained by the Company and Registrar and Transfer Agents (R&TA) of the Company and the authorizations/proxies lodged with the Company. The voters were also scrutinized for the purpose of eliminating duplicate voting i.e. on remote e-voting as well as by use



of polling papers. There were 10 person who has voted both in e-voting as well as in Annual general meeting, hence their voting casted through Ballot considered invalid.

The polling papers, which were incomplete and/or which were otherwise found defective have been treated as invalid and kept separately, if any. The votes cast by use of ballots at the meeting were first counted. The members holding shares in more than one folio and casted vote by using separate ballot papers for each folio are considered one for the purpose of voting & number of persons voted in the meeting. However, their entire holding across all folios are clubbed together and shown as one for the purpose of number of votes cast.

The votes on remote e-voting were unblocked after conclusion of voting at the AGM in the presence of two witnesses who are not the employees of the Company and the e-voting results/ list of equity shareholders who have voted for and against were downloaded from the e-voting website of National Securities Depository Limited (NSDL).

The total votes cast in favour or against of all the resolutions proposed in the Notice of AGM are as under:

RESOLUTION NO. 1: ADOPTION OF THE ANNUAL ACCOUNTS FOR THE YEAR ENDED 31ST MARCH, 2023 OF THE COMPANY AND REPORT OF THE DIRECTORS AND AUDITORS

Valid votes in favour of the resolution:

Mode of voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	72	14559621	100
Voting by Poll	12	2773	100
Total	84	14562394	100.00

Valid votes against the resolution:

Mode of voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	13	65	100
Voting by Poll	NIL	NIL	NIL
Total	13	65	100

Invalid votes:

Total number of members whose votes were declared invalid	Total Number of votes cast by them
-	-

RESOLUTION 2: RE-APPOINTMENT OF MR. ANTRIKSH SINGH, DIRECTOR LIABLE TO RETIRE BY ROTATION

Valid votes in favour of the resolution:

Mode of voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	72	14559621	100
Voting by Poll	12	2773	100
Total	84	14562394	100.00



Valid votes against the resolution:

Mode of voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	13	65	100
Voting by Poll	NIL	NIL	NIL
Total	13	65	100

Invalid votes:

Total number of members whose votes were declared invalid	Total Number of votes cast by them
-	-

RESOLUTION 3: TO APPOINT STATUTORY AUDITORS FROM THE CONCLUSION OF THIS ANNUAL GENERAL MEETING UNTIL THE CONCLUSION OF THE 45TH ANNUAL GENERAL MEETING AND TO FIX THEIR REMUNERATION

Valid votes in favour of the resolution:

Mode of voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	72	14559621	100
Voting by Poll	12	2773	100
Total	84	14562394	100.00

Valid votes against the resolution:

Mode of voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	13	65	100
Voting by Poll	NIL	NIL	NIL
Total	13	65	100

Invalid votes:

Total number of members whose votes were declared invalid	Total Number of votes cast by them
-	-

RESOLUTION 4: APPROVAL OF LOANS, INVESTMENTS, GUARANTEE OR SECURITY UNDER SECTION 185 OF COMPANIES ACT, 2013:

Valid votes in favour of the resolution:

Mode of voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	72	14559621	100
Voting by Poll	12	2773	100
Total	84	14562394	100.00

Valid votes against the resolution:

Mode of voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	13	65	100
Voting by Poll	NIL	NIL	NIL
Total	13	65	100



Invalid votes:

Total number of members whose votes were declared invalid	Total Number of votes cast by them
-	-

RESOLUTION 5: TO ALTER OBJECT CLAUSE OF THE MEMORANDUM OF ASSOCIATION OF THE COMPANY

Valid votes in favour of the resolution:

Mode of voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	72	14559621	100
Voting by Poll	12	2773	100
Total	84	14562394	100.00

Valid votes against the resolution:

Mode of voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	13	65	100
Voting by Poll	NIL	NIL	NIL
Total	13	65	100

Invalid votes:

Total number of members whose votes were declared invalid	Total Number of votes cast by them
-	-

RESOLUTION 6: REGULARIZATION OF AN ADDITIONAL DIRECTOR, MR. VASU GAMBHIR (DIN: 09817103) AS A NON- EXECUTIVE NON- INDEPENDENT DIRECTOR

Valid votes in favour of the resolution:

Mode of voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	72	14559621	100
Voting by Poll	12	2773	100
Total	84	14562394	100.00

Valid votes against the resolution:

Mode of voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	13	65	100
Voting by Poll	NIL	NIL	NIL
Total	13	65	100

Invalid votes:

Total number of members whose votes were declared invalid	Total Number of votes cast by them
-	-



RESOLUTION 7: REGULARIZATION OF AN ADDITIONAL DIRECTOR, MR. SANJAY KUMAR (DIN: 03379421) AS A NON- EXECUTIVE NON- INDEPENDENT DIRECTOR

Valid votes in favour of the resolution:

Mode of voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	72	14559621	100
Voting by Poll	12	2773	100
Total	84	14562394	100.00

Valid votes against the resolution:

Mode of voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	13	65	100
Voting by Poll	NIL	NIL	NIL
Total	13	65	100

Invalid votes:

Total number of members whose votes were declared invalid	Total Number of votes cast by them
-	-

All the relevant records of voting will remain in my custody until the Chairman considers, approves and signs the minutes of AGM held on 28.09.2023 and the same shall be handed over thereafter to the Chairman for safe keeping.

Thanking you.

Yours faithfully

For SPR & Co.
Company Secretaries



CS S. P. RANJAN

ACS No. 44711
CP No.: 18319
UDIN- A044711E001120280

Date: 29-09-2023

Place: New Delhi