



## RAMCHANDRA LEASING & FINANCE LIMITED

**Date:** 25<sup>th</sup> September, 2023

To,  
**Bombay Stock Exchange Limited**  
Phiroze Jeejeebhoy Towers,  
Dalal Street, Fort,  
Mumbai – 400 001.

Dear Sir/Ma'am,

Scrip Code No : **538540**  
Scrip Symbol : **RLFL**  
ISIN : **INE516P01015**

**Subject:** Submission of Voting Result and Scrutinizer's Report of the 30<sup>th</sup> Annual General Meeting (AGM) held on Saturday, 23<sup>rd</sup> September, 2023 at 11:30 A.M.

Dear Sir,

The 30<sup>th</sup> Annual General Meeting of the Ramchandra Leasing and Finance Limited was held on Saturday, September 23, 2023 at 11:30 A.M. (IST) through Video Conference (VC)/ Other Audio-Visual Means (OAVM). The remote e-voting commenced on Tuesday, 19<sup>th</sup> September, 2023 at 9:00 AM (IST) and ended on Friday, 22<sup>nd</sup> September, 2023 at 5:00 PM (IST). The facility of e-voting during the AGM on September 23, 2023 was also provided.

In this regard, please find enclosed herewith:

1. The Consolidated Voting Results of remote e-voting and e-voting conducted during the AGM, in relation to the business transacted at the AGM, pursuant to Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
2. The Consolidated Scrutinizer's Report pursuant to Section 108 of the Companies Act, 2013, read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended.

The voting results along with Scrutinizer's Report will also be available on the Company's website at (<https://www.ramchandrafinance.in/>) and on the website of National Securities Depository Limited at (<https://nsdl.co.in/>).

Kindly take the same on your records and acknowledge it.

Thanking you,

Yours faithfully,

For **RAMCHANDRA LEASING AND FINANCE LIMITED**

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**Pradeep Saremal Jain**  
**Whole Time Director**  
**DIN: 03363790**

TELEFAX : 0265 - 3268100 CIN : L65910GJ1993PLC018912  
Email : [ramdfl@gmail.com](mailto:ramdfl@gmail.com), Web : [www.ramchandrafinance.com](http://www.ramchandrafinance.com)

**Regd. Office :**  
201, Rudra Plaza Complex,  
Dandia Bazar Main Road,  
Dandia Bazar,  
Vadodara - 390 001

**Corporate Office :**  
159/2, Amrut Niwas Bldg,  
Room No. 6,  
Dr. Vighas Street, Kalbudevi,  
Mumbai – 400002 MH

<b>Voting results</b>	
<b>Record date</b>	16-09-2023
<b>Total number of shareholders on record date</b>	12530
<b><u>No. of shareholders present in the meeting either in person or through proxy</u></b>	
a) Promoters and Promoter group	0
b) Public	15
<b><u>No. of shareholders attended the meeting through video conferencing</u></b>	
a) Promoters and Promoter group	0
b) Public	15
<b>No. of resolution passed in the meeting</b>	3
Disclosure of notes on voting results	

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ITEM NO. 1								
Resolution required: (Ordinary / Special)			Ordinary					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Description of resolution considered			To Consider and adopt the Audited Standalone Financial Statements of the Company for the Financial Year ended 31st March, 2023 together with report of the Board of Directors and Auditors thereon.					
Category	Mode of E-Voting	No. of Shares held	No. of votes polled	% of Votes polled on outstanding shares $(3)=[(2)/(1)]*100$	No. of Votes-In Favour	No. of Votes-Against	% of Votes in favour on votes polled $(6)=[(4)/(2)]*100$	% of Votes against on votes polled $(7)=[(5)/(2)]*100$
		(1)	(2)	(3)	(4)	(5)	(6)	(7)
Promoter and Promoter Group	E-Voting	58,84,500	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		58,84,500	-	-	-	-	-
Public-Institutions	E-Voting	2,791	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		2,791	-	-	-	-	-
Public- Non Institutions	E-Voting	4,52,74,709	68,75,895	15.19	68,75,395	500	99.99	0.01
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		4,52,74,709	68,75,895	15.19	68,75,395	500	99.99
<b>TOTAL</b>		<b>5,11,62,000</b>	<b>68,75,895</b>	<b>15.19</b>	<b>68,75,395</b>	<b>500</b>	<b>99.99</b>	<b>0.01</b>

\*No. of votes polled does not include 'no. of votes invalid.

Based on the aforesaid result, we report that the Ordinary Resolution as set out in the Item No.1 of the Notice of the AGM has been passed with the requisite majority

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ITEM NO. 2								
Resolution required: (Ordinary / Special)			Ordinary					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Description of resolution considered			To re-appoint Director in place Mr. Pradeep Saremal Jain (DIN 03363790), who retire by rotation in terms of section 152(6) of the Companies Act, 2013 and being eligible re-appointment offers himself for reappointment					
Category	Mode of E-Voting	No. of Shares held	No. of votes polled	% of Votes polled on outstanding shares $(3)=[(2)/(1)]*100$	No. of Votes-In Favour	No. of Votes-Against	% of Votes in favour on votes polled $(6)=[(4)/(2)]*100$	% of Votes against on votes polled $(7)=[(5)/(2)]*100$
		(1)	(2)	(3)	(4)	(5)	(6)	(7)
Promoter and Promoter Group	E-Voting	58,84,500	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		-	-	-	-	-	-
Public-Institutions	E-Voting	2,791	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		-	-	-	-	-	-
Public- Non Institutions	E-Voting	4,52,74,709	68,75,895	15.19	68,75,395	810	99.99	0.01
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		68,75,895	15.19	68,75,395	810	99.99	0.01
<b>TOTAL</b>		<b>5,11,62,000</b>	<b>68,75,895</b>	<b>15.19</b>	<b>68,75,395</b>	<b>810</b>	<b>99.99</b>	<b>0.01</b>

\*No. of votes polled does not include 'no. of votes invalid.

Based on the aforesaid result, we report that the Ordinary Resolution as set out in the Item No.2 of the Notice of the AGM has been passed with the requisite majority

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**SAREMAL** SAREMAL JAIN  
**JAIN** Date: 2023.09.25  
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**ITEM NO. 3**

Resolution required: (Ordinary / Special)		Ordinary						
Whether promoter/ promoter group are interested in the agenda/resolution?		No						
Description of resolution considered		To appoint Mr. Nitinkumar Bhawarlal Parmar (DIN 07551010) as an Independent Director of the Company						
Category	Mode of E-Voting	No. of Shares held	No. of votes polled	% of Votes polled on outstanding shares $(3)=[(2)/(1)]*100$	No. of Votes-In Favour	No. of Votes-Against	% of Votes in favour on votes polled $(6)=[(4)/(2)]*100$	% of Votes against on votes polled $(7)=[(5)/(2)]*100$
		(1)	(2)	(3)	(4)	(5)	(6)	(7)
Promoter and Promoter Group	E-Voting	58,84,500	-	-	-	-	-	-
	Poll		-	-	-	-	-	
	Postal Ballot (if applicable)		-	-	-	-	-	
	Total		-	-	-	-	-	
Public-Institutions	E-Voting	2,791	-	-	-	-	-	-
	Poll		-	-	-	-	-	
	Postal Ballot (if applicable)		-	-	-	-	-	
	Total		-	-	-	-	-	
Public- Non Institutions	E-Voting	4,52,74,709	68,75,895	15.19	68,75,285	610	99.99	0.01
	Poll		-	-	-	-	-	
	Postal Ballot (if applicable)		-	-	-	-	-	
	Total		68,75,895	15.19	68,75,285	610	99.99	0.01
<b>TOTAL</b>		<b>5,11,62,000</b>	<b>68,75,895</b>	<b>15.19</b>	<b>68,75,285</b>	<b>610</b>	<b>99.99</b>	<b>0.01</b>

\*No. of votes polled does not include 'no. of votes invalid.

Based on the aforesaid result, we report that the Ordinary Resolution as set out in the Item No.3 of the Notice of the AGM has been passed with the requisite majority

**PRADEEP SAREMAL JAIN** Digitally signed by PRADEEP SAREMAL JAIN Date: 2023.09.25 13:58:01 +05'30'

# HARSH M. JAIN & ASSOCIATES

## COMPANY SECRETARY

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**COMBINED SCRUTINIZER REPORT ON REMOTE E-VOTING & E-VOTING BY ELECTRONIC MEANS CONDUCTED WITH RESPECT TO THE 30<sup>TH</sup> ANNUAL GENERAL MEETING OF RAMCHANDRA LEASING AND FINANCE LIMITED HELD ON SATURDAY, SEPTEMBER 23, 2023 AT 11:30 A.M. BY MEANS OF VIDEO CONFERENCING ("VC")/ OTHER AUDIO-VISUAL MEANS ("OAVM")**

To,

The Chairman

**Ramchandra Leasing and Finance Limited,**

201/1, Rudra Plaza,

Opp. VMC Gas Office,

Dandia Bazar Main Road,

Vadodara – 390 001.

**Sub:** Combined Scrutinizer's Report on e-voting & voting, by electronic means conducted for the 30<sup>th</sup> Annual General Meeting ("AGM") of Equity Shareholders of Ramchandra Leasing & Finance Limited held on the Saturday, 23<sup>rd</sup> September, 2023 at 11:30 A.M. through Video Conferencing (VC)/Other Audio-Visual Means (OAVM).

Dear Sir/Madam,

I, **Harsh Manoj Jain**, Proprietor of M/s. Harsh M Jain & Associates, Practicing Company Secretaries, Mumbai, have been appointed as Scrutinizer by the Board of Ramchandra Leasing and Finance Limited ("RAMCHADRA"), for the purpose of scrutinizing remote e-voting including the E-voting process conducted at the 30<sup>th</sup> Annual General Meeting (AGM) of the Equity Shareholders of Ramchandra held on Saturday, 23<sup>rd</sup> September, 2023 at 11:30 A.M. through Video Conferencing / Other Audio Visual Means ('VC / OAVM') pursuant to the provisions of (Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 read with amendments made thereto and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, (the 'Listing Regulations').

### **Management Responsibility**

The Management of the Company is responsible to ensure the compliance with the requirements of the relevant provisions of (i) The Companies Act, 2013 and Rules made thereunder; (ii) The SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and (iii) Secretarial Standard - 2 on General Meetings issued by the Institute of Company Secretaries of India, if any, relating to remote E-voting prior to the date of AGM and E-voting process during the AGM.

### **Scrutinizer's Responsibility**

My responsibility as scrutinizer is restricted to making a scrutinizer report of the votes cast by the unit holders in respect of the resolutions contained in the AGM Notice of Ramchandra. My report is based on list/ data provided by the Registrar and Share Transfer Agent and Voting's received till the time fixed for closing the voting process on September 22, 2023.

I submit my report as under:

1. The notice of Annual General Meeting, as confirmed by the Company was sent to the shareholders in respect of the below mentioned resolutions passed at the AGM of the Company through electronic mode to those Members whose email addresses

# HARSH M. JAIN & ASSOCIATES

## COMPANY SECRETARY

are registered with the Company/Depositories, in compliance with the MCA Circular(s) and SEBI Circular dated May 13, 2022.

2. The Shareholders of the Company holding shares as on the "cut-off" date i.e., September 16, 2023, were entitled to vote on the proposed resolution(s) as set out in the item nos. 1 to 3 in the Notice of 30<sup>th</sup> Annual General Meeting of the Company.
3. The Company had availed the E-voting facility offered by national Securities Depository Limited ("NSDL") for providing remote E-voting facility to the Members of the Company prior to AGM as well as during the AGM.
4. The e-voting period for Remote e-voting commenced from 19<sup>th</sup> September, 2023 at 9:00 a.m. (IST) and ended on 22<sup>nd</sup> September, 2023 at 5:00 p.m. (IST) and the NDSL e-voting platform was blocked thereafter.
5. The Company also provided e-voting facility to the shareholders present at the AGM held through VC / OAVM. The votes cast under remote e-voting before the AGM and e-voting done at the time of AGM were unblocked and calculated after the conclusion of 30<sup>th</sup> Annual General Meeting.
6. Based on the data downloaded from the official website of the NDSL for the remote e-voting and e-voting process, we have scrutinized and reviewed the remote e-voting and e-voting process and votes tendered therein.

Combined Result of the remote e-voting and e-voting in respect of all the resolutions proposed in the Notice of 30<sup>th</sup> Annual General Meeting are enclosed herewith.

**Thanking you,**

For **M/s. HARSH M. JAIN & ASSOCIATES.**

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**Harsh Manoj Jain**

Proprietor

**M. No.:** A64355

**COP:** 25406

**UDIN:** A064355E001076113

**Place:** Mumbai

**Date:** 25/09/2023

# HARSH M. JAIN & ASSOCIATES

## COMPANY SECRETARY

### CONSOLIDATED RESULTS (REMOTE E-VOTING AND E-VOTING)

**ITEM NO. 1** – To Consider and adopt the Audited Standalone Financial Statements of the Company for the Financial Year ended 31st March, 2023 together with report of the Board of Directors and Auditors thereon.

Voting Description	Number of members voted in E-Voting	Number of Votes cast (Shares)	% of total number of valid votes cast
Voted <b>in favour</b> of the resolution	32	68,75,395	99.99
Voted <b>against</b> the resolution	1	500	0.01
<b>Invalid</b> votes	0	0	0
<b>Total</b>	<b>33</b>	<b>68,75,895</b>	<b>100</b>

Votes cast in both Remote E-Voting and E-Voting at the AGM by the same shareholders are considered Invalid, and only the votes casted in E-Voting are considered in respect of the Shareholder.

**RESULT:** As the no. of votes cast in favour of the resolution was not less than the no. of votes cast against it, we report that the Ordinary Resolution is passed in favour with Requisite majority

**ITEM NO. 2** – To re-appoint Director in place Mr. Pradeep Saremal Jain (DIN 03363790), who retire by rotation in terms of section 152(6) of the Companies Act, 2013 and being eligible re-appointment offers himself for reappointment.

Voting Description	Number of members voted in E-Voting	Number of Votes cast (Shares)	% of total number of valid votes cast
Voted <b>in favour</b> of the resolution	30	68,75,085	99.99
Voted <b>against</b> the resolution	3	810	0.01
<b>Invalid</b> votes	0	0	0
<b>Total</b>	<b>33</b>	<b>68,75,895</b>	<b>100</b>

Votes cast in both Remote E-Voting and E-Voting at the AGM by the same shareholders are considered Invalid, and only the votes casted in E-Voting are considered in respect of the Shareholder.

**RESULT:** As the no. of votes cast in favour of the resolution was not less than the no. of votes cast against it, we report that the Ordinary Resolution is passed in favour with Requisite majority



# HARSH M. JAIN & ASSOCIATES

## COMPANY SECRETARY

**ITEM NO. 3 – To appoint Mr. Nitinkumar Bhawarlal Parmar (DIN 07551010) as an Independent Director of the Company.**

<b>Voting Description</b>	<b>Number of members voted in E-Voting</b>	<b>Number of Votes cast (Shares)</b>	<b>% of total number of valid votes cast</b>
Voted <b>in favour</b> of the resolution	31	68,75,285	99.99
Voted <b>against</b> the resolution	2	610	0.01
<b>Invalid</b> votes	0	0	0
<b>Total</b>	<b>33</b>	<b>68,75,895</b>	<b>100</b>

Votes cast in both Remote E-Voting and E-Voting at the AGM by the same shareholders are considered Invalid, and only the votes casted in E-Voting are considered in respect of the Shareholder.

**RESULT:** As the no. of votes cast in favour of the resolution was not less than the no. of votes cast against it, we report that the Ordinary Resolution is passed in favour with Requisite majority

Based on the aforesaid results, we report that all resolutions set out in Item No. 1 to 3 in the Notice of the 30<sup>th</sup> Annual General Meeting dated 23<sup>rd</sup> September, 2023 have been passed with requisite majority.

The relevant records relating to remote e-voting and e-voting were handed over to the Company Secretary authorized by the Board for safe keeping.

**Thanking you,**

For **M/s. HARSH M. JAIN & ASSOCIATES.**

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by HARSH  
MANOJ JAIN  
Date: 2023.09.25  
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**Harsh Manoj Jain**

Proprietor

**M. No.:** A64355

**COP:** 25406

**UDIN:** A064355E001076113

**Place:** Mumbai

**Date:** 25/09/2023