



HB LEASING AND FINANCE CO. LTD.

Regd. Office : Plot No .31, Echelon Institutional Area, Sector - 32, Gurgaon - 122001 (Haryana)
Ph. : 0124-4675500, Fax : 0124-4370985, E-mail : corporate@hbleasing.com
Website : www.hbleasing.com, CIN No. L65910HR1982PLC034071

01st October, 2020

Listing Centre

The Listing Department
BSE Limited
Pheroze Jeejeebhoy Towers,
Dalal Street, Fort
Mumbai - 400 001

Company Code: 508956

Sub: - Submission of Voting Results and Scrutinizer's Report of 37th Annual General Meeting (AGM) held on 30th September, 2020

Dear Sir / Madam,

We would like to inform that all the resolutions placed at the 37th Annual General Meeting of the Company held on 30th September, 2020 have been passed by the Members with requisite majority.

Date of the AGM / EGM	30 th September, 2020
Total number of Shareholders on record date:	35068
No. of Shareholders present in the meeting either in person or through proxy:	
- Promoters & Promoter Group:	None
- Public:	None
No. of Shareholders attended the meeting through Video Conferencing (VC) /Other Audio Visual Means (OAVM):	
- Promoters & Promoter Group:	4
- Public:	62

In this regard, please find enclosed the following:

- 1) Voting Results under Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
- 2) Consolidated Scrutinizer's Report Dated 30th September, 2020 for votes casted through Remote e-voting and e-voting at the meeting pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014.

The Voting Results along with Scrutinizer's Report are also available on the Company's website, <http://www.hbleasing.com> and on the website of National Securities Depository Limited (NSDL), <http://www.evoting.nsd.com>

You are requested to take the above information on record.

Thanking you,
Yours Faithfully,
For HB LEASING AND FINANCE COMPANY LIMITED


SONALI SHARMA
(Company Secretary & Compliance Officer)

Encl: - As above

HB LEASING AND FINANCE COMPANY LIMITED

VOTING RESULTS OF 37TH AGM HELD ON 30TH SEPTEMBER, 2020

Agenda Item No. 1					Adoption of Audited Financial Statements for the Financial Year ended 31 st March, 2020 together with the reports of the Directors' and Auditors' thereon.			
Resolution required (Ordinary / Special)					Ordinary			
Whether promoter / promoter group are interested in the agenda / resolution?					No			
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of Votes – in favour	No. of Votes – against	% of Votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	$3 = [(2)/(1)] * 100$	(4)	(5)	$6 = [(4)/(2)] * 100$	$7 = [(5)/(2)] * 100$
Promoter & Promoter Group	Remote E-Voting	4218663	4218663	100.00	4218663	0	100.00	0.00
	E-Voting at AGM		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		4218663	4218663	100.00	4218663	0	100.00
Public-Institutions	Remote E-Voting	2180	0	0.00	0	0	0.00	0.00
	E-Voting at AGM		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		2180	0	0.00	0	0	0.00
Public-Non Institutions	Remote E-Voting	6841888	482552	7.05	482256	296	99.94	0.06
	E-Voting at AGM		820	0.01	820	0	100.00	0.00
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		6841888	483372	7.06	483076	296	99.94
Total		11062731	4702035	42.50	4701739	296	99.99	0.01



HB LEASING AND FINANCE COMPANY LIMITED

VOTING RESULTS OF 37TH AGM HELD ON 30TH SEPTEMBER, 2020

Agenda Item No. 2					Re-Appointment of Mr. Anil Goyal (DIN: 00001938), who retires by rotation and being eligible offers himself for re-appointment.			
Resolution required (Ordinary / Special)					Ordinary			
Whether promoter / promoter group are interested in the agenda / resolution?					No			
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes polled on outstanding shares $3 = [(2)/(1)] * 100$	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled $6 = [(4)/(2)] * 100$	% of Votes against on votes polled $7 = [(5)/(2)] * 100$
Promoter & Promoter Group	Remote E-Voting	4218663	4218663	100.00	4218663	0	100.00	0.00
	E-Voting at AGM		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		4218663	4218663	100.00	4218663	0	100.00
Public-Institutions	Remote E-Voting	2180	0	0.00	0	0	0.00	0.00
	E-Voting at AGM		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		2180	0	0.00	0	0	0.00
Public-Non Institutions	Remote E-Voting	6841888	482402	7.05	482106	296	99.94	0.06
	E-Voting at AGM		820	0.01	820	0	100.00	0.00
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		6841888	483222	7.06	482926	296	99.94
Total		11062731	4701885	42.50	4701885	296	99.99	0.01



Arun Gupta & Associates

Company Secretaries

To,

The Chairman

HB Leasing and Finance Company Limited

CIN: L99999HR1994PLC034146

Plot No. 31, Echelon Institutional Area,

Sector-32, Gurugram - 122001, Haryana

Dear Sir,

Sub: Consolidated Scrutinizer's Report on remote e-voting conducted pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by Companies (Management and Administration) Amendment Rules, 2015 and Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations') and e-voting during the 37th Annual General Meeting of HB Leasing and Finance Company Limited held on Wednesday, 30th September, 2020 at 03.00 P.M. through video conferencing ('VC') / other audio visual means ('OAVM') pursuant to circulars issued by Ministry of Corporate Affairs ("MCA") and Securities and Exchange Board of India ("SEBI").

1. Appointment of Scrutinizer

I, Arun Kumar Gupta Proprietor of Arun Gupta & Associates, Practicing Company Secretary, was appointed as the Scrutinizer by the Board of Directors of HB Leasing and Finance Company Limited (hereinafter referred to as the Company) for the remote e-voting as well as the e-voting by Members during the 37th Annual General Meeting ("AGM") of the Company held on Wednesday, 30th September, 2020 at 03:00 P.M. through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM") in terms of Circular No. 14/2020 dated 08th April, 2020, Circular No.17/2020 dated 13th April, 2020, Circular No. 20/2020 dated 05th May, 2020 issued by the Ministry of Corporate Affairs and Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated 12th May, 2020 issued by the Securities and Exchange Board of India (SEBI) (hereinafter collectively referred to as "the Circulars"). Our Responsibility as the Scrutinizer was to ensure that the voting process was conducted in a fair and transparent manner and submit a Scrutinizer's report on the voting on the resolutions based on the reports generated from the electronic voting system.

2. Dispatch of Notice convening the AGM

2.1 Pursuant to the MCA Circulars, advertisement was published in Business Standard (English and Hindi) on Friday, 28th August, 2020 specifying the date and time of the AGM, availability of the AGM notice on Company's website and website of the Stock

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Exchange, manner of registration of email ids by the members (both physical and demat) who are yet to register their email ids with the Company, manner of voting through remote e-voting or through e-voting system at the AGM, etc.

2.2 The Company hosted the notice of AGM on its website, website of the agency providing the platform for remote e-voting and e-voting during the AGM and also intimated the same to BSE Limited on 05th September, 2020.

2.3 On account of the situation arising out of COVID-19 and in terms of the MCA Circulars, the Company has sent the AGM Notice and Annual Report on 5th September, 2020 by e-mail to the Members who had registered their email ids with the Company / Depositories based on the Register of Members and list of Beneficial Owners furnished by the depositories viz., National Securities Depository Limited ("NSDL") and Central Depository Services (India) Limited ("CDSL").

3. Cut-off date

The Company fixed cut-off date i.e. Wednesday, 23rd September, 2020 for reckoning the members, who are eligible to attend the meeting and vote through remote e-voting before AGM / e-voting at the AGM.

4. Remote e-voting process

4.1 Agency

The Company appointed National Securities Depository Limited ("NSDL"), as the agency providing the platform for attending the meeting through VC/ OAVM, remote e-voting and e-voting at the AGM.

4.2 Remote e-voting period

Remote e-voting commenced at **09:00 A.M.** on **Sunday, 27th September, 2020** and ended at **05:00 P.M.** on **Tuesday, 29th September, 2020**.

5. Voting at the AGM

5.1 As prescribed under Rule 20(4)(xiii) of the Companies (Management and Administration) Rules, 2014, the facility for voting through e-voting at the AGM was made available only to the members who had not casted their vote by Remote e-voting prior to the AGM.



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6. Counting Process

On completion of e-voting during the AGM, we unblocked the results of the remote e-voting and e-voting by members at the AGM, on the NSDL e-voting platform and downloaded the results in presence of two witnesses, who are not in the employment of the Company.

7. Results

7.1 Consolidated Results with respect to each item on the agenda as set out in the Notice of the AGM dated 25th June, 2020 are enclosed herewith.

7.2 Based on the aforesaid results, we report that all the resolutions as set out in the Notice of the 37th AGM dated 25th June, 2020 have been duly passed with the requisite majority.




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ITEM NO. 1: ORDINARY RESOLUTION

ADOPTION OF AUDITED FINANCIAL STATEMENTS FOR THE FINANCIAL YEAR ENDED 31ST MARCH, 2020 TOGETHER WITH THE REPORTS OF THE DIRECTORS' AND AUDITORS' THEREON.

(i) Voted in favor of the resolution:

Particulars	Number of members voted	Number of Votes cast by them	% of total number of valid votes cast
Remote e-voting	97	4700919	99.99%
E-voting at the AGM	8	820	100.00%
Total	105	4701739	99.99%

(ii) Voted against the resolution:

Particulars	Number of members voted	Number of Votes cast by them	% of total number of valid votes cast
Remote e-voting	3	296	0.01%
E-voting at the AGM	0	0	0.00%
Total	3	296	0.01%

(iii) Invalid Votes/ Abstain from Voting/ Not Voted:

Particulars	Number of members	Number of votes
Remote e-voting	0	0
E-voting at the AGM	0	0
Total	0	0

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




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Company Secretaries

ITEM NO. 2: ORDINARY RESOLUTION

RE-APPOINTMENT OF MR. ANIL GOYAL (DIN: 00001938), DIRECTOR WHO RETIRES BY ROTATION AND BEING ELIGIBLE OFFERS HIMSELF FOR RE-APPOINTMENT.

(i) Voted in favor of the resolution:

Particulars	Number of members voted	Number of Votes cast by them	% of total number of valid votes cast
Remote e-voting	96	4700769	99.99%
E-voting at the AGM	8	820	100.00%
Total	104	4701589	99.99%

(ii) Voted against the resolution:

Particulars	Number of members voted	Number of Votes cast by them	% of total number of valid votes cast
Remote e-voting	3	296	0.01%
E-voting at the AGM	0	0	0.00%
Total	3	296	0.01%

(iii) ~~Invalid Votes/ Abstain from Voting /Not Voted:~~

Particulars	Number of members	Number of votes
Remote e-voting	1	150
E-voting at the AGM	0	0
Total	1	150

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




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8. The Register, all other papers and relevant records relating to remote e-voting shall remain in our safe custody until the chairman considers, approves, and signs the minutes and thereafter the same would be handed over to the Company Secretary of the Company for the safe keeping.
9. The results of the Voting shall be declared by the Chairman or any other person authorized by Board.

Thanking you
Yours faithfully

For Arun Gupta & Associates

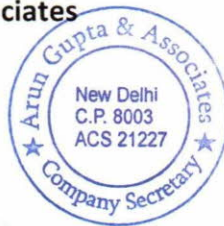


Arun Kumar Gupta
(Scrutinizer)

Membership No. 21227

C.P. No. 8003

UDIN: A0 21227 B000 8357 66



Counter signed by

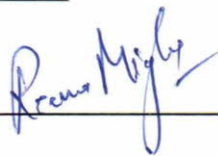


Lalit Bhasin
(Chairman of the meeting)

Place: New Delhi

Date: 01/10/2020

Witnesses:

1)  _____

Name: Reema Miglani
Address: 438, Dr. Mukherjee Nagar,
New Delhi-110009

2)  _____

Name: Jyoti
Address: M-60, Majnu Ka Tilla,
Aruna Nagar, Delhi-110054