

Date: 01.10.2024

To  
The Department of Corporate Services  
**BSE Limited**  
Phiroze Jeejeebhoy Tower,  
Dalal Street, Mumbai-400001

**Ref: Scrip Code: 530855**

**Sub: Submission of Voting Pattern along with Scrutinizer' report for 31<sup>st</sup> AGM of G D L Leasing and Finance Limited**

Dear Sir / Madam,

The 31<sup>st</sup> Annual General Meeting ("AGM") of our Company, G D L Leasing and Finance Limited, held on Monday, 30<sup>th</sup> Day of September, 2024 at 09:30 a.m. at 20/4, Singhu Village, Near Singhu Border, Delhi-110040.

As per the provisions of the Companies Act, 2013 and the rules made thereunder and the listing agreement, the Company has provided the facility of remote e-voting to the shareholders to enable them to cast their vote electronically on the resolutions proposed in the Notice of 31<sup>st</sup> AGM. In lines with the provisions of the Companies Act, 2013 voting was conducted by means of poll at the AGM, for shareholders present at the AGM.

In pursuance of applicable Sections of Companies Act, 2013 and Regulation 44 of SEBI (Listing Obligation and Disclosure Requirement) Regulation 2015 entered into with the Stock Exchange, please find enclosed herewith Scrutinizer report in respect of E-Voting and Poll taken thereat at 31<sup>st</sup> AGM of Our Company, G D L Leasing and Finance Limited for the Financial Year ending on 31.03.2024 held on 30<sup>th</sup> Day of September, 2024, and Voting Pattern of the Shareholders present at the AGM who had not cast their vote through remote e-voting.

The Board of Directors had appointed Mr. Amit Kumar, having Membership No. 48528, a practicing Company Secretary, as the Scrutinizer for remote e-voting and poll at the AGM in fair and transparent manner.

Please find enclosed the consolidated results as per Scrutinizer's report.

Thanking You

**For G D L Leasing and Finance Limited**

**PREM KUMAR  
JAIN**

Digitally signed by PREM KUMAR  
JAIN  
Date: 2024.10.01 16:09:28 +05'30'

**Prem Kumar Jain  
(Chairperson & Managing Director)  
DIN: 01151409**

**Head Office:-**  
GDL Leasing & Finance Ltd.  
206, Vardhman Diamond Plaza  
Paharganj, New Delhi-110055  
Ph. No. 011-69206216

**Hyderabad Office:-**  
GDL Leasing & Finance Ltd.  
104, Blue Chip Arcade  
3-6-111, Himayat Nagar  
Hyderabad-500029  
Ph. No. 040-49989622

 [www.gdlleasing.com](http://www.gdlleasing.com)  
 [info@gdlleasing.com](mailto:info@gdlleasing.com)  
[gdlgroup@yahoo.com](mailto:gdlgroup@yahoo.com)

**VOTING PATTERN OF AGM**  
[Pursuant to Regulation 44 of SEBI (Listing Obligation and Disclosure Requirement) Regulation, 2015]

<b>Date of the Annual General Meeting</b>	30.09.2024
<b>Total number of shareholders on record date</b>	296
<b>No. of shareholders present in the meeting either in person or through proxy:</b>	
Promoter	3
Public	8
<b>No. of Shareholders attended the meeting through Video Conferencing:</b>	
Promoter	Not Applicable
Public	

**DETAILS OF THE VOTING HELD THROUGH ELECTRONIC MEANS AND POLL IN RESPECT OF ANNUAL GENERAL MEETING OF G D L LEASING AND FINANCE LIMITED HELD ON 30.09.2024**

- TO RECEIVE, CONSIDER AND ADOPT THE AUDITED FINANCIAL STATEMENTS OF THE COMPANY FOR THE FINANCIAL YEAR ENDED 31<sup>ST</sup> MARCH, 2024, TOGETHER WITH THE REPORTS OF THE BOARD OF DIRECTORS AND THE AUDITORS THEREON.**

**RESOLUTION REQUIRED:** Ordinary Resolution

**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 in - Against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on Votes Polled (7)=[(5)/(2)]*100
<b>Promoter and Promoter Group</b>	<b>E-Voting</b>	1931575	0	0.00	0	0	0.00	0.00
	<b>Poll</b>		1931575	100.00	1931575	0	100.00	0.00
	<b>Sub Total</b>	<b>1931575</b>	<b>1934575</b>	<b>100.00</b>	<b>1931575</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>
<b>Public Institutions</b>	<b>E-Voting</b>	0	0	0.00	0	0	0.00	0.00
	<b>Poll</b>		0	0.00	0	0	0.00	0.00
	<b>Sub Total</b>	<b>0</b>	<b>0</b>	<b>0.00</b>	<b>0</b>	<b>0</b>	<b>0.00</b>	<b>0.00</b>
<b>Public Non Institutions</b>	<b>E-Voting</b>	1078525	0	0.00	0	0	0.00	0.00
	<b>Poll</b>		484200	44.89	484200	0	100.00	0.00
	<b>Sub Total</b>	<b>1078525</b>	<b>484200</b>	<b>44.89</b>	<b>484200</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>
<b>Total</b>		<b>3010100</b>	<b>2415775</b>	<b>80.26</b>	<b>2415775</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>

The above resolution was passed unanimously.

**Head Office:-**  
GDL Leasing & Finance Ltd.  
206, Vardhman Diamond Plaza  
Paharganj, New Delhi-110055  
Ph. No. 011-69206216

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 [www.gdlleasing.com](http://www.gdlleasing.com)  
 [info@gdlleasing.com](mailto:info@gdlleasing.com)  
[gdlgroup@yahoo.com](mailto:gdlgroup@yahoo.com)

**2. TO APPOINT A DIRECTOR IN PLACE OF MR. DEEPAK KUMAR GANGWANI (DIN: 00761959), WHO RETIRES BY ROTATION AND, BEING ELIGIBLE, OFFERS HERSELF FOR RE-APPOINTMENT.**

**RESOLUTION REQUIRED:** Ordinary Resolution

**WHETHER PROMOTER/ PROMOTER GROUP ARE INTERESTED IN THE**

**AGENDA/RESOLUTION:** Yes

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 in - Against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on Votes Polled (7)=[(5)/(2)]*100
<b>Promoter and Promoter Group</b>	<b>E-Voting</b>	1931575	0	0.00	0	0	0.00	0.00
	<b>Poll</b>		1931575	100.00	1931575	0	100.00	0.001
	<b>Sub Total</b>	<b>1931575</b>	<b>1934575</b>	<b>100.00</b>	<b>1931575</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>
<b>Public Institutions</b>	<b>E-Voting</b>	0	0	0.00	0	0	0.00	0.00
	<b>Poll</b>		0	0.00	0	0	0.00	0.00
	<b>Sub Total</b>	<b>0</b>	<b>0</b>	<b>0.00</b>	<b>0</b>	<b>0</b>	<b>0.00</b>	<b>0.00</b>
<b>Public Non Institutions</b>	<b>E-Voting</b>	1078525	0	0.00	0	0	0.00	0.00
	<b>Poll</b>		484200	44.89	484200	0	100.00	0.00
	<b>Sub Total</b>	<b>1078525</b>	<b>484200</b>	<b>44.89</b>	<b>484200</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>
	<b>Total</b>	<b>3010100</b>	<b>2415775</b>	<b>80.26</b>	<b>2415775</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>

Only Mr. Deepak Kumar Gangwani is interested in this resolution, hence he is not voted.

The above resolution was passed unanimously.

**3. APPOINTMENT OF M/S O AGGARWAL & CO. AS STATUTORY AUDITOR OF THE COMPANY.**

**RESOLUTION REQUIRED:** Ordinary Resolution

**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 in - Against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on Votes Polled (7)=[(5)/(2)]*100
<b>Promoter and Promoter Group</b>	<b>E-Voting</b>	1931575	0	0.00	0	0	0.00	0.00
	<b>Poll</b>		1931575	100.00	1931575	0	100.00	0.001
	<b>Sub Total</b>	<b>1931575</b>	<b>1934575</b>	<b>100.00</b>	<b>1931575</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>
<b>Public Institutions</b>	<b>E-Voting</b>	0	0	0.00	0	0	0.00	0.00
	<b>Poll</b>		0	0.00	0	0	0.00	0.00
	<b>Sub Total</b>	<b>0</b>	<b>0</b>	<b>0.00</b>	<b>0</b>	<b>0</b>	<b>0.00</b>	<b>0.00</b>
<b>Public Non Institutions</b>	<b>E-Voting</b>	1078525	0	0.00	0	0	0.00	0.00
	<b>Poll</b>		484200	44.89	484200	0	100.00	0.00
	<b>Sub Total</b>	<b>1078525</b>	<b>484200</b>	<b>44.89</b>	<b>484200</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>
	<b>Total</b>	<b>3010100</b>	<b>2415775</b>	<b>80.26</b>	<b>2415775</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>

The above resolution was passed unanimously.

**4. APPOINTMENT OF MR. PREM KUMAR JAIN (DIN: 01151409) AS MANAGING DIRECTOR AND CEO OF THE COMPANY.**

**RESOLUTION REQUIRED:** Special Resolution

**WHETHER PROMOTER/ PROMOTER GROUP ARE INTERESTED IN THE AGENDA/RESOLUTION:** Yes

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 in - Against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on Votes Polled (7)=[(5)/(2)]*100
<b>Promoter and Promoter Group</b>	<b>E-Voting</b>	1931575	0	0.00	0	0	0.00	0.00
	<b>Poll</b>		0	0.00	0	0	0.00	0.00
	<b>Sub Total</b>	<b>1931575</b>	<b>0</b>	<b>0.00</b>	<b>0</b>	<b>0</b>	<b>0.00</b>	<b>0.00</b>
<b>Public Institutions</b>	<b>E-Voting</b>	0	0	0.00	0	0	0.00	0.00
	<b>Poll</b>		0	0.00	0	0	0.00	0.00
	<b>Sub Total</b>	<b>0</b>	<b>0</b>	<b>0.00</b>	<b>0</b>	<b>0</b>	<b>0.00</b>	<b>0.00</b>
<b>Public Non Institutions</b>	<b>E-Voting</b>	1078525	0	0.00	0	0	0.00	0.00
	<b>Poll</b>		484200	44.89	484200	0	100.00	0.00
	<b>Sub Total</b>	<b>1078525</b>	<b>484200</b>	<b>44.89</b>	<b>484200</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>
<b>Total</b>		<b>3010100</b>	<b>484200</b>	<b>16.09</b>	<b>484200</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>

Mr. Prem Kumar Jain, Mr. Ashish Jain and Mr. Mohit Jain are interested in this resolution, hence they has not voted for this Resolution

The above resolution was passed unanimously.

**5. APPOINTMENT (RE-DESIGNATION) OF MR. ASHISH JAIN (DIN: 02196387) AS WHOLE TIME DIRECTOR OF THE COMPANY.**

**RESOLUTION REQUIRED:** Ordinary Resolution

**WHETHER PROMOTER/ PROMOTER GROUP ARE INTERESTED IN THE AGENDA/RESOLUTION:** Yes

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 in - Against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on Votes Polled (7)=[(5)/(2)]*100
<b>Promoter and Promoter Group</b>	<b>E-Voting</b>	1931575	0	0.00	0	0	0.00	0.00
	<b>Poll</b>		0	0.00	0	0	0.00	0.00
	<b>Sub Total</b>	<b>1931575</b>	<b>0</b>	<b>0.00</b>	<b>0</b>	<b>0</b>	<b>0.00</b>	<b>0.00</b>
<b>Public Institutions</b>	<b>E-Voting</b>	0	0	0.00	0	0	0.00	0.00
	<b>Poll</b>		0	0.00	0	0	0.00	0.00
	<b>Sub Total</b>	<b>0</b>	<b>0</b>	<b>0.00</b>	<b>0</b>	<b>0</b>	<b>0.00</b>	<b>0.00</b>
<b>Public Non Institutions</b>	<b>E-Voting</b>	1078525	0	0.00	0	0	0.00	0.00
	<b>Poll</b>		484200	44.89	484200	0	100.00	0.00
	<b>Sub Total</b>	<b>1078525</b>	<b>484200</b>	<b>44.89</b>	<b>484200</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>
<b>Total</b>		<b>3010100</b>	<b>484200</b>	<b>16.09</b>	<b>484200</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>

Mr. Prem Kumar Jain, Mr. Ashish Jain and Mr. Mohit Jain are interested in this resolution, hence they has not voted for this Resolution

The above resolution was passed unanimously.

**6. APPOINTMENT OF MR. ATUL JAIN (DIN: 06608095) AS WHOLE TIME DIRECTOR OF THE COMPANY.**

**RESOLUTION REQUIRED:** Ordinary Resolution

**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 in - Against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on Votes Polled (7)=[(5)/(2)]*100
<b>Promoter and Promoter Group</b>	<b>E-Voting</b>	1931575	0	0.00	0	0	0.00	0.00
	<b>Poll</b>		1931575	100.00	1931575	0	100.00	0.00
	<b>Sub Total</b>	<b>1931575</b>	<b>1934575</b>	<b>100.00</b>	<b>1931575</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>
<b>Public Institutions</b>	<b>E-Voting</b>	0	0	0.00	0	0	0.00	0.00
	<b>Poll</b>		0	0.00	0	0	0.00	0.00
	<b>Sub Total</b>	<b>0</b>	<b>0</b>	<b>0.00</b>	<b>0</b>	<b>0</b>	<b>0.00</b>	<b>0.00</b>
<b>Public Non Institutions</b>	<b>E-Voting</b>	1078525	0	0.00	0	0	0.00	0.00
	<b>Poll</b>		484200	44.89	484200	0	100.00	0.00
	<b>Sub Total</b>	<b>1078525</b>	<b>484200</b>	<b>44.89</b>	<b>484200</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>
<b>Total</b>		<b>3010100</b>	<b>2415775</b>	<b>80.26</b>	<b>2415775</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>

The above resolution was passed unanimously.

**7. REGULARISATION OF MS. GUNJAN CHAWLA (DIN: 10426124) AS NON-EXECUTIVE INDEPENDENT DIRECTOR OF THE COMPANY.**

**RESOLUTION REQUIRED:** Ordinary Resolution

**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 in - Against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on Votes Polled (7)=[(5)/(2)]*100
<b>Promoter and Promoter Group</b>	<b>E-Voting</b>	1931575	0	0.00	0	0	0.00	0.00
	<b>Poll</b>		1931575	100.00	1931575	0	100.00	0.00
	<b>Sub Total</b>	<b>1931575</b>	<b>1934575</b>	<b>100.00</b>	<b>1931575</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>
<b>Public Institutions</b>	<b>E-Voting</b>	0	0	0.00	0	0	0.00	0.00
	<b>Poll</b>		0	0.00	0	0	0.00	0.00
	<b>Sub Total</b>	<b>0</b>	<b>0</b>	<b>0.00</b>	<b>0</b>	<b>0</b>	<b>0.00</b>	<b>0.00</b>
<b>Public Non Institutions</b>	<b>E-Voting</b>	1078525	0	0.00	0	0	0.00	0.00
	<b>Poll</b>		484200	44.89	484200	0	100.00	0.00
	<b>Sub Total</b>	<b>1078525</b>	<b>484200</b>	<b>44.89</b>	<b>484200</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>
<b>Total</b>		<b>3010100</b>	<b>2415775</b>	<b>80.26</b>	<b>2415775</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>

The above resolution was passed unanimously.

**8. APPOINTMENT OF MR. RAJENDER AGGARWAL (DIN: 00850468) AS NON-EXECUTIVE INDEPENDENT DIRECTOR OF THE COMPANY.**

**RESOLUTION REQUIRED:** Ordinary Resolution

**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 in - Against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on Votes Polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	1931575	0	0.00	0	0	0.00	0.00
	Poll		1931575	100.00	1931575	0	100.00	0.00
	<b>Sub Total</b>	<b>1931575</b>	<b>1934575</b>	<b>100.00</b>	<b>1931575</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>
Public Institutions	E-Voting	0	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	<b>Sub Total</b>	<b>0</b>	<b>0</b>	<b>0.00</b>	<b>0</b>	<b>0</b>	<b>0.00</b>	<b>0.00</b>
Public Non Institutions	E-Voting	1078525	0	0.00	0	0	0.00	0.00
	Poll		484200	44.89	484200	0	100.00	0.00
	<b>Sub Total</b>	<b>1078525</b>	<b>484200</b>	<b>44.89</b>	<b>484200</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>
<b>Total</b>		<b>3010100</b>	<b>2415775</b>	<b>80.26</b>	<b>2415775</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>

The above resolution was passed unanimously.

**9. INCREASE IN AUTHORISED SHARE CAPITAL OF THE COMPANY.**

**RESOLUTION REQUIRED:** Ordinary Resolution

**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 in - Against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on Votes Polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	1931575	0	0.00	0	0	0.00	0.00
	Poll		1931575	100.00	1931575	0	100.00	0.00
	<b>Sub Total</b>	<b>1931575</b>	<b>1934575</b>	<b>100.00</b>	<b>1931575</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>
Public Institutions	E-Voting	0	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	<b>Sub Total</b>	<b>0</b>	<b>0</b>	<b>0.00</b>	<b>0</b>	<b>0</b>	<b>0.00</b>	<b>0.00</b>
Public Non Institutions	E-Voting	1078525	0	0.00	0	0	0.00	0.00
	Poll		484200	44.89	484200	0	100.00	0.00
	<b>Sub Total</b>	<b>1078525</b>	<b>484200</b>	<b>44.89</b>	<b>484200</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>
<b>Total</b>		<b>3010100</b>	<b>2415775</b>	<b>80.26</b>	<b>2415775</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>

The above resolution was passed unanimously.

**For and on behalf of  
GDL Leasing & Finance Limited**

**PREM KUMAR  
JAIN**

Digitally signed by PREM KUMAR JAIN  
Date: 2024.10.01 16:10:46 +05'30'

**Prem Kumar Jain  
DIN: 01151409  
(Chairperson & Managing Director)**

Date: 01.10.2024  
Place: New Delhi



**AMIT H.V. & ASSOCIATES**  
**(COMPANY SECRETARIES)**

Office: 304A, Jaina Tower-1, Janakpuri, District Center, New Delhi-110058  
Email: cs.amit.arya@gmail.com, Mobile: 8826810670

**CONSOLIDATED SCRUTINIZER'S REPORT**  
**ON REMOTE E-VOTING AND POLL**

*[Pursuant to Section 108 of the Companies Act, 2013 read with  
Rule 20(3) of the Companies (Management and Administration) Rules, 2014]*

To  
The Chairman  
**G D L Leasing and Finance Limited**  
206, Second Floor, Vardhman Diamod Plaza,  
Plot No. 3, DDA Community Centre, D.B Gupta Road,  
Motia Khan, Pahar Ganj, New Delhi-110055

**Reg.: 31<sup>st</sup> Annual General Meeting of the Members of G D L Leasing and Finance Limited held on Monday, 30<sup>th</sup> Day of September, 2024 at 09:30 A.M. at 20/4, Singhu Village, Near Singhu Border, Delhi-110040**

**SUB: Consolidated Scrutinizer's Report on voting through electronic means (remote e-voting) and poll process conducted pursuant to the provisions of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 and Section 108 of Companies Act, 2013 ("the Act") read with Rule 20 (4)(xii) of Companies (Management and Administration) Rules, 2014.**

Dear Sir,

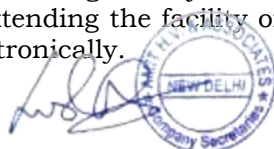
I, Amit Kumar, Prop. of Amit H.V. & Associates, Practicing Company Secretaries, having office at 304-A, Jaina Tower-1, Janakpuri, District Centre, New Delhi-110058, had been appointed as the Scrutinizer by the Board of Directors of G D L Leasing and Finance Limited ("**the Company**") having its registered office at 206, Second Floor, Vardhman Diamod Plaza, Plot No. 3, DDA Community Centre, D.B Gupta Road, Motia Khan, Pahar Ganj, New Delhi-110055 in its meeting held on 04<sup>th</sup> September, 2024, pursuant to the provisions of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 and Section 108 of Companies Act, 2013 read with Rule 20 and 21 of the Companies (Management and Administration) Rules, 2015 to conduct the Remote E-Voting process and to scrutinize physical poll process under taken by the Shareholders in respect of the below mentioned resolution(s) passed at 31<sup>st</sup> Annual General Meeting of the Company held on **Monday, the 30<sup>th</sup> Day of September, 2024** at 20/4, Singhu Village, Near Singhu Border, Delhi-110040.

**Management's Responsibility:**

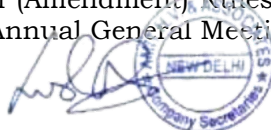
The management of the Company is responsible to ensure compliance with the requirements of (i) the Act and the Rules made thereunder; (ii) the MCA Circulars; and (iii) the SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015, ("**LODR**") relating to remote e-voting and poll on the resolution contained in the Notice read with SEBI Circulars. The management of the Company is responsible for ensuring a secured framework and robustness of the electronic voting systems.

In this regard, I submit my report as under:

1. The Company had availed e-voting facility from **Central Depository Services Limited** (CDSL) for the purpose of extending the facility of Remote E-Voting to the Members of the Company and for voting electronically.



2. The Service Provider had set up electronic voting facility on their website <https://www.evotingindia.com> to facilitate the members of the Company the Remote E-voting facility.
3. In accordance with General Circulars No. 17/2020 and 20/2020 date 13th April, 2020 and 5th May, 2020 respectively issued by the Ministry of Corporate Affairs (MCA) and SEBI Circulars No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated 12th May, 2020 and the Securities Exchange Board of India (Listing Obligations and Disclosures Requirements) Regulations, 2015, the Notice of the AGM along with the Annual Report of the Company for the F.Y. 2023-24 was sent only through electronic mode (email) to all the member of the Company who have registered their e-mail IDs with the Depository Participants / Registrar and Transfer Agents (RTA) of the Company, containing the detailed procedure to be followed by the Members who were desirous of casting their votes electronically as provided under Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended.
4. The cut-off date for the purposes of identifying the Members who were entitled to cast their vote through Remote e-voting or by poll in AGM was 23<sup>rd</sup> day of September, 2024 and as prescribed under law the Remote e-voting facility was open for three days from 27.09.2024 to 29.09.2024.
5. Company has completed the dispatch of Notice on 05.09.2024 and Pursuant to the applicable provision of MCA circulars and pursuant to Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended, the company had published the newspaper advertisement in **Financial Express (English) and Jansatta (Hindi) dated 07th September, 2024.**
6. After the time fixed for closing of the poll by the Chairman, One ballot box kept for polling was locked in my presence with due identification marks placed by me.
7. The locked ballot box was subsequently opened in my presence and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Skyline Financial Services Pvt. Ltd. (Registrar and Transfer Agents) of the Company and the authorizations / proxies lodged with the Company.
8. No poll paper was incomplete and/or found defective.
9. The consolidated result of the e voting and Poll is given in the annexure:
10. On the conclusion of the Voting at the Annual General Meeting the locked ballot box was subsequently opened in my presence (along with presence of two witnesses who are not in the employment of the Company) and I counted the votes casted at the Annual General Meeting and thereafter unblocked the votes cast through remote e-voting, in the presence of Mr. Sunil Singh Pundir and Mr. Neeraj Sharma, who are not in employment of the Company.
11. I have scrutinized the consolidated voting in a fair & transparent manner based on the data downloaded from the CDSL, remote e-voting platform and the ballot papers received respectively.
12. Based on the data made available to me, no members have cast their vote on the e-voting platform and 11 members have cast their vote physically through poll papers. I hereby annex the Consolidated Voting result pursuant to Rule (20)(4)(xii) of Companies Management & Administration (Amendment) Rules, 2015 on all the resolutions contained in the notice of aforesaid 31<sup>st</sup> Annual General Meeting.





13. I hereby annex the Consolidated Voting results as **Annexure 1** pursuant to **Rule20(4)(xii) of the Companies (Management & Administration) Amendment Rules, 2015** on all the resolutions contained in the notice of aforesaid Annual General Meeting. Based on the Consolidated Voting results, I report that all resolutions as set out in item nos. 1 to 9 of the Notice have been passed with requisite majority.
14. All relevant records of remote e-voting and ballots handed over to the Company Secretary of the Company for safe keeping.

**Restriction on Use**

This report has been issued at the request of the Company for (i) submission to Stock Exchanges, (ii) placing on website of the Company and (iii) placing on website of NSDL. This report is not to be used for any other purpose or to be distributed by the Company to any other parties. Accordingly, I do not accept or assume any liability or any duty of care or for any other purpose or to any other party to whom it is shown or into whose hands it may come without my prior consent in writing.

**For Amit H.V. & Associates  
(Company Secretaries)  
Peer Review Code: 2445/2022**



**CS Amit Kumar  
(Proprietor)  
M. No. 48528, COP No: 21725  
UDIN: A048528F001386293**

Date: 30.09.2024  
Place: New Delhi

**CONSOLIDATE RESULTS**

1. **TO RECEIVE, CONSIDER AND ADOPT THR AUDITED FINANCIAL STATEMENTS OF THE COMPANY FOR THE FINANCIAL YEAR ENDED 31<sup>ST</sup> MARCH, 2024, TOGETHER WITH THE REPORTS OF THE BOARD OF DIRECTORS AND THE AUDITORS THEREON.**

RESOLUTION REQUIRED: **Ordinary Resolution**

WHETHER PROMOTER/ PROMOTER GROUP ARE INTERESTED IN THE AGENDA/RESOLUTION: **NO**

Mode	Total Valid Votes		Votes in Favor			Votes Against		
	Voters	No. of Votes	Voters	No. of Votes	Voting %	Voters	No. of Votes	Voting %
Poll at AGM	11	2415775	11	2415775	100.00	0	0	0.00
Remote E-voting	0	0	0	0	0.00	0	0	0.00
Total Voting	11	2415775	11	2415775	100.00	0	0	0.00

Based on the aforesaid results, I reports that the **Ordinary Resolution** as contained in the **Item No. 1** of the Notice dated **September 04, 2024** has been passed with requisite majority.

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Institution	0
Public- Non Institution	0

**CONSOLIDATE RESULTS**

**2. TO APPOINT A DIRECTOR IN PLACE OF MRS. DEEPAK KUMAR GANGWANI (DIN: 00761959), WHO RETIRES BY ROTATION AND, BEING ELIGIBLE, OFFERS HIMSELF FOR RE-APPOINTMENT.**

RESOLUTION REQUIRED: **Ordinary Resolution**

WHETHER PROMOTER/ PROMOTER GROUP ARE INTERESTED IN THE AGENDA/RESOLUTION: **No**

Mode	Total Valid Votes		Votes in Favor			Votes Against		
	Voters	No. of Votes	Voters	No. of Votes	Voting %	Voters	No. of Votes	Voting %
Poll at AGM	11	2415775	11	2415775	100.00	0	0	0.00
Remote E-voting	0	0	0	0	0.00	0	0	0.00
Total Voting	11	2415775	11	2415775	100.00	0	0	0.00

Only Mr. Deepak Kumar Gangwani is interested in this resolution.

Based on the aforesaid results, I reports that the **Ordinary Resolution** as contained in the **Item No. 2** of the Notice dated **September 04, 2024** has been passed with requisite majority.

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Institution	0
Public- Non Institution	0

**CONSOLIDATE RESULTS**

**3. APPOINTMENT OF M/S O AGGARWAL & CO. AS STATUTORY AUDITOR OF THE COMPANY.**

RESOLUTION REQUIRED: **Ordinary Resolution**

WHETHER PROMOTER/ PROMOTER GROUP ARE INTERESTED IN THE AGENDA/RESOLUTION: **NO**

Mode	Total Valid Votes		Votes in Favor			Votes Against		
	Voters	No. of Votes	Voters	No. of Votes	Voting %	Voters	No. of Votes	Voting %
Poll at AGM	11	2415775	11	2415775	100.00	0	0	0.00
Remote E-voting	0	0	0	0	0.00	0	0	0.00
Total Voting	11	2415775	11	2415775	100.00	0	0	0.00

Based on the aforesaid results, I reports that the **Ordinary Resolution** as contained in the **Item No. 3** of the Notice dated **September 04, 2024** has been passed with requisite majority.

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Institution	0
Public- Non Institution	0

**CONSOLIDATE RESULTS**

**4. APPOINTMENT OF MR. PREM KUMAR JAIN (DIN: 01151409) AS MANAGING DIRECTOR AND CEO OF THE COMPANY.**

RESOLUTION REQUIRED: **Special Resolution**

WHETHER PROMOTER/ PROMOTER GROUP ARE INTERESTED IN THE AGENDA/RESOLUTION: **YES**

Mode	Total Valid Votes		Votes in Favor			Votes Against		
	Voters	No. of Votes	Voters	No. of Votes	Voting %	Voters	No. of Votes	Voting %
Poll at AGM	8	484200	8	484200	100.00	0	0	0.00
Remote E-voting	0	0	0	0	0.00	0	0	0.00
Total Voting	8	484200	8	484200	100.00	0	0	0.00

*Mr. Prem Kumar Jain, Mr. Ashish Jain and Mr. Mohit Jain are interested in this resolution, hence they have not voted in this resolution.*

Based on the aforesaid results, I reports that the **Special Resolution** as contained in the **Item No. 4** of the Notice dated **September 04, 2024** has been passed with requisite majority.

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Institution	0
Public- Non Institution	0

**CONSOLIDATE RESULTS**

**5. APPOINTMENT OF MR. ASHISH JAIN (DIN: 02196387) AS WHOLE TIME DIRECTOR OF THE COMPANY.**

RESOLUTION REQUIRED: **Ordinary Resolution**

WHETHER PROMOTER/ PROMOTER GROUP ARE INTERESTED IN THE AGENDA/RESOLUTION: **YES**

Mode	Total Valid Votes		Votes in Favor			Votes Against		
	Voters	No. of Votes	Voters	No. of Votes	Voting %	Voters	No. of Votes	Voting %
Poll at AGM	8	484200	8	484200	100.00	0	0	0.00
Remote E-voting	0	0	0	0	0.00	0	0	0.00
Total Voting	8	484200	8	484200	100.00	0	0	0.00

*Mr. Prem Kumar Jain, Mr. Ashish Jain and Mr. Mohit Jain are interested in this resolution, hence they have not voted in this resolution.*

Based on the aforesaid results, I reports that the **Ordinary Resolution** as contained in the **Item No. 5** of the Notice dated **September 04, 2024** has been passed with requisite majority.

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Institution	0
Public- Non Institution	0

**CONSOLIDATE RESULTS**

**6. APPOINTMENT OF MR. ATUL JAIN (DIN: 06608095) AS WHOLE TIME DIRECTOR OF THE COMPANY.**

RESOLUTION REQUIRED: **Ordinary Resolution**

WHETHER PROMOTER/ PROMOTER GROUP ARE INTERESTED IN THE AGENDA/RESOLUTION: **NO**

Mode	Total Valid Votes		Votes in Favor			Votes Against		
	Voters	No. of Votes	Voters	No. of Votes	Voting %	Voters	No. of Votes	Voting %
Poll at AGM	11	2415775	11	2415775	100.00	0	0	0.00
Remote E-voting	0	0	0	0	0.00	0	0	0.00
Total Voting	11	2415775	11	2415775	100.00	0	0	0.00

Based on the aforesaid results, I reports that the **Ordinary Resolution** as contained in the **Item No. 6** of the Notice dated **September 04, 2024** has been passed with requisite majority.

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Institution	0
Public- Non Institution	0

**CONSOLIDATE RESULTS**

**7. REGULARISATION OF MS. GUNJAN CHAWLA (DIN: 10426124) AS NON-EXECUTIVE INDEPENDENT DIRECTOR OF THE COMPANY**

RESOLUTION REQUIRED: **Ordinary Resolution**

WHETHER PROMOTER/ PROMOTER GROUP ARE INTERESTED IN THE AGENDA/RESOLUTION: **NO**

Mode	Total Valid Votes		Votes in Favor			Votes Against		
	Voters	No. of Votes	Voters	No. of Votes	Voting %	Voters	No. of Votes	Voting %
Poll at AGM	11	2415775	11	2415775	100.00	0	0	0.00
Remote E-voting	0	0	0	0	0.00	0	0	0.00
Total Voting	11	2415775	11	2415775	100.00	0	0	0.00

Based on the aforesaid results, I reports that the **Ordinary Resolution** as contained in the **Item No. 7** of the Notice dated **September 04, 2024** has been passed with requisite majority.

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Institution	0
Public- Non Institution	0



**CONSOLIDATE RESULTS**

**8. APPOINTMENT OF MR. RAJENDER AGGARWAL (DIN: 00850468) AS NON-EXECUTIVE INDEPENDENT DIRECTOR OF THE COMPANY.**

RESOLUTION REQUIRED: **Ordinary Resolution**

WHETHER PROMOTER/ PROMOTER GROUP ARE INTERESTED IN THE AGENDA/RESOLUTION: **NO**

Mode	Total Valid Votes		Votes in Favor			Votes Against		
	Voters	No. of Votes	Voters	No. of Votes	Voting %	Voters	No. of Votes	Voting %
Poll at AGM	11	2415775	11	2415775	100.00	0	0	0.00
Remote E-voting	0	0	0	0	0.00	0	0	0.00
Total Voting	11	2415775	11	2415775	100.00	0	0	0.00

Based on the aforesaid results, I reports that the **Ordinary Resolution** as contained in the **Item No. 8** of the Notice dated **September 04, 2024** has been passed with requisite majority.

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Institution	0
Public- Non Institution	0

**CONSOLIDATE RESULTS**

**9. INCREASE IN AUTHORISED SHARE CAPITAL OF THE COMPANY.**

RESOLUTION REQUIRED: **Ordinary Resolution**

WHETHER PROMOTER/ PROMOTER GROUP ARE INTERESTED IN THE AGENDA/RESOLUTION: **NO**

Mode	Total Valid Votes		Votes in Favor			Votes Against		
	Voters	No. of Votes	Voters	No. of Votes	Voting %	Voters	No. of Votes	Voting %
Poll at AGM	11	2415775	11	2415775	100.00	0	0	0.00
Remote E-voting	0	0	0	0	0.00	0	0	0.00
Total Voting	11	2415775	11	2415775	100.00	0	0	0.00

Based on the aforesaid results, I reports that the **Ordinary Resolution** as contained in the **Item No. 9** of the Notice dated **September 04, 2024** has been passed with requisite majority.

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Institution	0
Public- Non Institution	0