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Ph. : 011 4235 1480

FRANKLIN LEASING AND FINANCE LIMITED

Unit/Shop No. 205, Second Floor, Aggarwal City Mall Road No. 44, Pitampura, Delhi - 110 034

E-mail : franklinleasingfinance@gmail.com, Website : www.franklinleasing.in

CIN No. U74899DL1992PLC048028

Date: 26.09.2022

To,
The Bombay Stock Exchange Limited,
PJ Towers, Dalal Street
Mumbai- 400 001

Sub: Declaration of Voting Result under Regulation 44(3) of the Security Exchange Board Of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 of 30th Annual General Meeting of the Company held on 24th September, 2022.

BSE Scrip Code: 539839

Dear Sir,

In compliance with Regulation 44(3) of the Security Exchange Board Of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, we now attach herewith in the prescribed format, the details regarding the voting results of the business transacted at 30th Annual General Meeting of the Members of the **M/s Franklin Leasing & Finance Limited** held on Saturday, 24th September, 2022 at 1.30 P.M at the Unit/Shop No.205,Second Floor, Aggarwal City Mall Road No.44,Pitampura Delhi North Delhi DI 110034

We also enclosed herewith:-

1. Voting Results as required under Regulation 44(3) of the SEBI (Listing Obligation and Disclosure Requirements) Regulation 2015.
2. Scrutinizer Report on E-Voting and Poll as per the provisions of Section 108 and 109 of the Companies Act, 2013 read with Companies (Management and Administration) Rule, 2014.

Please take the same on your record and acknowledge the receipt of the same.

Thanking You.
Yours Faithfully,

For Franklin Leasing & Finance Limited

Rashmi Bhagat

RASHMI BHAGAT
Company Secretary
Membership No: 54366

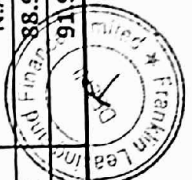


FRANKLIN LEASING AND FINANCE LIMITED
Disclosures in terms of Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Date of the AGM	24.09.2022
Total Number of shareholders on record date	127
No. of shareholders present in the meeting either in person or through proxy:	
Promoter and promoter Group:	2
Public:	6
No. of shareholders attended the meeting through video conferencing:	
Promoter and promoter Group:	NIL
Public:	NIL

Resolution No.1 Adoption of the Audited Financial Statement of the company for the financial year ended 31st March, 2022 together with the report of the Board of Directors and Auditors thereon .

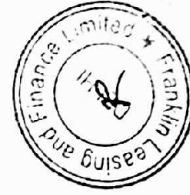
Resolution	Adoption of the Audited Financial Statement of the company for the financial year ended 31st March, 2022 together with the report of the Board of Directors and Auditors thereon .							Ordinary
Resolution Required:	(Ordinary / Special)							No
Whether promoter/ promoter group are interested in the agenda/ resolution?								
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	No. of votes- against	% of votes in favour on votes polled(6)=[(4)/(2)]*100	% of votes in against on votes polled(7)=[(5)/(2)]*100
Promoter and promoter group	E-voting		0	0.00	0	0	0.00	0
	Poll	4257600	4257600	100.00	4257600	0	100.00	0
	Postal Ballot(if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		4257600	100	4257600	0	100	0
Public Institutions	E-voting		0	0	0	0	0	0
	Poll	0	0	0	0	0	0	0
	Postal Ballot(if applicable)		N.A.	0	N.A.	N.A.	0	N.A.
	Total		0	0	0	0	0	0
Public- Non Institutions	E-voting		2646050	22.96	2646050	0	100.00	0.00
	Poll	11524800	7600450	65.95	7600450	0	100.00	0
	Postal Ballot(if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		10246500	88.91	10246500	0	100.00	0.00
Total		15782400	14504100	91.90	14504100	0	100.00	0.00



Resolution No.2 To appoint a director in place of Mr. Jagannath Jha (Din: 08943829) who retires by rotation and being eligible, offers himself for re-appointment.									
Resolution Required: (Ordinary / Special)									
Whether promoter/ promoter group are interested in the agenda/ resolution?									
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	No. of votes- against	% of votes in favour on votes polled (5) = [(4)/(2)] * 100	% of votes in against on votes polled (7) = [(5)/(2)] * 100	Ordinary
Promoter and promoter group	E-voting		0	0.00	0	0	0	0	
	Poll		4257600	100.00	4257600	0	100.00	0	
	Postal Ballot(if applicable)	4257600	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	
	Total		4257600	100	4257600	0	100	0	
Public Institutions	E-voting		0	0	0	0	0	0	
	Poll		0	0	0	0	0	0	
	Postal Ballot(if applicable)	0	N.A.	0	N.A.	N.A.	0	N.A.	
	Total		0	0	0	0	0	0	
Public- Non Institutions	E-voting		2646050	22.96	2646050	0	100.00	0.00	
	Poll		7600450	65.95	7600450	0	100.00	0	
	Postal Ballot(if applicable)	11524800	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	
	Total		10246500	88.91	10246500	0	100.00	0.00	
Total		15782400	14504100	91.90	14504100	0	100.00	0.00	



Resolution No.3 To Appointment Mr. Mahesh Kumar Dalmia (DIN NO: 09497773), who was appointed as an Executive Director of the Company.									
Resolution Required: (Ordinary / Special)									
Whether promoter/ promoter group are interested in the agenda/ resolution?									
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	No. of votes- against	% of votes in favour on votes polled(6)=[(4)/(2)]*100	% of votes in against on votes polled(7)=[(5)/(2)]*100	Ordinary No
Promoter and promoter group	E-voting		0	0.00	0	0	0.00	0	0
	Poll	4257600	4257600	100.00	4257600	0	100.00	0	0
	Postal Ballot(if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		4257600	100	4257600	0	100	0	0
Public Institutions	E-voting		0	0	0	0	0	0	0
	Poll	0	0	0	0	0	0	0	0
	Postal Ballot(if applicable)		N.A.	0	N.A.	N.A.	0	N.A.	N.A.
	Total		0	0	0	0	0	0	0
Public- Non Institutions	E-voting		2646050	22.96	2646050	0	100.00	0.00	0.00
	Poll	11524800	7600450	65.95	7600450	0	100.00	0	0
	Postal Ballot(if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		10246500	88.91	10246500	0	100.00	0.00	0.00
Total		15782400	14504100	91.90	14504100	0	100.00	0.00	0.00



Akhil Agarwal, B.Com, ACS

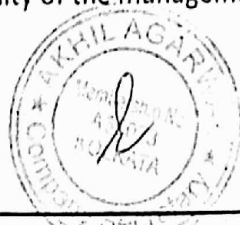
506/1, Grand Trunk Road, 2nd Floor
Howrah (South) - 711 101, INDIA

To,
The Chairman,
FRANKLIN LEASING AND FINANCE LIMITED
UNIT/SHOP NO.205, SECOND FLOOR, AGGARWAL CITY
MALL ROAD NO.44, PITAMPURA
DELHI-110034

Dear Sir,

Sub: Scrutinizer's report on remote e-voting conducted pursuant to the provisions of section 108 of the Companies Act 2013 ('the Act') read with Rule 20 of the Companies (Management and Administration) Rules 2014 as amended by companies (Management and Administration) Amendment Rules,2015 and the Poll taken at the Annual General Meeting (AGM) of the Equity Shareholders of FRANKLIN LEASING AND FINANCE LIMITED will be held at Unit/Shop No.205,Second Floor, Aggarwal City Mall Road No.44,Pitampura North Delhi -110034 Saturday, 24th September, 2022 at the 13:30 p.m.

1. The Board of Directors of **FRANKLIN LEASING AND FINANCE LIMITED (the Company)** for the purpose of scrutinizing e-voting process (remote e- voting) and voting through physical paper at the meeting pursuant to Section 108 of the Companies Act , 2013 read with Rule 20 & 21 of the (Companies Management and administration) Rules, 2014 (Amendment Rules ,2015) In respect of the below mentioned resolutions proposed at the Annual General Meeting of the Equity Shareholders of the Company held at Unit/Shop No.205,Second Floor, Aggarwal City Mall Road No.44,Pitampura North Delhi -110034 Saturday, 24th September, 2022 at the 13:30 P.M, India in addition to physical Ballot at the venue of AGM, for determining the result of voting on resolutions.
2. I, Akhil Agarwal Company Secretary in Practice, having Membership No. PCS 16313, has been appointed as the Scrutinizer by the Board of Directors of the Company vide resolution passed on 06th September, 2019, pursuant to section 108 of the Companies Act, 2013 read with Rule 20 (ix) of the Companies (Management and Administration) Rules, 2014, as amended, for the purpose of scrutinizing the aforesaid voting process in a fair and transparent manner and ascertaining the requisite majority for passing of resolutions as contained in the notice convening the 30th Annual General Meeting of the Company held on 24th day of September, 2022
3. 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 ballots by the shareholders on the resolutions proposed in the Notice of the Annual General meeting of the Company is the responsibility of the management. My responsibility as Scrutinizer is to ensure that



the voting process both through electronic means and by use of physical paper at the meeting are conducted in a fair and transparent manner and render consolidated Scrutinizer's Report of the total votes cast in favor in against if any, to the chairman on the resolution, based on the reports generated from the electronic voting system provided by Central Depository Services Limited (CDSL) and the report generated electronically for voting by use of physical paper at the meeting.

4. The notice dated August, 24th, 2022 along with statement setting out material facts under section 102 of the Act as confirmed by the Company were sent to the shareholders in respect of the below mentioned resolutions proposed at the AGM of the company and e-voting opened at 10.00 a.m. on Wednesday 21st day of September, 2022 and will end at 5.00 p.m. on Friday 23rd day of September, 2022.
5. The Equity Share holders holding shares as on September 17, 2022. "cutoff date ", were entitled to vote on the resolutions stated in the Notice of the Annual General Meeting of the Company
6. After declaration of voting by use of ballot 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 ballots received were serially numbered, sorted, signatures verified and were scrutinized and initialed by me. The ballots were reconciled with the records maintained by the Company \ Registrar and Transfer Agent s (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 through Central Depository Services Limited (CDSL) facility had been blocked and ballots duly numbered serially by print were issued only to those members who were present at the Annual General Meeting and who had not voted on remote e-voting.
7. The ballots, which were incomplete and /or which were otherwise found defective have been treated as invalid and kept separately. The votes cast by use of ballots at the meeting were first counted electronically.
8. After the conclusion of voting at the AGM, the report on voting done through electronic voting system at the meeting was generated in my presence and the voting was diligently scrutinized.
9. The electronic votes cast at the meeting were thereafter unblocked 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 Central Depository Services Limited (CDSL) (<https://www.cdslindia.com>) and the same are being handed over to the chairman.



10. The Management of the company is responsible to ensure compliance with the requirements of the Act and rules relating to e-voting and the voting through physical paper at the meeting on the resolutions contained in the notice of the AGM.

11. My responsibility as scrutinizer for the emoting and voting through physical paper at the meeting is restricted to making a Scrutinizer's Report of the votes cast in favor or against the resolutions.

12. I now submit my consolidated Report as under on the result of the e-voting and voting by poll at the AGM in respect of the said resolutions:

a) Resolution -1: Ordinary Resolution

To receive, consider and adopt the Audited Balance Sheet as at March 31, 2022, the Statement of Profit & Loss and Cash Flow Statement for the year ended on that date together with the Notes attached thereto, along with the Reports of Auditors and Directors thereon.

(i) Voted in favor of the resolution:

Mode of Voting	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	4	26, 46, 050	25.82
Voting by poll	8	76, 00, 450	74.18
Total	12	1, 02, 46, 500	100.00

(ii) Voted against the resolution:

Mode of Voting	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	NIL	NIL	NIL
Voting by poll	NIL	NIL	NIL
Total	NIL	NIL	NIL

(iii) Invalid votes :

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



b) **Resolution-2: Ordinary Resolution**

(i) To appoint a director in place of Mr. Jagannath Jha [Din: 08943829) who retires by rotation and being eligible, offers himself for re-appointment.

(ii) Voted in favor of the resolution:

Mode of Voting	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	4	26,46,050	25.82
Voting by poll	8	76,00,450	74.18
Total	12	1,02,46,500	100.00

(iii) Voted against the resolution:

Mode of Voting	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	NIL	NIL	NIL
Voting by poll	NIL	NIL	NIL
Total	NIL	NIL	NIL

(iv) Invalid Votes:

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



c) **Resolution-3: Ordinary Resolution**

To Appointment Mr. Mahesh Kumar Dalmia (DIN NO: 09497773), who was appointed as an Executive Director of the Company.

(i) Voted in favor of the resolution:

Mode of Voting	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	4	26,46,050	25.82
Voting by poll	8	76,00,450	74.18
Total	12	1,02,46,500	100.00

(ii) Voted against the resolution:

Mode of Voting	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% Of total number of valid votes cast
Remote e-voting	NIL	NIL	NIL
Voting by poll	NIL	NIL	NIL
Total	NIL	NIL	NIL

(iii) Invalid Votes:

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

13. RESULTS:



- My report includes the result of voting through the physical poll papers in addition to votes cast through e-voting.
- I have scrutinized the votes cast through electronic means and also through physical poll papers for the purpose of this report.
- The particulars of all the electronic votes cast by the members through remote e-voting process and votes cast by the members through physical poll papers have been recorded in a register separately maintained for the purpose.

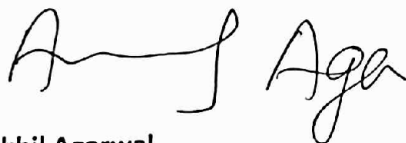
14. All relevant records of voting will remain in my custody until the Chairman Considers, approves and signs the minutes of the Annual General Meeting and the same shall be handed over thereafter to the Chairman/ Company Secretary for safe keeping.

15. RECOMMENDATION:

- All the resolutions having secured requisite majority of votes, the respective resolutions may be considered to have been passed. The chairman may accordingly declare the result of voting.

Thanking You,

Yours Truly.



Akhil Agarwal
Practicing Company Secretary
Membership No. ACS35073
CP NO.16313
UDIN: L74899DL1992PLC048028

Place: Delhi

Date: 24.09.2022