



HB LEASING AND FINANCE CO. LTD.

Regd. Office : Plot No .31, Echelon Institutional Area, Sector - 32, Gurgaon -122001 (Haryana)
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Website : www.hbleasing.com, CIN No. L65910HR1982PLC034071

May 30, 2019

LISTING CENTRE

The Listing Department
Bombay Stock Exchange Limited,
Phiroze Jeejeebhoy Towers,
Dalal Street, Fort
Mumbai – 400001

Company Code: 508956

Sub: - Outcome of the Board Meeting held on 30th May, 2019

Dear Sir / Madam,

Pursuant to Regulation 30 and 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, this is to inform you that the Board of Directors in its meeting held on 30th May, 2019 inter-alia, transacted following business/(s):

1. Considered, approved and adopted the Audited Financial Results for the Financial Year ended 31st March, 2019.
2. Appointed Mrs. Sapna Khandelwal (DIN: 07241162) as an Additional Director in the capacity of Non-Executive Independent Director of the Company with effect from 30th May, 2019. She is not related to any of the Existing Directors or Key Managerial Personnel (including relatives of directors or Key Managerial Personnel) of the Company in terms of Section 2(77) of the Companies Act, 2013. She is not debarred from holding the office of Director by virtue of any SEBI Order or any other such authority.

Brief Profile:

Mrs. Sapna Khandelwal is a Fellow member of the Institute of Company Secretaries of India, qualified law graduate and post graduate in commerce. She is an astute professional with excellent presentation, interpersonal & communications skills. She brings with her significant, diversified and multi industry experience of more than 13 years in secretarial and legal field. Prior to getting into practice she had worked with NBFC, Multinational organisation, real estate group at various positions in legal and secretarial department. In the year 2015, she started her own Practice in the name of 'Sapna Khandelwal & Associates'.

3. Recommended re-appointment of Mr. Anil Goyal (DIN: 00001938), as Managing Director of the Company w.e.f. 17th May, 2019 for a further period of five (5) consecutive years to the Shareholders by passing of Ordinary Resolution at the ensuing Annual General Meeting of the Company
4. Recommended re-appointment of Mr. Lachmi Narain Malik (DIN:00481449) existing Non-Executive Independent Director of the Company for second term of five consecutive years to the Shareholders by passing of Special Resolution at the ensuing Annual General Meeting of the Company.

5. Accepted Resignation of Mrs. Meenakshi Gopal (DIN: 07143044), Non-Executive Independent Director from the Board of Directors with effect from the close of business hours on 30th May, 2019.
6. Reviewed and approved the requests received from PACs for Re-classification of their status from the Promoter / Promoter Group of HB Leasing and Finance Company Limited to Public Category under Regulation 31A of SEBI (LODR) Regulations, 2015 subject to approval of the Members at the ensuing Annual General Meeting of the Company.
7. Adopted the Secretarial Audit Report and Secretarial Compliance Report issued by practicing Company Secretary (PCS) in terms of Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Circular No. CIR/CFD/CMD1/27/2019 Dated 08th February, 2019.
8. Reconstituted following Committee(s) of the Board of Directors pursuant to applicable provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the Companies Act, 2013 consequent upon resignation of Mrs. Meenakshi Gopal, Independent Director from the Board of the Company:

(A) Audit Committee - comprising of following members:

- (i) Mr. Lachmi Narain Malik, Chairperson (Non-Executive Independent)
- (ii) Mr. Lalit Bhasin, Member (Non-Executive Non-Independent)
- (iii) Mrs. Sapna Khandelwal, Member (Non-Executive Independent)

(B) Nomination and Remuneration Committee - comprising of following members:

- (i) Mr. Lachmi Narain Malik, Chairperson (Non-Executive Independent)
- (ii) Mr. Lalit Bhasin, Member (Non-Executive Non-Independent)
- (iii) Mrs. Sapna Khandelwal (Non-Executive Independent)

(C) Stakeholders Relationship Committee - comprising of following members:

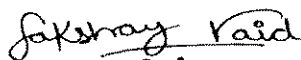
- (i) Mr. Lalit Bhasin, Chairperson (Non-Executive Non-Independent)
- (ii) Mr. Anil Goyal, Member (Non-Executive Non-Independent)
- (iii) Mrs. Sapna Khandelwal, Member (Non-Executive Independent)

Kindly take the same on record.

Thanking you,

Yours truly,

For HB Leasing & Finance Company Limited



LAKSHAY VAID

(Company Secretary & Compliance Officer)