



HB LEASING AND FINANCE CO. LTD.

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

09th July, 2024

LISTING CENTRE

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

Company Code: 508956

**Sub: - Copies of Newspaper Advertisement - Notice of 41st Annual General Meeting (AGM),
e-voting and Book Closure Information**

Dear Sir / Madam,

In continuation to our letter dated 04th July, 2024, please find enclosed copies of Newspaper Advertisements published in Business Standard (English & Hindi) dated 09th July, 2024 regarding Notice of 41st Annual General Meeting (AGM), e-voting and Book Closure Information.

The above may please be treated as compliance of Regulation 47 and Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with Part A of Schedule III of said Regulations.

The copies of the said advertisements are also available on the website of the Company, www.hbleasing.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

eClerx eClerx Services Limited

Registered Office and Correspondence Address: Sonawala Building, 1st Floor,
29 Bank Street, Fort, Mumbai - 400 023, India

Phone No.: +91 22 6614 8301 Fax No.: +91 22 6614 8655

Corporate Identification Number (CIN): L72200MH2000PLC125319

Contact Person: Mr. Pratik Bhanushali, VP- Legal & Company Secretary

Email Id: investor@eclerx.com Website: www.eclerx.com

NOTICE TO ELIGIBLE SHAREHOLDERS - BUY BACK OF EQUITY SHARES

eClerx Services Limited ("Company") has completed the dispatch of Letter of Offer dated July 06, 2024 along with Tender Forms and SH-4 ("LoF") on Monday, July 08, 2024, for Buy Back to all the shareholders holding Equity Shares as on the Record Date i.e. Thursday, July 04, 2024 ("Eligible Shareholders") through electronic means to those Eligible Shareholders who have registered their e-mail ids with the Company/Depositories.

Further, in terms of Regulation 9 (ii) of the Securities and Exchange Board of India (Buy-Back of Securities) Regulations, 2018 ("SEBI Buy Back Regulations"), as amended, if the Company or the Registrar to the Buy Back receives a request from any Eligible Shareholder to obtain physical copy of the LoF, the Company shall dispatch a copy of the LoF in physical form.

The Schedule of Buy Back is as follows:

Activity	Date	Day
Date of opening of the Buy Back/Buy Back Opening Date	July 09, 2024	Tuesday
Date of closing of the Buy Back/Buy Back Closing Date	July 15, 2024	Monday
Latest date of receipt of completed Tender Form and other specified documents by the Registrar to the Buy Back*	July 15, 2024	Monday

For terms and conditions of Buy Back and other details, please refer LoF.

Detailed schedule of activities, please refer to the LoF. The details of the Buy Back entitlement ratio are as follows:

Category of Shareholders	Ratio of Buy Back (i.e. Buy Back Entitlement)*
Reserved Category for Small Shareholders	1 (One) Equity Shares out of every 6 (Six) fully paid-up Equity Shares held on the Record Date
General Category for all other Eligible Shareholders	10 (Ten) Equity Shares out of every 409 (Four Hundred and Nine) fully paid-up Equity Shares held on the Record Date

The ratio of Buy Back indicated above is approximate and provides an indication of the Buy Back Entitlement. Any computation of entitled Equity Shares using the above ratio of Buy Back may provide a slightly different number due to rounding-off. The actual Buy Back Entitlement for reserved category for all Shareholders is 16.7992962622075% and general category for all other Eligible Shareholders is 15.20497031349%.

For further information on Ratio of Buy Back as per the Buy Back Entitlement in each category, please refer paragraph 19.5 on page 29 of the LoF.

ELIGIBLE SHAREHOLDERS CAN ALSO CHECK THEIR ENTITLEMENT ON THE WEBSITE OF THE REGISTRAR TO THE BUYBACK BY FOLLOWING THE STEPS GIVEN BELOW:

Click on <https://kosmic.kfintech.com/karisma/buybackoffer2.aspx>.

Select the name of the Company – eClerx Services Limited;

Select holding type - "Demat" or "Physical" or "PAN"

Based on the option selected above, enter your 'DPID CLID' or 'Folio Number' or 'PAN';

Then click on View button; and

The entitlement will be provided in the pre-filled 'FORM OF ACCEPTANCE-CUM ACKNOWLEDGEMENT'.

LoF shall be available on the website of the Securities and Exchange Board of India at www.sebi.gov.in on the website of the Company at www.eclerx.com, of the Manager to the Buy Back at www.emkayglobal.com/offer-documents.aspx, website of the Registrar to Buy Back at www.kfintech.com and of the Stock Exchanges at www.nseindia.com and www.bseindia.com.

Unabridged terms used in this Advertisement and not defined herein shall have the same meaning as ascribed in the LoF.

The Board of Directors of the Company (in Regulation 24(i) (a) of the SEBI Buy Back Regulations, the Board of Directors of the Company ("Board") accepts responsibility for the information contained in this Advertisement and confirms that Advertisement contains true, factual and material information and does not contain any misleading information.

This Advertisement is issued under the authority of the Board and in terms of the resolution passed by the Board on May 16, 2024 and by the Buy Back Committee on July 8, 2024.

For and on behalf of the Board of Directors of eClerx Services Limited

Mr. Kapil Jain Managing Director & Group CEO DIN: 10170402 Place: London	Mr. Amit Majmudar Non-Executive Independent Director DIN: 00565425 Place: Mumbai	Pratik Bhanushali VP- Legal & Company Secretary (ICSI Membership No.: F8538) Place: Mumbai
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July 08, 2024

HB LEASING AND FINANCE COMPANY LIMITED

CIN: L65910HR1982PLC034071

Registered Office: Plot No. 31, Echelon Institutional Area,

Sector 32, Gurugram-122001, Haryana

Ph. : + 91-124-4875500, Fax No. : + 91-124-4370985

E-mail : corporate@hbleasing.com, Website : www.hbleasing.com

NOTICE OF THE 41ST ANNUAL GENERAL MEETING, E-VOTING AND BOOK CLOSURE INFORMATION

Dear Members,

Notice is hereby given that the 41st Annual General Meeting ("AGM") of the members of HB Leasing and Finance Company Limited ("the Company") will be held on Friday, 09th August, 2024 at 03:00 P.M. through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM") facility without the physical presence of the members at a common venue to transact the businesses as set out in the Notice of AGM in compliance with the applicable provisions of the Companies Act, 2013 ("Act") and Rules framed thereunder and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") 2015 read with Circular No. 14/2020 dated 08th April, 2020, Circular No. 17/2020 dated 13th April, 2020, Circular No. 20/2020 dated 05th May, 2020, Circular No. 02/2021 dated 13th January, 2021, Circular No. 03/2022 dated 05th May, 2022, Circular No. 10/2022 dated 28th December, 2022 and Circular No. 09/2023 dated 25th September, 2023 issued by the Ministry of Corporate Affairs and Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated 12th May, 2020, Circular No. SEBI/HO/CFD/CMD2/CIR/P/2021/111 dated 15th January, 2021, Circular No. SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated 13th May, 2022, Circular No. SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated 05th January, 2023 and Circular No. SEBI/HO/CFD/PoD-2/P/CIR/2023/167 dated 07th October, 2023 issued by the Securities and Exchange Board of India (SEBI) (hereinafter collectively referred to as "the Circulars"). The Company has engaged the services of National Securities Depository Limited (NSDL) as the authorised agency to provide the facility of attending AGM through VC/OAVM, Remote e-voting before AGM and e-voting during AGM.

Since the meeting will be held through VC/OAVM, facility for appointment of proxy will not be available for the AGM.

The Notice of AGM and Annual Report for the Financial Year 2023-24 have been sent electronically to all the members, whose e-mail address are registered / available with the Company / Depository Participants (DP) as on Friday, 05th July, 2024.

As per Section 108 of Act, Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended and Regulation 44 of the ("SEBI Listing Regulations") and aforesaid various Circulars issued by the MCA and SEBI as mentioned above, the Members are provided with the facility to attend AGM through Video Conferencing (VC) / Other Audio Visual Means (OAVM), to cast their vote electronically through the Remote e-voting before the AGM and through e-voting during the AGM, through the Authorised Agency, National Securities Depository Limited (NSDL).

Detailed process and manner of Remote e-voting / e-voting during the AGM and instructions for participation at the AGM through VC/OAVM are provided in the Notice of AGM.

All the Members are hereby informed that:

- The Ordinary Business as set out in the Notice of 41st AGM will be transacted through voting by electronic means;
- The Remote e-voting shall commence on Tuesday, 06th August, 2024 at 09:00 A.M.
- The Remote e-voting shall end on Thursday, 08th August, 2024 at 05:00 P.M. Thereafter, the facility of Remote e-voting shall be disabled by NSDL.
- The e-voting rights of the Members shall be in proportion to the paid-up value of their Shares in the Equity Share Capital of the Company. Members of the Company holding Shares either in physical form or in dematerialized form, as on the cut-off date i.e. Friday, 02nd August, 2024 may cast their vote by Remote e-voting before AGM / e-voting at AGM.
- Any person who acquires Shares of the Company and becomes member of the Company after sending of the Notice and holding Shares as on the cut-off date i.e. Friday, 02nd August, 2024 may follow the login process mentioned in the notice.
- Members may further note that:
 - Once the vote on a resolution is cast by the Member, the Member shall not be allowed to change it subsequently.
 - Members who have cast their vote through Remote e-voting prior to the AGM may also attend the AGM through VC/OAVM but shall not be entitled to cast their vote again at the meeting.
 - A person whose name is recorded in the register of members or in the register of beneficial owners maintained by the depositories as on the cut-off date shall be entitled to avail the facility of Remote e-voting, participating in the AGM through VC/OAVM and e-voting at the AGM.
 - The Notice of AGM and Annual Report are available on the website of the Company at www.hbleasing.com, website of the Stock Exchange i.e. BSE Limited at www.bseindia.com and website of NSDL at www.evoting.nsdl.com.
 - In case of any grievance connected with the facility for voting by electronic means, Members can directly contact Ms. Pallavi Mhatre, Senior Manager – NSDL, e-mail ID: evoting@nsdl.co.in or call on Toll Free No.: 1800-222-990. Members may also write to the Company Secretary at the e-mail ID: corporate@hbleasing.com.

Book Closure: Pursuant to the provisions of Section 91 of the Companies Act, 2013 and Regulation 42 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Register of Members and Share Transfer Books will remain closed from Saturday, 03rd August, 2024 to Friday, 09th August, 2024 (both days inclusive) for the purpose of 41st AGM.

For HB Leasing and Finance Company Limited

Sd/-
Date : 08th July, 2024
Place : Gurugram

SONALI SHARMA
(Company Secretary)
M. No.: ACS-59728

Business Standard, New Delhi 09th July, 2024

