

**JINDAL LEASEFIN LIMITED**

110, BABAR ROAD, (Opp. World Trade Centre)
NEW DELHI - 110 001 INDIA • CIN : L74899DL1994PLC059252
TEL. : 91-11-46201000 FAX : 91-11-46201002
E-mail : jindal@jindal.bz
Website : www.jindal.bz

Date: 30.08.2018

To,
The General Manager
Department of Corporate Services- CRD
BSE Limited
P.J. Towers, Dalal Street,
Mumbai- 400001

SCRIP CODE: 539947

Dear Sir,

SUB: NOTICE OF 24th ANNUAL GENERAL MEETING

- 1) Pursuant to Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed herewith copy of notice of 24th Annual General Meeting of Jindal Leasefin Limited for the Financial Year 2017-18 to be held at Kejriwal Farm House, Holambi Kalan, Narela, Delhi- 110082 on Friday, September 28, 2018 at 4:00 P.M. to transact the business included in the enclosed notice convening AGM of the Company.
- 2) Pursuant to Regulation 42 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Register of Members & Share Transfer Books of the Company will remain closed from Saturday, September 22, 2018 to Friday, September 28, 2018 for the purpose of Annual General Meeting.
- 3) Pursuant to Regulation 44, we have provided the facility to vote by electronic means (e-voting) on all the resolutions as set out in the notice of AGM, to those members who are holding shares in physical or in electronic mode as on cut-off date i.e. Friday, September 21, 2018. The remote e-voting will commence on Tuesday, September 25, 2018 at 9:00 A.M. to Thursday, September 27, 2018 at 5:00 P.M.
- 4) Notice of AGM, e-voting notice and the Annual Report 2017-18 are being sent to the shareholders by post/courier/e-mail.

This is for your information and records.

Thanking You.

Yours faithfully,
for Jindal Leasefin Limited

S. Kartik
Company Secretary
Encl: a/a

JINDAL LEASEFIN LIMITED

CIN: L74899DL1994PLC059252

Regd Office: 110, Babar Road, New Delhi - 1100 01

NOTICE OF ANNUAL GENERAL MEETING

Notice is hereby given that the 24th Annual General Meeting of the members of **Jindal Leasefin Limited** will be held at:

Venue : Kejriwal Farm House, Holambi Kalan Narela, Delhi-110082

Day and Date: Friday, 28th September, 2018

Time: 04.00 p.m.

ORDINARY BUSINESS:

Item No. 1: To Adopt the Financial Statements

To receive, consider and adopt the audited financial statements of the Company for the financial year ended 31st March, 2018 and reports of the Board of Directors ("the Board") and Auditors thereon.

Item No. 2: To Appoint Director in place of a Director liable to retire by rotation

To consider and if thought fit, to pass with or without modification(s), the following resolution as an Ordinary Resolution:

"RESOLVED THAT pursuant to the provisions of Section 152 and other applicable provisions, if any of the Companies Act, 2013 and the Rule made thereunder (including any statutory modification or re-enactment thereof), Ms. Shashi Garg (DIN: 00131391) Director of the Company, who retires by rotation and being eligible offers herself for reappointment, be and is hereby re-appointed as Director of the Company liable to retire by rotation"

ITEM NO. 3: APPOINTMENT OF STATUTORY AUDITORS AND FIXING THEIR REMUNERATION

To consider and, if thought fit, to pass with or without modification, the following resolution as an Ordinary Resolution:-

"RESOLVED THAT pursuant to the provisions of Section 139 of the Companies Act, 2013 and the Rules made thereunder from time to time, M/s H.K. Dua & Co., Chartered Accountants, Delhi (Firm Registration No: 000581N) be and are hereby appointed as the auditors of the Company, to hold office for a term of 5 years from the conclusion of this 24th Annual General Meeting till the conclusion of the 29th Annual General Meeting in respect of the financial years beginning from April 1, 2018 and ending on March 31, 2023, and that the Board of Directors of the Company be and are hereby authorised to fix such remuneration as may be determined in consultation with the auditors, and that such remuneration may be paid on a progressive billing basis to be agreed upon between the auditors and the Board of Directors."

"RESOLVED FURTHER THAT the Board of Directors of the Company (which term shall be deemed to include any Committee of the Board constituted to exercise its powers, including the powers conferred by this Resolution) be and is hereby authorized to take all such steps as may be necessary, proper and expedient to give effect to this Resolution."

**By the Order of Board of Directors
For Jindal Leasefin Limited**

**Rachit Singhal
(Managing Director)**

DIN: 00054539

Date: August 14, 2018

Place: New Delhi

Registered Office: 110, Babar Road, New Delhi-110001.

CIN: L74899DL1994PLC059252

Tel: 91 11 46201000

Fax: 91 11 46201002

E-mail: secy@jindal.bz, Jindal@jindal.bz

Website: www.jlltd.co.in

Notes :

- 1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE ANNUAL GENERAL MEETING (THE "MEETING") IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE ON A POLL INSTEAD OF HIMSELF OR HERSELF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY. THE INSTRUMENT APPOINTING THE PROXY SHOULD, HOWEVER, BE DEPOSITED AT THE REGISTERED OFFICE OF THE COMPANY NOT LESS THAN FORTY-EIGHT (48) HOURS BEFORE THE COMMENCEMENT OF MEETING.**

A person shall not act as Proxy on behalf of members for more than Fifty (50) in number and holding in the aggregate not more than ten percent of the total share capital of the Company carrying voting rights. A member holding more than ten percent of the total share capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as proxy for any other person or shareholder. A proxy form is annexed herewith.

2. Corporate Members intending to attend the Annual General Meeting through their authorized representative are requested to send a true copy of the board resolution, power of attorney or such other valid authorization authorizing their representative(s) to attend and vote on their behalf at the meeting.

3. The Register of Beneficial Owners, Register of Members and Share Transfer Books of the Company shall remain closed from Saturday, September 22, 2018 to Friday, September 28, 2018.

4. Beetal Financial & Computer Services Pvt. Ltd., Beetal House, 3rd Floor, 99, Madangir, behind LSC, New Delhi – 110062 continue to act as Share Transfer Agent for physical shares of the Company. Beetal Financial & Computer Services Pvt. Ltd is also the depository interface of the Company with CDSL & NSDL. Members are requested to address all correspondences to the said Registrar & Share Transfer Agents at beetalrta@gmail.com

5. Members are requested to note that the Company's shares are under compulsory demat trading for all the investors. The Company has connectivity from the CDSL & NSDL and equity shares of the Company may be held in the electronic form with any Depository Participant (DP) with whom the members/investors are having their demat account. The ISIN for the equity shares of the Company is **INE919T01013**. In case of any query/difficulty in any matter relating thereto may be addressed to the Registrar & Share Transfer Agents at beetalrta@gmail.com

As per the Circular No. MRD / Dop / Cir-05/2009 Dt. May 20, 2009 issued by the Securities Exchange Board of India (SEBI), it is mandatory to quote PAN for transfer/transmission of shares in physical form. Therefore the transferee(s)/ legal heirs are requested to furnish a copy of their PAN to the Registrar and Share Transfer Agents

In order to facilitate transfer of securities, Securities and Exchange Board of India (SEBI) vide Notification No. SEBI/LAD-NRO/GN/2018/24 dated June 8, 2018 has

mandated the transfer of securities in dematerialised form w.e.f December 05, 2018, therefore it is hereby advised to get the securities dematerialised at the earliest as requests for effective transfer of securities shall not be processed w.e.f. December 05, 2018, unless securities are held in the Dematerialised form with a depository.

6. The Notice of the Twenty Fourth Annual General Meeting along with the Attendance Slip, Proxy Form, Route Map to the venue of the Meeting and the Annual Report for the year ended 31st March, 2018 are being sent by electronic mode to all the members whose email addresses are registered with the Company/Depository Participant(s) unless a member has requested for a hard copy of the same. For members who have not registered their email addresses, physical copies of the aforesaid documents are being sent by the permitted mode. Members may also note that the aforesaid documents will also be available on the Company's website www.jlltd.co.in
7. All relevant documents referred to in the accompanying Notice and the Explanatory Statement are open for inspection by the Members at the Registered Office of the Company during 10.00 a.m. to 1.00 p.m. on all working days except Saturdays, up to and including the date of the Meeting. The Register of Directors and Key Managerial Personnel and their shareholding maintained under Section 170 of the Companies Act, 2013 will be available for inspection at the Meeting (AGM).
8. Information pursuant to Regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 in respect of the Director seeking re-appointment at the Meeting is furnished and forms integral part of the Notice. The Director has furnished the requisite consent/declaration for her re-appointment.
9. Members/Proxies are requested to deposit the Attendance Slip duly filled in and signed for attending the Meeting. In case of joint holders attending the Meeting, only such joint holder who is higher in the order of names will be entitled to vote. Members who hold shares in dematerialized form are requested to bring their DP Id and Client Id for easier identification of attendance at the Meeting.
10. Members desirous of obtaining any information on Financial Statements at the Meeting are requested to write to the Company at least 10 (ten) days before the date of the Meeting, so that the information required may be made available at the Meeting.
11. Members who have not registered their e-mail addresses so far, are requested to register their e-mail address for receiving all communications including Annual Report, Notices, Circulars, etc. from the Company electronically by sending an e-mail with RTA (beetalrta@gmail.com) or with the Company (secy@jindal.bz)
12. Voting through electronic means
 - I. In compliance with 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 the Companies (Management and Administration) Amendment Rules, 2015 and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company is pleased to provide to the Members the facility of voting to exercise their right to vote on resolutions proposed to be considered at the Annual General Meeting by electronic means and the business may be transacted through e-voting. The facility of casting the votes by the members using an electronic voting system from a place other than venue of the meeting ("remote e-voting") will be

provided by Central Depository Services (India) Limited (CDSL).

II. The facility for voting through ballot/polling paper shall also be made available at the meeting and members attending the meeting who have not cast their vote by remote e-voting shall be able to exercise their right at the meeting. The members who have cast their vote by remote e-voting prior to the meeting may also attend the meeting but shall not be entitled to cast their vote again.

III. The instructions for shareholders for voting electronically are as under:-

- The voting period begins on 25th September, 2018 at 9:00 A.M. and ends on 05.00 P.M. of 27th September, 2018. During this period shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of 24th September, 2018 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- The shareholders should log on to the e-voting website www.evotingindia.com.
- Click on Shareholders.
- Now Enter your User ID
 - a. For CDSL: 16 digits beneficiary ID,
 - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
 - c. Members holding shares in Physical Form should enter Folio Number registered with the Company.
- Next enter the Image Verification as displayed and Click on Login.
- If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an

earlier voting of any company, then your existing password is to be used.

- If you are a first time user follow the steps given below:

	If you are a first time user follow the steps given below:
PAN	Enter your 10 digit alpha-numeric PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) <ul style="list-style-type: none"> • Members who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number which is printed on Attendance Slip indicated in the PAN field.

- After entering these details appropriately, click on “SUBMIT” tab.
- Members holding shares in physical form will then directly reach the Company selection screen. However, members holding shares in demat form will now reach ‘Password Creation’ menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your

password with any other person and take utmost care to keep your password confidential.

- For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- Click on the EVSN for “**Jindal Leasefin Limited**” on which you choose to vote.
- On the voting page, you will see “RESOLUTION DESCRIPTION” and against the same the option “YES/NO” for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.
- After selecting the resolution you have decided to vote on, click on “SUBMIT”. A confirmation box will be displayed. If you wish to confirm your vote, click on “OK”, else to change your vote, click on “CANCEL” and accordingly modify your vote.
- Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- You can also take a print of the votes cast by clicking on “Click here to print” option on the Voting page.
- If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- Shareholders can also cast their vote using CDSL’s mobile app m-Voting available for android based mobiles.

The m-Voting app can downloaded from Google Play Store. Please follow the instructions as prompted by the mobile app while voting on your mobile.

(xix) Note for Non – Individual Shareholders and Custodians

- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodian are required to log on to www.evotingindia.com and register themselves as Corporates.
 - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
 - After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
 - The list of accounts linked in the login should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
 - A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
 - In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions (“FAQs”) and e-voting manual available at www.evotingindia.com, under help section or write an email to helpdesk.evoting@cdslindia.com.
- IV. The voting rights of the Members shall be in proportion to their shares in the paid-up equity share capital of the Company prior to commencement

of Book Closure date(s) for the Annual General Meeting i.e. 22nd September, 2018.

- V. The Company has appointed **Upendar Jajoo & Associates**, a practicing Company Secretary as the Scrutinizer to scrutinize the voting and remote e-voting process in a fair and transparent manner.
- VI. The Scrutinizer shall, immediately after the conclusion of voting at the meeting, first count the votes cast at the meeting, thereafter unblock the votes cast through remote e-voting in the presence of at least two witnesses not in the employment of the Company and make, not later than three days of conclusion of the meeting, a consolidated scrutinizer's report of the total votes cast in favour or against, if any, to the Chairman or a person authorised by him in writing who shall countersign the same and declare the results of the voting forthwith.
- VII. The Results declared, along with the Scrutinizer's Report shall be placed on the Company's website www.jlltd.co.in and on the website of CDSL within 48 (forty eight hours) of passing of the resolutions at the Meeting (AGM) of the Company and communicated to the Stock Exchange where the equity shares of the Company are listed viz. BSE Ltd.

ANNEXURE TO THE NOTICE

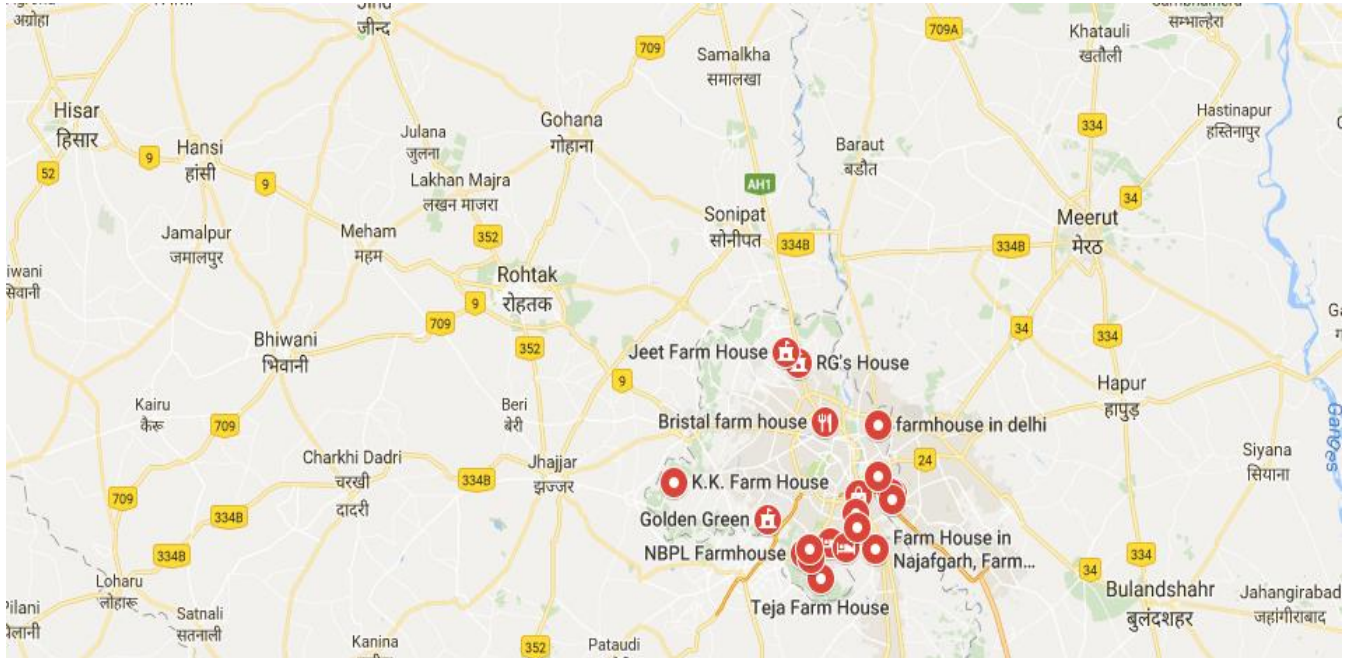
Details of Director seeking re-appointment in the ensuing Annual General Meeting scheduled to be held on Friday the 28th September, 2018 (pursuant to Regulation 36 of SEBI (Listing Obligations And Disclosure Requirements) Regulations, 2015

Name of Director	Ms. Shashi Garg
Date of Birth	13/09/1956
DIN	00131391
Age	62 Years
Date of Appointment	25/07/2006
Qualification & Experience	Ms. Shashi Garg, aged 62 years is a graduate in commerce and has experience of 22 years in the field of Finance. She is associated with many companies.
Number of shares held in the Company	0
Relationship with other Directors, Manager and other Key Managerial Personnel	None
Number of Board meeting attended during the financial year 2017-18	6
Directorships held in other Companies (Excluding Private Companies and Foreign companies)	None
Chairman/Member of the Committee of the Board of Directors of the Company	2
Chairman/Member of the Committee of the Board of Directors of other Public Companies	None

FOR ATTENTION OF THE MEMBERS

1. Members/ Proxies should bring the Attendance Slip sent herewith duly filled in for attending the Meeting.
2. For prompt attention, requests for transfer of Equity Shares and related correspondence should be addressed to the Company's Registrar & Share Transfer Agent (RTA): Beetal Financial And Computer Services Private Limited, 3rd Floor, 99, Madangir, Behind Local Shopping Centre, Near Dada Harsukhdas Mandir, New Delhi- 110062. For other matters kindly write to the Secretarial Department of the Company at 110, Babar Road, New Delhi-110001.
3. Please check the address including the pin code in the Address Slip pasted on the envelope and advise correction, if any, therein. Also please do indicate the pin code number of your delivery post office while notifying change in your address to RTA.
4. Nomination: Pursuant to Section 72 of the Companies Act, 2013, individual Shareholders holding Equity shares of the Company either singly or jointly may nominate an individual to whom all rights in the Shares in the Company shall vest in the event of death of the sole/all joint Shareholders.
5. Dematerialisation of Shares and Liquidity: In order to facilitate transfer of securities, Securities and Exchange Board of India (SEBI) vide Notification No. SEBI/LAD-NRO/GN/2018/24 dated June 8, 2018 has mandated the transfer of securities in dematerialised form w.e.f December 05, 2018, therefore it is hereby advised to get the securities dematerialised at the earliest as requests for effective transfer of securities shall not be processed w.e.f. December 05, 2018, unless securities are held in the Dematerialised form with a depository. Company's ISIN No. is INE919T01013.
6. Members are requested to quote their Folio No. / DP Client ID and details of shares held in Physical/demat mode, e-mail ids and Telephone No. for prompt reply to their communications.
7. This Notice also contains a route map of the venue of AGM.

ROUTE MAP OF VENUE OF AGM



Venue : Kejriwal Farm House, Holambi Kalan Narela, Delhi-110082

Day and Date: Friday, 28thSeptember, 2018
Time: 04.00 p.m.

ATTENDANCE SLIP

(To be handed over at the Registration Counter)

Folio No.	
No. of Shares	
Name:	
Name and Address of the Shareholder:	

Signature

I hereby record my presence at the Annual General Meeting of the Company held at Kejriwal Farm House, Holambi Kalan Narela, Delhi-110082 on Friday on the 28th day of September, 2018 at 04.00 P.M.

Form No. MGT-11

Proxy form

[Pursuant to Section 105(6) of the Companies Act, 2013 and Rule 19(3) of the Companies (Management and Administration) Rules, 2014]

CIN:	L74899DL1994PLC059252
Name of the company:	JINDAL LEASEFIN LIMITED
Registered office:	110, Babar Road, New Delhi-110001

Name of the member (s):	
E-mail Id:	
Registered address:	
Folio No/ Client Id:	
DP ID:	

I/We, being the member (s) of the above named company, holding shares hereby appoint:

Name:	Address:
E-mail Id:	Signature:

or failing him

Name:	Address:
E-mail Id:	Signature:

or failing him:

Name:	Address:
E-mail Id:	Signature:

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the Annual General Meeting of the company, to be held on Friday the 28th day of September, 2018 at 04:00 p.m. at Kejriwal Farm House, Holambi Kalan, Narela, Delhi-110082 and at any adjournment thereof in respect of such resolutions as are indicated below:

S.No.	Resolutions	Option	
		FOR	AGAINST
ORDINARY BUSINESS			
1.	To adopt the Financial Statements and Approve the Directors' Report and Auditors' Report.		
2.	To appoint Ms. Shashi Garg, Director of the Company who retires by rotation and being eligible offers herself for re-appointment.		
3.	To appoint M/s H.K. Dua & Co., Chartered Accountants, Delhi (Firm Registration No: 000581N) for 5 Financial Years.		

Signed this..... day of..... 2018

<p>AFFIX REVENUE STAMP OF RS.1</p>
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Signature of shareholder

Signature of Proxy holder(s)

Note:

- 1) This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Meeting.
- 2) Please complete all details of member(s) in above box before submission.

POLLING PAPER
(Form No. MGT-12)

[Pursuant to Section 109(5) of the Companies Act, 2013 and rule 21(1) (c) of the Companies (Management and Administration) Rules, 2014]

CIN:	L74899DL1994PLC059252
Name of the company:	JINDAL LEASEFIN LIMITED
Registered office:	110, Babar Road, New Delhi-110001
Name of the member (s):	
E-mail Id:	
Registered address:	
Folio No/ Client Id:	
DP ID:	

I hereby exercise my vote in respect of Ordinary/Special Resolutions enumerated below by recording my assent or dissent to the said resolutions in the following manner:

S.No.	Resolutions	Option	
		FOR	AGAINST
ORDINARY BUSINESS			
1.	To adopt the Financial Statements and Approve the Directors' Report and Auditors' Report.		
2.	To appoint Ms. Shashi Garg, Director of the Company who retires by rotation and being eligible offers herself for re-appointment.		
3.	To appoint M/s H.K. Dua & Co., Chartered Accountants, Delhi (Firm Registration No: 000581N) for 5 Financial Years.		

Date:
Place:

Signature of shareholder