



HB LEASING AND FINANCE CO. LTD.

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Website : www.hbleasing.com, CIN : L65910HR1982PLC034071

22nd September, 2022

Listing Centre

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

Company Code: 508956

Sub: - Proceedings of 39th Annual General Meeting (AGM) held on 22nd September, 2022

Dear Sir / Madam,

Pursuant to Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with Para A of Part A of Schedule III of said Regulations, please find enclosed summary of the proceedings of the 39th Annual General Meeting (AGM) of the Company held on 22nd September, 2022 through Video Conferencing (VC) / Other Audio Visual Means (OAVM) without the physical presence of the members at a common venue.

Thanking you,

Yours faithfully,
For **HB LEASING AND FINANCE COMPANY LIMITED**

SONALI SHARMA
(Company Secretary & Compliance Officer)



Encl: As Above

HB LEASING AND FINANCE COMPANY LIMITED

SUMMARY OF PROCEEDINGS OF 39TH ANNUAL GENERAL MEETING

The 39th Annual General Meeting (AGM) of the Company was held on 22nd September, 2022 at 03:00 P.M. through Video Conferencing (VC) / Other Audio Visual Means (OAVM) without the physical presence of the members at a common venue in terms of 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 and Circular No. 02/2022 dated 05th May, 2022 issued by the Ministry of Corporate Affairs and Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated 12th May, 2020, SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated 15th January, 2021 and SEBI/HO/CFD/CMD2/CIRP/P/2022/62 dated 13th May, 2022 issued by the Securities and Exchange Board of India (SEBI) (hereinafter collectively referred to as "the Circulars").

The Company Secretary welcomed the members present at the 39th AGM of the Company

Mr. Lalit Bhasin (DIN: 00002114), Director (Chairman) took the Chair. The requisite quorum being present, the Chairman called the meeting to order and authorized the Company Secretary to carry out the proceedings of the meeting.

After that, the Company Secretary welcomed the members present at the 39th AGM of the Company and introduced all the Directors and KMPs who attended the meeting through their respective locations. The Chairperson of the Audit Committee, Nomination & Remuneration Committee and the Stakeholders Relationship Committee along with Secretarial Auditor and Scrutinizer were also present during the meeting.

The Company Secretary informed that in compliance with MCA and SEBI Circulars and owing to the difficulties involved in physical dispatch, Notice of the Annual General Meeting and the Annual Report containing the Board's Report, Auditor's Report, Audited Financial Statements for the financial year ended 31st March, 2022 were sent in electronic mode to Members whose e-mail address is registered with the Company or the Depository Participant(s). Accordingly, the Notice of AGM was taken as read.

The Company Secretary further informed that there are no qualifications, reservation, adverse remark, observations, comments or disclaimer given either by the Statutory Auditors or the Secretarial Auditors of the Company in their Report for the financial year ended 31st March, 2022, the same was taken as read.

All documents referred to in the Notice of the meeting were available for inspection in electronic mode, from the date of circulation of the Notice upto the date of the meeting. Further, as per the requirements of the provisions of the Companies Act, 2013, (a) the Register of Directors, Key Managerial Personnel (KMP) and their Shareholding; (b) the Register of Contracts or Arrangements in which the Directors are interested were made available for inspection by the members in electronic mode at NSDL e-voting system during the AGM.

Pursuant to MCA and SEBI Circulars read with Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company engaged the services of National Securities Depository Limited (NSDL) to provide facility to the members to attend the meeting through VC and to exercise their vote electronically through Remote e-voting and e-voting at the AGM in respect of all the businesses set forth in the Notice of AGM. The remote e-voting period commenced on 19th September, 2022 (09.00 A.M) and ended on 21st September, 2022 (05.00 P.M).



Members who were present in the AGM through VC/OAVM facility and had not cast their vote through remote e-voting were provided an opportunity to cast their votes electronically at the AGM through the NSDL platform.

Mrs. Jaya Yadav, Company Secretary in Whole-time Practice (Membership No.: F10822, C.P. No.: 12070) failing her Mr. Pushkar Garg, Company Secretary in Whole-time Practice (Membership No.: A69734) were appointed as the Scrutinizer(s) for scrutinizing the voting process in a fair and transparent manner.

The following items of business were transacted at the meeting:

Ordinary Business:

1. Adoption of Audited Financial Statements for The Financial Year Ended 31st March, 2022 Together with the Reports of the Directors and Auditors Thereon
2. Re-Appointment of Mr. Anil Goyal (Din: 00001938), Director Who Retires by Rotation and being Eligible offers himself for Reappointment
3. Appointment of Statutory Auditor of the Company and fix their Remuneration for a Term of 5 years

The Company Secretary then requested the moderator to invite the speakers (who had already registered their names) to express their views, give suggestions and make queries on the operations and financial performance of the Company and related matters. Mr. Anil Goyal, Managing Director of the Company responded to all the queries raised and clarifications sought by the members. Queries received in the Chat Box were also responded.

It was further informed that the Company shall submit details regarding the voting results to the Stock Exchange, BSE Limited, within 2 working days of the conclusion of the meeting. The results declared along with the Scrutinizer's Report(s) shall also be placed on the website of the Company and on the website of NSDL immediately after the declaration of results.

The meeting was concluded with a formal vote of thanks to the Chairperson, Directors and Members of the Company for attending the 39th AGM of the Company. The e-voting facility was kept open for the next 15 minutes to enable the members to cast their votes.

The meeting concluded at 03.34 P.M.

