



RAMCHANDRA LEASING & FINANCE LIMITED

Date: 24th September, 2024

To,

Bombay Stock Exchange Limited

Phiroze Jeejeebhoy Towers,
Dalal Street, Fort,
Mumbai – 400 001.

Dear Sir/Ma'am,

Scrip Code No : **538540**
Scrip Symbol : **RLFL**
ISIN : **INE516P01015**

Subject: Submission of Voting Result and Consolidated Scrutinizer's Report of the 31st Annual General Meeting (AGM) held on Monday, 23rd September, 2024 at 11:30 A.M.

Dear Sir,

The 31st Annual General Meeting of the Ramchandra Leasing and Finance Limited was held on Monday, September 23, 2024 at 11:30 A.M. (IST) through Video Conference (VC)/ Other Audio-Visual Means (OAVM). The remote e-voting commenced on Thursday, 19th September, 2024 at 9:00 AM (IST) and ended on Sunday, 22nd September, 2024 at 5:00 PM (IST). The facility of e-voting during the AGM on September 23, 2024 was also provided.

In this regard, please find enclosed herewith:

1. The Consolidated Voting Results of remote e-voting and e-voting conducted during the AGM, in relation to the business transacted at the AGM, pursuant to Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
2. The Consolidated Scrutinizer's Report pursuant to Section 108 of the Companies Act, 2013, read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended.

The voting results along with Scrutinizer's Report will also be available on the Company's website at (<https://www.ramchandrafinance.in/>) and on the website of Purva Sharegistry (India) Private Limited at (<https://evoting.purvashare.com/>).

Kindly take the same on your records and acknowledge it.

Thanking you,

Yours faithfully,

For **RAMCHANDRA LEASING AND FINANCE LIMITED**

Pradeep Saremal Jain
Whole Time Director
DIN: 03363790

Ramchandra Leasing and Finance Limited - 31st AGM Voting results	
Date of AGM	23-09-2024
Record date	16-09-2024
Total number of shareholders on record date	16014
<u>No. of shareholders present in the meeting either in person or through proxy</u>	
a) Promoters and Promoter group	0
b) Public	3
<u>No. of shareholders attended the meeting through video conferencing</u>	
a) Promoters and Promoter group	0
b) Public	30
No. of resolution passed in the meeting	3

ITEM NO. 1

Resolution required: (Ordinary / Special)		Ordinary							
Whether promoter/ promoter group are interested in the agenda/resolution?		No							
Description of resolution considered		To receive, consider and adopt the Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2024 including the Audited Standalone Balance Sheet as at March 31, 2024 and the Standalone Statement of Profit and Loss account for the year ended on that date together with the Reports of the Board of Directors and Auditors thereon							
Category	Mode of E-Voting	No. of Shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of Votes-In Favour	No. of Votes-Against	% of Votes in favour on votes polled	% of Votes against on votes polled	
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100	
Promoter and Promoter Group	E-Voting Poll	58,84,500	-	-	-	-	-	-	
	Postal Ballot (if applicable)		-	-	-	-	-	-	
	Total		-	-	-	-	-	-	
			58,84,500	-	-	-	-	-	-
Public-Institutions	E-Voting Poll	2,791	-	-	-	-	-	-	
	Postal Ballot (if applicable)		-	-	-	-	-	-	
	Total		-	-	-	-	-	-	
			2,791	-	-	-	-	-	-
Public- Non Institutions	E-Voting Poll	4,52,74,709	76,83,829	16.97	76,83,829	-	100.00	-	
	Postal Ballot (if applicable)		-	-	-	-	-	-	
	Total		-	76,83,829	16.97	76,83,829	-	100.00	-
			4,52,74,709	76,83,829	16.97	76,83,829	-	100.00	-
TOTAL		5,11,62,000	76,83,829	16.97	76,83,829	-	100.00	-	

*No. of votes polled does not include `no. of votes invalid.

Based on the aforesaid result, we report that the Ordinary Resolution as set out in the Item No.1 of the Notice of the AGM has been passed with the requisite majority

ITEM NO. 2								
Resolution required: (Ordinary / Special)			Ordinary					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Description of resolution considered			To re-appoint Director Mr. Pramod Kumar Gadiya (DIN 02258245), who retire by rotation in terms of section 152(6) of the Companies Act, 2013 and being eligible re-appointment, offers himself for reappointment					
Category	Mode of E-Voting	No. of Shares held	No. of votes polled	% 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 against on votes polled (7)=[(5)/(2)]*100
		(1)	(2)		(4)	(5)		
Promoter and Promoter Group	E-Voting	58,84,500	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		58,84,500	-	-	-	-	-
Public-Institutions	E-Voting	2,791	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		2,791	-	-	-	-	-
Public- Non Institutions	E-Voting	4,52,74,709	76,83,829	16.97	76,83,829	-	100.00	-
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		4,52,74,709	76,83,829	16.97	76,83,829	-	100.00
TOTAL		5,11,62,000	76,83,829	16.97	76,83,829	-	100.00	-

*No. of votes polled does not include `no. of votes invalid.

Based on the aforesaid result, we report that the Ordinary Resolution as set out in the Item No.2 of the Notice of the AGM has been passed with the requisite majority

ITEM NO. 3

Resolution required: (Ordinary / Special)		Ordinary						
Whether promoter/ promoter group are interested in the agenda/resolution?		No						
Description of resolution considered		To Re-appoint Mr. Pradeep Saremal Jain (DIN 03363790) as a Whole Time Director of the Company, and in this regard to consider and if thought fit, to pass, with or without modification(s),						
Category	Mode of E-Voting	No. of Shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of Votes- In Favour	No. of Votes- Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	58,84,500	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		58,84,500	-	-	-	-	-
Public- Institutions	E-Voting	2,791	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		2,791	-	-	-	-	-
	Total		2,791	-	-	-	-	-
Public- Non Institutions	E-Voting	4,52,74,709	76,83,829	16.97	76,83,829	-	100.00	-
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		4,52,74,709	76,83,829	16.97	76,83,829	-	100.00
TOTAL		5,11,62,000	76,83,829	16.97	76,83,829	-	100.00	-

*No. of votes polled does not include `no. of votes invalid.

Based on the aforesaid result, we report that the Ordinary Resolution as set out in the Item No.3 of the Notice of the AGM has been passed with the requisite majority

HARSH M. JAIN & ASSOCIATES

COMPANY SECRETARY

COMBINED SCRUTINIZER REPORT ON REMOTE E-VOTING & E-VOTING BY ELECTRONIC MEANS CONDUCTED WITH RESPECT TO THE 31ST ANNUAL GENERAL MEETING ("AGM") OF RAMCHANDRA LEASING AND FINANCE LIMITED HELD ON MONDAY, SEPTEMBER 23, 2024 AT 11:30 A.M. BY MEANS OF VIDEO CONFERENCING ("VC")/ OTHER AUDIO-VISUAL MEANS ("OAVM")

To,
The Chairman
Ramchandra Leasing and Finance Limited,
201/1, Rudra Plaza,
Opp. VMC Gas Office,
Dandia Bazar Main Road,
Vadodara – 390 001.

Sub: Combined Scrutinizer's Report on e-voting & voting, by electronic means conducted for the 31st Annual General Meeting ("AGM") of Equity Shareholders of Ramchandra Leasing & Finance Limited held on the Monday, 23rd September, 2024 at 11:30 A.M. through Video Conferencing (VC)/Other Audio-Visual Means (OAVM).

Dear Sir/Madam,

I, **Harsh Manoj Jain**, Proprietor of M/s. Harsh M Jain & Associates, Practicing Company Secretaries, Mumbai, have been appointed as Scrutinizer by the Board of Ramchandra Leasing and Finance Limited ("RAMCHADRA"), for the purpose of scrutinizing remote e-voting including the E-voting process conducted at the 31st Annual General Meeting (AGM) of the Equity Shareholders of Ramchandra held on Monday, 23rd September, 2024 at 11:30 A.M. through Video Conferencing / Other Audio Visual Means ('VC / OAVM') pursuant to the provisions of (Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 read with amendments made thereto and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, (the 'Listing Regulations').

Management Responsibility

The Management of the Company is responsible to ensure the compliance with the requirements of the relevant provisions of (i) The Companies Act, 2013 and Rules made thereunder; (ii) The SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and (iii) Secretarial Standard - 2 on General Meetings issued by the Institute of Company Secretaries of India, if any, relating to remote E-voting prior to the date of AGM and E-voting process during the AGM.

Scrutinizer's Responsibility

My responsibility as scrutinizer is restricted to making a scrutinizer report of the votes cast by the unit holders in respect of the resolutions contained in the AGM Notice of Ramchandra. My report is based on list/ data provided by the Registrar and Share Transfer Agent and Voting's received till the time fixed for closing the voting process on September 22, 2024.

I submit my report as under:

1. The notice of Annual General Meeting, as confirmed by the Company was sent to the shareholders in respect of the below mentioned resolutions passed at the AGM of the Company through electronic mode to those Members whose email addresses

HARSH M. JAIN & ASSOCIATES

COMPANY SECRETARY

are registered with the Company/Depositories, in compliance with the MCA Circular(s) and SEBI Circular dated May 13, 2022.

2. The Company had availed the E-voting facility offered by Purva Shareregistry (India) Private Limited ("Purva") for providing remote E-voting facility to the Members of the Company prior to AGM as well as during the AGM
3. The Shareholders of the Company holding shares as on the "cut-off" date i.e., September 16, 2024, were entitled to vote on the proposed resolution(s) as set out in the item nos. 1 to 3 in the Notice of 31st Annual General Meeting of the Company.
4. The e-voting period for Remote e-voting commenced from 19th September, 2024 at 9:00 A.M. (IST) and ended on 22nd September, 2024 at 5:00 P.M. (IST) and the Purva Shareregistry (India) Private Limited e-voting platform was blocked thereafter.
5. The Company also provided e-voting facility to the shareholders present at the AGM held through VC / OAVM. The votes cast under remote e-voting before the AGM and e-voting done at the time of AGM were unblocked and calculated after the conclusion of 31st Annual General Meeting.
6. Based on the data downloaded from the official website of the Purva Shareregistry (India) Private Limited for the remote e-voting and e-voting process, we have scrutinized and reviewed the remote e-voting and e-voting process and votes tendered therein.

Combined Result of the remote e-voting and e-voting in respect of all the resolutions proposed in the Notice of 31st Annual General Meeting are enclosed herewith.

Thanking you,

Yours Faithfully,

For **M/s. HARSH M. JAIN & ASSOCIATES.**

HARSH
MANOJ
JAIN

Digitally signed by
HARSH MANOJ JAIN
Date: 2024.09.24
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Harsh Manoj Jain

Proprietor

M. No.: A64355

COP: 25406

UDIN: A064355F001297422

Place: Mumbai

Date: 24/09/2024

HARSH M. JAIN & ASSOCIATES

COMPANY SECRETARY

CONSOLIDATED RESULTS (REMOTE E-VOTING AND E-VOTING)

ITEM NO. 1 – To receive, consider and adopt the Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2024 including the Audited Standalone Balance Sheet as at March 31, 2024 and the Standalone Statement of Profit and Loss account for the year ended on that date together with the Reports of the Board of Directors and Auditors thereon.

Voting Description	Number of members voted in E-Voting	Number of Votes cast (Shares)	% of total number of valid votes cast
Voted in favour of the resolution	24	76,83,829	100.00
Voted against the resolution	0	0	0.00
Invalid votes	0	0	0.00
Total	24	76,83,829	100.00

Votes cast in both Remote E-Voting and E-Voting at the AGM by the same shareholders are considered Invalid, and only the votes casted in E-Voting are considered in respect of the Shareholder.

RESULT: As the no. of votes cast in favour of the resolution was not less than the no. of votes cast against it, we report that the Ordinary Resolution is passed in favour with Requisite majority

ITEM NO. 2 – To re-appoint Director Mr. Pramod Kumar Gadiya (DIN 02258245), who retire by rotation in terms of section 152(6) of the Companies Act, 2013 and being eligible re-appointment, offers himself for reappointment.

Voting Description	Number of members voted in E-Voting	Number of Votes cast (Shares)	% of total number of valid votes cast
Voted in favour of the resolution	24	76,83,829	100.00
Voted against the resolution	0	0	0.00
Invalid votes	0	0	0.00
Total	24	76,83,829	100.00

Votes cast in both Remote E-Voting and E-Voting at the AGM by the same shareholders are considered Invalid, and only the votes casted in E-Voting are considered in respect of the Shareholder.

RESULT: As the no. of votes cast in favour of the resolution was not less than the no. of votes cast against it, we report that the Ordinary Resolution is passed in favour with Requisite majority

HARSH M. JAIN & ASSOCIATES

COMPANY SECRETARY

ITEM NO. 3 – To Re-appoint Mr. Pradeep Saremal Jain (DIN 03363790) as a Whole Time Director of the Company, and in this regard to consider and if thought fit, to pass, with or without modification(s).

Voting Description	Number of members voted in E-Voting	Number of Votes cast (Shares)	% of total number of valid votes cast
Voted in favour of the resolution	24	76,83,829	100.00
Voted against the resolution	0	0	0.00
Invalid votes	0	0	0.00
Total	24	76,83,829	100.00

Votes cast in both Remote E-Voting and E-Voting at the AGM by the same shareholders are considered Invalid, and only the votes casted in E-Voting are considered in respect of the Shareholder.

RESULT: As the no. of votes cast in favour of the resolution was not less than the no. of votes cast against it, we report that the Ordinary Resolution is passed in favour with Requisite majority

Based on the aforesaid results, we report that all resolutions set out in Item No. 1 to 3 in the Notice of the 31st Annual General Meeting dated 23rd September, 2024 have been passed with requisite majority.

The relevant records relating to remote e-voting and e-voting were handed over to the Company Secretary authorized by the Board for safe keeping.

Thanking you,

Yours Faithfully,

For **M/s. HARSH M. JAIN & ASSOCIATES.**

HARSH
MANOJ
JAIN

Digitally signed by
HARSH MANOJ
JAIN
Date: 2024.09.24
13:16:01 +05'30'

Harsh Manoj Jain

Proprietor

M. No.: A64355

COP: 25406

UDIN: A064355F001297422

Place: Mumbai

Date: 24/09/2024