



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

13th February, 2025

Listing Centre

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

Company Code: 508956

Sub: - Disclosure of Voting Result - Postal Ballot Notice Dated 14th January, 2025

Dear Sir / Madam,

In furtherance to our letter dated 14th January, 2025 regarding Notice of Postal Ballot dated 14th January, 2025 ("Notice") issued to the members of the Company and pursuant to Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Section 110 and other applicable provisions of the Companies Act, 2013 and rules made there under and in compliance with the applicable circulars, voting through postal ballot by means of Remote e-voting was conducted as per Notice sent to the shareholders of the Company.

The Board of Directors had appointed Ms. Jyoti Sharma (Membership No. F8843, C.P No. 10196), Company Secretary in Practice, C/o JVS & Associates as the Scrutinizer for the remote e-voting process.

The Resolution set out in Notice has been duly passed by the shareholders of the Company with requisite majority. The Resolution is deemed to be passed on Thursday, 13th February, 2025 (the last date for e-Voting).

We enclose the following documents:

1. Details of the voting results in the format prescribed under Regulation 44(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 as '**Annexure - I**'.
2. Scrutinizer's Report pursuant to Section 108 and 110 of the Companies Act, 2013 read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014 as '**Annexure - II**'.

The Voting Results along with Scrutinizer's Report are also available on the Company's website, www.hbleasing.com and on the website of National Securities Depository Limited (NSDL), www.evoting.nsdl.com

This is for your information and records.

Thanking you,
Yours faithfully,

For **HB LEASING AND FINANCE COMPANY LIMITED**

Shahbaz Khan
(Company Secretary and Compliance Officer)

Encl: As Above

Details of Voting Result of Postal Ballot by way of Remote E-Voting pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Name of the Company	HB Leasing & Finance Company Limited
Date of the Postal Ballot	13 th February, 2025
Voting Start Date	15 th January, 2025 (09:00 AM)
Voting End Date	13 th February, 2025 (05:00 PM)
Total number of Shareholders as on record date (i.e. 10 th January, 2025):	36,494
No. of Shareholders present in the meeting either in person or through proxy:	
- Promoters & Promoter Group:	NA
- Public:	NA
No. of Shareholders attended the meeting through Video Conferencing (VC) / Other Audio Visual Means (OAVM):	
- Promoters & Promoter Group:	NA
- Public:	NA



Resolution (1)

Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				TO ISSUE 1800000 EQUITY SHARES ON A PREFERENTIAL BASIS TO THE PROMOTER AND NON-PROMOTER GROUP OF THE COMPANY				
Category	Mode of 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	4336856	4336856	100.0000	4336856	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		4336856	4336856	100.0000	4336856	0	100.0000
Public-Institutions	E-Voting	48730	0	0.0000	0	0	0	0
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		48730	0	0.0000	0	0	0.0000
Public- Non Institutions	E-Voting	6677145	363877	5.4496	363394	483	99.8673	0.1327
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		6677145	363877	5.4496	363394	483	99.8673
Total		11062731	4700733	42.4916	4700250	483	99.9897	0.0103
Whether resolution is Pass or Not.							Yes	





JVS & ASSOCIATES
COMPANY SECRETARIES

Annexure-II

Flat No. 588, Pocket No. 4
Sector-11, Dwarka
New Delhi-110075



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+91 - 9810370312



legal2015js@gmail.com

Scrutinizer's Report

[Pursuant to Section 108 and Section 110 of the Companies Act, 2013 read with Rule 20 and 22 of the Companies (Management and Administration) Amendment Rules, 2014 and other applicable provisions of the Companies Act, 2013 (as amended); Secretarial Standard on General Meetings ('SS-2') issued by the Institute of Company Secretaries of India & Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended from time to time and the Circulars issued by "MCA" and "SEBI"]

To,
The Chairman
HB Leasing and Finance Company Limited
(CIN- L67910HR1982PLC034071)
Plot No. 31, Echelon Institutional Area
Sector 32, Gurugram, Haryana 122001.

SUBJECT: SCRUTINIZER REPORT ON POSTAL BALLOT

I, **Jyoti Sharma** proprietor of **JVS & Associates**, Practicing Company Secretaries, having office at Flat No. 588, Pocket No. 4, Sector-11, Dwarka, New Delhi-110075, has been appointed as Scrutinizer by the Board of Directors of **HB Leasing and Finance Company Limited** ("the Company") for the purpose of scrutinizing postal ballot conducted by way of remote e-voting process only ("e-voting") in a fair and transparent manner and ascertain the requisite majority on the resolution contained in the postal ballot notice dated January 14, 2025 ("**Notice**") issued in accordance with General Circular No. 14/2020 dated April 8, 2020, Circular No. 17/2020 dated April 13, 2020, Circular No. 22/2020 dated June 15, 2020, Circular No. 33/2020 dated September 28, 2020, Circular No. 39/2020 dated December 31, 2020, Circular No. 10/2021 dated June 23, 2021, Circular No. 20/2021 dated December 8, 2021, Circular No. 03/2022 dated May 5, 2022, Circular No. 11/2022 dated December 28, 2022, Circular No. 09/2023 dated September 25, 2023 and Circular No. 09/2024 dated September 19, 2024, issued by the Ministry of Corporate Affairs ("MCA") (hereinafter collectively referred to as "MCA Circulars"), Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") and Secretarial Standard on General Meetings ("SS-2") issued by the Institute of Company Secretaries of India including any statutory modification(s) or re-enactment(s) thereof, for the time being in force.

1. Dispatch of Notice for Postal Ballot

The Company has dispatched the Postal Ballot Notice on **Tuesday, January 14, 2025**, by E-mail to all those Members whose email addresses were registered with the Company or Depository/ Depository participant.

2. Cut-off Date

The Company had fixed **Friday, January 10, 2025**, as the cut-off date for reckoning the members, to exercise their right to vote electronically.

3. Remote e-voting process

3.1 Agency

The Company engaged NSDL, as the agency providing the platform to the members to exercise their votes electronically through the e-voting service facility. Members cannot exercise votes by proxy,



though corporate and institutional members shall be entitled to vote through their authorized representatives with proof of their authorization.

3.2 Remote E-voting period

Remote E-voting period remained open from **Wednesday, January 15, 2025 (09:00 AM)** to Thursday, **February 13, 2025 (05:00 PM)**.

3.3 Newspaper advertisement

The Company has published as per Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014 read with the MCA Circulars and the SEBI Listing Regulations, the details pertaining to this Postal Ballot in one English language newspaper circulating throughout India (in English language) and one vernacular newspaper published in the language of the region, where registered office of the Company is situated (i.e. in Hindi language).

4. Counting Process

On completion of E-voting, I unblocked the results of the remote e-voting, on the NSDL e-voting platform in the presence of two witnesses, who are not in the employment of the Company and downloaded the results for scrutiny.

5. Results

Results with respect to agenda item as set out in the Notice of Postal Ballot dated **January 14, 2025**, are enclosed herewith.

Based on the aforesaid results, I report that the resolution as set out in the Notice of the Postal Ballot dated **January 14, 2025**, has been duly passed with the requisite majority.

ITEM NO. 1- SPECIAL RESOLUTION

TO ISSUE 1800000 EQUITY SHARES ON A PREFERENTIAL BASIS TO THE PROMOTER AND NON-PROMOTER GROUP OF THE COMPANY.

(i) Voted in favour of the resolution:

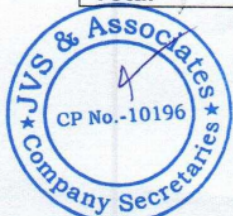
Particulars	Number of Member Voted	Number of vote casted by them	% of total number of valid votes cast
Postal Ballot (Remote E-Voting)	103	4700250	99.99
Total	103	4700250	99.99

(ii) Voted against the resolution:

Particular	Number of member voted	Number of voted casted by them	% of total Number of valid Vote cast
Postal Ballot (Remote E-Voting)	3	483	0.01
Total	3	483	0.01

(iii) Invalid Vote/abstain from voting/Less Voted/ Not Voted:

Particular	Number of members	Number of vote
Postal Ballot (Remote E-Voting)	0	0
Total	0	0



Based on the aforesaid results, I report that the Special Resolution as contained in item No. 1 of the postal ballot notice has passed with the requisite majority.

6. The electronic data and all other relevant records relating to Remote e-voting will remain in my safe custody until the Chairman considers, approves and sign minutes of the postal ballot of the Company and the same shall be handed over thereafter to the Company Secretary/Director for safe keeping.
7. The Results of the Voting shall be declared by the Chairman, or any other person authorized by Board.

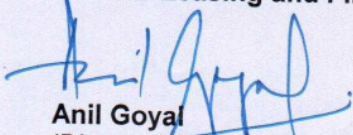
Thanking you
Yours Faithfully,

For JVS & Associates
Company Secretaries



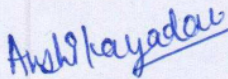
Jyoti Sharma
Practicing Company Secretary
C.P. No. 10196
M. No. F8843
FRN: I2011DE848300
Peer Review No: 810/2020
UDIN: F008843F003926977

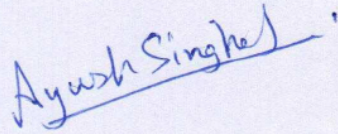
Countersigned by:
For HB Leasing and Finance Company Limited


Anil Goyal
(Director/ Person duly authorize by the Chairman)
Place: Gurugram
Date: February 13, 2025

Place: New Delhi
Date: February 13, 2025

Witnesses:


Ms. Anshika Yadav
House No. 90 Block B Street No. 9
Najafgarh-110043


Mr. Ayush Singhal
B1/28, Rajapuri, Uttam Nagar,
New Delhi-110059.