



Classic Leasing & Finance Ltd.

REGD. OFFICE : 16A, EVEREST HOUSE
46C, JAWAHARLAL NEHRU ROAD, KOLKATA - 700 071
PHONE : 033-2288 3104, Fax : 033-2288-3105

Date: 5th September, 2018

To,
Listing & Compliance Department
BSE Limited
P.J. Towers, Dalal Street,
Mumbai-400001

Dear Sir,

Sub: Intimation of Annual General Meeting, Book Closure Dates, Cut-off Date and period of E-voting

This is to inform you that the Annual General Meeting ('AGM') of the Company is scheduled to be held on Friday, 28th day of September 2018 at 12:00 p.m. at the registered office of the Company 16A, Everest House, 46C, J.L. Nehru Road, Kolkata-700071.

Please find enclosed herewith the Notice of AGM of the Company.

In compliance with the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015, kindly take note of the following:

- The Register of Members and Share Transfer Books of the Company will remain closed from Saturday, September 22, 2018 to Friday, September 28, 2018 (both days inclusive) for the purpose of aforesaid AGM.
- E-voting facility is being provided to the members holding shares either in physical or in electronic form as on cut-off date i.e. Friday, 21st September, 2018.
- The remote e-voting will commence on Tuesday, 25th September, 2018 from 9:00 a.m. and end on Thursday, 27th September, 2018 at 5:00 p.m.

This is for your information and record.

Thanking you.

Yours faithfully,

For Classic Leasing & Finance Ltd

Nikhita Shukla
Company Secretary & Compliance Officer

cc: The Listing Department
The Calcutta Stock Exchange Ltd.
7, Lyons Range
Kolkata- 700001

Encl.: as above

CLASSIC LEASING & FINANCE LIMITED

CIN: L65921WB1984PLC037347

Regd. Office: 16A, Everest House, 46C, J.L. Nehru Road, Kolkata-700071

Phone: 033-2288 3104 Fax: +91-33-22430021

Website: www.classicleasing.net, Email: classicleasingnfinance@gmail.com

Notice to the Shareholders

NOTICE IS HEREBY GIVEN THAT THE ANNUAL GENERAL MEETING OF THE MEMBERS OF CLASSIC LEASING & FINANCE LIMITED will be held on Friday, 28th September, 2018 at 12:00 p.m. at 16A, Everest House, 46C, J.L. Nehru Road, Kolkata-700071 to transact the following businesses:

ORDINARY BUSINESS

1. To receive, consider and adopt the Audited Financial Statement of the Company for the financial year ended 31st March, 2018 together with the Report of the Board of Directors and the Auditors thereon.
2. To appoint a Director in place of Mr. Prashant Bothra (DIN: 01785920), who retires by rotation and being eligible, offers himself for re-appointment.

By Order of the Board
For **Classic Leasing & Finance Limited**

Registered Office:
16A, Everest House, 46C, J.L. Nehru Road,
Kolkata-700071

Place: Kolkata
Date : 23.08.2018

Sd/-
Nikhita Shukla
Company Secretary

Notes:

1. **A MEMBER ENTITLED TO ATTEND AND VOTE AT THE ANNUAL GENERAL MEETING IS ALSO ENTITLED TO APPOINT PROXY/PROXIES TO ATTEND AND VOTE ON A POLL INSTEAD OF HIMSELF/HERSELF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY.**

Pursuant to Section 105 of the Companies Act, 2013 and rules made there under a person can act as a proxy on behalf of the member or members not exceeding 50 (Fifty) and holding in aggregate not more than 10% of the total share capital of the Company carrying voting rights. Also, a member holding more than 10% of the total share capital of the Company carrying voting rights, may appoint a single person as a proxy provided that such a person shall not act as a proxy for any other person or member. If a proxy is appointed for more than 50 (fifty) members, he/she shall choose any 50 (fifty) members and confirm the same to the company before the commencement of specified period for inspection. In case, proxy fails to do so, the company shall consider only first 50 (fifty) proxies as valid. The instrument appointing the proxy shall be in writing and be signed by the appointer or his attorney duly authorized in writing or if the appointer is a body corporate, be under its seal or be signed by an officer or an attorney duly authorized by it and in order to be effective, should be deposited at the registered office of the Company, duly completed stamped and signed, not less than 48 (Forty Eight) hours before the commencement of the meeting. A proxy form is annexed to this Report.

Further, proxies submitted on behalf of authorized representative of the companies, societies etc. must be supported by appropriate resolution/authority, as applicable. Members who hold shares in dematerialized form are requested to bring their Photo Identity Card for easy identification of attendance at the meeting.

Every member entitled to vote at the meeting shall be entitled during the period beginning 24 hours before the time fixed for the commencement of the meeting and ending with the conclusion of the meeting, to

inspect the proxies lodged, at any time during business hours between 11 a.m. to 6 p.m., provided that not less than 3 days notice in writing of the intention to inspect is given by the member to the Company.

2. Corporate members intending to send their authorized representatives to attend the Annual General Meeting pursuant to Section 113 of the Companies Act, 2013 are requested to send to the Company a certified true copy of the Board Resolution together with respective specimen signature of those representative(s) authorized under said resolution to attend and vote on their behalf at the meeting.
3. Members/ proxies / authorized representatives should bring the duly filled attendance slip to attend the meeting.
4. The Annual Report of the Company for the Financial Year 2017-18, circulated to the members of the Company, is also uploaded on the Company's website "www.classicleasing.net".
5. Members holding shares in physical mode are requested to intimate any change in their address to the Registrar and Share Transfer Agent, R&D Infotech Private Limited, at their Corporate Office 7A, Beltala Road, 1st Floor, Kolkata 700026 and members holding shares in demat mode are requested to intimate any change in their address or bank mandates to their respective Depository Participants. Any such changes effected by the Depository Participants will automatically reflect in the Company's subsequent records. To prevent fraudulent transactions, members are advised to exercise due diligence and notify the Company of any change or demise of any member as soon as possible. Members are also advised not to leave their demat account(s) dormant for long. Periodic statement of holding should be obtained from Depository Participant and holding should be verified.
6. Pursuant to the provisions of Section 91 of the Companies Act, 2013, the Register of Members and Share Transfer Books of the Company will remain closed from Saturday, September 22, 2018 to Friday, September 28, 2018 (both days inclusive).
7. Members who hold shares in physical form in multiple folios in identical names or joint holding in the same order of names are requested to write to the Company's Registrar and Share Transfer Agents, R&D Infotech Private Limited, at their Corporate Office 7A, Beltala Road, 1st Floor, Kolkata 700026, enclosing their share certificates to enable the Company to consolidate their holdings into single folio.
8. Members are requested to quote the Folio/Client ID & DP ID Nos. in all correspondences.
9. Electronic copy or web link of the Annual Report for the financial year 2017-18 and the Notice of the Eighteenth Annual General Meeting of the Company inter alia indicating the process and manner of e-voting along with Attendance Slip and Proxy Form and route map is being sent to all the members whose email IDs are registered with the Company/Depository Participants(s) for communication purposes. Members of the Company who have registered their e-mail address are also entitled to receive such communication in physical form upon request. However, members who have not registered their email address, shall be furnished with physical copies of the aforesaid Notice of Eighteenth Annual General Meeting of the Company in the permitted mode. Members are also informed that the Notice of the Annual General Meeting of the Company inter alia indicating the process and manner of e-voting along with Attendance Slip and Proxy Form shall also be available on the website of the Company viz. www.classicleasing.net and on the website of the NSDL for their download.

In keeping view with Ministry of Corporate Affairs "Green Initiatives" measures and applicable provisions of Companies Act, 2013 read with Rules there under, the Company requests members who have not registered their e-mail address so far, to register their e-mail address for receiving all communications including Annual Report, notices etc from the Company electronically.
10. Register of Directors and Key Managerial Personnel and their shareholding maintained under Section 170 of the Companies Act, 2013 and The Register of Contracts and Arrangements in which Directors are interested under Section 189 of the Companies Act, 2013 shall be made available for inspection at the Annual General Meeting.
11. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in the securities market. Members holding shares in demat mode are, therefore requested to submit PAN details to their Depository Participant. Members holding shares in

physical mode can also submit their PAN details to the Company's Registrar and Share Transfer agent, R&D Infotech Private Limited, at their Corporate Office 7A, Beltala Road, 1st Floor, Kolkata 700026.

12. With the aim of curbing fraud and manipulation risk in physical transfer of securities, SEBI has notified via Notification No. SEBI/LAD-NRO/GN/2018/24 dated 8th June, 2018 has permitted for effecting the transfer of securities in dematerialized form with a depository.
13. Details as required under Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 in respect of the Directors seeking appointment/re-appointment at the Annual General Meeting forms integral part of the notice. Requisite declarations/ consent have been received from the Directors for his/her appointment/re-appointment.

14. a) 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 and amendments made thereto, and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the company is pleased to provide the facility to members to exercise their right to vote on the resolutions proposed to be passed at the Annual General Meeting as stated in the Notice by electronic means from a place other than venue of the meeting i.e. remote e-voting. The facility of casting the votes by the members using an electronic voting system from a place other than venue of Annual General Meeting (remote e-voting) will be provided by NSDL.

The detailed process for exercising the e-voting facility is enclosed and is being sent as a part of the Notice. Members are requested to carefully read the instructions of e-voting before exercising their vote.

- b) The e-voting facility will be made available during the following period:

Commencement of e-voting: From 9:00 a.m. on Tuesday, 25th September, 2018

End of e-voting: Up to 5:00 p.m. on Thursday, 27th September, 2018

Members holding shares either in physical or dematerialized mode as on the cut-off date viz. , Friday, 21st September, 2018 may exercise their vote electronically.

- c) In case a person becomes a member of the Company after the dispatch of the Notice but on or before the cut-off date for e-voting i.e. **Friday, 21st September, 2018**, he/she may write to the Registrar requesting for user id and password.
- d) Once the vote on a resolution is cast by a member, the member shall not be allowed to change it subsequently.
- e) The voting rights of the members shall be one vote per paid up equity share, registered in the name of the shareholders/beneficial owners as on the cut-off date being **Friday, 21st September, 2018**
- f) A person who is not a member as on cut-off date should treat this notice for the information purpose only.
- g) The Board of Directors has appointed Mr. Jeevan Kumar Jha, Company Secretary in Practice, (Membership No. ACS: 51065) (Address: RATIONAL ASSOCIATES, 7A, Beltala Road, Kolkata – 700 026), as the Scrutinizer to scrutinize the e-voting process and voting at the AGM in a fair and transparent manner.
- h) The scrutinizer shall after the conclusion of meeting count the votes cast at the meeting, thereafter unblock the votes cast by remote e-voting in the presence of at least 2 (Two) witnesses not in employment of the Company and within a period not exceeding 3 days from the conclusion of the meeting submit a consolidated scrutinizer's report of total votes cast (e-voting & ballot) in favour or against it to the Chairman of the meeting or any person authorized by the Chairman. The Chairman of the meeting or any person authorized by the Chairman shall counter-sign the same and shall declare the results of voting forthwith.

- i) The results of e-voting will be communicated to the Stock Exchanges where equity shares of the Company are listed viz. BSE Limited and The Calcutta Stock Exchange Limited. Further, the results so declared along with the Scrutinizer's Report shall also be placed on the website of the Company as well as on the website of NSDL immediately after declaration of results by the Chairman or any person authorized by him in writing.

By Order of the Board
For **Classic Leasing & Finance Limited**

Registered Office:
16A, Everest House, 46C, J.L. Nehru Road,
Kolkata-700071

Place: Kolkata
Date : 23.08.2018

Sd/-
Nikhita Shukla
Company Secretary

Annexure to the notice pursuant to Regulation 36(3) of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015

Brief Profile of the Directors seeking appointment/ re-appointment at the Annual General Meeting

Name of Director	Mr. Prashant Bothra
DIN	01785920
Date of Birth	22 nd January, 1982
Date of Appointment as Director	30 th December, 2000
Qualification	MBA from Charles Sturt University & B. Com (Hons)
Member of the Committees of the Board of Directors of the Company	Audit Committee- Member Nomination & Remuneration Committee- Member Stakeholder Relationship Committee- Member
Directorship held in any other listed entity	NIL
Membership in the Committees of the Board of Directors of other Listed Entity in which he is a Director	NIL
No. of Equity Shares held in the Company	NIL
Inter-se Relation-ships between Director	Son of Mr. Vijay Bothra

Process and manner of e-voting

A. In case of Members receiving Notice of the Annual General Meeting by email and who wish to vote using the e-voting facility:

i) Log on to the e-voting website www.evotingindia.com during the voting period

ii) Now click on “Shareholders” tab to cast your votes.

iii) Now Enter your User ID

For CDSL: 16 digits beneficiary ID,

For NSDL: 8 Character DP ID followed by 8 Digits Client ID,

For Members holding shares in Physical Form: Members should enter Folio Number registered with the Company.

iv) Next enter the Image Verification as displayed and Click on Login.

v) 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.

vi) If you are a first time user, follow the steps given below:

	For Members holding shares in Demat Form and Physical Form
PAN	Enter your 10 digit alpha-numeric PAN issued by Income Tax Department when prompted by the system while e-voting (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 first two letters of their name and the 8 digits of the sequence number in the PAN field.• In case the sequence number is less than 8 digits enter the applicable number of 0's before the number after the first two characters of the name in CAPITAL letters. e.g: If your name is Ramesh Kumar with sequence number 1 then enter RA00000001 in the PAN field.
Dividend Bank Details OR Date of Birth (DOB)	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records for the said demat account or folio. <ul style="list-style-type: none">• If the details are not recorded with the depository or company please enter the member id / folio number in the Dividend Bank details field as mentioned in instruction (v).

vii) After entering these details appropriately, click on “SUBMIT” tab.

viii) Members holding shares in Physical form will then reach directly to the Company selection screen.

ix) 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 NSDL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.

Shareholders holding shares in demat form and have logged in for an earlier instance of e-Voting and voted on www.evotingindia.com should use their existing login and password. Such shareholders who have already logged in earlier would be required to enter only the password after entering the user ID and characters displayed.

x) For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.

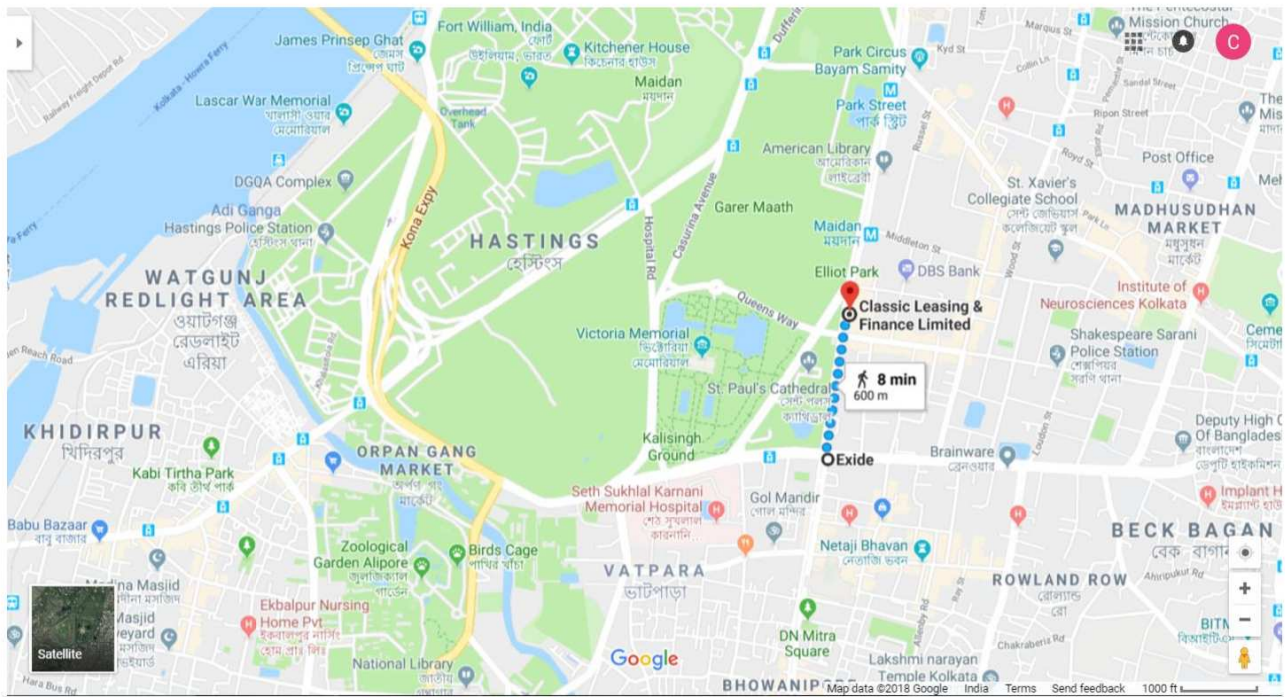
- xi) Click on the EVSN for <Company Name> to vote.
- xii) On the voting page, you will see “RESOLUTION DESCRIPTION” and against the same the option “YES/NO” for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- xiii) Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.
- xiv) 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.
- xv) Repeat the voting process for all the resolutions on which you intend to vote.
- xvi) Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- xvii) You can also take out print of the voting done by you by clicking on “Click here to print” option on the Voting page.
- xviii) If Demat account holder has forgotten the changed password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- 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 <https://www.evotingindia.com> and register themselves as Corporates.
 - They should submit a scanned copy of the Registration Form bearing the stamp and sign of the entity to evoting@nsdl.co.in.
 - After receiving the login details they have to create a compliance user who would be able to link the account(s) which they wish to vote on.
 - The list of accounts should be mailed to evoting@nsdl.co.in and on approval of the accounts they would be able to cast their vote.
 - They should upload a scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, in PDF format in the system for the scrutinizer to verify the same.

B. In case of Members receiving Notice of the Annual General Meeting by post and who wish to vote using the e-voting facility:

Please follow all steps from Sr. No. (i) to Sr. No. (xix) above, to cast your vote.

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 evoting@nsdl.co.in

Route Map of the AGM Venue



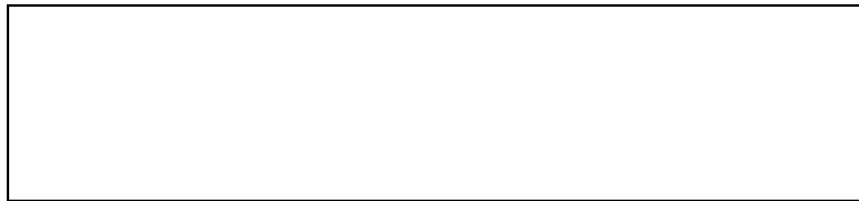
**16A, Everest House,
46C, J.L. Nehru Road,
Kolkata-700071**

Annual General Meeting
Friday, 28th September, 2018
at 12:00 p.m.

CLASSIC LEASING & FINANCE LIMITED
CIN: L65921WB1984PLC037347

ATTENDANCE
SLIP

Registered Office: 16A, Everest House, 46C, J.L. Nehru Road, Kolkata-700071 **Phone:** 033-2288 3104 **Fax:** 033-2243 0021
E-mail: classicleasingnfinance@gmail.com **Website:** www.classicleasing.net



I/We hereby record my/our presence at the Annual General Meeting of the Company held on **Friday, 28th September, 2018** at 12:00 p.m. at 16A, Everest House, 46C, J.L. Nehru Road, Kolkata-700071.

Name of the Proxy (in BLOCK LETTERS)

Signature of Shareholder/Proxy Present

Annual General Meeting
Friday, 28th September, 2018
at 12:00 p.m.

CLASSIC LEASING & FINANCE LIMITED
CIN: L65921WB1984PLC037347

PROXY FORM

Registered Office: 16A, Everest House, 46C, J.L. Nehru Road, Kolkata-700071
Phone: 033-2288 3104, Fax: 033-2243 0021
E-mail: classicleasingnfinance@gmail.com, Website: www.classicleasing.net

FORM MGT-11

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

Name of the Member(s): _____
Registered Address: _____

E-mail Id: _____

Folio No. / Client ID No. : _____

DP ID No. _____

I/We, _____ being the member(s), holding _____ equity shares of Classic Leasing & Finance Limited hereby appoint:

- Name: _____ Address: _____
E-mail Id: _____ Signature: _____, or failing him/her
- Name: _____ Address: _____
E-mail Id: _____ Signature: _____, or failing him/her
- 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, 28th September, 2018** at 12:00 p.m. at 16A, Everest House, 46C, J.L. Nehru Road, Kolkata-700071 and at any adjournment thereof in respect of such resolutions as are indicated below:

A. ORDINARY BUSINESS	
1.	Consideration and adoption of Audited Financial Statement of the Company for the financial year ended 31 st March, 2018 together with the Report of the Board of Directors and the Auditors thereon.
2.	Appointment of a Director in place of Mr. Prashant Bothra (DIN: 01785920), who retires by rotation and being eligible, offers himself for re-appointment

Signed this _____ day of _____, 2018

Signature of the Member(s): _____

Signature of Proxy holder(s): (1) _____ (2) _____

(3) _____

Affix
Revenue
Stamp

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. For the Resolutions, please refer to the Notice of Annual General Meeting.