

**Voting Results of 28<sup>th</sup> Annual General Meeting**

**Compliance with: Clause 35A of Listing Agreement**

Date of the Annual General Meeting	30 <sup>th</sup> September 2014
Total Number of shares as on the Record Date	30,41,200 Equity Shares of Rs. 10/- each.
Nos. of shareholders present in the Meeting either in person or through Proxy:	
Promoters and Promoter Group	9
Public:	14
Vote through e-voting	1
Nos. of shareholders attended the meeting through Video Conferencing.	NIL

**Details of Agenda and Voting Results:**

**Item No. 1:** To receive, consider and adopt the Audited Statement of Profit and Loss Account ended on 31<sup>st</sup> March, 2014 and the Balance Sheet as at that date together with the Report of Board of Directors and the Auditors' Report thereon and to pass with or without modification the following resolution as Ordinary Resolution.

Promoter/Public	Nos. of shares held	No of votes polled	% of Votes polled on outstanding shares	Nos. of votes in favour	No of Votes against	% of Votes in favour on Votes polled	% of votes against on voted polled
Promoter	638943	638943	100	638943	NIL	100%	NIL
Public	2402257	463936	19.31	463936	NIL	100%	NIL
<b>Total</b>	<b>3041200</b>	<b>1102879</b>	<b>36.26</b>	<b>1102879</b>	<b>NIL</b>	<b>100%</b>	<b>NIL</b>

For, K. Z. Leasing & Finance Ltd.  
Chairman/Director



**Item No. 2:** To appoint a director in place of Mr. Ankit P. Patel (holding DIN 02901371), Director who retires by rotation and being eligible, offers himself for reappointment and to pass with or without modification the following resolution as Ordinary Resolution.

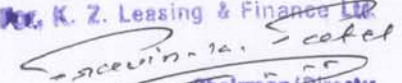
Promoter/Public	Nos. of shares held	No of votes polled	% of Votes polled on outstanding shares	Nos. of votes in favour	No of Votes against	% of Votes in favour on Votes polled	% of votes against on voted polled
Promoter	638943	187843	29.40	187843	NIL	100%	NIL
Public	2402257	463936	19.31	463936	NIL	100%	NIL
<b>Total</b>	<b>3041200</b>	<b>651779</b>	<b>21.43</b>	<b>651779</b>	<b>NIL</b>	<b>100%</b>	<b>NIL</b>

**Item No. 3:** To appoint a director in place of Mr. Gandlal A. Patel (holding DIN 02848956), Director who retires by rotation and being eligible, offers himself for reappointment and to pass with or without modification the following resolution as Ordinary Resolution.

Promoter/Public	Nos. of shares held	No of votes polled	% of Votes polled on outstanding shares	Nos. of votes in favour	No of Votes against	% of Votes in favour on Votes polled	% of votes against on voted polled
Promoter	638943	397843	62.27	397843	NIL	100%	NIL
Public	2402257	463936	19.31	463936	NIL	100%	NIL
<b>Total</b>	<b>3041200</b>	<b>861779</b>	<b>21.43</b>	<b>861779</b>	<b>NIL</b>	<b>100%</b>	<b>NIL</b>

**Item No. 4:**  
**Appointment of M/s J.M. Patel & Brothers as a Statutory Auditor of the Company**

"RESOLVED that subject to the provisions of Section 139 of the Companies Act, 2013 and the Rules made thereunder, M/s. J.M. Patel & Brothers, Chartered Accountants (ICAI Registration No.107707W), the retiring auditors, be and are hereby re-appointed as Auditors of the Company to hold office from the conclusion of this meeting up to the conclusion of the next Annual General Meeting of the Company and to audit the accounts of the Company for the financial year ending 31<sup>st</sup> March, 2015, or any extension thereof at such remuneration as may be mutually agreed upon between the Board of Directors and the auditors, plus out of pocket and travelling expenses."

For, K. Z. Leasing & Finance Ltd  
  
 Chairman/Director



Promoter/Public	Nos. of shares held	No of votes polled	% of Votes polled on outstanding shares	Nos. of votes in favour	No of Votes against	% of Votes in favour on Votes polled	% of votes against on voted polled
Promoter	638943	638943	100	638943	NIL	100%	NIL
Public	2402257	463936	19.31	463936	NIL	100%	NIL
<b>Total</b>	<b>3041200</b>	<b>1102879</b>	<b>36.26</b>	<b>1102879</b>	<b>NIL</b>	<b>100%</b>	<b>NIL</b>

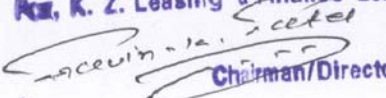
**Item No. 5 - Appointment of Mr. Keshavlal K Patel as an Independent Director**

"RESOLVED that pursuant to the provisions of Sections 149, 152 and other applicable provisions, if any of the Companies Act, 2013 ("Act") and the Rules framed thereunder read with Schedule IV to the Act, as amended from time to time, Mr. Keshavlal K Patel, DIN 00851725, a non-executive director of the company, who has submitted a declaration that he meets the criteria for independence as provided in Section 149(6) of the Act and who is eligible for appointment, be and is hereby appointed as Independent Director of the company with effect from 30th September, 2014, upto 30th September, 2019."

Promoter/Public	Nos. of shares held	No of votes polled	% of Votes polled on outstanding shares	Nos. of votes in favour	No of Votes against	% of Votes in favour on Votes polled	% of votes against on voted polled
Promoter	638943	638943	100	638943	NIL	100%	NIL
Public	2402257	463936	19.31	463936	NIL	100%	NIL
<b>Total</b>	<b>3041200</b>	<b>1102879</b>	<b>36.26</b>	<b>1102879</b>	<b>NIL</b>	<b>100%</b>	<b>NIL</b>

**Item No. 6: Appointment of Mr. Kantibhai J Patel as an Independent Director**

"RESOLVED that pursuant to the provisions of Sections 149, 152 and other applicable provisions, if any of the Companies Act, 2013 ("Act") and the Rules framed thereunder read with Schedule IV to the Act, as amended from time to time, Mr. Kantibhai J Patel, DIN 02933840, a non-executive director of the company, who has submitted a declaration that he meets the criteria for independence as provided in Section

**K. Z. Leasing & Finance Ltd.**  
  
**Chairman/Director**



149(6) of the Act and who is eligible for appointment, be and is hereby appointed as Independent Director of the company with effect from 30th September, 2014, upto 30th September, 2019."

Promoter/Public	Nos. of shares held	No of votes polled	% of Votes polled on outstanding shares	Nos. of votes in favour	No of Votes against	% of Votes in favour on Votes polled	% of votes against on voted polled
Promoter	638943	638943	100	638943	NIL	100%	NIL
Public	2402257	411836	17.14	411836	NIL	100%	NIL
<b>Total</b>	<b>3041200</b>	<b>1050779</b>	<b>34.55</b>	<b>1050779</b>	<b>NIL</b>	<b>100%</b>	<b>NIL</b>

**Item No. 7: Appointment of Mr. Rameshbhai N Patel as an Independent Director**

"RESOLVED that pursuant to the provisions of Sections 149, 152 and other applicable provisions, if any of the Companies Act, 2013 ("Act") and the Rules framed thereunder read with Schedule IV to the Act, as amended from time to time, Mr. Rameshbhai N Patel, DIN 00841664, a non-executive director of the company, who has submitted a declaration that he meets the criteria for independence as provided in Section 149(6) of the Act and who is eligible for appointment, be and is hereby appointed as Independent Director of the company with effect from 30th September, 2014, upto 30th September, 2019."

Promoter/Public	Nos. of shares held	No of votes polled	% of Votes polled on outstanding shares	Nos. of votes in favour	No of Votes against	% of Votes in favour on Votes polled	% of votes against on voted polled
Promoter	638943	636443	99.61	636443	NIL	100%	NIL
Public	2402257	463936	19.31	463936	NIL	100%	NIL
<b>Total</b>	<b>3041200</b>	<b>1100379</b>	<b>36.18</b>	<b>1100379</b>	<b>NIL</b>	<b>100%</b>	<b>NIL</b>

**Mr. K. Z. Leasing & Finance Ltd.**

*Rameshbhai N. Patel*  
Chairman/Director



**Item No.8: Appointment of Mr. Gandlal A Patel as an Independent Director**

"RESOLVED that pursuant to the provisions of Sections 149, 152 and other applicable provisions, if any of the Companies Act, 2013 ("Act") and the Rules framed thereunder read with Schedule IV to the Act, as amended from time to time, Mr. Gandlal A Patel, DIN 02848956, a non-executive director of the company, who has submitted a declaration that he meets the criteria for independence as provided in Section 149(6) of the Act and who is eligible for appointment, be and is hereby appointed as Independent Director of the company with effect from 30th September, 2014, upto 30th September, 2019."

Promoter/Public	Nos. of shares held	No of votes polled	% of Votes polled on outstanding shares	Nos. of votes in favour	No of Votes against	% of Votes in favour on Votes polled	% of votes against on voted polled
Promoter	638943	397843	62.27	397843	NIL	100%	NIL
Public	2402257	463936	19.31	463936	NIL	100%	NIL
<b>Total</b>	<b>3041200</b>	<b>861779</b>	<b>21.43</b>	<b>861779</b>	<b>NIL</b>	<b>100%</b>	<b>NIL</b>

**Item No.9: Appointment of Smt. Chaitali Bharatbhai Patel. as a Director**

"RESOLVED that pursuant to the provisions of Sections 160 and other applicable provisions, if any of the Companies Act, 2013 ("Act") and the Rules framed thereunder and other applicable provisions of any other law and subject to the provisions of Memorandum and Articles of Association of the Company, Smt. Chaitali Bharatbhai Patel, (DIN 06957559) in respect of the whom the company has received a notice in writing proposing her candidature for the office of Director along with the deposit, be and is hereby appointed as a director of the Company."

Promoter/Public	Nos. of shares held	No of votes polled	% of Votes polled on outstanding shares	Nos. of votes in favour	No of Votes against	% of Votes in favour on Votes polled	% of votes against on voted polled
Promoter	638943	226943	35.52	226943	NIL	100%	NIL
Public	2402257	458936	19.10	458936	NIL	100%	NIL
<b>Total</b>	<b>3041200</b>	<b>685879</b>	<b>22.55</b>	<b>685879</b>	<b>NIL</b>	<b>100%</b>	<b>NIL</b>

**PKL K. Z. Leasing & Finance Ltd.**  
*Chaitali Bharatbhai Patel*  
Chairman/Director

