

**A.S. & ASSOCIATES
COMPANY SECRETARIES**

215, Suneja Tower-II, District Centre, Janak Puri, New Delhi-110058
Email: anilsetia_cs@rediffmail.com

Scrutinizer's Report

**[Pursuant to Section 108 of the Companies Act, 2013 and rule 20 of the Companies
(Management and Administration) Rules, 2014 and Clause 35B of Listing Agreement]**

To,

The Chairman
Oswal Leasing Limited
105, Ashoka Estate,
24, Barakhamba Road,
New Delhi-110001

Re: 30th Annual General Meeting of the equity shareholders of Oswal Leasing Limited, held on Monday, 29th September, 2014 at 11.00 A.M. at New Delhi YMCA Tourist Hostel, 1, Jai Singh Road, New Delhi-110001

Dear Sir,

I, Anil Setia, Prop of AS & Associates, Company Secretaries was appointed as Scrutinizer by the Board of Directors of Oswal Leasing Limited ("the Company") at their meeting held on 14th August, 2014 for the purpose of scrutinizing e-voting process in a fair and transparent manner, in terms of the provisions of Section 108 of the Companies Act, 2013 read with rule 20(3)(xi) of the Companies (Management and Administration) Rules, 2014 ("Rules") and in terms of Clause 35B of the Listing Agreement, in respect of proposed resolutions to be passed at the 30th Annual General Meeting (AGM) of the equity shareholders of the Company, held on Monday, 29th September, 2014 at 11.00 A.M. New Delhi YMCA Hostel, 1, Jai Singh Road, New Delhi-110001.

The Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules relating to voting through electronic means on the resolutions contained in the Notice of 30th AGM. My responsibilities as a scrutinizer for the e-voting is restricted to make a Scrutinizer's Report of the votes cast, if any, in "Favour" or "Against" the resolutions stated in the AGM Notice. Based on the reports generated from the e-



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voting system provided by Alankit Assignments Limited (AAL), the service provider provides the e-voting facility.

We submit our report as under:

1. The Company has appointed AAL being the service provider for providing the facility of E-voting to the shareholders. The service provider, has provided a system for recording the votes of the shareholders electronically on all the items of the businesses (both Ordinary and Special businesses, if any) sought to be transacted in the 30th AGM of the Company. The Service provider accordingly had set up e-voting facility on the website <https://evotingindia.com> through Central Depositories Services (India) Limited (CDSL)
2. The Company through AAL had uploaded all the items of the business to be transacted on the website of the CDSL to facilitate their shareholders to cast their vote through e-Voting.
3. The Company has indicated the process and manner for voting by electronic means in note no 9 to the aforesaid AGM Notice and the same was also available on the website of CDSL.
4. In accordance with Rules, the Company has also published required advertisements, in the The Pioneer (English) on 14th September, 2014 and Pioneer (Hindi) vernacular newspaper in the principal vernacular language of the district in which the registered office of the company is situated also on 14th September, 2014
5. The e-Voting period commenced on Wednesday, 24th September, 2014 (9.00 A.M.) and ended on Thursday, 25th September, 2014 (6.00 P.M.).
6. The Equity shareholders holding shares as on Friday 29th August, 2014, being the "Cutoff date", were entitled to vote on the resolutions stated in the Notice of 30th AGM of the Company.
7. The votes were unblocked in the presence of Mr. Narinder Dutta and Mr. TK Jaitely, who are not the employees of the Company.
8. A register has been maintained electronically to record the assent or dissent received, mentioning the particulars of Name, Folio number or Client ID of the shareholders (if any), number of shares held by them, nominal value of such shares in respect of Rule 20(3)(xii) of the Rules. As there were no shares with differential voting rights, the need of maintaining the list of shares with differential voting right did not arise.
9. As per the e-voting results/reports downloaded from the website of CDSL (<https://www.evotingindia.com>), the following information is displayed by the website:



Report – Online Voting “No voting information present for chosen EVSN.”

*Report- Disapprove Voting “No disapproved votes or no member excluded from voting for chosen EVSN”.

Report- Final Voting “No voting information present for chosen EVSN”.

Based on the above information and further confirmation/clarification sought from the ALL and CDSL, none of the equity shareholders of the Company have either voted in “FAVOUR” and/or “AGAINST” the resolutions and hence the result of e-voting process is NIL.

10. The detail of nil result/reports of e-voting is as per the Annexure 1 attached herewith.
11. All the relevant records of electronic voting, if any, will remain in the safe custody until the chairman considers, approves and signs the minutes of 30th AGM and the same shall be handed over thereafter to the Chairman/Company Secretary for the safe keeping.


(Anil Setia)

Prop.

AS & Associates

Scrutinizer

C.P. No. 4956


Membership No. 2856




Place: New Delhi

Date: 29/08/2014

Witnesses:


(1) Warinder Dutte
S/o. Shri R.S. Dutte
H.No. 152, Street No. 5,
Shastri Nagar, Delhi-110031.

(2) 
T.K. Jaitely
S/o Sh. Amin Nath Jaitely
E-61, Pandar Nagar, Delhi 91

OLL-30th AGM

ANNEXURE 1

Resolution No. 1- Ordinary Resolution

To receive, consider and adopt the Audited Balance Sheet as at 31st March, 2014, Statement of Profit & Loss for the year ended on that date together with the Reports of the Directors and Auditors thereon;

(i) Voted in favour of the resolution:

No. of e-voters	No. of votes contained in e-votes	% of Total Valid votes
*NIL	NIL	NIL

**As per the information downloaded from the CDSL website, Report – Online Voting “No voting information present for chosen EVSN.”*

(ii) Voted in against the resolution:

No. of e-voters	No. of votes contained in e-votes	% of Total Valid votes
*NIL	NIL	NIL

**As per the information downloaded from the CDSL website, Report – Online Voting “No voting information present for chosen EVSN”.*

(iii) Invalid votes:

No. of e-voters	No. of votes contained in e-votes	% of Total Valid votes
*NIL	NIL	NIL

**As per the information downloaded from the CDSL website, Report- Disapprove Voting “No disapproved votes or no member excluded from voting for chosen EVSN”.*

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Resolution No. 2 - Ordinary Resolution

To appoint a Director in place of Shri Dinesh Gogna (DIN No.:00498670), who retires by rotation and being eligible, offers himself for re-appointment;

(i) Voted in favour of the resolution:

No. of e-voters	No. of votes contained in e-votes	% of Total Valid votes
*NIL	NIL	NIL

**As per the information downloaded from the CDSL website, Report – Online Voting “No voting information present for chosen EVSN.”*

(ii) Voted in against the resolution:

No. of e-voters	No. of votes contained in e-votes	% of Total Valid votes
*NIL	NIL	NIL

**As per the information downloaded from the CDSL website, Report – Online Voting “No voting information present for chosen EVSN”.*

(iii) Invalid votes:

No. of e-voters	No. of votes contained in e-votes	% of Total Valid votes
*NIL	NIL	NIL

**As per the information downloaded from the CDSL website, Report- Disapprove Voting “No disapproved votes or no member excluded from voting for chosen EVSN”.*

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Resolution No. 3 - Ordinary Resolution

RESOLVED that pursuant to the provisions of section 139, 141 and 142 and other applicable provisions, if any, of the Companies Act, 2013 and the rules framed there under, as amended from time to time, M/s Raj Gupta & Co., Chartered Accountants, Ludhiana (Firm Registration No.000203N), be and is hereby re-appointed as Auditors of the company to hold office from the conclusion of this Annual General Meeting (AGM) till the conclusion of next AGM of the company to be held in the year 2015 at such remuneration plus service tax, out-of-pocket, travelling and living expenses, etc., as may be mutually agreed between the Board of Directors of the company and the Auditors.

(i), Voted in favour of the resolution:

No. of e-voters	No. of votes contained in e-votes	% of Total Valid votes
*NIL	NIL	NIL

**As per the information downloaded from the CDSL website, Report – Online Voting “No voting information present for chosen EVSN.”*

(ii) Voted in against the resolution:

No. of e-voters	No. of votes contained in e-votes	% of Total Valid votes
*NIL	NIL	NIL

**As per the information downloaded from the CDSL website, Report – Online Voting “No voting information present for chosen EVSN”.*

(iii) Invalid votes:

No. of e-voters	No. of votes contained in e-votes	% of Total Valid votes
*NIL	NIL	NIL

**As per the information downloaded from the CDSL website, Report- Disapprove Voting “No disapproved votes or no member excluded from voting for chosen EVSN”.*






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Report - Online Voting

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EVSN *

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Finalise Voting

Report

Report - Electronic Voting

Report - Disapprove Voting

Report - Final Voting

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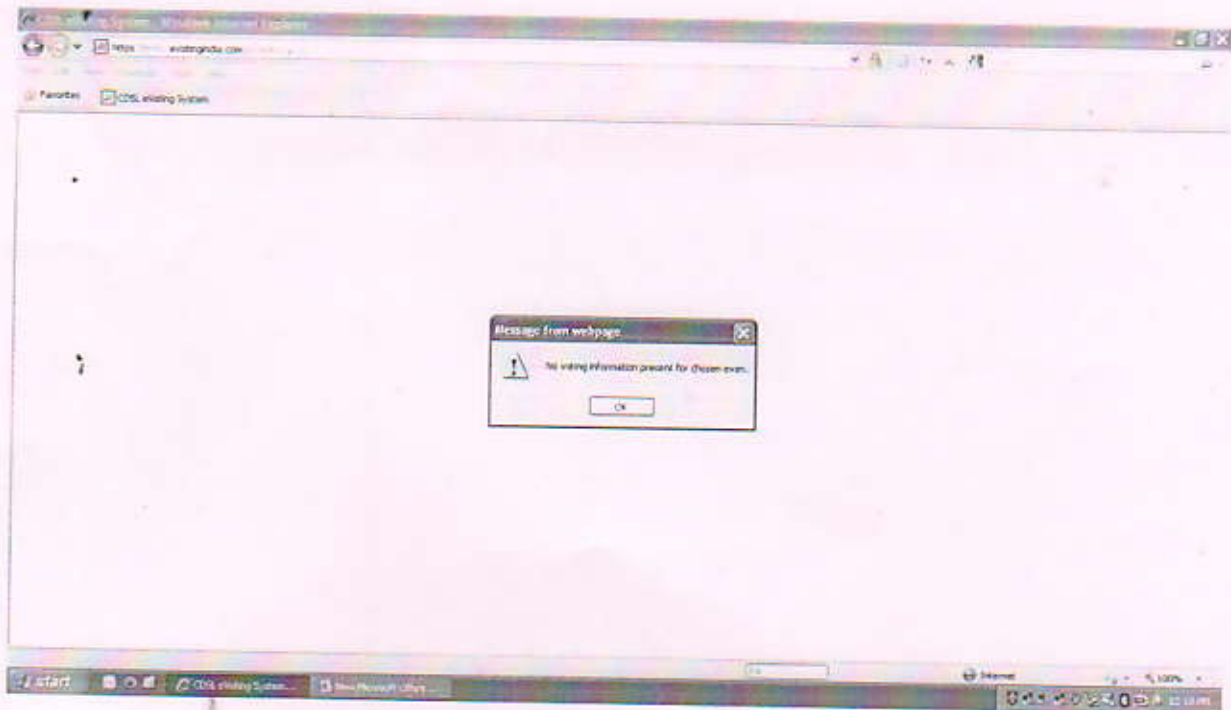
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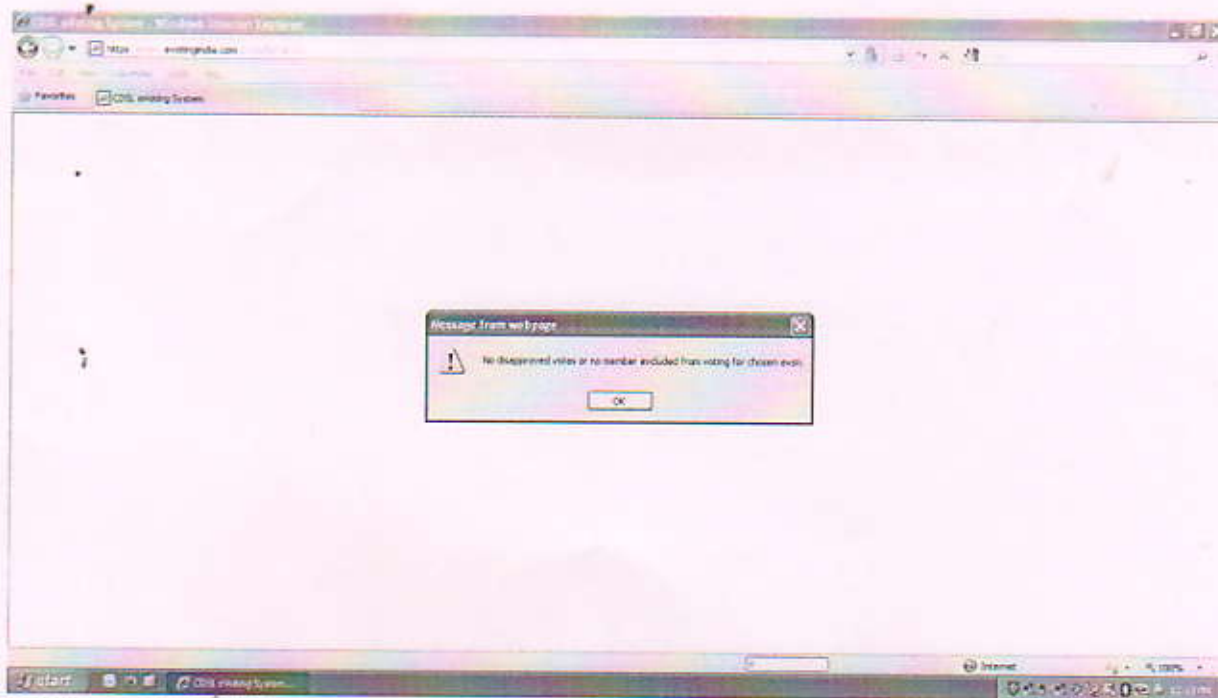
Report

- Report - Electronic Voting
- Report - Disapprove Voting
- Report - Final Voting

Vote Verification

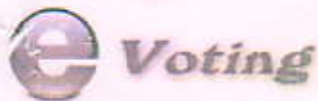
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[EVSN](#)[Entry](#)

EVSN *

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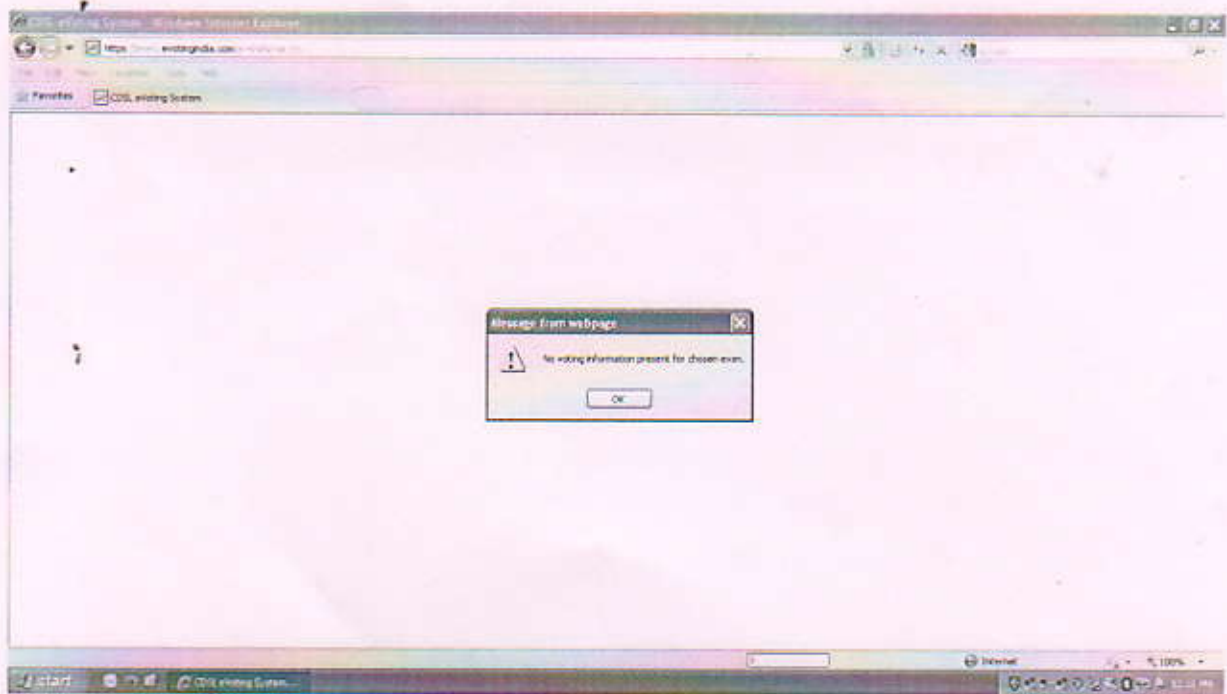
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EVSN Inquiry

Company *

OSWAL LEASING LIMITED-36429

EVSN *

140917051--OSWAL LEASING LIMITED

Details (-)

EVSN Reference Number	140917051
Issuer Company	OSWAL LEASING LIMITED
Setup Date	17/09/2014 16:34
EVSN Number	51
ISIN	INE811Q01018
ISIN Description	OSWAL LEASING LIMITED
ISIN Type	Equity
Allow Abstain Option	No
Access Via Internet	Free
IP Addresses Allowed	
Holding Date	29/08/2014
Voting Start Date	24/09/2014 09:00
Voting End Date	25/09/2014 18:00
Scrutinizer Access Time (No. of days)	3
Total Shareholding	500000
Total Shares as per ROM Upload(s)	500000
Number of Resolutions	3
Nominal Value	10
Voting Rights	1
Sub-Status Values	08,09,12,26,0301,0302,0501,0802
Real-time reporting	Yes
Real-time query	Yes
Web-link access to investor	No
Website address	
Resolution File	OLL AR 13-14.pdf
Logo File	

Resolution Details (-)

Resolution No.	Resolution Description
1	To receive, consider and adopt the Financial Statements of the Company for the financial year ended 31st March, 2014 and the Reports of the Board of Directors and auditors thereon.
2	To appoint a director in place of Mr. Dinesh Gogna (DIN 00498670), who is by rotation being eligible offers himself for re-appointment.
3	To appoint Auditors and fix their remuneration.

Linkages (-)

Issuer Company(Admin)	admin
Creator	admin
Approver	admin
RTA Maker(Admin)	ALANKIT ASSIGNMENTS LIMITED.(admin)
RTA Maker(User)	
RTA Checker(Admin)	OSWAL LEASING LIMITED(admin)
RTA Checker(User)	
ROM Uploader(Admin)	ALANKIT ASSIGNMENTS LIMITED.(admin)
ROM Uploader(User)	
Scrutinizer(Admin)	AS and ASSOCIATES(admin)
Scrutinizer(User)	

Status (-)

Created	Yes
Date of Creation	17/09/2014 16:34
Linkage Approved	Yes
Date of Approval	17/09/2014 16:34
Functional Allocation	None
Made	Yes
Rejected	No
Reason for rejection	
Checked	Yes
CDSL Activation	Yes
Modification Request Status	
Reason for Modification	
Rom Uploaded	Yes
Voting Finalized	Yes
Voting	ended

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