

SCRUTINIZER'S REPORT

(Pursuant to section 108 of the Companies Act, 2013 read with rule 20 (3) (xi) of the Companies Act (Management and Administration) Rules, 2014

The Chairman/Director,
Oswal Leasing Limited
CIN: L65910DL1983PLC016036
105, Ashoka Estate, 24, Barakhamba Road,
New Delhi-110001

Sub: SCRUTINIZER'S REPORT ON THE POSTAL BALLOT PROCESS CONDUCTED THROUGH REMOTE E-VOTING

Dear Sir,

I, Madan Gopal Jindal, Proprietor of M/s M.G. Jindal & Associates, Practicing Company Secretaries, (Membership No. 2725 and COP No. 2712) was appointed as scrutinizer by the Board of Directors of Oswal Leasing Limited (CIN: L65910DL1983PLC016036) for scrutinizing postal ballot which was conducted through electronic means only in respect of resolution contained in the Notice dated November 09, 2022 in a fair and transparent manner and for ascertaining the requisite majority for the resolution proposed to be passed as per the provisions of Section 108 and Section 110 of the Companies Act, 2013 (the "Act") read with Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014 (as amended) and in compliance with the General Circular No. 14/2020 dated April 08, 2020, No. 17/2020 dated April 13, 2020, No. 22/2020 dated June 15, 2020, No. 33/2020 dated September 28, 2020, No. 39/2020 dated December 31, 2020, No. 10/2021 dated June 23, 2021, No. 20/2021 dated December 08, 2021 and 3/2022 dated May 05, 2022 by the Ministry of Corporate Affairs (the "MCA Circulars") issued by the Ministry of Corporate Affairs ("MCA"), Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), Secretarial Standard on General Meetings ("SS-2") issued by the Institute of Company Secretaries of India on the resolution set out in the notice of Postal Ballot.

The report of the Scrutinizer on the Postal Ballot process conducted through remote e-voting by members of
Oswal Leasing Limited



I submit my report as under:

1. The management of the Company is responsible to ensure the compliance of the requirements of the Companies Act, 2013 and rules made there under; (ii) the MCA Circulars; and (iii) the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015; relating to remote e-voting on the resolution contained in the notice of Postal Ballot Dated November 09, 2022. The Management of the Company is responsible for ensuring a secured framework and robustness of the electronic voting systems.
2. My responsibility as a Scrutinizer for the remote e-voting is restricted to make a Scrutinizer Report of the votes cast "In favor" or "against" the resolution stated in the Notice of Postal Ballot.

Based on the records provided by the management of the Company, I understand as follows:

1. The Company has appointed Central Depository Services (India) Ltd. ("CDSL"), the authorized agency, for providing the facility of remote e-voting to the Members of the Company. CDSL has provided a system for recording, the votes of the shareholders electronically.
2. The Company has provided voting through e-voting to the shareholders whose names were recorded in the Register of Members of the Company or in the Register of Beneficial Owners maintained by the Depositories as on the cut-off date i.e. November 11, 2022 ("Cut-off Date").
3. The remote e-voting period commenced from Friday, November 18, 2022 (09:00 A.M.) and ended on Saturday, December 17, 2022 (05:00 P.M.) at the e-voting Platform on the designated website of CDSL i.e. <https://www.evotingindia.com>
4. Pursuant to the provisions of the Act and MCA Circulars issued by the MCA, the Company has sent Postal Ballot notice through e-mail to its Members whose name(s) appeared in the Register of Members/List of Beneficial owners as on the Cut-off date i.e. November 11, 2022.



The report of the Scrutinizer on the Postal Ballot process conducted through remote e-voting by members of
Oswal Leasing Limited

[Handwritten Signature]

Page 2 of 4

A PEER REVIEWED FIRM

5. As stated in Sub-rule 3 of Rule 22 of Companies (Management and Administration) Rules, 2014 as amended from time to time and MCA Circulars, public notices were published by the Company on 18.11.2022 in the Financial Express (English-All Editions) and Jansatta (translated in Hindi), informing about the completion of sending Postal Ballot notices to its members through electronic means, along with all requisite documents.
6. After completion of e-voting on December 17, 2022 at 05:00 P.M., votes casted by the members were unblocked by me on December 17, 2022 at 05:32 P.M. in the presence of witnesses, Mr. Shivam Singla and Ms. Sukhleen Kaur who are not in the employment of the Company.
7. Thereafter, the details containing, inter alia, the list of Equity Shareholders who votes "in favor" or "against" on each of the resolutions that was put to vote, were generated from the e-voting website of CDSL, i.e. <https://www.evotingindia.com>. Based on the report generated by CDSL and relied upon by me, data regarding the remote e-voting was scrutinized on test check basis.

After ascertaining the votes casted by remote e-voting, I hereby submit the result as under:

SPECIAL BUSINESS:**Resolution No. 1:**

Ordinary Resolution: Appointment of M/s V. V. Bhalla & Co., Chartered Accountants, (Firm Registration No. 002928N) as Statutory Auditors of the Company to fill the causal vacancy caused due to the resignation of M/s. Ashish Sunil Jain & Co., Statutory Auditors (Firm Registration No. 025047N).

Sr. No.	Particulars of Voting	Voted through Remote e-voting (no. of shareholders)	Voted through Remote e-voting (no. of shares)	% of total votes
1	Total Votes Casted	25	131349	100.00%
2	Votes with Assent	22	130699	99.51%
3	Votes with Dissent	3	650	0.49%
4	Invalid Voted	-	-	-
5	Abstain Votes	-	-	-

Based on the aforesaid result, we report that the Ordinary Resolution as contained in the Item No. 1 of the Postal Ballot Notice dated November 09, 2022 has been passed with requisite majority.

The report of the Scrutinizer on the Postal Ballot process conducted through remote e-voting by members of Oswal Leasing Limited



(Signature)

A PEER REVIEWED FIRM

8. All the relevant records relating to remote electronic voting will remain in my safe custody until the Chairman/Authorized Representative considers, approves and signs the minutes of Postal Ballot and same will be handed over thereafter to the Chairman/Director/Company Secretary for safe keeping.

Thanking You,
Yours Sincerely,
by:

Dinesh



Counter signed

(Madan Gopal Jindal)	(Dinesh Gogna)
Company Secretary in Practice	Director
FCS No.2725	DIN: 00498670
C.P. No.2712	
Peer Review Certificate No. 1044/2020	
UDIN: F002725D002749801	

Place: Ludhiana

Date: 19.12.2022

We, the undersigned witnessed that the votes were unblocked from the e-voting website of CDSL in our presence at 05:32 P.M. (IST) on December 17, 2022.

Shivam Singla

(Mr. Shivam Singla)

Sukhleen Kaur

(Ms. Sukhleen Kaur)

The report of the Scrutinizer on the Postal Ballot process conducted through remote e-voting by members of
Oswal Leasing Limited