

Shubhra Leasing Finance and Investment Company Limited

Reg. Off. : Plot - A4, APMC-MAFCO Yard, Sector-18, Vashi, Navi Mumbai - 400 703, Maharashtra, India.

Tel : +91 22 6551 5555 / 6551 5556 • Fax : +91 22 2788 0820

CIN NO. : L67120MH1983PLC272707

Date: 28-09-2016

To,
Bombay Stock Exchange
1st Floor, P. J. Towers,
Dalal Street, Mumbai – 400001

To,
Delhi Stock Exchange Limited
DSE House,
3/1, Asaf Ali Road,
New Delhi – 110002

Sub: Regulation 44 (3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015- Details of the Voting Results of the 32nd Annual General Meeting

Dear Sirs,

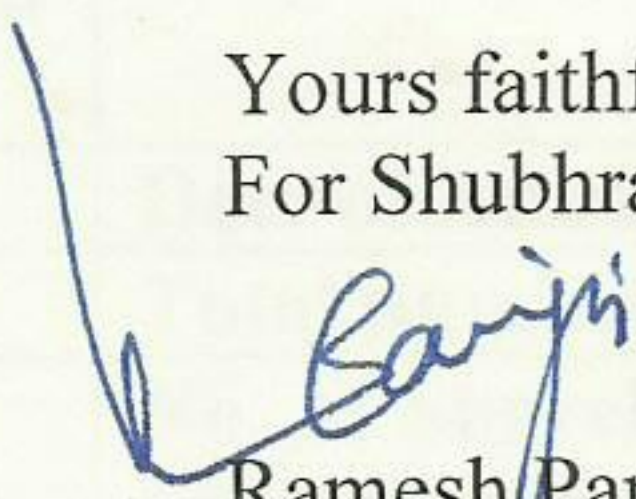
Pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are submitting herewith the details regarding the Voting Result of the business transacted at the AGM in the prescribed format.

We are also enclosing the consolidated Report of the Scrutinizer on e-voting and voting through Ballot Paper at the AGM. The above are also being uploaded on the Company's website.

Kindly acknowledge the receipt and take the same on record.

Thanking you,

Yours faithfully
For Shubhra Leasing Finance and Investment Company Limited


Ramesh Panjri
Director
DIN No. 00300737



Encl: As above

Shubhra Leasing Finance and Investment Company Limited

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32ND ANNUAL GENERAL MEETING HELD ON 27TH SEPTEMBER, 2016

Declaration of Results of Remote e-voting and Poll

Pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Amendment Rules, 2015 and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company had provided the facility of remote e-voting to the Members to enable them to cast their vote electronically on the Resolutions proposed in the Notice of 32nd Annual General meeting (AGM). The remote e-voting was open from 10:00 a.m. on 24th September, 2016 upto 5:00 p.m. on 26th September, 2016.

Further in line with the provisions of the Companies Act, 2013 and in terms of the clarifications issued by Ministry of Corporate Affairs, voting of Show of Hands was not permitted at the general Meeting where e-voting has been offered to the Members. Therefore, at the 32nd AGM, Voting was conducted by means of poll.

The Board of Directors had appointed Mrs. Isha Sumit Gupta, proprietor of M/s. I S Gupta & Co., Company Secretaries as the scrutinizer for remote e-voting and poll. The Scrutinizer have carried out the scrutiny of all the electronic votes received till 05:00 p.m. on 26th September, 2016 and on poll at the 32nd AGM and submitted Consolidated Report, on 27th September, 2016.

Based on the Scrutinizer's Report and pursuant to Clause 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 the following result is hereby announced to the Members on 28th September, 2016 at the Registered Office of the Company:

Sr. No	Particulars	Details
1	Date of Annual General Meeting	27 th September, 2016
2	Total number of shareholders as on Cut-Off date	605
3	No. of Shareholders present in the meeting either in person or through proxy:	
	Promoters and Promoter Group:	1
	Public:	7
4	No. of Shareholders attended the meeting through Video Conferencing	Not Applicable
	Promoters and Promoter Group:	
	Public:	



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5	Detail of the Agenda:	Resolution required: (Ordinary/Special)	Whether promoter/promoter group interested in the Agenda/Resolution	Mode of voting: (Show of hands/ Poll/ Postal Ballot/ E-voting)	Result
(i)	To receive, consider and adopt the Balance Sheet as at March 31, 2016 and statement of Profit and Loss for the year ended on that date, the Reports of Directors and Auditor's thereon.	Ordinary Resolution	Not Interested	Poll/ E-voting	Passed with requisite majority
(ii)	To appoint M/s. S. P. Gupta & Associates, Chartered Accountants as Statutory Auditor of the Company for term of consecutive 5 years from the conclusion of this 32 nd Annual General Meeting till conclusion of the 37 th Annual General Meeting (subject to ratification of the appointment by the members at every Annual General Meeting held after this Annual General Meeting) in place of retiring Statutory Auditor M/s. TDK & Co., Chartered Accountants	Special Resolution	Not Interested	Poll/ E-voting	Passed with requisite majority
(iii)	To regularize appointment of Mr. Ramesh Babulal Panjri (DIN No.00300737), who was appointed as an Additional Director in the meeting of the Board of Directors held on 26 th February, 2016 and whose term expires at the ensuing Annual General Meeting, as Director of the Company.	Ordinary Resolution	Interested	Poll/ E-voting	Passed with requisite majority
(iv)	To regularize appointment of Mr. Ram Babulal Panjri (DIN No.00262001), who was appointed as an Additional Director in the meeting of the Board of Directors held on 26 th February, 2016 and whose term expires at the ensuing Annual General Meeting, as Director of the Company.	Ordinary Resolution	Interested	Poll/ E-voting	Passed with requisite majority
(v)	To regularize appointment of Mrs.	Ordinary	Not interested	Poll/ E-voting	Passed

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	Varsha Manish Sanghai (DIN No. 07445502), who was appointed as an Additional Director in the Meeting of the Board of Directors held on 30 th May, 2016 and whose term expires at the ensuing Annual General Meeting, as Director of the Company in Independent capacity to hold office for five consecutive years upto the conclusion of the 37 th Annual General Meeting of the Company	Resolutio n			with requisite majority
(vi)	To regularize appointment of Mr. Ramesh Ishwarlal Upadhyay (DIN No. 07087829), who was appointed as an Additional Director in the Meeting of the Board of Directors held on 30 th May, 2016 and whose term expires at the ensuing Annual General Meeting, as Director of the Company in Independent capacity to hold office for five consecutive years upto the conclusion of the 37 th Annual General Meeting of the Company	Ordinary Resolutio n	Not interested	Poll/ E-voting	Passed with requisite majority
(vii)	To consider appointment of Mr. Ramesh Babulal Panjri (DIN No.00300737), Director of the Company as Managing Director of the Company for a period of 5 (five) years w.e.f 01st October, 2016 without remuneration	Ordinary Resolutio n	Interested	Poll/ E-voting	Passed with requisite majority

Consolidated Result of E-voting and Poll

Ordinary Resolution No.1 - To receive, consider and adopt the Balance Sheet as at March 31, 2016 and statement of Profit and Loss for the year ended on that date, the Reports of Directors and Auditor's thereon.

Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes-favour	No. of Votes-against	% of Votes in favour on votes polled	% of votes against on votes polled



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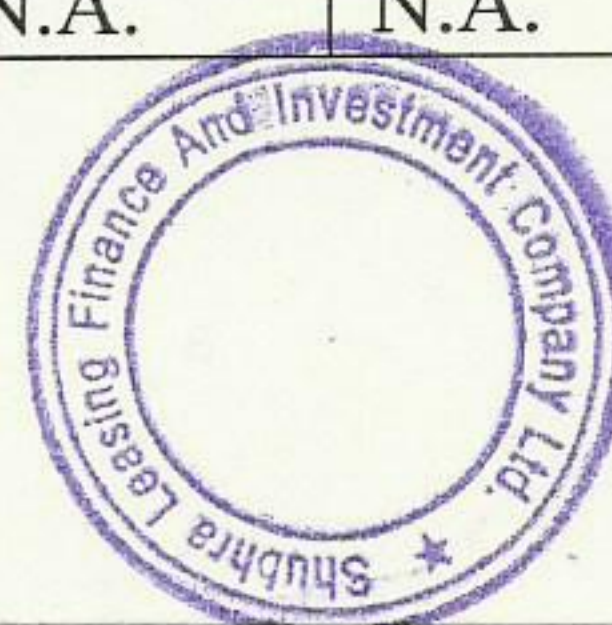
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		(1)	(2)	(3)= [(2)/(1)] *100	(4)	(5)	(6)= [(4)/(2)] *100	(7)= [(5)/(2)]*100
Promoter and Promoter Group	E-voting	21,00,000	21,00,000	100%	21,00,000	0	100%	0.00%
	Poll		0	0.00%	0	0	0.00%	0.00%
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		21,00,000	21,00,000	100%	21,00,000	0	100%
Public – Institutions	E-voting	0	0	0.00%	0	0	0.00%	0.00%
	Poll		0	0.00%	0	0	0.00%	0.00%
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		0	0	0.00%	0	0	0.00%
Public-Non Institutions	E-voting	11,00,000	12	0.00%	12	0	100%	0.00%
	Poll		1,96,266	17.84%	1,96,266	0	100%	0.00%
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		11,00,000	1,96,278	17.84%	1,96,278	0	100%
Total		32,00,000	22,96,278	71.76%	22,96,278	0	100%	0.00%

Special Resolution No.2 - To appoint M/s. S. P. Gupta & Associates, Chartered Accountants as Statutory Auditor of the Company for term of consecutive 5 years from the conclusion of this 32nd Annual General Meeting till conclusion of the 37th Annual General Meeting (subject to ratification of the appointment by the members at every Annual General Meeting held after this Annual General Meeting) in place of retiring Statutory Auditor M/s. TDK & Co., Chartered Accountants

Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes-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	21,00,000	21,00,000	100%	21,00,000	0	100%	0.00%
	Poll		0	0.00%	0	0	0.00%	0.00%
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		21,00,000	21,00,000	100%	21,00,000	0	100%
Public – Institutions	E-voting	0	0	0.00%	0	0	0.00%	0.00%
	Poll		0	0.00%	0	0	0.00%	0.00%
	Postal		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.



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	Ballot							
	Total	0	0	0.00%	0	0	0.00%	0.00%
Public-Non Institutions	E-voting	11,00,000	12	0.00%	12	0	100%	0.00%
	Poll		1,96,266	17.84%	1,96,266	0	100%	0.00%
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		11,00,000	1,96,278	17.84%	1,96,278	0	100%
Total		32,00,000	22,96,278	71.76%	22,96,278	0	100%	0.00%

Ordinary Resolution No.3 - To regularize appointment of Mr. Ramesh Babulal Panjri (DIN No.00300737), who was appointed as an Additional Director in the meeting of the Board of Directors held on 26th February, 2016 and whose term expires at the ensuing Annual General Meeting, as Director 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	21,00,000*	0	0.00%	0	0	0.00%	0.00%
	Poll		0	0.00%	0	0	0.00%	0.00%
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		21,00,000	0	0.00%	0	0	0.00%
Public - Institutions	E-voting	0	0	0.00%	0	0	0.00%	0.00%
	Poll		0	0.00%	0	0	0.00%	0.00%
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		0	0	0.00%	0	0	0.00%
Public-Non Institutions	E-voting	11,00,000	12	0.00%	12	0	100%	0.00%
	Poll		1,96,266	17.84%	1,96,266	0	100%	0.00%
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		11,00,000	1,96,278	17.84%	1,96,278	0	100%
Total		32,00,000	1,96,278	6.13%	1,96,278	0	100%	0.00%

* 1 Invalid vote counted as M/s. RBP Holdings Private Limited, being Promoter/ Promoter Group Member of the Company holding 21,00,000 Shares (65.62%) in the Company who have voted via remote e-voting and is interested in this Resolution



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Ordinary Resolution No.4 - To regularize appointment of Mr. Ram Babulal Panjri (DIN No.00262001), who was appointed as an Additional Director in the meeting of the Board of Directors held on 26th February, 2016 and whose term expires at the ensuing Annual General Meeting, as Director of the Company.

Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes-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	21,00,000*	0	0.00%	0	0	0.00%	0.00%
	Poll		0	0.00%	0	0	0.00%	0.00%
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		21,00,000	0	0.00%	0	0	0.00%
Public – Institutions	E-voting	0	0	0.00%	0	0	0.00%	0.00%
	Poll		0	0.00%	0	0	0.00%	0.00%
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		0	0	0.00%	0	0	0.00%
Public-Non Institutions	E-voting	11,00,000	12	0.00%	12	0	100%	0.00%
	Poll		1,96,266	17.84%	1,96,266	0	100%	0.00%
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		11,00,000	1,96,278	17.84%	1,96,278	0	100%
Total		32,00,000	1,96,278	6.13%	1,96,278	0	100%	0.00%

* 1 Invalid vote counted as M/s. RBP Holdings Private Limited, being Promoter/ Promoter Group Member of the Company holding 21,00,000 Shares (65.62%) in the Company who have voted via remote e-voting and is interested in this Resolution

Ordinary Resolution No.5 - To regularize appointment of Mrs. Varsha Manish Sanghai (DIN No. 07445502), who was appointed as an Additional Director in the Meeting of the Board of Directors held on 30th May, 2016 and whose term expires at the ensuing Annual General Meeting, as Director of the Company in Independent capacity to hold office for five consecutive years upto the conclusion of the 37th Annual General Meeting of the Company



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Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes-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	21,00,000	21,00,000	100%	21,00,000	0	100%	0.00%
	Poll		0	0.00%	0	0	0.00%	0.00%
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		21,00,000	21,00,000	100%	21,00,000	0	100%
Public – Institutions	E-voting	0	0	0.00%	0	0	0.00%	0.00%
	Poll		0	0.00%	0	0	0.00%	0.00%
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		0	0	0.00%	0	0	0.00%
Public-Non Institutions	E-voting	11,00,000	12	0.00%	12	0	100%	0.00%
	Poll		1,96,266	17.84%	1,96,266	0	100%	0.00%
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		11,00,000	1,96,278	17.84%	1,96,278	0	100%
Total		32,00,000	22,96,278	71.76%	22,96,278	0	100%	0.00%

Ordinary Resolution No.6 - To regularize appointment of Mr. Ramesh Ishwarlal Upadhyay (DIN No. 07087829), who was appointed as an Additional Director in the Meeting of the Board of Directors held on 30th May, 2016 and whose term expires at the ensuing Annual General Meeting, as Director of the Company in Independent capacity to hold office for five consecutive years upto the conclusion of the 37th Annual General Meeting of the Company

Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes-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
Promote	E-voting		21,00,000	100%	21,00,000	0	100%	0.00%



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r and Promoter Group	Poll	21,00,000	0	0.00%	0	0	0.00%	0.00%
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	21,00,000	21,00,000	100%	21,00,000	0	100%	0.00%
Public – Institutions	E-voting	0	0	0.00%	0	0	0.00%	0.00%
	Poll		0	0.00%	0	0	0.00%	0.00%
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		0	0	0.00%	0	0	0.00%
Public-Non Institutions	E-voting	11,00,000*	12	0.00%	12	0	100%	0.00%
	Poll		1,41,266	12.84%	1,41,266	0	100%	0.00%
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		11,00,000	1,41,278	12.84%	1,41,278	0	100%
Total		32,00,000	22,41,278	70.04%	22,41,278	0	100%	0.00%

*2 Invalid Vote counted as Mr. Ramesh Upadhyay and Mrs. Anju Upadhyay, being Members of the Company holding 28,000 Shares and 27,000 Shares respectively in aggregate 55,000 Shares (1.72% in aggregate) in the Company who have voted via Poll and are interested in this Resolution.

Ordinary Resolution No.7 - To consider appointment of Mr. Ramesh Babulal Panjri (DIN No.00300737), Director of the Company as Managing Director of the Company for a period of 5 (five) years w.e.f 01st October, 2016 without remuneration

Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes-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	21,00,000*	0	0.00%	0	0	0.00%	0.00%
	Poll		0	0.00%	0	0	0.00%	0.00%
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		21,00,000	0	0.00%	0	0	0.00%
Public – Institutions	E-voting	0	0	0.00%	0	0	0.00%	0.00%
	Poll		0	0.00%	0	0	0.00%	0.00%
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		0	0	0.00%	0	0	0.00%
Public-Non	E-voting	11,00,000	12	0.00%	12	0	100%	0.00%
	Poll		1,96,266	17.84%	1,96,266	0	100%	0.00%



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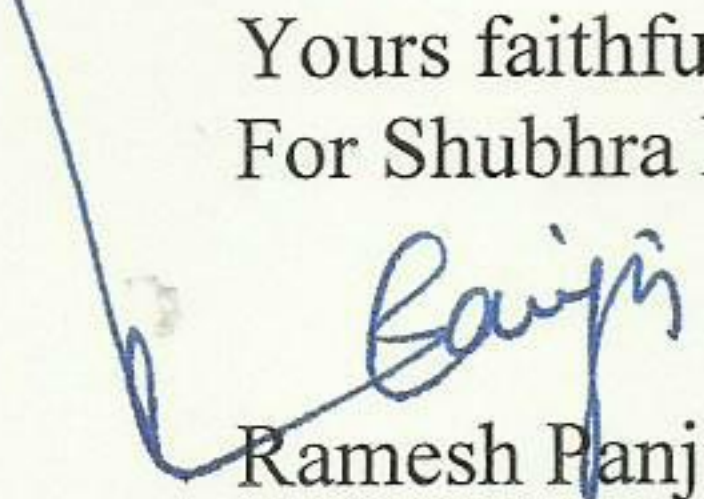
Institutions	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	11,00,000	1,96,278	17.84%	1,96,278	0	100%	0.00%
Total		32,00,000	1,96,278	6.13%	1,96,278	0	100%	0.00%

** 1 Invalid vote counted as M/s. RBP Holdings Private Limited, being Promoter/ Promoter Group Member of the Company holding 21,00,000 Shares (65.62%) in the Company who have voted via remote e-voting and is interested in this Resolution*

As per the provisions of the Companies Act, 2013 read with Rule 20 and 21 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of SEBI (LODR) Regulations, 2015 and based on the Report of the Scrutinizer dated 27th September, 2016, I hereby declare that aforesaid Ordinary/ Special Resolutions are duly passed by requisite majority,

Yours faithfully

For Shubhra Leasing Finance and Investment Company Limited


Ramesh Panjri
Director
DIN No. 00300737



Date and Place: 28th September, 2016; Navi Mumbai

I S GUPTA & CO.

Company Secretary

IshaSumit Gupta
B Com, LLB, FCS

8, Govind Nagar, 88, Dixit Road,
Vile Parle (East), Mumbai – 400057
Mob: 9892447117 Tel: 26116374, 26120042
Email: csishagupta07@gmail.com

Form No. MGT-13

Report of Scrutinizer

(Pursuant to Section 109 of the Companies Act, 2013 and Rule 21 (2) of the Companies
(Management and Administration) Rules, 2014)

To,
The Chairman
Shubhra Leasing Finance and Investment Company Limited
Plot - A4, APMC - MAFCO Yard,
Sector 18, Vashi,
Navi Mumbai – 400703

Date: 27th September, 2016

Re.: 32nd Annual General Meeting of the Equity Shareholders of Shubhra Leasing
Finance and Investment Company Limited held on Tuesday, 27th September,
2016 at 11.30 a.m. at Plot - A4, APMC - MAFCO Yard, Sector 18, Vashi,
Navi Mumbai – 400703

Dear Sir,

I, IshaSumit Gupta, Proprietor of M/s. I S Gupta & Co., Practicing Company Secretaries, had been appointed as the Scrutinizer by the Board of Directors of Shubhra Leasing Finance and Investment Company Limited for the purpose of scrutinizing poll taken on the below mentioned resolutions, at the 32nd Annual General Meeting (AGM) of the Equity Shareholders of Shubhra Leasing Finance and Investment Company Limited (“the Company”) held on Tuesday, 27th September, 2016 at 11.30 a.m at Plot - A4, APMC - MAFCO Yard, Sector 18, Vashi, Navi Mumbai – 400703, submit my report as under:

1. After the time fixed for closing of the poll by the Chairman, Ballot Box kept for the polling was locked in my presence with due identification marks placed by me.
2. The locked ballot box was subsequently opened in my presence and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by M/s. PurvaSharegistry (India) Limited, the Registrar and Share Transfer Agents of the Company and the authorization/ proxies lodged with the Company.



3. The poll papers, which were incomplete and/ or which were otherwise found defective, have been treated as invalid and kept separately.

4. The Result of the Poll is as under:

Resolution 1: Ordinary Resolution

To receive, consider and adopt the Balance Sheet as at March 31, 2016 and statement of Profit and Loss for the year ended on that date, the Reports of Directors and Auditor's thereon

(i) Voted infavour of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
7	1,96,266	100%

(ii) Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	0

(iii) Invalid votes:

Total Number of members (in person or by proxy) whose votes were declared invalid	Total Number of votes cast by them
0	0

Resolution 2: Special Resolution

To appoint M/s. S. P. Gupta & Associates, Chartered Accountants as Statutory Auditor of the Company for term of consecutive 5 years from the conclusion of this 32nd Annual General Meeting till conclusion of the 37th Annual General Meeting (subject to ratification of the appointment by the members at every Annual General Meeting held after this Annual General Meeting) in place of retiring Statutory Auditor M/s. TDK & Co., Chartered Accountants

(i) Voted infavour of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
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7	1,96,266	100%
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(ii) Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	0

(iii) Invalid votes:

Total Number of members (in person or by proxy) whose votes were declared invalid	Total Number of votes cast by them
0	0

Resolution 3: Ordinary Resolution

To regularize appointment of Mr. Ramesh BabulalPanjri (DIN No.00300737), who was appointed as an Additional Director in the meeting of the Board of Directors held on 26th February, 2016 and whose term expires at the ensuing Annual General Meeting, as Director of the Company.

(i) Voted infavour of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
7	1,96,266	100%

(ii) Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	0

(iii) Invalid votes:

Total Number of members (in person or by proxy) whose votes were declared invalid	Total Number of votes cast by them
0	0

Resolution 4: Ordinary Resolution

To regularize appointment of Mr. Ram BabulalPanjri (DIN No.00262001), who was appointed as an Additional Director in the meeting of the Board of Directors held on



26th February, 2016 and whose term expires at the ensuing Annual General Meeting, as Director of the Company.

(i) Voted infavour of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
7	1,96,266	100%

(ii) Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	0

(iii) Invalid votes:

Total Number of members (in person or by proxy) whose votes were declared invalid	Total Number of votes cast by them
0	0

Resolution 5: Ordinary Resolution

To regularize appointment of Mrs. Varsha Manish Sanghai (DIN No. 07445502), who was appointed as an Additional Director in the Meeting of the Board of Directors held on 30th May, 2016 and whose term expires at the ensuing Annual General Meeting, as Director of the Company in Independent capacity to hold office for five consecutive years upto the conclusion of the 37th Annual General Meeting of the Company

(i) Voted infavour of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
7	1,96,266	100%

(ii) Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	0

(iii) Invalid votes:



Total Number of members (in person or by proxy) whose votes were declared invalid	Total Number of votes cast by them
0	0

Resolution 6: Ordinary Resolution

To regularize appointment of Mr. Ramesh IshwarlalUpadhyay (DIN No. 07087829), who was appointed as an Additional Director in the Meeting of the Board of Directors held on 30th May, 2016 and whose term expires at the ensuing Annual General Meeting, as Director of the Company in Independent capacity to hold office for five consecutive years upto the conclusion of the 37th Annual General Meeting of the Company

(i) Voted infavour of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
5	1,41,266	100%

(ii) Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	0

(iii) Invalid votes:

Total Number of members (in person or by proxy) whose votes were declared invalid	Total Number of votes cast by them
2*	55,000

**Invalid Vote counted as Mr. Ramesh Upadhyay and Mrs. Anju Upadhyay, being Members of the Company holding 28,000 Shares and 27,000 Shares respectively in aggregate 55,000 Shares (1.72% in aggregate) in the Company who have voted via Poll and are interested in this Resolution.*

Resolution 7: Ordinary Resolution

To consider appointment of Mr. Ramesh BabulalPanjri(DIN No.00300737), Director of the Company as Managing Director of the Company for a period of 5 (five) years w.e.f 01st October, 2016 without remuneration

(i) Voted infavour of the resolution:

Number of members present	Number of votes cast by them	% of total number of
---------------------------	------------------------------	----------------------



and voting (in person or by proxy)		valid votes cast
7	1,96,266	100%

(ii) Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	0

(iii) Invalid votes:


Total Number of members (in person or by proxy) whose votes were declared invalid	Total Number of votes cast by them
0	0

5. A Compact Disc (CD) containing a list of Equity Shareholders who voted "FOR", "AGAINST" and those whose votes were declared invalid for each Resolution is enclosed.
6. The poll papers and all other relevant records were sealed and handed over to the Company Secretary of the Company.

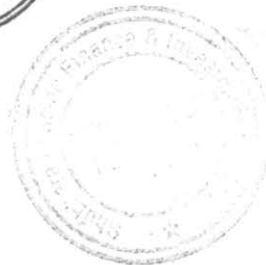
Thanking you,

Yours faithfully,


For I S Gupta & Co.
Practicing Company Secretary


Isha Sumit Gupta
Proprietor
Membership No. F7605
C. P. No. 8160

Place: Mumbai



Counter signed by


Ramesh Babulal Panjri
Director
(DIN No. 00300737)

Shubhra Leasing Finance and Investment Company Limited

I S GUPTA & CO.

Company Secretary

IshaSumit Gupta
B Com. LLB, FCS

8, Govind Nagar, 88, Dixit Road,
Vile Parle (East), Mumbai – 400057
Mob: 9892447117 Tel: 26116374, 26120042
Email: csishagupta07@gmail.com

Consolidated Report of Scrutinizer on Remote e-voting and Poll

(Pursuant to Section 108 and 109 of the Companies Act, 2013 and Rule 20(3)(xii) and Rule 21 (2) of the Companies (Management and Administration) Rules, 2014)

To,
The Chairman
Shubhra Leasing Finance and Investment Company Limited
Plot - A4, APMC - MAFCO Yard,
Sector 18, Vashi,
Navi Mumbai – 400703

Date: 27th September, 2016

Re.: 32nd Annual General Meeting of the Equity Shareholders of Shubhra Leasing Finance and Investment Company Limited held on Tuesday, 27th September, 2016 at 11.30 a.m. at Plot - A4, APMC - MAFCO Yard, Sector 18, Vashi, Navi Mumbai – 400703

Dear Sir,

I, IshaSumit Gupta, Proprietor of M/s. I S Gupta & Co., Practicing Company Secretaries, had been appointed as the Scrutinizer by the Board of Directors of Shubhra Leasing Finance and Investment Company Limited for the purpose of the remote e-voting and poll taken on the below mentioned resolutions, at the 32nd Annual General Meeting (AGM) of the Equity Shareholders of Shubhra Leasing Finance and Investment Company Limited ("the Company") held on Tuesday, 27th September, 2016 at 11.30 a.m at Plot - A4, APMC - MAFCO Yard, Sector 18, Vashi, Navi Mumbai – 400703, submit my report as under:

1. In accordance with the Notice of 32nd AGM sent to the Shareholders, the voting through electronic means/ remote e-voting was started at 10.00 a.m. (IST) on Saturday, 24th September, 2016 and ended at 05.00 p.m. (IST) on Monday, 26th September, 2016.
2. The Equity Shareholders of the company holding shares as on the "cut-off" date i.e. 21st September, 2016 were entitled to vote in respect of remote e-voting on the resolutions as contained in the Notice of the 32nd AGM of the Company.



3. The votes were unblocked from the remote e-voting website of Central Depository Services (India) Limited (CDSL) (www.evotingindia.com) in the presence of two witnesses who were not in the employment of the Company.
4. After the time fixed for closing of the poll by the Chairman, Ballot Box kept for the polling was locked in my presence with due identification marks placed by me.
5. The locked ballot box was subsequently opened in my presence and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by M/s. PurvaSharegistry (India) Limited, the Registrar and Share Transfer Agents of the Company and the authorization/ proxies lodged with the Company.
6. The poll papers, which were incomplete and/ or which were otherwise found defective, have been treated as invalid and kept separately.
7. The Consolidated Results of the Poll and Remote e-voting are as under:

Resolution 1: Ordinary Resolution

To receive, consider and adopt the Balance Sheet as at March 31, 2016 and statement of Profit and Loss for the year ended on that date, the Reports of Directors and Auditor's thereon

(i) Voted infavour of the resolution:

Type of Voting	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Remote E-voting	3	21,00,012	100%
Poll	7	1,96,266	100%
Total	10	22,96,278	100%

(ii) Voted against the resolution:

Type of Voting	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Remote E-voting	0	0	0
Poll	0	0	0
Total	0	0	0



(iii) Invalid votes:

Type of Voting	Total Number of members (in person or by proxy) whose votes were declared invalid	Total Number of votes cast by them
Remote E-voting	0	0
Poll	0	0
Total	0	0

Resolution 2: Special Resolution

To appoint M/s. S. P. Gupta & Associates, Chartered Accountants as Statutory Auditor of the Company for term of consecutive 5 years from the conclusion of this 32nd Annual General Meeting till conclusion of the 37th Annual General Meeting (subject to ratification of the appointment by the members at every Annual General Meeting held after this Annual General Meeting) in place of retiring Statutory Auditor M/s. TDK & Co., Chartered Accountants

(i) Voted infavour of the resolution:

Type of Voting	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Remote E-voting	3	21,00,012	100%
Poll	7	1,96,266	100%
Total	10	22,96,278	100%

(ii) Voted against the resolution:

Type of Voting	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Remote E-voting	0	0	0
Poll	0	0	0
Total	0	0	0

(iii) Invalid votes:

Type of Voting	Total Number of members (in person or by proxy) whose votes were declared invalid	Total Number of votes cast by them
Remote E-voting	0	0
Poll	0	0
Total	0	0



Resolution 3: Ordinary Resolution

To regularize appointment of Mr. Ramesh BabulalPanjri (DIN No.00300737), who was appointed as an Additional Director in the meeting of the Board of Directors held on 26th February, 2016 and whose term expires at the ensuing Annual General Meeting, as Director of the Company.

(i) Voted infavour of the resolution:

Type of Voting	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Remote E-voting	2	12	100%
Poll	7	1,96,266	100%
Total	9	1,96,278	100%

(ii) Voted against the resolution:

Type of Voting	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Remote E-voting	0	0	0
Poll	0	0	0
Total	0	0	0

(iii) Invalid votes:

Type of Voting	Total Number of members (in person or by proxy) whose votes were declared invalid	Total Number of votes cast by them
Remote E-voting	1*	21,00,000
Poll	0	0
Total	1	21,00,000

* Invalid vote counted as M/s. RBP Holdings Private Limited, being Promoter/ Promoter Group Member of the Company holding 21,00,000 Shares (65.62%) in the Company who have voted via remote e-voting and is interested in this Resolution

Resolution 4: Ordinary Resolution

To regularize appointment of Mr. Ram BabulalPanjri (DIN No.00262001), who was appointed as an Additional Director in the meeting of the Board of Directors held on 26th February, 2016 and whose term expires at the ensuing Annual General Meeting, as Director of the Company.



(i) Voted infavour of the resolution:

Type of Voting	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Remote E-voting	2	12	100%
Poll	7	1,96,266	100%
Total	9	1,96,278	100%

(ii) Voted against the resolution:

Type of Voting	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Remote E-voting	0	0	0
Poll	0	0	0
Total	0	0	0

(iii) Invalid votes:

Type of Voting	Total Number of members (in person or by proxy) whose votes were declared invalid	Total Number of votes cast by them
Remote E-voting	1*	21,00,000
Poll	0	0
Total	1	21,00,000

* Invalid vote counted as M/s. RBP Holdings Private Limited, being Promoter/ Promoter Group Member of the Company holding 21,00,000 Shares (65.62%) in the Company who have voted via remote e-voting and is interested in this Resolution

Resolution 5: Ordinary Resolution

To regularize appointment of Mrs. Varsha Manish Sanghai (DIN No. 07445502), who was appointed as an Additional Director in the Meeting of the Board of Directors held on 30th May, 2016 and whose term expires at the ensuing Annual General Meeting, as Director of the Company in Independent capacity to hold office for five consecutive years upto the conclusion of the 37th Annual General Meeting of the Company

(i) Voted infavour of the resolution:

Type of Voting	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Remote E-voting	3	21,00,012	91.45%



Poll	7	1,96,266	8.55%
Total	10	22,96,278	100%

(ii) Voted against the resolution:

Type of Voting	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Remote E-voting	0	0	0
Poll	0	0	0
Total	0	0	0

(iii) Invalid votes:

Type of Voting	Total Number of members (in person or by proxy) whose votes were declared invalid	Total Number of votes cast by them
Remote E-voting	0	0
Poll	0	0
Total	0	0

Resolution 6: Ordinary Resolution

To regularize appointment of Mr. Ramesh IshwarlalUpadhyay (DIN No. 07087829), who was appointed as an Additional Director in the Meeting of the Board of Directors held on 30th May, 2016 and whose term expires at the ensuing Annual General Meeting, as Director of the Company in Independent capacity to hold office for five consecutive years upto the conclusion of the 37th Annual General Meeting of the Company

(i) Voted infavour of the resolution:

Type of Voting	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Remote E-voting	3	21,00,012	100%
Poll	5	1,41,266	100%
Total	8	22,41,278	100%

(ii) Voted against the resolution:

Type of Voting	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Remote E-voting	0	0	0



Poll	0	0	0
Total	0	0	0

(iii) Invalid votes:

Type of Voting	Total Number of members (in person or by proxy) whose votes were declared invalid	Total Number of votes cast by them
Remote E-voting	0	0
Poll	2*	55,000
Total	2	55,000

*Invalid Vote counted as Mr. Ramesh Upadhyay and Mrs. Anju Upadhyay, being Members of the Company holding 28,000 Shares and 27,000 Shares respectively in aggregate 55,000 Shares (1.72% in aggregate) in the Company who have voted via Poll and are interested in this Resolution.

Resolution 7: Ordinary Resolution

To consider appointment of Mr. Ramesh BabulalPanjri(DIN No.00300737), Director of the Company as Managing Director of the Company for a period of 5 (five) years w.e.f 01st October, 2016 without remuneration

(i) Voted infavour of the resolution:

Type of Voting	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Remote E-voting	2	12	100%
Poll	7	1,96,266	100%
Total	9	1,96,278	100%

(ii) Voted against the resolution:

Type of Voting	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Remote E-voting	0	0	0
Poll	0	0	0
Total	0	0	0

(iii) Invalid votes:

Type of Voting	Total Number of members (in person or by proxy) whose votes were declared invalid	Total Number of votes cast by them



Remote E-voting	1*	21,00,000
Poll	0	0
Total	1	21,00,000

* Invalid vote counted as M/s. RBP Holdings Private Limited, being Promoter/ Promoter Group Member of the Company holding 21,00,000 Shares (65.62%) in the Company who have voted via remote e-voting and is interested in this Resolution

8. A Compact Disc (CD) containing a list of Equity Shareholders who voted "FOR", "AGAINST" and those whose votes were declared invalid (for Poll voting and Remote e-voting) for each Resolution is enclosed.
9. The poll papers and all other relevant records were sealed and handed over to the Company Secretary of the Company.

Thanking you,

Yours faithfully,

For I S Gupta & Co.

Practicing Company Secretary



Isha Sumit Gupta

Proprietor

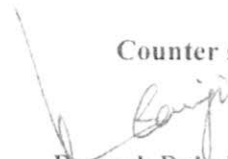
Membership No.F7605

C. P. No. 8160

Place: Mumbai



Counter signed by



Ramesh Babulal Panjri

Director

(DIN No. 00300737)

Shubhra Leasing Finance and Investment Company Limited