



Amrish Gandhi  
& Associates  
Company Secretary  
(M) 98256 54756  
(O) 079 4032 3014  
www.agskcs.com

FORM No. MGT-13

**REPORT OF SCRUTINIZER ON E – VOTING**

[Pursuant to rule section 109 of the Companies Act, 2013 and  
Rule 20 and 21(2) of the Companies (Management and Administration)  
Rules, 2014]

To,  
The Chairman,  
25<sup>th</sup> Annual General Meeting of the  
Equity Shareholders of **Nalin Lease Finance Limited**  
Held on 20<sup>th</sup> Day of August, 2016 at 4:00 p.m. at  
GANDHI NURSING HOME BLDG DR.NALINKANT GANDHI ROAD  
HIMATNAGAR, GUJARAT  
INDIA – 383001

Dear Sir,

**Ref: Annual General Meeting**

*Sub.* : Scrutinizer's Report on e-voting conducted pursuant to the provisions of Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 and 21(2) of the Companies (Management and Administration) Rules, 2014.

We, Amrish N. Gandhi & Associates, Company Secretaries, have been appointed as the Scrutinizer by the Board of Directors of M/s. **Nalin Lease Finance Limited** pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 and 21(2) of the Companies (Management and Administration) Rules, 2014, to conduct the electronic voting process held from 17.08.2016 at 09:00 a.m. to 19.08.2016 at 05:00 p.m.

The Notice dated 25.05.2016 convening Annual General Meeting (AGM) of the Company along with Statement setting out material facts under Section 102 of the Companies Act were sent to the Shareholders in respect of the below mentioned resolution(s) to be passed at the said Annual General Meeting of the Company to be held on 20.08.2016 at 04:00 p.m.



Office: 504, Shivalik Abaise, Opp. Shell Petrol Pump, Anandnagar Road,  
Satellite, Ahmedabad - 380015

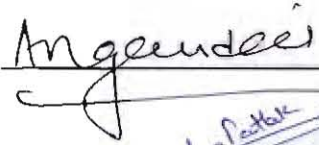
Email:- amrishgandhi72@gmail.com & admin@agskcs.com

The Company has availed the e-voting facility offered by **National Securities Depository Limited** for conducting e-voting by the Shareholders of the Company.

The Shareholders of the Company holding shares as on the "cut- off" date of 13.08.2016 were entitled to vote on the proposed resolution(s) as set out at item nos. 1 to 5 in the Notice of the AGM of M/s **Nalin Lease Finance Limited**.

The voting period for e-voting commenced on 17.08.2016 at 09:00 a.m. and ended on 19.08.2016 at 05:00 p.m. and the NSDL e-voting platform was blocked thereafter and the votes cast under e-voting facility were then unblocked in the presence of following two witnesses not being in the employment of the Company:

1. Mr. AMRISH NAVINCHANDRA GANDHI



2. Mr. DARSHAN HEMANT PATHAK



We have scrutinized and reviewed the voting through electronic means and votes tendered therein based on the data downloaded from the NSDL e-voting system.

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.

The locked ballot was subsequently opened in my presence and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by M/s link Intime India Private Limited, the Registrar and Transfer Agents of the Company, and the authorizations/proxies lodged with the Company.

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

The consolidated result of remote e-voting and the poll is under

**Item No.1:**

*Adoption of statement of Profit & Loss, Balance Sheet, report of Director and Auditor for the financial year 31st March, 2016 (Ordinary Resolution)*

(I) Voted in favour of the resolution:

Number of members voted in E-voting	Number of votes cast (Shares) – E Voting	% of total number of valid votes cast
48	2837938	100.00 %

(ii) Voted against the resolution:



<i>Number of members voted in E-voting</i>	<i>Number of votes cast (Shares) – E Voting</i>	<i>% of total number of valid votes cast</i>
0	0	0.00%

(iii) Invalid Votes:

<i>Number of members voted in E-voting</i>	<i>Number of votes cast (Shares) – E Voting</i>	<i>% of total number of valid votes cast</i>
0	0	0.00%

**Item No. 2:**

*To appoint a Director in place of Harsh Dilipkumar Gandhi who retires by rotation and being eligible offers himself for reappointment. (Ordinary Resolution)*

(I) Voted in favour of the resolution:

<i>Number of members voted in E-voting</i>	<i>Number of votes cast (Shares) – E Voting</i>	<i>% of total number of valid votes cast</i>
48	2837938	100.00 %

(ii) Voted against the resolution:

<i>Number of members voted in E-voting</i>	<i>Number of votes cast (Shares) – E Voting</i>	<i>% of total number of valid votes cast</i>
0	0	0.00%

(iii) Invalid Votes:

<i>Number of members voted in E-voting</i>	<i>Number of votes cast (Shares) – E Voting</i>	<i>% of total number of valid votes cast</i>
0	0	0.00%

*M. J. J.*  




**Item No. 3:**

Re-appointment of M/s Deepak R. Soni, Chartered Accountants as Statutory Auditors & fixing their remuneration (Ordinary Resolution)

(i) Voted in favour of the resolution:

Number of members voted in E-voting	Number of votes cast (Shares) – E Voting	% of total number of valid votes cast
48	2837938	100.00 %

(ii) Voted against the resolution:

Number of members voted in E-voting	Number of votes cast (Shares) – E Voting	% of total number of valid votes cast
0	0	0.00%

(iii) Invalid Votes:

Number of members voted in E-voting	Number of votes cast (Shares) – E Voting	% of total number of valid votes cast
0	0	0.00%

**Item No 4:**

Re-appointment of Mr. Dilipkumar Nalinkant Gandhi as Managing Director for a period of five years (Ordinary Resolution)

(I) Voted in favour of the resolution:

Number of members voted in E-voting	Number of votes cast (Shares) – E Voting	% of total number of valid votes cast
48	2837938	100.00 %



(ii) Voted against the resolution:

Number of members voted in E-voting	Number of votes cast (Shares) – E Voting	% of total number of valid votes cast
0	0	0.00%

(iii) Invalid Votes:

Number of members voted in E-voting	Number of votes cast (Shares) – E Voting	% of total number of valid votes cast
0	0	0.00%

**Item No 5:**

*Re-appointment of Mr. Harsh Dilipkumar Gandhi as Whole-time Director for a period of five years (Ordinary Resolution)*

(I) Voted in favour of the resolution:

Number of members voted in E-voting	Number of votes cast (Shares) – E Voting	% of total number of valid votes cast
48	2837938	100.00 %

(ii) Voted against the resolution:

Number of members voted in E-voting	Number of votes cast (Shares) – E Voting	% of total number of valid votes cast
0	0	0.00%

(iii) Invalid Votes:

Number of members voted in E-voting	Number of votes cast (Shares) – E Voting	% of total number of valid votes cast
0	0	0.00%

*Mr. Harsh Dilipkumar Gandhi*  


The Register, all other papers and relevant records relating to electronic voting shall remain in our safe custody until the Chairman considers, approves and signs the Minutes of the aforesaid Annual General Meeting and the same will be handed over to the Company Secretary for safe keeping.

**Thanking you,**  
Yours faithfully,  
For Amrish N. Gandhi & Associates,

**Date: 22.08.2016**  
**Place: Ahmedabad**

  
  
CS Amrish N. Gandhi  
Company Secretaries  
CP No. 5656  
FCS No.8193