

B. Kaushik & Associates.

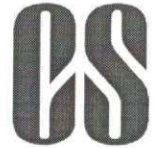
Company Secretaries.

101 - Abhishek Business Centre.

D-248/10 Laxmi Nagar, Delhi-110092.

Email: pcsbhk@gmail.com Web site: <http://bkacs.com>

Phone No: +91-11-43632828 Mobile No: +91-9716322357 +91- 9015450050 .



FORM NO. MGT.13

Report of Scrutinizer

(Consolidated Result of Voting)

[Pursuant to regulation 44 of SEBI (Listing obligation & Disclosure Requirement) Regulations, 2015 & Pursuant to Section 108 and 109 of the Companies Act, 2013 and read with rule 20 and 21(2) of the Companies (Management and Administration) Amendment Rules, 2015]

To,

The Chairman

34th Annual General Meeting of the Shareholders of

M/s Shri Niwas Leasing And Finance Limited (L65993DL1984PLC019141)

Date of Meeting: 27th Day of September, 2019

Time of Meeting: 11:00 A.M.

Conclusion time: 01:30 P.M.

Venue of Meeting: 16-121-122, Jain Bhawan, Faiz Road, W.E.A Karol Bagh, New Delhi-110005 (Near Jhandewalan Metro Station-Blue Line)

Subject: Scrutinizer's Report for the 34th Annual General Meeting of the company

Dear Sir,

I, Bhupendra Kaushik (M. No.- F9884 and CP No. 12453), Practicing Company Secretary, Delhi was appointed as a Scrutinizer in the Board Meeting of **M/s Shri Niwas Leasing And Finance Limited (L65993DL1984PLC019141)**, (hereinafter referred to as the "Company") held on 22nd July, 2019 in terms of the provision of Section 108 and Section 109 of the companies Act, 2013 read with Rule 20 and Rule 21 of the Companies, (Management and Administration) Amendment Rules, 2015 for the purpose of scrutinizing and ascertaining the result of voting by electronic means i.e. remote e- voting and voting through physical ballot papers at 34th Annual General Meeting of the company on the resolution set out in the Notice dated 27th August, 2019 of the AGM of the company held on Friday, 27th day of September, 2019 at 11:00 A.M. at 16-121-122, Jain Bhawan, Faiz Road, W.E.A Karol Bagh, New Delhi-110005(Near Jhandewalan Metro Station-Blue Line).

We submit our report as under:

- 1 The company engaged National Securities Depository Limited (NSDL) as the service provider for extending the facility of electronic voting to the shareholders of the company. The service provider provided a system for recording the votes of the shareholders electronically on all the items of business (both ordinary and special business) sought to be transacted in the 34th Annual General meeting ("AGM") of the Company, which was held on 27th September, 2019. National Securities Depository Limited ("NSDL") had set up e-voting facility on their websites

M/s Shri Niwas Leasing And Finance Limited (L65993DL1984PLC019141) 2018-19



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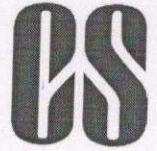
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- <https://www.evoting.nsdl.com>. The company had uploaded all the items of the business to be transacted on the website of the Company and also on the website of service provider to facilitate their shareholders to cast their vote through e-voting.
- 2 As on the cut-off date for dispatch of Notice of Annual General Meeting, there were 868 shareholders of the company. The notice of Annual General Meeting and circular for e-voting was sent through physically and E-mail to all shareholders. There were no incremental shareholders who became member after dispatch of notice.
 - 3 The notice so sent contained the detailed procedure to be followed by the shareholders who were desirous of casting their votes electronically as provided in the Rule 20(4)(iii)(A) to (C) of the Companies (Management and Administration) Amendment Rules, 2015.
 - 4 The cut-off date for the purpose of identifying the shareholders who were entitled to vote on the resolutions placed for the approval of the shareholders was 20th September, 2019. The E-voting facility was kept open from 24th September, 2019 (09.00 A.M.) to 26th September, 2019 (05.00 P.M.).
 - 5 Pursuant to Rule 20(4)(v) of Companies (Management and Administration) Amendment Rules, 2015, the Company also released an advertisement, which was published 21 days before the date of Annual General Meeting in Money Makers and Dainik Mahalakshmi Bhagyodaya dated 31st August, 2019. The Notice published in the Newspapers carried the required information as specified in the rule 20(4)(v)(a) to (h) of Companies (Management and Administration) Amendment Rules, 2015.
 - 6 Ballot box facility was provided at Annual General Meeting for the shareholders who have attended the meeting and have not cast their votes earlier through remote e-voting.
 - 7 After the time fixed for voting at Annual General Meeting venue, i.e. between 11:30 R.M. to 12:30 P.M., ballot boxes kept for voting were locked in my presence with due identification marks placed by me.
 - 8 The locked ballot boxes were subsequently opened in my presence and ballot papers were diligently scrutinized. The ballot papers were reconciled with the records maintained by M/s Skyline Financial Services Pvt Ltd, Registrar and Transfer Agents of the Company and the authorization/proxies lodged with the Company.
 - 9 On 27th day of September, 2019 after the Annual General Meeting the votes cast through e-voting facility were duly unblocked by me as a scrutinizer in the presence of Mr. Sandeep Singh and Mr. Ankit Sharma who acted as the witness and are not in the employment of the Company, as prescribed in sub Rule (3)(xi) of said Rule 20 of Companies (Management and Administration) Amendment Rules, 2015.



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- 10 As a Scrutinizer, the report of the e-voting carried by the shareholders was duly complied with and combined result of voting through electronic means, i.e. remote e-voting and voting through ballot box at AGM is annexed as **Annexure 1**.
- 11 All the ordinary as well as special resolutions mentioned in the AGM notice dated 27th day of August, 2019 under the remote e-voting and voting through Ballot papers conducted at the venue of the meeting have been passed with requisite majority.
- 12 The ballot papers and other relevant records shall remain in the safe custody of Scrutinizer, until the Chairman signed the Scrutinizer Report.

For and on behalf of
M/s B. Kaushik & Associates
(Company Secretary)

Bhupendra Kaushik
(Company Secretary)
M. No. F9884
C.P. No.-12453



Countersigned by the Chairman
(VIRENDRA JAIN)
DIN: 00530078
555 , Double Story Market,
New Rajinder Nagar,
New Delhi 110060



Witness:

1. Sandeep Singh
S/o Mr. Jaipal Singh
198B, Guru Nanakpura, Near Maharaja
Hotel, Laxmi Nagar, Delhi-110092

2. Ankit Sharma
S/o Mr. Vijender Sharma
U-139, Shakarpur, Near Laxmi
Nagar Metro Station, Delhi-
110092

Date: 27th September, 2019

Place: New Delhi

B. Kaushik & Associates.

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Annexure 1

CONSOLIDATED REPORT

AGENDA ITEM-1:

TO CONSIDER AND ADOPT THE AUDITED BALANCE SHEET AS AT 31ST MARCH, 2019 AND STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED ON THAT DATE, TOGETHER WITH THE DIRECTORS' REPORT AND AUDITORS' REPORT THEREON AS AT 31ST MARCH, 2019:

(ORDINARY BUSINESS)

(i) Voted in favour of the resolution

Mode of Voting	Number of Members Voted	Total Vote Caste	Number of votes cast in Favour	% of total number of valid votes cast
Physical Ballot voting	9	7,01,350	7,01,350	100
E-voting	31	20,36,385	20,36,385	100
Total	40	27,37,735	27,37,735	100

(ii) Voted Against the resolution

Number of Members Voted	Total number of votes cast by them	% of total number of valid votes caste
1	10	100

(iii) Invalid Vote

Total Numbers of Members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
0	0



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AGENDA ITEM-2:

RESOLVED THAT PURSUANT TO THE PROVISIONS OF SECTIONS 139 TO 142 AND OTHER APPLICABLE PROVISIONS, IF ANY, OF THE COMPANIES ACT, 2013 READ WITH COMPANIES (AUDIT AND AUDITORS) RULES, 2014 AS MAY BE APPLICABLE, M/S MAK & CO., CHARTERED ACCOUNTANTS (FRN: 028454N) BE AND ARE HEREBY APPOINTED AS STATUTORY AUDITORS OF THE COMPANY, IN PLACE OF RETIRING AUDITOR M/S BHUTANI & ASSOCIATES, CHARTERED ACCOUNTANT (FRN -025906N) TO HOLD OFFICE FROM THE CONCLUSION OF THIS ANNUAL GENERAL MEETING UNTIL THE CONCLUSION OF 5TH CONSECUTIVE ANNUAL GENERAL MEETING (AGM) OF THE COMPANY:

(ORDINARY BUSINESS)

(i) Voted in favour of the resolution

Mode of Voting	Number of Members Voted	Total Vote Caste	Number of votes cast in Favour	% of total number of valid votes cast
Physical Ballot voting	9	7,01,350	7,01,350	100
E-voting	31	20,36,385	20,36,385	100
Total	40	27,37,735	27,37,735	100

(ii) Voted Against the resolution

Number of Members Voted	Total number of votes cast by them	% of total number of valid votes caste
1	10	100

(iii) Invalid Vote

Total Numbers of Members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
0	0

AGENDA ITEM-3:

RESOLVED THAT MR. SURENDRA KUMAR JAIN (DIN: 00530035), DIRECTOR OF THE COMPANY, RETIRES BY ROTATION AND BEING ELIGIBLE FOR RE-APPOINTMENT, BE AND IS HEREBY RE-APPOINTED AS DIRECTOR OF THE COMPANY:

(ORDINARY BUSINESS)

M/s Shri Niwas Leasing And Finance Limited (L65993DL1984PLC019141) 2018-19



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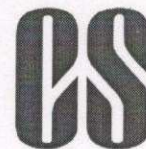
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(i) Voted in favour of the resolution

Mode of Voting	Number of Members Voted	Total Vote Caste	Number of votes cast in Favour	% of total number of valid votes cast
Physical Ballot voting	9	7,01,350	7,01,350	100
E-voting	31	20,36,385	20,36,385	100
Total	40	27,37,735	27,37,735	100

(ii) Voted Against the resolution

Number of Members Voted	Total number of votes cast by them	% of total number of valid votes caste
1	10	100

(iii) Invalid Vote

Total Numbers of Members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
0	0

AGENDA ITEM-4:

RESOLVED THAT PURSUANT TO THE PROVISIONS OF SECTIONS 196, 197 & 203 READ WITH SCHEDULE V AND OTHER APPLICABLE PROVISIONS, IF ANY, OF THE COMPANIES ACT, 2013 ("THE ACT"), THE COMPANIES (APPOINTMENT AND REMUNERATION OF MANAGERIAL PERSONNEL) RULES, 2014 (INCLUDING ANY STATUTORY MODIFICATIONS OR RE-ENACTMENT(S) THEREOF FOR THE TIME BEING IN FORCE), SUBJECT TO APPROVAL OF MEMBERS IN THE GENERAL MEETING, AND UPON SUCH TERMS AND CONDITIONS INCLUDING TERMS OF REMUNERATION AS RECOMMENDED BY THE NOMINATION AND REMUNERATION COMMITTEE, CONSENT OF THE BOARD OF DIRECTORS BE AND IS HEREBY ACCORDED FOR THE APPOINTMENT OF MS. RAJNI TANWAR, DIN: 08201251, AS MANAGING DIRECTOR OF THE COMPANY FOR A PERIOD OF 5 YEARS WITHOUT ANY REMUNERATION WITH EFFECT FROM 27TH MAY, 2019 TO PERFORM THE DUTIES WHICH MAY BE PERFORMED UNDER COMPANIES ACT, 2013 & ANY OTHER DUTIES ASSIGNED TO HIM BY THE BOARD FROM TIME TO TIME.

(SPECIAL BUSINESS)



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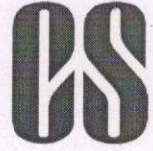
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(i) Voted in favour of the resolution

Mode of Voting	Number of Members Voted	Total Vote Caste	Number of votes cast in Favour	% of total number of valid votes cast
Physical Ballot voting	9	7,01,350	7,01,350	100
E-voting	31	20,36,385	20,36,385	100
Total	40	27,37,735	27,37,735	100

(ii) Voted Against the resolution

Number of Members Voted	Total number of votes cast by them	% of total number of valid votes caste
1	10	100

(iii) Invalid Vote

Total Numbers of Members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
0	0

AGENDA ITEM-5:

AS
RESOLVED THAT PURSUANT TO THE PROVISIONS OF SECTIONS 149, 150, 152 READ WITH SCHEDULE IV AND ANY OTHER APPLICABLE PROVISIONS OF THE COMPANIES ACT, 2013 ("ACT") AND THE COMPANIES (APPOINTMENT AND QUALIFICATION OF DIRECTORS), RULES, 2014 AND APPLICABLE PROVISIONS OF THE SECURITIES AND EXCHANGE BOARD OF INDIA (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015 ("SEBI LODR REGULATIONS") (INCLUDING ANY STATUTORY MODIFICATION(S) OR RE-ENACTMENT THEREOF FOR THE TIME BEING IN FORCE), MR. DEEPU SINGH (DIN: 06786614), INDEPENDENT DIRECTOR OF THE COMPANY, WHO HAS SUBMITTED A DECLARATION THAT HE MEETS THE CRITERIA OF INDEPENDENCE UNDER SECTION 149(6) OF THE ACT AND IS NOT DEBARRED FROM HOLDING THE OFFICE OF DIRECTOR BY VIRTUE OF ANY SEBI ORDER OR ANY OTHER SUCH AUTHORITY, WHO IS ELIGIBLE FOR REAPPOINTMENT FOR A SECOND TERM UNDER THE PROVISIONS OF THE ACT AND THE RULES MADE THEREUNDER AND SEBI LODR REGULATIONS AND IN RESPECT OF WHOM THE COMPANY HAS RECEIVED A NOTICE IN WRITING FROM A MEMBER SIGNIFYING HIS CANDIDATURE FOR THE OFFICE OF DIRECTOR PURSUANT TO SECTION 160 OF THE ACT, BE AND IS HEREBY RE-APPOINTED AS AN INDEPENDENT DIRECTOR OF THE COMPANY NOT LIABLE TO RETIRE BY ROTATION.:

(SPECIAL BUSINESS)

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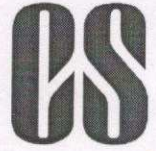
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(i) Voted in favour of the resolution

Mode of Voting	Number of Members Voted	Total Vote Caste	Number of votes cast in Favour	% of total number of valid votes cast
Physical Ballot voting	9	7,01,350	7,01,350	100
E-voting	31	20,36,385	20,36,385	100
Total	40	27,37,735	27,37,735	100

(ii) Voted Against the resolution

Number of Members Voted	Total number of votes cast by them	% of total number of valid votes caste
1	10	100

(iii) Invalid Vote

Total Numbers of Members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
0	0

*All the Resolutions stand passed under e-voting and Ballot paper with the requisite majority.

For and on behalf of
M/s B. Kaushik & Associates
(Company Secretary)

 Bhupendra Kaushik
(Company Secretary)
M. No. F9884
C.P. No.-12453



Date: 27th September, 2019
Place: New Delhi