

# Mehta & Mehta

## COMPANY SECRETARIES

REGD. OFFICE : 201-206, SHIV SMRITI, 2ND FLOOR, 49/A, DR. ANNIE BESANT ROAD, ABOVE CORPORATION BANK, WORLI, MUMBAI-400 018  
PHONE : +91-22-6611 9696 ● E-mail: info@mehta-mehta.com ● Visit us : www.mehta-mehtaadvisory.com

### Scrutinizer's Report

[Pursuant to Section 108 of the Companies Act, 2013 and  
Rule 20 of the Companies (Management and Administration) Rules, 2014]

To,  
The Chairman  
Infrastructure Leasing & Financial Services Limited

Thirty-Second Annual General Meeting ("AGM") of the Members of Infrastructure Leasing & Financial Services Limited held on Tuesday, December 31, 2019, at the Hotel Rangsharda, K C Marg, near Lilavati Hospital, Nityanand Nagar, ONGC Colony, Bandra West, Mumbai - 400050.

Dear Sir,

I, Ashwini Inamdar, Practicing Company Secretary and Partner, M/s. Mehta & Mehta, Company Secretaries, appointed by the Board of Directors of Infrastructure Leasing & Financial Services Limited ("the Company") to act as the Scrutinizer in terms of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, for the purpose of scrutinizing the process of remote e-voting and voting through ballot papers at the Thirty-Second Annual General Meeting ("AGM") of the Company in respect of the Resolution as set out in the Notice convening the AGM, do hereby submit my report as follows:

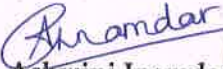
1. The Resolution was transacted through the process of remote e-voting and through ballot paper at the venue of the AGM. For the purpose of remote e-voting, the Company had engaged the services of Central Depository Services Limited (CDSL).
2. Voting rights were reckoned on the paid-up value of shares registered in the name of the Members as on December 24, 2019 ("cut-off date").
3. The period for remote e-voting commenced on Saturday, December 28, 2019 at 09:00 a.m. (IST) and concluded on Monday, December 30, 2019 at 5:00 p.m. (IST). The Remote e-voting module was disabled by Central Depository Services Limited (CDSL).
4. The facility for voting through ballot papers was made available at the AGM venue for the Members attending the Meeting and who did not cast their vote through remote e-voting.
5. Further, the votes cast through remote e-voting were unblocked in the presence of two witnesses Ms. Avni Shah and Ms. Pooja Dandekar neither of whom are in the employment of the Company.



6. The report on votes cast through remote e-voting was generated from CDSL e-voting website <https://www.evotingindia.com>.
7. The consolidated results of remote e-voting and voting through ballot papers at the AGM venue are enclosed as an **Annexure** to this report.

Thanking You,

For Mehta & Mehta  
Company Secretaries

  
Ashwini Inamdar  
Scrutinizer  
FCS No : 9409  
CP No : 11226



UDIN: F009409A000544273

Place: Mumbai

Date: December 31, 2019

Enclosed: Annexure

We, the undersigned have witnessed that the votes cast through remote e-voting were unblocked from CDSL's e-voting website [www.evotingindia.com](http://www.evotingindia.com) in our presence on December 31, 2019.



Name : Avni Shah  
Address : A/4, 4<sup>th</sup> Floor, New Anant  
Bhuvan, N.N. Street, Bhat  
Bazar, Mumbai – 400009



Name : Ms. Pooja Dandekar  
Address : Flat no.2, Searock IC Colony,  
Cross road 6, Borivali (West),  
Mumbai - 400103

Countersigned by



Chairman  
Infrastructure Leasing & Financial Services Limited

**Item No. 1: Ordinary Resolution**

**To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended March 31, 2019, together with the Reports of the Board of Directors and the Auditors thereon**

| Particulars                       | Remote e-voting             |                                       | Voting through ballot papers at the venue of the AGM |                                       | Consolidated voting results       |   |   |
|-----------------------------------|-----------------------------|---------------------------------------|--|---------------------------------------|-----------------------------------|---|---|
|                                   | Number of Members who voted | Number of Shares for which votes cast | Number of Members who voted                          | Number of Shares for which votes cast | Total number of Members who voted | Total number of Shares for which votes cast | Percentage of votes to total number of valid votes cast |
| Voted in favour of the resolution | 14                          | 67,782,145                            | 10   | 30,900,385                            | 24                                | 98,682,530                                  | 99.99999%   |
| Votes against the resolution      | 3                           | 8                                     | 0  | 0                                     | 3                                 | 8   | 0.00001%  |
| Invalid votes/Abstained           | 0                           | 0                                     | 0  | 0                                     | 0                                 | 0   | -   |

