

# PRIYANKA OKA & ASSOCIATES

Practising Company Secretaries

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To

**The Chairman**

**ARCO LEASING LIMITED**

Plot No. 123, Street No. 17,

MIDC Marol, Andheri (E),

Mumbai - 400 093.

Dear Sir,

We thank you for appointing us as the Scrutinizer for remote e-voting process and voting by your Members during the Annual General Meeting of your Company held on Wednesday, September 28, 2022.

We are pleased to submit the Scrutinizer's Report, which is comprehensive and self-explanatory in all respects.

Yours faithfully,

*Priyanka M. Oka*



CS PRIYANKA OKA

**Scrutinizer**

**FCS:** 10084

**COP:** 22164

**DATE:** September 28, 2022

**PLACE:** Thane

# PRIYANKA OKA & ASSOCIATES

Practising Company Secretaries

## CONSOLIDATED SCRUTINIZERS REPORT

To

**The Chairman**

**ARCO LEASING LIMITED**

Plot No. 123, Street No. 17,

MIDC Marol, Andheri (E),

Mumbai - 400 093.

38<sup>th</sup> Annual General Meeting of the Equity Shareholders of **ARCO LEASING LIMITED** (the "Company") held on Wednesday, 28<sup>th</sup> September, 2022 at 11.00 a.m. at Plot No. 123, Street No. 17, MIDC Marol, Andheri (E), Mumbai - 400 093, Maharashtra.

**Dear Sir,**

I, CS Priyanka Oka, Practising Company Secretaries, Mumbai (Membership No. 10084 and COP 22164) was appointed by the Board of Directors of ARCO LEASING LIMITED ("the Company") as the Scrutinizer for the following purposes:

The E-Voting process was conducted for the below mentioned resolutions, as per Section 108 of the Companies Act, 2013 between Sunday, 25<sup>th</sup> September, 2022 (9:00 a.m.) to Tuesday, 27<sup>th</sup> September, 2022 (5:00 p.m.).

The equity shareholders of the Company as on the "cut-off" date i.e. Thursday, September 22, 2022 were entitled to vote on the resolution nos. 1, 2, 3 and 4 as set out in the Notice.

The poll was taken for the below mentioned resolutions, as per Section 109 of the Companies Act, 2013 at the Annual General Meeting of the Company.

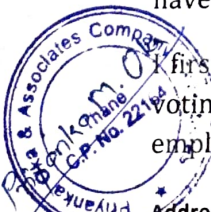
With respect to the poll taken at the Annual General Meeting, the empty polling box was locked and sealed in the presence of members and proxies. Subsequently, after the voting process is over, the locked and sealed polling box was opened in the presence of two persons as witnesses and poll papers were diligently scrutinized and reconciled with the records maintained by the Company and Registrar and Transfer Agents (i.e. Bigshare Services Private Limited) of the Company and the authorizations / proxies lodged with the Company.

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

The first counted the votes cast at the meeting by poll process, thereafter unblocked the voting casted through remote E-voting, in the presence of two witnesses, not in the employment of the Company.

Address: B102, Dhanashree CHS, M. G. Road, Naupada, Thane (W) – 400 602, Maharashtra, India.

Mobile: 9819731842, Email: cspriyankaoka@gmail.com



Then, I counted the votes cast by E-voting process.

My responsibility as Scrutinizer for E-voting and poll process is restricted to make Scrutinizers' Report of the votes cast "in favor" or "against" the resolutions stated below, based on the data downloaded from the e-voting website of CDSL, the votes cast by poll process by the shareholders of the Company at the said Annual General Meeting.

Based on the report of remote e-voting generated from the portal of CDSL, report of poll generated with the assistance of R&T, the combined result of the voting at the AGM is as under:

➤ **As an Ordinary Resolution- Item No. 1:**

Adoption of the standalone and consolidated Audited Financial Statements of the Company for the Financial Year ended March 31, 2022, together with the Report(s) of the Directors and Auditors thereon.

Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes in favor (4)	No. of Votes against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter & Promoter Group	E-VOTING	128600	0	0.00	0	0	0.00	0.00
	POLL	128600	61195	47.59	61195	0	100.00	0.00
	POSTAL BALLOT	0	0	0.00	0	0	0.00	0.00
	TOTAL	128600	61195	47.59	61195	0	100.00	0.00
Public - Institutions	E-VOTING	0	0	0.00	0	0	0.00	0.00
	POLL	0	0	0.00	0	0	0.00	0.00
	POSTAL BALLOT	0	0	0.00	0	0	0.00	0.00
	TOTAL	0	0	0.00	0	0	0.00	0.00
Public-Non Institutions	E-VOTING	111470	0	0.00	0	0	0.00	0.00
	POLL	111470	0	0.00	0	0	0.00	0.00
	POSTAL BALLOT	0	0	0.00	0	0	0.00	0.00
	TOTAL	111470	0	0.00	0	0	0.00	0.00
TOTAL		240070	61195	25.49	61195	0	100.00	0.00

➤ **As an Ordinary Resolution- Item No. 2:**

To appoint a Director in place of Mr. Rajendra Mahavirprasad Ruia (DIN 01300823) who retires by rotation and being eligible offers himself for reappointment





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Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes in favor (4)	No. of Votes against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter & Promoter Group	E-VOTING	128600	0	0.00	0	0	0.00	0.00
	POLL	128600	61195	47.59	61195	0	100.00	0.00
	POSTAL BALLOT	0	0	0.00	0	0	0.00	0.00
	TOTAL	128600	61195	47.59	61195	0	100.00	0.00
Public - Institutions	E-VOTING	0	0	0.00	0	0	0.00	0.00
	POLL	0	0	0.00	0	0	0.00	0.00
	POSTAL BALLOT	0	0	0.00	0	0	0.00	0.00
	TOTAL	0	0	0.00	0	0	0.00	0.00
Public-Non Institutions	E-VOTING	111470	0	0.00	0	0	0.00	0.00
	POLL	111470	0	0.00	0	0	0.00	0.00
	POSTAL BALLOT	0	0	0.00	0	0	0.00	0.00
	TOTAL	111470	0	0.00	0	0	0.00	0.00
TOTAL		240070	61195	25.49	61195	0	100.00	0.00

## ➤ As Special Resolution: Item No.3

Re-classification of authorised share capital and consequent alteration in the capital clause of memorandum of association of the Company.

Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes in favor (4)	No. of Votes against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter & Promoter Group	E-VOTING	128600	0	0.00	0	0	0.00	0.00
	POLL	128600	61195	47.59	61195	0	100.00	0.00
	POSTAL BALLOT	0	0	0.00	0	0	0.00	0.00
	TOTAL	128600	61195	47.59	61195	0	100.00	0.00
Public - Institutions	E-VOTING	0	0	0.00	0	0	0.00	0.00
	POLL	0	0	0.00	0	0	0.00	0.00
	POSTAL BALLOT	0	0	0.00	0	0	0.00	0.00
	TOTAL	0	0	0.00	0	0	0.00	0.00
Public-Non Institutions	E-VOTING	111470	0	0.00	0	0	0.00	0.00
	POLL	111470	0	0.00	0	0	0.00	0.00
	POSTAL BALLOT	0	0	0.00	0	0	0.00	0.00
	TOTAL	111470	0	0.00	0	0	0.00	0.00



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**Mobile:** 9819731842, **Email:** cspriyankaoka@gmail.com

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**➤ As Special Resolution: Item No.4**

Issue of cumulative redeemable preference shares on private placement basis

Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes in favor (4)	No. of Votes against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
	E-VOTING	128600	0	0.00	0	0	0.00	0.00
	POLL	128600	61195	47.59	61195	0	100.00	0.00
Promoter & Promoter Group	POSTAL BALLOT	0	0	0.00	0	0	0.00	0.00
	TOTAL	128600	61195	47.59	61195	0	100.00	0.00
	E-VOTING	0	0	0.00	0	0	0.00	0.00
	POLL	0	0	0.00	0	0	0.00	0.00
Public - Institutions	POSTAL BALLOT	0	0	0.00	0	0	0.00	0.00
	TOTAL	0	0	0.00	0	0	0.00	0.00
	E-VOTING	111470	0	0.00	0	0	0.00	0.00
	POLL	111470	0	0.00	0	0	0.00	0.00
Public-Non Institutions	POSTAL BALLOT	0	0	0.00	0	0	0.00	0.00
	TOTAL	111470	0	0.00	0	0	0.00	0.00
<b>TOTAL</b>		<b>240070</b>	<b>61195</b>	<b>25.49</b>	<b>61195</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>

A detailed report containing exhaustive details of the voting patterns of each of the aforementioned resolutions for both the E-Voting process and the poll taken at the Meeting is enclosed.

All the relevant records of the e-voting along with the poll papers will remain in our safe custody until the Chairman considers, approves and signs the minutes of the 38<sup>th</sup> Annual General Meeting and the same shall be handover thereafter to the Chairman or the Company Secretary of the Company for the safe keeping.

Thanking You,  
Yours faithfully,

*Priyanka M. Oka*



CS PRIYANKA OKA

**Scrutinizer**

**FCS: 10084**

**COP: 22164**

**DATE: September 28, 2022**

**PLACE: Thane**

**UDIN: F010084D001072618**