

Winmore Leasing And Holdings Limited

Regd. Office: 'Ashiana', 69-C, Bhulabhai Desai Road, Mumbai – 400 026
Tel. No.: 022-23686618 E-mail Id: ho@hawcoindia.com
CIN: L67120MH1984PLC272432 Website: www.winmoreleasingandholdings.com

Declaration of Results of voting in relation to the 38th Annual General Meeting of the Company held on 30th September, 2022

(Consolidated Results of remote e-voting and ballot papers)

In terms of applicable provisions of the Companies Act, 2013, Rules made thereunder, Secretarial Standard-2 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company extended remote e-voting facility and voting through ballot papers to its members to vote on all the resolutions which were proposed to be passed at the 38th Annual General Meeting (AGM) of the Company held on Friday, the 30th September, 2022 at 4.00 p.m. at 1st Floor, 'Ashiana', 69-C, Bhulabhai Desai Road, Mumbai – 400 026.

Mr Shailesh Kachalia, Practicing Company Secretary acted as Scrutinizer for the purpose of scrutinizing the remote e-voting and voting by ballot papers.

The Scrutinizer has submitted his Report after scrutiny of the aforesaid remote e-voting and voting through ballot papers.

On the basis of the above Report, it is hereby declared that all the resolutions as stated in the Notice of the 38th AGM have been duly approved as per the following details:

Sr. No.	Resolution	Number of Votes (Shares)			Ordinary / Special Resolution
		In favour	Against	Invalid	
1.	Adoption of the audited Financial Statements of the Company including audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2022 together with reports of the Directors and the Auditors thereon	7,48,776	0	0	Ordinary
	Percentage	100	0	0	-
2.	Re-appointment of Mr Nitin Mhatre (DIN: 08294405), as a Executive Director of the Company	7,48,776	0	0	Ordinary
	Percentage	100	0	0	-

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Sr. No.	Resolution	Number of Votes (Shares)			Ordinary / Special Resolution
		In favour	Against	Invalid	
3.	Appointment of M/s Bharat Gupta & Co. Chartered Accountants (Firm Registration No.: 131010W) as Statutory Auditors of the Company for a period of five years	7,48,776	0	0	Ordinary
	Percentage	100	0	0	-
4.	Approval of appointment of Mr Sunil Modi, as a Manager of the Company for a period of five years with effect from 12 th August, 2022, on such terms and conditions as may be fixed by the Board of Directors of the Company	7,48,776	0	0	Ordinary
	Percentage	100	0	0	-
5.	Approval of Related Party Transactions by the Company during the financial years 2022 – 2023 and 2023 – 2024 i.e. until the date of Annual General Meeting of the Company to be held during the calendar year 2023	75	0	0	Ordinary
	Percentage	100	0	0	-

The Scrutinizer's Report is annexed herewith.

For Winmore Leasing And Holdings Limited

Smita Achrekar
Chairperson of the Meeting

Place: Mumbai

Date: 1st October, 2022

SHAILESH KACHALIA
B.Com. (Hons.), L.L.B, F.C.S
Practising Company Secretary

Om Sri Co-op Hsg. Society Ltd
'A' Wing, Flat No.7, 1st floor
Near Shanti Ashram, Borivali (W)
Mumbai – 400 103
Tel: 9892534153
skachaliascrutinizer@gmail.com

1st October, 2022

The Chairperson of the meeting

Winmore Leasing And Holdings Limited

"Ashiana" • 69-C • Bhulabhai Desai Road • Mumbai – 400 026

Dear Sir,

Sub: Scrutinizer's Report on voting by electronic means conducted pursuant to provisions of Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules and physical ballot forms

I, Shailesh Kachalia, Practising Company Secretary, was appointed as Scrutinizer by the Board of Directors of Winmore Leasing And Holdings Ltd ("the Company"), pursuant to Section 108 of the Act, read with the Rules made thereunder, to scrutinize the electronic voting process and physical ballot forms submitted by shareholders of the Company, in respect of the below mentioned resolutions considered for passing at the Thirty-eighth Annual General Meeting ("AGM") of the Company held on 30th September, 2022.

The Notice dated 25th August, 2022 convening the said AGM of the Company was sent to the shareholders in respect of the said mentioned resolutions.

The Company has availed the remote e-voting facility offered by National Securities Depository Limited ("NSDL") for conducting remote e-voting by shareholders of the Company. The Company has also provided facility of voting by physical ballot papers, at the AGM, to its members who do not have access to remote e-voting facility including those who did not vote through remote e-voting as well as who became members of the Company after dispatch of the aforesaid notice till the cut-off date of 24th September, 2022.

The voting period for remote e-voting commenced on Tuesday, 27th September, 2022 (9.00 am) and ended on Thursday, 29th September, 2022 (5.00 p.m.). The NSDL remote e-voting platform was thereafter blocked.

No Vote was cast through physical ballot, at the AGM. The votes cast under the remote e-voting facility were then unblocked in the presence of two witnesses, not in the employment of the Company.

Based on the data downloaded from the NSDL remote e-voting system, I have scrutinized and reviewed the voting through remote e-voting.

I now hereby submit my Report as under on the result of the voting through electronic means and the physical ballots in respect of the said Resolutions:

Reso- lution No.	Item	Total No. of Votes cast	No. of Valid Votes	No. of Invalid Votes	No. of Valid Votes cast in favour	No. of Valid Votes cast against	Result
1.	To consider and adopt Audited Financial Statements of the Company including Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2022 together with reports of the Directors and the Auditors thereon.	Evote 7,48,776 Ballot Paper Nil	Evote 7,48,776 Ballot Paper Nil	Evote Nil Ballot Paper Nil	Evote 7,48,776 Ballot Paper Nil	Evote Nil Ballot Paper Nil	Resolution duly approved
2.	Re-appointment of Mr Nitin Mhatre (DIN: 08294405), as a Executive Director of the Company.	Evote 7,48,776 Ballot Paper Nil	Evote 7,48,776 Ballot Paper Nil	Evote Nil Ballot Paper Nil	Evote 7,48,776 Ballot Paper Nil	Evote Nil Ballot Paper Nil	Resolution duly approved
3.	Appointment of M/s Bharat Gupta & Co., Chartered Accountants (Firm Registration No.: 131010W), as Statutory Auditors of the Company for a period of 5 years	Evote 7,48,776 Ballot Paper Nil	Evote 7,48,776 Ballot Paper Nil	Evote Nil Ballot Paper Nil	Evote 7,48,776 Ballot Paper Nil	Evote Nil Ballot Paper Nil	Resolution duly approved
4.	Approval of appointment of Mr Sunil Modi, as Manager of the Company for a period of 5 years w.e.f. 12.8.2022	Evote 7,48,776 Ballot Paper Nil	Evote 7,48,776 Ballot Paper Nil	Evote Nil Ballot Paper Nil	Evote 7,48,776 Ballot Paper Nil	Evote Nil Ballot Paper Nil	Resolution duly approved

Resolution No.	Item	Total No. of Votes cast	No. of Valid Votes	No. of Invalid Votes	No. of Valid Votes cast in favour	No. of Valid Votes cast against	Result
5	Approval of Related Party Transactions by the Company during the financial years 2022 – 2023 and 2023 – 2024 i.e. until the date of Annual General Meeting of the Company to be held during the calendar year 2023.	Evote 75 Ballot Paper Nil	Evote 75 Ballot Paper Nil	Evote Nil Ballot Paper Nil	Evote 75 Ballot Paper Nil	Evote Nil Ballot Paper Nil	Resolution duly approved

The Register, all other papers and relevant records relating to the voting shall remain in my safe custody until the Chairperson (of the meeting called to consider) considers, approves and signs the Minutes of the aforesaid AGM whereafter the same would be handed over to the Company for safe keeping.

Yours faithfully,

SHAILESH
AMICHAND
KACHALIA

Digitally signed by SHAILESH
AMICHAND KACHALIA
Date: 2022.10.01 15:28:36
+05'30'

Shailesh Kachalia
Practising Company Secretary
FCS No. 1391
CP: 3888
PR No. 628/2019
UDIN: F001391D001107045

For Winmore Leasing and Holdings Limited

Smita
Shailesh
Achrekar

Digitally signed by
Smita Shailesh
Achrekar
Date: 2022.10.01
16:36:36 +05'30'

Smita Achrekar
Chairperson of the Meeting

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1st October, 2022

Voting Results pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Date of the AGM	30th September, 2022
Total No. of shareholders on record date	31
No. of shareholders present in the meeting either in person or through authorised representative or proxy:	9
Promoters and Promoter Group:	8
Public:	1
No. of Shareholders attended the meeting through Video Conferencing	NA
Promoters and Promoter Group:	NA
Public:	NA

Resolution (1)

Resolution required: (Ordinary / Special)		Ordinary							
Whether promoter/promoter group are interested in the agenda/resolution?		No							
Description of resolution considered		Adoption of the audited Financial Statements of the Company including audited Consolidated Financial Statements of the Company for the financial year ended 31.3.2022 together with reports of the Directors and the Auditors thereon							
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		748701	100.0000	748701	0	100.0000	0.0000	
	Poll	748701	0	0.0000	0	0	0	0	
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0	
	Total		748701	748701	100.0000	748701	0	100.0000	0.0000
Public- Institutions	E-Voting		0	0	0	0	0.0000	0.0000	
	Poll	0	0	0	0	0	0.0000	0.0000	
	Postal Ballot (if applicable)		0	0	0	0	0.0000	0.0000	
	Total		0	0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting		75	0.0300	75	0	100.0000	0.0000	
	Poll	250224	0	0.0000	0	0	0	0	
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0	
	Total		250224	75	0.0300	75	0	100.0000	0.0000
Total			998925	748776	74.9582	748776	0	100.0000	0.0000
Whether resolution is Pass or Not.							Yes		
Disclosure of notes on resolution							Add Notes		

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

Resolution (2)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Re-appointment of Mr Nitin Mhatre (DIN: 08294405), as a Executive 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		748701	100.0000	748701	0	100.0000	0.0000
	Poll	748701	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	748701	748701	100.0000	748701	0	100.0000	0.0000
Public- Institutions	E-Voting		0	0	0	0	0.0000	0.0000
	Poll	0	0	0	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0	0	0	0.0000	0.0000
	Total	0	0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting		75	0.0300	75	0	100.0000	0.0000
	Poll	250224	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	250224	75	0.0300	75	0	100.0000	0.0000
Total		998925	748776	74.9582	748776	0	100.0000	0.0000
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

Resolution (3)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Appointment of M/s Bharat Gupta & Co. Chartered Accountants (Firm Registration No.: 131010W) as Statutory Auditors of the Company for a period of five years				
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		748701	100.0000	748701	0	100.0000	0.0000
	Poll	748701	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	748701	748701	100.0000	748701	0	100.0000	0.0000
Public- Institutions	E-Voting		0	0	0	0	0.0000	0.0000
	Poll	0	0	0	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0	0	0	0.0000	0.0000
	Total	0	0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting		75	0.0300	75	0	100.0000	0.0000
	Poll	250224	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	250224	75	0.0300	75	0	100.0000	0.0000
Total		998925	748776	74.9582	748776	0	100.0000	0.0000
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

Resolution (4)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Approval of appointment of Mr Sunil Modi, as a Manager of the Company for a period of five years with effect from 12.8.2022, on such terms and conditions as may be fixed by the Board of Directors 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		748701	100.0000	748701	0	100.0000	0.0000
	Poll	748701	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	748701	748701	100.0000	748701	0	100.0000	0.0000
Public- Institutions	E-Voting		0	0	0	0	0.0000	0.0000
	Poll	0	0	0	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0	0	0	0.0000	0.0000
	Total	0	0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting		75	0.0300	75	0	100.0000	0.0000
	Poll	250224	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	250224	75	0.0300	75	0	100.0000	0.0000
Total		998925	748776	74.9582	748776	0	100.0000	0.0000
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

Resolution (5)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				Approval of Related Party Transactions by the Company during the financial years 2022 – 2023 and 2023 – 2024 i.e. until the date of Annual General Meeting of the Company to be held during the calendar year 2023				
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	748701	0	0.0000	0	0	0	0
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		748701	0	0.0000	0	0	0.0000
Public- Institutions	E-Voting	0	0	0	0	0	0.0000	0.0000
	Poll		0	0	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0	0	0	0.0000	0.0000
	Total		0	0	0.0000	0	0	0.0000
Public- Non Institutions	E-Voting	250224	75	0.0300	75	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		250224	75	0.0300	75	0	100.0000
Total		998925	75	0.0075	75	0	100.0000	0.0000
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

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Summary of Proceedings of the 38th Annual General Meeting

The 38th Annual General Meeting (AGM) of members of Winmore Leasing And Holdings Ltd ('the Company') was held on Friday, the 30th September, 2022 at 4.00 p.m. at 1st Floor, 'Ashiana', 69-C, Bhulabhai Desai Road, Mumbai – 400 026. Mrs Smita Achrekar, director was elected to chair the meeting.

The following were present.

Directors

Mr Anil Gupta	Director & Chairman of Audit Committee, Nomination and Remuneration Committee and Stakeholders' Relationship Committee.
Mr Nitin Mhatre	Director & Member of Stakeholders' Relationship Committee.
Mrs Smita Achrekar	Director & Member of Audit Committee, Nomination and Remuneration Committee and Stakeholders' Relationship Committee

In Attendance

Mr Sunil Modi	Chief Financial Officer & Manager
Mr Anuj Mehta	Company Secretary
Mr Shailesh Kachalia	Scrutinizer, Practicing Company Secretary

Members Present

In Person	NIL
Through Authorised Representatives	9
By Proxy	NIL

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The Company Secretary informed that Mr Shyam Khandelwal, director was unable to attend the meeting because of his other commitments. He stated that the prescribed registers were placed before the meeting and are available for inspection of members.

The requisite quorum being present the Chairperson called the meeting to order. The Chairperson then addressed the shareholders and spoke about current economic scenario and financial performance of the Company.

The Chairperson took, with the permission of members present, Notice of AGM, Directors' Report and Audited Financial Statements of the Company for the year ended 31st March 2022 as read.

The Chairperson informed that the Auditors' Report on the Standalone financial statements and Consolidated financial statements of the Company does not contain any reservation, qualification or adverse remark.

She then requested members, who may have any queries, to speak up in an orderly manner. No queries were raised.

Thereafter she proceeded with the formal business as set out in the Notice of AGM and requested the Company Secretary to read out all the items of agenda appearing in the said notice.

The following items of business, as per the said Notice were transacted:

1. Adoption of the audited Financial Statements of the Company including audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2022 together with reports of the Directors and the Auditors thereon;
2. Re-appointment of Mr Nitin Mhatre (DIN: 08294405), as a Executive Director of the Company;
3. Appointment of M/s Bharat Gupta & Co. Chartered Accountants (Firm Registration No.: 131010W) as Statutory Auditors of the Company for a period of five years;
4. Approval of appointment of Mr Sunil Modi, as a Manager of the Company for a period of five years with effect from 12th August, 2022, on such terms and conditions as may be fixed by the Board of Directors of the Company; and

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5. Approval of Related Party Transactions by the Company during the financial years 2022 – 2023 and 2023 – 2024 i.e. until the date of Annual General Meeting of the Company to be held during the calendar year 2023.

The Chairperson stated that those members who have not yet cast their votes electronically or those persons who have acquired shares of the Company and have become members of the Company after dispatch of the notice convening this AGM and holding shares as of the cut-off date viz 24.9.2022 may do so by means of ballot papers by casting the same in the ballot box available at the hall.

She further stated that Mr Shailesh Kachalia, Practicing Company Secretary, Scrutinizer is present, who shall supervise the ballot voting process and report on the combined voting results of e-voting and the ballot voting for each of the items as per Notice of the AGM.

No member voted through ballot paper.

Thereafter the Chairperson announced that results of the voting would be declared and placed on the Company's website www.winmoreleasingandholdings.com and on the website of NSDL www.evoting.nsdl.com and the same shall also be communicated to the Metropolitan Stock Exchange of India Limited, where shares of the Company are listed in accordance with applicable provisions of law.

Vote of thanks was given to the Chair, which she acknowledged.

The Chairperson then thanked everyone for attending the meeting and announced conclusion of the meeting.

For Winmore Leasing And Holdings Limited

ANUJ
RAMESHKUMAR
MEHTA

Digitally signed by ANUJ
RAMESHKUMAR MEHTA
Date: 2022.10.01
13:02:44 +05'30'

Anuj Rameshkumar Mehta
Company Secretary & Compliance Officer

Date: 1st October, 2022