

# Winmore Leasing And Holdings Limited

Regd. Office: 'Ashiana', 69-C, Bhulabhai Desai Road, Mumbai – 400 026

Tel. No.: 022-23686617

E-mail Id: [ho@hawcoindia.com](mailto:ho@hawcoindia.com)

CIN: L67120MH1984PLC272432 Website: [www.winmoreleasingandholdings.com](http://www.winmoreleasingandholdings.com)

## **Declaration of Results of voting in relation to the 39<sup>th</sup> Annual General Meeting of the Company held on 27<sup>th</sup> September, 2023**

(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 39<sup>th</sup> Annual General Meeting (AGM) of the Company held on Wednesday, the 27<sup>th</sup> September, 2023 at 11.00 a.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 39<sup>th</sup> 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.	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, 2023 together with reports of the Directors and the Auditors thereon.	7,48,781	0	0	Ordinary
	Percentage	100	0	0	-
2.	Re-appointment of Mrs Smita Achrekar (DIN: 09237586), who retires by rotation and being eligible, offers herself for re-appointment.	7,48,781	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.	Approval of appointment of Mr Sunil Kantilal Trivedi (DIN – 00387797) as an Independent Director of the Company for a period of 5 years w.e.f. 8.6.2023.	7,48,781	0	0	Ordinary
	Percentage	100	0	0	-
4.	Approval of Material Related Party Transactions to be entered into by the Company during the financial year 2023 – 2024 and 2024 – 2025 i.e. from the date of the ensuing Annual General Meeting until the date of next Annual General Meeting of the Company to be held during the calendar year 2024.	80	0	0	Ordinary
	Percentage	100	0	0	-

The Scrutinizer's Report is annexed herewith.

For Winmore Leasing And Holdings Limited

SMITA  
SHAILESH  
ACHREKAR

Digital signature of SMITA SHAILESH ACHREKAR  
Date: 2023.09.27 11:05:43 AM  
Certificate: C=IN, E=smita.achrekar@winmoreleasingandholdings.com, OU=Winmore Leasing And Holdings Limited, CN=SMITA SHAILESH ACHREKAR

**Smita Achrekar**  
Chairperson of the Meeting

Place: Mumbai

Date: 27<sup>th</sup> September, 2023

**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](mailto:skachaliascrutinizer@gmail.com)

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**27<sup>th</sup> September, 2023**

**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-ninth Annual General Meeting ("AGM") of the Company held on 27<sup>th</sup> September, 2023.

The Notice dated 11<sup>th</sup> August, 2023 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 20<sup>th</sup> September, 2023.

The voting period for remote e-voting commenced on Saturday, 23<sup>rd</sup> September, 2023 (9.00 am) and ended on Tuesday, 26<sup>th</sup> September, 2023 (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:

<b>Resolution No.</b>	<b>Item</b>	<b>Total No. of Votes cast</b>	<b>No. of Valid Votes</b>	<b>No. of Invalid Votes</b>	<b>No. of Valid Votes cast in favour</b>	<b>No. of Valid Votes cast against</b>	<b>Result</b>
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, 2023 together with reports of the Directors and the Auditors thereon.	Evote 7,48,781 Ballot Paper Nil	Evote 7,48,781 Ballot Paper Nil	Evote Nil Ballot Paper Nil	Evote 7,48,781 Ballot Paper Nil	Evote Nil Ballot Paper Nil	<b>Resolution duly approved</b>
2.	Re-appointment of Mrs Smita Achrekar (DIN: 09237586), who retires by rotation and being eligible, offers herself for re-appointment.	Evote 7,48,781 Ballot Paper Nil	Evote 7,48,781 Ballot Paper Nil	Evote Nil Ballot Paper Nil	Evote 7,48,781 Ballot Paper Nil	Evote Nil Ballot Paper Nil	<b>Resolution duly approved</b>
3.	Approval of appointment of Mr Sunil Kantilal Trivedi (DIN – 00387797) as an Independent Director of the Company for a period of 5 years w.e.f. 8.6.2023.	Evote 7,48,781 Ballot Paper Nil	Evote 7,48,781 Ballot Paper Nil	Evote Nil Ballot Paper Nil	Evote 7,48,781 Ballot Paper Nil	Evote Nil Ballot Paper Nil	<b>Resolution duly approved</b>
4.	Approval of Material Related Party Transactions to be entered into by the Company during the financial year 2023 – 2024 and 2024 – 2025 i.e. from the date of the ensuing Annual General Meeting until the date of next Annual General Meeting of the Company to be held during the calendar year 2024.	Evote 80 Ballot Paper Nil	Evote 80 Ballot Paper Nil	Evote Nil Ballot Paper Nil	Evote 80 Ballot Paper Nil	Evote Nil Ballot Paper Nil	<b>Resolution duly approved</b>

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,**

**For Winmore Leasing and Holdings Limited**

SHAILESH  
AMICHAND  
KACHALIA

Digitally signed by  
SHAILESH AMICHAND  
KACHALIA  
Date: 2023.09.27  
11:51:38 +05'30'

**Shailesh Kachalia**  
**Practising Company Secretary**  
**FCS No. 1391**  
**CP: 3888**  
**PR No. 628/2019**  
**UDIN: F001391E001095101**

SMITA  
SHAILESH  
ACHREKAR

Digitally signed by SMITA  
SHAILESH ACHREKAR  
Date: 2023.09.27 11:52:33  
+05'30'

**Smita Achrekar**  
**Chairperson of the Meeting**

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CIN: L67120MH1984PLC272432 Website: www.winmoreleasingandholdings.com

27th September, 2023

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

**Date of the AGM** 27th September, 2023

**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

ANUJ

RAMESHKU

MAR MEHTA

Digitally signed by ANUJ RAMESHKU  
DN: cn=ANUJ RAMESHKU, o=Winmore Leasing And Holdings Limited, email=anuj.rameshku@winmoreleasingandholdings.com, c=IN  
Date: 2023.09.27 12:27:38 +05'30'

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 31.3.2023 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	748701	100.0000	748701	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	748701	748701	100.0000	748701	0	100.0000	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	0.0000
Public- Non Institutions	E-Voting	250224	80	0.0320	80	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	80	0.0320	80	0	100.0000	0.0000
Total		998925	748781	74.9587	748781	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 Mrs Smita Achrekar (DIN: 09237586), who retires by rotation and being eligible, offers herself for re-appointment.				
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	748701	100.0000	748701	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	748701	748701	100.0000	748701	0	100.0000	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	0.0000
Public- Non Institutions	E-Voting	250224	80	0.0320	80	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	80	0.0320	80	0	100.0000	0.0000
Total		998925	748781	74.9587	748781	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				Approval of appointment of Mr Sunil Kantilal Trivedi (DIN – 00387797) as an Independent Director of the Company for a period of 5 years w.e.f. 8.6.2023.				
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	748701	100.0000	748701	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	748701	748701	100.0000	748701	0	100.0000	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	0.0000
Public- Non Institutions	E-Voting	250224	80	0.0320	80	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	80	0.0320	80	0	100.0000	0.0000
Total		998925	748781	74.9587	748781	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?				Yes				
Description of resolution considered				Approval of Material Related Party Transactions to be entered into by the Company during the financial year 2023 – 2024 and 2024 – 2025 i.e. from the date of the ensuing Annual General Meeting until the date of next Annual General Meeting of the Company to be held during the calendar year 2024.				
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	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	0.0000
Public- Non Institutions	E-Voting	250224	80	0.0320	80	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	80	0.0320	80	0	100.0000	0.0000
Total		998925	80	0.0080	80	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 39<sup>th</sup> Annual General Meeting

The 39<sup>th</sup> Annual General Meeting (AGM) of members of Winmore Leasing And Holdings Ltd ('the Company') was held on Wednesday, the 27<sup>th</sup> September, 2023 at 11.00 a.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

Mrs Smita Achrekar      Director & Chairperson of Nomination and  
(DIN: 09237586)      Remuneration Committee & Member of Audit Committee

Mr Nitin Mhatre      Director  
(DIN: 08294405)

### 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

The Company Secretary informed that Mr Shyam Khandelwal (DIN: 05147157) and Mr Sunil Kantilal Trivedi (DIN: 00387797) directors of the Company were unable to attend the meeting because of their other commitments. He also 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.

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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 2023 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, 2023 together with reports of the Directors and the Auditors thereon;
2. Re-appointment of Mrs Smita Achrekar (DIN: 09237586), as a Director of the Company;
3. Appointment of Mr Sunil Kantilal Trivedi (DIN: 00387797) as an Independent Director of the Company for a period of 5 years w.e.f. 8.6.2023;
4. Approval of Material Related Party Transactions by the Company during the financial years 2023 – 2024 and 2024 – 2025 i.e. from the date of this Annual General Meeting until the date of next Annual General Meeting of the Company to be held during the calendar year 2024.

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 20.9.2023 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.

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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](http://www.winmoreleasingandholdings.com) and on the website of NSDL [www.evoting.nsdl.com](http://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  
R MEHTA

Digitally signed by ANUJ RAMESHKUMAR  
MEHTA  
DN: cn=PERSONAL,  
c=IN, o=WINMORE LEASING AND HOLDINGS  
LIMITED, ou=WINMORE LEASING AND HOLDINGS  
LIMITED, email=anuj.rameshkumar@winmoreleasingandholdings.com,  
serialNumber=1, version=3  
Date: 2023.09.27 16:02:07 +05'30'

**Anuj Rameshkumar Mehta**  
**Company Secretary & Compliance Officer**

**Date: 27<sup>th</sup> September, 2023**