

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

CIN: L67120MH1984PLC272432 Website: www.winmoreleasingandholdings.com

Declaration of Results of voting in relation to the 40th Annual General Meeting of the Company held on 14th August, 2024

(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 40th Annual General Meeting (AGM) of the Company held on Wednesday, the 14th August, 2024 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 40th 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, 2024 together with reports of the Directors and the Auditors thereon.	5,89,916	0	0	Ordinary
	Percentage	100	0	0	-
2.	Re-appointment of Mr Nitin Mhatre (DIN: 08294405), who retires by rotation and being eligible, offers himself for re-appointment.	5,89,916	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 Material Related Party Transactions to be entered into by the Company during the financial year 2024 – 2025 and 2025 – 2026 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 2025.	90	0	0	Ordinary
	Percentage	100	0	0	-
4.	Authority to the Board of Directors of the Company to contribute to charitable and other funds.	5,89,916	0	0	Ordinary
	Percentage	100	0	0	-

The Scrutinizer's Report is annexed herewith.

For **Winmore Leasing And Holdings Limited**

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Smita Achrekar
Chairperson of the Meeting

Place: Mumbai

Date: 14th August, 2024



SHAILESH KACHALIA

Company Secretaries

Om Sri Co-op Hsg. Society Ltd, A Wing, Flat No. 7, 1st Floor,

Near Shanti Ashram, Off Link Road, Borivali (West) Mumbai – 400 103

Contact: - 98925 34153

Email Id: - shaileshmay@gmail.com

14th August, 2024

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 Fortieth Annual General Meeting (“AGM”) of the Company held on 14th August, 2024.

The Notice dated 12th July, 2024 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 7th August, 2024.

The voting period for remote e-voting commenced on Saturday, 10th August, 2024 (9.00 am) and ended on Tuesday, 13th August, 2024 (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:

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KACHALIA

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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, 2024 together with reports of the Directors and the Auditors thereon.	Evote 5,89,916 Ballot Paper Nil	Evote 5,89,916 Ballot Paper Nil	Evote Nil Ballot Paper Nil	Evote 5,89,916 Ballot Paper Nil	Evote Nil Ballot Paper Nil	Resolution duly approved
2.	Re-appointment of Mr Nitin Mhatre (DIN: 08294405), who retires by rotation and being eligible, offers himself for re-appointment.	Evote 5,89,916 Ballot Paper Nil	Evote 5,89,916 Ballot Paper Nil	Evote Nil Ballot Paper Nil	Evote 5,89,916 Ballot Paper Nil	Evote Nil Ballot Paper Nil	Resolution duly approved
3.	Approval of Material Related Party Transactions to be entered into by the Company during the financial year 2024 – 2025 and 2025 – 2026 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 2025.	Evote 90 Ballot Paper Nil	Evote 90 Ballot Paper Nil	Evote Nil Ballot Paper Nil	Evote 90 Ballot Paper Nil	Evote Nil Ballot Paper Nil	Resolution duly approved
4.	Authority to the Board of Directors of the Company to contribute to charitable and other funds.	Evote 5,89,916 Ballot Paper Nil	Evote 5,89,916 Ballot Paper Nil	Evote Nil Ballot Paper Nil	Evote 5,89,916 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

Shailesh Kachalia
Practising Company Secretary
FCS No. 1391
CP: 3888
PR No. 628/2019
UDIN: F001391F000973736

For Winmore Leasing and Holdings Limited

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Smita Achrekar
Chairperson of the Meeting

Winmore Leasing And Holdings Limited

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14th August, 2024

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

Date of the AGM	14th August, 2024
Total No. of shareholders on record date	26
No. of shareholders present in the meeting either in person or through authorised representative or proxy:	7
Promoters and Promoter Group:	6
Public:	1
No. of Shareholders attended the meeting through Video Conferencing	NA
Promoters and Promoter Group:	NA
Public:	NA

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Resolution (1)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				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, 2024 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	589826	78.7799	589826	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	589826	78.7799	589826	0	100.0000
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	90	0.0360	90	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	90	0.0360	90	0	100.0000
Total		998925	589916	59.0551	589916	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 Institutions	
Public - Non Institutions	

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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), who retires by rotation and being eligible, offers himself 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	589826	78.7799	589826	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	589826	78.7799	589826	0	100.0000
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	90	0.0360	90	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	90	0.0360	90	0	100.0000
Total		998925	589916	59.0551	589916	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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Resolution (3)								
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 2024 – 2025 and 2025 – 2026 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 2025.				
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	90	0.0360	90	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	90	0.0360	90	0	100.0000
Total		998925	90	0.0090	90	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 Institutions	
Public - Non Institutions	

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Resolution (4)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Authority to the Board of Directors of the Company to contribute to charitable and other funds.				
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	589826	78.7799	589826	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	589826	78.7799	589826	0	100.0000
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	90	0.0360	90	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	90	0.0360	90	0	100.0000
Total		998925	589916	59.0551	589916	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 40th Annual General Meeting

The 40th Annual General Meeting (AGM) of members of Winmore Leasing And Holdings Ltd ('the Company') was held on Wednesday, the 14th August, 2024 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 (DIN: 09237586) Director & Chairperson of Nomination and Remuneration Committee & Member of Audit Committee

Mr Nitin Mhatre (DIN: 08294405) Director

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 7

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, 2024 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, 2024 together with reports of the Directors and the Auditors thereon;
2. Re-appointment of Mr Nitin Mhatre (DIN: 08294405), as a Director of the Company;
3. Approval of Material Related Party Transactions by the Company during the financial years 2024 – 2025 and 2025 – 2026 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 2025.
4. Authority to the Board of Directors of the Company to contribute to charitable and other funds.

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 7.8.2024 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.

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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

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Anuj Rameshkumar Mehta
Company Secretary & Compliance Officer

Date: 14th August, 2024