

# 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](mailto:ho@hawcoindia.com)

CIN No.: L67120MH1984PLC272432 Website: [www.winmoreleasingandholdings.com](http://www.winmoreleasingandholdings.com)

## Declaration of Results of voting in relation to the 36<sup>th</sup> Annual General Meeting of the Company held on 29th September, 2020

(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 at the 36<sup>th</sup> Annual General Meeting (AGM) of the Company held on Tuesday, the 29<sup>th</sup> September, 2020 at 10.30 am at Gate No. 10, 1st Floor, Brabourne Stadium, 87 Veer Nariman Road, Mumbai - 400020.

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, except resolution no. 2, as stated in the Notice of the 36<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.	Adoption of the audited financial statements of the Company including audited Consolidated financial statements of the Company for the year ended March 31, 2020 together with reports of the Directors and the Auditors thereon.	7,48,701	0	0	Ordinary
	Percentage	100	0	0	-
2.	Declaration of Dividend on Equity Shares.	0	7,48,701	0	Ordinary
	Percentage	0	100	0	-

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3.	Re-appointment of Ms Seema Arora (DIN: 06849038), as a Director of the Company, liable to retire by rotation.	7,48,701	0	0	Ordinary
	Percentage	100	0	0	-
4.	Ratification of appointment of M/s Bhattar & Co., Chartered Accountants as Statutory Auditors of the Company for the financial year 2020-2021 and to fix their remuneration.	7,48,701	0	0	Ordinary
	Percentage	100	0	0	-
5.	Approval to appointment of Mr Dnyaneshwar Ladu Pawar as Manager of the Company for a period of 5 years effective from 30.01.2020.	7,48,701	0	0	Ordinary
	Percentage	100	0	0	-

The Scrutinizer's Report is annexed herewith.

For **Winmore Leasing And Holdings Limited**

SMITA SHAILESH  
ACHREKAR

Digitally signed by SMITA SHAILESH ACHREKAR  
DN: cn=SMITA SHAILESH ACHREKAR, o=WINMORE LEASING AND HOLDINGS LIMITED, email=ho@hawcoindia.com, serial=1, c=IN  
Reason: I am the Signer

**Smita Achrekar**  
Chairperson of the Meeting

Place: Mumbai

Date: 29<sup>th</sup> September, 2020

**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  
[shaileshmay@gmail.com](mailto:shaileshmay@gmail.com)

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29<sup>th</sup> September, 2020

**The Chairperson of the meeting**  
**Winmore Leasing And Holdings Limited**  
Ashiana 69-C • Bhulabhai Desai Road • Mumbai – 400 026

Dear Madam,

**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-sixth Annual General Meeting ("AGM") of the Company on 29<sup>th</sup> September, 2020.

The Notice dated 2<sup>nd</sup> September, 2020 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 23.9.2020.

The voting period for remote e-voting commenced on Friday, 25th September, 2020 (9.00 am) and ended on Monday, 28th September, 2020 (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	Adoption of the audited financial statements of the Company including audited Consolidated financial statements of the Company for the year ended March 31, 2020 together with reports of the Directors and the Auditors thereon.	Evote 7,48,701 Ballot Paper Nil	Evote 7,48,701 Ballot Paper Nil	Evote Nil Ballot Paper Nil	Evote 7,48,701 Ballot Paper Nil	Evote Nil Ballot Paper Nil	<b>Resolution duly approved</b>
2	Declaration of Dividend on Equity Shares.	Evote 7,48,701 Ballot Paper Nil	Evote 7,48,701 Ballot Paper Nil	Evote Nil Ballot Paper Nil	Evote Nil Ballot Paper Nil	Evote 7,48,701 Ballot Paper Nil	<b>Resolution duly disapproved</b>
3	Re-appointment of Ms Seema Arora (DIN: 06849038), as a Director of the Company, liable to retire by rotation.	Evote 7,48,701 Ballot Paper Nil	Evote 7,48,701 Ballot Paper Nil	Evote Nil Ballot Paper Nil	Evote 7,48,701 Ballot Paper Nil	Evote Nil Ballot Paper Nil	<b>Resolution duly approved</b>
4	Ratification of appointment of M/s Bhattar & Co., Chartered Accountants as Statutory Auditors of the Company for the financial year 2020-2021 and to fix their remuneration.	Evote 7,48,701 Ballot Paper Nil	Evote 7,48,701 Ballot Paper Nil	Evote Nil Ballot Paper Nil	Evote 7,48,701 Ballot Paper Nil	Evote Nil Ballot Paper Nil	<b>Resolution duly approved</b>
5	Approval to appointment of Mr Dnyaneshwar Ladu Pawar as Manager of the Company for a period of 5 years effective from 30.01.2020.	Evote 7,48,701 Ballot Paper Nil	Evote 7,48,701 Ballot Paper Nil	Evote Nil Ballot Paper Nil	Evote 7,48,701 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,**

SHAILESH  
AMICHAND  
KACHALIA

**Shailesh Kachalia**  
**Practising Company Secretary**  
**FCS No. 1391**  
**CP: 3888**  
**PR No. 628/2019**  
**UDIN: F001391B000802961**

**For Winmore Leasing and Holdings Limited**

SMITA SHAILESH  
ACHREKAR

Digitally signed by SMITA SHAILESH ACHREKAR  
DN: c=IN, o=Personal, postalCode=400055, st=MAHARASHTRA,  
serialNumber=e05d6f6499510b8176a2289f477627999556383  
e0296517671abc6a424e9d, cn=SMITA SHAILESH ACHREKAR  
Date: 2020.09.30 12:30:15 +05'30'

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

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30.09.2020

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

<b>Date of the AGM</b>	29th September, 2020
<b>Total No. of shareholders on record date</b>	32
<b>No. of shareholders present in the meeting either in person or through authorised representative or proxy:</b>	8
Promoters and Promoter Group:	7
Public:	1
<b>No. of Shareholders attended the meeting through Video Conferencing</b>	NA
Promoters and Promoter Group:	NA
Public:	NA

OM PRAKASH  
ADUKIA

Digitally signed by OM PRAKASH ADUKIA  
DN: c=IN, o=Personal,  
2.5.4.20=ecb5a66c0ddfc052f75052015cd163  
4a8007db923f6687e5ccb2cddb90409f2b,  
postalCode=400018, st=MAHARASHTRA,  
serialNumber=723d4b4a71532ec184591293  
e33504b0d358e563b976ac4d3f9ecc8c5fd44  
O=, cn=OM PRAKASH ADUKIA  
Date: 2020.09.30 15:48:24 +05'30'

**AGENDA WISE**

<b>Resolution Required : Ordinary</b>			1 - Adoption of the audited financial statements of the Company including audited Consolidated financial statements of the Company for year ended March 31, 2020 together with reports of the Directors and the Auditors thereon.					
<b>Whether promoter / promoter group are interested in the agenda / resolution?</b>			No					
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	748,701	748,701	100	748,701	0	100	0
	Poll		NA	NA	NA	NA	NA	NA
	Ballot Paper		0	0	0	0	0	0
	<b>Total</b>		<b>748,701</b>	<b>748,701</b>	<b>100</b>	<b>748,701</b>	<b>0</b>	<b>100</b>
Public Institutions	E-Voting	0	0	0	0	0	0	0
	Poll		NA	NA	NA	NA	NA	NA
	Ballot Paper		0	0	0	0	0	0
	<b>Total</b>		<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>
Public Non - Institutions	E-Voting	250,224	0	0	0	0	0	0
	Poll		NA	NA	NA	NA	NA	NA
	Ballot Paper		0	0	0	0	0	0
	<b>Total</b>		<b>250,224</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>
<b>Total</b>		<b>998,925</b>	<b>748,701</b>	<b>74.9507</b>	<b>748,701</b>	<b>0</b>	<b>100</b>	<b>0</b>

Resolution Required : Ordinary			2 - Declaration of Dividend on Equity Shares.					
Whether promoter / promoter group are interested in the agenda / resolution?			Yes (to the extent of their shareholding in 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	748,701	748,701	100	0	748,701	0	100
	Poll		NA	NA	NA	NA	NA	NA
	Ballot Paper		0	0	0	0	0	0
	<b>Total</b>		<b>748,701</b>	<b>748,701</b>	<b>100</b>	<b>0</b>	<b>748,701</b>	<b>0</b>
Public Institutions	E-Voting	0	0	0	0	0	0	0
	Poll		NA	NA	NA	NA	NA	NA
	Ballot Paper		0	0	0	0	0	0
	<b>Total</b>		<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>
Public Non - Institutions	E-Voting	250,224	0	0	0	0	0	0
	Poll		NA	NA	NA	NA	NA	NA
	Ballot Paper		0	0	0	0	0	0
	<b>Total</b>		<b>250,224</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>
<b>Total</b>		<b>998,925</b>	<b>748,701</b>	<b>74.9507</b>	<b>0</b>	<b>748,701</b>	<b>0</b>	<b>100</b>



<b>Resolution Required : Ordinary</b>			3 - Re-appointment of Ms Seema Arora (DIN: 06849038), as a Director of the Company, liable to retire by rotation.					
<b>Whether promoter / promoter group are interested in the agenda / resolution?</b>			No					
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	748,701	748,701	100	748,701	0	100	0
	Poll		NA	NA	NA	NA	NA	NA
	Ballot Paper		0	0	0	0	0	0
	<b>Total</b>		<b>748,701</b>	<b>748,701</b>	<b>100</b>	<b>748,701</b>	<b>0</b>	<b>100</b>
Public Institutions	E-Voting	0	0	0	0	0	0	0
	Poll		NA	NA	NA	NA	NA	NA
	Ballot Paper		0	0	0	0	0	0
	<b>Total</b>		<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>
Public Non - Institutions	E-Voting	250,224	0	0	0	0	0	0
	Poll		NA	NA	NA	NA	NA	NA
	Ballot Paper		0	0	0	0	0	0
	<b>Total</b>		<b>250,224</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>
<b>Total</b>		<b>998,925</b>	<b>748,701</b>	<b>74.9507</b>	<b>748,701</b>	<b>0</b>	<b>100</b>	<b>0</b>

Resolution Required : Ordinary			4 - Ratification of appointment of M/s Bhattar & Co., Chartered Accountants as Statutory Auditors of the Company for the financial year 2020-2021 and to fix their remuneration.					
Whether promoter / promoter group are interested in the agenda / resolution?			No					
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	748,701	748,701	100	748,701	0	100	0
	Poll		NA	NA	NA	NA	NA	NA
	Ballot Paper		0	0	0	0	0	0
	<b>Total</b>		<b>748,701</b>	<b>748,701</b>	<b>100</b>	<b>748,701</b>	<b>0</b>	<b>100</b>
Public Institutions	E-Voting	0	0	0	0	0	0	0
	Poll		NA	NA	NA	NA	NA	NA
	Ballot Paper		0	0	0	0	0	0
	<b>Total</b>		<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>
Public Non - Institutions	E-Voting	250,224	0	0	0	0	0	0
	Poll		NA	NA	NA	NA	NA	NA
	Ballot Paper		0	0	0	0	0	0
	<b>Total</b>		<b>250,224</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>
<b>Total</b>		<b>998,925</b>	<b>748,701</b>	<b>74.9507</b>	<b>748,701</b>	<b>0</b>	<b>100</b>	<b>0</b>

<b>Resolution Required : Ordinary</b>			5 - Approval to appointment of Mr Dnyaneshwar Ladu Pawar as Manager of the Company for a period of 5 years effective from 30.01.2020.					
<b>Whether promoter / promoter group are interested in the agenda / resolution?</b>			No					
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	748,701	748,701	100	748,701	0	100	0
	Poll		NA	NA	NA	NA	NA	NA
	Ballot Paper		0	0	0	0	0	0
	<b>Total</b>		<b>748,701</b>	<b>748,701</b>	<b>100</b>	<b>748,701</b>	<b>0</b>	<b>100</b>
Public Institutions	E-Voting	0	0	0	0	0	0	0
	Poll		NA	NA	NA	NA	NA	NA
	Ballot Paper		0	0	0	0	0	0
	<b>Total</b>		<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>
Public Non - Institutions	E-Voting	250,224	0	0	0	0	0	0
	Poll		NA	NA	NA	NA	NA	NA
	Ballot Paper		0	0	0	0	0	0
	<b>Total</b>		<b>250,224</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>
<b>Total</b>		<b>998,925</b>	<b>748,701</b>	<b>74.9507</b>	<b>748,701</b>	<b>0</b>	<b>100</b>	<b>0</b>



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Website: www.winmoreleasingandholdings.com

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The Company Secretary informed that Mr O P Adukia and Mrs Seema Arora, directors were unable to attend the meeting because of their other commitments. He stated that the prescribed registers were placed before the meeting and made 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 2020 as read.

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

She requested the Company Secretary to read out the auditors' report on consolidated financial statements of the Company and stated that the observations of the Auditors on the said financial statements are self-explanatory and therefore do not call for any further comments.

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 resolutions 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 year ended March 31, 2020 together with reports of the Directors and the Auditors thereon;
2. Declaration of Dividend on Equity Shares;
3. Re-appointment of Ms Seema Arora (DIN: 06849038), as a Director of the Company, liable to retire by rotation;
4. Ratification of appointment of M/s Bhattar & Co., Chartered Accountants as Statutory Auditors of the Company for the financial year 2020-2021 and to fix their remuneration; and

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5. Approval to appointment of Mr Dnyaneshwar Ladu Pawar as Manager of the Company for a period of 5 years effective from 30.01.2020.

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 23.9.2020 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](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**

OM PRAKASH  
ADUKIA

Digitally signed by OM PRAKASH ADUKIA  
DN: cn=OM PRAKASH ADUKIA, o=WINMORE LEASING AND HOLDINGS LTD, email=omprakash@winmoreleasingandholdings.com, c=IN

**O P Adukia**

**Director (DIN: 00017001)**