

PHF LEASING LIMITED.

Regd. & Corp. Office : 923, G.T. Road Jalandhar (Pb.) INDIA
Ph. : 0181-4639903-04
email : phf_leasingltd@yahoo.co.in
Website : www.phfleasing.com
CIN No. : L65110PB1992PLC012488



July 15, 2023

To,
Head-Listing & Compliance
Metropolitan Stock Exchange of India Ltd (MSEI)
Building A, Unit 205A, 2nd Floor,
Piramal Agastya Corporate Park,
L.B.S Road, Kurla West, Mumbai - 400 070

Sub: Submission of Scrutinizer's Report under Section 108 of the Companies Act, 2013 and Disclosure of Voting Results of the 30th Annual General Meeting pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Dear Sir,

This is with reference to the 31st Annual General Meeting of the Company which was held on Friday, July 14, 2023 at 12:00 Noon through Video Conferencing ('VC')/ Other Audio Visual Means ('OAVM'), please find enclosed herewith the following documents:

1. Voting Results pursuant to the provisions of Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015;
2. Consolidated Report of the Scrutinizer pursuant to Section 108 of the Companies Act, 2013.

Kindly take the same on your record.

For PHF LEASING LIMITED

PHF LEASING LIMITED
923-G.T. Road, Jalandhar

Shikha Kapoor
Company Secretary

Shikha Kapoor

Company Secretary

Membership No: A19146

Add: 65, Paras Estate, Jalandhar

Voting Results

	PHF LEASING LIMITED
Date of the AGM/EGM / last date of Postal Ballot / E-voting	14-07-2023
Total number of shareholders on record date	321
No. of shareholders present in the meeting either in person or through proxy:	Not Applicable
Promoters and Promoter Group:	0
Public:	0
No. of Shareholders attended the meeting through Video Conferencing	28
Promoters and Promoter Group:	01
Public:	27

Resolution No.	1									
Resolution required: (Ordinary/ Special)	ORDINARY - Adoption of Audited Financial Statements									
Whether promoter/ promoter group are interested in the agenda/resolution?	No									
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 favour (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	Votes Invalid	Votes Abstained
Promoter and Promoter Group	E-Voting	6,99,980	6,99,980	100	6,99,980	0	100	0	0	0
	Poll		0	0	0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0	0	0
	Total		6,99,980	6,99,980	100	6,99,980	0	100	0	0
Public- Institutions	E-Voting	0	0	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0	0	0
	Total		0	0	0	0	0	0	0	0
Public- Non Institutions	E-Voting	1,16,86,850	1,05,31,850	90.11	1,05,31,850	0	100	0	0	0
	Poll		0	0	0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0	0	0
	Total		1,16,86,850	1,05,31,850	90.11	1,05,31,850	0	100	0	0
Total		1,23,86,830	1,12,31,830	90.11	1,12,31,830	0	100	0	0	0

PHF LEASING LIMITED
 923-G.T. Road, Jalandhar
Shikha Kapoor
 Company Secretary

Resolution No.	2										
Resolution required: (Ordinary/ Special)	ORDINARY - Appointment of Mr. Meghal Gupta (DIN: 09179500) as a Director, liable to retire by rotation										
Whether promoter/ promoter group are interested in the agenda/resolution?	No										
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 favour (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	Votes Invalid	Votes Abstained	
Promoter and Promoter Group	E-Voting	6,99,980	6,99,980	100	6,99,980	0	100	0	0	0	
	Poll		0	0	0	0	0	0	0	0	
	Postal Ballot (if applicable)		0	0	0	0	0	0	0	0	
	Total		6,99,980	6,99,980	100	6,99,980	0	100	0	0	0
Public- Institutions	E-Voting	0	0	0	0	0	0	0	0	0	
	Poll		0	0	0	0	0	0	0	0	
	Postal Ballot (if applicable)		0	0	0	0	0	0	0	0	
	Total		0	0	0	0	0	0	0	0	0
Public- Non Institutions	E-Voting	1,16,86,850	1,05,31,850	90.11	1,05,31,850	0	100	0	0	0	
	Poll		0	0	0	0	0	0	0	0	
	Postal Ballot (if applicable)		0	0	0	0	0	0	0	0	
	Total		1,16,86,850	1,05,31,850	90.11	1,05,31,850	0	100	0	0	0
Total		1,23,86,830	1,12,31,830	90.11	1,12,31,830	0	100	0	0	0	

PHF LEASING LIMITED
923-G.T. Road, Jalandhar

Shikha Kapoor
Company Secretary

Resolution No.	3										
Resolution required: (Ordinary/ Special)	ORDINARY - Ratification of appointment of Statutory Auditors for the financial year 2023-24										
Whether promoter/ promoter group are interested in the agenda/resolution?	No										
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 favour (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	Votes Invalid	Votes Abstained	
Promoter and Promoter Group	E-Voting	6,99,980	6,99,980	100	6,99,980	0	100	0	0	0	
	Poll		0	0	0	0	0	0	0	0	
	Postal Ballot (if applicable)		0	0	0	0	0	0	0	0	
	Total		6,99,980	6,99,980	100	6,99,980	0	100	0	0	0
Public- Institutions	E-Voting	0	0	0	0	0	0	0	0	0	
	Poll		0	0	0	0	0	0	0	0	
	Postal Ballot (if applicable)		0	0	0	0	0	0	0	0	
	Total		0	0	0	0	0	0	0	0	0
Public- Non Institutions	E-Voting	1,16,86,850	1,05,31,850	90.11	1,05,31,850	0	100	0	0	0	
	Poll		0	0	0	0	0	0	0	0	
	Postal Ballot (if applicable)		0	0	0	0	0	0	0	0	
	Total		1,16,86,850	1,05,31,850	90.11	1,05,31,850	0	0	0	0	0
Total		1,23,86,830	1,12,31,830	90.11	1,12,31,830	0	100	0	0	0	

PHF LEASING LIMITED
923-G.T. Road, Jalandhar
Shikha Daffar
Company Secretary

Resolution No.	4										
Resolution required: (Ordinary/ Special)	SPECIAL - Amendment in the Articles of Association of the Company										
Whether promoter/ promoter group are interested in the agenda/resolution?	No										
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 favour (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	Votes Invalid	Votes Abstained	
Promoter and Promoter Group	E-Voting	6,99,980	6,99,980	100	6,99,980	0	100	0	0	0	
	Poll		0	0	0	0	0	0	0	0	
	Postal Ballot (if applicable)		0	0	0	0	0	0	0	0	
	Total		6,99,980	6,99,980	100	6,99,980	0	100	0	0	0
Public- Institutions	E-Voting	0	0	0	0	0	0	0	0	0	
	Poll		0	0	0	0	0	0	0	0	
	Postal Ballot (if applicable)		0	0	0	0	0	0	0	0	
	Total		0	0	0	0	0	0	0	0	0
Public- Non Institutions	E-Voting	1,16,86,850	1,05,31,850	90.11	1,05,31,850	0	100	0	0	0	
	Poll		0	0	0	0	0	0	0	0	
	Postal Ballot (if applicable)		0	0	0	0	0	0	0	0	
	Total		1,16,86,850	1,05,31,850	90.11	1,05,31,850	0	100	0	0	0
Total		1,23,86,830	1,12,31,830	90.11	1,12,31,830	0	100	0	0	0	

PHF LEASING LIMITED
923-G.T. Road, Jalandhar
Shikha Kapoor
Company Secretary

Resolution No.	5											
Resolution required: (Ordinary/ Special)	SPECIAL - Appointment of Mr. Kumar Shalya Gupta (DIN: 07553217) as a Managing Director of the Company and fixing remuneration											
Whether promoter/ promoter group are interested in the agenda/resolution?	No											
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 favour (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	Votes Invalid	Votes Abstained		
Promoter and Promoter Group	E-Voting	6,99,980	6,99,980	100	6,99,980	0	100	0	0	0		
	Poll		0	0	0	0	0	0	0	0		
	Postal Ballot (if applicable)		0	0	0	0	0	0	0	0	0	
	Total		6,99,980	6,99,980	100	6,99,980	0	100	0	0	0	
Public- Institutions	E-Voting	0	0	0	0	0	0	0	0	0		
	Poll		0	0	0	0	0	0	0	0		
	Postal Ballot (if applicable)		0	0	0	0	0	0	0	0	0	
	Total		0	0	0	0	0	0	0	0	0	
Public- Non Institutions	E-Voting	1,16,86,850	1,01,94,050	87.22	1,01,94,050	0	0	0	0	0		
	Poll		0	0	0	0	0	0	0	0		
	Postal Ballot (if applicable)		0	0	0	0	0	0	0	0	0	
	Total		1,16,86,850	1,01,94,050	87.22	1,01,94,050	0	100	0	0	0	
Total		1,23,86,830	1,08,94,030	87.22	1,08,94,030	0	100	0	0	0		

PHF LEASING LIMITED
923-G.T. Road, Jalandhar
Shikha Kapoor
Company Secretary

Resolution No.	6									
Resolution required: (Ordinary/ Special)	SPECIAL - Continuation of appointment of Sh. Vijay Kumar Bhandari as the Nominee Director									
Whether promoter/ promoter group are interested in the agenda/resolution?	No									
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 favour (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	Votes Invalid	Votes Abstained
Promoter and Promoter Group	E-Voting		6,99,980	100	6,99,980	0	100	0	0	0
	Poll	6,99,980	0	0	0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0	0	0
	Total		6,99,980	6,99,980	100	6,99,980	0	100	0	0
Public- Institutions	E-Voting	0	0	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0	0	0
	Total		0	0	0	0	0	0	0	0
Public- Non Institutions	E-Voting	1,16,86,850	1,05,31,850	90.11	1,05,31,850	0	100	0	0	0
	Poll		0	0	0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0	0	0
	Total	1,16,86,850	1,05,31,850	90.11	1,05,31,850	0	100	0	0	0
Total		1,23,86,830	1,12,31,830	90.11	1,12,31,830	0	100	0	0	0

PHF LEASING LIMITED
923-G.T. Road, Jalandhar

Shipha Kapoor
Company Secretary



SAGRIKA JAYEE

PRACTICING COMPANY SECRETARY

Address: 466, Greater Kailash, Maqsudan,
Jalandhar-144008, Punjab

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FORM No. MGT-13
REPORT OF SCRUTINIZER

To
The Chairman
PHF LEASING LIMITED
CIN: L65110PB1992PLC012488
923, G.T. Road, Jalandhar-144001,
Punjab

Sub: Scrutinizer's Report on Remote E-Voting and E-Voting at the 31st Annual General Meeting held on Friday, July 14th, 2023 at 12:00 Noon conducted through Video Conferencing/Other Audio-Visual Means

Dear Sir,

I, Sagrika Jayee, Practicing Company Secretary was appointed as the Scrutinizer by the Board of Directors of PHF Leasing Limited ("**the Company**") pursuant to the provisions of Section 108 of the Companies Act, 2013 ("**the Act**") read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended ("**the Rules**") for the purpose of scrutinizing the process of remote e-voting as well as e-voting in respect of the resolutions proposed at the 31st Annual General Meeting ("AGM") scheduled on Friday, July 14th, 2023 at 12:00 Noon through Video Conferencing/Other Audio Visual Means in accordance with General Circular No. 14/2020 dated April 8, 2020, Circular No.17/2020 dated April 13, 2020, Circular No. 20/2020 dated May 05, 2020, Circular No. 02/2021 dated January 13, 2021, Circular No. 19/2021 dated December 8, 2021, Circular No. 21/2021 dated December 14, 2021, Circular No. 02/2022 dated 05th May, 2022 and Circular No. 10/2022 dated December 28, 2022 issued by Ministry of Corporate Affairs (collectively referred to as "MCA Circulars"), Government of India.

Management's Responsibility

The management of the Company is responsible to ensure compliance with the requirements of (i) the Act and the Rules made thereunder; (ii) the MCA Circulars; and (iii) the SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015, ("LODR") relating to remote e-voting prior to and during the AGM on the resolutions contained in the Notice calling the AGM. The management of the Company is responsible for ensuring a secured framework and robustness of the electronic voting systems.





SAGRIKA JAYEE

PRACTICING COMPANY SECRETARY

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Scrutinizer's Responsibility

My responsibility as a Scrutinizer was to ensure that the remote e-voting process and e-voting process during the AGM was conducted in a fair and transparent manner and to submit a Scrutinizer's Report of the votes cast in favour or against the resolutions based on the reports generated from the electronic voting system provided by National Securities Depository Limited (NSDL), an agency engaged by the Company to provide e-voting facility.

Dispatch of Notice of AGM:

The notice dated June 12, 2023 convening the AGM, as confirmed by the Company, was sent to the shareholders in respect of the below mentioned resolutions proposed to be passed at the AGM of the Company via email to those Members who had registered their email-ids with Company/Depositories/Registrar on or before Friday, June 16, 2023 and the same was hosted on the website of the Company, RTA and NSDL.

Cut-off Date:

The Voting Rights were reckoned as on July 07, 2023, being the cut-off date for the purpose of deciding the entitlement of Members for remote e-voting and e-voting at the AGM.

Remote E-Voting:

The Company had made available remote e-voting facility to its members and the remote e-voting period commenced at 09:00 AM on Tuesday, July 11, 2023 and ended at 05:00 PM on Thursday, July 13, 2023. Thereafter, NSDL e-voting platform was disabled.

Voting at the AGM:

The Chairman, at the end of the discussion on the resolutions allowed to vote electronically through e-voting system provided on the NSDL platform to all those members who attended the AGM through VC / OAVM but could not cast their votes.





SAGRIKA JAYEE

PRACTICING COMPANY SECRETARY

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Process of Scrutiny and Counting of votes:

After the closure of the e-voting at the AGM, the votes casted electronically through the e-voting system provided by the Service Provider during the AGM and the votes casted through remote e-voting facility were simultaneously unblocked by me as a Scrutinizer in the presence of Ms. Tanya Sharma and Mr. Harsh Gupta who acted as the witnesses, as prescribed in Sub-Rule 4 (xii) of Rule 20 of the Companies (Management & Administration) Rules, 2014.

Consolidated Voting Results:

Consolidated voting results with respect to each item on agenda as set out in the notice of the AGM held on July 14, 2023 are enclosed.

The observations of Votes casted in context to the Resolution numbers during Remote voting and e-voting held for the Annual General Meeting are mentioned hereunder in the table:

Particulars	Vote Counts	Votes casted for Resolutions No.
Remote Voting	49	1,2,3,4,5,6
E-Voting	1	1,2,3,4,6
Total	50	

List of Members for both, remote e-voting as well as e-voting during the AGM, containing details of Members who voted 'FOR' or 'AGAINST' along with all other relevant records, is enclosed with this report.

The total votes casted in favour or against all the resolutions proposed in the Remote E-voting and E-voting during the AGM are as under:





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PRACTICING COMPANY SECRETARY

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ORDINARY BUSINESS:

Resolution No. 1: Ordinary Resolution

Adoption of Audited Financial Statements:

(i) Voted in **favour** of the resolution:

Mode of Voting	No of members voted	No of Votes cast by members	(%) of total number of votes cast
Remote e-voting	49	10894030	96.99
E-Voting	1	337800	3.01
Total	50	11231830	100.00

(ii) Voted **against** the resolution:

Mode of Voting	No of members voted	No of Votes cast by members	(%) of total number of votes cast
Remote e-voting	-	-	-
E-Voting	-	-	-
Total	-	-	-

(iii) Invalid votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
-	-

Based on the aforesaid result, I report that the **Ordinary Resolution** as set out in Item No. 1 of the AGM Notice dated June 12, 2023 has been **passed with a total of 11231830 valid assenting votes.**





SAGRIKA JAYEE

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Resolution No. 2: Ordinary Resolution

Appointment of Mr. Meghal Gupta (DIN: 09179500) as a director, liable to retire by rotation

(i) Voted in **favour** of the resolution:

Mode of Voting	No of members voted	No of Votes cast by members	(%) of total number of votes cast
Remote e-voting	49	10894030	96.99
E-Voting	1	337800	3.01
Total	50	11231830	100.00

(ii) Voted **against** the resolution:

Mode of Voting	No of members voted	No of Votes cast by members	(%) of total number of votes cast
Remote e-voting	-	-	-
E-Voting	-	-	-
Total	-	-	-

(iii) Invalid votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
-	-

Based on the aforesaid result, I report that the **Ordinary Resolution** as set out in Item No. 2 of the AGM Notice dated June 12, 2023 has been **passed with a total of 11231830 valid assenting votes.**





SAGRIKA JAYEE

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Resolution No.3: Ordinary Resolution

Ratification of appointment of Statutory Auditors for the financial year 2023-24

(i) Voted in **favour** of the resolution:

Mode of Voting	No of members voted	No of Votes cast by members	(%) of total number of votes cast
Remote e-voting	49	10894030	96.99
E-Voting	1	337800	3.01
Total	50	11231830	100.00

(ii) Voted **against** the resolution:

Mode of Voting	No of members voted	No of Votes cast by members	(%) of total number of votes cast
Remote e-voting	-	-	-
E-Voting	-	-	-
Total	-	-	-

(iii) Invalid votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them

Based on the aforesaid result, I report that the **Ordinary Resolution** as set out in Item No. 3 of the AGM Notice dated June 12, 2023 has been **passed with a total of 11231830 valid assenting votes.**





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SPECIAL BUSINESS:

Resolution No. 4: Special Resolution

Amendment in the Articles of Association of the Company

(i) Voted in **favour** of the resolution:

Mode of Voting	No of members voted	No of Votes cast by members	(%) of total number of votes cast
Remote e-voting	49	10894030	96.99
E-Voting	1	337800	3.01
Total	50	11231830	100.00

(ii) Voted **against** the resolution:

Mode of Voting	No of members voted	No of Votes cast by members	(%) of total number of votes cast
Remote e-voting	-	-	-
E-Voting	-	-	-
Total	-	-	-

(iii) Invalid votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
-	-

Based on the aforesaid result, I report that the **Special Resolution** as set out in Item No. 4 of the AGM Notice dated June 12, 2023 has been **passed with a total of 11231830 valid assenting votes.**





SAGRIKA JAYEE

PRACTICING COMPANY SECRETARY

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Resolution No. 5: Special Resolution

Appointment of Mr. Kumar Shalya Gupta (DIN: 07553217) as a Managing Director of the Company and fixing remuneration

(i) Voted in **favour** of the resolution:

Mode of Voting	No of members voted	No of Votes cast by members	(%) of total number of votes cast
Remote e-voting	49	10894030	100.00
E-Voting	0	0	0
Total	49	10894030	100.00

(ii) Voted **against** the resolution:

Mode of Voting	No of members voted	No of Votes cast by members	(%) of total number of votes cast
Remote e-voting	-	-	-
	-	-	-
Total	-	-	-

(iii) Invalid votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
-	-

Based on the aforesaid result, I report that the **Special Resolution** as set out in Item No. 5 of the AGM Notice dated June 12, 2023 has been **passed with a total of 10894030 valid assenting votes.**





SAGRIKA JAYEE

PRACTICING COMPANY SECRETARY

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Resolution No. 6: Special Resolution

Continuation of appointment of Sh. Vijay Kumar Bhandari as the Nominee Director

(i) Voted in **favour** of the resolution:

Mode of Voting	No of members voted	No of Votes cast by members	(%) of total number of votes cast
Remote e-voting	49	10894030	96.99
E-Voting	1	337800	3.01
Total	50	11231830	100.00

(ii) Voted **against** the resolution:

Mode of Voting	No of members voted	No of Votes cast by members	(%) of total number of votes cast
Remote e-voting	-	-	-
	-	-	-
Total	-	-	-

(iii) Invalid votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
-	-

Based on the aforesaid result, I report that the **Special Resolution** as set out in Item No. 6 of the AGM Notice dated June 12, 2023 has been **passed with a total of 11231830 valid assenting votes.**





SAGRIKA JAYEE

PRACTICING COMPANY SECRETARY

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Thanking You,



Sagrika Jayee

Practicing Company Secretary

M. No. A61678, COP No. 26357

UDIN: A061678E000569482

Place: Jalandhar

Date: July 14, 2023