

September 20, 2024

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 32nd 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 32nd Annual General Meeting of the Company which was held on Thursday, September 19, 2024 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
87, Radio Colony, Jalandhar

Shikha Kapoor
Company Secretary

Shikha Kapoor
Company Secretary & Compliance Officer
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	19-09-2024
Total number of shareholders on record date	313
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	29
Promoters and Promoter Group:	0
Public:	29

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	1,03,79,420	88.81	1,03,79,420	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	1,03,79,420	88.81	1,03,79,420	0	100	0	0
Total		1,23,86,830	1,10,79,400	89.44	1,10,79,400	0	100	0	0	0

PHF LEASING LIMITED
 87, Radio Colony, Jalandhar
Shikha Kapoor
 Company Secretary

Resolution No.	2										
Resolution required: (Ordinary/ Special)	ORDINARY - Appointment of Mr. Chandan Chugh (DIN: 01519390) 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	1,03,79,420	88.81	1,03,79,420	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	1,03,79,420	88.81	1,03,79,420	0	100	0	0	0
Total		1,23,86,830	1,10,79,400	89.44	1,10,79,400	0	100	0	0	0	

PHF LEASING LIMITED
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Resolution No.	3									
Resolution required: (Ordinary/ Special)	ORDINARY - Appointment of Statutory Auditors and to fix their 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
	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	1,03,79,420	88.81	1,03,79,420	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	1,03,79,420	88.81	1,03,79,420	0	0	0	0
Total	1,23,86,830	1,10,79,400	89.44	1,10,79,400	0	100	0	0	0	

PHF LEASING LIMITED
87, Radio Colony, Jalandhar

Shikha Kapoor
Company Secretary

Resolution No.	4									
Resolution required: (Ordinary/ Special)	SPECIAL - To consider and approve the change in the name of the Company and consequent amendment in Memorandum and 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
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	1,03,79,420	88.81	1,03,79,420	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	1,03,79,420	88.81	1,03,79,420	0	100	0	0
Total		1,23,86,830	1,10,79,400	89.44	1,10,79,400	0	1000	0	0	0

PHF LEASING LIMITED
87, Radio Colony, Jalandhar

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Company Secretary

Resolution No.	5									
Resolution required: (Ordinary/ Special)	SPECIAL - To consider and approve the amendment in Main Object Clause of the Memorandum 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
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	1,03,79,420	88.81	1,03,79,420				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	1,03,79,420	88.81	1,03,79,420	0	100	0	0
Total		1,23,86,830	1,10,79,400	89.44	1,10,79,400	0	100	0	0	0

PHF LEASING LIMITED

87, Radio Colony, Jalandhar

Shikha Kapoor
Company Secretary



SAGRIKA JAYEE

PRACTICING COMPANY SECRETARY

Address: 466, Greater Kailash, Maqsudan,

Jalandhar-144008, Punjab

Mobile: +91 9988232660

E-mail: cssagrikajayee@gmail.com

FORM No. MGT-13
REPORT OF SCRUTINIZER

To
The Chairman
PHF LEASING LIMITED
CIN: L65110PB1992PLC012488
87, Radio Colony, BMC Chowk,
Jalandhar-144001, Punjab

Sub: Scrutinizer's Report on Remote E-Voting and E-Voting at the 32nd Annual General Meeting held on Thursday, September 19, 2024 at 12:00 Noon conducted through Video Conferencing/Other Audio-Visual Means

Dear Sir,

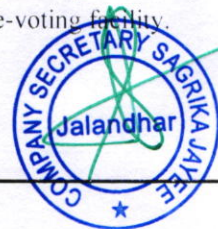
I, Sagrika Jayee, Practicing Company Secretary was appointed as the Scrutinizer by the Board of Directors of PHF Leasing Limited ("**the Company**") pursuant to the provisions of Section 108 of the Companies Act, 2013 ("**the Act**") read with Rule 20 of the Companies (Management and Administration) 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 32nd Annual General Meeting ("AGM") scheduled on Thursday, September 19, 2024 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, Circular No. 10/2022 dated December 28, 2022 and Circular No. 09/2023 dated September 25, 2023 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.

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.





SAGRIKA JAYEE

PRACTICING COMPANY SECRETARY

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Jalandhar-144008, Punjab

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Dispatch of Notice of AGM:

The notice dated August 27, 2024 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 on or before Friday, August 23, 2024 and the same was hosted on the website of the Company, RTA, NSDL and on the website of Stock Exchange i.e. Metropolitan Stock Exchange of India (MSEI).

Cut-off Date:

The Voting Rights were reckoned as on September 12, 2024, 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 Monday, September 16, 2024 and ended at 05:00 PM on Wednesday, September 18, 2024. 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.

Process of Scrutiny and Counting of votes:

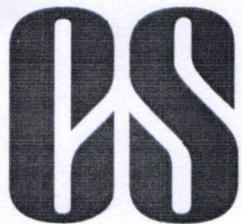
After the closure of the e-voting at the AGM, the votes casted electronically through the e-voting system provided by the Service Provider during the AGM and the votes casted through remote e-voting facility were simultaneously unblocked by me as a Scrutinizer in the presence of Ms. Swati Sharma and 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 September 19, 2024 enclosed.

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





SAGRIKA JAYEE

PRACTICING COMPANY SECRETARY
Address: 466, Greater Kailash, Maqsudan,
Jalandhar-144008, Punjab
Mobile: +91 9988232660
E-mail: cssagrikajayee@gmail.com

Particulars	Vote Counts	Votes casted for Resolutions No.
Remote Voting	51	1,2,3,4,5
E-Voting	0	1,2,3,4,5
Total	51	

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:

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	51	11079400	100.00
E-Voting	0	0	0
Total	51	11079400	100.00

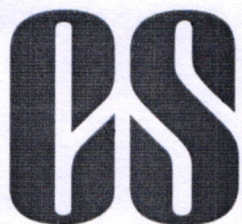
(ii) Voted **against** the resolution:

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
-	-





SAGRIKA JAYEE

PRACTICING COMPANY SECRETARY
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Based on the aforesaid result, I report that the **Ordinary Resolution** as set out in Item No. 1 of the AGM Notice dated August 27, 2024 has been passed with a total of **11079400** valid assenting votes.

Resolution No. 2: Ordinary Resolution

Appointment of Mr. Chandan Chugh (DIN: 01519390) 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	51	11079400	100.00
E-Voting	0	0	0
Total	51	11079400	100.00

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

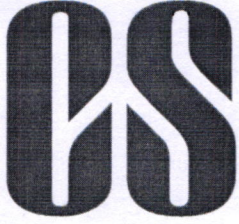
Mode of Voting	No of members voted	No of Votes cast by members	(%) of total number of votes cast
Remote e-voting	-	-	-
E-Voting	-	-	-
Total	-	-	-

(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 August 27, 2024 has been passed with a total of **11079400** valid assenting votes.





SAGRIKA JAYEE

PRACTICING COMPANY SECRETARY

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Resolution No.3: Ordinary Resolution

Appointment of Statutory Auditors and to fix their 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	51	11079400	100.00
E-Voting	0	0	0
Total	51	11079400	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 August 27, 2024 has been passed with a total of **11079400** valid assenting votes.





SAGRIKA JAYEE

PRACTICING COMPANY SECRETARY
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SPECIAL BUSINESS:

Resolution No. 4: Special Resolution

To consider and approve the change in the name of the Company and consequent amendment in Memorandum and 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	51	11079400	100.00
E-Voting	0	0	0
Total	51	11079400	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 August 27, 2024 has been passed with a total of **11079400** valid assenting votes.





SAGRIKA JAYEE

PRACTICING COMPANY SECRETARY
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Resolution No. 5: Special Resolution

To consider and approve the amendment in Main Object Clause of the Memorandum 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	51	11079400	100.00
E-Voting	0	0	0
Total	51	11079400	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 August 27, 2024 has been passed with a total of **11079400** valid assenting votes.

Thanking



Sagrika Jayee
Practicing Company Secretary
M. No. A61678, COP No. 26357
UDIN: A061678F001251878

Place: Jalandhar
Date: September 19, 2024