

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



September 24, 2022

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 30th Annual General Meeting of the Company which was held on Friday, September 23, 2022 at 11:30 A.M. 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

Shikha Kapoor
Company Secretary
Membership No: A19146
Add : 65, Paras Estate, Jalandhar

Annexure I

Format for Voting Results

Date of the Annual General Meeting	23 rd September, 2022
Total number of shareholders on record date	313
Voting:	
Start Date	September 20, 2022 at 9:00 A.M.
End Date	September 22, 2022 at 5:00 P.M.
No. of shareholders present in the meeting either in person or through proxy: Public: Promoters and Promoter Group:	NOT APPLICABLE
No. of Shareholders attended the meeting through Video Conferencing Public: Promoters and Promoter Group:	14 0

Agenda- wise disclosure (to be disclosed separately for each agenda item)

Resolution required: (Ordinary)				1. 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
Promoter and Promoter Group	E-Voting	699980	699980	100	699980	0	100	0
	Poll	0	0	0	0	0	0	0
	Postal Ballot (if applicable)	0	0	0	0	0	0	0
	Total	699980	699980	100	699980	0	100	0
Public- Institutions	E-Voting	0	0	0	0	0	0	0
	Poll	0	0	0	0	0	0	0
	Postal Ballot (if applicable)	0	0	0	0	0	0	0
	Total	0	0	0	0	0	0	0
Public- Non Institutions	E-Voting	4117930	4117930	100	4117930	0	100	0
	Poll	0	0	0	0	0	0	0
	Postal Ballot (if applicable)	0	0	0	0	0	0	0
	Total	4117930	4117930	100	4117930	0	100	0
Total		4817910	4817910	100	4817910	0	100	0

Resolution required: (Ordinary)				2. Appointment of Mr. Vijay Kumar Bhandari (DIN: 00052716) 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
Promoter and Promoter Group	E-Voting	699980	699980	100	699980	0	100	0
	Poll	0	0	0	0	0	0	0
	Postal Ballot (if applicable)	0	0	0	0	0	0	0
	Total	699980	699980	100	699980	0	100	0
Public- Institutions	E-Voting	0	0	0	0	0	0	0
	Poll	0	0	0	0	0	0	0
	Postal Ballot (if applicable)	0	0	0	0	0	0	0
	Total	0	0	0	0	0	0	0
Public- Non Institutions	E-Voting	4118030	4118030	100	4118030	0	100	0
	Poll	0	0	0	0	0	0	0
	Postal Ballot (if applicable)	0	0	0	0	0	0	0
	Total	4118030	4118030	100	4118030	0	100	0
Total		4818010	4818010	100	4818010	0	100	0

Resolution required: (Ordinary)				3. Ratification of appointment of Statutory Auditors for the Financial Year 2022-23				
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
Promoter and Promoter Group	E-Voting	699980	699980	100	699980	0	100	0
	Poll	0	0	0	0	0	0	0
	Postal Ballot (if applicable)	0	0	0	0	0	0	0
	Total	699980	699980	100	699980	0	100	0
Public- Institutions	E-Voting	0	0	0	0	0	0	0
	Poll	0	0	0	0	0	0	0
	Postal Ballot (if applicable)	0	0	0	0	0	0	0
	Total	0	0	0	0	0	0	0
Public- Non Institutions	E-Voting	4118030	4118030	100	4118030	0	100	0
	Poll	0	0	0	0	0	0	0

	Postal Ballot (if applicable)	0	0	0	0	0	0	0
	Total	4118030	4118030	100	4118030	0	100	0
Total		4818010	4818010	100	4818010	0	100	0

Resolution required: (Ordinary)				4. To appoint Mr. Yaduvendra Mathur (DIN: 00307650) as a Non-Executive Independent Director 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
Promoter and Promoter Group	E-Voting	699980	699980	100	699980	0	100	0
	Poll	0	0	0	0	0	0	0
	Postal Ballot (if applicable)	0	0	0	0	0	0	0
	Total	699980	699980	100	699980	0	100	0
Public- Institutions	E-Voting	0	0	0	0	0	0	0
	Poll	0	0	0	0	0	0	0
	Postal Ballot (if applicable)	0	0	0	0	0	0	0
	Total	0	0	0	0	0	0	0
Public- Non Institutions	E-Voting	4118030	4118030	100	4118030	0	100	0
	Poll	0	0	0	0	0	0	0
	Postal Ballot (if applicable)	0	0	0	0	0	0	0
	Total	4118030	4118030	100	4118030	0	100	0
Total		4818010	4818010	100	4818010	0	100	0

Resolution required: (Special)				5. Revision of remuneration payable to Mr. Vijay Kumar Sareen (DIN: 07978240) ,Whole-time Director 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
Promoter and Promoter Group	E-Voting	699980	699980	100	699980	0	100	0
	Poll	0	0	0	0	0	0	0
	Postal Ballot (if applicable)	0	0	0	0	0	0	0
	Total	699980	699980	100	699980	0	100	0
Public- Institutions	E-Voting	0	0	0	0	0	0	0
	Poll	0	0	0	0	0	0	0
	Postal Ballot (if applicable)	0	0	0	0	0	0	0
	Total	0	0	0	0	0	0	0
Public- Non Institutions	E-Voting	4118030	4118030	100	4118030	0	100	0
	Poll	0	0	0	0	0	0	0
	Postal Ballot (if applicable)	0	0	0	0	0	0	0
	Total	4118030	4118030	100	4118030	0	100	0
Total		4818010	4818010	100	4818010	0	100	0



Harshita Aggarwal & Associates

Company Secretaries

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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

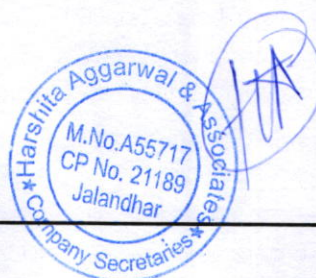
Sub: Scrutinizer's Report on Remote E-Voting and E-Voting at the 30th Annual General Meeting held on Friday, September 23, 2022 at 11:30 A.M. conducted through Video Conferencing/Other Audio Visual Means

Dear Sir,

I, Harshita Aggarwal, 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 below-mentioned resolutions proposed at the 30th Annual General Meeting ("AGM")** scheduled on September 23, 2022 at 11:30 A.M held 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 and Circular No. 02/2022 dated 05th May, 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.





Harshita Aggarwal & Associates

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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 August 12, 2022, 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, August 26, 2022 and the same was hosted on the website of the Company, RTA and NSDL.

Cut-off Date:

The Voting Rights were reckoned as on September 16, 2022, 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, September 20, 2022 and ended at 05:00 PM on Thursday, September 22, 2022. 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. Tanya Sharma and Mrs. Neha Guleria who acted as the witnesses, as prescribed in Sub-Rule 4 (xii) of Rule 20 of the Companies





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(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 23, 2022 are enclosed.

It is observed that 89 Members casted their votes through remote e-voting and 2 Members casted their votes through e-voting during the AGM.

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	88	4233660	87.87
E-Voting	2	584250	12.13
Total	90	4817910	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	-	-	-





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(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 August 12, 2022 has been passed with a total of **4817910** valid assenting votes.

Resolution No. 2: Ordinary Resolution

Appointment of Mr. Vijay Kumar Bhandari (DIN: 00052716) 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	89	4233760	87.87
E-Voting	2	584250	12.13
Total	91	4818010	100.00

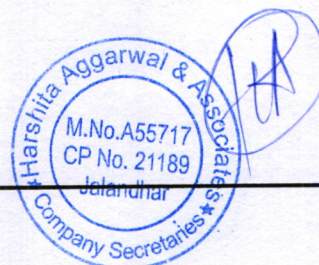
(ii) Voted against the resolution:

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 12, 2022 has been passed with a total of **4818010** valid assenting votes.





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Resolution No.3: Ordinary Resolution

Ratification of appointment of Statutory Auditors for the financial year 2022-23

(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	89	4233760	87.87
E-Voting	2	584250	12.13
Total	91	4818010	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

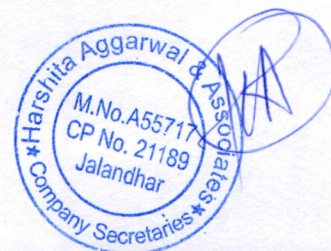
Based on the aforesaid result, I report that the **Ordinary Resolution** as set out in Item No. 3 of the AGM Notice dated August 12, 2022 has been **passed with a total of 4818010 valid assenting votes.**

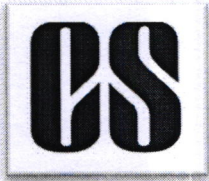
SPECIAL BUSINESS:

Resolution No. 4: Ordinary Resolution

To appoint Mr. Yaduvendra Mathur (DIN: 00307650) as a Non-Executive Independent Director of the Company

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





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Mode of Voting	No of members voted	No of Votes cast by members	(%) of total number of votes cast
Remote e-voting	89	4233760	87.87
E-Voting	2	584250	12.13
Total	91	4818010	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. 4 of the AGM Notice dated August 12, 2022 has been passed with a total of **4818010** valid assenting votes.

Resolution No. 5: Special Resolution

To revise the remuneration payable to Mr. Vijay Kumar Sareen (DIN: 07978240), Whole-time Director 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	89	4233760	87.87
E-Voting	2	584250	12.13
Total	91	4818010	100.00

(ii) Voted against the resolution:

Mode of Voting	No of members	No of Votes cast by	(%) of total number of
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	voted	members	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 12, 2022 has been **passed with a total of 4818010 valid assenting votes.**

Thanking You,

For Harshita Aggarwal & Associates
Company Secretaries



CS Harshita Aggarwal
Company Secretary
M. No. A55717, COP No. 21189
UDIN: A055717D001027853

Place: Jalandhar
Date: September 23, 2022