

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



March 17, 2023

To,
Head-Listing & Compliance
Metropolitan Stock Exchange of India Ltd (MSEI)
Building A, Unit 2054.2nd Floor.
Piramal Agastya Corporate Park,
L.B.S Road, Kurla West, Mumbai - 400 070
Maharashtra, India

Sub: **Submission of Scrutinizer's Report under Section 108 of the Companies Act, 2013 and Disclosure of Voting Results of the Extraordinary 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 Extraordinary General Meeting of the Company held on Thursday, March 16, 2023 at 11:00 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 and on behalf of
M/s PHF Leasing Limited
PHF LEASING LIMITED
923 G.T. Road, Jalandhar

Company Secretary
Shikha Kapoor
Company Secretary
Membership No.: A19146
Add: H. No. 65, Paras Estate
Jalandhar-144008, Punjab, India

Date: 17/03/2023
Place: Jalandhar

Voting Results

Date of the AGM/EGM / last date of Postal Ballot / E-voting	PHF LEASING LIMITED
Total number of shareholders on record date	16-03-2023
No. of shareholders present in the meeting either in person or through proxy:	297
Promoters and Promoter Group:	0
Public:	0
No. of Shareholders attended the meeting through Video Conferencing	1
Promoters and Promoter Group:	1
Public:	9

Resolution No.	1	ORDINARY - To consider and approve the Increase in Authorized Share Capital of the Company and consequential amendment in Memorandum of Association of the Company	No	No	No	No	No	No	No	
Resolution required: (Ordinary/ Special)										
Whether promoter/ promoter group are interested in the agenda/resolution?										
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
	Postal Ballot (if applicable)		0	0	0	0	0	0	0	0
Public- Institutions	Total		6,99,980	100	6,99,980	0	100	0	0	0
	E-Voting		0	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0	0	0
	Postal Ballot (if applicable)	0								
Public- Non Institutions	Total	48,00,020	45,74,350	95.30	45,74,350	0	100	0	0	0
	E-Voting		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	48,00,020	45,74,350	95.30	45,74,350	0	100	0	0	0
	TOTAL	55,00,000	52,74,330	95.90	52,74,330	0	100	0	0	0

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

 Company Secretary

Resolution No.

2

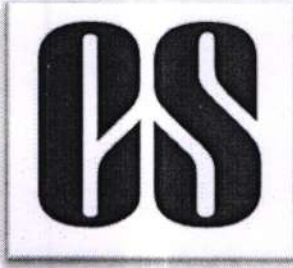
Resolution required: (Ordinary/ Special)
Whether promoter/ promoter group are interested in the agenda/resolution?

SPECIAL - To consider and approve further issue of equity shares on preferential basis

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	
											Total
Promoter and Promoter Group		6,99,980	6,99,980	100	6,99,980	0	100	0	0	0	
	Total	6,99,980	6,99,980	100	6,99,980	0	100	0	0	0	
	E-Voting	0	0	0	0	0	0	0	0	0	
	Poll	0	0	0	0	0	0	0	0	0	
	Postal Ballot (if applicable)	0	0	0	0	0	0	0	0	0	
Public- Institutions		0	0	0	0	0	0	0	0	0	
	Total	0	0	0	0	0	0	0	0	0	
	E-Voting	0	0	0	0	0	0	0	0	0	
	Poll	0	0	0	0	0	0	0	0	0	
	Postal Ballot (if applicable)	0	0	0	0	0	0	0	0	0	
Public- Non Institutions		48,00,020	45,74,350	95.30	45,74,350	0	100	0	0	0	
	Total	48,00,020	45,74,350	95.30	45,74,350	0	100	0	0	0	
	Total	55,00,000	52,74,330	95.90	52,74,330	0	100	0	0	0	

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

(Signature)



SAGRIKA JAYEE
PRACTICING COMPANY SECRETARY
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Jalandhar-144008, Punjab
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E-mail: cssagrikajayee@gmail.com

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 Extraordinary General Meeting held on Thursday, March 16, 2023 at 11:00 A.M. conducted through Video Conferencing/Other Audio-Visual Means

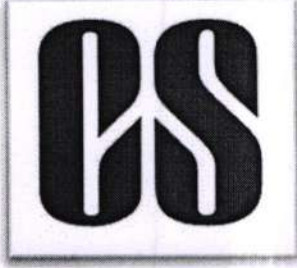
Dear Sir,

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 below-mentioned resolutions proposed at the Extraordinary General Meeting ("EGM")** scheduled on March 16, 2023 at 11:00 A.M held through Video Conferencing/Other Audio Visual Means in accordance with General Circular No. 20/2021 read with Circular Nos. 14/2020, 17/2020, 22/2020, 33/2020, 39/2020, 10/2021, 20/2021 and 11/2022 respectively issued by the Ministry of Corporate Affairs (MCA) (hereinafter 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 EGM on the resolutions contained in the Notice calling the EGM. 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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Jalandhar-144008, Punjab
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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 EGM 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 EGM:

The notice dated February 14, 2023, convening the EGM, as confirmed by the Company, was sent to the shareholders in respect of the below-mentioned resolutions proposed to be passed at the EGM of the Company via email to those Members who had registered their email-ids with the Company/Depositories/Registrar on or before Friday, February 10, 2023 and the same was hosted on the website of the Company and NSDL.

Publication of notice in the newspapers

The public advertisement with respect to EGM Notice and conducting of remote e-voting was published in the Financial Express (English Edition) and in the Nawan Zamana (Punjabi Edition) dated February 21, 2023.

Cut-off Date:

The Voting Rights were reckoned as on Wednesday, March 08, 2023 being the cut-off date for the purpose of deciding the entitlement of Members for remote e-voting and e-voting at the EGM.

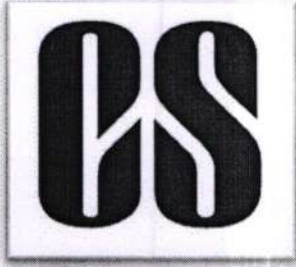
Remote E-Voting:

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, March 13, 2023 and ended at 05:00 PM on Wednesday, March 15, 2023. Thereafter, remote e-voting platform of NSDL was disabled.

Voting at the EGM:

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 EGM through VC / OAVM but could not cast their votes through remote e-voting.





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Process of Scrutiny and Counting of votes:

After the closure of the e-voting at the EGM, the votes casted electronically through the e-voting system provided by the Service Provider during the EGM 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 Ms. Himani Dhingra who acted as the witnesses, as prescribed in Sub-Rule 4 (xii) of the said 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 EGM held on March 16, 2023 are enclosed.

It is observed that 43 Members casted their votes through remote e-voting.

List of Members for both, remote e-voting as well as e-voting during the EGM, containing details of Members who voted 'FOR' or 'AGAINST' along with all other relevant records, were handed over to the Chairman with this report.

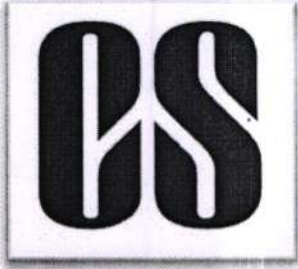
The total votes casted in favour or against all the resolutions proposed in the Remote E-voting and E-voting during the EGM are as under:

Resolution No. 1: To consider and approve the Increase in Authorised Share Capital of the Company and consequential amendment in Memorandum of Association of the Company (Ordinary Resolution):

(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	43	5274330	100.00
E-Voting	0	0	0.00
Total	43	5274330	100.00





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(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 EGM Notice dated February 14, 2023 has been passed with a total of 5274330 valid assenting votes.

Resolution No. 2: To consider and approve further issue of equity shares on preferential basis (Special Resolution):

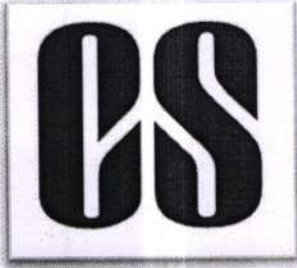
(i) Voted in **favour** of the resolution:

Mode of Voting	No. of members voted	No. of Votes cast by members	(%) of total number of votes cast
Remote e-voting	43	5274330	100.00
E-Voting	0	0	0.00
Total	43	5274330	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 **Special Resolution** as set out in Item No. 2 of the EGM Notice dated February 14, 2023 has been passed with a total of 5274330 valid assenting votes.

The relevant records of remote e-voting and e-voting were sealed and handed over to the Chairman authorized by the Board for safe keeping.

Thanking You,



Sagrika Jayee

Practicing Company Secretary
M.No. A61678, COP No. 26357
UDIN: A061678D003278793

Place: Jalandhar
Date: March 16, 2023