

**AMIT KUMAR**  
**COMPANY SECRETARIES**  
Unit No. 805, 8<sup>th</sup> Floor,  
Krishna Apra Business Square,  
Netaji Subhash Place,  
Pitampura,  
New Delhi-110034  
Tel: 011-42811270, 9313340776  
Email: amitkumar\_cs@hotmail.com

**FORM NO. MGT-13**  
**Report of Scrutinizer**

(Pursuant to Section 108 and 109 of Companies Act, 2013 and Rule 20(xi) and 21(2) of Companies (Management & Administration), Rules 2014)

**CONSOLIDATED REPORT OF SCRUTINIZER ON VOTING THROUGH REMOTE E-VOTING AND VOTING AT AGM**

To,  
Ms. Anju Sharma  
Chairperson

36<sup>th</sup> Annual General Meeting of the  
Equity Shareholders of **RITA FINANCE AND LEASING LIMITED**  
(Formerly Known as RITA HOLDINGS LIMITED)  
held on Saturday, September 23, 2017 at 11:00 A.M.  
at 324A, III<sup>rd</sup> Floor, Aggarwal Plaza  
Sector-14, Rohini, New Delhi-110085

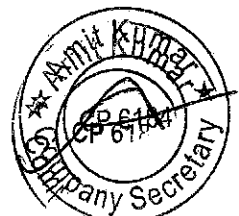
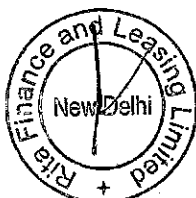
**Sub:** Consolidated Scrutinizer's Report on remote e- Voting conducted pursuant to the provisions of Section 108 and 109 of the Companies Act, 2013, read with Rule 20 (xi) and 21(2) of the Companies (Management and Administration) Rules, 2014 as amended by Companies (Management and Administration) Rules, 2015 and voting at the 36<sup>th</sup> Annual General Meeting of RITA FINANCE AND LEASING LIMITED (Formerly Known as RITA HOLDINGS LIMITED) held on Saturday, 23<sup>rd</sup> September, 2017 at 11:00 A.M.

**BACKGROUND**

I, Amit Kumar, Practicing Company Secretary, had been appointed as the Scrutinizer by the Board of Directors of **RITA FINANCE AND LEASING LIMITED (Formerly Known as RITA HOLDINGS LIMITED)**, pursuant to section 108 and 109 of the Companies Act, 2013 ("the Act") read with Rule 20(xi) and 21(2) of the Companies (Management and Administration) Rules, 2014, to conduct the remote e- voting process and to scrutinize the electronic votes cast by the shareholders in respect of the below mentioned resolutions passed at the 36<sup>th</sup> Annual General Meeting of the Company held on Saturday, 23<sup>rd</sup> September, 2017 at 11:00 A.M.

**DATE OF DISPATCH OF NOTICE AND CONVENING OF THE MEETING**

The Company has informed me that the Company has completed the dispatch of Notice dated 29<sup>th</sup> August, 2017 to the Shareholders of the said 36<sup>th</sup> Annual General Meeting to all whose names were appearing as on 29<sup>th</sup> August, 2017 in respect of the below mentioned resolutions passed at the 36<sup>th</sup> Annual General Meeting of the Company.



## **CUT-OFF DATE**

The shareholders of the Company holding shares as on the "Cut-off" date of 16<sup>th</sup> September, 2017 were entitled to vote on the resolutions as contained in the Notice of the Annual General Meeting.

## **REMOTE E-VOTING**

The Company had availed the e- Voting facility offered by National Securities Depository Limited (NSDL) for conducting remote e- Voting by the shareholders of the Company.

The Company had also provided voting facility to the shareholders present at the Annual General Meeting and who had not cast their vote earlier through the e- Voting.

The voting period for remote e- Voting commenced on Wednesday, 20<sup>th</sup> September, 2017 at 9:00 a.m. (IST) and ended on Friday, 22<sup>nd</sup> September, 2017 at 05:00 p.m. (IST) and the NSDL e- Voting platform was blocked thereafter.

The votes cast under remote e- Voting facility were thereafter unblocked in the presence of two witnesses and after the conclusion of the Voting at the Annual General Meeting the votes cast there under were counted.

## **VOTING AT THE AGM**

At the venue of the AGM, the facility to vote through poll has been provided to those members who were present at the AGM and have not exercised the option of casting their vote through e-Voting.

After the closure of the Voting at the Annual General Meeting, the report of voting done at the meeting was generated in my presence and the voting was diligently scrutinized.

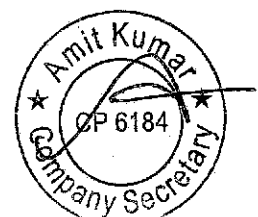
## **COUNTING PROCESS**

The locked polling box subsequently opened in my presence and in presence of two witnesses Ms. Sunita and Mr. Anshul Aggarwal and the pooling papers diligently scrutinized.

After counting the votes casted by the members present at the AGM and the votes cast under remote e-voting thereafter unblock from the website of National Securities Depository Limited (NSDL) e- Voting system in presence of two witness as mentioned above.

I have scrutinized and reviewed the remote e- Voting and votes tendered therein based on the data downloaded from the National Securities Depository Limited (NSDL) e- Voting system and report has been prepared on the basis of details provided above.

I now submit my consolidated Report as under on the result of the remote e- Voting and voting at the meeting in respect of the said Resolutions.



## ORDINARY BUSINESS

### Resolution 1: Ordinary Resolution

To receive, consider and adopt the financial statements consisting of Balance Sheet as at March 31, 2017, the statement of Profit and Loss and Cash Flow Statement for the year ended on March 31, 2017 and Auditors thereon.

(i) Votes in favour of the resolution:

Mode of Voting	Number of Members voted	Total Votes cast (Shares)	% of total Number of valid votes cast
E voting	04	300000	100%
Polling	10	400200	100%
Total	14	700200	100%

(ii) Votes against the resolution:

Mode of Voting	Number of Members voted	Total Votes cast (Shares)	% of total Number of valid votes cast
E voting	NIL	NIL	NIL
Polling	NIL	NIL	NIL
Total	NIL	NIL	NIL

(iii) Invalid votes:

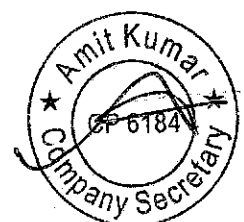
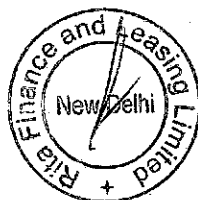
Total Number of Members whose votes were declared invalid	Total Number of votes cast by them
NIL	NIL

### Resolution 2: Ordinary Resolution

To appoint a Director in place of Mr. Pradeep Anand (DIN: 00088653), who retires by rotation and being eligible offers himself for re-appointment.

(i) Votes in favour of the resolution:

Mode of Voting	Number of Members voted	Total Votes cast (Shares)	% of total Number of valid votes cast
E voting	04	300000	100%
Polling	10	400200	100%
Total	14	700200	100%



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

Mode of Voting	Number of Members voted	Total Votes cast (Shares)	% of total Number of valid votes cast
E voting	NIL	NIL	100%
Polling	NIL	NIL	100%
Total	NIL	NIL	100%

(iii) **Invalid votes:**

Total Number of Members whose votes were declared invalid	Total Number of votes cast by them
NIL	NIL

**Resolution 3: Ordinary Resolution**

**To ratify the appointment of Statutory Auditors and fix their remuneration**

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

Mode of Voting	Number of Members voted	Total Votes cast (Shares)	% of total Number of valid votes cast
E voting	04	300000	100%
Polling	10	400200	100%
Total	14	700200	100%


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

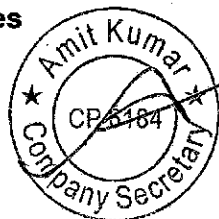
Mode of Voting	Number of Members voted	Total Votes cast (Shares)	% of total Number of valid votes cast
E voting	NIL	NIL	NIL
Polling	NIL	NIL	NIL
Total	NIL	NIL	NIL

(iii) **Invalid votes:**

Total Number of Members whose votes were declared invalid	Total Number of votes cast by them
NIL	NIL

Thanking You,  
Yours faithfully,  
**For AMIT KUMAR**  
Company Secretaries

  
**Amit Kumar**  
Proprietor  
FCS-5917  
CP -6184



Date : 25/09/2017  
Place : New Delhi



*Countersigned by  
Ms. Anju Sharma  
Chairperson of the  
meeting  
Date: 25/09/2017  
Place: New Delhi*

**AMIT KUMAR**  
**COMPANY SECRETARIES**  
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Tel: 011-42811270, 9313340776  
Email: amitkumar\_cs@hotmail.com

**Report of Scrutinizer(s)**

[Pursuant to rule Section 108 of the Companies Act, 2013 and rule 21(2) of the Companies (Management and Administration) Rules, 2014) as amended by Companies (Management and Administration) Rules, 2015]

To,  
**Ms. Anju Sharma**  
Chairperson

36<sup>th</sup> Annual General Meeting of the  
Equity Shareholders of **RITA FINANCE AND LEASING LIMITED**  
(FORMERLY KNOWN AS RITA HOLDINGS LIMITED)  
held on Saturday, September 23, 2017 at 11:00 A.M.  
at 324A, III<sup>rd</sup> Floor, Aggarwal Plaza  
Sector-14, Rohini, New Delhi-110085

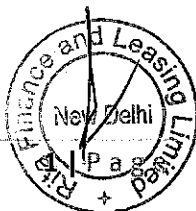
Dear Sir/Ma'am,

I, Amit Kumar, Practicing Company Secretary, New Delhi, was appointed as the Scrutinizer(s) for the purpose of scrutinizing the e-voting process and ascertaining the requisite majority on e-voting carried out as per the provisions of Section 108 of the Companies Act, 2013 read with Rule 20(3) of the Companies (Management and Administration) Rules, 2014 (Rules) as amended by Companies (Management and Administration) Rules, 2015 on the resolution contained in the notice of Annual General Meeting ("AGM") of the Equity Shareholders of **RITA FINANCE AND LEASING LIMITED (FORMERLY KNOWN AS RITA HOLDINGS LIMITED)** held on Saturday, September 23, 2017 at 11:00 A.M. at 324A, III<sup>rd</sup> Floor, Aggarwal Plaza, Sector-14, Rohini, New Delhi-110085, submit my report as under:

The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules relating to voting through electronic means on the resolution contained in the notice of Annual General Meeting of the members of the Company. My responsibility as a Scrutinizer for the e-voting is restricted to make a Scrutinizer's Report on the votes cast "in favour" or "in against" the resolutions stated above, based on the reports generated from the e-voting system provided by National Securities Depository Limited ("NSDL"), the authorized agency to provide e-voting facilities, engaged by the Company.

Further to the above, I submit my report as under:

- i. The e-voting period commenced from Wednesday, September 20, 2017 (09.00 a.m.) and ended on Friday, September 22, 2017 (05.00 p.m.).



- ii. The members of the Company as on "cut-off" date i.e. Saturday, 16<sup>th</sup> September, 2017 were entitled to vote on the resolution as set out in the notice of the AGM.
- iii. The votes cast unblocked during the Annual General Meeting ("AGM") in the presence of two witnesses Ms. Sunita and Mr. Anshul Aggarwal who are not in the employment of the company
- iv. Thereafter, the details containing inter alia, list of Equity Share Holders, who voted "for", "against" the resolution that was put to vote, were generated from e-voting website of National Securities Depository Limited ("NSDL") i.e. [www.evoting.nsdl.com](http://www.evoting.nsdl.com) and based on such reports generated, the result of the e-voting is as under :

**ORDINARY BUSINESS:**

**Resolution 1: Ordinary Resolution**

To receive, consider and adopt the financial statements consisting of Balance Sheet as at March 31, 2017, the statement of Profit and Loss and Cash Flow Statement for the year ended on March 31, 2017 and Auditors thereon.

- (i) Voted in favour of the resolution:

Mode of Voting	Number of Members voted	Total Votes cast (Shares)	% of t cast% of total Number of valid votes cast
E voting	04	300000	100%
Total	04	300000	100%

- (ii) Voted against the resolution:

Mode of Voting	Number of Members voted	Total Votes cast (Shares)	% of t cast% of total Number of valid votes cast
E voting	0	0	0
Total	0	0	0

- (iii) Invalid votes :

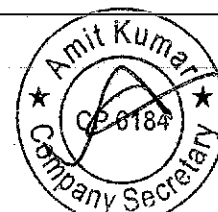
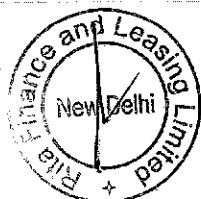
Mode of Voting	Number of Members voted	Total Votes cast (Shares)	% of t cast% of total Number of valid votes cast
E voting	0	0	0
Total	0	0	0

**Resolution 2: Ordinary Resolution**

To appoint a Director in place of Mr. Pradeep Anand (DIN:00088653), who retires by rotation and being eligible offers himself for re-appointment.

- (i) Voted in favour of the resolution:

Mode of Voting	Number of Members voted	Total Votes cast (Shares)	% of t cast% of total Number of valid votes cast
E voting	04	300000	100%
Total	0	0	0



(ii) Voted against the resolution:

Mode of Voting	Number of Members voted	Total Votes cast (Shares)	% of total Number of valid votes cast
E voting	0	0	0
Total	0	0	0

(iii) Invalid votes :

Mode of Voting	Number of Members voted	Total Votes cast (Shares)	% of the cast Number of valid votes cast
E voting	0	0	0
Total	0	0	0

### **Resolution 3: Ordinary Resolution**

**To ratify the appointment of Statutory Auditors and fix their remuneration**

(i) Voted in favour of the resolution:

Mode of Voting	Number of Members voted	Total Votes cast (Shares)	% of total Number of valid votes cast
E voting	04	300000	100%
Total	0	0	0

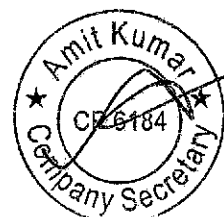
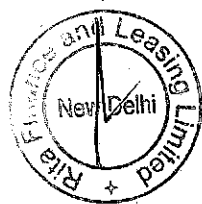
(ii) Voted against the resolution:

Mode of Voting	Number of Members voted	Total Votes cast (Shares)	% of total Number of valid votes cast
E voting	0	0	0
Total	0	0	0

(iii) Invalid votes :

Mode of Voting	Number of Members voted	Total Votes cast (Shares)	% of total Number of valid votes cast
E voting	0	0	0
Total	0	0	0

5. A Compact Disc containing a list of equity shareholders who voted "FOR", "AGAINST" and those whose votes were declared invalid for each resolution is enclosed.



6. The poll papers and all other relevant records were sealed and handed over to the Company Secretary / Director authorized by the Board for safe keeping.

Thanking you,  
Yours faithfully,  
For **AMIT KUMAR**  
Company Secretaries



**Amit Kumar**  
Proprietor  
FCS-5917  
CP -6184



Date: 25/09/2017  
Place: New Delhi

Countersigned by  
Ms. Anju Sharma  
Chairperson of the meeting  
Dated: 25/09/2017  
Place: New Delhi



**AMIT KUMAR**  
**COMPANY SECRETARIES**  
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**FORM No. MGT-13**  
**Report of Scrutinizer(s)**

[Pursuant to rule Section 109 of the Companies Act, 2013 and rule 21(2) of the Companies  
(Management and Administration) Rules, 2014)

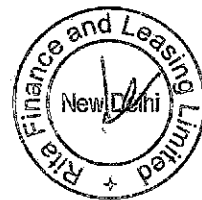
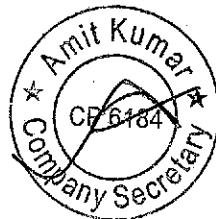
To,  
**Ms Anju Sharma**  
Chairperson

36<sup>th</sup> Annual General Meeting of the  
Equity Shareholders of **RITA FINANCE AND LEASING LIMITED**  
(FORMERLY KNOWN AS RITA HOLDINGS LIMITED)  
held on Saturday, September 23, 2017 at 11:00 A.M.  
at 324A, III<sup>rd</sup> Floor, Aggarwal Plaza  
Sector-14, Rohini, New Delhi-110085

Dear Ma'am,

I, Amit Kumar, Practicing Company Secretary, New Delhi, appointed as Scrutinizer for the purpose of the poll taken on the below mentioned resolution, at the meeting of the Equity Shareholders of **RITA FINANCE AND LEASING LIMITED (FORMERLY KNOWN AS RITA HOLDINGS LIMITED)**, held on Saturday, September 23, 2017 at 11:00 A.M. at 324A, III<sup>rd</sup> Floor, Aggarwal Plaza, Sector-14, Rohini, New Delhi-110085, submit my report as under:

1. After the time fixed for closing of the poll by the Chairperson, an empty polling box kept for polling were locked in my presence with due identification marks placed by me.
2. The locked polling box were subsequently opened in my presence and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Company / Registrar and Transfer Agent of the Company and the authorizations/ Proxies lodged with the Company.
3. I did not find any poll papers invalid.
4. The result of the Poll is as under:



**ORDINARY BUSINESS:**

**Resolution 1: Ordinary Resolution**

To receive, consider and adopt the financial statements consisting of Balance Sheet as at March 31, 2017, the statement of Profit and Loss and Cash Flow Statement for the year ended on March 31, 2017 and Auditors thereon.

(i) Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Number of Votes cast by them	% of total number of valid vote cast
10	400200	100%

(ii) Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of Votes cast by them	% of total number of valid vote cast
Nil	Nil	Nil

(iii) Invalid votes :

Number of members present and voting (in person or by proxy)	Number of Votes cast by them	% of total number of valid vote cast
Nil	Nil	Nil

**Resolution 2: Ordinary Resolution**

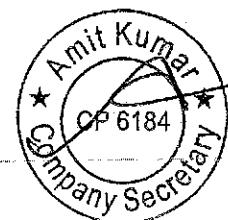
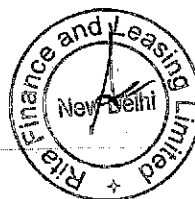
To appoint a Director in place of Mr. Pradeep Anand (DIN: 00088653), who retires by rotation and being eligible, offers himself for re-appointment

(i) Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Number of Votes cast by them	% of total number of valid vote cast
10	400200	100%

(ii) Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of Votes cast by them	% of total number of valid vote cast
Nil	Nil	Nil



(iii) Invalid votes:

Number of members present and voting (in person or by proxy)	Number of Votes cast by them	% of total number of valid vote cast
Nil	Nil	Nil

**Resolution 3: Ordinary Resolution**

**To ratify the appointment of Statutory Auditors and fix their remuneration**

(i) Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Number of Votes cast by them	% of total number of valid vote cast
10	400200	100%

(ii) Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of Votes cast by them	% of total number of valid vote cast
Nil	Nil	Nil

(iii) Invalid votes :

Number of members present and voting (in person or by proxy)	Number of Votes cast by them	% of total number of valid vote cast
Nil	Nil	Nil

5. A Compact Disc (CD) containing a list of equity shareholders who voted "FOR", "AGAINST" and those whose votes were declared invalid for each resolution is enclosed.

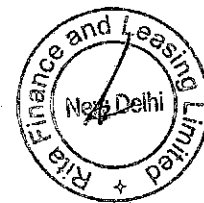
6. The poll papers and all other relevant records were sealed and handed over to the Company Secretary / Director authorized by the Board for safe keeping.

Thanking you,  
Yours faithfully,

**For AMIT KUMAR**  
**Company Secretaries**

*Amit Kumar*  
**Amit Kumar**  
**Proprietor**  
FCS-5917  
CP -6184

Date: 25/09/2017  
Place: New Delhi



*Countersigned by*  
*Ms. Anju Sharma*  
*Chairperson of the meeting*  
*Dated: 25/09/2017*  
*Place: New Delhi*