Gowra Group

GOWRA LEASING & FINANCE LIMITED

Registered Office : No.501, 5th Floor, Gowra Grand, Behind Gowra Plaza, 1-8-384 & 385, S.P.Road, Begumpet, Secunderabad – 500003, Tel.:040-27843086, 27843091, Website : www.gowraleasing.com
E-mail: info@gowraleasing.com, glfl@gowra.net; CIN: L65910TG1993PLC015349, GST: 36AAACG9135F1ZP

GLFL / BSE / 94 / 2021-22 Date: 18-09-2021

To,
The Secretary,
BSE LIMITED
P J Towers, Dalal Streets,
Mumbai - 400001

Dear Sir/Madam,

Ref.: Scrip Code: 530709
Sub.: Outcome of 28th Annual General Meeting & Voting results.

This is with reference to our earlier letter dated August 26, 2021 regarding the 28th Annual General Meeting (AGM) of the Company held on September 17, 2021.

In accordance with Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, this is to inform you that the Members of the Company transacted the business as stated in the Notice of 28th AGM, dated September 17, 2021.

Sl No.	Description	Particulars		
A.	Date of AGM	September 17, 2021		
B.	Total no. of Shareholders on September 19, 2020 (cut-off) date	1627		
C.	No. of shareholders present in meeting either in person or through proxy	NA		
D.	No. of shareholders attended the meeting through video conferencing	30		
E.	Shareholders	Present through Video Conference	Equity Shares	% to capital
	Promoter & Promoter group	19	1430340	47.67
	Public	11	13437	0.45
	Total	**30**	**1443777**	**48.12**

The agenda-wise disclosure of voting details is enclosed as Annexure-I. The Report of Scrutinizer on remote e-voting & voting at AGM (by Insta polling) is enclosed as Annexure - II.

Further, pursuant to Regulation 30 of the SEBI(LODR) Regulations 2015, summary of the 28th AGM proceedings is enclosed as Annexure - III.

Kindly acknowledge the receipt.

Thanking you,
For Gowra Leasing & Finance Limited

Srinivas

(Srinivas Gowra)
Managing Director

GOWRA LEASING & FINANCE LIMITED
SECUNDERABAD

Encl: a/a

ANNEXURE-I

FORMAT OF VOTING RESULTS

Date of AGM		September 17, 2021
Total Number of shareholders on record date		1627
No. of shareholders present in the meeting either in person or through proxy:		NA
	Promoter and Promoter Group:	NA
	Public:	NA
No. of Shareholders attended the meeting through Video Conferencing -		30
	Promoter and Promoter Group:	19
	Public:	11

1. To receive, consider and adopt the financial statements of the Company for the year ended 31st March 2021, including the audited Balance Sheet as at 31 March 2021 and the statement of Profit and Loss of the company for the year ended on that date along with the reports of the Board of Directors and Auditors thereon.

Resolution Required:	Ordinary Resolution
Whether Promoter/ promoter group are interested in resolution:	No

Promoter/ Public	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 & promoter Group	e-voting	1816323	1171158	64.48	1171158	0	100.00	0.00	0.00	0.00
	Poll		360082	19.82	360082	0	100.00	0.00	0.00	0.00
	Total		**1531240**	**84.30**	**1531240**	**0**	**100.00**	**0.00**	**0.00**	**0.00**
Public – Institutional Holders	e-voting	0	0	0.00	0	0	0.00	0.00	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00	0.00	0.00
	Total		0	0.00	0	0	0.00	0.00	0.00	0.00
Public – Non Institutions	e-voting	1183977	2735	0.23	2734	1	99.96	0.04	0.00	0.00
	Poll		11925	1.01	11925	0	100.00	0.00	0.00	0.00
	Total		**14660**	**1.24**	**14659**	**1**	**99.99**	**0.01**	**0.00**	**0.00**
	Grand Total	**3000300**	**1545900**	**51.52**	**1545899**	**1**	**99.9999**	**0.0001**	**0.00**	**0.00**

2. To declare Dividend on the equity shares for the financial year 2020-21

Resolution Required:			Ordinary Resolution							
Whether Promoter/ promoter group are interested in resolution:			No							
Promoter/ Public	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 & promoter Group	e-voting	1816323	1171158	64.48	1171158	0	100.00	0.00	0.00	0.00
	Poll		360082	19.82	360082	0	100.00	0.00	0.00	0.00
	Total		**1531240**	**84.30**	**1531240**	**0**	**100.00**	**0.00**	**0.00**	**0.00**
Public – Institutional Holders	e-voting	0	0	0.00	0	0	0.00	0.00	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00	0.00	0.00
	Total		0	0.00	0	0	0.00	0.00	0.00	0.00
Public – Non Institutions	e-voting	1183977	2735	0.23	2734	1	99.96	0.04	0.00	0.00
	Poll		11925	1.01	11925	0	100.00	0.00	0.00	0.00
	Total		**14660**	**1.24**	**14659**	**1**	**99.99**	**0.01**	**0.00**	**0.00**
	Grand Total	**3000300**	**1545900**	**51.52**	**1545899**	**1**	**99.9999**	**0.0001**	**0.00**	**0.00**

3. To re-appoint Shri Lakshminarayana Gowra (DIN 00287021), who retires by rotation, and being eligible, offers himself for the re-appointment

Resolution Required:			Ordinary Resolution							
Whether Promoter/ promoter group are interested in resolution:			No							
Promoter/ Public	**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 & promoter Group	e-voting	1816323	1171158	64.48	1171158	0	100.00	0.00	0.00	0.00
	Poll		360082	19.82	360082	0	100.00	0.00	0.00	0.00
	Total		**1531240**	**84.30**	**1531240**	**0**	**100.00**	**0.00**	**0.00**	**0.00**
Public – Institutional Holders	e-voting	0	0	0.00	0	0	0.00	0.00	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00	0.00	0.00
	Total		0	0.00	0	0	0.00	0.00	0.00	0.00
Public – Non Institutions	e-voting	1183977	2735	0.23	2734	1	99.96	0.04	0.00	0.00
	Poll		11925	1.01	11925	0	100.00	0.00	0.00	0.00
	Total		**14660**	**1.24**	**14659**	**1**	**99.99**	**0.01**	**0.00**	**0.00**
	Grand Total	**3000300**	**1545900**	**51.52**	**1545899**	**1**	**99.9999**	**0.0001**	**0.00**	**0.00**

4. Appointment of Mrs. Aruna Ravi Kumar Rachakonda (DIN 00293898) as an Independent Director

Resolution Required:			Ordinary Resolution							
Whether Promoter/ promoter group are interested in resolution:			No							
Promoter/ Public	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 & promoter Group	e-voting	1816323	1171158	64.48	1171158	0	100.00	0.00	0.00	0.00
	Poll		360082	19.82	360082	0	100.00	0.00	0.00	0.00
	Total		**1531240**	**84.30**	**1531240**	**0**	**100.00**	**0.00**	**0.00**	**0.00**
Public – Institutional Holders	e-voting	0	0	0.00	0	0	0.00	0.00	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00	0.00	0.00
	Total		0	0.00	0	0	0.00	0.00	0.00	0.00
Public – Non Institutions	e-voting	1183977	2735	0.23	2734	1	99.96	0.04	0.00	0.00
	Poll		11925	1.01	11925	0	100.00	0.00	0.00	0.00
	Total		**14660**	**1.24**	**14659**	**1**	**99.99**	**0.01**	**0.00**	**0.00**
	Grand Total	**3000300**	**1545900**	**51.52**	**1545899**	**1**	**99.9999**	**0.0001**	**0.00**	**0.00**

ANNEXURE II

Hyderabad | Gurgaon | Chennai | Mumbai | Amaravati

R & A Associates
T 202, Technopolis, 1-10-74/B
Above Ratnadeep Super Market
Chikoti Gardens, Begumpet
Hyderabad - 500016. India
+91 40-4003 2244 - 47
info@RnA-cs.com | www.RnA-cs.com

CONSOLIDATED SCRUTINIZER'S REPORT

[pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended)]

To
The Chairman
Gowra Leasing and Finance Limited
No.501, 5th Floor, Gowra Grand, Behind Gowra Plaza,
1-8-384 & 385, S.P. Road, Begumpet,
Secunderabad – 500003

Sub: 28th Annual General Meeting of the Members of Gowra Leasing and Finance Limited on Friday, September 17, 2021 at 04:00 p.m. (IST) through Video Conferencing (VC) /Other Audio-Visual Means (OAVM).

Dear Sir,

I, P Surya Prakash, Company Secretary in whole-time practice, R & A Associates, Company Secretaries, Hyderabad was appointed as Scrutinizer by the Board of Directors of Gowra Leasing And Finance Limited (Company) for the purpose of scrutinizing the remote e-voting and electronic voting (e-voting) at the Annual General Meeting (AGM) of the Company in a fair and transparent manner pursuant to 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) and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirement) Regulations, 2015, (Listing Regulations) and circulars issued by Securities Exchange board of India (SEBI) and in compliance with framework issued by the Ministry of Corporate Affairs through its circulars (MCA Circulars), on the resolutions contained in the Notice of the 28th AGM of the members of the Company, held on Friday, September 17, 2021 at 04:00 p.m. IST through VC/OAVM and also for ascertaining the requisite majority for the resolutions proposed therein.

The Management of the Company is responsible to ensure the compliance with the requirements of the Act and the Rules including MCA Circulars and Listing Regulations relating to remote e-voting and e-voting at the AGM for the resolutions contained in the Notice of the 28th AGM of the members of the company. Our responsibility as a Scrutinizer is to ensure that the remote e-voting and e-voting at the AGM is carried out in a fair and transparent manner and to make a consolidated scrutinizer's report on the votes cast "IN FAVOUR", "AGAINST" and invalid votes if any, on the resolutions contained in the Notice of the 28th AGM of the members of the Company. The Company has engaged the services of M/s. Kfin Technologies Pvt. Ltd. (Kfin) (agency for providing the remote e-voting facility and e-voting system during the e-AGM) (both for remote e-voting and e-voting at the AGM).

SURYA PRAKASH PERUMALLA

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Date: 2021.09.17 19:17:05 +05'30'

In accordance with the Notice of the 28th AGM sent to the members and the 'Advertisement' published pursuant to Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended), the remote e-voting period was open from 9.00 a.m. (IST) on Tuesday, September 14, 2021 and was closed at 5.00 p.m. (IST) on Thursday, September 16, 2021.

Members holding shares as on Saturday, September 10 2021, "cut-off date", were entitled to vote on the resolution stated in the Notice of the 28th AGM of the Company.

The voting at the AGM was allowed by using an electronic voting system, on the resolutions on which the voting is to be held. The said voting system was provided to all those members who attended the AGM through VC/OAVM but have not cast their votes by availing the remote e-voting facility. As per the information provided by Kfin, the name of the members who had already voted through remote e-voting facility was blocked for voting at the AGM.

After the conclusion of the voting at the AGM, the votes cast thereat were downloaded from website of Kfin https://evoting.kfintech.com/. Thereafter, the votes on remote e-voting were unblocked on Friday, September 17, 2021 at 4.50 P.M., in the presence of two witnesses who were not employees of the Company and the e-voting results/list of members who have voted for and against were downloaded from the e-voting website of Kfin.

The combined results of the remote e-voting and e-voting at the AGM are given as 'Annexure-I' to this report. Based on combined results, we report that, all the resolutions as per the Notice of the 28th AGM of the Company stands passed with requisite majority.

The electronic data and all other relevant records relating to the remote e-voting and e-voting at the AGM are under my safe custody until the Chairman approves and signs the Minutes of the 28th AGM and thereafter will be handed over to the Company Secretary of the Company for safe preservation.

Thanking you,

For R & A Associates

SURYA PRAKASH PERUMALLA

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Date: 2021.09.17 19:18:51 +05'30'

(P. Surya Prakash)
Company Secretary in Practice
FCS No.9072, CP No. 11142
UDIN: F009072C000963841

Place: Hyderabad
Date: September 17, 2021

Annexure-I

Combined Results (remote e-voting and e-voting at AGM)

tem number of Notice and	Description	Mode of Voting	Total no. of votes cast	Votes in favour of the		Votes against the		Invalid Votes	
				No's	%age	No's	%age	No's	%age
- Ordinary Resolution	To receive, consider and adopt the financial statements of the company for the year ended 31 March 2021, including the audited balance sheet as at 31 March 2021 and the statement of profit and loss of the company for the year ended on that date along with the reports of the board of directors and auditors thereon.	remote e-voting	1,173,893	1,173,892	99.9999%	1	0.0001%	-	-
		e- voting at the AGM	372,007	372,007	100.0000%	0	0.0000%	-	-
		Total	**1,545,900**	**1,545,899**	**99.9999%**	**1**	**0.0001%**	-	-
- Ordinary Resolution	To declare dividend on the equity shares for the financial year 2020-21	remote e-voting	1,173,892	1,173,892	100.0000%	1	0.0001%	-	-
		e- voting at the AGM	372,007	372007	100.0000%	0	0.0000%	-	-
		Total	**1,545,900**	**1,545,899**	**99.9999%**	**1**	**0.0001%**	-	-
- Ordinary Resolution	To reappoint Shri Lakshminarayana Gowra (DIN: 00287021), as a director, who retires by rotation, and being eligible offers himself for the reappointment.	remote e-voting	1,173,892	1,173,892	100.0000%	1	0.0001%	-	-
		e- voting at the AGM	372,007	372007	100.0000%	0	0.0000%	-	-
		Total	**1,545,900**	**1,545,899**	**99.9999%**	**1**	**0.0001%**	-	-
- Ordinary Resolution	Appointment of Mrs. Aruna Ravi Kumar Rachakonda (DIN: 00293898) as Independent Director	remote e-voting	1,173,892	1,173,892	100.0000%	1	0.0001%	-	-
		e- voting at the AGM	372,007	372007	100.0000%	0	0.0000%	-	-
		Total	**1,545,900**	**1,545,899**	**99.9999%**	**1**	**0.0001%**	-	-

SURYA PRAKASH PERUMALLA

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Date: 2021.09.17 19:27:38 +05'30'

Gowra Group

GOWRA LEASING & FINANCE LIMITED

Registered Office : No.501, 5th Floor, Gowra Grand, Behind Gowra Plaza, 1-8-384 & 385, S.P.Road, Begumpet, Secunderabad – 500003, Tel.:040-27843086, 27843091, Website : www.gowraleasing.com
E-mail: info@gowraleasing.com, glfl@gowra.net; CIN: L65910TG1993PLC015349, GST: 36AAACG9135F1ZP

ANNEXURE-III

SUMMARY OF PROCEEDINGS OF THE 28TH ANNUAL GENERAL MEETING

28th Annual General Meeting (AGM) of the Members of **Gowra Leasing & Finance Limited** (Company) was held on Friday, 17th September, 2021 at 04:00 p.m. (IST) through video conferencing ("VC") facility/other audio-visual means ("OAVM"), The venue of the meeting shall be deemed to be the registered office of the Company situated at 501, 5th Floor, Gowra Grand, Behind, Gowra Plaza, 1-8-384 & 385, S.P. Road, Begumpet, Secunderabad – 500003.

Directors Present:

1. Shri D. Suresh	Chairman & Independent Director
2. Shri Gowra Srinivas	Managing Director & Member
3. Shri T Shankar	Chairman of Audit Committee & Independent Director
4. Shri Gowra Lakshminarayana	Director & Member
5. Dr. Soma Sudheer	Director & Member
6. Shri Gowra Lakshmi Prasad	Director & Member
7. Smt. Aruna Ravi Kumar Rachakonda	Independent Director

In Attendance:

Shri A V Rama Krishna Rao	Chief Financial Officer
Shri Zafar Imam Khan	Company Secretary
Shri P. Surya Prakash	M/s R & A Associates (Scrutinizer)

Members Present:

Through Audio Video Means, 30 representing 14,43,777 shares

Shri Zafar Imam Khan, Company Secretary welcomed the gathering and introduced Directors and other Invitees to start the proceeding of the AGM. All Directors except Smt. Madhumathi Suresh attended the meeting.

The company Secretary read out the general Instructions for Members to Participate in the Meeting been held through Video Conference; they were also instructed for Voting Process and question & answer session on Notice items.

Shri D. Suresh, Chairman occupied the Chair and welcomed the gathering. Total Thirty (30) members participated at the meeting through Video Conference as per the records of attendance. Since the requisite quorum was present, the Chairman directed commencement of the Meeting.

The Chairman delivered his speech followed with the address by Managing Director speech which highlighted the operations of the Company during the Financial Year 2020-21, Challenges faced by NBFC, Extreme challenges the business is facing due to Covid 19 pandemic and shared the future outlook of the Company.

With the permission of members, the notice, Annual Report and Accounts of the Company were taken as read.

Members were informed that pursuant to Section 108 of Companies Act, 2013 read with Rules made there under and SEBI (LODR) Regulations, 2015, the Company provided the facility of remote e-voting to all those members (who are shareholders as on the cut-off date i.e., 10.09.2021) to cast their vote electronically on the resolutions as set out in the Notice. The remote e-voting commenced at 09.00 A.M on September 14, 2021 and ended at 5.00 P.M. on September 16, 2021.

Pursuant to the Section 109 of the Companies Act, 2013 read with Rule 21 of Companies (Management and Administration) Rules, 2014, the Company has provided the e-voting facility for all the shareholders who are present in this meeting and who has not exercised their vote through remote e-voting.

Board of Directors appointed Shri G. Raghu Babu in his absence Shri P. Surya Prakash, Company Secretary in whole-time practice, R&A Associates, Hyderabad as a Scrutinizer for the purpose of scrutinizing the Remote E-voting and E-Voting at the Annual General Meeting in a fair and transparent manner.

With the permission of Chairman, The Company Secretary briefed each resolution to be passed at AGM and invited the members to seek clarification on the items of business at AGM to which the Chairman replied satisfactorily.

Thereafter, the Chairman ordered for E-voting at the meeting and requested Shri P. Surya Prakash, Scrutinizer for orderly conduct of voting. The Chairman informed the members that the combined results of Remote e-voting and E-voting at AGM would be placed on the website of the Company within due date.

The resolutions passed by the members with requisite majority related to the following:

Ordinary Business:

1. To receive, consider and adopt the financial statements of the Company for the year ended 31st March 2021, including the audited Balance Sheet as at 31 March 2021 and the statement of Profit and Loss of the company for the year ended on that date along with the reports of the Board of Directors and Auditors thereon. (Ordinary resolution)

2. To declare Dividend on the equity shares for the financial year 2020-21. (Ordinary resolution).

3. To re-appoint Shri Lakshminarayana Gowra (DIN: 00287021), who retires by rotation, and being eligible, offers himself for the re-appointment. (Ordinary resolution).

Special Business:

4. Appointment of Mrs. Aruna Ravi Kumar Rachakonda (DIN: 00293898) as an Independent Director. (Ordinary resolution).

The Chairman declared the Meeting as closed after the Vote of thanks given by the Company Secretary.

Thanking you

Yours faithfully
For Gowra Leasing and Finance Limited

Srinivas

GOWRA LEASING & FINANCE LIMITED
SECUNDERABAD

(Srinivas Gowra)
Managing Director