

**GOWRA LEASING & FINANCE LIMITED**

CIN : L65910TG1993PLC015349

Regd. Office : No.501, 5th Floor, Gowra Grand, Behind Gowra Plaza, 1-8-384 & 385, S.P.Road,
Begumpet, Secunderabad – 500003 ■ Tel.040-27843086, 27843091

E-mail : info@gowraleasing.com ■ Website: www.gowraleasing.com

GLFL / BSE / 67 / 2023-24

Date: 21-09-2023

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

Dear Sir/Madam,

Ref.: Scrip Code: 530709**Sub.: Outcome of 30th Annual General Meeting & Voting results.**

This is with reference to our earlier letter dated August 29, 2023 regarding the 30th Annual General Meeting (AGM) of the Company held on September 20, 2023.

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 30th AGM, dated September 20, 2023.

Sl No.	Description	Particulars		
A.	Date of AGM	September 20, 2023		
B.	Total no. of Shareholders on September 14, 2022 (cut-off) date	1795		
C.	No. of shareholders present in meeting either in person or through proxy	NA		
D.	No. of shareholders attended the meeting through video conferencing	32		
E.	Shareholders	Present through Video Conference	Equity Shares	% to capital
	Promoter & Promoter group	17	1398391	45.61
	Public	15	13305	0.44
	Total	32	1411696	47.05



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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 30th AGM proceedings is enclosed as Annexure - III.

Kindly acknowledge the receipt.

Thanking you,
For Gowra Leasing & Finance Limited

(Srinivas Gowra)
Managing Director

Encl: a/a

FORMAT OF VOTING RESULTS

Date of AGM		September 20, 2023
Total Number of shareholders on record date		1795
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 -		32
	Promoter and Promoter Group:	17
	Public:	15

1. To receive, consider and adopt the financial statements of the Company for the year ended 31st March 2023, including the audited Balance Sheet as at 31st March 2023 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 outstandi ng 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	1820535	1300702	71.45	1300702	0	100.00	0.00	0.00	0.00
	Poll		277689	15.25	277689	0	100.00	0.00	0.00	0.00
	Total		1578391	86.70	1578391	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	1179765	6742	0.57	6742	0	100.00	0.00	0.00	0.00
	Poll		11927	1.01	11927	0	100.00	0.00	0.00	0.00
	Total		18669	1.58	18669	0	100.00	0.00	0.00	0.00
Grand Total		3000300	1597060	53.23	1597060	0	100.00	0.00	0.00	0.00

2. To re-appoint Dr. Soma Sudheer (DIN: 00287082), as a Director, 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 outstandi ng 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
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	Poll		277689	15.25	277689	0	100.00	0.00	0.00	0.00
	Total		1578391	86.70	1578391	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	1179765	6742	0.57	6742	0	100.00	0.00	0.00	0.00
	Poll		11927	1.01	11927	0	100.00	0.00	0.00	0.00
	Total		18669	1.58	18669	0	100.00	0.00	0.00	0.00
Grand Total		3000300	1597060	53.23	1597060	0	100.00	0.00	0.00	0.00

3. Appointment of Ms. Samyuktha Mattapalli (DIN: 09827067) 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 outstandi ng 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	1820535	1300702	71.45	1300702	0	100.00	0.00	0.00	0.00
	Poll		277689	15.25	277689	0	100.00	0.00	0.00	0.00
	Total		1578391	86.70	1578391	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	1179765	6742	0.57	6742	0	100.00	0.00	0.00	0.00
	Poll		11927	1.01	11927	0	100.00	0.00	0.00	0.00
	Total		18669	1.58	18669	0	100.00	0.00	0.00	0.00
Grand Total		3000300	1597060	53.23	1597060	0	100.00	0.00	0.00	0.00



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: 30th Annual General Meeting of the Members of Gowra Leasing and Finance Limited
on Wednesday, September 20, 2023 at 04:00 p.m. (IST) through Video Conferencing
(VC) /Other Audio-Visual Means (OAVM).

Dear Sir,

I, **Surya Prakash Perumalla**, Company Secretary in Practice, **M/s SPP & 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 30th AGM of the members of the Company, held on Wednesday, September 20, 2023 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 30th 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 30th AGM of the members of the Company. The Company has engaged the services of M/s. Kfin Technologies Limited (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).

In accordance with the Notice of the 30th 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 Sunday, September 17, 2023 and was closed at 5.00 p.m. (IST) on Tuesday, September 19, 2023.

Members holding shares as on Wednesday, September 13, 2023, "cut-off date", were entitled to vote on the resolution stated in the Notice of the 30th 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 Wednesday, September 20, 2023 at 5.20 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 30th 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 30th AGM and thereafter will be handed over to the Company Secretary of the Company for safe preservation.

Date: September 21, 2023
Place: Hyderabad

For SPP & Associates

SURYA PRAKASH PERUMALLA
Digitally signed by SURYA PRAKASH PERUMALLA
Date: 2023.09.21 14:16:00 +05'30'

Surya Prakash Perumalla
Company Secretary in Practice
FRN: S2023TS899200
FCS No. 9072; CP No.11142
UDIN: F009072E001046086

Gowra Leasing and Finance Limited									
Combined Results (remote e-voting and e-voting at AGM Venue) FY 2022-23									
Item number of	Description	Mode of Voting	Total no. of votes cast	Votes in favour of the		Votes against		Invalid	
				No's	%age	No'	%age	No's	%age
1 - Ordinary Resolution	Receive, consider and adopt the financial statements of the Company for the year ended 31st March 2023, including the audited Balance Sheet as at 31 March 2023 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	1307444	1307444	100.000%	0	0.000%	-	-
		e- voting at the AGM	2,89,616	2,89,616	100.000%	0		-	-
		Total	15,97,060	15,97,060	100.000%	-	0.000%	-	-
2 - Ordinary Resolution	Re-appoint of Dr. Soma Sudheer (DIN: 00287082), as a Director, who retires by rotation, and being eligible, offers himself for the re-appointment.	remote e-voting	1307444	1307444	100.000%	0	0.000%	-	-
		e- voting at the AGM	2,89,616	289616	100.000%	0	0.0000%	-	-
		Total	15,97,060	15,97,060	100.000%	-	0.000%	-	-
3 - Ordinary Resolution	Appointment of Ms. Samyuktha Mattapalli (DIN: 09827067) as an Independent Director	remote e-voting	1307444	1307444	100.000%	0	0.000%	-	-
		e- voting at the AGM	2,89,616	289616	100.000%	0	0.0000%	-	-
		Total	15,97,060	15,97,060	100.000%	-	0.000%	-	-

SURYA
PRAKASH
PERUMALLA

Digitally signed by
SURYA PRAKASH
PERUMALLA
Date: 2023.09.21
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ANNEXURE-III

SUMMARY OF PROCEEDINGS OF THE 30TH ANNUAL GENERAL MEETING

30th Annual General Meeting (AGM) of the Members of **Gowra Leasing & Finance Limited** (Company) was held on Wednesday, 20th September, 2023 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 Chandrasekhar Suresh	Chairman & Independent Director
2. Shri Gowra Srinivas	Managing Director & Member
3. Shri P. Sobhanadri	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. Ms. Samyuktha Mattapalli	Independent Director

In Attendance:

Shri A V Rama Krishna Rao	Chief Financial Officer
Shri Zafar Imam Khan	Company Secretary
Shri P. Surya Prakash	Practicing Company Secretary (Scrutinizer)
Shri. Mayank Jain	Statutory Auditors

Members Present:

Through Audio Video Means, 32 representing 14,11,696 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 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 Chandrasekhar Suresh, Chairman occupied the Chair and welcomed the gathering. Total Thirty-two (32) members participated at the meeting through Video Conference as per the



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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 2022-23, Challenges faced by NBFC 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., 13.09.2023) 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 17, 2023 and ended at 5.00 P.M. on September 19, 2023.

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 P. Surya Prakash, Company Secretary in whole-time practice, 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 and Shri Lakshmi Prasad Gowra, Director of the Company 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.



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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 2023, including the audited Balance Sheet as at 31st March 2023 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 re-appoint Dr. Soma Sudheer (DIN: 00287082), as a Director, who retires by rotation, and being eligible, offers himself for the re-appointment. (Ordinary resolution).

Special Business:

3. Appointment of Ms. Samyuktha Mattapalli (DIN: 09827067) as an Independent Director. (Ordinary resolution).

The Chairman declared the Meeting as closed after the Vote of thanks given by Shri Lakshminarayana Gowra, Director of the Company.

Thanking you

Yours faithfully

For Gowra Leasing and Finance Limited

(Srinivas Gowra)
Managing Director