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 / 64 / 2024-25 Date: 28-09-2024

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

Dear Sir/Madam,

Ref.: Scrip Code: 530709
Sub.: Outcome of 31st Annual General Meeting & Voting results.

This is with reference to our earlier letter dated September 06, 2024 regarding the 31st Annual General Meeting (AGM) of the Company held on September 28, 2024.

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 31st AGM, dated September 28, 2024.

Sl No.	Description	Particulars		
A.	Date of AGM	September 28, 2024		
B.	Total no. of Shareholders on September 21, 2024 (cut-off) date	2145		
C.	No. of shareholders present in meeting either in person or through proxy	NA		
D.	No. of shareholders attended the meeting through video conferencing	26		
E.	Shareholders	Present through Video Conference	Equity Shares	% to capital
	Promoter & Promoter group	14	1143149	38.10
	Public	12	11988	0.40
	Total	**26**	**1155137**	**38.50**

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 31st AGM proceedings is enclosed as Annexure - III.

Kindly acknowledge the receipt.

Thanking you,
For Gowra Leasing & Finance Limited

SRINIVAS GOWRA
Digitally signed by SRINIVAS GOWRA
Date: 2024.09.28 21:22:48 +05'30'

(Srinivas Gowra)
Managing Director

Encl: a/a

ANNEXURE-I

FORMAT OF VOTING RESULTS

Date of AGM		September 28, 2024
Total Number of shareholders on record date		2145
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 -		26
	Promoter and Promoter Group:	14
	Public:	12

1. Adoption of Audited Financial Statement

Resolution Required:	Ordinary Resolution
Whether Promoter/ promoter group are interested in 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]	Votes Invalid	Votes Abstained
Promoter & promoter Group	e-voting	1831666	1298301	70.88	1298301	0	100.00	0.00	0.00	0.00
	Poll		125546	6.85	125546	0	100.00	0.00	0.00	0.00
	Total		**1423847**	**77.74**	**1423847**	**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	1168634	1418	0.12	1410	8	99.44	0.56	0.00	0.00
	Poll		9304	0.80	9304	0	100.00	0.00	0.00	0.00
	Total		**10722**	**0.92**	**10714**	**8**	**99.93**	**0.07**	**0.00**	**0.00**
Grand Total		**3000300**	**1434569**	**47.81**	**1434561**	**8**	**100.00**	**0.00**	**0.00**	**0.00**

2. Re-appointment of 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	1831666	1298301	70.88	1298301	0	100.00	0.00	0.00	0.00
	Poll		125546	6.85	125546	0	100.00	0.00	0.00	0.00
	Total		**1423847**	**77.74**	**1423847**	**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	1168634	1418	0.12	1410	8	99.44	0.56	0.00	0.00
	Poll		9304	0.80	9304	0	100.00	0.00	0.00	0.00
	Total		**10722**	**0.92**	**10714**	**8**	**99.93**	**0.07**	**0.00**	**0.00**
	Grand Total	**3000300**	**1434569**	**47.81**	**1434561**	**8**	**100.00**	**0.00**	**0.00**	**0.00**

3. Appointment of Shri Dayanand Soma (DIN: 00854522) as Director of the Company

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	1831666	1298301	70.88	1298301	0	100.00	0.00	0.00	0.00
	Poll		125546	6.85	125546	0	100.00	0.00	0.00	0.00
	Total		**1423847**	**77.74**	**1423847**	**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	1168634	1418	0.12	1410	8	99.44	0.56	0.00	0.00
	Poll		9304	0.80	9304	0	100.00	0.00	0.00	0.00
	Total		**10722**	**0.92**	**10714**	**8**	**99.93**	**0.07**	**0.00**	**0.00**
	Grand Total	**3000300**	**1434569**	**47.81**	**1434561**	**8**	**100.00**	**0.00**	**0.00**	**0.00**

4. Approval for Increase in Authorised Share Capital of the Company and Alteration of Capital Clause of Memorandum of Association of the Company

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	1831666	1298301	70.88	1298301	0	100.00	0.00	0.00	0.00
	Poll		125546	6.85	125546	0	100.00	0.00	0.00	0.00
	Total		**1423847**	**77.74**	**1423847**	**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	1168634	1418	0.12	1410	8	99.44	0.56	0.00	0.00
	Poll		9304	0.80	9304	0	100.00	0.00	0.00	0.00
	Total		**10722**	**0.92**	**10714**	**8**	**99.93**	**0.07**	**0.00**	**0.00**
	Grand Total	**3000300**	**1434569**	**47.81**	**1434561**	**8**	**100.00**	**0.00**	**0.00**	**0.00**

5. Approval for issuance of Equity shares by Preferential issue

Resolution Required:			Special 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	1831666	1298301	70.88	1298301	0	100.00	0.00	0.00	0.00
	Poll		125546	6.85	125546	0	100.00	0.00	0.00	0.00
	Total		**1423847**	**77.74**	**1423847**	**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	1168634	1418	0.12	1410	8	99.44	0.56	0.00	0.00
	Poll		9304	0.80	9304	0	100.00	0.00	0.00	0.00
	Total		**10722**	**0.92**	**10714**	**8**	**99.93**	**0.07**	**0.00**	**0.00**
	Grand Total	**3000300**	**1434569**	**47.81**	**1434561**	**8**	**100.00**	**0.00**	**0.00**	**0.00**

Peer Reviewed Firm
2-20-8/G/23, First Floor, Sri Giri Colony,
Adarsh Nagar, Uppal, Medchal- Malkajgiri,
Hyderabad-500039, Telangana, India.
Email id: sppcshyd@gmail.com
Mobile: +91 9246552422

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
Hyderabad

Dear Sir,

Sub: 31st Annual General Meeting of the Members of Gowra Leasing and Finance Limited held on Saturday, September 28, 2024, at 04:00 P.M. IST through Video Conferencing (VC) facility/Other Audio-Visual Means (OAVM).

I, Surya Prakash Perumalla, Practicing Company Secretary, 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 dated May 12, 2020, January 15, 2021, May 13, 2022 and January 5,2023 issued by Securities and Exchange Board of India and in compliance with framework issued by the Ministry of Corporate Affairs through its General Circulars No's. 14/2020, 17/2020, 20/2020, 02/2021, 02/2022 and 10/2022 dated April 8, 2020, April 13, 2020, May 5, 2020, January 13, 2021, May 5, 2022 and December 28, 2022, respectively (MCA Circulars), on the resolutions contained in the Notice of the 31st AGM of the members of the Company, held on Saturday, September 28, 2024, at 04:00 P.M. IST through Video Conferencing (VC) facility / Other Audio Visual Means (OAVM) facility 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 31st 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" or "AGAINST" the resolutions contained in the Notice of the 31st AGM of the members of the Company. The Company has engaged the services of Kfintech for voting by electronic means (both for remote e-voting and e-voting at the AGM).

In accordance with the Notice of the 31st AGM sent to the members and the 'Advertisement' published pursuant to Rule 20 of the Companies (Management and Administration) Rules,

SURYA PRAKASH PERUMALLA Digitally signed by SURYA PRAKASH PERUMALLA Date: 2024.09.28 20:24:18 +05'30'

2014 (as amended), the remote e-voting period was open from Wednesday, September 25, 2024, at 09:00 A.M. (IST) and was closed on Friday, September 27, 2024, at 5:00 P.M. (IST)

Members holding shares as on Saturday, September 21, 2024, “cut-off date”, were entitled to vote on the resolution stated in the Notice of the 31st 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 Kfintech, 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 at 04:37 PM. the votes on remote e-voting and at AGM venue were unblocked on Saturday, September 28, 2024 at 04:53 PM IST, 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 Kfintech.

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 31st 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 31st AGM and thereafter will be handed over to the Company Secretary of the Company for safe preservation.

Thanking you,

Date: 28-09-2024
Place: Hyderabad

For SPP & Associates
Company Secretaries

SURYA PRAKASH PERUMALLA

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Date: 2024.09.28 20:18:58 +05'30'

Surya Prakash Perumalla
Company Secretary in Practice
FCS No. 9072; CP No.11142
FRN: S2023TS899200
UDIN: F009072F001358981

Annexure-I									
Combined Results (remote e-voting and E-voting at AGM)									
Item number of Notice and type of Resolution	**Description**	**Mode of Voting**	**Total no. of votes cast**	**Votes in favor of the resolution**		**Votes against the resolution**		**Invalid Votes**	
				No's	**%age**	**No's**	**%age**	**No's**	**%age**
1 - Ordinary Resolution	Adoption of the Audited Statements of Profit and Loss account of the Company for the financial year ended March 31, 2024 and the Balance sheet on the said date along with the reports of the Board of Directors and the Auditors thereon.	Remote e-voting	1299719	1299711	90.5994	8	0.0006	-	-
		E-voting at the AGM	134850	134850	9.4	0	0	-	-
		Total	**1434569**	**1434561**	**99.9994**	**8**	**0.0006**	-	-
2 - Ordinary Resolution	Reappointment of Shri Lakshminarayana Gowra (DIN: 00287021) as Director of the Company who retires by rotation and being eligible, offers himself for re-appointment	Remote e-voting	1299719	1299711	90.5994	8	0.0006	-	-
		E-voting at the AGM	134850	134850	9.4	0	0	-	-
		Total	**1434569**	**1434561**	**99.9994**	**8**	**0.0006**	-	-
3 - Ordinary Resolution	Considering the regularization of Additional Director Shri Dayanand Soma (DIN: 00854522) as Director on the Board of the Company	Remote e-voting	1299719	1299711	90.5994	8	0.0006	-	-
		E-voting at the AGM	134850	134850	9.4	0	0	-	-
		Total	**1434569**	**1434561**	**99.9994**	**8**	**0.0006**	-	-
4 - Ordinary Resolution	Considering the approval for Increase in Authorized Share Capital of the Company and Alteration of Capital Clause of Memorandum of Association of the Company	Remote e-voting	1299719	1299711	90.5994	8	0.0006	-	-
		E-voting at the AGM	134850	134850	9.4	0	0	-	-
		Total	**1434569**	**1434561**	**99.9994**	**8**	**0.0006**	-	-
5 - Special Resolution	Considering the approval for issuance of Equity shares by Preferential issue	Remote e-voting	1299719	1299711	90.5994	8	0.0006	-	-
		E-voting at the AGM	134850	134850	9.4	0	0	-	-
		Total	**1434569**	**1434561**	**99.9994**	**8**	**0.0006**	-	-

SURYA PRAKASH PERUMALLA

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Date: 2024.09.28 20:24:40 +05'30'

ANNEXURE-III

SUMMARY OF PROCEEDINGS OF THE 31ST ANNUAL GENERAL MEETING

31st Annual General Meeting (AGM) of the Members of **Gowra Leasing & Finance Limited** (Company) was held on Saturday, 28th September, 2024 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. Shri Dayanand Soma	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)

Members Present:

Through Audio Video Means, 26 representing 11,55,137 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 Twenty-Six (26) 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 2023-24, 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., 21.09.2024) 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 25, 2024 and ended at 5.00 P.M. on September 27, 2024.

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, SPP & Associates, Practicing Company Secretary, 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 management 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.

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

Ordinary Business:

1. Adoption of Audited Financial Statement:
   To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended 31st March 2024, together with the Reports of the Board of Directors and Auditors thereon. (Ordinary resolution)

2. Re-appointment of Director:
   To appoint a Director in the place of Shri Lakshminarayana Gowra (DIN: 00287021), who retires by rotation, and being eligible, seeks re-appointment. (Ordinary resolution).

Special Business:

3. Appointment of Shri Dayanand Soma (DIN: 00854522) as Director of the Company (Ordinary resolution).

4. Approval for Increase in Authorised Share Capital of the Company and Alteration of Capital Clause of Memorandum of Association of the Company. (Ordinary resolution).

5. Approval for issuance of Equity shares by Preferential issue (Special resolution).

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

The Meeting concluded at 04:37 p.m.

Thanking you

Yours faithfully
For Gowra Leasing and Finance Limited

SRINIVAS GOWRA
Digitally signed by SRINIVAS GOWRA
Date: 2024.09.28 21:23:58 +05'30'

(Srinivas Gowra)
Managing Director