## SUN FINLEASE (GUJARAT) LIMITED

(CIN No. - L65910GJ1988PLC010293)

Regd. Office: 3, Ravipushp Apartment, B/s. Navneet House, Memnagar, Ahmedabad-380052.

Phone No. (079) 27496313 Email id- sfgl. 1988@gmail.com

Website: www.sfgl.in.net

29th September, 2017

To,
Head - Listing & Compliance
Metropolitan Stock Exchange of India Limited,
Vibgyor Towers, 4th floor, Plot No C 62,
G - Block, Opp. Trident Hotel,
Bandra Kurla Complex, Bandra (E),
Mumbai – 400 098.

#### Symbol: SUNFIN

Dear Sir.

Sub.: Disclosures of Voting results at 29th Annual General Meeting (AGM) of the Company

held on 29th September, 2017

Ref : Regulation 44(3) of SEBI (LODR) Regulation, 2015

With reference to above captioned subject we hereby inform you that the 29<sup>th</sup> AGM of the Company held on 29<sup>th</sup> September, 2017 at 11.00 a.m. at registered office of the company at 3, Ravipushp Apartment, B/s. Navneet House, Memnagar, Ahmedabad-380052, all the items of business contained in the Notice of AGM dated 12<sup>th</sup> August, 2017 were transacted and approved by the shareholders with requisite majority.

The details of combined voting results (i.e. results of remote e-voting together with that of physical poll voting conducted at the AGM) in the format of prescribed under Regulation 44(3) of the SEBI (LODR) Regulation, 2015 alongwith the Scrutinizer's Report are enclosed enclosed in **Annexure-A and Annexure-B** respectively.

You are requested to kindly take the same on your record and acknowledge the same.

Thanking you

For, SUN FINLEASE (GUJARAT) LIMITED

PARAG P. SHAH

(MANAGING DIRECTOR)

AN Nonmina

**DIN: 00228965 Encl:** As above

								Annexure-		
			9	oun Finlease (Gujara	nt) Limited					
				(CIN: L65910G)1988PLC	010293)					
Sun Finlease (G	ujarat) Limited				T	29th A	annual General Meeting (	AGM) Voting Results		
Date of the AGI	M				29th S					
Total number o	f shareholders	on record date			2191 (Two Thousand One Hundred an					
No. of sharehol	ders present in	the meeting eithe	r in person or throug	sh proxy:						
Promoters and F	romoter Group									
Public								15 (Fifteer		
No. of Sharehol	ders attended t	he meeting throu	gh Video Conferenci	ng				N.,		
Resolution No.:	1	,								
Resolution requi				(	ordinary Resolu	rtion.				
(Ordinary/ Spec	rial)			`	rumary Reson	111011				
1471										
Whether promot group are interes		1			No					
group are interes agenda/resoluti					No					
agenda/ resoluti	OI									
Description of re	solution	Adoption of th	ne Financial Statemen	nts for the financial year	ended 31st Mar	ch. 2017 and the	reports of the Board of D	irectors and Auditors		
considered				,	thereon	,				
				% of votes polled on			% of Votes in favour on	% of Votes against on		
Category	Mode of	No. of Shares	No. of votes polled	outstanding shares (3) =	No. of Vote -	No. of Votes -	votes polled	votes polled		
	Voting	Held (1)	(2)	[(2)/(1)]*100	in favour (4)	against (5)	(6)=[(4)/(2)]* 100	(7)=[(5)/(2)]*100		
Promoter and	E-Voting	ļ	716070	100.00	716070	-	100.00			
Promoter	Poll	7,16,070	- 110070	-	-	-		-		
Group	Total	7,16,070	716070	100.00	716070	-	100.00	-		
Public-	E-Voting	1,20,070	-	-		-	-	-		
Institutions	Poll	-	-	-		-	-	-		
Holders	Total	-	-	-		-	-	-		
Public- Non	E-Voting	2 217 200	13,08,000	56.44	13,08,000	-	100.00	-		
	Poll	2,317,300	2,44,100	10.53	2,44,100		100.00	-		
Institutions										
Institutions	Total	2,317,300	15,52,100	66.97	15,52,100	-	100.00	-		



Resolution No.:	2												
	desolution required: Ordinary Resolution   Ordinary Resolution   Ordinary Resolution												
Whether promot group are interes agenda/resolution	sted in the		No										
Description of resolution Considered Appointment of Mr. Parag Shah (DIN: 00228965), as Managing Director retiring by rotation													
Catogogy	Mode of	No. of Shares	No. of votes polled			No. of Votes -	% of Votes in favour on	% of Votes against on					
Category	Voting	Held (1)		outstanding shares (3) =	in favour (4)	against (5)	votes polled	votes polled					
Promoter and	E-Voting	7,16,070	716070	100.00	716070	-	100.00	-					
Promoter	Poll	7,10,070	-	-	-	-	-	-					
Group	Total	7,16,070	716070	100.00	716070	-	100.00						
Public-	E-Voting		-	-		-	-	-					
Institutions	Poll	-	-	-		-	-	-					
Holders	Total	-	-	-		-	-	-					
Public- Non	E-Voting	2.247.200	13,08,000	56.44	13,08,000	-	100.00	-					
Institutions	Poll	2,317,300	2,44,100	10.53	2,44,100	-	100.00	*					
	Total	2,317,300	15,52,100	66.97	15,52,100	-	100.00	-					
		3,033,370	2,268,170	74.77	2,268,170		100,00	-					



			s	un Finlease (Gujara	ıt) Limited								
Resolution No.:	3												
	Resolution required: Ordinary Resolution  Ordinary / Special)												
Whether promot group are interes agenda/resolution	sted in the		No										
Description of resolution considered Appointment of M/s. Parikh & Amin Associates Chartered Accountants, Ahmedabad (Firm Registration No. 107520W) as Statutory Audit													
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 Vote - 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					
Promoter and	E-Voting	7,16,070	716070	100.00	716070	-	100.00	-					
Promoter and	Poll	7,16,070	-		-	-	-						
Group	Total	7,16,070	716070	100.00	716070	-	100.00	-					
Public-	E-Voting	_		-		-	-	-					
Institutions	Poll			-			-						
Holders							-						
Public- Non	E-Voting	2,317,300	13,08,000	56.44	13,08,000		100.00						
Institutions	Poll		2,44,100	10.53	2,44,100	-	100.00						
	Total	2,317,300	15,52,100	66.97	15,52,100	-	100.00	-					
TOTAL		3,033,370	2,268,170	74.77	2,268,170	-	100.00	-					



			s	un Finlease (Gujara	at) Limited						
Resolution No.:	4										
Resolution requi (Ordinary/Spec				C	Ordinary Resolu	ution					
Whether promot group are intere agenda/resoluti	sted in the	No									
Description of resolution Regularization of Mrs. Bhargavi V. Talati as Independent Non Executive Director											
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 Vote – 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			
Promoter and	E-Voting	7,16,070	716070	100.00	716070		100.00	-			
Promoter	Poll	7,10,070	-	-	-	-	-	-			
Group	Total	7,16,070	716070	100.00	716070	-	100.00	-			
Public-	E-Voting		-			-	-	-			
Institutions	Poll		-	-				-			
Holders	Total	-	-	-		-	-	-			
Public- Non	E-Voting	2,317,300	13,08,000	56.44	13,08,000	-	100.00	-			
Institutions	Poll		2,44,100	10.53	2,44,100	-	100.00	-			
	Total	2,317,300	15,52,100	66.97	15,52,100	-	100.00				
TOTAL		3,033,370	2,268,170	74.77	2,268,170	-	100.00	-			



			S	un Finlease (Gujara	ıt) Limited								
Resolution No.:	5												
Resolution requi (Ordinary/ Spec			Ordinary Resolution										
Whether promot group are interes agenda/resolution	ited in the		No										
Description of resolution considered Increasing Authorized Share Capital of the Company from Rupees 850 Lacs (Eight Crores Fifty Laks) to Rupees 10 Crores (Ten Crores)													
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 Vote - 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					
Promoter and Promoter	E-Voting Poll	7,16,070	716070	100.00	716070	-	100,00						
Group	Total	7,16,070	716070	100.00	716070	-	100.00	-					
Public-	E-Voting		-	-		-	-	*					
Institutions	Poll	-	-	_		-	-	-					
Holders	Total		-			-	-	-					
Public- Non	E-Voting	2,317,300	13,08,000	56.44	13,08,000	-	100.00	-					
Institutions	Poli		2,44,100	10.53	2,44,100	-	100.00	-					
	Total	2,317,300	15,52,100	66.97	15,52,100	-	100.00	-					
TOTAL		3,033,370	2,268,170	74.77	2,268,170	-	100.00	-					



			s	un Finlease (Gujara	ıt) Limited							
Resolution No.:	6											
Resolution requ (Ordinary/ Spec					Special Resolu	tion						
Whether promo group are intere agenda/resoluti	sted in the	No										
Description of resolution considered Empowering the Board to create mortgage/ security upto a limit of Rs.1500.00 Crores (Rupees One Thousand Five Hundred Crorescition 180(1)(a)							undred Crores) under					
Category	Mode of Voting	No. of Shares Held (1)	No. of votes polled	% of votes polled on outstanding shares (3) = [(2)/(1)]*100	No. of Vote - 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				
Promoter and	E-Voting	7.16.070	716070	100.00	716070	-	100.00	-				
Promoter	Poll	7,16,070	-	-		-	-	-				
Group	Total	7,16,070	716070	100.00	716070	*	100.00	-				
Public-	E-Voting		-	-		-	-	-				
Institutions	Poll		-	-		-	-	-				
Holders	Total	-	-	-		-	-	-				
Public- Non	E-Voting	2,317,300	2 317 300 13,08,000 56.44 13,08,000 - 100.00 -									
Institutions	Poll		2,44,100	10.53	2.44.100	-	100.00	-				
	Total	2,317,300	15,52,100	66.97	15,52,100	-	100.00	-				
TOTAL		3,033,370	2,268,170	74.77	2,268,170	-	100.00	-				



			S	un Finlease (Gujara	ıt) Limited			
Resolution No.:	7							
Resolution requi (Ordinary/ Spec					Special Resolu	tion		
Whether promot group are interes agenda/resolution	ted in the				No			
Description of resolution considered Empowering the Board to borrow money upto a limit of Rs. 1500.00 Crores (Rupees One Thousand Five Hundred Crores) under sections 180(1)(c)								
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 Vote - 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
Promoter and	E-Voting	7,16,070	716070	100.00	716070	-	100.00	-
Promoter	Poll	7,16,070	-		-	-	-	-
Group	Total	7,16,070	716070	100.00	716070	-	100.00	-
Public-	E-Voting	_	-	-			-	-
Institutions	Poll		-	-		-	-	-
Holders	Total	-	-	-		-	-	-
Public- Non	E-Voting	2.317.300	13,08,000	56.44	13,08,000	-	100.00	-
Institutions	Poll		2,44,100	10.53	2,44,100	-	100.00	-
	Total	2,317,300	15,52,100	66.97	15,52,100	-	100.00	-
TOTAL		3,033,370	2,268,170	74.77	2,268,170	-	100.00	-

Place: Date:

Ahmedabad 29th September, 2017



Yours faithfully, For, SUN FINLEASE (GUJARAT) LIMITED

MANNEROCHAZ

PARAG P. SHAH (MANAGING DIRECTOR) (DIN: 00228965)

Ravi Kapoor

&

A\*\*Floor,

"Shaival Plaza",

Gujarat College Road,

Ellisbridge, Ahmedabad-380 006.

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Fax: 079-26424100, (M) 98250 63147

E-mail: ravi@ravics.com www.ravics.com

Company Secretaries

& Trade Mark Agent

npany Secret

#### SCRUTINIZER'S REPORT

To,
The Chairman
Sun Finlease (Gujarat) Limited
3, Ravipushpa Apartment,
B/s Navneet House,
Memnagar, Ahmedabad -380052

Dear Sir,

Subject: Consolidated Scrutinizer's Report on Remote E-voting pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and Poll at the AGM venue pursuant to Section 109 of the Companies Act, 2013 read with Rule 21 of the Companies (Management and Administration) Rules, 2014 at the 29th Annual General Meeting of M/s. Sun Finlease (Gujarat) Limited held on Friday, the 29th day of September, 2017 at 11:00 a.m at 3, Ravipushpa Apartment, B/s Navneet House, Memnagar, Ahmedabad -380052

I, Ravi Kapoor, a Company Secretary in practice, have been appointed by the Board of Directors of M/s. Sun Finlease (Gujarat) Limited (the Company) as a Scrutinizer for the purpose of scrutinizing the remote e-voting and poll at the Annual General Meeting (AGM) venue and ascertaining the requisite majority, on the resolutions contained in the notice to the 29th Annual General Meeting (AGM) of the members of the Company, held on Friday, the 29th day of September, 2017 at 11:00 a.m. 3, Ravipushpa Apartment, B/s Navneet House, Memnagar, Ahmedabad -380052

The Notice dated 12<sup>nd</sup> August , 2017 along with the statement setting out material facts under Section 102 of the Act were sent to the Shareholders in respect of the below mentioned resolutions passed at the Annual General Meeting of the Company.

The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and the Rules relating to voting on the resolutions contained in the Notice of 29th Annual General Meeting (AGM) of the members of the Company. My responsibility as a Scrutinizer for the voting process is restricted to presenting a Scrutinizer's Report of the votes cast "in favour" or responsibility as a Scrutinizer's Report of the votes cast "in favour" or responsibility as a Scrutinizer's Report of the votes cast "in favour" or responsibility as a Scrutinizer's Report of the votes cast "in favour" or responsibility as a Scrutinizer's Report of the votes cast "in favour" or responsibility as a Scrutinizer's Report of the votes cast "in favour" or responsibility as a Scrutinizer's Report of the votes cast "in favour" or responsibility as a Scrutinizer's Report of the votes cast "in favour" or responsibility as a Scrutinizer's Report of the votes cast "in favour" or responsibility as a Scrutinizer's Report of the votes cast "in favour" or responsibility as a Scrutinizer's Report of the votes cast "in favour" or responsibility as a Scrutinizer's Report of the votes cast "in favour" or responsibility as a Scrutinizer's Report of the votes cast "in favour" or responsibility as a Scrutinizer's Report of the votes cast "in favour" or responsibility as a Scrutinizer's Report of the votes cast "in favour" or responsibility as a Scrutinizer's Report of the votes cast "in favour" or responsibility as a Scrutinizer's Report of the votes cast "in favour" or responsibility as a Scrutinizer's Report of the votes cast "in favour" or responsibility as a Scrutinizer's Report of the votes cast "in favour" or responsibility as a Scrutinizer's Report of the votes cast "in favour" or responsibility as a Scrutinizer's Report of the votes cast "in favour" or responsibility as a Scrutinizer's Report of the votes cast "in favour" or responsibility as a Scrutinizer's Report of the votes cast "in favour" or responsibilit



"against" or "abstained", in respect of the resolutions stated below, based on the reports generated from the e-voting system provided by Central Depository Services (India) Limited (CDSL), the authorized agency to provide e-voting facilities, engaged by the Company.

The Company had also provided poll at the AGM venue facility to the Shareholders present at the Annual General Meeting and who had not cast their vote earlier through remote e-voting facility.

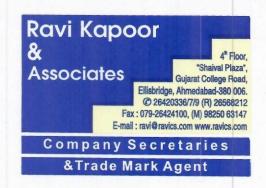
Further to the above, I submit my report as under:-

#### **E-Voting:**

- (i) The e-voting period remained open from Tuesday, 26th September, 2017 (09.00 a.m.) to Thursday, 28th September, 2017 (05.00 p.m.).
- (ii) The members of the Company as on the "cut-off" date i.e. 22<sup>nd</sup> September, 2017 were entitled to vote on the resolutions (items no. 1 to 7 as set out in the notice of the 29<sup>th</sup> Annual General Meeting of the Company).
- (iii) The votes cast under remote e-voting facility were thereafter unblocked in presence of two witnesses, who were not in employment of the Company.
- (iv) The Corporate members, who had participated in the remote e-voting, had provided the scanned copy of the resolution passed at the Board of Directors for authorization to exercise their votes through e-voting.

#### Poll:

- (i) The Company had provided the facility for voting through ballot or polling paper at the AGM and members, who have not cast their vote by remote e-voting, was allowed to exercise their right to vote at the meeting.
- (ii) The polling papers in Form MGT-12 as per the Companies (Management and Administration) Rules, 2014 were distributed to the Shareholders present. The shareholders cast their votes in one ballot box kept at convenient places at the venue.



(iii) The locked ballot box was subsequently opened before me, in presence of two witnesses, who are not in employment of the Company and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Company and the authorizations/proxies lodged with the Company.

## Item No. 1- Ordinary Resolution

To receive, consider, and adopt financial statements of the Company for the year ended 31st March,2017 including the Audited Balance Sheet as at 31st March, 2017 and the Statement of Profit & Loss Account and Cash flow statement for the period ended on 31st March, 2017 and the reports of the Directors' and the Auditors' thereon.

		Votes in	n favour of tion	the	Votes aga	ainst the R	esolution
Voting Method	Total Valid Votes	No. of Folios	No. of Shares	% of total number of valid votes cast	No. of Folios	No. of Shares	% of total number of valid votes cast
Remote E-	20,24,070	8	20,24,070	100	Nil	Nil	Nil
Voting				100	NI:1	NT:1	Nil
Poll at the AGM	2,44,100	10	2,44,100	100	Nil	Nil	INII
Total	22,68,170	18	22,68,170	100	Nil	Nil	Nil





## Item No. 2- Ordinary Resolution

- To appoint a Managing Director in place of Mr. Parag P. Shah (DIN: 00228965) who retires by rotation and being eligible offers himself for reappointment

	T . 1	Votes i Resolu	n favour of tion	the	Votes against the Resolution			
Voting Method	Total Valid Votes	No. of Folios	No. of Shares	% of total number of valid votes cast	No. of Folios	No. of Shares	% of total number of valid votes cast	
Remote E-	20,24,070	8	20,24,070	100	Nil	Nil	Nil	
Voting								
Poll at the AGM	2,44,100	10	2,44,100	100	Nil	Nil	Nil	
Total	22,68,170	18	22,68,170	100	Nil	Nil	Nil	

#### Item No. 3- Ordinary Resolution

To appoint Statutory Auditor and fix their remuneration

		Votes in favour of the Resolution			Votes against the Resolution		
Voting Method	Total Valid Votes	No. of Folios	No. of Shares	% of total number of valid votes cast	No. of Folios	No. of Shares	% of total number of valid votes cast
Remote E- Voting	20,24,070	8	20,24,070	100	Nil	Nil	Nil
Poll at the AGM	2,44,100	10	2,44,100	100	Nil	Nil	Nil
Total	22,68,170	18	22,68,170	100	Nil	Nil	Nil







#### Item No. 4- Ordinary Resolution

## To appoint Mrs. Bhargavi V Talati as an Independent Non Executive Director

		Votes in	favour of t	:he	Votes aga	ainst the R	esolution
		Resolut	ion				
Voting Method	Total Valid Votes	No. of Folios	No. of Shares	% of total number of valid votes cast	No. of Folios	No. of Shares	% of total number of valid votes cast
Remote E- Voting	20,24,070	8	20,24,070	100	Nil	Nil	Nil
Poll at the AGM	2,44,100	10	2,44,100	100	Nil	Nil	Nil
Total	22,68,170	18	22,68,170	100	Nil	Nil	Nil

#### Item No. 5- Ordinary Resolution

# To increase the Authorized Share Capital of the Company under the Companies Act, 2013

		Votes in Resoluti	favour of t	he	Votes against the Resolution			
Voting Method	Total Valid Votes	No. of Folios	No. of Shares	% of total number of valid votes cast	No. of Folios	No. of Shares	% of total number of valid votes cast	
Remote E- Voting	20,24,070	8	20,24,070	100	Nil	Nil	Nil	
Poll at the AGM	2,44,100	10	2,44,100	100	Nil	Nil	Nil	
Total	22,68,170	18	22,68,170	100	Nil	Nil	Nil	

Rangapor

Ahmedabad COP-2407



#### Item No. 6- Special Resolution

Empowering the Board to create mortgage/ security upto a limit of Rs.1500.00 Crores (Rupees One Thousand Five Hundred Crores) under section 180(1)(a) under the Companies Act, 2013:

Voting Method	Total Valid Votes	Votes in favour of the Resolution			Votes against the Resolution		
		No. of Folios	No. of Shares	% of total number of valid votes cast	No. of Folios	No. of Shares	% of total number of valid votes cast
Remote E-	20,24,070	8	20,24,070	100	Nil	Nil	Nil
Voting							
Poll at the	2,44,100	10	2,44,100	100	Nil	Nil	Nil
AGM							
Total	22,68,170	18	22,68,170	100	Nil	Nil	Nil

### Item No. 7- Special Resolution

To empower the Board to borrow money upto a limit of Rs. 1500.00 Crores (Rupees One Thousand Five Hundred Crores) under section 180(1)(c) under the Companies Act, 2013:

Voting Method	Total Valid Votes	Votes in favour of the Resolution			Votes against the Resolution			
		No. of Folios	No. of Shares	% of total number of valid votes cast	No. of Folios	No. of Shares	% of total number of valid votes cast	
Remote E-	20,24,070	8	20,24,070	100	Nil	Nil	Nil	
Voting								
Poll at the AGM	2,44,100	10	2,44,100	100	Nil	Nil	Nil	
Total	22,68,170	18	22,68,170	100	Nil	Nil	Nil	



All the resolutions have been passed with requisite majority.

The data sheet relating to e-voting/Poll at the AGM venue and other related papers/registers, records are handed over to the Chairman/Secretary of the Company.

Thanking you, Yours faithfully,

Name: Ravi Kapoor

**Practicing Company Secretary-Scrutinizer** 

FCS: 2587; COP: 2407

Date: 29/09/2017 Place: Ahmedabad Countersigned by Chairman Mr. Parag P. Shah Sun Finlease (Gujarat) Limited