

Avinash Bagul & Associates

Practicing Company Secretaries

D/101, Shiv Chhaya CHS, Eksar Road, Borivali (West), Mumbai 400 091

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FORM No. MGT-13

Report of Scrutinizer(s)

[Pursuant to section 109 of the Companies Act, 2013 and Rule 21(2) of the Companies
(Management and Administration) Rules, 2014]

To,
Mr. Yoshiaki Matsuoka
Chairman

16th Annual General Meeting (AGM) of the Equity Shareholders of ORIX Leasing & Financial Services India Limited ("Company") held on 22nd July, 2022, Friday at 11.30 a.m. through Video Conferencing / Other Audio-Visual Means (VC/ OAVM).

Dear Sir,

Subject:- Scrutinizer's report on passing of Resolution through poll at the 16th Annual General Meeting (AGM) of the Equity Shareholders of ORIX Leasing & Financial Services India Limited held on 22nd July, 2022, Friday at 11.30 a.m. at the Registered Office of the Company (deemed venue for the meeting), pursuant to the Ministry of Corporate Affairs ("MCA") circulars dated May 05, 2020 read together with circulars dated April 8, 2020, April 13, 2020, January 13, 2021, December 8, 2021, December 14, 2021 and May 05, 2022 (collectively referred to as "MCA Circulars") which permitted the holding of Annual General Meeting ("AGM") through VC / OAVM until December 31, 2022, without the physical presence of the Members at a common venue due to COVID-19 pandemic.

I, Avinash Bagul, Proprietor of Avinash Bagul and Associates, Practicing Company Secretaries, had been appointed by the Board of Directors of the Company in their meeting held on 31st March, 2021, to act as Scrutinizer(s) for the purpose of the scrutinizing the votes casted though poll on the below mentioned resolution(s), at the 16th Annual General Meeting (AGM) of the Equity Shareholders of ORIX Leasing & Financial Services India Limited through Video Conferencing / Other Audio Visual Means (VC/ OAVM).

I report that the Notices of AGM dated 27th June, 2022 (AGM Notice) was sent via electronic mode to all the Members/Directors/Secretarial Auditor/ Statutory Auditor/Debenture Trustee of the Company on 29th June, 2022.

The voting period for the members commenced at 11:30 a.m. immediately after the meeting started and concluded at 12: 00 Noon. All votes were received until the cut-off timing of 12:00 Noon on Friday 22nd July, 2022.



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On scrutiny, I report that out of 07 Shareholders, holding 10,09,35,901 shares as on cut-off date i.e., 22nd July, 2022, all 7 (seven) shareholders exercised their votes through poll.

The Management of the Company is responsible to ensure compliance with the requirements of the Companies Act 2013 and Rules prescribed relating to voting on the resolution contained in the Notice of the meeting.

My responsibility as a Scrutinizer is restricted to see voting is done through poll and making a Scrutinizer's Report of votes casted in favour or against the resolutions.

The poll / ballot papers were reconciled with the records maintained by the Company/ Registrar and Transfer Agents of the Company and the authorizations lodged with the Company.

I did not find any poll papers invalid.

The details of poll results for the items placed for consideration and approval of the members are given as below: -

a) Ordinary Resolution

Item No.1 -To consider and adopt the Audited Financial Statement of the Company for the year ended March 31, 2022 together with the Reports of the Board of Directors and Auditor's thereon - Ordinary resolution

Voted in favour of the resolution:

Number of members present and voted	Number of votes casted by them	% of total number of valid votes casted
07	10,09,35,901	100%

Voted against the resolution:

Number of members present and voted	Number of votes casted by them	% of total number of valid votes casted
0	0	0



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Invalid votes :

Total number of members whose votes were declared invalid	Total number of votes casted by them
Nil	Nil

b) Ordinary Resolution

Item No. 2- To re-appoint Mr. Yoshiaki Matsuoka (DIN 08141800) who retires by rotation as a Director of the Company – Ordinary resolution

Voted in favour of the resolution:

Number of members present and voted	Number of votes casted by them	% of total number of valid votes casted
07	10,09,35,901	100%

Voted against the resolution:

Number of members present and voted	Number of votes casted by them	% of total number of valid votes casted
0	0	0

Invalid votes:

Total number of members whose votes were declared invalid	Total number of votes casted by them
Nil	Nil

As per the scrutiny of the votes casted in respect of the resolutions by the poll, all the resolutions as specified in AGM Notice are passed as per the mentioned criteria.

The Scrutinizer's report is handed over (through e-mail) to the Chairman of the Meeting for declaration of results thereof.



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I thank you for the opportunity provided, to act as a Scrutinizer for the above poll process of ORIX Leasing & Financial Services India Limited.

Thanking you,

Yours faithfully,

For Avinash Bagul and Associates
PRACTICING COMPANY SECRETARIES



Avinash Bagul
Proprietor
FCS- 5578 /COP-19862
UDIN: F005578D000671727



Place: Mumbai
Dated: 25th July, 2022

ORIX Leasing & Financial Services India Ltd.

Chairman and Director

