

Avinash Bagul & Associates

Practicing Company Secretaries

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

Avinash Bagul
B.Com, FCS, LLB (Gen), ACMA, IP

Mobile: +91 9820009316
E- mail: avinash.bagul1959@gmail.com

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,
The Chairman
ORIX Leasing and Financial Services India Limited
Plot No. 94, Marol Co-operative Industrial Estate, Andheri-Kurla Road,
Andheri, Mumbai-400059.

17th Annual General Meeting ("AGM") of the Equity Shareholders of ORIX Leasing & Financial Services India Limited ("Company") held on Thursday, August 31, 2023, at 11:00 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 17th Annual General Meeting (AGM) of the Equity Shareholders of ORIX Leasing & Financial Services India Limited held on August 31, 2023, Thursday at 11:00 a.m. at the Registered Office of the Company (deemed venue for the meeting), pursuant to the Ministry of Corporate Affairs ("MCA") circular dated May 05, 2020 read together with circulars dated April 8, 2020, April 13, 2020, January 13, 2021, December 8, 2021, December 14, 2021, May 05, 2022 and December 28, 2022 (collectively referred to as "MCA Circulars") permitted the holding of the Annual General Meeting through VC / OAVM until September 30, 2023, without the physical presence of the Members at a common venue.

I, Avinash Bagul, Proprietor of Avinash Bagul & Associates, Practicing Company Secretaries, had been appointed by the Board of Directors of the Company in their meeting held on March 31, 2021, to act as Scrutinizer(s) for the purpose of the scrutinizing the votes casted through poll on the below mentioned resolution(s), at the 17th 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 AGM Notice dated July 31, 2023 was sent via electronic mode to all its Members, Directors, Statutory Auditor, Secretarial Auditor and Debenture Trustee by the Company on July 31, 2023.

The voting period for the Members / Shareholders commenced at 11:00 a.m. during the AGM and concluded at 11:30 a.m. Any votes casted after 11:30 a.m. on August 31, 2023, Thursday, were not considered for the purpose of the report.

On scrutiny, I report that out of 07 Shareholders collectively holding 100,935,901 shares as on cut-off date, August 31, 2023, 07 shareholders holding 100,935,901 shares, constituting 100 %, have exercised their votes through poll.



Avinash Bagul & Associates

Practicing Company Secretaries

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

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 cast in favour or against the resolution.

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 below: -

ORDINARY BUSINESS:

a) Ordinary Resolution:

Item No. 1: - To consider and adopt the Audited Financial Statement of the Company for the year ended March 31, 2023 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 voting	Number of votes casted by them	% of total number of valid votes cast
07	100,935,901	100

Voted **against** the resolution:

Number of Members present and voting	Number of votes casted by them	% of total number of valid votes cast
0	0	0

Invalid votes:

Total number of Members whose votes were declared invalid	Total number of votes cast by them
0	0



Avinash Bagul & Associates

Practicing Company Secretaries

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

b) Ordinary Resolution:

Item No. 2: - To re-appoint Mr. Takehiro Onishi (DIN: 09019630) who retires by rotation as a Director of the Company - Ordinary Resolution.

Voted in **favour** of the resolution:

Number of Members present and voting	Number of votes casted by them	% of total number of valid votes cast
07	100,935,901	100

Voted **against** the resolution:

Number of Members present and voting	Number of votes casted by them	% of total number of valid votes cast
0	0	0

Invalid votes:

Total number of Members whose votes were declared invalid	Total number of votes cast by them
0	0

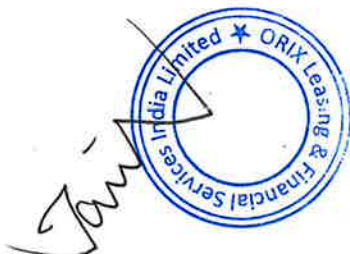
SPECIAL BUSINESSES:

a) Ordinary Resolution:

Item No. 3: - To appoint Mr. Shingen Matsuo (DIN: 09685164) as a Director of the Company - Ordinary Resolution

Voted in **favour** of the resolution:

Number of Members present and voting	Number of votes casted by them	% of total number of valid votes cast
07	100,935,901	100



Avinash Bagul & Associates

Practicing Company Secretaries

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

Voted **against** the resolution:

Number of Members present and voting	Number of votes casted by them	% of total number of valid votes cast
0	0	0

Invalid votes:

Total number of Members whose votes were declared invalid	Total number of votes cast by them
0	0

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.

I thank you for the opportunity provided, to act as a Scrutinizer for the above poll process of your Company.

Thanking you
Yours faithfully,

For Avinash Bagul & Associates
PRACTICING COMPANY SECRETARIES



Avinash Bagul
Proprietor
FCS- 5578 /COP-19862
UDIN: F005578E000894774

Place: Mumbai
Date: August 31, 2023

