

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

20th Extra-Ordinary General Meeting ("EGM") of the Equity Shareholders of ORIX Leasing & Financial Services India Limited ("the Company") held on Wednesday, November 08, 2023, at 01:30 P.M. through Video Conferencing / Other Audio-Visual Means ("VC/ OAVM").

Dear Sir,

Subject:- Scrutinizer's report on passing of Resolution through poll at the 20th Extra-Ordinary General Meeting (EGM) of the Equity Shareholders of ORIX Leasing & Financial Services India Limited held on November 08, 2023 Wednesday at 01:30 P.M. at the Registered Office of the Company (deemed venue for the meeting), pursuant to the Ministry of Corporate Affairs ("MCA") circular dated April 8, 2020 read together with circulars dated April 13, 2020, June 15, 2020, September 28, 2020, December 31, 2020, June 23, 2021, December 08, 2021, May 05, 2022, December 28, 2022 and September 25, 2023 (collectively referred to as "MCA Circulars") permitted the holding of the Extra-Ordinary General Meeting ("EGM") through VC / OAVM until September 30, 2024, 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 its 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 20th Extra-Ordinary General Meeting (EGM) of the Equity Shareholders of ORIX Leasing & Financial Services India Limited through Video Conferencing / Other Audio-Visual Means (VC/OAVM).

I report that the EGM Notice dated November 08, 2023 was sent via electronic mode to all its Members, Directors, Statutory Auditor, Secretarial Auditor and Debenture Trustee by the Company on November 08, 2023.

The voting period for the Members / Shareholders of the Company commenced at 01:30 p.m. during the EGM and concluded at 01:45 p.m. No votes casted after 01:45 p.m. on Wednesday, November 08, 2023.

On scrutiny, I report that out of 07 Shareholders of the Company collectively holding 100,935,901 shares as on cut-off date, November 08, 2023 and 07 shareholders holding 100,935,901 shares, constituting 100%, have exercised their votes through poll.

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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 appoint Mr. Sandeep Sinha (DIN: 06446963) as a Whole-Time 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



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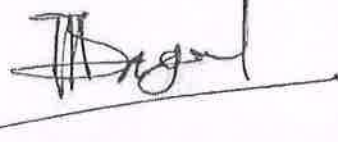
As per the scrutiny of the votes casted in respect of the resolution by the poll, the resolutions as specified in EGM Notice is passed by absolute majority.

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: F005578E001725340



Place: Mumbai
Date: November 08, 2023

