



Oswal Leasing Limited

Regd. Office: 105, Ashoka Estate, 24, Barakhamba Road, New Delhi - 110 001
E-mail: oswal_leasing@owmnahar.com, CIN : L65910DL1983PLC016036

Ref. No. OLL/Sec/2022-2023

September 30, 2022

Corporate Relations Department,
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai – 400001

Scrip Code: 509099

Sub.: PROCEEDINGS OF 38TH ANNUAL GENERAL MEETING OF OSWAL LEASING LIMITED

Dear Sir/ Madam,

Pursuant to Regulation 30 read with Para A of Part A of Schedule III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed proceedings of the 38th Annual General Meeting of the members of OSWAL LEASING LIMITED held on Friday, September 30, 2022 at 11:00 A.M. through **Video Conferencing (VC)/ Other Audio Visual Means (OAVM)**.

This is for your information and record.

Thanking you,
Yours Truly,

For Oswal Leasing Limited

Palak Narang
Company Secretary & Compliance Officer

Encl.: As above



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**PROCEEDINGS OF 38TH ANNUAL GENERAL MEETING OF OSWAL LEASING LIMITED HELD ON
FRIDAY, SEPTEMBER 30, 2022 AT 11:00 A.M. THROUGH VIDEO CONFERENCING (VC)/ OTHER
AUDIO VISUAL MEANS (OAVM).**

The 38th Annual General Meeting (AGM) of the members of OSWAL LEASING LIMITED was held today i.e. Friday, 30th September, 2022 at 11:00 A.M. through **Video Conferencing (VC)/ Other Audio Visual Means (OAVM)**.

The meeting was held in compliance with the General Circular numbers 14/2020, 17/2020, 20/2020, 02/2021, 19/2021, 21/2021 and 2/2022 dated April 08, 2020, April 13, 2020, May 05, 2020, January 13, 2021, December 08, 2021, December 14, 2021 and May 05, 2022, respectively, issued by the Ministry of Corporate Affairs ("MCA") (hereinafter collectively referred to as "MCA Circulars") and Circular numbers SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020, SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021 and SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated May 13, 2022 issued by the Securities and Exchange Board of India (SEBI) (hereinafter collectively referred to as "SEBI Circulars") and other applicable provisions of the Companies Act, 2013 and the rules made there under and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Ms. Palak Narang, Company Secretary and Compliance Officer of the Company commenced the meeting by welcoming all members at 38th Annual General Meeting (AGM) who were participating in the Meeting through **Video Conferencing (VC)/ Other Audio Visual Means (OAVM)** and she also briefed the general instructions regarding the participation in the meeting through video conferencing. She was informed that Statutory Registers and documents have been made available electronically for inspection by the members during the AGM.

She informed that Sh. Dinesh Gogna, Non-Executive Director, Dr. Roshan Lal Behl, Independent Director and Chairman of Audit Committee, Nomination and Remuneration Committee, Stakeholders Relationship Committee and Share Transfer Committee, Dr. Manisha Gupta, Independent Director and Mrs. Monica Oswal, Non- Executive Director, Mr. Ravi Kumar, Manager Cum Chief Financial Officer and in addition, Statutory Auditors, Secretarial Auditors and Internal Auditors of the Company had joined the meeting and the Company Secretary welcomed and introduced all the dignitaries with the Members.

She also informed that Sh. Kamal Oswal, Chairman of the Company could not join the meeting due to pre-occupations and hence as per Article 63 of the Articles of Association of the Company, Members have to elect the Chairman amongst the Directors present. Dr. Roshan Lal Behl, Director of the Company was elected as Chairman of the meeting by the members and he chaired the Meeting and he then welcomed the Members to the 38th Annual General Meeting who were participating at the AGM through VC or OAVM held in accordance with the circulars issued by the MCA and SEBI. Further, he informed that all efforts feasible under the circumstances have indeed been made by the Company to enable members to participate and vote on the item being considered in the meeting. After ascertaining presence of requisite quorum, the Chairman of the Meeting called the meeting to order through **Video Conferencing (VC)/ Other Audio Visual Means (OAVM)**.

The Chairman also informed that **Pursuant to MCA General Circular No. 14/2020 dated April 08, 2020, read with MCA General Circular No. 20/2020 dated May 05, 2020**, the facility to appoint proxy to attend and cast vote for the members is not available for this 38th AGM as the AGM is convened through VC / OAVM. However, in pursuance of Section 113 of the Companies Act, 2013,



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representatives of the members such as body corporate can attend the 38th AGM through VC/OAVM and cast their votes through e-voting.

With the permission of members present, the Notice convening the AGM, the Director's report, Audited Financial Statements for the Financial Year ended 31st March, 2022 and Auditors' Report had been sent through electronic mode to those Members whose e-mail addresses had been registered with the Company/ Company's RTA or Depositories, was taken as read. As the Audit Reports, did not contain any qualifications/adverse remarks it is not read at the meeting.

He then delivered his speech and also gave an overview of the financial performance of the Company for the financial Year ended March 31, 2022.

Further, the Company Secretary informed that in compliance with the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015 and applicable provisions of the Companies Act, 2013 read with circulars, issued by MCA and issued by SEBI, the Company has provided the facility to members of the Company, to exercise their right to vote, by electronic means on all the resolutions as set forth in the notice of 38th Annual General Meeting, **either through Remote E-voting or E-voting during AGM.**

The Company Secretary further informed that the remote e-voting facility commenced on **Tuesday, September 27, 2022 at 09:00 A.M. and ends on Thursday, September 29, 2022 at 05:00 P.M.** to all the members of the Company, who were holding shares (either in physical form or dematerialized form) as on the cut-off date i.e. **Friday, September 23, 2022.**

The members were informed that Sh. Madan Gopal Jindal, Proprietor of M/s. M.G. Jindal & Associates, Company Secretary in Practice, was appointed as Scrutinizer for scrutinizing the e-voting process in a fair and transparent manner.

The following items of business, as per the Notice convening the 38th AGM of the Company dated 09th August, 2022, were transacted at the meeting:

Sr. No.	Particulars of Resolutions	Type of Resolution
ORDINARY BUSINESS:		
1.	To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended March 31, 2022 together with the Reports of the Directors and Auditors thereon.	Ordinary Resolution
2.	To appoint a Director in place of Sh. Dinesh Gogna (DIN: 00498670) , who retires by rotation in terms of Section 152(6) of the Companies Act, 2013 and being eligible, offers himself for re-appointment.	Ordinary Resolution
SPECIAL BUSINESS:		
3.	To appoint Mr. Ravi Kumar as Manager of the Company.	Special Resolution



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Ms. Palak Narang, Company Secretary of the Company, further informed that the members were given an opportunity to send their queries atleast 7 days prior to the meeting mentioning their name, demat account number/folio number, email id, mobile number at oswal_leasing@owmnahar.com and ask questions and express their views during the AGM. Hence, No query was raised.

The Company Secretary addressed the members of the Company and informed that members attending the AGM, through Video Conferencing (VC) / Other Audio Visual Means (OAVM), who had not cast their votes by remote e-voting, can cast their votes through e-voting during the AGM, the voting on the CDSL platform shall remain open till 30 minutes from the conclusion of the AGM, so that the members can cast their vote.

The Company Secretary further informed that the consolidated results of e-voting i.e. remote e-voting and e-voting process during the AGM shall be submitted subsequent to receipt of Consolidated Scrutinizers' Report to the BSE Limited in the format prescribed under Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015 and will also be uploaded on the website of the Company at www.owmnahar.com and on the website of Central Depository Services (India) Limited (CDSL) at www.evotingindia.com.

The Company Secretary proposed a vote of thanks to the Chair and thanks to the members, Directors, Auditors and others for attending 38th Annual General Meeting and the Meeting was concluded at 11:47 A.M. (including the time allowed for e-voting at AGM). The quorum was present at the beginning and throughout the meeting.

Post the conclusion of the voting, the Scrutinizer's Report was received and all the above resolutions as set out in the Notice of 38th AGM were duly passed with requisite majority.

This is for your information and records please.

Thanking You,

Yours Truly,

For Oswal Leasing Limited

Palak Narang

Company Secretary and Compliance Officer