

GANODAYA FINLEASE LIMITED

NOTICE OF 33rd ANNUAL GENERAL MEETING

Notice is hereby given that the 33rd Annual General Meeting of the Members of the Company will be held at the Registered Office of the Company at A-402, Mangalam Appartment, 24/26 Hemanta Bose Sarani, Kolkata- 700 001 on Wednesday, the 25th September, 2019 at 1.00 P.M to transact the following businesses :-

ORDINARY BUSINESS:

1. To consider and adopt the audited Standalone and Consolidated Balance Sheet as at 31st March, 2019, the Statement of Profit and Loss for the year ended on that date, the Report of the Auditors thereon and the Report of the Board of Directors of the Company for the year ended 31st March, 2019.
2. To appoint M/s. VMD & Associates, Chartered Accountants, Kolkata (Firm Registration No. 326120E) as Statutory Auditors who shall hold office for the financial year 2019-20 from the conclusion of this 33rd Annual General Meeting till the conclusion of the 38th Annual General Meeting and to fix their remuneration. The Company has received a notice in writing from existing auditors expressing their unwillingness to be re-appointed.

“RESOLVED THAT pursuant to Section 139, 141 and other applicable provisions if any, of the Companies Act, 2013 read with Companies (Audit and Auditors) Rules, 2014 as amended from time to time, M/s. VMD & Associates, Chartered Accountants, Kolkata (Firm Registration No. 326120E), be and is hereby appointed as Statutory Auditors to hold office for the financial year 2019-20 from the conclusion of this 33rd Annual General Meeting till the conclusion of the 38th Annual General Meeting on such terms and conditions, including remuneration to be finalised in consultation with the Board of Directors and the Auditors.”

3. To appoint a Director in place of Mr. Arun Kumar Agarwalla (DIN: 00607272) who retires by rotation and being eligible, offers himself for re-appointment.

SPECIAL BUSINESS:

4. To consider & if thought fit, to pass with or without modification(s) the following resolution as an Ordinary Resolution:

“RESOLVED THAT Mr. Rajesh Kumar Routh [DIN: 00939206], an existing Independent Director, who has filed with the Company the required declaration as per Section 149(7) of the Companies Act, 2013 be and is hereby appointed an Independent Director of the Company for a second period of five years from the conclusion of Company's Thirty Third Annual General Meeting to the conclusion of Company's Thirty Eight Annual General Meeting.”

RESOLVED FURTHER that the Board (or any Committee thereof) be and is hereby authorised to take all such necessary actions in the matter”.

5. To consider & if thought fit, to pass with or without modification(s) the following resolution as an Ordinary Resolution:

“RESOLVED THAT Mr. Shambhu Nath Modi (DIN: 02782718), an existing Independent Director, who has filed with the Company the required declaration as per Section 149(7) of the Companies Act, 2013 be and is hereby appointed an Independent Director of the Company for a second period of five years from the conclusion of Company's Thirty Three Annual General Meeting to the conclusion of Company's Thirty Eight Annual General Meeting.”

RESOLVED FURTHER that the Board (or any Committee thereof) be and is hereby authorized to take all such necessary actions in the matter”.

GANODAYA FINLEASE LIMITED

6. To consider and if thought fit, to pass with or without modification(s), the following resolution as an Ordinary Resolution for Regularization of Additional Director, Deba Prasad Banerjee:-

RESOLVED THAT Mr. Deba Prasad Banerjee (DIN: 00607358) who was appointed as an Additional Director pursuant to the provisions of Section 161(1) of the Companies Act, 2013 ("the Act") and the Articles of Association of the Company and in respect of whom the Company has received a notice in writing under Section 160 of the Act from a member proposing his candidature for the office of Director and whose appointment has been recommended by the Nomination and Remuneration Committee and Board, be and is hereby appointed a Non Executive Non Independent Director of the Company liable to retire by rotation.

Registered Office : A-402,
Mangalam Appartment,
24/26 Hemanta Basu Sarani,
Kolkata- 700001.

Dated: 14th August, 2019

By order of the Board
For Ganodaya Finlease Limited

(Rina Saraya)
Company Secretary

Notes :

1. A Member entitled to attend and vote at the above Meeting is entitled to appoint one or more proxies to attend and vote instead of himself/herself and the proxy so appointed need not be a Member of Company.
2. The instrument appointing the proxy, in order to be effective, must be deposited at the Company's Registered Office, duly completed and signed, not less than FORTY-EIGHT HOURS before the commencement of the AGM.
3. A person can act as proxy on behalf of Members not exceeding fifty (50) and holding in the aggregate not more than 10% of the total share capital of the Company. In case a proxy is proposed to be appointed by a Member holding more than 10% of the total share capital of the Company carrying voting rights, then such proxy shall not act as a proxy for any other person or shareholder.
4. Corporate Members intending to send their authorized representative to attend the meeting are requested to send to the company a certified copy of Board Resolution authorizing their representative to attend and vote on their behalf in the meeting.
5. Members/Proxies/Authorised Representatives are requested to bring the attendance slips duly filled in for attending the Meeting. Members who hold shares in dematerialised form are requested to write their client ID and DP ID numbers and those who hold shares in physical form are requested to write their Folio Number in the attendance slip for attending the Meeting.
6. The Register of Members shall remain closed from 20th September, 2019 to 25th September, 2019 (both days inclusive).
7. As per Section 108 of the Companies Act 2013 read with Rule 20 of the Companies (Management of Administration) Rules, 2014, the items of business set out in the attached Notice may be transacted also through electronic voting system as an alternative mode of voting. The Company is providing the facility of casting votes through the electronic voting system ("e-Voting") under an arrangement with the Central Depository Services Limited (CDSL) as specified more fully in the instructions hereunder

GANODAYA FINLEASE LIMITED

- provided that once the vote on a Resolution is cast; a Member shall not be allowed to change it subsequently.
8. Voting shall be reckoned in relation to a Member's holding of the Paid-up Equity Share Capital of the Company as at close of business on 18th September, 2019 (Record Date).
 9. Members are requested to notify changes in address, if any, in case of shares held in electronic form to the concerned Depository Participant quoting their ID No. and in case of physical shares to the Registrar and Transfer Agents
 10. (a) Members desirous of receiving Notices and/or documents from the Company through the electronic mode are urged to update their email address with their Depository Participants, where shares are held in electronic form or to the Share Department of the Company / Registrars and Share Transfer Agents where shares are held in physical form.
(b) Email addresses of Members as advised to the Share Department of the Company / Registrar and Share Transfer Agents where shares are held in physical mode or registered with Depositories where shares are held in the electronic mode will be deemed to be the Member's registered Email address for serving Company documents/ notices as per provisions of the Act and the instructions of the Ministry of Corporate Affairs Members intending to refresh/update their email addresses should do so as soon as possible.
 11. a) Members desirous of getting any information in relation to the Company's Annual Report 2018-19 are requested to address their query (ies) well in advance, i.e. at least 10 days before the Meeting, to enable the Management to keep the information readily available at the Meeting.
 12. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) for all securities market transactions. Thereafter it was clarified vide Circular no. MRD/DOP/Cir-05/2009 dated May 20, 2009 that for securities market transactions and off market transaction involving transfer of shares in physical form of listed companies, it shall be mandatory for the transferee(s) to furnish a copy of PAN Card to the Company/Registrars and Share Transfer Agent for registration of such transfer of shares, Hence, Members holding shares in the electronic form are requested to submit their PANs to their Depository Participants with whom they maintain their Demat Accounts. Members holding shares in physical form should submit their PAN details to the Company/Registrars and Share Transfer Agents, S.K.Infosolutions Pvt.Ltd.
 13. As per requirements of the Listing Regulations with the Stock Ex- changes, particulars relating to appointment and reappointment of Directors are given in the Corporate Governance Section of the Annual Report.
 14. VOTING THROUGH ELECTRONIC MEANS
 - I. In compliance with provisions of Section 108 of the Companies Act, 2013, Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Amendment Rules, 2015 and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015, the Company is pleased to provide members facility to exercise their right to vote on resolutions proposed to be considered at the Annual General Meeting (AGM) by electronic means and the business may be transacted through e-Voting Services. The facility of casting the votes by the members using an electronic voting system from a place other than venue of the AGM ("remote e-voting") will be provided by Central Depository Services (India) Limited (CDSL).
 - II. The facility for voting through ballot paper shall be made available at the AGM and the members attending the meeting who have not cast their vote by remote e-voting shall be able to exercise their right at the meeting through ballot paper. The members who have cast their vote by remote e-voting

GANODAYA FINLEASE LIMITED

prior to the AGM may also attend the AGM but shall not be entitled to cast their vote again.

III. The instruction for shareholders voting electronically are as under:

- (i) The voting period begins on 21st September, 2019 (10:00 am) and ends on 24th September, 2019 (5:00 pm). During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of 18th September, 2019, may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter. Once the vote on a resolution is cast by the member, the member shall not be allowed to change it subsequently
- (ii) The shareholders should log on to the e-voting website www.evotingindia.com during the voting period
- (iii) Click on "Shareholders" tab.
- (iv) Now Enter your User ID
 - a. For CDSL: 16 digits beneficiary ID,
 - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
 - c. Members holding shares in Physical Form should enter Folio Number registered with the Company, excluding the special characters.
- (v) Next enter the Image Verification as displayed and Click on Login.
- (vi) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier voting of any company, then your existing password is to be used.
- (vii) If you are a first time user follow the steps given below:

For Members holding shares in Demat Form and Physical Form	
PAN	Enter your 10 digit alpha-numeric PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) <ul style="list-style-type: none"> • Members who have not updated their PAN with the Company/Depository Participant are requested to use the first two letters of their name and the 8 digits of the sequence number in the PAN field. In case the sequence number is less than 8 digits enter the applicable number of 0's before the number after the first two characters of the name in CAPITAL letters. Eg. If your name is Ramesh Kumar with sequence number 1 then enter RA00000001 in the PAN field.
DOB	Enter the Date of Birth as recorded in your demat account with the depository or in the company records for your folio in dd/mm/yyyy format.
Bank Number Account	Enter the Bank Account Number as recorded in your demat account with the depository or in the company records for your folio. <ul style="list-style-type: none"> • Please Enter the DOB or Bank Account Number in order to Login. • If both the details are not recorded with the depository or company then please enter the member-id / folio number in the Bank Account Number details field as mentioned in above instruction (iv).

(viii) After entering these details appropriately, click on "SUBMIT" tab.

- (ix) Members holding shares in physical form will then directly reach the Company selection screen. However, members holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep

GANODAYA FINLEASE LIMITED

- your password confidential.
- (x) For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (xi) Click on the EVSN for the relevant "GANODAYA FINLEASE LIMITED" on which you choose to vote.
- (xii) On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- (xiii) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
- (xiv) After selecting the resolution you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.
- (xv) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- (xvi) You can also take out print of the voting done by you by clicking on "Click here to print" option on the Voting page.
- (xvii) If Demat account holder has forgotten the same password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xviii) Note for Institutional Shareholders
- Institutional shareholders (i.e. other than Individuals, HUF, NRI etc.) are required to log on to <https://www.evotingindia.com> and register themselves as Corporates.
 - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
 - After receiving the login details they have to create a compliance user should be created using the admin login and password. The Compliance user would be able to link the account(s) for which they wish to vote on.
 - The list of accounts should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
 - A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
- (xix) In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions ("FAQs") and e-voting manual available at www.evotingindia.com under help section or write an email to helpdesk.evoting@cdslindia.com
15. Institutional Members / Bodies Corporate (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution / Authority letter etc. together with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote through e-mail at akkhandelia@rediffmail.com with a copy marked to helpdesk.evoting@cdslindia.com on or before 24th September, 2019, upto 5.00 pm. without which the vote shall not be treated as valid.
16. The voting rights of shareholders shall be in proportion to their shares of the paid up equity share capital of the Company as on the cut-off date (record date) of 18th September, 2019. A person who is not a member as on Cut Off date should treat this notice for information purpose only.
17. The shareholders shall have one vote per equity share held by them as on the cut-off date (record date) of 18th September, 2019. The facility of e-voting would be provided once for every folio / client id,

GANODAYA FINLEASE LIMITED

- irrespective of the number of joint holders.
18. Since the Company is required to provide members the facility to cast their vote by electronic means, shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date of 18th September, 2019 and not casting their vote electronically, may only cast their vote at the Annual General Meeting.
 19. Notice of the AGM along with attendance slip, proxy form along with the process, instructions and the manner of conducting e-voting is being sent electronically to all the members whose e-mail IDs are registered with the Company / Depository Participant(s). For members who request for a hard copy and for those who have not registered their email address, physical copies of the same are being sent through the permitted mode.
 20. Investors who became members of the Company subsequent to the dispatch of the Notice / Email and holds the shares as on the cut-off date for Notice i.e. 18th September, 2019 are requested to send the written / email communication to the Company at ganodayafinlease@gmail.com mentioning their Folio No. / DP ID and Client ID to obtain the Login-ID and Password for e-voting.
 21. Shri Anand Khandelia , Practising Company Secretary (Certificate of Practice Number FCS 5803 has been appointed as the Scrutinizer to scrutinize the e-voting process in a fair and transparent manner. The Scrutinizer shall within a period not exceeding three (3) working days from the conclusion of the e-voting period unblocks the votes in the presence of at least two (2) witness not in the employment and make a Scrutinizer's Report of the votes cast in favour or against, if any, forthwith to the Chairman of the Company.
 22. The results shall be declared on or after the AGM of the Company. The results declared alongwith the Scrutinizer's Report shall be placed on the website of CDSL within two (2) days of passing of the resolution at the AGM of the Company and will be communicated to The Calcutta Stock Exchange Limited.

EXPLANATORY STATEMENT PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013

Item Numbers 4 and 5

Mr. Rajesh Kumar Routh [DIN: 00939206] and Mr. Shambhu Nath Modi (DIN: 02782718) was re-appointed as an Independent Director of the Company at a Meeting of the Board of Directors held on 14th August, 2019.

The Board, as its Meeting held on on 14th August, 2019, has formed an opinion that each of them are persons of integrity and possess relevant expertise and experience for being re-appointed as an Independent Directors of the Company. In the Opinion of the Board, each of these persons fulfills the conditions specified in the Act and the Rules made thereunder and that they are each independent of the Management. They have also at the said Board Meeting filed declarations under Section 149(7) of the Act stating that they can function as Independent Directors within the meaning of Section 149(6) of the Act.

In view of the above position, approval of Members is sought, through Ordinary Resolutions, to formally re-appoint them as an Independent Directors as per Section 149(1) of the Act for a second period of five years from the conclusion of Company's Thirty Three Annual General Meeting to the conclusion of Company's Thirty Eight Annual General Meeting.

GANODAYA FINLEASE LIMITED

The company and the Independent Directors shall abide by the provisions specified in Schedule IV of the Act, and shall be governed and guided by the guidelines of professional conduct, role and functions, duties, manner of appointment, reappointment, resignation or removal, separate meetings and evaluations mechanism as provided therein. Their re-appointment once made at the Meeting shall be formalized through a letter of appointment, which will set out:

- a) the term of appointment ;
- b) the expectation of the Board from the appointed Director, the Board-level committee(s) in which the Director is expected to serve and its tasks ;
- c) the fiduciary duties that come with such an appointment along with accompanying liabilities;
- d) provision for Directors and Officers (D & O) insurance, if any ;
- e) the code of Business Ethics that the Company expects its Directors and employees to follow ;
- f) a list of actions that a Director should not do while functioning as such in the Company ; and
- g) the remuneration, mentioning periodic fees, reimbursement of expenses for participation in the Board and other Meetings and profit related commission, if any.

Formal letter of appointment shall be issued to each Independent Director upon appointment. The terms and conditions of the appointment shall be open for inspection at the registered office of the Company by any Member during normal business hours.

The Board is of the opinion that it would be in the interest of the Company to re-appoint Mr. Rajesh Kumar Routh and Mr. Shambhu Nath Modi as Independent Directors and Resolutions 4 and 5 been proposed to this end.

Mr. Shambhu Nath Modi and Mr. Rajesh Kumar Routh should be deemed concerned or interested in the particular Resolutions seeking to re-appoint each of them as Independent Directors. No other Director/Key Managerial Personnel or any relative of the Directors or the Key Managerial Personnel have any concern or interest in the aforesaid Resolutions. The passing of aforesaid Resolutions also do not relate to or affect any other Company.

Item Number 6

Mr. Deba Prasad Banerjee was appointed as an Additional Directors in accordance with the provisions of Section 161 of the Companies Act, 2013 and Article of Association of the Company. Pursuant to Section 161 of the Companies Act, 2013 he hold office up to the date of the ensuing Annual General Meeting. In this regard the Company has received request in writing from a member of the company proposing Mr. Deba Prasad Banerjee candidature for appointment as Directors of the Company in accordance with the provisions of Section 160 and all other applicable provisions of the Companies Act, 2013. The Board feels that presence of Mr. Deba Prasad Banerjee on the Board is desirable and would be beneficial to the company and hence recommend resolution No. 6 for adoption.

Registered Office : A-402,
Mangalam Appartment,
24/26 Hemanta Basu Sarani,
Kolkata- 700 001.

Dated: 14th August, 2019

By order of the Board
For Ganodaya Finlease Limited

(Rina Saraya)
Company Secretary

GANODAYA FINLEASE LIMITED

(CIN:L51226WB1986PLC040287)

Regd.Office:- A-402, Mangalam, 24/26 Hemanta Basu Sarani, Kolkata-700 001

Phone:033-22436243, Email: ganodayafinlease@gmail.com; Website: www.ganodayafinlease.com

ATTENDANCE SLIP

33rd Annual General Meeting- 25th September, 2019.

(To be presented at the entrance)

Name of the attending Member(In Block Letters)
Folio
DP ID CLIENT ID No.
No.of Shares Held
Name of PROXY (In Block Letters , to be filled in if Proxy Attends instead of the Member)

I hereby record my presence at the 33rd Annual General Meeting of the Company held on Wednesday ,
25th September, 2019 at 1.00 P.M at A-402, Mangalam, 24/26 Hemanta Basu Sarani, Kolkata- 700 001.

.....
Signature of the Member/Proxy

(to be signed at the time of handing over this slip)

--

GANODAYA FINLEASE LIMITED

(CIN:L51226WB1986PLC040287)

Regd. Office:- A-402, Mangalam, 24/26 Hemanta Basu Sarani, Kolkata-700 001

Phone:033-22436243, Email: ganodayafinlease@gmail.com; Website: www.ganodayafinlease.com

Form No. MGT 11

PROXY FORM

(33rd Annual General Meeting – 25th September, 2019)

[Pursuant to Section 105(6) of the Companies Act, 2013 and Rule 19(3) of the Companies (Management and Administration) Rules, 2014]

Name of the Member(s)	
Registered Address	
Folio No./DP ID-Client ID	
E-Mail ID	
No. of Shares	

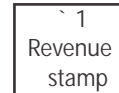
I/We, being the member(s) of _____ shares of the named company, hereby appoint

1. Name:	
Address:	
Email Id	Signature
or failing him	
2. Name:	
Address:	
Email Id	Signature
or failing him	
3. Name:	
Address:	
Email Id	Signature

as my proxy to attend and vote for me/us and on my/our behalf at the 33rd Annual General Meeting of the Company, to be held on Wednesday, the 25th September, 2019 at 1.00 P.M at A-402, Mangalam, 24/26 Hemanta Basu Sarani, Kolkata- 700 001 and at any adjournment thereof in respect of such resolutions as are indicated below:-

Sl.No.	Resolution	For	Against
Ordinary Business:			
1.	Adoption of Standalone and Consolidated Financial Statements of the Company for the year ended 31st March, 2019 together with the Director's & Auditors Report thereon.		
2.	Appointment of M/s VMD & Associates,, Chartered Accountants as Statutory Auditors of the Company.		
3.	To appoint a Director in place of Mr. Arun Kumar Agarwalla (DIN: 00607272) who retires by rotation and being eligible, offers himself for re-appointment.		
Special Business:			
4.	Re-appointment of Mr. Rajesh Kumar Routh (DIN: 00939206) as an Independent Non Executive Director		
5.	Re-appointment of Mr. Shambhu Nath Modi (DIN: 02782718) as an Independent Non Executive Director		
6.	Regularization of Appointment of Mr. Deba Prasad Banerjee (DIN: 00607358) as an Non Executive and Non Independent Director		

Signed this ____ day of _____ 2019



Signature of Member

Signature of proxy

Notes: (1) The proxy form to be effective should be duly completed, dated, signed, stamped and deposited at the registered office of the company at least 48 hours before the time fixed for holding the meeting.

(2) Please bring your copy of Annual Report to the Meeting.

--

Form No. MGT-12
Polling Paper

[Pursuant to section 109(5) of the Companies Act, 2013 and rule 21(1) (c) of the Companies
(Management and Administration) Rules, 2014]

Name of the Company : Ganodaya Finlease Ltd. Registered Office: A-402, Mangalam, 24/26 Hemanta Basu Sarani, Kolkata- 700 001. CIN: L51226WB1986PLC040287
--

BALLOT PAPER

Name sole /First Named Shareholder (In Block Letters)			
Postal Address			
Registered Folio No/ Client ID No.		No.of. Shares Held	

I hereby exercise my vote in respect Ordinary / Special Resolutions enumerated below by recording my assent or dissent to the said resolutions in the following manner:

Sl.No.	Resolution	For	Against
Ordinary Business:			
1.	Adoption of Standalone and Consolidated Financial Statements of the Company for the year ended 31st March, 2019 together with the Director's & Auditors Report thereon.		
2.	Appointment of M/s VMD & Associates,, Chartered Accountants as Statutory Auditors of the Company .		
3.	To appoint a Director in place of Mr. Arun Kumar Agarwalla (DIN: 00607272) who retires by rotation and being eligible, offers himself for re-appointment.		
Special Business:			
4.	Re-appointment of Mr. Rajesh Kumar Routh (DIN: 00939206) as an Independent Non Executive Director		
5.	Re-appointment of Mr. Shambhu Nath Modi (DIN: 02782718)) as an Independent Non Executive Director		
6.	Regularization of Appointment of Mr. Deba Prasad Banerjee (DIN: 00607358) as an Non Executive and Non Independent Director		

Signed this ____day of _____2019

.....

Signature of Shareholder(s)

Place _____

Note: Please read the instructions overleaf before exercising your vote.

--

GANODAYA FINLEASE LIMITED

INSTRUCTIONS

1. This ballot paper is provided to enable the shareholder(s) or their proxy(ies) for voting by way of Ballot Paper, who does not have access to e-voting facility and / or who have not voted through e-voting , so that they can also participate in voting process through physical Ballot Paper.
2. A Member can opt for only one mode of voting i.e through e-voting or by Ballot Paper. If a Member casts votes by both modes, then voting done through e-voting shall prevail and voting by Ballot Paper shall be treated as invalid.
3. The Scrutinizer will collate the votes downloaded from the e-voting system as well as the votes received through physical Ballot Papers from member(s) at the venue of AGM for declaring the final result for each of the Resolutions forming part of 33rd AGM Notice of Company.

Process and Manner for Members opting to vote by using the Ballot Paper.

1. Please complete and sign this Ballot Paper and drop in the locked Ballot Box provided in the meeting hall of this AGM for voting purpose.
2. This Ballot Paper should be signed by the Member as per the specimen signature registered with Registrar and Share Transfer Agent of the Company viz. M/s S/K/Infosolutions Pvt.Ltd. or by their proxy(ies) duly authorized by the Member. In case of Joint holding , the Ballot Paper should be completed and signed by the first named Member and in his/her absence, by the next named joint holder or by their proxy(ies) duly authorised by any Joint Holder(s). A power of Attorney (POA) holder may vote on behalf of a Member, mentioning the registration number of the POA registered with the Company or enclosing an duly attested / notarized copy of the POA.
3. In case the shares are held by companies, trusts, societies etc . the duly completed Ballot Paper should be accompanied by a certified true copy of the relevant Board Resolution / Authorization document(s).
4. Votes should be cast in case of each resolution separately either in favour or against by putting (✓) mark in the respective column provided in the Ballot Paper.
5. The voting rights of shareholders shall be in proportion of the shares held by them in the Paid-up Equity Share Capital of the Company as on Wednesday, 18th September, 2019 and each such share carries one voting right.
6. A member may request Ballot Paper from the Company or they can download the same from the website of the Company viz: www.ganodayafinlease.com , if so required.
7. Unsigned, incomplete, improperly or incorrectly tick marked Ballot Papers will be rejected. The Ballot Papers will also be rejected if it is torned , defaced or mutilated to the extent which makes it difficult for the Scrutinizer to identify either the Member or as to whether the votes are in favour or against or if the signature can not be verified with the available records.
8. The decision of the Scrutinizer on the validity of the Ballot Paper and any other related matter shall be final and binding.
9. The results declared alongwith Scrutinizer's Report shall be placed on the Company's website i.e www.ganodayafinlease.com within 3 working days of the conclusion of this AGM and on the website of CDSL whenever they upload, and will simultaneously be forwarded to the Stock Exchange(s) where the Company's shares are listed.

Route Map to AGM Venue

