MORNING GLORY LEASING AND FINANCE LIMITED

Iris House, 16 Business Centre, Nangal Raya, New Delhi-110046

CIN: L67120DL1984PLC018872

New Delhi: 01.10.2019

Metropolitan Stock Exchange of India Limited
Vibgyor Towers, 4th floor, Plot No C 62, G - Block,
Opp. Trident Hotel, Bandra Kurla Complex,
Bandra (E), Mumbai – 400098
Fax No. 022 26525731

Sub. : Submission of the Consolidated results of e-voting and Ballot/Poll conducted on the resolutions envisaged in the notice calling 35th Annual General Meeting (AGM) along with Scrutinizer's Report.

Dear Sir/Madam,

Pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of Companies (Management & Administration) Rules, 2014 as amended up to date, please find enclosed the consolidated voting results on the resolutions envisaged in the notice calling 35th Annual General Meeting (AGM) of the Company declared by the Company Secretary of the Company duly authorized by the Chairman of the meeting for declaration of results along with Scrutinizer's report submitted by Mr. Vimal Chadha, Practising Company Secretary (Membership no. FCS 5758; CP No. 18669) on the resolutions as set out in the notice dated 05.09.2019 of the 35th AGM of the Company held on 30.09.2019. The Consolidated Results along with the Consolidated Scrutinizer's Report has already been uploaded on the website of the Company www.morninggloryleasing.in.

Kindly take it on record and acknowledge the receipt.

Yours faithfully,
For Morning Glory Leasing & Finance Ltd.

Morning Glory Leasing & Finance Ltd. Delhi

Payal Madaan
Company Secretary cum Compliance Officer
ACS 58714

Encl: As above

Phone No. : +91 1147119100
Email: morninggloryleasing@gmail.com

MORNING GLORY LEASING AND FINANCE LIMITED

Iris House, 16 Business Centre, Nangal Raya, New Delhi-110046

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Declaration of Result of Voting for the resolutions contained in notice dated 05.09.19 calling Annual General Meeting of Morning Glory Leasing and Finance Limited which was held on Monday, 30.09.2019 at 11:00 a.m. at the Registered Office of the Company at Iris House 16, Business Centre, Nangal Raya, New Delhi- 110046.

To

The Members of the Company

For the purpose of casting votes for passing of resolutions envisaged in the notice calling Annual General Meeting of the Company, the members were given facility of Remote e-voting to cast their votes electronically from 27th September, 2019 (9:00 A.M.) to 29th September, 2019 (05:00 P.M.). For the members who have not casted their votes electronically and were present at the venue of AGM, voting was conducted through ballot/poll.

The Board of Directors had appointed Mr. Vimal Chadha, Practicing Company Secretary (Membership No- 5758; C.P No: 18669) as the scrutinizer for e-voting and ballot/poll. The Scrutinizer has carried out the scrutiny of all the electronic votes received up to the closure of Remote e-voting period and also of the polling papers received till the conclusion of the meeting and submitted its consolidated report dated 30.09.2019 for e-voting and for poll conducted at AGM.

The Consolidated Result based on the said Report dated 30.09.2019 is as follows:

S. No.	Particulars	Resolution Type (Special/Ordinary)	Percentage of Votes casts in favour	Percentage of Votes casts against
1.	Adoption of the Annual Audited Financial Statement for the financial year ended 31st March, 2019 and the reports of Board of Directors and Statutory Auditors thereon.	Ordinary	100%	0.00%
2.	To appoint a director in place of Mr. Rajesh Bagri (DIN: 00062377), who retires by rotation and being eligible offers himself for re-appointment.	Ordinary	100%	0.00%
3.	To appoint Statutory Auditors of the Company and fix their remuneration.	Ordinary	100%	0.00%

4.	To Consider re-appointment of Mr. Yogesh Mendiratta (DIN: 02747561), as an Independent Director of the Company not liable to retire by rotation for the further term of five years from 29.09.2019 to 28.09.2024	Special	100%	0.00%
5.	To Consider re-appointment of Mr. Anil Aggarwal (DIN: 00062244), as an Independent Director of the Company not liable to retire by rotation for the further term of five years from 11.02.2020 to 10.02.2025	Special	100%	0.00%

Based on the Consolidated Report of the Scrutinizer on remote e-voting and poll dated 30.09.2019 on the resolutions as set out in the notice of Annual General Meeting have been duly approved by the shareholders with requisite majority.
The AGM commenced at 11:00 A.M. and concluded at 12:30 P.M.

For Morning Glory Leasing & Finance Ltd.

Morning Glory Leasing and Finance Ltd. Delhi

Payal Madaan
Company Secretary cum Compliance Officer
ACS 58714

Date: 01.10.2019
Place: New Delhi

VIMAL CHADHA & ASSOCIATES
Company Secretaries
Email :cs.vimalchadha@gmail.com, M – 9971103053

CONSOLIDATED SCRUTINIZER'S REPORT

To,

The Chairman of 35thAnnual General Meeting (AGM) of the Equity Shareholders of Morning Glory Leasing and Finance Limited held on Monday, the 30th September, 2019 at 11.00 A.M. at IRIS House, 16, Business Centre, Nangal Raya, New Delhi – 110 046.

Dear Sir,

1. I, Vimal Chadha, Proprietor of Vimal Chadha & Associates, Company Secretary in practice, have been appointed as a Scrutinizer by the Board of Directors of Morning Glory Leasing and Finance Limited (the Company) for the purpose of:

(a) Scrutinizing the Remote e-voting process under the Provisions of Section 108 of the Companies Act, 2013 (ACT) read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended (Rules) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, and

(b) Poll through ballot papers under the Provisions of Section 109 of the Act read with Rule 21 of the Rules, on the Resolutions contained in the Notice of the AGM of the Equity Shareholders of the Company held on Monday, the 30th September, 2019 at 11.00 a.m. at IRIS House, 16, Business Centre, Nangal Raya, New Delhi – 110 046.

2. The Management of the Company is responsible to ensure the Compliance with the requirements of the Companies Act, 2013 and Rules relating to remote e-voting and Poll on the resolutions contained in the Notice of the 35thAnnual General Meeting (AGM) of the Members of the Company. My responsibility as a Scrutinizer for the remote e- voting process and for poll is restricted to make a Scrutinizer's Report of the Votes cast "in favour" or " against" the resolutions contained in the Notice of the 35thAnnual General Meeting (AGM), based on the reports generated from remote e- voting system provided by National Securities Depository Limited (NSDL), the authorized agency to provide remote e-voting facilities, engaged by the Company and also

VIMAL CHADHA & ASSOCIATES DELHI CP No. 18669 Company Secretaries at the time of poll based on the records provided by the Registrar and Share Transfer Agents of the Company.

3. The e-voting period remained open w.e.f. 27.09.2019 (9:00 A.M.) to 29.09.2019 (5:00 P.M.). The votes were unblocked on 30.09.2019 at 1:06 P.M. in the presence of two witnesses i.e. Mr. Uma Shanker Sah and Ms. Gourav Kumar, who are not in the Employment of the Company. They have signed below in confirmation of the event being unblocked in their presence:

(...) (...)
Uma Shanker Sah (Gourav Kumar)

Regarding voting by poll, after the time fixed for closing of the Poll by the Chairman, the Ballot Box kept for polling was locked in my presence with due identification marks placed by me. The Locked ballot box was subsequently opened in my presence and poll papers were diligently scrutinized. The Poll papers were reconciled with the Record maintained by the Company/ Registrar and Share Transfer Agents of the Company and the Authorisations/ Proxies lodged by the Company.

There were no Ballot papers which were incomplete or found defective.

4. I, submit herewith my consolidated Scrutinizer's Report on the Results of voting by remote E-voting and poll conducted at the venue of the AGM as follows:

Item No. of Notice and heading of the Resolution	Number of members present and voting (in person or by proxy)	Votes in favour of the resolution		Number of votes against the resolution		Invalid Ballot Papers
		Number	% of total number valid votes cast	Number	% of total number of valid votes cast	

VIMAL CHADHA & ASSOCIATES
Company Secretaries
Email :cs.vimalchadha@gmail.com, M – 9971103053

1. The Audited Financial Statement of the Company for the financial year ended 31st March, 2019 and the Directors' and Auditors' Reports thereon.	12	177235	71.28	0	0	0
2. Re-appointment of Mr. Rajesh Bagri (DIN: 00062377), as Director, who retires by rotation and being eligible offers herself for re-appointment.	12	177235	71.28	0	0	0
3. Appointment of Mr. Kumar Vishnu & Co., Chartered Accountants (FRN 017495C) as Statutory Auditors of the Company to hold the office from the conclusion of this AGM to till the conclusion of Next AGM of the Company to examine and audit accounts for the FY 2019-20.	12	177235	71.28	0	0	0
4. To re-appoint Mr Yogesh Mendiratta (DIN:02747561) as an Independent Director for a period of five years w.e.f. 29.09.2019 to 28.09.2024.	12	177235	71.28	0	0	0
5. To re-appoint Mr Anil Agarwal (DIN: 00062244) as an Independent Director for a period five years w.e.f. 11.02.02020 to 10.02.2025.	12	177235	71.28	0	0	0

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VIMAL CHADHA & ASSOCIATES ★ DELHI CP No. 18669 ★ Company Secretaries

Address : House No. 1362, Dr. Mukherjee Nagar, Delhi – 110 009

VIMAL CHADHA & ASSOCIATES

Company Secretaries

Email :cs.vimalchadha@gmail.com, M – 9971103053

Since the requisite number of votes cast in favour exceeded the number of votes cast against in respect of ordinary resolutions at Serial No. 1, 2 & 3 and the number of votes cast in favour were not less than three times the votes cast against in respect of special resolution at Serial No. 4 & 5, I hereby report that the above resolutions were passed with requisite majority.

All the related records of Electronic voting and voting by Ballots will remain in my safe custody until the Chairman considers, approve and sign the Minutes of Annual General Meeting and the same shall be handed over thereafter to the Chairman/Company Secretary for safe keeping.

Yours faithfully,

VIMAL CHADHA & ASSOCIATES DELHI CP No. 18669 Company Secretaries

(Vimal Chadha)
FCS- 5758, CP No.- 18669
SCRUTINIZER

Place: New Delhi
Date : 30.09.2019