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INOX LEASING AND FINANCE LIMITED

REGD. OFFICE : 69, JOLLY MAKER CHAMBERS II, NARIMAN POINT, MUMBAI - 400 021

CIN: U65910MH1995PLC085703 . E-mail: info@ilfl.co.in . www.ilfl.co.in

ILFL/VS

September 28, 2015

Central Depository Services India Limited
e-Voting Division,
16th Floor, P.J. Towers,
Dalal Street, Fort,
Mumbai - 400 001.

Dear Sir,

Sub: Declaration of Voting results in respect of Resolutions passed at the 20th Annual General Meeting of the company held on 28th September, 2015.

We would like to inform you that the 20th Annual General Meeting of the company was held on 28th September, 2015 at Ceejay House, 7th Floor, Dr. Annie Besant Road, Mumbai - 400018.

All the members present at the AGM had cast their votes through E voting, hence physical Poll was not required hence not conducted.

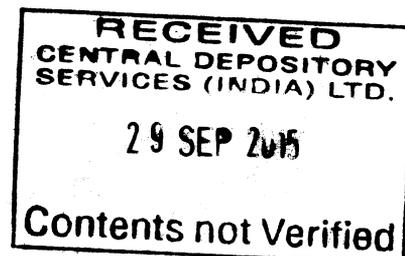
The voting results of the E voting opted by the Members on all the Resolutions from Item No. 1 to 5 , based on the report submitted by P. Naithani & Associates , Practising Company Secretaries, Mumbai who were Scrutinizers, to the Chairman of the AGM, is enclosed.

The voting results are also being placed on the website of the Company.

Thanking You,

Yours faithfully,
For Inox Leasing and Finance Limited

Vijay Saxena
Company Secretary





P. NAITHANI & ASSOCIATES

Company Secretaries

902, B Wing, Venus Tower, Veera Desai Road, Andheri (W), Mumbai - 400 053. Tel.: 022- 2674 4476 / 2674 0882 Mobile: +91 98204 00325 | Email: cs@careerimpact.in | Service Tax No: AAEPN1711BST001

SCRUTINIZER'S REPORT ON REMOTE E-VOTING

To

The Chairman,

Inox Leasing & Finance Limited,

69, Jolly Maker Chambers 2,

Nariman Point, Mumbai - 400021

Dear Sir,

Sub: Report on Remote E-Voting carried out during 25th September, 2015 (09.00 am) to 27th September, 2015 (05.00 pm) for Annual General Meeting (AGM) of Inox Leasing & Finance Limited held on 28th September, 2015.

I, Mr. Prasen Naithani, in the capacity of the Scrutinizer, furnish the report as under:

1. The Company engaged the services of Central Depository Services of India Limited (CDSL) (hereinafter referred to as the "Service Provider") to offer the Remote e-voting facility to its shareholders. The Remote e-voting facility was offered and kept open by the Company to its Shareholders for the period commencing on 25th September, 2015 (09.00 am) and ending on 27th September, 2015 (05.00 pm). The shareholders whose names appeared in the Register of Members / List of Beneficial Owners as on 21st September, 2015 (i.e. cut - off date) were allowed to participate and vote electronically during the aforesaid period of remote e-voting. On 28th September, 2015, the votes cast through Remote e-voting facility were duly unblocked by me in the capacity of the Scrutinizer in the presence of Ms. Pramila Gawde and Ms. Kavita Thombare who were present as

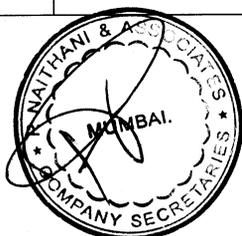
witnesses.



2. At the 20th AGM of the Company held on Monday the 28th September, 2015, at 10:00 A.M. at Ceejay House, 7th Floor, Dr. Annie Besant Road, Worli, Mumbai - 400018, the Company's inhouse Share Department confirmed that all the Members present had cast their votes through E-voting hence physical poll was not required & therefore was not conducted.
3. All the resolutions were passed with requisite majority. I am herewith enclosing the details containing inter alia, list of equity shareholders, who cast their votes through Remote E-voting of the resolutions.

CONSOLIDATED REPORT

Sr. No. Resolution	Particulars Of Resolution	Method Of Voting	Votes in favour of Resolution		Votes against Resolution		Invalid Votes
			No.	%	No.	%	
1	(a) Adoption of Audited Standalone Financial Statement of the Company for the year ended 31 st March, 2015, report of Board of Directors & Auditors thereon.	e-voting	10369445	97.65	-	-	-
		Poll	-	-	-	-	-
		Total	10369445	97.65	-	-	-
2	To take note of Interim dividend & Declaration of Final Dividend - Ordinary Resolution	e-voting	10369445	97.65	-	-	-
		Poll	-	-	-	-	-
		Total	10369445	97.65	-	-	-

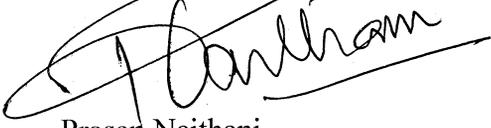


3	Re-appointment of Shri D.K. Jain (DIN: 00029782), who retires by rotation and being eligible offer himself for reappointment – Ordinary Resolution	e-voting	10369445	97.65	-	-	-
		Poll	-	-	-	-	-
		Total	10369445	97.65	-	-	-
4	Appointment of M/s. S. C. Bandi & Co. Chartered Accountants as Statutory Auditors upto the conclusion of the 22 nd AGM & to fix their remuneration – Ordinary Resolution	e-voting	10369445	97.65	-	-	-
		Poll	-	-	-	-	-
		Total	10369445	97.65	-	-	-
5	Consider Amendment of Articles of Association of the Company by inserting Article 16A After existing article 16 – Special Resolution	e-voting	10369445	97.65	-	-	-
		Poll	-	-	-	-	-
		Total	10369445	97.65	-	-	-

From the above report I state that the entire resolutions stand passed under the Remote e-voting with requisite majority.

The register and all other papers and relevant records relating to Remote e-voting are handed over to the Company Secretary.

For P. Naithani & Associates,
Practicing Company Secretary



Prasen Naithani
Proprietor

CP : 3389 FCS : 3830

Place : Mumbai

Date : 28th September, 2015

