HB LEASING AND FINANCE CO. LTD.

Regd. Office : Plot No. 31, Echelon Institutional Area, Sector - 32, Gurugram -122001 (Haryana)
Ph.:0124-4675500, Fax:0124-4370985, E-mail:corporate@hbleasing.com
Website : www.hbleasing.com, CIN : L65910HR1982PLC034071

27th August, 2026 **Listing Centre**

The Listing Department
BSE Limited,
Pheroze Jeejeebhoy Towers,
Dalal Street, Fort
Mumbai - 400 001

Company Code: 508956

Sub: - Submission of Proceedings along with Voting Results and Scrutinizer's Report for the 43rd Annual General Meeting (AGM) of the Company held today i.e. Thursday, 27th August, 2026 pursuant to Regulation 30 and 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Dear Sir / Madam,

We wish to inform you that the 43rd Annual General Meeting ("AGM") of the Company was held today i.e. **Thursday, 27th August, 2026 at 02:30 P.M** through Video Conferencing ('VC') / Other Audio Visual Means ('OAVM') in accordance with the applicable provisions of the Companies Act, 2013 and Circular(s) issued by the Ministry of Corporate Affairs (MCA) and Securities and Exchange Board of India (SEBI), to transact the business as stated in the Notice of AGM dated 22nd May, 2026.

The Board of Directors had appointed Ms. Jyoti Sharma, Company Secretary in Whole time Practice, C/o JVS & Associates as the Scrutinizer for the remote e-voting process and e-voting during the AGM.

As per the Consolidated Report of the Scrutinizer, all the resolutions placed at the 43rd Annual General Meeting of the Company held on 27th August, 2026 have been passed with the requisite majority.

In this regard, please find enclosed the following:

1) Proceedings of the 43rd AGM of the Company as required under Regulation 30, Para A, Part A of Schedule-III, SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as **'Annexure- I'.**

2) Voting Results of the business transacted at the 43rd AGM as required under Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as **'Annexure - II.'**

3) Consolidated Scrutinizer's Report dated 27th August, 2026 for votes casted through Remote e-voting and e-voting at the meeting pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as **'Annexure - III'.**

The Voting Results along with Consolidated Scrutinizer's Report are also available on the Company's website, www.hbleasing.com and on the website of National Securities Depository Limited (NSDL), www.evoting.nsdl.com

This is for your information and records.
Thanking you,

Yours faithfully,
For **HB LEASING AND FINANCE COMPANY LIMITED**

HB LEASING & FINANCE COMPANY LIMITED GURUGRAM

SHAHBAZ KHAN
(Company Secretary & Compliance Officer)
M.No.: A75337

Encl: As Above

Annexure-I

SUMMARY OF PROCEEDINGS OF 43RD ANNUAL GENERAL MEETING

The 43rd Annual General Meeting (AGM) of the Company was held on 27th August, 2026 at 02:30 P.M. through Video Conferencing (VC) / Other Audio Visual Means (OAVM) without the physical presence of the members at a common venue in terms of MCA Circular No. 03/2025 dated 22nd September, 2025 and other relevant circulars issued by MCA from time to time and SEBI Master Circular No. SEBI/HO/49/14/14(7)2025-CFD-POD2/I/3762/2026 dated 30th January, 2026 and other relevant circulars issued by the Securities and Exchange Board of India ("SEBI") (hereinafter collectively referred to as "the Circulars").

Mr. Shahbaz Khan, Company Secretary welcomed the members present at the 43rd AGM of the Company

Mr. Lalit Bhasin (DIN: 00002114), Director (Chairman) took the Chair. The requisite quorum being present, the Chairperson called the meeting to order and presented a brief overview of the Economy and the Company's performance and thereafter authorized the Company Secretary to carry out the proceedings of the meeting.

After that, the Company Secretary introduced all the Directors who attended the meeting through their respective locations. The Chairperson of the Audit Committee, Nomination & Remuneration Committee, Risk Management Committee and the Stakeholders Relationship Committee along with Secretarial Auditor and Scrutinizer were also present during the meeting.

The Company Secretary informed that in compliance with MCA and SEBI Circulars, Notice of the Annual General Meeting and the Annual Report containing the Board's Report, Auditor's Report, Audited Financial Statements for the financial year ended 31st March, 2026 were sent in electronic mode to Members whose e-mail addresses are registered with the Company or the Depository Participant(s). Accordingly, the Notice of AGM was taken as read.

The Company has also sent letters to the Members whose e-mail addresses were not registered with the Company / the Registrar and Transfer Agent (RTA), providing the exact web-link and path of the Notice along with the Annual Report for the Financial Year 2025-26.

The Company Secretary further informed that there are no qualifications, reservations, adverse remarks, observations, comments or disclaimer given either by the Statutory Auditors or the Secretarial Auditors of the Company in their Report for the financial year ended 31st March, 2026, the same was taken as read.

All documents referred to in the Notice of the meeting were available for inspection in electronic mode, from the date of circulation of the Notice up to the date of the meeting. Further, as per the requirements of the provisions of the Companies Act, 2013, (a) the Register of Directors, Key Managerial Personnel (KMP) and their Shareholding; (b) the Register of Contracts or Arrangements in which the Directors are interested were made available for inspection by the members in electronic mode at NSDL e-voting system during the AGM.

Pursuant to MCA and SEBI Circulars read with Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company engaged the services of National Securities Depository Limited (NSDL) to provide facility to the members to attend the meeting through VC and to exercise their vote electronically through Remote e-voting and e-voting at the AGM in respect of all the businesses set forth in the Notice of AGM.

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The remote e-voting period commenced on **Monday, 24th August, 2026 (09:00 A.M)** and ended on **Wednesday, 26th August, 2026 (05:00 P.M).**

Members who were present in the AGM through VC/OAVM facility and had not cast their vote through remote e-voting were provided an opportunity to cast their votes electronically at the AGM through the NSDL platform.

Ms. Jyoti Sharma, Company Secretary in Whole-time Practice (Membership No.: F8843, C.P. No.: 10196) was appointed as the Scrutinizer for scrutinizing the voting process in a fair and transparent manner.

The following items of business were transacted at the meeting:

Ordinary Business:

1. ADOPTION OF AUDITED FINANCIAL STATEMENTS FOR THE FINANCIAL YEAR ENDED 31ST MARCH, 2026 TOGETHER WITH THE REPORTS OF THE BOARD OF DIRECTORS AND AUDITORS THEREON– **ORDINARY RESOLUTION**

2. RE-APPOINTMENT OF MR. ANIL GOYAL (DIN: 00001938), DIRECTOR WHO RETIRES BY ROTATION AND BEING ELIGIBLE OFFERS HIMSELF FOR RE-APPOINTMENT– **ORDINARY RESOLUTION**

The Company Secretary then requested the moderator to invite the speakers, who had already registered their names to express their views, give suggestions and had queries on the operations and financial performance of the Company and related matters. Warm wishes on the performance of the Company were received from the speakers and in the chat box during the meeting.

It was further informed that that the voting results shall be announced to the Stock Exchange, BSE Limited, within the stipulated time frame in terms of relevant provisions of the Companies Act and SEBI Listing Regulations. The results declared along with the Scrutinizer's Report(s) shall also be placed on the website of the Company and on the website of NSDL immediately after the declaration of results.

The meeting was concluded with a formal vote of thanks to the Chairman, Directors and Members of the Company for attending the 43rd AGM of the Company. The e-voting facility was kept open for the next 15 minutes to enable the members to cast their votes.

The meeting concluded at 02:48 P.M.

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Continuation Sheet

Annexure – II

Details of Voting Results of the 43rd AGM pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Date of the AGM / ~~EGM~~	27th August, 2026
Cut-off date	21st August, 2026
Remote E-voting Period	24th August, 2026 (09:00 A.M.) to 26th August, 2026 (05:00 P.M.)
Total number of Shareholders on record date:	35837
No. of Shareholders present in the meeting either in person or through proxy: - **Promoters & Promoter Group:** - **Public:**	 NA NA
No. of Shareholders attended the meeting through Video Conferencing (VC) / Other Audio-Visual Means (OAVM): - **Promoters & Promoter Group:** - **Public:**	 6 79
No. of resolutions passed at the meeting	02

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Resolution (2)

Resolution required: (Ordinary / Special)	Ordinary
Whether promoter/promoter group are interested in the agenda/resolution?	No
Description of resolution considered	RE-APPOINTMENT OF MR. ANIL GOYAL (DIN: 00001938), DIRECTOR WHO RETIRES BY ROTATION AND BEING ELIGIBLE OFFERS HIMSELF FOR RE-APPOINTMENT

Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	5496856	5496856	100.0000	5496856	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	5496856	5496856	100.0000	5496856	0	100.0000	0.0000
Public- Institutions	E-Voting	206833	204533	98.8880	204533	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	206833	204533	98.8880	204533	0	100.0000	0.0000
Public- Non Institutions	E-Voting	7159042	526490	7.3542	526203	287	99.9455	0.0545
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	7159042	526490	7.3542	526203	287	99.9455	0.0545
Total		12862731	6227879	48.4180	6227592	287	99.9954	0.0046
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

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Resolution (1)

Resolution required: (Ordinary / Special)	Ordinary
Whether promoter/promoter group are interested in the agenda/resolution?	No
Description of resolution considered	ADOPTION OF AUDITED FINANCIAL STATEMENTS FOR THE FINANCIAL YEAR ENDED 31ST MARCH, 2026 TOGETHER WITH THE REPORTS OF THE BOARD OF DIRECTORS AND AUDITORS THEREON.

Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	5496856	5496856	100.0000	5496856	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	5496856	5496856	100.0000	5496856	0	100.0000	0.0000
Public-Institutions	E-Voting	206833	204533	98.8880	204533	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	206833	204533	98.8880	204533	0	100.0000	0.0000
Public- Non Institutions	E-Voting	7159042	526490	7.3542	526203	287	99.9455	0.0545
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	7159042	526490	7.3542	526203	287	99.9455	0.0545
Total		12862731	6227879	48.4180	6227592	287	99.9954	0.0046
						Whether resolution is Pass or Not.	Yes	
						Disclosure of notes on resolution	Add Notes	

HB LEASING & FINANCE COMPANY LIMITED GURUGRAM

ANNEXURE - III

JVS & ASSOCIATES
COMPANY SECRETARIES

Flat No. 588, Pocket No. 4
Sector-11, Dwarka
New Delhi-110075

+91 - 9717816322
+91 - 9810370312
legal2015js@gmail.com

Scrutinizer's Report

[Pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and other applicable provisions of the Companies Act 2013 (as amended); Secretarial Standards on General Meetings ('SS-2') issued by the Institute of Company Secretaries of India & Regulation 44 of Securities and Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulations, 2015 as amended from time to time and the Circulars issued by "MCA" and "SEBI"]

To,
The Chairman
HB LEASING AND FINANCE COMPANY LIMITED
(CIN: L65910HR1982PLC034071)
Plot No. 31, Echelon Institutional Area,
Sector -32, Gurugram-122001, Haryana

Dear Sir,

Subject: Consolidated Scrutinizers' Report on voting by remote e-voting and e-voting at 43rd Annual General Meeting ("AGM") of HB Leasing and Finance Company Limited held on August 27, 2026 at 02:30 P.M through Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM").

I, Jyoti Sharma proprietor of **M/s JVS & Associates**, Company Secretaries (C.P. No. 10196), having office at Flat No. 588, Pocket No. 4, Sector-11, Dwarka, New Delhi-110075, has been appointed as Scrutinizer by the Board of Directors of **HB Leasing and Finance Company Limited ("the Company")** for the purpose of scrutinizing the voting through remote e-voting and e-voting during the AGM of HB_Leasing and Finance Company Limited , held on Thursday, 27th August, 2026 at 02:30 PM and concluded at 02:48 PM, through video conferencing (VC) in accordance with circulars issued by Ministry of Corporate Affairs (MCA) and Securities and Exchange Board of India (SEBI) from time to time.

The Management is responsible for ensuring the compliance of (i) the Companies Act, 2013 and the Rules made thereunder; (ii) SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015; and (iii) Secretarial Standard 2 on General Meetings issued by the Institute of Company Secretaries of India relating to e-voting facility provided to shareholders and for the resolutions proposed in the Notice of AGM. My responsibility as a Scrutinizer is restricted to (i) ensure that the e-voting process is conducted in a fair and transparent manner; (ii) scrutinize the votes casted through e-voting by the shareholders of the Company; and (iii) render consolidated Scrutinizer's Report on the result of e-voting on the resolutions, based on the reports generated from the electronic voting system provided by National Securities Depository Limited (NSDL).

A) The Company has engaged the services of NSDL to provide e-voting facilities to all the Members who were eligible for voting.

JVS & Associates ★ CP No.-10196 ★ Company Secretaries

B) The remote e-voting facility was provided to the members from **Monday, 24th August, 2026 (09:00 A.M.)** till **Wednesday, 26th August, 2026 (05:00 P.M)** and e-voting was also provided during the AGM till 15 minutes after the conclusion of the proceedings of the AGM, to the Members who couldn't cast their vote earlier.

C) The Cut-off date for the purpose of identifying the Members who were entitled to vote on the Resolution(s) placed before the AGM for approval was **Friday, 21st August, 2026**.

D) In accordance with the provisions of the Companies Act, 2013 and the Companies (Management & Administration) Rules, 2014 with respect to voting and on proper scrutiny, I report the result as under:

1. Ordinary Resolution passed for adoption of the Audited Financial Statements for the Financial Year ended 31st March, 2026 together with the reports of the board of directors and Auditors thereon.

Votes in favour 99.9954 % and Votes against are 0.0046 %

2. Ordinary Resolution passed for Re-appointment of Mr. Anil Goyal (DIN: 00001938) director who retires by rotation and being eligible offers himself for re-appointment.

Votes in favour 99.9954 % and Votes against are 0.0046 %

E) The details of voting on the above-mentioned Ordinary Resolutions are enclosed as **Annexure I**.

F) The Register, all other papers and relevant records relating to remote e-voting and e-voting at AGM shall remain in my safe custody until the chairman considers, approves and signs the minutes of the aforesaid Annual General Meeting and the same will be thereafter handed over to the Company Secretary for safe keeping.

For JVS & Associates
Company Secretaries

JVS & Associates Company Secretaries CP No.-10196

Jyoti Sharma
C.P. No. 10196
(Company Secretary)
M. No. F8843
FRN: I2011DE848300
Peer Review No: 6822/2025
UDIN: F008843H001247401

Countersigned

....

Anil Goyal
(Director/ Person authorised by the chairman)

Place: Gurugram
Date: 27th August 2026

On completion of E-voting, I have unblocked and downloaded the results of the E-voting for scrutiny, in the presence of two witnesses on 27th August, 2026 at Gurugram, who are not in the employment of the Company or NSDL. They have signed below, in confirmation of votes being unblocked in their presence.

Ms. Anshika Yadav
House No. 90 Block B Street No. 9
Najafgarh New Delhi-110043

Ms. Nisha Prajapati
17-A, Block O, Chanakya Place, Part 2,
New Delhi 110059

Thereafter the details containing, inter-alia, list of equity shareholders, who voted "For" and "Against" were download from the E-voting website of NSDL.

Annexure I

Annexure to Scrutinizer's Report

Date of AGM	**27th August, 2026**
Total number of shareholders on Record Date	**35837**
Number of shareholders present in the meeting either in person or through proxy **Promoter and Promoter Group:** **Public:**	 **N.A** **N.A**
Number of shareholders attended the meeting through video Conferencing **Promoter and Promoter Group:** **Public:**	 **6** **79**

JVS & Associates ★ CP No.-10196 ★ Company Secretaries

Item No. 1- Adoption of the Audited Financial Statements for the Financial Year ended 31st March, 2026 together with the reports of the board of directors and Auditors thereon.

Resolution required: (Ordinary/Special)				Ordinary				
Whether promoter/ promoter group are interested in the agenda/resolution?				No				
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes - Favour (4)	No. of Votes - Against (5)	No. of votes in favour on votes polled (6)=[(4)/(2)]*100	No. of votes in against on votes polled (7)=[(5)/(2)]*100
Promoter and promoter Group	E-Voting	5496856	5496856	100	5496856	0	100	0
	E-voting at AGM		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total (A)	**5496856**	**5496856**	**100**	**5496856**	**0**	**100**	**0**
Public-Institutions	E-Voting	206833	204533	98.8880	204533	0	100	0
	E-voting at AGM		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total (B)	**206833**	**204533**	**98.8880**	**204533**	**0**	**100**	**0**
Public-Non Institutions	E-Voting	7159042	526490	7.3542	526203	287	99.9455	0.05450
	E-voting at AGM		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total (C)	**7159042**	**526490**	**7.3542**	**526203**	**287**	**99.9455**	**0.05450**
Total	**(A+B+C)**	**12862731**	**6227879**	**48.4180**	**6227592**	**287**	**99.9954**	**0.0046**

RECOMMENDATION: I report that Item No. 1 specified in the AGM Notice dated May 22, 2026 has been passed with requisite majority.

Details of Abstain Votes	
Category	**No. of Votes**
Promoter and Promoter Group	0
Public Institutions	0
Public-Non Institutions	0

JVS & Associates
CP No.-10196
Company Secretaries

Item No. 2- Re-appointment of Mr. Anil Goyal (DIN: 00001938) director, who retires by rotation and being eligible offers himself for re-appointment

Resolution required: (Ordinary/Special)				Ordinary				
Whether promoter/ promoter group are interested in the agenda/resolution?				No				
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)] *100	No. of Votes - Favour (4)	No. of Votes - Against (5)	No. of votes in favour on votes polled (6)=[(4)/(2)]*100	No. of votes in against on votes polled (7)=[(5)/(2)]*100
Promoter and promoter Group	E-Voting		5496856	100	5496856	0	100	0
	E-voting at AGM		0	0	0	0	0	0
	Postal Ballot (if applicable)	5496856	0	0	0	0	0	0
	Total (A)	**5496856**	**5496856**	**100**	**5496856**	**0**	**100**	**0**
Public-Institutions	E-Voting		204533	98.8880	204533	0	100	0
	E-voting at AGM		0	0	0	0	0	0
	Postal Ballot (if applicable)	206833	0	0	0	0	0	0
	Total (B)	**206833**	**204533**	**98.8880**	**204533**	**0**	**100**	**0**
Public-Non Institutions	E-Voting		526490	7.3542	526203	287	99.9455	0.05450
	E-voting at AGM		0	0	0	0	0	0
	Postal Ballot (if applicable)	7159042	0	0	0	0	0	0
	Total (C)	**7159042**	**526490**	**7.3542**	**526203**	**287**	**99.9455**	**0.05450**
Total	**(A+B+C)**	**12862731**	**6227879**	**48.4180**	**6227592**	**287**	**99.9954**	**0.0046**

RECOMMENDATION: I report that Item No. 2 specified in the AGM Notice dated May 22, 2026 has been passed with requisite majority.

Details of Abstain Votes	
Category	**No. of Votes**
Promoter and Promoter Group	0
Public Institutions	0
Public-Non Institutions	0

JVS & Associates Company Secretaries CP No.-10196

I report that all the Ordinary Resolutions as mentioned in the AGM Notice dated May 22, 2026 have been passed with requisite majority.

For JVS & Associates
Company Secretaries

JVS & Associates CP No.-10196 Company Secretaries

Jyoti Sharma
C.P. No. 10196
M. No. F-8843
FRN: I2011DE848300
Peer Review No: 6822/2025
UDIN: F008843H001247401

Place: Gurugram
Date: 27th August, 2026