ABHINAV LEASING AND FINANCE LIMITED

REGD OFF: S-524, IST FLOOR, VIKAS MARG, SHAKARPUR-DELHI-110092
Email: abhinavleasefinltd@gmail.com, Website: www.abhinavleasefinltd.in
CIN: L65100DL1984PLC018748 Ph: 011-40108941

05.09.2022

To

General Manager
BSE LIMITED
Corporate Relationship Department
P J Towers, Dalal Street
Mumbai-400001

Dear Sir,

Subject: Notice of Annual General Meeting and Book Closure

Annual General Meeting of the Members of **ABHINAV LEASING AND FINANCE LIMITED** will be held on **Friday, 30th September, 2022 at 10:00 A.M.** at, "S-524, Vikas Marg, Shakarpur-Delhi-110092".

1. Register of members and share transfer books will be closed from Saturday 24th September, 2022 to Friday 30th September, 2022 (both the days inclusive).

2. The remote e-voting period begins on **Tuesday, 27th September, 2022 (9:00 A.M.) and ends on Thursday, 29th September, 2022 (5:00 P.M.)**

Copy of notice of Annual General Meeting is enclosed herewith.
Kindly take the above information on records

Thanking you
Yours Faithfully

For ABHINAV LEASING AND FINANCE LIMITED

Atul Kumar Agarwal
(Director)

ABHINAV LEASING AND FINANCE LIMITED

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CIN: L65100DL1984PLC018748 **PH:** 011-40108941

N O T I C E

Notice is hereby given that the **38th** Annual General Meeting of the Members of **ABHINAV LEASING AND FINANCE LIMITED** (CIN L65100DL1984PLC018748) will be held on **Friday, 30th September, 2022 at 10:00 A.M.** at, "S-524, VIKAS MARG, SHAKARPUR-DELHI-110092" to transact the following business:

ORDINARY BUSINESS:-

1. To receive, consider and adopt the Audited Accounts for the year ended 31st March, 2022 and the Auditor's and Director's Report thereon.

2. To appoint Mr. Himanshu Agarwal (DIN 05192834), who retires by rotation and being eligible offers himself for re-appointment.

   "**RESOLVED THAT** Mr. Himanshu Agarwal (DIN 05192834), who retires by rotation from the Board of Directors pursuant to the provisions of Section 152 of the Companies Act, 2013 and Articles of Association of the Company, and being eligible offers himself for re-appointment, be Mr. Himanshu Agarwal (DIN 05192834)as the Director of the Company."

Brief Profile of Mr. Himanshu Agarwal

Mr. Himanshu Agarwal aged 32 years, is Director and Chief Financial officer of our Company. He holds a degree of Bachelor of Commerce. He was appointed on the Board on February 07th, 2015 and further designated as the Chief Financial officer of the Company on May 26th, 2017. He is actively engaged in managing the company since his appointed as Director. He has rich experience in the industry. He has been instrumental in taking major policy decision of the Company. He is playing vital role in formulating business strategies and effective implementation of the same. He is responsible for the expansion and overall management of the business of our Company. His leadership abilities have been instrumental in leading the core team of our Company.

3. To re-appoint **M/S G A M S & ASSOCIATES LLP (FRN 0N500094)**, as Statutory Auditor of the Company, who was appointed to fill the casual vacancy caused due to resignation of M/s Moon And Company, Chartered Accountants, (FRN/Membership No: 523034), for a term of 5 years, for the F.Y. 2022-2023 to 2026-2027 as the Statutory Auditor, to hold office form the conclusion of this Annual General Meeting, until the conclusion of sixth Annual General Meeting to be held after this meeting and to fix their remuneration as may be determined by the Board of Directors of the Company."

   RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution."

SPECIAL BUSINESS:-

4. **TO RE-APPOINT MRS. MAMTA AGARWAL (DIN:02425119) AS MANAGING DIRECTOR OF THE COMPANY FOR A TERM OF FIVE YEARS**

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

"**RESOLVED THAT** in accordance with the provisions of Section 196, 197 and 203 read with schedule V and any other applicable provisions of the companies Act, 2013 and the Companies(Appointment and remuneration of Managerial Personnel) Rules, 2014 (including any statutory modifications(s) thereto or re-enactment thereof for the time in being in force) and pursuant to the provision of Articles of Association of the Company and subject to the approvals required, the consent of the members of the members of the company be and is hereby accorded for re-appointment of Mrs. Mamta Agarwal (DIN: 02425119), as the Managing Director of the company, for a period of five years with effect from 11h August,2022 and the payment of remuneration as may be determined by the board or any of its Committee, from time to time, within the maximum limits of remuneration for the Managing Director approved by the members of the company on such terms and conditions as set out in the foregoing resolution and the explanatory Statement annexed hereto.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution."

Brief Profile of Mrs. Mamta Agarwal

Mrs. Mamta Agarwal aged 48 years, is Director and Managing Director of our Company. She was appointed on the Board on August 10th, 2017 and further designated as the Managing Director of the Company on August 10th, 2017. Mrs. Mamta Agarwal is having good experience in Financial Sector. Also she is having rich exposure of managing business organization. She is also having directorship in some other Companies.

Her experience has helped the Company to grow extensively over the period of time. She is playing vital role in formulating business strategies and effective implementation of the same. She is responsible for the expansion and overall management of the business of our Company. Her leadership abilities have been instrumental in leading the core team of our Company.

5. **TO MAKE INVESTMENTS, GIVE LOANS, GUARANTEES AND SECURITY IN EXCESS OF LIMITS SPECIFIED UNDER SECTION 186:-**

To consider and if thought fit, to pass with or without modification(s), the following resolution as a **Special Resolution**:

"**RESOLVED THAT** pursuant to the provisions of section 186(3) and any other applicable provisions of the Companies Act, 2013 read with the relevant rules made thereunder, including any statutory modifications(s) thereof for the time being in force, subject to the

terms of Articles of Association of the Company and subject to the such other approvals, consent, sanctions and permissions as may be necessary, the consent of the members be and is hereby accorded to the Board of Directors(hereinafter referred to as "the Board" which term shall be deemed to include any of Committee of Board) for making investments(s) in excess of Limits specified under Section 186 of the Companies Act, 2013 from time to time in acquisition of securities of any body corporate or for giving loans, guarantees or providing securities to any body corporate or other person/ entity whether in India or outside India, as may be considered appropriate for an amount not exceeding INR 125/- Crores (Rupees One hundred twenty five crores only), notwithstanding that such investment and acquisition together with existing investments of the company in all other bodies corporates, Loans and guarantees given and securities provided shall be in excess of the limits prescribed under section 186(3) of the Companies Act,2013 i.e. the Limits available to the company is sixty per cent of its Paid-up Share capital, free reserves and securities premium account or one hundred per cent of its free reserves and securities premium account, whichever is more.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution."

6. **TO INCREASE THE LIMITS FOR BORROWINGS U/S 180(1)(C)**

To consider and if thought fit, to pass with or without modification(s), the following resolution as a **Special Resolution**:
"**RESOLVED THAT** in the suppression of all the earlier resolution passed and pursuant to the provisions of section 180(1)(c) and other applicable provisions, if any, of the Companies Act, 2013 read with Companies(Meetings of Board and its Powers) Rules, 2014 including any Statutory modifications(s) thereto or re-enactment(s) thereof, the consent of the members of the members of the company be and is hereby accorded to the Board of Directors of the company to borrow money, as and when required, from banks(s), financial institution(s), foreign lenders(s), any body corporate entity(ies), authority(ies) through suppliers credit, through any other instruments either in Indian rupees or in such other foreign currencies as may be permitted under any law from time to time, notwithstanding that money so borrowed together with monies already borrowed by the company, if any, apart from temporary loans obtained from the Company's bankers in the ordinary course of business, may exceed the aggregate of the paid-up share capital of the company and its free reserves provided that the total so borrowed by the Board shall not at any time exceed of INR 180/- (Rupees One hundred eighty crores only) or limits so prescribed under section 180(1)(c), as may be amended from time to time, whichever is higher.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution."

7. **APPROVAL FOR RELATED PARTY TRANSACTIONS:-**

To consider and, if thought fit, to pass with or without modification, the following resolution as a **Special Resolution**:

"**RESOLVED THAT** pursuant to the provisions of Section 188 of the Companies Act,2013 and all other applicable provisions, if any, of the companies Act, 2013 (the Act) read with the companies (Meetings of board and its powers) Rules, 2014 and read with the

regulation 23 of SEBI (Listing Obligations Disclosure Requirements) Regulations 2015 consent of the members be and is hereby accorded to the Board of directors of the Company to enter into the contracts and/or arrangements with the following related parties and its associate companies as defined under the Act, with respect to sale, purchase or supply of any goods or material, selling or otherwise disposing of or buying, leasing of property of any kind, availing or rendering of any services or any other transactions of whatever nature, giving and taking of ICD's creation of secured charges with the following Related Parties and its associates on such terms and conditions as may be mutually agreed upon between the Board of Directors of the Company and all the Related Parties up to maximum amount per amount per transaction not exceeding 5 (Five) Crores/-. The Company hereby approves, ratifies and confirms the said agreements/ transactions entered into with the related parties as defined under the act, Rules made there under and SEBI (LODR), regulations with effect from 1st April, 2022:-

S. No.	Name of Related Party	Period Of Contract	Particulars Of Contract	Expected Maximum Value Of per Transaction W.E.F. 1st April, 2022 (In Crores `)
1.	Svam Software Limited	1st April, 2022 to 31st March 2023	Availing or rendering of any service, Selling or otherwise disposing of, or buying, property of any kind, ICDs taken/given and creation of charges, payment of Interest on ICDs etc., or any other material related party transactions.	5.00
2.	Jolly Plastic Industries Limited	1st April, 2022 to 31st March 2023	Availing or rendering of any service, Selling or otherwise disposing of, or buying, property of any kind, ICDs taken/given and creation of charges, payment of Interest on ICDs etc., or any other material related party transactions.	
3.	Tridev Infraestates Limited	1st April, 2022 to 31st March 2023	Availing or rendering of any service, Selling or otherwise disposing of, or buying, property of any kind, ICDs taken/given and creation of charges, payment of Interest on ICDs etc., or any other material related party transactions.	
4.	Aglow Financial Services Private Limited	1st April, 2022 to 31st March 2023	Sale, purchase or supply of any goods or material, availing or rendering of any service, Selling or otherwise disposing of, or buying, property of any kind, ICDs taken/given and creation of charges, payment of Interest on ICDs etc., or any other material related party transactions.	
5.	Sarnimal Investment	1st April, 2022 to	Availing or rendering of any service, Selling or otherwise disposing of, or	

	Limited	31st March 2023	buying, property of any kind, ICDs taken/given and creation of charges, payment of Interest on ICDs etc., or any other material related party transactions.	
6.	Chrishmatic Developers Private Limited	1st April, 2022 to 31st March 2023	Sale, purchase or supply of any goods or material, availing or rendering of any service, Selling or otherwise disposing of, or buying, property of any kind, ICDs taken/given and creation of charges, payment of Interest on ICDs etc., or any other material related party transactions.	
7.	Salora Capital Limited	1st April, 2022 to 31st March 2023	Sale, purchase or supply of any goods or material, availing or rendering of any service, Selling or otherwise disposing of, or buying, property of any kind, ICDs taken/given and creation of charges, payment of Interest on ICDs etc., or any other material related party transactions.	
8.	Midas Global Securities Limited	1st April, 2022 to 31st March 2023	Availing or rendering of any service, Selling or otherwise disposing of, or buying, property of any kind, ICDs taken/given and creation of charges, payment of Interest on ICDs etc., or any other material related party transactions.	
9.	Any other related parties not mentioned herein above and as defined under the act	1st April, 2022 to 31st March 2023	Availing or rendering of any service, Selling or otherwise disposing of, or buying, property of any kind, ICDs taken/given and creation of charges, payment of Interest on ICDs etc., or any other material related party transactions.	

RESOLVED FURTHER THAT approval of the members be and is hereby accorded to the Board of Directors (which expression shall include the Audit Committee or any other committee thereof for the time being exercising the powers conferred by this resolution) to approve the transactions and the terms and conditions with any of the aforesaid related party/ies and to take such steps as may be necessary for giving effect to this resolution and to settle all questions, difficulties or doubts that may arise in this regard at any stage without requiring the Board to secure any further consent or approval of the Members of the Company to the end and intent that the Members shall be deemed to have given their approval thereto expressly by the authority of this resolution for the purpose of giving effect to this Resolution."

By the order of Board of directors
Abhinav Leasing and Finance limited

Sd/-
Atul Kumar Agarwal
(Director)

Date: 05.09.2022
Place: Delhi

NOTES:-

1. **AS PER THE PROVISIONS OF SECTION 101 OF THE COMPANIES ACT,2013 & SECRETARIAL STANDARD -2, NOTICE OF THE AGM IS BEING SENT IN ELECTRONIC MODE TO THOSE MEMBERS WHOSE E-MAIL ADDRESSES ARE REGISTERED WITH THE COMPANY/ DEPOSITORY PARTICIPANT(S). MEMBERS (PHYSICAL / DEMAT) WHO HAVE NOT REGISTERED THEIR EMAIL ADDRESSES WITH THE COMPANY CAN GET THE SAME BY REQUESTING TO OUR REGISTRAR AND SHARE TRANSFER AGENT I.E., SKYLINE FINANCIAL SERVICE PRIVATE LIMITED ("RTA") AT INFO@SKYLINERTA.COM AND TO THE COMPANY AT ABHINAVLEASEFINLTD@GMAIL.COM.**

2. **A MEMBER ENTITLED TO ATTEND AND VOTE AT THE ANNUAL GENERAL MEETING (THE MEETING / AGM) IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF / HERSELF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY.**

3. **THE INSTRUMENT APPOINTING A PROXY SHOULD, HOWEVER, BE DEPOSITED AT THE REGISTERED OFFICE OF THE COMPANY NOT LESS THAN FORTY EIGHT HOURS BEFORE THE COMMENCEMENT OF THE MEETING. A PROXY FORM FOR THE MEETING IS ATTACHED TO THIS NOTICE.**

4. **A PERSON CAN ACT AS PROXY ON BEHALF OF NOT EXCEEDING FIFTY (50) MEMBERS AND HOLDING IN AGGREGATE NOT MORE THAN TEN (10) PER CENT OF THE TOTAL SHARE CAPITAL OF THE COMPANY CARRYING VOTING RIGHTS. A MEMBER, HOLDING MORE THAN TEN (10) PER CENT OF THE TOTAL SHARE CAPITAL OF THE COMPANY CARRYING VOTING RIGHTS, MAY APPOINT A SINGLE PERSON AS PROXY AND SUCH PERSON SHALL NOT ACT AS PROXY FOR ANY OTHER MEMBER.**
5. Register of members and share transfer books will be closed from Saturday 24th September, 2022 to Friday 30th September, 2022 (both the days inclusive).
6. Members are requested to please notify immediately any change in their addresses to the company.
7. Members/proxies should bring the attendance slip duly filled in for attending the meeting.
8. Mr. Sandeep Kumar Singh (M. No. 511685) Chartered Accountants, has been appointed as Scrutinizer for the purpose of Postal Ballot Process.

9. Shareholders seeking any information with regard to accounts are requested to write well in advance so as to reach the company at least 7 days prior to the annual general meeting to enable the management to keep the information ready at the AGM.
10. The Member Are Requested To:-

    a. Intimate changes if any in their address to the company or to the Registrar and Share transfer agent of the company, Skyline Financial Services (P) ltd. At D-153A, Okhla Industrial Area, Phase-I, Delhi 110020, Ph-011-30857575.

    b. Quote folio number in all their correspondence with the company.

    c. Bring their copies of annual report including attendance slip at the venue for the AGM.
11. Member holding shares in physical form are requested to lodge share transfer, transmission and intimate changes, if any, in their registered address, bank account and mandate details, residential status etc. Quoting their folio number(s) to company's share transfer agent.
12. Corporate members intending to send their authorized representatives are requested to send a duly certified copy of the Board resolution authorizing the representatives to attend and vote at the general meeting.

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

ITEM NO. 4

Mrs. Mamta Agarwal was appointed as the Managing Director of the company for a period of five years with effect from 10th August, 2017, after obtaining due approval of the members of the company in their Annual General Meeting held on 29.09.2017 for the Financial year 2016-17. Accordingly, the present term of Mrs. Mamta Agarwal comes to end on 10th August, 2022.

The Board, in its meeting held on 05.09.2022, has approved the re-appointment of Mrs. Mamta Agarwal as the managing Director of the company for a further period of five years after her current tenure ends on 10th August, 2022. The Board has taken the decision of said re-appointment based on the recommendation of the Nomination and remuneration committee and subject to the approval of the members of the company.

Mrs. Mamta Agarwal is not disqualified from being re-appointed as a director or Managing director in terms of section 164 of the Companied Act, 2013. She has communicated his willingness to be re-appointed and has given his consent to act as Managing director of the company. She satisfies the criteria as set out in Section 196(3) of the said Act.

A brief profile of Mrs. Mamta Agarwal is provided in in the Notice pursuant to the provisions of SEBI (Listing Regulations and disclosure Requirements) Regulations, 2015 and Secretarial Standard on general Meetings, issued by the Institute of Companies Secretaries of India.

ITEM NO.5

As per sub section (2) & (3) of section 186 of the Companies Act, 2013, a company is required to obtain the prior approval of the members through a special resolution, in case the company wants to:-

(a) give any loan to any person or other body corporate;
(b) give any guarantee or provide security in connection with a loan to any other body corporate or person; and

I acquire by way of subscription, purchase or otherwise, the securities of any other body corporate,

Exceeding sixty percent of its paid-up share capital, free reserves and securities premium account or one hundred percent of its free reserves and securities premium account, whichever is more.

Your company is growing and therefore in order capitulate the varies opportunities of the prevailing Industry, the Board of directors is seeking approval of the members pursuant to section 186 provisions over and above the limit as specified in the Resolution no 5.

The said approval is sought keeping in mind the fund requirements of company to meet urgent needs from time to time to yard and grow in business segment.

None of the directors and/or Key managerial Personnel of the company and/or their respective relatives is, in any way, concerned or interested, financially or otherwise, in the special resolution as set out at Item No.05 of the accompanying Notice.

ITEM NO.6

Pursuant to Section 180(1)(c) to borrow money, where the money to be borrowed, together with the money already borrowed by the company will exceed aggregate of its paid-up share capital, free reserves and securities premium, apart from temporary loans obtained from the company's bankers in the ordinary course of business.

Your company is growing and therefore in order capitulate the varies opportunities of the prevailing Industry, the Board of directors is seeking approval of the members pursuant to section 180(1)(c) provisions over and above the limit as specified in the Resolution no 6.

The said approval is sought keeping in mind the fund requirements of company to meet urgent needs from time to time to yard and grow in business segment.

None of the directors and/or Key managerial Personnel of the company and/or their respective relatives is, in any way, concerned or interested, financially or otherwise, in the special resolution as set out at Item No.06 of the accompanying Notice.

ITEM NO.7

Pursuant to Section 188 of the Companies Act, 2013, the Company can enter into transactions which are in the ordinary course of business and/or are on arm's length basis. Transactions that do not satisfy these criteria can be carried out only with the approval of the shareholders accorded by way of a special resolution. Though all the transactions with the related parties mentioned under the resolution in Item No. 5 are in the ordinary course of business and are at arm's length basis. As per Regulation 23 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, has made it mandatory that all material Related Party Transactions (i.e., the transaction/transactions to be entered into individually or taken together with previous transactions during a financial year, exceeds ten percent of the annual consolidated turnover of the company as per the last audited financial statements of the company) shall require approval of the shareholders by way of a special resolution. The Audit Committee and the Board of Directors of the Company in their meetings held on 13th August, 2022 have approved the transactions given in Item No. 7 of the Notice. However, since these transactions, though may be on arm's length basis and also may be in the ordinary course of business, yet as an abundant caution, it is proposed to seek approval

of members by passing a Special Resolution pursuant to Section 188 read with rules made there under and as per Regulation 23 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Nature of Interest of Related parties in the Company is given below:-

S. No.	Name Of Related Party	Nature Of Interest Or Concern
1.	Svam Software Limited	Mr. Sudhir Kumar Agarwal, Director in the Svam Software Limited, who is relative of Mr. Atul kumar Agarwal who is director in Abhinav Leasing and Finance Limited.
2.	Jolly Plastic Industries Limited	Mr. Atul Kumar Agarwal is Common Directors in Abhinav Leasing and Finance Limited and Jolly Plastics Industries Limited.
3.	Tridev Infraestates Limited	Mr. Atul Kumar Agarwal and Mrs. Mamta Agarwal are Common Directors in Midas Global Securities Limited and Abhinav Leasing and Finance Limited.
4.	Aglow Financial Services Private Limited	Mr. Sudhir Kumar Agarwal, Director in the Svam Software Limited, who is relative of Mr. Atul kumar Agarwal who is director in Aglow Financial Services Private Limited.
5.	Sarnimal Investment Limited	Mr. Sudhir Kumar Agarwal, Director in the Svam Software Limited, who is also director in Sarnimal Investment Limited.
6.	Chrishmatic Developers Private Limited	Mr. Sudhir Kumar Agarwal, Director in the Svam Software Limited, who is also director in Chrishmatic Developers Private Limited
7.	Salora Capital Limited	Mr. Sudhir Kumar Agarwal, Director in the Svam Software Limited, who is also director in Salora Capital Limited
8.	Midas Global Securities Limited	Mr. Sudhir Kumar Agarwal, Director in the Svam Software Limited, who is relative of Mr. Atul kumar Agarwal who is director in Midas Global Securities Limited.

None of the directors and/or Key managerial Personnel of the company and/or their respective relatives is, in any way, concerned or interested, financially or otherwise, in the special resolution as set out at Item No.07 of the accompanying Notice.

By the order of Board of directors
Abhinav Leasing and Finance limited

Sd/-
Atul Kumar Agarwal
(Director)

Date: 05.09.2022
Place: Delhi

VOTING THROUGH ELECTRONIC MEANS:

In terms of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (including any statutory modification or re-enactment thereof for the time being in force), listed companies are required to provide members with the facility to exercise their right to vote at the Annual General Meeting (AGM) through electronic means. The Company has availed the services of Central Depository Services Limited (CDSL) for providing the necessary e-voting platform to the members of the Company:

The Board of Directors has appointed M/S SANDEEP KUMAR SINGH & CO (FRN 035528N) Chartered Accountant in whole time Practice as the Scrutinizer for conducting the e-voting process in accordance with law and in a fair and transparent manner. The Scrutinizer shall within a period not exceeding Two (2) working days from the conclusion of e-voting period unblock the votes in the presence of at least two (2) witnesses not in the employment of the Company and make a Scrutinizer's Report of the votes cast in favor or against, if any, and submit it forthwith to the Managing Director and/or Chartered Accountant of the Company.

The instructions for members for e-voting are as under:

1) The remote e-voting period begins on **Tuesday**, **27th September, 2022 (9:00 A.M.) and ends on Thursday, 29th September, 2022 (5:00 P.M.).** 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) 16th September, 2022** may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.

The Company has engaged Central Depository Services (India) Limited ("CDSL") to offer e-voting facility to all its Members to enable them to cast their vote electronically. This notice is being sent to all the Members, whose names appear in the Register of Members / Records of Depositories as on the close of working hours on 2rd September, 2022 i.e. the cut-off date for determining the eligible shareholders for receiving notice. Voting rights will be reckoned on the paid-up value of the shares registered in the name of the members as on the cut-off date. E-voting is optional for Members. The Notice of the Annual General Meeting is sent electronically to all the shareholders who have registered their email addresses with the Company / Depositories and to the other shareholders by Speed Post / Registered Post / Courier.

2) The shareholders should log on to the e-voting website www.evotingindia.com during the voting period.

3) Click on "Shareholders" tab.

4) Now Enter your User ID

a. For CDSL: 16 digits beneficiary ID,
b. Members holding shares in Physical Form should enter Folio Number registered with the Company.

5) Next enter the Image Verification as displayed and Click on Login.

6) If you are holding shares in De-mat 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.

7) If you are holding shares in physical form or first time user in case holding shares in De-mat form, follow the steps given below:

If you are a first timer user, follow the steps given below and fill the appropriate boxes:

For Members holding share in Demat From	For Members holding shares in Demat Form and Physical Form
PAN	Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (In Capital) (Applicable for both demat shareholders as well as physical shareholders) • 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. • I 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. E.g. If your name is Mahesh Goel with sequence number 1 then enter RA00000001 in the PAN Field.
DOB#	Enter the Date of Birth (DOB) as recorded in your demat account or in the company records for the said demat account or folio in dd/mm/yyyy format.
Dividend Bank Details#	Enter the Dividend Bank Details as recorded in your demat account or in the Company records for the said demat account or folio. ➢ Please enter the DOB or Dividend Bank Details in order to login. In case both the details are not recorded with the depository or Company please enter the member id/folio number in the Dividend Bank details field.

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

9) Members holding shares in physical form will then directly reach the Company selection screen. However, members holding shares in De-mat 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 De-mat 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 your password confidential.

10) For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.

11) Click on the EVSN of the Abhinav Leasing and Finance Limited on which you choose to vote.

12) 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.

13) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.

14) 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.

15) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.

16) You can also take out print of the voting done by you by clicking on "Click here to print" option on the Voting page.

17) If De-mat 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.

18) Shareholders can also cast their vote using CDSL's mobile app m-Voting available for android based mobiles. The m-Voting app can be downloaded from Google Play Store. I Phone and Windows phone users can download the app from the App Store and the Windows Phone Store respectively. Please follow the instructions as prompted by the mobile app while voting on your mobile.

19) Non-Individual shareholders (i.e. other than Individuals, HUF, and NRI etc.) and Custodian are required to log on to www.evotingindia.com and register themselves as Corporate.

20) 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 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 favor of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.

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.

21) Pursuant to Section 107 of the Act read with Rule 20 of the Companies (Management and Administration) Rules, 2014, there will not be voting by show of hands on any of the agenda items at the Meeting and poll will be conducted in lieu thereof.

**In terms of SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

Pursuant to above said SEBI Circular, Login method for e-Voting and joining virtual meetings for Individual shareholders holding securities in Demat mode in CDSL/NSDL is given below:

Type of shareholders	Login Method
Individual Shareholders holding Securities in Dmat mode with CDSL Depository	1. Users, who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi / Easiest arehttps://web.cdslindia.com/myeasi/home/login or visitwww.cdslindia.com and click on Login icon and select New System My easi. 2. After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the e-voting is in progress as per the information provided by company. On clicking the e-voting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period. Additionally, there is also links provided to access the system of all e-Voting Service Providers i.e. CDSL/NSDL/KARVY/LINKINTIME, so that the user can visit the e-Voting service providers' website directly. 3. If the user is not registered for Easi/Easiest, option to register is available at https://web.cdslindia.com/myeasi/Registration/EasiRegistration 4. Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from an e-Voting link available on www.cdslindia.com home page or click on https://evoting.cdslindia.com/evoting/evotinglogin . The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the e-voting is in progress and also able to directly access the system of all e-Voting Service Providers.
Individual Shareholders (holding securities in demat mode) login through their Depository Participants	You can also login using the login credentials of your demat account through your Depository Participant registered with CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the

	remote e-Voting period.

Important note: Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. CDSL:

Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 22 55 33

GENERAL INSTRUCTIONS:

1. The remote e-voting period begins on **Tuesday**, **27th September, 2022 (9:00 A.M.) and ends on Thursday, 29th September, 2022 (5:00 P.M.).** 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) 16th September, 2022** may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.

2. 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.co.in under help section or write an email to helpdesk.evoting@cdslindia.com.

3. The Notice of the Annual General Meeting are being sent to all the Members, whose names appear in the Register of Members as on cut-off date (record date) i.e. 2nd September, 2022 through the mode prescribed under the Companies Act, 2013 and also by E-Mail, wherever registered. The Members may also download a copy of the Notice from the Website of the Company at www.abhinavleasefinltd.in

4. The Members of the Company, holding Equity Shares either in physical form or in dematerialized (demat) form as on 16th September, 2022 and not casting their vote electronically, may only cast their vote at the Annual General Meeting. The voting rights of shareholders shall be in proportion to their shareholding of paid up share capital of the Company as on 16th September, 2022.

5. M/s SANDEEP KUMAR SINGH (M. No.035528N) Chartered Accountant in Practice 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 Two (2) working days from the conclusion of e-voting period unblock the votes in the presence of at least two (2) witnesses not in the employment of the Company and make a Scrutinizer's Report of the votes cast in favour or against, if any, and submit it forthwith to the Managing Director and/or Chartered Accountant of the Company.

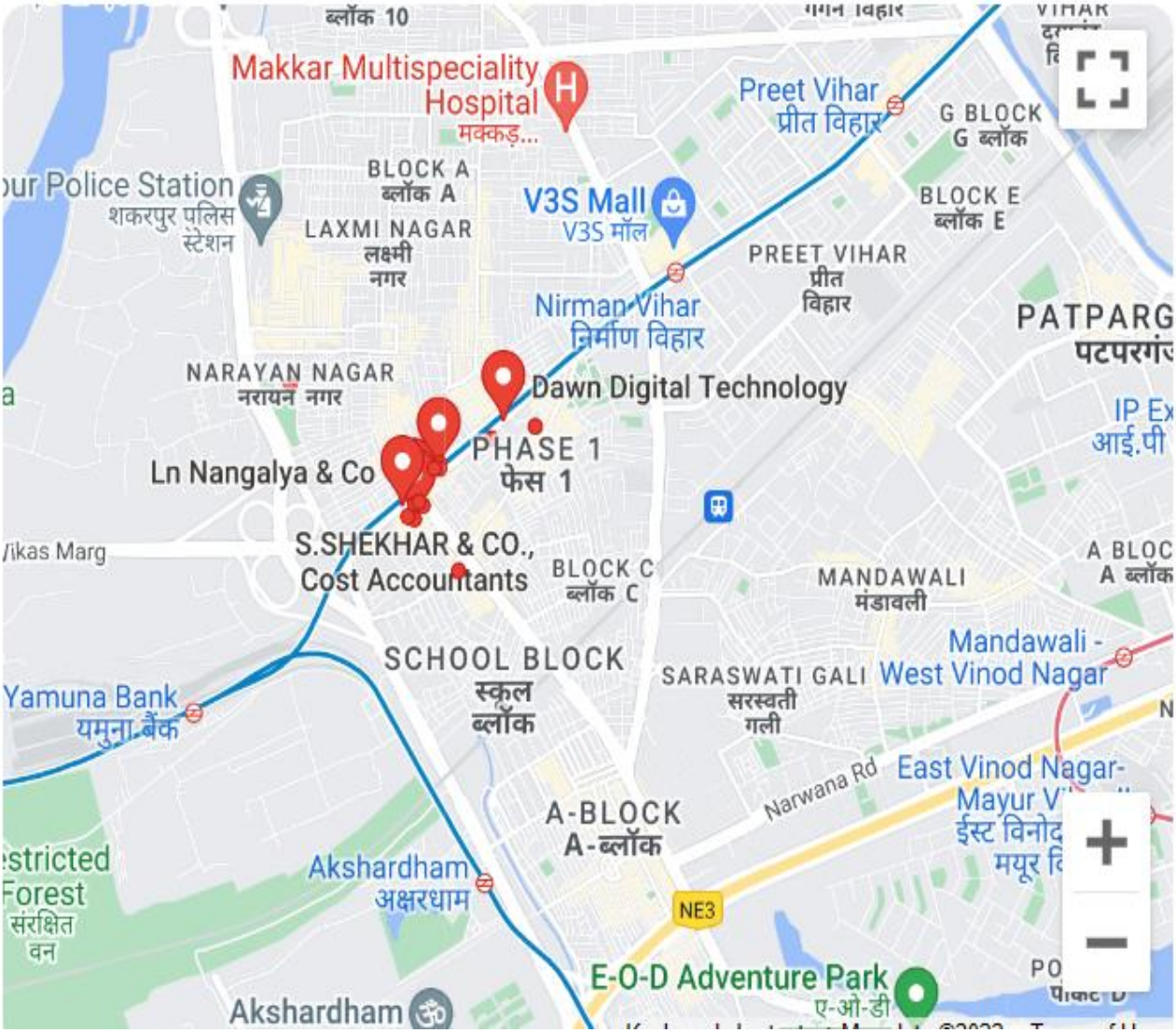
By the order of Board of directors

Abhinav Leasing and Finance limited

Sd/-
Atul Kumar Agarwal
Director

Date: 05.09.2022
Place: Delhi

ROUTE MAP



- https://www.abhinavleasefinltd.in/contact-us

PROMINENT LAND MARK,

- TVS Bike Showroom

ABHINAV LEASING AND FINANCE LIMITED

REGD OFF: S-524, IST FLOOR, VIKAS MARG, SHAKARPUR-DELHI-110092
Email: abhinavleasefinltd@gmail.com, Website: www.abhinavleasefinltd.in
CIN: L65100DL1984PLC018748 PH: 011-40108941

ATTENDENCE SLIP

Please complete this Attendance Slip and hand it over at the Entrance of the Hall. Only Members or their Proxies are entitled to be present at the meeting.

Name and Address of the Member	Folio No.
	Client ID No.
	DP ID No.
	No. of Shares Held

I hereby record my Presence at the Annual General Meeting of the Company being held on **Friday, 30th Day of September, 2022 at 10:00 A.M. at "S-524, Ist Floor, Vikas Marg, Shakarpur-Delhi-110092** at and at any adjournment thereof.

Signature of the Shareholder	Signature of the Proxy

Note: 1. The copy of Annual Report may please be brought to the Meeting Hall.
2. Briefcase, Hand Bags etc. are not allowed inside the Meeting Hall.
3. Please note that no gifts will be distributed at the meeting.

ABHINAV LEASING AND FINANCE LIMITED

REGD OFF: S-524, IST FLOOR, VIKAS MARG, SHAKARPUR-DELHI-110092
Email: abhinavleasefinltd@gmail.com, Website: www.abhinavleasefinltd.in
CIN: L65100DL1984PLC018748 PH: 011-40108941

Form No. MGT-11

Proxy form

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

CIN: L65100DL1984PLC018748
Name of the Company: ABHINAV LEASING AND FINANCE LIMITED
Registered office: S-524, IST FLOOR, VIKAS MARG SHAKARPUR DELHI 110092

Name of Member(s) : Registered address : E-mail Id : Folio No/ Client Id: DP ID :

I/We, being the member (s) of ……. Shares of the above named company, hereby appoint

6. Name :	Address :
E-mail Id :	Signature :

or failing him

6. Name :	Address :
E-mail Id :	Signature :

Or failing him

6. Name :	Address :
E-mail Id :	Signature :

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the Annual General Meeting of the company, to be held on Friday, 30th Day of September, 2022 at 10:00 A.M. at "S-524, Ist Floor, Vikas Marg, Shakarpur-Delhi-110092 and at any adjournment thereof in respect of such resolutions as are indicated below:

S. No.	RESOLUTIONS
ORDINARY BUSINESS	
1	Adoption of Audited Financial Statements for the year ended March 31, 2022.
2	Re-appointment of Mr. Himanshu Agarwal (DIN- 05192834), retires by rotation, as a Director of the Company.
3	To appoint re-appoint M/S G A M S & ASSOCIATES LLP (FRN 0N500094) as a statutory auditor.
SPECIAL BUSINESS	
4.	To re-appoint Mrs. Mamta Agarwal (DIN:02425119) as Managing director of the company for a term of Five years
5.	To make investments, give Loans, Guarantees and security in excess of limits specified under section 186 of Companies Act,2013
6.	To increase the limits of borrowings under section 180(1)(c) of Companies Act,2013
7.	Approval of Related Party transaction.

Signed this …… day of…… 20…….

Signature of shareholder

Signature of Proxy holder(s)

Affix Revenue Stamp

Note: This form of proxy in order to be effective should be duly Completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Meeting.

ABHINAV LEASING AND FINANCE LIMITED

REGD OFF: S-524, IST FLOOR, VIKAS MARG, SHAKARPUR-DELHI-110092
Email: abhinavleasefinltd@gmail.com, Website: www.abhinavleasefinltd.in
CIN: L65100DL1984PLC018748 PH: 011-40108941

BALLOT FORM

1. Name(s) of Shareholder(s) / Beneficial Owner Including joint-holders, if any :
2. Registered Address of the Sole / First named Shareholder :
3. Registered Folio No. / Client ID No. :
4. No. of Shares held :
5. I / we hereby exercise my / our vote in respect of the Resolution / s to be passed through postal ballot for the business stated in the Notice of the Company by sending my / our assent / dissent to the said Resolution by placing Tick( ) mark at the appropriate box below:

S. No.	Resolution Type	Particulars	I/We assent to the Resolution /s	I/We dissent to the Resolution /s
1.	Ordinary Resolution	Adoption of Audited Financial Statements for the year ended March 31, 2022.		
2.	Ordinary Resolution	Re-appointment of Mr. Himanshu Agarwal (DIN- 05192834), retires by rotation, as a Director of the Company.		
3.	Ordinary Resolution	To re-appoint M/S G A M S & ASSOCIATES LLP (FRN 0N500094) as a statutory auditor		
4.	Ordinary Resolution	To re-appoint Mrs. Mamta Agarwal (DIN:02425119) as Managing director of the company for a term of Five years		
5.	Special Resolution	To make investments, give Loans, Guarantees and security in excess of limits specified under section 186 of Companies Act,2013		
6.	Special Resolution	To increase the limits of borrowings under section 180(1)(c) of Companies Act,2013		
7.	Special Resolution	Approval of Related Party transaction.		

Place:

Date: **Signature of the Shareholder / Beneficial Owner**