Ph: 011-65000614

SUPERIOR FINLEASE LIMITED

Regd. Office: 116, Surya Kiran Building, 19 K.G.Marg, New Delhi- 110001

CIN . L74899DL1994PLC061995, Email Id: superiorfinlease@gmail.com

Saturday, October 1, 2016

The BSE Limited
Phiroze Jeejeeboy Towers
Dalal Street,
Mumbai- 400001
Email Id: corp.relations@bseindia.com

Metroolitian Stock Exchange
4th Floor, Vibgyor Towers, Plot No. C-62
Bandra Kurla Complex, Bandra east
Mumbai- 400098
Email Id: raviraj.nirbhawane@mcx-sx.com

Sub: Proceedings of the Annual General Meeting (AGM) held on September 30, 2016 and reporting under Clause 35A of the Listing Agreement in respect of the outcome.

Dear Sir,

Pursuant to the provisions of Clause 31 of the Listing Agreement, we wish to inform that the members of the Company, at their AGM held on September 30, 2016, have duly approved all the business as specified in the Notice convening the AGM through remote E-voting and Poll conducted at the AGM, which are as follows:

Ordinary Business:

1. Ordinary Resolution for Adoption of the Audited Financial Statements of the Company for the year ended on March 31, 2016 and the reports of the Board of Directors and Auditors thereon.

2. Ordinary Resolution for Appointment of a Director in place of Mr. Manoj Goel, who retires by rotation and being eligible, offers himself for re-appointment.

3. Ordinary Resolution for Ratification of Appointment of M/s. V.N. Purohit & Co. Chartered Accountants, as Statutory Auditors of the Company and to fixation their remuneration.

This is for your information and records.

Thanking you,

For Superior Finlease Limited

ANIL AGARWAL
Director

Ph: 011-65000614

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Disclosure as per Clause 44(3) of SEBI, (LODR) to be submitted to Stock Exchanges

Date of AGM	**September 30, 2016**
No. of shareholders on record date	**528**
No. of Shareholders present in the meeting either in person or through proxy: - Promoters and Promoter Group: - Public:	 2 25
No. of Shareholders attended the meeting through Video Conferencing - Promoters and Promoter Group: - Public:	**Not Applicable, as no video conferencing facility was made available**

AGENDA WISE

The mode of voting for all the resolutions was:

1. **E-voting conducted between Sunday, September 27, 2015 at 10.00 a.m. to Tuesday, September 29, 2015 at 5.00 p.m. and**
2. **Poll conducted at the Meeting**

Given below the resolution wise combined results of E-voting and Poll

Resolution No. 1: Ordinary Resolution

"**RESOLVED THAT** the audited Financial Statements of the Company including Balance Sheet as at 31 March, 2016 and the Statement of Profit and Loss, the cash flow statement for the year ended on that date and the reports of the Board of Directors ("the Board") and Auditors thereon be and are hereby received, considered and adopted."

Whether Promoter/Promoter Group are interested in the agenda/resolution? No

Promoter/Public	No. of Shares Held	No. of votes Polled (E-Voting & Poll)	% of votes polled on outstanding shares (E-Voting & Poll)	No. of votes in favor (E-Voting & Poll)	No of votes against (E-Voting & Poll)	% of votes in favor on votes polled(E-Voting & Poll)	% of votes against on votes polled(E-Voting & Poll)
	(1)	(2)	(3) = {(2)/(1)}*100	(4)	(5)	(6) = {(4)/(2)}*100	(7)={(5)/(2)}*100
Promoter and Promoter Group	91910	91910	100	91910	0	100	0
Public – Institutional holders	0	0	0	0	0	0	0
Public others	2909090	829200	28.50	829200	0	100	0
Total	3001000	921110	30.69	921110	0	100	0

Based on the above, the Ordinary Resolution has been passed unanimously.

Resolution No. 2: Ordinary Resolution

"RESOLVED THAT Mr. Manoj Goel, who retires by rotation and being eligible offers himself for re-appointment, be and is hereby re-appointed as a Director of the Company liable to retire by rotation."

Whether Promoter/Promoter Group are interested in the agenda/resolution? No

Promoter/Public	No. of Shares Held	No of votes Polled (E-Voting & Poll)	% of votes polled on outstanding shares (E-Voting & Poll)	No. of votes in favor (E-Voting & Poll)	No of votes against (E-Voting & Poll)	% of votes in favor on votes polled(E-Voting & Poll)	% of votes against on votes polled(E-Voting & Poll)
	(1)	(2)	(3) = {(2)/(1)}*100	(4)	(5)	(6) = {(4)/(2)}*100	(7)={(5)/(2)}*100
Promoter and Promoter Group	91910	91910	100	91910	0	100	0
Public – Institutional holders	0	0	0	0	0	0	0
Public others	2909090	829200	28.50	829200	0	100	0
Total	3001000	921110	30.69	921110	0	100	0

Based on the above, the Ordinary Resolution has been passed unanimously.

For Finlease Limited

Resolution No. 3: Ordinary Resolution

"RESOLVED THAT pursuant to the provisions of Section 139 and other applicable provisions, if any, of the Companies Act, 2013 and the rules framed there under, as amended from time to time, M/s V.N. Purohit & Company, Chartered Accountants, (Firm Registration No. 304040N), be and is hereby re-appointed as the Statutory Auditors of the Company, to hold office from the conclusion of this Annual General Meeting until the conclusion of the next Annual General Meeting (subject to annual ratification by the Members at the Annual General Meeting), at such remuneration recommended as may be finalized by the Board of Directors in consultation with the Statutory Auditors."

Whether Promoter/Promoter Group are interested in the agenda/resolution? No

Promoter/Public	No. of Shares Held	No of votes Polled (E-Voting & Poll)	% of votes polled on outstanding shares (E-Voting & Poll)	No. of votes in favor (E-Voting & Poll)	No of votes against (E-Voting & Poll)	% of votes in favor on votes polled(E-Voting & Poll)	% of votes against on votes polled(E-Voting & Poll)
	(1)	(2)	(3) = {(2)/(1)}*100	(4)	(5)	(6) = {(4)/(2)}*100	(7)={(5)/(2)}*100
Promoter and Promoter Group	91910	91910	100	91910	0	100	0
Public – Institutional holders	0	0	0	0	0	0	0
Public others	2909090	829200	28.50	829200	0	100	0
Total	3001000	921110	30.69	921110	0	100	0

Based on the above, the Ordinary Resolution has been passed unanimously.

FOR SUPERIOR FINLEASE LIMITED

Anil Agarwal
Director

KUMAR A & ASSOCIATES
COMPANY SECRETARIES

G-83, Second Floor, Room No. 204,
Laxmi Nagar, Delhi-110092
Cell: 09871758308,09868027308
E-mail : amitkumar0811@yahoo.com

CONSOLIDATED REPORT OF SCRUTINIZER ON VOTING THROUGH REMOTE E-VOTIING ANG VOTING AT AGM

To
The Chairman
Mr. Anil Agarwal

Annual General Meeting of the
Equity Shareholders of **Superior Finlease Limited**
held on Friday, September 30, 2016 at 01:00 P.M.
at Flat No.116, Surya Kiran Building, 22 KG Marg,
New Delhi-110001

Re.: Superior Finlease Limited

Sub: Consolidated Scrutinizer's Report on remote e- Voting conducted pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by Companies (Management and Administration) Rules, 2015 and voting pursuant to the provisions of Section 109 of the Companies Act, 2013 read with Rule 21 of the Companies (Management and Administration) Rules, 2014 as amended at the Annual General Meeting of the Company

BACKGROUND

I, Amit Kumar, proprietor of Kumar A & Associates, Company Secretaries (Membership No. 28804), was appointed as the Scrutinizer(s) for the purpose of scrutinizing the remote E-voting pursuant to section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended thereto as well as voting conducted at the AGM pursuant to section 109 of the Companies Act, 2013 ("the Act") read with Rule 21 of the Companies (Management and Administration) Rules, 2014, as amended thereto of the equity shareholders of **Superior Finlease Limited** held on Friday, September 30, 2016 at 01:00 P.M. at Flat No.116, Surya Kiran Building, 22 KG Marg, New Delhi-110001 in a fair and transparent manner and ascertaining the requisite majority on the resolutions as set out in the notice of AGM dated September 05, 2016 were sent to the Shareholders in respect of the below mentioned resolutions passed at the Annual General Meeting of the Company.

DATE OF DISPATCH OF NOTICE AND CONVENING OF THE MEETING

The Company has informed me that Company has completed the dispatch of Notice of the said AGM to the all the shareholders whose names were appearing on September 08, 2016.

CUT-OFF DATE

The voting rights were reckoned on Friday, September 23, 2016 being the "**Cut-off date**" for the purpose of determining the entitlement of shareholders to vote on the resolutions as contained in the Notice of the Annual General Meeting through remote E-voting and voting at the AGM.

REMOTE E-VOTING

a) The Company has provided remote e-voting facility to the shareholders present at the Annual General Meeting in terms of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by Companies (Management and Administration) Rules, 2015 and

KUMAR A & ASSOCIATES
M. No. 28804
C.P. No. 16877
Company Secretaries

Regulation 44(1) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 enable them to cast their vote at the AGM

b) The Remote E-voting was open for three days from Tuesday, September 27, 2016 at 10:00 A.M. to Thursday, September 29, 2016 at 05:00 p.m. and the NSDL e- Voting platform was blocked thereafter.

c) The Company has availed the e- Voting facility offered by National Securities Depository Limited (NSDL) for conducting remote e- Voting to the shareholders of the Company.

VOTING AT THE AGM

a) At the venue of the AGM, the facility to vote through poll has been provided to those members who were present at the AGM and have not exercised the option of casting their vote through E-voting.

b) I had locked and sealed an empty polling box for voting at the AGM in the presence of members. Thereafter, members cast their votes and dropped at the polling box.

c) After the closure of the Voting at the Annual General Meeting, the report of voting done after the conclusion of the meeting is generated in my presence and the voting is diligently scrutinized.

COUNTING PROCESS

a) The locked polling box subsequently opened in my presence and in presence of two witnesses Mr. Pankaj Kumar Sharma and Mr. Deepak Kumar and the polling papers diligently scrutinized.

b) After counting the votes casted by the members present at the AGM, the votes cast under remote e- Voting facility were thereafter unblocked from the website of National Securities Depository Limited (NSDL) in the presence of Two witnesses Mr. Pankaj Kumar Sharma and Mr. Deepak Kumar, who are not in the employment of the Company on September 30, 2016.

c) Then, after scrutinizing and review, I have compiled the results of remote E-voting and voting at the AGM and the report has been prepared on the basis of details provided above.

I, now submit my Consolidated Scrutinizers' Report as under on the result of the remote e-Voting and voting at the meeting in respect of the said Resolutions.

ORDINARY BUSINESS:

Resolution 1: Receive, consider and adopt the audited balance sheet, statement of profit and loss, cash flow statement, auditor report and director report as on March 31, 2016 (Ordinary Resolution).

(i) Votes **in favour** of the resolution:

Mode of Voting	Number of Members voted	Total Votes cast (Shares)	% of total Number of valid votes cast
E voting	0	0	0%
Polling	27	921110	100%
Total	**27**	**921110**	**100%**

KUMAR A & ASSOCIATES
M. No. 28804
C.P. No. 16877
Company Secretaries

(ii) Votes **against** the resolution:

Mode of Voting	Number of Members voted	Total Votes cast (Shares)	% of total Number of valid votes cast
E voting	NIL	NIL	NIL
Polling	NIL	NIL	NIL
Total	**NIL**	**NIL**	**NIL**

(iii) **Invalid** votes:

Total Number of Members whose votes were declared invalid	Total Number of votes cast by them
NIL	NIL

Resolution 2: Appoint a director Mr. Manoj Goel, who retires by rotation and being eligible, offer himself for re-appointment (Ordinary Resolution).

(i) Votes **in favour** of the resolution:

Mode of Voting	Number of Members voted	Total Votes cast (Shares)	% of total Number of valid votes cast
E voting	0	0	100%
Polling	27	921110	100%
Total	**27**	**921110**	**100%**

(ii) Votes **against** the resolution:

Mode of Voting	Number of Members voted	Total Votes cast (Shares)	% of total Number of valid votes cast
E voting	NIL	NIL	NIL
Polling	NIL	NIL	NIL
Total	**NIL**	**NIL**	**NIL**

(iii) **Invalid** votes:

Total Number of Members whose votes were declared invalid	Total Number of votes cast by them
NIL	NIL

Resolution 3: Re-appoint M/s V.N. Purohit and Company, Chartered Accountants. Firm registration No. 304040N (Ordinary Resolution).

(i) Votes **in favour** of the resolution:

Mode of Voting	Number of Members voted	Total Votes cast (Shares)	% of total Number of valid votes cast
E voting	0	0	100%
Polling	27	921110	100%
Total	**27**	**921110**	**100%**

KUMAR A & ASSOCIATES * Company Secretaries * M. No. 28804 C.P. No. 16877

(ii) Votes **against** the resolution:

Mode of Voting	Number of Members voted	Total Votes cast (Shares)	% of total Number of valid votes cast
E voting	NIL	NIL	NIL
Polling	NIL	NIL	NIL
Total	**NIL**	**NIL**	**NIL**

(iii) **Invalid** votes:

Total Number of Members whose votes were declared invalid	Total Number of votes cast by them
NIL	NIL

All the resolutions voted through remote e-voting and ballot/poll was passed with requisite majority.

The Register, all others paper and relevant records relating to e-voting shall remain in our safe custody until the chairman consider, approves and signs the Minutes of the aforesaid Annual General Meeting and thereafter the same will be handed over to the Director of the Company.

For **Kumar A & Associates**
Company Secretaries

Amit Kumar

(**AMIT KUMAR**)
Proprietor
Membership No. 28804
CP No. 16877

KUMAR A & ASSOCIATES * M. No. 28804 C.P. No. 16877 * Company Secretaries

Date: September 30, 2016
Place: Delhi