Intercontinental Leasing & Finance Company Limited

B-702, 7th Floor, Neelkanth Business Park, Kirol Village, Near Bus Depot, Vidyavihar (W), Mumbai – 400086

Contact: 88283 88283 • E-mail: roc.iclf@gmail.com • CIN: L67120MH1984PLC269707

Date: 28/09/2017
To,
BSE Limited
Floor 25, PJ Towers, Dalal Street,
Mumbai-400001.

Dear Sir/Madam,

Sub: Proceedings of AGM & Details regarding Voting Results of Annual General Meeting under regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

This is to inform that the Company has conducted the Annual General Meeting pursuant to Section 108 and other applicable provisions of the Companies Act, 2013, read with Companies (Management and Administration) Rules, 2014 and Regulation 44 of the SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015 for obtaining Shareholder's approval by way of resolution for the following resolution(s):

1. To receive, consider and adopt the Audited Financial Statements for the financial year ended 31st March, 2017 together with the Reports of Board of Directors and Auditors thereon.

2. To appoint Director in place of Mr. Ravi Manoharlal Kharwad (DIN- 02079606), who retires by rotation and being eligible, seeks re-appointment.

3. To ratify the appointment of M/s TDK & CO. (Registration No. 109804W) Chartered Accountants, as Auditor of the Company.

The above mentioned resolutions has been passed by the members through poll at the AGM and e-voting. On the basis of Scrutinizer's Report, the said resolution has been passed by the requisite majority.

This is for your information and records.

Thanking you,
Yours faithfully,

For & on behalf of
Intercontinental Leasing and Finance Company Limited

Satishkumar Phoolchand Rajbhar
Director
DIN: 06798717

Encl:
Annexure A- Voting Results announced by the Chairman & Annexure B- Consolidated Scrutinizer's Report.

ANNEXURE-A

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

Date of Declaration of AGM voting Results	**27/09/2017**
Total Number of Shareholders on record Date	**626**
No. of Shareholders present in the meeting either in person or through proxy	**17**
Promoters and Promoters Group:	1 (One)
Public:	16 (Sixteen)
No. of Shareholders attended the meeting through Video	
Promoters and Promoters Group:	Nil
Public:	Nil

Resolution Required: (Ordinary/ Special)	**Ordinary Resolution- 1)To receive, consider and adopt the Audited Financial Statements for the financial year ended 31st March, 2017 together with the Reports of Board of Directors and Auditors.**
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 in favour(4)	No. of Votes against(5)	% of votes in favour on votes polled(6)=[(4)/(2)]*100	% of votes against on votes polled(7)=[(5)/(2)]*100
Promoter and Promoter Group	E Voting	2011	-	-	-	-	-	-
	Poll		2011	100%	2011	Nil	100%	Nil
	Postal Ballot(If applicable)		-	-	-	-	-	
	Total	2011	2011	100%	2011	Nil	100%	Nil
Public-Institutions	E Voting	-	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot(If applicable)		-	-	-	-	-	-
	Total	-	-	-	-	-	-	-
Public-Non Institutions	E Voting	24,00,000	3,00,000	12.5%	3,00,000	Nil	100%	Nil
	Poll		21,00,000	87.5%	21,00,000	Nil	100%	Nil
	Postal Ballot(If applicable)					-		-
	Total	24,00,000	24,00,000	100%	24,00,000	Nil	100%	Nil
Total		**24,02,011**	**24,02,011**	**100%**	**24,02,011**	**Nil**	**100%**	**Nil**

Resolution Required: (Ordinary/ Special)			Ordinary Resolution: 2)To appoint Director in place ofMr. Ravi ManoharlalKharwad (DIN – 02079606), who retires by rotation and, being eligible, seeks re-appointment.					
Whether Promoter/ Promoter Group are interested in the agenda/resolution			Mr. Ravi Manoharlal Kharwad					
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 in favour(4)	No. of Votes against(5)	% of votes in favour on votes polled(6)=[(4)/(2)]*100	% of votes against on votes polled(7)=[(5)/(2)]*100
Promoter and Promoter Group	E Voting	2011*	-	-	-	-	-	-
	Poll		2011	100%	2011	Nil	100%	-
	Postal Ballot(If applicable)		-	-	-	-	-	
	Total	2011	2011	100%	2011	Nil	100%	-
Public-Institutions	E Voting	-	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot(If applicable)		-	-	-	-	-	-
	Total	-	-	-	-	-	-	-
Public-Non Institutions	E Voting	24,00,000	3,00,000	12.5%	3,00,000	Nil	100%	Nil
	Poll		21,00,000	87.5%	21,00,000	Nil	100%	Nil
	Postal Ballot(If applicable)					-		-
	Total	24,00,000	24,00,000	100%	24,00,000	Nil	100%	Nil
Total		24,02,011	24,02,011	100%	24,02,011	Nil	100%	Nil

*The voting done by promoters were not included being interested in the resolution.

Resolution Required: (Ordinary/ Special)			Ordinary Resolution- 3)To ratify the appointment ofM/s TDK & CO. (Registration No. 109804W) Chartered Accountants as Auditor of the Company.					
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 in favour(4)	No. of Votes against(5)	% of votes in favour on votes polled(6)=[(4)/(2)]*100	% of votes against on votes polled(7)=[(5)/(2)]*100
Promoter and Promoter Group	E Voting	2011	-	-	-	-	-	-
	Poll		2011	100%	2011	Nil	100%	Nil
	Postal Ballot(If applicable)		-	-	-	-	-	
	Total	2011	2011	100%	2011	Nil	100%	Nil
Public-Institutions	E Voting	-	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot(If applicable)		-	-	-	-	-	-
	Total	-	-	-	-	-	-	-
Public-Non Institutions	E Voting	24,00,000	3,00,000	12.5%	3,00,000	Nil	100%	Nil
	Poll		21,00,000	87.5%	21,00,000	Nil	100%	Nil
	Postal Ballot(If applicable)					-		-
	Total	24,00,000	24,00,000	100%	24,00,000	Nil	100%	Nil
Total		24,02,011	24,02,011	100%	24,02,011	Nil	100%	Nil

For Intercontinental Leasing and Finance Company Limited

Name: Satish Rajbhar
Chairman of Postal Ballot

Date: 28th September, 2017
Place: Mumbai

Vikas Verma & Associates,
Company Secretaries

Annexure-B

SCRUTINIZER'S REPORT FOR E-VOTING & POLL OF INTERCONTINENTAL LEASING AND FINANCE LIMITED
[Pursuant to Section 108 of the Companies Act,2013 and Rule 20(4) (xii) of the Companies (Management and Administration) Rules, 2014]

To,

The Chairman,
The 33rd Annual General Meeting
Of the Equity Shareholders of Intercontinental Leasing and Finance Limited

Sub: Result of Voting conducted through electronic voting and poll conducted at the 33rd AGM of INTERCONTINENTAL LEASING AND FINANCE LIMITED held on Wednesday 27,2017 at01:00 P.M. at B- 702, 7th Floor, Neelkanth Business Park, Kirol Village, Near Bus Depot, Vidyavihar (W), Mumbai-400086.

Dear Sir,

I, Vikas kumar Verma, Company Secretary In Practice (Membership No:F9192)having office at B-502, B Wing Statesman House, 147 Barakhamba Road New Delhi 110001,was appointed as a Scrutinizer by the Board of Directors of Intercontinental Leasing And Finance Limited(the Company)for the purpose of scrutinizing the results of 33rd AGM of Intercontinental Leasing and Finance Limited held on Wednesday 27, 2017 at 01:00 P.M. at B- 702, 7th Floor, Neelkanth Business Park, Kirol Village, Near Bus Depot, Vidyavihar (W), Mumbai- 400086as per the Notice of 33rd Annual General Meeting of the Company dated August 11, 2017 through e-voting and voting at the AGM. The meeting concluded at 2:00 P.M.

The compliance with the provisions of the Companies Act, 2013 and the Rules made thereunder relating to voting through electronic means and voting by poll by the shareholders on the resolutions proposed in the Notice of the 33rd Annual General Meeting of the Company is the responsibility of management. My responsibility as a scrutinizer is to ensure that the voting process, both through electronic means and by poll, at the meeting are conducted in a fair and transparent manner and to render consolidated scrutinizer's report of the total votes cast "in favour or against", if any, to the Chairman on the resolutions, based on the reports generated from the electronic voting system and also at the time of poll at AGM.

I hereby report as under:

1. The Company has dispatched Notice of the 33rd Annual General Meeting, the Annual Report 2016-2017, Attendance Slip & Proxy Form to EquityShareholders as per the records of theCompany as on 2nd September, 2017through Email and Courier.

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Off. No. 011 43029809, 09953573236
Web: www.vvanda.com

2. As per the provisions of the Companies Act, 2013 read with Rule 20 of the Companies (Management & Administration) Rules, 2014 and the Listing Regulations, the Company had provided the facility of electronic voting to Equity shareholders to cast votes electronically andalso at the 33rd AGM by means of poll. The entitlement to voting by equity Shareholders was determined on the basis of shareholding as oncut-off date i.e. 20th September, 2017.

3. The Company extended the facility of electronic voting to the shareholders of the Company from Sunday, September 24, 2017 (9:00 am IST) and ended on Tuesday, September 26, 2017 (5:00 pm IST)through the National Securities Depository Limited ("NSDL") being the service provider for providing the facility of e-voting to the shareholders on their website https://www.evoting.nsdl.com/

4. At the 33rd AGM of the Company held on September 27, 2017, the Chairman of the Company *"Suo Moto"* ordered for a Poll to facilitate the members present in the meeting who could not participate in the e-voting to record their votes through the Poll processand after the time fixed for closing of the poll by the chairman i.e. 2:00 P.M. One ballot box kept for collecting poll papers was locked in my presence with due identification marks were placed by me.

5. The locked ballot box was subsequently opened in my presence and poll papers were diligently scrutinized. The poll papers were reconciled with records maintained by the Company/Registrar and Transfer Agents of the Company and the authorizations/proxies lodged with the Company.

6. Voting by Mr. Manoharlal Kharwad on Item No. 2 is considered invalid as he was interested in the said resolution.

7. I have already submitted my report for the poll taken at the meeting in form no. MGT-13 to the Chairman separately.

8. The consolidated results of the e-voting and poll taken is as under:-

a) **As an Ordinary Resolution- Item No.1**

To receive, consider and adopt the Audited Financial Statements for the financial year ended 31st March, 2017 together with the Reports of Board of Directors and Auditors thereon:

1. Voted in Favour of the resolution:

Particulars	Number of members who voted	Number of votes cast by them	% of total number of valid votes cast
Physical	15	21,02,011	87.51%
Electronic(e-voting)	2	3,00,000	12.49%
Total	17	24,02,011	100%

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2. Voted against the resolution:

Particulars	Number of members who voted	Number of votes cast by them	% of total number of valid votes cast
Physical	Nil	Nil	Nil
Electronic(e-voting)	Nil	Nil	Nil
Total	Nil	Nil	Nil

3. Invalid Votes:

Particulars	Total number of members whose votes were declared invalid	Total number of votes cast by them
Physical	Nil	Nil
Electronic(e-voting)	Nil	Nil
Total	Nil	Nil

b) As an Ordinary Resolution- Item No.2

To appoint Director in place ofMr. Ravi Manoharlal Kharwad (DIN-02079606), who retires by rotation and, being eligible, seeks re-appointment.

1. Voted in Favour of the resolution:

Particulars	Number of members who voted	Number of votes cast by them	% of total number of valid votes cast
Physical	14	21,00,000	87.51%
Electronic(e-voting)	2	3,00,000	12.49%
Total	16	24,00,000	100%

2. Voted against the resolution:

Particulars	Number of members who voted	Number of votes cast by them	% of total number of valid votes cast
Physical	Nil	Nil	Nil

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Off. No. 011 43029809, 09953573236
Web: www.vvanda.com

Electronic(e-voting)	Nil	Nil	Nil
Total	Nil	Nil	Nil

3. Invalid Votes:

Particulars	Total number of members whose votes were declared invalid	Total number of votes cast by them
Physical	1	2011
Electronic(e-voting)	Nil	Nil
Total	1	2011

c) As an Ordinary Resolution- Item No.3:

To ratify the appointment of M/s TDK &CO., Chartered Accountant (Firm Registration No.FRN 109804W) as Auditors of the Company.

1. Voted in Favour of the resolution:

Particulars	Number of members who voted	Number of votes cast by them	% of total number of valid votes cast
Physical	15	21,02,011	87.51%
Electronic(e-voting)	2	3,00,000	12.49%
Total	17	24,02,011	100%

2. Voted against the resolution:

Particulars	Number of members who voted	Number of votes cast by them	% of total number of valid votes cast
Physical	Nil	Nil	Nil
Electronic(e-voting)	Nil	Nil	Nil
Total	Nil	Nil	Nil

3. Invalid Votes:

Particulars	Total number of members whose votes were declared invalid	Total number of votes cast by them

B-502, 5th Floor, Statesman House, 148, Barakhamba Road, New Delhi - 110001
Off. No. 011 43029809, 09953573236
Web: www.vvanda.com

Physical	Nil	Nil
Electronic(e-voting)	Nil	Nil
Total	Nil	Nil

9. A Compact Disc (CD) containing a list of equity shareholders who voted "FOR", "AGAINST" and those whose votes were declared invalid for each resolution is enclosed –N.A.

10. The e-voting results are blocked in the presence of two witnesses who are not in the employment of the company.

11. The poll papers and all other relevant records were sealed and handed over to the Company Secretary / Director authorized by the Board for safe keeping.

Thanking you
Yours faithfully

For Vikas Verma & Associates
Company Secretaries

Vikas Kumar Verma
C. P. No. - 10786

Place: New Delhi
Date:27/09/2017

Satish

Chairman of the Meeting

B-502, 5th Floor, Statesman House, 148, Barakhamba Road, New Delhi - 110001
Off. No. 011 43029809, 09953573236
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