

2nd December, 2025

BSE Limited

Through BSE Listing Centre

Department of Corporate Services
Phiroze Jeejeeboy Towers
1st Floor, Dalal Street
Mumbai – 400 001

Dear Sir / Madam,

Sub: Submission of Scrutinizer's report – EGM dated 1st December 2025

We hereby submit the Scrutinizer's report pursuant to Section 108 of the Companies Act, 2013 and Companies (Management and Administration) Rules, 2014 as amended, for the Extra -Ordinary General Meeting of the Company, held on Monday, 1st December, 2025 at 4.00 P.M, through Video Conference /Other Audio Visual Means.

We wish to inform you that one resolution proposed in the Notice of the EGM has been passed with requisite majority.

Kindly take the above submission on record.

Thanking you,

Yours truly,

For Hinduja Leyland Finance Limited

Srividhya Ramasamy

Company Secretary and Compliance Officer

M. No. – A22261

HINDUJA LEYLAND FINANCE LIMITED

Corporate Office: No. 27-A, Developed Industrial Estate, Guindy, Chennai - 600 032. Tel: (044) 2242 7525, 2242 7555

Registered Office: Plot No. C-21, Tower C (1-3 floors), G Block, Bandra Kurla Complex, Bandra (E), Mumbai - 400051

Tel: (022) 6136 0407 | Website: www.hindujaleylandfinance.com

CIN: U65993MH2008PLC384221 | Email: compliance@hindujaleylandfinance.com



G RAMACHANDRAN & ASSOCIATES
COMPANY SECRETARIES

SCRUTINIZER'S REPORT

To,

The Chairman

HINDUJA LEYLAND FINANCE LIMITED

CIN# U65993MH2008PLC384221

Plot No. C-21, Tower C (1-3 Floors),

G Block, Bandra Kurla Complex, Bandra (E),

Bandra (East), Mumbai, Bandra,

Maharashtra, India, 400051

Sir,

Sub: Combined Scrutinizer's Report on remote e-voting and e-voting after the conclusion of the Extra-ordinary General Meeting ("EGM") on the agenda items transacted at the EGM of the Company held on Monday, the 1st December, 2025 at 4:00 P.M., through Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM")

We, M/s. G RAMACHANDRAN & ASSOCIATES, Company Secretaries, having office at F-10 Syndicate Residency, No. 3, Dr. Thomas First Street, Off South Boag, Road, T.Nagar, Chennai - 600017 have been appointed as a scrutinizer by the Board of Directors of M/s. HINDUJA LEYLAND FINANCE LIMITED ("the Company") for the purpose of scrutinizing the combined results of remote e-voting and e-voting after the conclusion of the EGM on the below mentioned resolutions at the EGM of the Company held on Monday, the 1st December, 2025 at 4:00 P.M., through Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM") hereby submit our report as under:

a.	Pursuant to Section 101, 109, 108 of the Act and 3(1) of Rule 20 of the Companies (Management & Administration) Rules, 2014, the notice convening the meeting including Statement under Section 102 of the Act have been dispatched to all the members of the Company through electronic means (wherever email ids were available) on 7th November, 2025 and subsequently, the Notice, convening was also placed on the website of the Company and that of the agency, i.e., National Securities Depositories Limited. The members of the Company were given an option to vote electronically on e-voting platform, provided by the National Securities Depositories Limited (NSDL).
----	--



GOPINATH Digitally signed
by GOPINATH
RAMACHANDRAN
NDRAN
Date: 2025.12.01
17:21:42 +05'30'

b.	The Public Advertisement with respect to dispatch of notices and conducting of voting through electronic means was published in "Business Standard" an English newspaper and "Navsakthi" a vernacular newspaper on 8 th November, 2025.
c.	The e-voting period commenced on 26 th November, 2025 at 9.00 A.M. and ended on the close of 30 th November, 2025 at 5.00 P.M. As per the information given by the Company the names of the shareholders who had voted by remote e-voting through the facility provided by NSDL had been blocked and only those members who were present at the EGM through VC and who had not voted on remote e-voting were allowed to cast their votes through e-voting system during the EGM. The e-voting facility at the EGM commenced at 4.14 p.m. and kept open till 4.29 p.m.
d.	On 1 st December, 2025 at 4.29 p.m., i.e., after the closure of e-voting at the EGM, the votes cast through remote e-voting, prior to the date of EGM, and votes cast through e-voting at the EGM were unblocked in the presence of 2 (Two) witnesses, who are not in the employment of the company.
e.	A register has been maintained electronically to record the assent or dissent, received, mentioning particulars of name, address, folio number or client ID of the shareholders, number of shares held by them, nominal value of such shares. As there were no shares with differential voting rights, the question of maintaining the list of shares with differential voting rights did not arise.
f.	The Corporate members who had participated in the e-voting had enclosed the scanned copy of the resolution.

After declaration of voting by the Chairman, the shareholders present at the EGM through VC and who have not cast their vote already were given an option to vote through e-voting facility provided by NSDL at the EGM.

Based on the data downloaded from NSDL e-voting system, the total votes cast in favour or against all the resolutions proposed in the Notice of the EGM are as under:

// THIS SPACE IS INTENTIONALLY LEFT BLANK //



GOPINATH
RAMACHA
NDRAN

Digitally signed
by GOPINATH
RAMACHANDRAN
Date: 2025.12.01
17:21:12 +05'30'

1. The resolutions for which this EGM of the Shareholders was held were as follows:

S.No	Resolutions	Nature of Resolution
1.	To consider and approve appointment of Mr. Sridharan Kesavan (DIN:00051976) as Non-Executive Independent Director of the Company	Special

2. (a) We hereby submit our combined report on the results of remote e-voting and e-voting at the EGM as under:

Resolution No.	Mode	No. of members voted	Total Shares
1	ELECTRONIC	8	39,69,27,973
	TOTAL	8	39,69,27,973

3. Results of the remote e-voting and e-voting at EGM:

Item No. in Notice	Votes in favour		Votes Against		Total Valid Votes	Assent %	Dissent %	Passed as Ordinary / Special Resolution
	No. of members voted	No. of Votes	No. of members voted	No. of Votes				
Item No. 1	8	39,69,27,973	0	0	39,69,27,973	100%	NIL	Passed as a Special Resolution

// THIS SPACE IS INTENTIONALLY LEFT BLANK //



GOPINATH
RAMACHANDRAN
NDRAN

Digitally signed
by GOPINATH
RAMACHANDRAN
Date: 2025.12.01
17:21:25 +05'30'

4. All relevant records were provided to the Company Secretary authorized by the Board for safe keeping.

Thanking you

Yours Faithfully

For M/s. G Ramachandran & Associates
Company Secretaries

GOPINATH
RAMACHANDRAN
AN

Digitally signed by GOPINATH
RAMACHANDRAN
Date: 2025.12.01 17:20:25 +05'30'



G RAMACHANDRAN

Proprietor

FCS No.9687 CoP. No.3056

Scrutinizer

Place: Chennai

Date: 1st December, 2025

UDIN: F009687G002142268