

2022-2023

CORPORATE INFORMATION

***LEADING LEASING FINANCE AND
INVESTMENT COMPANY LIMITED***
ANNUAL REPORT 2022-23

[39TH ANNUAL REPORT 2022-23]

REGISTERED OFFICE	STATUTORY AUDITORS
C-233 G/F BACK SIDE, WEST PATEL NAGAR, NEW DELHI DL 110008 IN Email ID: leadingleashing@gmail.com Website: www.lifltd.in Phone: 011-65632288	M/s S.D. Mehta & Co., Chartered Accountants, 1601,Himalaya Business Center,B/H BRTS Bus Stand, Nr. RTO Circle,132 FT Ring Road,Ahmedabad-380027
SECRETARIAL AUDITOR	REGISTRAR AND TRANSFER AGENT
V Kumar & Associates Company Secretaries 15/18, Basement, West Patel Nagar, New Delhi-110008 Mobile: 9910218035 Mail: csvivekkumar@gmail.com .	Purva Sharegistry (India) Pvt. Ltd. Unit no. 9, Shiv Shakti Ind. Estt. J .R. Boricha marg , Opp. Kasturba Hospital Lane, Lower Parel (E) Mumbai 400 011 Contact no. 91-22-2301 6761 Web. : www.purvashare.com Email : support@purvashare.com
BANKERS	STOCK EXCHANGE
AXIS BANK	Metropolitan Stock Exchange of India Limited, Building A, Unit 205A, 2nd Floor, , PiramalAgastya Corporate Park Complex, L.B.S Road, Kurla West, Mumbai – 400070, Telephone : +91 22 6112 9000
INTERNAL AUDITOR	Bombay Stock Exchange Limited
Parag Patel & Company Chartered Accountants, 515 I Square, Near CIMS Hospital, Before Shukan Mall, Science City Road, Sola, Ahmedabad 380060	PhirozeJeejeebhoy Towers Dalal Street Mumbai- 400001

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NOTICE OF 39TH ANNUAL GENERAL MEETING

Notice is hereby given that the 39th Annual General Meeting of the Members of **Leading Leasing Finance and Investment Company Limited** will be held on **Monday, 10th July, 2023** at **11:00 A.M** through video conferencing (VS)/other audio visual means (oavm) facility to transact the following businesses:

ORDINARY BUSINESS:-

1. ADOPTION OF FINANCIAL STATEMENTS

To receive, consider and adopt the Standalone Audited Financial Statements of the Company for the **Financial Year Ended March 31st, 2023** i.e, **Balance Sheet as at 31st March, 2023**, the **Statement of Profit and Loss** and **Cash Flow Statement** for the year ended **31st March, 2023** along with the **Reports of the Board of Directors and Auditors** thereon.

2. APPOINTMENT OF MS. AMI JINEN SHAH (DIN: 06792048) AS A WHOLE-TIME DIRECTOR, LIABLE TO RETIRE BY ROTATION.

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

“RESOLVED THAT pursuant to the provision of Section 152 and other applicable provisions of the Companies Act, 2013, **Ms. Ami Jinen Shah (DIN: 06792048)** who retires by rotation at this Meeting and being eligible for re-appointment offers herself for the re-appointment, be and is hereby appointed as a Whole-Time Director of the Company.”

SPECIAL BUSINESS:-

3. REGULARIZATION OF ADDITIONAL DIRECTOR, MR. SURAJ KUMAR JHA (DIN- 10197854) BY APPOINTING HIM AS A NON-EXECUTIVE INDEPENDENT DIRECTOR OF THE COMPANY

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

“RESOLVED THAT Mr. Suraj Kumar Jha (DIN-10197854), who was appointed as an Additional Director with effect from 12th June, 2023 on the Board of Directors of the Company in terms of Section 161 of the Companies Act, 2013 and who holds office up to the date of this Annual General Meeting, be and is hereby appointed as a Non-Executive & Independent Director of the Company.”

“RESOLVED FURTHER THAT, the Board of Directors of the Company be and are hereby severally authorized to sign the requisite forms documents and to do all such acts, deeds and things and execute all such documents, instruments and writings as may be required to give effect to the aforesaid resolution.”

4. INCREASE IN THE AUTHORIZED SHARE CAPITAL AND CONSEQUENT ALTERATION OF MEMORANDUM OF ASSOCIATION

To consider and if thought fit, to pass the following resolution as **Ordinary Resolution(s)**:

“RESOLVED THAT pursuant to the provisions of Section 13, Section 61 and 64 of the Companies Act, 2013 and other applicable provisions, if any, the Authorised Equity Share Capital of the Company, be and is hereby increased from the existing Rs. 6,50,00,000 (Rupees Six Crore Fifty Lakhs Only) divided into 6,50,00,000 (Six Crore Fifty Lakhs Only) Equity Shares of face value of Rs. 1/- (Rupees One Only) each to Rs. 11,00,00,000 (Rupees Eleven Crores Only) divided into 11,00,00,000 (Eleven Crores Only) Equity Shares of Rs. 1/- (Rupees One Only) each, by creation of additional 4,50,00,000 (Four Crores Fifty Lakhs Only) Equity Shares of Rs. 1/-(Rupees One Only) each ranking pari-passu in all respect of existing Equity Shares.”

“RESOLVED FURTHER THAT pursuant to Section 13 and all other applicable provisions, if any, of the Companies Act, 2013, the existing clause V of the Memorandum of Association of the Company as to Authorised Share Capital be and is hereby substituted in its place stated as under -

V. The Authorised Share Capital of the Company is Rs. 11,00,00,000 (Rupees Eleven Crores Only) divided into 11,00,00,000 (Eleven Crores Only) Equity Shares of Rs. 1/- (Rupees One Only) each.”

“RESOLVED FURTHER THAT any Director of the Company, be and is hereby authorised to execute and sign and file necessary e-forms with the Registrar of Companies and to do all such acts, deeds and things as may considered expedient and necessary in this regard, to give effect to this resolution. ”

5. TO ISSUE 5,33,50,000 NO. OF SHARES AS BONUS ISSUE WITH THE RATIO OF 1:1.

To consider and if thought fit, to pass the following resolution as a **Special Resolution(s)**:

“RESOLVED THAT pursuant to Section 63 of the Companies Act, 2013 and other applicable provisions, if any, including rules notified thereunder, as may be amended from time to time (including any statutory modification or re-enactment thereof for the time being in force) read with Regulation 293 and other relevant provisions, laid down in chapter XI of Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, applicable provisions of Article of Associations of the company and applicable Regulatory Authorities and such permissions, sanctions and approvals as may be required in this regard; Approval of shareholders be and is hereby accorded for issuance upto **5,33,50,000 Equity Shares of Rs. 1/- each** as Bonus Shares of an aggregate nominal value upto **Rs. 5,33,50,000/-(Rupees Five Crore Thirty Three Lakhs Fifty Thousand only)**, as bonus shares to the shareholders out of free reserves and surplus.”

“RESOLVED FURTHER THAT:

- a. The Bonus issue of the shares will be made in the ration of 1:1 [i.e, 1 (one) Fully paid up equity shares for every 1(one) equity shares held.] to the shareholders on such date (Record Date) as may be determined by the board of directors(s) after approval of Shareholders in General Meeting.
- b. The Equity Shares so issued shall upon allotment have the same rights of voting as the existing Equity Shares and be treated for all other pari-passu with the existing Equity Shares of the company.
- c. Share Certificates shall be issued to those to whom the bonus shares are allotted within the time prescribed in the Companies Act, 2013 with regard to the shares held in dematerialized form, the Bonus Shares will be credited to the respective demat account of the holders.
- d. No Members shall be entitled to a fraction of equity shares as a result of implementation of this resolution and no certificate or coupon or cash shall be issued for fraction of equity shares and the bonus shall be rounded to the lower integer.
- e. All fractions of bonus equity shares shall be ignored and accordingly the number of issuance of Bonus share may be reduced.”

“RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, Any Director of the company be and is hereby authorized to do all acts, deeds, matters and things necessary, proper or desirable and to sign and execute all necessary documents, authority letters, applications and returns with Stock Exchange, SEBI, Superintendent of Stamps, NSDL, CDSL, RTA or any other authority.”

**By order of the Board
For Leading Leasing Finance and Investment Company Limited**

Place: New Delhi

Date:12.06.2023

Sd/-

Ami Jinen Shah

Whole Time Director

DIN: 06792048

**Add: Giriraj 2nd Floor KotachiWadi
V.P. Road Girgaon Mumbai 400004**

NOTES:

1. In view of the massive outbreak of the COVID-19 pandemic, social distancing is a norm to be followed and pursuant to the Circular No. 14/2020 dated April 08, 2020, Circular No.17/2020 dated April 13, 2020 issued by the Ministry of Corporate Affairs followed by Circular No. 20/2020 dated May 05, 2020 and Circular No. 02/2021 dated January 13, 2021 and all other relevant circulars issued from time to time, physical attendance of the Members to the AGM venue is not required and general meeting be held through video conferencing (VC) or other audio visual means (OAVM). Hence, Members can attend and participate in the ensuing AGM through VC/OAVM.
2. Pursuant to the Circular No. 14/2020 dated April 08, 2020, issued by the Ministry of Corporate Affairs, the facility to appoint proxy to attend and cast vote for the members is not available for this AGM. However, the Body Corporates are entitled to appoint Authorised Representatives to attend the AGM through VC/OAVM and participate there at and cast their votes through e-voting.
3. The Members can join the AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC/OAVM will be made available for 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the AGM without restriction on account of first come first served basis.
4. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.
5. 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) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and the Circulars issued by the Ministry of Corporate Affairs dated April 08, 2020, April 13, 2020 and May 05, 2020 the Company is providing facility of remote e-Voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with National Securities Depository Limited (NSDL) for facilitating voting through

electronic means, as the authorized agency. The facility of casting votes by a member using remote e-Voting system as well as venue voting on the date of the AGM will be provided by NSDL.

6. In line with the Ministry of Corporate Affairs (MCA) Circular No. 17/2020 dated April 13, 2020, the Notice calling the AGM has been uploaded on the website of the Company at www.lfltd.in. The Notice can also be accessed from the websites of the Stock Exchanges i.e. BSE Limited and Metropolitan Stock Exchange of India Limited at www.bseindia.com and www.msei.in respectively and the AGM Notice is also available on the website of NSDL (agency for providing the Remote e-Voting facility) i.e. www.evoting.nsdl.com.
7. AGM has been convened through VC/OAVM in compliance with applicable provisions of the Companies Act, 2013 read with MCA Circular No. 14/2020 dated April 08, 2020 and MCA Circular No. 17/2020 dated April 13, 2020, MCA Circular No. 20/2020 dated May 05, 2020 and MCA Circular No. 2/2021 dated January 13, 2021.
8. Those Shareholders holding shares in physical mode who have not registered/ updated their email addresses with the Company, are requested to register/ update the same by click on <http://purvashare.com/email-and-phone-updation/> or by writing to the Company with details of folio number and attaching a self-attested copy of PAN Card at leadingleashing@gmail.com or to Purva Sharegistry (India) Pvt. Ltd. at support@purvashare.com and Members holding shares in dematerialised mode, who have not registered/ updated their email addresses with their Depository Participants, are requested to register/ update their email addresses by contacting their respective the Depository Participants with whom they maintain their demat accounts.
9. **Pursuant to Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the brief profile of Directors eligible for re-appointment item no. 2 is as follows:-**

Item No.	2
Particulars	Ami Jinen Shah
DIN	06792048
Date of Birth	22.09.1984
Terms and Conditions of Re-appointment	Re-appointment as Director of the company liable to retire by rotation
Qualifications	Graduation
Experience in specific functional areas	5 years in Marketing
Directorship held in Other listed entities	NIL
Membership / Chairmanship of Committees of listed entities (includes only Audit Committee and Stakeholders' Relationship Committee)	N.A
Remuneration last drawn (F.Y. 2022-23)	Rs. 50,000

Number of shares held in the Company	5000 Shares
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THE INSTRUCTIONS FOR MEMBERS FOR REMOTE E-VOTING AND JOINING GENERAL MEETING ARE AS UNDER:-

The remote e-voting period begins on **Friday, 07th July, 2023 at 9.00 A.M. and ends on Sunday, 09th July, 2023 at 05.00 P.M.** The remote e-voting module shall be disabled by NSDL for voting thereafter. The Members, whose names appear in the Register of Members/Beneficial Owners as on the record date (**cut-off date**) i.e. **Tuesday, 04th July, 2023** may cast their vote electronically. The voting right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the **cut-off date**, being **Tuesday, 04th July, 2023**.

How do I vote electronically using NSDL e-Voting system?

The way to vote electronically on NSDL e-Voting system consists of “Two Steps” which are mentioned below:

Step 1: Access to NSDL e-Voting system

- A) Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode

In terms of SEBI circular 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.

Login method for Individual shareholders holding securities in demat mode is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL.	1. Existing IDeAS user can visit the e-Services website of NSDL Viz. https://eservices.nsdl.com either on a Personal Computer or on a mobile. On the e-Services home page click on the “ Beneficial Owner ” icon under “ Login ” which is available under ‘ IDeAS ’ section, this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on “ Access to e-Voting ” under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting

period or joining virtual meeting & voting during the meeting.

2. If you are not registered for IDeAS e-Services, option to register is available at <https://eservices.nsdl.com>. Select “Register Online for IDeAS Portal” or click at <https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp>
3. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsdl.com/> either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or **e-Voting service provider i.e. NSDL** and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.
4. Shareholders/Members can also download NSDL Mobile App “**NSDL Speede**” facility by scanning the QR code mentioned below for seamless voting experience.

NSDL Mobile App is available on



Individual Shareholders holding securities in demat mode with CDSL

1. Existing users who have opted for Easi / Easiest, they can login through their 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 are <https://web.cdslindia.com/myeasi/home/login> or www.cdslindia.com and click on New System Myeasi.
2. After successful login of Easi/Easiest the user will be also able to see the E Voting Menu. The Menu will have links of **e-Voting service provider i.e. NSDL**. Click on **NSDL** to cast your vote.
3. If the user is not registered for Easi/Easiest, option to register is available at <https://web.cdslindia.com/myeasi/Registration/EasiRegistra>

	<p>tion</p> <p>4. Alternatively, the user can directly access e-Voting page by providing demat Account Number and PAN No. from a link in www.cdslindia.com home page. 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 provided links for the respective ESP i.e. NSDL where the e-Voting is in progress.</p>
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 NSDL/CDSL for e-Voting facility. upon logging in, you will be able to see e-Voting option. Click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

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. NSDL and CDSL.

Login type	Helpdesk details
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at toll free no.: 1800 1020 990 and 1800 22 44 30
Individual Shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at 022-23058738 or 022-23058542-43

B) Login Method for e-Voting and joining virtual meeting for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.

How to Log-in to NSDL e-Voting website?