



Date: 31-07-2025

**The Listing Department
Metropolitan Stock Exchange of India Ltd
Building A, Unit 205(A), 2nd Floor, Agastya Corporate Park,
Sunder Baug Lane, L.B.S. Road, Kurla (W), Mumbai - 400070**

Symbol: PKLEASING

Ref: Regulation 42(2), 42(3), 42(4) & 42(5) of SEBI (LODR) Regulations 2015

Sub: Notice for Book Closure of Register of Members and Share Transfer Books, e-voting cut-off date and Announcing of AGM date for financial year ended March 31, 2025 (FY 2024-2025)

Dear Sir,

With Reference to the above-mentioned subject and in terms of Regulation 42 of SEBI (LODR) Regulations 2015, we wish to inform you that: -

- (1) The 33rd Annual General Meeting of the Company shall be conducted through Video Conferencing ("VC") and will be held on Thursday, 28th August, 2025 at 10 AM**
- (2) Book Closure: - Friday, 22nd August, 2025 to Thursday, 28th August, 2025 (Both Days inclusive).**
- (3) Cut-off date of eligible shareholders for voting: - Thursday, 21st August, 2025**
- (4) Last date of dispatch/ Emailing of Notice & Annual Report: Tuesday, 5th August, 2025**
- (5) E-voting start/end date & time: - Monday, 25th August, 2025 at 9 AM to Wednesday, 27th August, 2025 till 5 PM**
- (6) Voting Result date & time: - Saturday, 30th August, 2025 at 12 AM**

Thanking you,
Yours faithfully
For P. K. LEASING & FINANCE LTD

ANIL KUMAR AGARWAL
(MANAGING DIRECTOR)
DIN: 00315722

Encl: AGM Notice

NOTICE OF 33rd ANNUAL GENERAL MEETING

Notice is hereby given that **33rd Annual General Meeting** of members of P.K. Leasing & Finance Limited will be held on **Thursday, 28th August 2025 at 10:00 a.m. through Video Conferencing ('VC')/ other Audio-visual means ("OAVM")** to transact the following businesses:

ORDINARY BUSINESS:

Item No. 1-Adoption of financial Statements for the financial year ended 31st March 2025:

To receive, consider and adopt the Audited Financial Statements (Balance Sheet, Statement of Profit & Loss, Cash Flow Statements and other financial Reports) of the company for the financial year ended March 31, 2025 and the report of the Board of Directors ("the Board") and Auditors thereon.

Item No. 2-Retirement by Rotation of Director:

To appoint a director in the place of Mrs Ruchi Agarwal (DIN-06942318), who retires by rotation and being eligible offers herself for re-appointment

SPECIAL BUSINESS

Item No.3 Appointment of Mr Yashraj Agarwalla (DIN:08325792) as an Independent Director

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

RESOLVED THAT pursuant to the provisions of Sections 149, 150, 152 and other applicable provisions, if any, of the Act read with Schedule IV to the Act and the Companies (Appointment and Qualification of Directors) Rules, 2014, Regulation 17 and other applicable regulations of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations'), as amended from time to time, the appointment of Mr Yashraj Agarwalla, that meets the criteria for independence as provided in Section 149(6) of the Act and Regulation 16(1)(b) of the SEBI Listing Regulations and who has submitted a declaration to that effect, and who is eligible for appointment as an Independent Director of the Company, for a term of five years, till the conclusion of AGM to be held in the year 2030 and who would not be liable to retire by rotation, be and is hereby approved.

**By order of the Board
For P.K. LEASING & FINANCE LTD**

**Anil Kumar Agarwal
Managing Director
DIN: 00315722**

**Add: P-36, India Exchange Place,
4th Floor, Kolkata-700001**

**Place: Kolkata
Date: 31.07.2025**

NOTES:

1. The Ministry of Corporate Affairs (MCA) has vide its Circular dated September 19, 2024 read together with Circulars dated April 8, 2020, April 13, 2020 and May 5, 2020 (collectively referred to as "MCA Circulars") allowed convening the Annual General Meeting (AGM) through Video Conferencing or Other Audio-Visual Means (VC), without the physical presence of the Members at a common venue. In accordance with the MCA Circulars, provisions of the Companies Act, 2013 and the Securities and Exchange Board of India (Listing Obligations & Disclosure Requirements) Regulations, 2015 (SEBI Listing Regulations), the AGM of the Company is being held through VC. The deemed venue for the AGM shall be the registered office of the Company.
2. Pursuant to section 101 and 136 of the Companies Act, 2013 read with the Rules framed thereunder and in compliance with the aforementioned MCA Circulars and SEBI Circular dated October 3, 2024 read together with SEBI Master Circular dated November 11, 2024, Notice of the AGM along with the Annual Report 2024-25 is being sent only through electronic mode to those Members whose email addresses are registered with the Company/ Depositories.
3. Pursuant to the provisions of the Act, a member entitled to attend and vote at the AGM is entitled to appoint a proxy to attend and vote on his/her behalf and the proxy need not be a Member of the Company. Since this AGM is being held pursuant to the MCA Circulars through VC / OAVM, physical attendance of Members has been dispensed with. Accordingly, the facility for appointment of proxies by the Members will not be available for the AGM and hence the Proxy Form and Attendance Slip are not annexed to this Notice.
4. Institutional / Corporate Shareholders (i.e., other than individuals / HUF, NRI, etc.) are required to send a scanned copy (PDF/JPG Format) of its Board or governing body Resolution/Authorization etc., authorizing its representative to attend the AGM through VC / OAVM on its behalf and to vote through e-voting. The said Resolution/Authorization shall be sent to the Scrutinizer by email through its registered email address to mseema8@gmail.com.
5. The Members can join the Annual General Meeting in the VC/OAVM mode 30 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 Annual General Meeting through VC/OAVM will be made available for at least 150 members on first come first served basis. This will 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 Annual General Meeting without restriction on account of first come first served basis.
6. Pursuant to the provisions of Section 91 of the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Register of Members and Share Transfer Books of the Company will remain closed from **22nd August, 2025 to 28th August, 2025**
7. As per Regulation 40 of SEBI Listing Regulations, as amended, securities of listed company's shares can be transferred only in dematerialized form with effect from, April 1, 2019, except in case of request received for transmission or transposition of securities. In view of this and to eliminate all risks associated with physical shares and for ease of portfolio management, members holding shares in physical form are requested to consider converting their holdings to dematerialized form. Members can contact the Company or Company's Registrars and Transfer Agents, Niche Technologies Private Limited for assistance in this regard.
8. Members who have not yet registered their email addresses are requested to register the same with their DPs in case the shares are held by them in electronic form and with the company in case the shares are held by them in physical form.
9. Members are requested to intimate changes, if any, pertaining to their name, postal address, email address, telephone/ mobile numbers, Permanent Account Number (PAN), mandates, nominations, power of attorney, bank details such as, name of the bank and branch details, bank account number, MICR code, IFSC code, etc., to their DPs in case the shares are held by them in electronic form and to Company in case the shares are held by them in physical form.
10. As per the provisions of Section 72 of the Act, the facility for making nomination is available for the Members in respect of the shares held by them. Members who have not yet registered their nomination are requested to register the same by submitting Form No. SH-13. Members are requested to submit the said details to their DP in case the shares are held by them in electronic form and to Company in case the shares are held in physical form.
11. In case of joint holders, the Member whose name appears as the first holder in the order of names as per the Register of Members of the Company will be entitled to vote at the AGM.

12. In compliance with the aforesaid MCA Circulars and SEBI Circular, Notice of the AGM along with the Annual Report 2024-25 is being sent only through electronic mode to those Members whose email addresses are registered with the Company. Members may note that the Notice and Annual Report 2024-25 will also be available on the Company's website www.pkleasing.in and websites of the Stock Exchanges i.e. Metropolitan Stock Exchange of India at www.msei.in and on the website of CDSL.
13. Members attending the AGM through VC / OAVM shall be counted for the purpose of reckoning the quorum under Section 103 of the Act.
14. Since the AGM will be held through VC / OAVM, the Route Map is not annexed in this Notice
15. The Explanatory Statement pursuant to Section 102 of the Act in respect of the business under Item Nos. 3 set out above and the relevant details of the Directors seeking appointment at this AGM as required under Regulation 36(3) of the SEBI Listing Regulations and Secretarial Standard on General Meetings issued by The Institute of Company Secretaries of India ('Secretarial Standard') are annexed hereto. Requisite declarations have been received from the Directors seeking appointment
16. Instructions for e-voting and joining the AGM are as follows:

VOTING THROUGH ELECTRONICS MEANS

- a) In compliance with the provisions of Section 108 of the Act, read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended from time to time, and Regulation 44 of the SEBI Listing Regulations, the Members are provided with the facility to cast their vote electronically, through the e-voting services provided by CDSL, on all the resolutions set forth in this Notice. The instructions for e-voting are given herein below.
- b) The remote e-voting period commences on **Monday, 25th August, 2025 at (09:00) and ends on Wednesday, 27th August, 2025 at (17:00)**. During this period, Members holding shares either in physical form or in dematerialized form, as on **Thursday, 21st August, 2025** i.e., cut-off date, may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter. Those Members, who will be present in the AGM through VC / OAVM facility and have not cast their vote on the Resolutions through remote e-voting and are otherwise not barred from doing so, shall be eligible to vote through e-voting system during the AGM.
- c) The Board of Directors has appointed **Ms. Seema Manglunia (Membership No. FCS :9390, CP: 10520) of Practicing Company Secretaries** as the Scrutinizer to scrutinize the voting during the AGM and remote e-voting process in a fair and transparent manner.
- d) The Members who have cast their vote by remote e-voting prior to the AGM may also attend/ participate in the AGM through VC / OAVM but shall not be entitled to cast their vote again.

INSTRUCTIONS FOR SHAREHOLDERS ATTENDING THE AGM/EGM THROUGH VC/OAVM & E-VOTING DURING MEETING ARE AS UNDER:

1. The procedure for attending meeting & e-Voting on the day of the AGM/ EGM is same as the instructions mentioned above for e-voting.
2. The link for VC/OAVM to attend meeting will be available where the EVSN of Company will be displayed after successful login as per the instructions mentioned above for e-voting.
3. Shareholders who have voted through Remote e-Voting will be eligible to attend the meeting. However, they will not be eligible to vote at the AGM/EGM.
4. Shareholders are encouraged to join the Meeting through Laptops / iPad for better experience.
5. Further shareholders will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
6. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
7. Shareholders who would like to express their views/ask questions during the meeting may register themselves as a speaker by sending their request in advance at least **7 days prior to meeting** mentioning their name, demat account number/folio number, email id, mobile number at anilpklf@gmail.com. The shareholders who do not wish to speak during the AGM but have queries may send their queries in advance **7 days prior to meeting** mentioning

their name, demat account number/folio number, email id, mobile number at anilpklf@gmail.com. These queries will be replied to by the company suitably by email.

8. Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting.
9. Only those shareholders, who are present in the AGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system available during the AGM.
10. If any Votes are cast by the shareholders through the e-voting available during the AGM and if the same shareholders have not participated in the meeting through VC/OAVM facility, then the votes cast by such shareholders shall be considered invalid as the facility of e-voting during the meeting is available only to the shareholders attending the meeting.

Login method for CDSL e-Voting and joining virtual meetings:

e-Voting Details:	
Commencement of e-voting Date & Time	25-08-2025 09:00
Conclusion of e-voting Date & Time	27-08-2025 17:00
Meeting Date & Time	28-08-2025 10:00

Type of Shareholders	Login Method (Please refer the detailed e-Voting instruction mentioned in the Notice sent by the company.)
Pursuant to SEBI Circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020, Login method for e-Voting and joining virtual meetings for Individual shareholders holding securities in Demat mode with CDSL.	<p><u>Login access through CDSL Depository system</u></p> <p>CDSL EASI/EASIEST USERS: Visit www.cdslindia.com- click on login - My Easi</p> <p>NON EASI/EASIEST USERS: Visit www.cdslindia.com- click on E Voting</p> <p>If You have any queries or issues regarding Login access through CDSL Depository system, you can write an email to helpdesk.evoting@cdslindia.com</p>
Shareholders who are holding shares in "Physical Form" and "Non- Individual Shareholders holding shares in Demat form".	<p><u>Login access through respective evoting service providers (ESPs) system</u></p> <p>If You have any queries or issues regarding Login access through e voting service providers (ESPs) system, you need to contact respective ESPs.</p>

Please refer the Notice for detailed instructions for e-Voting and joining the AGM.

Pursuant to SEBI Circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020, **the detailed login method for e-Voting and joining virtual meetings for Individual shareholders holding securities in Demat mode with CDSL.**

1. Users who have already 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. Visit www.cdslindia.com/ and click on Login icon and select My Easi.
2. Alternatively, the user can directly access e-Voting page by providing Demat Account Number (BOLD) and PAN No. from a e-Voting Tab available on CDSL home page www.cdslindia.com click on E Voting The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account.
3. After successful login, 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 vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there is also links provided to access the system of all **e-Voting Service Providers** so that the user can visit the e-Voting service providers website directly.
4. If the user is not registered for Easi/Easiest, option to register is available at www.cdslindia.com and click on Login icon and select My Easi and Register

If You have any queries or issues regarding Login access through CDSL Depository system, you can write an email to helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 21 09911.

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

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

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 name and you will be re-directed to e-Voting service provider website 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>.
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 name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

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

ITEM NO.3

Mr Yashraj Agarwalla has given his declaration to the Board, inter alia, that (i) he meets the criteria of independence as provided under Section 149(6) of the Act and Regulation 16(1)(b) of the SEBI Listing Regulations, (ii) is not restrained from acting as a Director by virtue of any Order passed by SEBI or any such authority and (iii) is eligible to be appointed as a Director in terms of Section 164 of the Act. He has also given his consent to act as a director. In the opinion of the Board, Mr Yashraj Agarwalla is a person of integrity, possesses relevant expertise / experience and fulfills the conditions specified in the Act and the SEBI Listing Regulations for appointment as an Independent Director and he is independent of the management. Given his experience, the Board considers it desirable and in the interest of the Company to have Mr Yashraj Agarwalla on the Board of the Company and accordingly the Board recommends the appointment of Mr Yashraj Agarwalla as an Independent Director as proposed in the Resolution set out at Item No. 3 of the accompanying Notice for approval by the Members. The profile and specific areas of expertise of Mr Yashraj Agarwalla are provided as Annexure to this Notice. Electronic copy of the terms and conditions of appointment of the Independent Directors is available for inspection. Except for Mr Yashraj Agarwalla and/or his relatives, no other Director, Key Managerial Personnel or their respective relatives are, in any way, concerned or interested, financially or otherwise, in the said Resolution

(Annexure to Item No 2 of the Notice)

Brief Profile of the Directors seeking re-appointment in the 33rd Annual General Meeting on 28th August, 2025

Name of Director	Smt Ruchi Agarwal
Director Identification Number	DIN-06942318
Date of Birth	10 th December 1976
Date of First Appointment	6 th August 2014
Educational Qualification	BCOM
Expertise/Experience in specific functional areas	Business and Corporate Advisory, Taxation and NBFC financial activities
Chairmanship/Membership of Committees in this Company	Member in Nomination and Remuneration Committee and Risk Management Committee
Present Status of directorship in this Company	Director
Directorship in other Public Limited Companies	None
Chairmanship/Membership of Committees in other Public Limited Companies	None
Shareholding as on 31st March 2025	39000 Shares
Seeking appointment/re-appointment	Retire by rotation and Seeking re-appointment
Rotational Status	Retire by Rotation

Brief resume of Smt. Ruchi Agarwal

Smt Ruchi Agarwal (DIN: 06942318) is a non-Executive director of the company pursuant to the provisions of section 149 (1) of the companies Act, 2013 and any other applicable provisions of the Companies Act, 2013 and the rules made there under including any statutory modifications or reenactments thereof for the time being in force read with Chapter XI to the Companies Act, 2013

(Annexure to Item No 3 of the Notice)

BRIEF PROFILE OF INDEPENDENT DIRECTOR, TERMS AND CONDITIONS OF APPOINTMENT

Mr Yashraj Agarwalla appointment as a Non-executive Independent Director is recommended to shareholders at the ensuing annual general meeting of the company. Yashraj Agarwalla is a distinguished Company Secretary (CS) with over 7 years of experience in the field of finance, auditing, taxation and corporate governance. He is known for his strategic vision and meticulous attention to detail

Terms and Conditions of Appointment: -

Pursuant to the provisions of section 149 of the Companies Act, 2014 and provisions of the listing agreement - Appointment is for the five-year - Not liable to retire by rotation as per the provisions of the section 149(13) of the companies act, 2013.

Duties: - In addition to their role as a Director, the Board may nominate Independent Director as the Chairman / Member of other Board Committees, as it may deem fit from time to time. - Further, schedule IV of the new Companies Act, 2013 prescribes certain duties of Independent Directors. - Independent director shall also comply with the duties provided under section 166 of the companies act, 2013

Expectation of the Board from the appointed directors. As a Non- Executive Independent Director, you are expected to bring objectivity and independence of view to the Board's discussions and to help provide the Board with effective leadership in relation to the Company's strategy, performance, and risk management as well as enduring high standard of corporate governance

Code of Business Ethics: - The Board has put in place a Code of Business Ethics. An annual affirmation of Compliance is required to be provided by the Independent Directors on the same. The Policy of the code of conduct also posted on the website of the company.

Remuneration: - Directors are entitled to a Sitting Fee for every meeting of the Board/ Committee of Board. The amount of sitting fess shall be as decided by the Board from time to time, as deemed fit; - The Board may also approve payment of a Commission with respect to the net profits of the Company, subject to necessary approvals. The Board may prescribe any further duties and responsibilities, including as per the provisions of the applicable regulations

Directorship in Companies:

List of Associated Companies					
Sr. No	CIN/FCRN	Company Name	Designation	Category	Original Date of appointment
1	U51101WB2010PTC149166	UTKARSH VINTRADE PRIVATE LIMITED	Director	Professional	16/08/2019
2	U51219WB1987PTC041988	DEVI TRADING & HOLDING PVT LTD	Director	Professional	02/05/2019
3	U51909WB2010PTC149122	NIRMAL VINIMOY PRIVATE LIMITED	Director	Professional	16/08/2019
4	U74999WB2011PTC162574	RKS DEALERS PRIVATE LIMITED	Director	Professional	16/08/2019
5	U74999WB2011PTC162575	SKL TRADELINK PRIVATE LIMITED	Director	Professional	16/08/2019
6	U93000WB2009PTC133960	INTER SECURITIES PRIVATE LIMITED	Director	Professional	16/08/2019
7	U74140WB1992PTC054057	TRUE-MAN CONSULTANTS PVT LTD	Director	Professional	05/07/2019
8	U51101WB2010PTC149163	UTTAM TRADELINK PRIVATE LIMITED	Director	Professional	05/07/2019
9	U45400WB2007PTC120995	UPGRADE HEIGHTS PRIVATE LIMITED	Director	Professional	11/01/2019
10	U51909WB2010PTC149160	KAVAYA DEALCOM PRIVATE LIMITED	Director	Professional	16/08/2019

List of Associated LLPs					
Sr. No	LLPIN	LLP Name	Designation	Original Date of appointment	Date of Appointment at Current Designation
1	ACD-7520	MJSY & CO. LLP	Designated Partner	-	02/11/2023
2	ACC-2578	LEGALEX ADVISORS LLP	Designated Partner	-	28/07/2023