



**GDL LEASING & FINANCE LTD.**  
GIVING DREAM LOAN

To,

**BSE Limited**

Department of Corporate Services,  
P. J. Towers, Dalal Street, Fort,  
Mumbai- 400001

**Scrip Code: GDLLEAS- 530855**

**Sub: Summary of Proceedings of the 1<sup>st</sup> Extra Ordinary General Meeting for the financial year 2025-2026 held on 9<sup>th</sup> December 2025**

Dear Sir/ Madam,

Pursuant to Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we enclose herewith summary of proceedings of the 1st Extra Ordinary General Meeting for the financial year 2025-2026 held on 9th December 2025 at 03.00 P.M. through Video Conferencing (VC)/ Other Audio Video Means (OAVM).

Kindly take the same on your record.

Thanking You.

Yours faithfully,

**For G D L Leasing and Finance Limited**

**Prem Kumar Jain**

**Managing Director**

**DIN: 01151409**

**Head Office:-**

GDL Leasing & Finance Ltd.  
206, Vardhman Diamond Plaza, Paharganj, New Delhi-110055  
Ph. No. 011-69206216



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**CIN NO.-L74899DL1994PLC057107**



## **GDL LEASING & FINANCE LTD.**

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**Summary of proceedings of the 1<sup>st</sup> Extra Ordinary General Meeting for the Financial Year 2025-2026 of G D L Leasing and Finance Limited held on Tuesday, December 09, 2025 at 03.00 p.m. through Video Conferencing / Other Audio Video Means**

The 1<sup>st</sup> Extra Ordinary General Meeting for the financial year 2025-2026 (“EGM” or “the meeting”) of the Members of G D L Leasing and Finance Limited (“the Company”) held on December 09, 2025 at 03.00 P.M., through Video Conferencing (VC)/ Other Audio Video Means (OAVM).

<b>Directors and KMPs in Attendance</b>	<b>Designation &amp; Committee Chairpersonship</b>
Mr. Prem Kumar Jain	Chairman & Managing Director
Mr. Atul Jain	Director & Chief Financial Officer
Mr. Ashish Jain	Non-Executive Director
Ms. Reetu	Company Secretary & Compliance Officer

**Other Representatives**

**Mr. Akash Goel**

Proprietor of M/s Akash & Co., Secretarial Auditor also appointed as Scrutinizer

**Members Present:** 19 (Nineteen) members attended the EGM.

Mr. Prem Kumar Jain, Managing Director and Chairman of the Company chaired the proceedings of the meeting. Moderator on behalf of the Chairman informed that the EGM was being held through VC in accordance with the circulars issued by the Ministry of Corporate Affairs. Upon confirmation regarding the requisite quorum being present, the Chairman called the meeting to order.

The Chairman welcomed the members and introduced the Directors and KMPs present at the meeting.

The Moderator then informed the Members that the Notice of the EGM, were taken as read as the same had already been circulated to the Members.

The Moderator thereafter informed the members about the resolutions being proposed, Key highlights of which includes:

- Increase in Authorized Share Capital: To consider and approve the increase in Authorized Share Capital from Rs. 5,50,00,000 to Rs. 10,00,00,000 by creation of 45,00,000 additional equity shares of Rs.10 each; and to approve the corresponding amendment to Clause V of the Memorandum of Association of the Company.

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- Approval of Preferential Issue of Convertible Warrants: To approve the issue and allotment of up to 49,50,000 Convertible Warrants on a preferential basis at Rs. 11.20 per warrant, each convertible into one equity share within 18 months.
- Purpose of Fund Raising: The funds to be raised (up to Rs. 5,54,40,000) will support achieving the Net Owned Fund requirement of Rs. 10 crore as per RBI Notification dated 17 March 2022, and will also be used for working capital, business expansion, and general corporate purposes.
- Compliance and Valuation: Members were informed that the preferential issue complies with the Companies Act, related rules, SEBI ICDR Regulations, and Listing Regulations. The issue price was determined according to SEBI norms, with valuation carried out by Mr. Manish Manwani, Registered Valuer; the report is available for inspection.
- Relevant Date & Disclosures: The Relevant Date for pricing was fixed as 7 November 2025. It was noted that no Directors/KMPs are interested in the resolution except to the extent of their participation as proposed allottees, if any.

The Moderator, on behalf of the Chairman informed the Members about the following 2 Resolutions that were proposed to be passed at the EGM:

Item No.	Resolutions	Type of Resolutions
<b>Special Business</b>		
1.	To increase the authorized Share Capital of the Company.	Ordinary Resolution
2.	Issuance of upto 49,50,000 warrants convertible into Equity Shares to the persons belonging to Promoter and Non-Promoter group on a Preferential Issue	Special Resolution

The members were provided facilities, to ask questions or express their views. The necessary responses were provided by the Chairman on the queries and suggestions raised by the members.

Once all the items of business which were part of the Notice of the EGM were taken up, the Moderator on behalf of the Chairman announced for voting to be conducted electronically, and the e-voting was opened for 15 minutes. He informed that Mr. Akash Goel, Proprietor of M/s. Akash & Co., Company Secretaries, appointed as the Scrutinizer by the Board of Directors, would conduct the e-voting process in a fair and transparent manner.

He also informed that the results of voting on the resolutions shall be announced on or before Thursday, December 11, 2025.

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The Chairman thanked the members for attending and participating in the meeting. The meeting concluded at 03:15 P.M. (IST).

This is for information and records.

Yours faithfully,

**For G D L Leasing and Finance Limited**

**Prem Kumar Jain**  
**Managing Director**  
**DIN: 01151409**

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