

**TRANSCRIPT OF 02/2021-2022 EXTRA-ORDINARY GENERAL MEETING (“EGM”) OF SHAREHOLDERS OF DIGAMBER CAPFIN LIMITED HELD ON THURSDAY, 18<sup>TH</sup> NOVEMBER, 2021 COMMENCED AT 11:40 A.M. HELD THROUGH VIDEO CONFERENCING/ OTHER AUDIO-VISUAL MEANS/PHYSICAL HAVING DEEMED VENUE AT REGISTERED OFFICE OF THE COMPANY SITUATED AT J-54, 55, IIND FLOOR, ANAND MOTI, NEAR TOYOTA SHOWROOM, TONK ROAD, JAIPUR-302018**

**PARTICIPANTS:**

1.	Mr. Rajiv Jain	Managing Director & Member
2.	Mr. Amit Jain	Whole-Time Director & Member
3.	Mr. Jatin Chhabra	Non-Executive Director & Member
4.	Mr. Lalit Kumar Jain	Independent Director
5.	Ms. Neha Agarwal	Company Secretary

**Welcome Note- Neha Agarwal (Company Secretary):**

Good Morning to all Directors, Shareholders and my colleagues.

I welcome all of you in the second Extra Ordinary General Meeting of the company. On the behalf of team of DCL, I want to thank all of you for joining us today. This is informed that this meeting is through VC in accordance with the MCA Circular for safety reasons as many of us are from different locations.

Before I start, I would like to inform that Mr. Amit Jain, Mr. Rajiv Jain, Mr. Lalit Kumar Jain are attending the meeting physically and some of the shareholders are attending the meeting through VC.

Now I confirm that Dr. Amita Gill, Mr. Nayan Ambali and Mr. Dharmendra Saxena are not present in the meeting due to some preoccupied reasons. I would like to inform that Chairman of Audit Committee, Mr. Lalit Kumar Jain is present in the meeting.



Further, it is informed that this EGM is through VC. Accordingly, for voting purpose chairman has decided to cast the votes by Show of hands on all the resolutions as set forth in the notice.

I confirm that requisite quorum is present to conduct the meeting so I request Ms. Shivani to commence this meeting.

**Ms. Shivani Sharma (Assistant Compliance Head)**

“Good Morning Everyone”

Moving further the notice of the meeting was sent to all the Directors and Shareholders of the company dated 25<sup>th</sup> October, 2021 and I hope the same was received and read by the shareholders who are present at the meeting.

Before beginning with the agenda let me give an overview of the meeting as already informed through the notice, the purpose of the meeting is regarding adoption of new set of MOA and AOA of the company.

Now let us begin with the agenda of the meeting please vote on the agenda through show of hands after I take up the agenda item: -

**AGENDA ITEM NO 1.**

**TO ADOPT A NEW SET OF MOA AS TABLE A SET OUT UNDER SCHEDULE I OF THE COMPANIES ACT, 2013.**

The existing MOA is Based on erstwhile Companies Act, 1965. The alteration is necessary to bring the existing MOA in line with the new Companies Act, 2013

Hence, Now I request any one of the members to propose the resolution and another member to seconded the resolution.



**Mr. Dharmendra Kumar Jangid**

I proposed the resolution.

**Mr. Virendra Kumar Bhargaw**

I seconded the resolution.

**Ms. Shivani Sharma (Assistant Compliance Head)**

Now I put the resolution for voting. Shareholders who are in favor may please raise their hand.

(Voting by Members)

So, we have received **all the votes in favor** of the agenda and the resolution is passed as a Special Resolution.

Now I move to resolution in respect of item no 2 of this notice;

**AGENDA ITEM NO 2.**

**TO ADOPT A NEW SET OF AOA AS PER THE COMPANIES ACT, 2013.**

The existing AOA is based on erstwhile Companies Act, 1956 and several regulations in existing AOA are no longer in conformity with the Companies Act, 2013. Hence it is proposed to replace the entire existing AOA by a set of new Articles.

Now I further request any one of the members to propose the resolution and another member to seconded the resolution

**Mr. Virendra Kumar Bhargaw**

I proposed the resolution.

**Mr. Dharmendra Kumar Jangid**

I seconded the resolution.



**Ms. Shivani Sharma (Assistant Compliance Head)**

Now I put the resolution for voting. Shareholders who are in favor may please raise their hand.

(Voting by Members)

So, we have received **all the votes in favor** of the agenda item and the resolution is passed as a Special Resolution.

**Vote of Thanks**

As all the agenda items have been completed so I express our gratitude to all the members, directors, invitees for attending and participating in the meeting.

**Mr. Amit Jain**

Thank you for participating in the meeting.

**Ms. Shivani Sharma**

The meeting is now concluded and on the behalf of team of Digamber Finance, I want to thank all of you for joining us today.

Thank you Everyone!!

