



TRANSCRIPT OF 01/2021-2022 EXTRA-ORDINARY GENERAL MEETING (“EGM”) OF SHAREHOLDERS OF DIGAMBER CAPFIN LIMITED HELD ON APRIL 13TH, 2021 COMMENCED AT 11:15 AM HELD THROUGH VIDEO CONFERENCING & DEEMED VENUE REGISTERED OFFICE OF THE COMPANY SITUATED AT J-54, 55, IIND FLOOR, ANAND MOTI, NEAR TOYOTA SHOWROOM, TONK ROAD, JAIPUR-302018 AND CONCLUDED AT 11:30 AM

PARTICIPANTS:

1.	Mr. Rajiv Jain	Whole-Time 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.	Mr. Dharmendra Saxena	Nominee Director
6.	Dr. Amita Gill	Additional Independent Director
6.	Ms. Neha Agarwal	Company Secretary

Welcome Note- Ms. Shivani Sharma (Assistant Compliance Head)

“Good Morning Everybody”

I, Shivani Sharma, Asst. Compliance Head of the company, welcome all of you in the 1st Extra Ordinary General Meeting (“EGM”) of the company for the financial year 2021-2022 held through video-conferencing and other audio-visual means & deemed venue at registered office of the company. At the outset, I hope you all are safe and in good health. Due to Pandemic COVID-19, considering the health and safety of all the stakeholders of the company this meeting is being held through video-conferencing in accordance with the circulars issued by the Ministry of Corporate Affairs. The company has taken all feasible steps to ensure that shareholders are provided with an opportunity to participate in the





EGM. All participants are requested to put their audio on mute mode to conduct the meeting in smooth manner.

Mr. Rajiv Jain and Mr. Amit Jain cannot act as chairman of this meeting because their interest is involved in the agenda items hence, I request the Board to appoint one of themselves as chairman of the meeting.

Mr. Lalit Kumar Jain is hereby appointed as Chairman of this meeting.

Now I request the Company Secretary to check the quorum and manner of voting on the Agenda items.

Neha Agarwal (Company Secretary):

Now I confirm that adequate quorum is present to conduct the meeting and the voting on the agenda items shall be conducted by show of hands.

Ms. Shivani Sharma (Assistant Compliance Head)

Before we start the main proceedings of the meeting, let me introduce the respected Board members with us today,

We have with us Mr. Rajiv Jain & Mr. Amit Jain, Founder and Whole-Time Director of the company, Chairman of Audit and NRC committee Mr. Lalit Kumar Jain, Dr. Amita Gill Independent Directors, and Mr. Dharmendra Saxena Nominee director from SIDBI.

Mr. Rakesh Kumar Bakliwal from A K Chordia & Co.; Statutory Auditors of the Company cannot attend the meeting due to his pre-occupational matters.

Mr. Nayan Ambali, Independent Director also cannot attend the meeting due to his pre-occupational matters.

The Register of Members, register of directors/KMP & their shareholding, register of Charge, register of related party transaction, Register of Share Application and allotment and other statutory registers are available for inspections of members. Any member





seeking to inspect such documents can send their request to us at e-mail id compliance@digamberfinance.in

Moving further, the notice of the Meeting was sent to all the shareholders of the company dated 19th March 2021 and I hope the same was received and read by the shareholders present at the meeting.

Before beginning with the agenda, let me give an overview of the meeting, as already informed through the notice of the meeting, the purpose of the meeting is to re-appoint Mr. Amit Jain as Whole-Time Director of the company for the next 5 years commencing from 14th April, 2021 to 13th April, 2026 and to appoint Mr. Rajiv Jain as Chairman cum Managing Director of the company for the next 5 years commencing from 14th April, 2021 to 13th April, 2026.

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.

APPROVAL OF RE-APPOINTMENT OF MR. AMIT JAIN (DIN: 00416133). AS WHOLE TIME DIRECTOR OF THE COMPANY AND FIXATION OF HIS REMUNERATION THEREOF

The tenure of Mr. Amit Jain as Whole-Time Director is expiring on 14th April, 2021, due to this board has approved in the board meeting held on 19.03.2021 his re-appointment as Whole-Time Director of the Company for further period of 5 years commencing from 14th April, 2021 to 13th April, 2026 at a remuneration which shall not exceed Rs. 20,00,000/- per month including perquisites and other allowances as per company norms and commission (Performance based Incentive) not exceeding 2% of net profit in the financial year subject to availability of the profit and approval of the shareholders as special resolution is also required for the same.

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



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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 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.

APPROVAL OF APPOINTMENT OF MR. RAJIV IAIN (DIN: 00416121) AS CHAIRMAN CUM MANAGING DIRECTOR OF THE COMPANY AND FIXATION OF HIS REMUNERATION THEREOF

The tenure of Mr. Rajiv Jain as Whole-Time Director is expiring on 14th April, 2021, due to this the board has approved in the board meeting held on 19.03.2021 his appointment as Chairman cum Managing Director after considering his past experience and knowledge for the period of 5 years commencing from 14th April, 2021 till 13th April, 2026 at remuneration a remuneration which shall not exceed Rs. 20,00,000/- per month including perquisites and other allowances as per company norms and commission (Performance based Incentive) not exceeding 2% of net profit in the financial year subject to availability of the profit and approval of the shareholders as special resolution is also required for the same.



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Now I further 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 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.

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.

Mr. Amit Jain

Thanks to all directors, Independent Directors as well as shareholders, Thanks for the joining.

Ms. Shivani Sharma

Thank you Everyone!!



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