NOTICE OF 25TH ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT THE 25TH ANNUAL GENERAL MEETING OF THE MEMBERS OF DIGAMBER CAPFIN LIMITED WILL BE HELD ON TUESDAY, 29TH SEPTEMBER, 2020, AT 11:00 A.M. AT ITS REGISTERED OFFICE SITUATED AT J-54, 55, IIND FLOOR, ANAND MOTI, NEAR TOYOTA SHOWROOM, TONK ROAD, JAIPUR-302018, RAJASTHAN TO TRANSACT THE FOLLOWING BUSINESS:

ORDINARY BUSINESS:

1. To receive, consider and adopt the audited balance sheet as on 31st March, 2020, statement of profit and loss and cash flow statement for the year ended 31st March, 2020 and the reports of the Board of Directors and the Auditor's thereon.
2. To confirm the payment of proposed dividend of Rs. 27,00,000/- on 9% Optionally Convertible Preference Share for the year ended 31st March, 2020 in favor of Small Industries Development Bank of India.
3. To re-appoint Mr. Rajiv Jain (DIN: 00416121), as Director of the Company, who is liable to retire by rotation and being eligible offer himself for re-appointment.

Date: 5th September, 2020
Place: Jaipur

For & on behalf of Board of Directors of
DIGAMBER CAPFIN LIMITED

DIGAMBER CAPFIN LTD. JAIPUR

Rajiv Jain	**Neha Agarwal**
Whole-Time Director	**Company Secretary**
DIN: 00416121	**M.No. A35576**

Notes:

1. A member entitled to attend and vote at the meeting is entitled to appoint a proxy to attend and vote instead of himself/herself and a proxy need not be a member of the company.
2. Members/ Proxies should bring the attendance slip at the time of meeting.
3. The instrument of proxy in order to be effective, should be deposited at the registered office of the company, duly completed and signed, not less than 48 hours before the commencement of the meeting. A proxy form is sent herewith.
4. Corporate members intending to send their authorized representatives to attend the meeting are requested to send a certified copy of the Board Resolution authorizing their representatives to attend and vote on their behalf at the meeting.
5. A route map along with prominent landmark for easy location to reach the venue of Annual General Meeting is annexed with the notice of Annual General Meeting as per the requirement of secretarial Standard-2 (SS-2) issued by the Institute by the Company Secretaries of India (ICSI).
6. In view of the continuing restrictions on the movement and gathering of people at several places in the country, due to outbreak of COVID-19, the Ministry of Corporate Affairs ("MCA") has vide its General Circular No. 20/2020 dated 5th May, 2020, read with General Circular No. 14/2020 dated 8th April, 2020 and General Circular No. 17/2020 dated 13th April, 2020 together read with SEBI Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated 12th May, 2020 (collectively referred to as "said Circulars") permitted the holding of the AGM through VC / OAVM, without the physical presence of the Members at a common venue. Accordingly, in compliance with the applicable provisions of the Act and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") read with the said Circulars, the Company has decided to convene its ensuing 25th AGM through VC / OAVM, and the Members can attend and participate in the ensuing AGM through VC /OAVM.
7. As per above mentioned Point No. 6, you may attend the meeting through Electronic Mode. In case you wish to participate through such mode, please send a confirmation in this regard to Ms. Neha Agarwal, Company Secretary, E-mail Id: neha.agarwal@digamberfinance.in within five days of issue of notice to enable making necessary arrangements. In the absence of your confirmation, it shall be presumed that you will be attending the Meeting physically and not through Electronic Mode.
8. Members who have not registered their e-mail address so far are requested to register their e-mail address for receiving all communication.

DIGAMBER CAPFIN LTD. JAIPUR

info@digamberfinance.com | +91 141 2700233-234 | www.digamberfinance.com | CIN U67120RJ1995PLC009862

Digamber Capfin Ltd., J 54-55, "Anand Moti" Himmat Nagar, Gopalpura, Tonk Road, Jaipur 302018, Raj., India

PROCEDURE FOR JOINING THE AGM THROUGH VC / OAVM

1. Members will be provided with a facility to attend the AGM through VC / OAVM. The link for VC / OAVM will be available in email id of Members where the EVENT of Company will be displayed.

2. 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.

3. 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 Act.

Date: 5th September, 2020
Place: Jaipur

For & on behalf of Board of Directors of
DIGAMBER CAPFIN LIMITED

DIGAMBER CAPFIN LTD. JAIPUR

Rajiv Jain
Whole-Time Director
DIN: 00416121

Neha Agarwal

Neha Agarwal
Company Secretary
M. No. A35576

DIGAMBER FINANCE

FORM NO MGT-11
PROXY FORM
[Pursuant to section105 (6) of the Companies Act, 2013 and rule19 (3) of the* Companies (Management and Administration) Rules, 2014*]

Name of the member(s):		Folio No./Client Id:	
Registered address:		DP Id	
E-mail Id:			

I/We, being the member(s) of.................shares of Digamber Capfin Limited, hereby appoint-
1. ----------------of -----------having mail ID-- or failing him
2. ----------------of -----------having mail ID-- or failing him
3. ----------------of -----------having mail ID-- or failing him

and whose signature(s) are appended below as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 25th Annual General Meeting of members of the Company to be held on Tuesday, 29th September, 2020 at 11:00 A.M. at its registered office at J-54-55, IInd Floor, Anand Moti, Near Toyota Showroom, Tonk Road, Jaipur and at any adjournment thereof in respect of such resolutions as are indicated below:
I wish my above proxy to vote in the manner as indicated in the box below: **(This is optional)**

(Please put a (✓) in the appropriate column as indicated below. If you leave columns blank in any or all the resolutions, your Proxy will be entitled to vote in the manner as he/she thinks appropriate.

Resolution No.	Subject Matter	For	Against
1.	Adoption of Annual Accounts and Reports thereon for the year ended 31st March, 2020		
2.	To confirm the payment of proposed dividend ON 9% OCPS		
3.	To re-appoint Mr. Rajiv Jain, as Director u/s 152 of Companies Act, 2013		

Signed this--------------------day of --------------------2020

Affix Rs. 1Revenue stamp

Signature of the shareholder
Across revenue stamp

Signature of First proxy holder | Signature of Second proxy holder | Signature of Third proxy holder

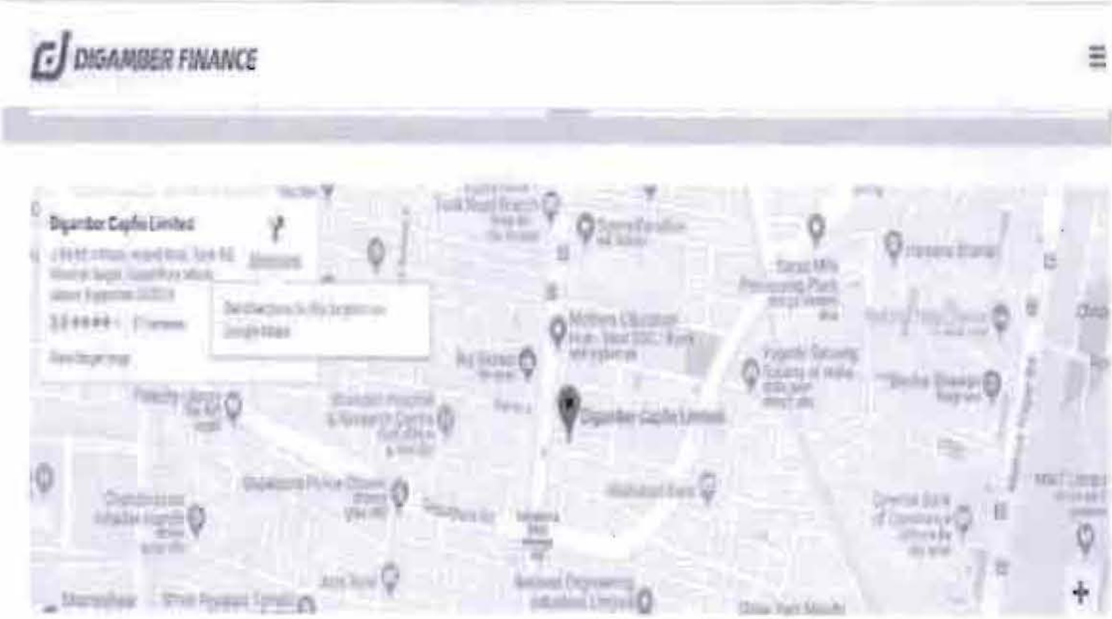
Notes:
1. This form of Proxy in order to be effective should be duly completed and deposited at the registered office of the Company, not less than 48 hours before the commencement of the meeting.
2. A Proxy need not be a member of the Company.

DIGAMBER CAPFIN LTD. JAIPUR

DIGAMBER FINANCE

ROUTE MAP

Road Map for AGM at Head Office of Digamber Capfin Ltd.



Also Visit us at https://www.digamberfinance.com/get-connected/

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JAIPUR

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