



**TRANSCRIPT OF 25<sup>TH</sup> ANNUAL GENERAL MEETING ("AGM") OF THE SHAREHOLDERS OF DIGAMBER CAPFIN LIMITED HELD ON TUESDAY 29<sup>TH</sup> SEPTEMBER 2020 AT 11:20 AM HELD THROUGH VIDEO CONFERENCING & DEEMED VENUE REGISTERED OFFICE AT J-54, 55, IIND FLOOR, ANAND MOTI, NEAR TOYOTA SHOWROOM, TONK ROAD, JAIPUR-302018 AND CONCLUDED AT 11:38 AM**

**PARTICIPANTS:**

- |    |                   |                                 |
|----|-------------------|---------------------------------|
| 1. | Rajiv Jain        | Whole-Time Director & Member    |
| 2. | Amit Jain         | Whole-Time Director & Member    |
| 3. | Jatin Chhabra     | Non-Executive Director & Member |
| 4. | Lalit Kumar Jain  | Independent Director            |
| 5. | Dharmendra Saxena | Nominee Director                |
| 6. | Neha Agarwal      | Company Secretary               |

**STATUTORY AUDITOR AND SHAREHOLDERS**

This AGM was held in compliance with the General Circular Nos. 14/2020, 17/2020 and 20/2020 dated April 8, 2020, April 13, 2020 and May 5, 2020, respectively, issued by Ministry of Corporate Affairs and Circular No. SEBI/HO/CFD/CMD1/ CIR/P/2020/79 dated May 12, 2020 issued by Securities and Exchange Board of India.

Mr. Rajiv Jain, Chairman of the meeting took the chair.

**Welcome Note- Ms. Neha Agarwal (Company Secretary)**

"Good Morning All of you"

I welcome all of you in this 25<sup>th</sup> Annual General Meeting of company. Before commencing this meeting I draw your attention that the company has completed its 25 years of journey in this year. I request big round of applause from all of you. On the behalf of team of DCL, I want to thank all of you to join us today. This meeting is being held through video conferencing in accordance with the circular of MCA. For safety reasons many of us are from different location. Before we start I would like to inform that Amit Jain Sir, Rajiv Jain Sir and Lalit Jain sir director of the company are attending meeting physically and Dharmendra sir is attending meeting through VC.

So I request Dharmendra Sir to fulfill the requirement of roll call, kindly state your name, present location, confirmation that you have received agenda and other materials of the meeting and confirmation that no other person having access of this meeting.





**Mr. Dharmendra Saxena, Nominee Director**

“Good Morning All”

I am Dharmendra Saxena and attending this meeting from my residential address Jaipur and I received all the agenda and everything and I confirm I am alone in this meeting from my place.

Thank You!!

**Ms. Neha Agarwal (Company Secretary)**

So, now I confirm that Nayan Ambali sir is not present in the meeting due to some pre-occupied reason and Jatin Sir will join us in some time. I would like to mention that Chairman of Audit Committee and NRC committee Mr. Lalit sir is present in the meeting and Rakesh Bakliwal Sir from A K Chordia & Co., Statutory Auditor is also attending the meeting.

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

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

“Good Morning All”

I want to inform that the Register of Directors and KMP and the Register of Shareholders and other statutory Registers are available for inspection of members. Any Members attending through VC seeking to inspect such documents can send their request to us at e-mail id [compliance@digamberfinance.in](mailto:compliance@digamberfinance.in)

Now, I request Rajiv Sir to express some words about the 25<sup>th</sup> Journey of Digamber Capfin Limited.

**Mr. Rajiv Jain (Chairman & Member)**

“Good Morning Everybody”

Dear Shareholders!!

Journey of 25 years!!

We have completed 25 years of our existence and what a memorable journey it has been! Our story began when an economically liberalized India had just started to assert its influence on the world order. When Indian private banks burst onto the scene to reshape





the industry landscape forever then a first-generation entrepreneur in Rajasthan had an idea of launching a finance company which thereafter turns into a Micro finance company.

I must say it was an eventful journey that we cherish every moment. Learning and growing and imbibing those lessons in our way of life. I, Rajiv Jain, chairman of Digamber Capfin Limited, welcome you all to 25<sup>th</sup> Annual general meeting of company. I feel privileged to put forth my views in front of you all.

I sincerely hope that you and your loved ones are keeping safe & healthy.

Despite a challenging external environment, further triggered by the COVID-19 pandemic, company has achieved new milestones of being systematically important non-deposit taking Company. Company has acknowledged balance sheet size of 606 Crore.

The year in review witnessed a sharp slowdown in the India's GDP growth. Decline in investment and consumption growth combined with weak rural income growth and poor job prospects remain key issues impacting economic performance. The year gone by has been full of events including many ups and downs witnessed in market. I am feeling immense pleasure in intimating that even in such type of liquidity crunch; your company was able to raise 614 crore during the year.

With completion of the fiscal 2020, Company has witnessed book loan portfolio of INR 487 crore against total AUM of 726 crore.

The Reserve Bank of India (RBI) has announced several measures to provide relief to borrowers to tide over the immediate and near-term liquidity pressure. The RBI has introduced a six months moratorium, extending till August 31, 2020, on loan repayments for distressed bank and NBFC borrowers. Loans under the moratorium need not be classified as non-performing. In this line, your company has also extended open moratorium to its customers, although company has managed not to avail the same from maximum of its lenders.

With completion of 25 years of journey and after entering into new phase of being systematically important non-deposit taking Company, more regulatory environment shall bring better risk-management and governance across the company. Accordingly efforts, has been made in increasing for all round sustainable growth. Control teams, Risk, Compliance, Audit, vigilance have enhanced their capabilities manifold and support teams, HR & Training, Operations, Finance, Accounts, Credit Projects & Admin and IT have substantially improved processes for long term growth of the company.



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In closing, I would like to take this opportunity to extend my gratitude to our financing partners for their constant support. With their continued trust, we are determined to expand our geographic reach to deliver greater impact. I thank to all company stakeholders especially our valued customers, employees, auditors, central and state governments, regulatory authorities, investors, bankers and financial institutions for their continued faith and trust.

I thank all my colleagues on the Board for helping me in creating good governance culture across the organization and fulfilling the responsibilities of Board.

On this occasion of Company's 25<sup>th</sup> AGM, I would once again like to express my gratitude to all our valued Stakeholders for your continued support in our shared mission of contributing to India's growth in the form of financial inclusion.

Thank you everybody!!

**Ms. Neha Agarwal (Company Secretary)**

"Thanku Sir"

I want to draw your attention that Mr. Rajendra Chouhan Sir from R Chouhan & Associates PCS firm is attending meeting from his respective location.

Thanku Sir for attending the Meeting;

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

Moving further, the notice of 25<sup>th</sup> Annual General Meeting were sent to all the members, auditors and directors of the company dated 07<sup>th</sup> September 2020.

This AGM is being held through video conferencing; accordingly for the voting on the proposed resolutions, the Chairman has decided to cast the votes by show of hands on all the resolutions as set forth in the notice.

Now starting with the proceeding of the meeting, I move the resolution in respect of Item No.1 of the Notice;

**Item no 1**

Regarding the consideration and adoption of audited Financial Statement together with the Auditors Report for the financial year ended on 31<sup>st</sup> March 2020



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**Mr. Amit Jain (Whole-Time Director & Member)**

Requesting all just open your video, and Shivani will tell the points and you should raise your hand for voting.

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

Now starting with the proceeding of the meeting, I move the resolution in respect of Item No.1 of the Notice;

Regarding the consideration and adoption of audited Financial Statement together with the Auditors Report for the financial year ended on March 31<sup>st</sup> 2020

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

**Mr. Amit Jain (Whole-Time Director & Member)**

I proposed the resolution.

**Mr. Dharmendra Kumar Jangid (Member)**

I seconded the resolution.

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

Now I put the resolution to vote by show of hands. Those in favor may please raise their hands by saying "YES" in favor.

(Voting by Members)

So, we have received all the votes in favor of the agenda and the resolution is passed as an Ordinary Resolution.

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

**Item no 2**

Relating to payment of proposed dividend of Rs. 27,00,000/- on 9% Optionally Convertible Preference Share for the year ended 31<sup>st</sup> March, 2020 which was issued in favor of SIDBI.

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





**Mr. Dharmendra Kumar Jangid (Member)**

I proposed the resolution.

**Mr. Virendra Kumar Bhargaw (Member)**

I seconded the resolution.

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

Now I put the resolution to vote by show of hands. Those are in favor may please raise their hands by saying "YES" in favor.

(Voting by Members)

So, we have received all the votes in favor of the agenda and the resolution is passed as an Ordinary Resolution.

Now I move to resolution in respect of item no 3 of the notice;

**Item no 3**

Relating to re-appointment Mr. Rajiv Jain, as Director of the Company, who is liable to retire by rotation and being eligible offer himself for re-appointment.

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

**Mr. Amit Jain (Whole-Time Director & Member)**

I proposed the resolution.

**Mr. Dharmendra Kumar Jangid (Member)**

I seconded the resolution.

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

Now I put the resolution to vote by show of hands. Those who are in favor may please raise their hands by saying "YES" in favor.

(Voting by Members)

So, we have received all the votes in favor of the agenda. Therefore, the resolution is passed as an Ordinary Resolution.





### **Vote of Thanks**

Now all the agendas of this AGM are completed. Now the meeting is concluded and thanks to everyone to join us today.

### **Chairman and Board**

Thanku Everyone!!



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