

ORIX LEASING & FINANCIAL SERVICES INDIA LIMITED

Transcript of 16th Annual General Meeting held on Friday, July 22, 2022, 11:30 a.m. (IST)

Mr. Yoshiaki Matsuoka:

Good morning everyone. I, Director and Chairman of the Company, welcome you all to the 16th Annual General Meeting of shareholders of ORIX Leasing & Financial Services India Ltd. At the outset, I hope you are all safe and in good health. Due to COVID-19 pandemic and social distancing norms, we are holding this meeting through Video Conferencing / Other Audio Visual means in compliance with directions of Ministry of Corporate Affairs.

Now I shall introduce all the Directors and Key Managerial Personnel of the Company.

- (1) Mr. Sandeep Gambhir, Managing Director of the Company and Chairman of ALCO Committee
- (2) Mr. Takehiro Onishi, Director and Chairman of (a) Audit Committee and (b) Nomination and Remuneration Committee of the Company
- (3) Mr. Takashi Yamasaki, Director and Chairman of Corporate Social Responsibility Committee and Risk Management Committee of the Company
- (4) Mr. Shin Hamada – Director
- (5) Mr. Ryohei Suzuki - Director
- (6) Mr. Nagesh Dubey, Independent Director
- (7) Mr. Abhay Kakkar, Independent Director
- (8) Ms. Gouri Sawant; Director
- (9) Mr. Vivek Wadhera, Chief Financial Officer; and
- (10) Ms. Meeta Sanghvi, Company Secretary.

The Directors and Key Managerial Personnel of the Company are present through Video Conferencing at the meeting. Further:

(i) Mr. Kamal Kishore from Dass Gupta & Associates, Statutory Auditors and (ii) Mr. Avinash Bagul from BNP & Associates, the Secretarial Auditor and scrutiniser for conducting voting by poll are also present at the meeting through VC.

Also, Members present are:

1. Mr. Takashi Yamasaki, representing ORIX Auto Infrastructure Services Ltd.
2. Mr. Sandeep Gambhir
3. Mr. Vivek Wadhera
4. Mr. Jay Gandhi
5. Mr. Pankaj Jain
6. Mr. Gaurav Bhatia and
7. Mr. Dipankar Sen

I thank all of you for joining this meeting over video conference. Since requisite quorum being present through Video Conference for the AGM, I call the meeting to be in order.

The notice of AGM was sent on June 29, 2022 by electronic mode to all the Members, Directors, Auditors and Debenture Trustee of the Company.

As the AGM is held through video conference, the facility for appointment of proxies by the members is not applicable and hence the proxy register for inspection is not available. With your consent, I shall take the Notice convening this meeting as read. The Register of Directors and Key Managerial Personnel, the Register of Contracts or Arrangements are available electronically for inspection by the members during the AGM. Members seeking to inspect such documents can send their request to info@orixindia.com.

The copy of the Annual Report for the year ended March 31, 2022 has already been circulated to the Members electronically along with the Notice. With your permission I shall take them as read. The Auditors' report on the financials of the Company and the Secretarial Report for the financial year ended March 31, 2022 do not contain any qualification, reservation, qualification or adverse remark. Accordingly, they are not required to be read out as provided under Companies Act, 2013.

Now I request, Mr. Sandeep Gambhir to give brief details for the business of the Company.

Mr. Sandeep Gambhir:

The last year saw the Company putting itself on the road to recovery after a significant slowdown in the year 2020-2021 due to the adverse impact of COVID- 19. Though the year started with a strong second wave hitting the country in April and May 2021, due to the consistent efforts put in by the entire team, operations were normalized towards the end of the second quarter and the Company was well back on the road to recovery. The company witnessed an improvement in the overall economic environment and the impact of the same was seen on various aspects of the business, though different businesses showed different trajectory.

The Finance Lease business disbursements showed a significant uptick in disbursements for passenger cars and the Company also saw customers opting for equipment leasing (Desktops, laptops and servers) which helped the Finance Lease Business grow significantly as compared to the previous year.

With regards to the lending businesses, the entire focus was on collections as both the Loan Against Property as well as the Commercial Vehicle Lending businesses were severely impacted due to challenges faced by customers in the previous year due to their cashflows getting impacted due to COVID-19.

With regards to disbursements for the Loan Against Property business, the company continued to follow a conservative approach like last year and with the delinquencies now showing improvements, fresh disbursements were resumed towards the last quarter under a much refined and selective sourcing framework with a tighter credit policy.

Revenue for the financial year 2021-22 was INR 2.57 Bn and Profit Before Tax was INR 101Mn.

The Company is backed by a very strong and supportive shareholder. The parental support has been demonstrated through corporate guarantees, parent loans, global committed lines and any other means. The active support and confidence from the shareholder will propel the Company's growth despite competitive pressures across business lines and extremely turbulent environmental conditions

The Company was recognized as a Great Place to Work by the Great Place to Work Institute and it was ranked amongst the Top 50 Mid-Sized Companies to work for in India. This is a validation of our best-in-class people practices as well as the trust that our people have in the culture we have built over the years. During COVID-19 as well, all the necessary steps were taken to ensure the safety and wellbeing of our employees and their families. Steps taken last year to ensure health and safety of our employees such as workplace sanitization, rostering of the employee population to prevent overcrowding, closure of office premises as and when required, and following the requisite COVID protocols continued during the current year as well.

The liquidity position of the Company continued to be comfortable. The Credit worthiness of the company has been revalidated through a revalidation of AAA rating of our Long-Term Debt and A1+ of Short-Term Debt. The Cost of Borrowings during the year were competitive as compared to the market rates.

Thank you all. I request Mr. Matsuoka to take it ahead.

Mr. Yoshiaki Matsuoka:

Thank you, Mr. Sandeep. We now take up the resolutions as set forth in the Notice. There are 2 Ordinary business items for approval of shareholders. Resolutions representing these items were furnished in the Notice for the meeting.

As voting by poll is made mandatory and Mr. Avinash Bagul, Practicing Company Secretary of Avinash Bagul and Associates is appointed as scrutiner by the Board of Directors in their meeting held on March 31, 2021 for conducting voting by poll, I request the members to vote by poll on these items. For voting by poll, members shall fill the required details in Ballot paper in Form MGT-12 including recording of their assent and dissent on these resolutions and send it from your designated email ID to Ms. Meeta Sanghvi and Mr. Avinash Bagul at their email IDs mentioned in the Notice. Form MGT-12 is annexed as Notice to EGM which was sent to your email ID by Ms. Meeta Sanghvi. Request you to send Form MGT-12 during the meeting for considering your vote.

The Ordinary businesses for voting are:

- (1) To consider and adopt the Audited Financial Statement of the Company for the year ended March 31, 2022, together with the Reports of the Board of Directors and Auditor's thereon.
- (2) To reappoint Mr. Yoshiaki Matsuoka who retires by rotation as a Director at this Annual General Meeting.

Questions if any can be raised by the shareholders.

Since there are no questions or concerns, once the status of receipt of voting are confirmed, the proceedings can be declared as closed.

Ms. Meeta Sanghvi:

The Company Secretary confirmed that all the resolutions placed before the Meeting for approval by members were approved by way of poll. Members representing 100% of paid-up share capital of the Company voted in favour of the resolutions and neither there were any invalid votes, nor any member voted against the resolutions.

Mr. Yoshiaki Matsuoka:

Thank you for confirming the voting status. Since all the requisite votes are received, I declare the proceedings as closed. Thank you all for attending the meeting.