

**ORIX LEASING & FINANCIAL SERVICES INDIA LIMITED**

**Transcript of 18<sup>th</sup> Extra-Ordinary General Meeting held on  
Wednesday, December 23, 2020, 11:00 a.m. (IST)**

**Mr. Ryohei Suzuki:**

I hereby inform that Mr. Harakazu Yamaguchi, the Director and Chairman of the Company is unavailable to attend this meeting due to his pre-occupation elsewhere. In his absence I hereby request all the Directors to approve for appointment of Mr. Yoshiaki Matsuoka, Director of the Company as Chairman of this meeting.

Members approved appointment of Mr. Matsuoka as Chairman of the meeting.

**Mr. Yoshiaki Matsuoka:**

Thank you for appointing me as Chairman of the meeting. Good morning everyone. I, Director of the Company, welcome you all to the 18<sup>th</sup> Extra-ordinary 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.

The notice of EGM was sent on December 17, 2020 on shorter notice consent by electronic mode to all the Members, Directors, Auditors and Debenture Trustee of the Company.

Now I shall introduce all the Directors and Key Managerial Personnel of the Company present in this meeting.

- (1) Mr. Sandeep Gambhir, Managing Director of the Company;
- (2) Mr. Takashi Nakayama, Director and Chairman of Corporate Social Responsibility Committee of the Company;
- (3) Mr. Ryohei Suzuki; Director
- (4) Mr. Nagesh Dubey, Independent Director and Chairman of the Audit Committee;
- (5) Mr. Rajeev Lochan Seth. Independent Director
- (6) Ms. Gouri Sawant; Director
- (7) Mr. Vivek Wadhera, Chief Financial Officer; and
- (8) Ms. Meeta Sanghvi, Company Secretary.

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

- (1) Mr. Rajesh Gupta from B S R & Co., LLP, Statutory Auditors; and
- (2) Mr. Avinash Bagul from BNP & Associates, the Secretarial Auditor are also present at the meeting through VC.

Also Members present are :

1. Mr. Mukund Parthasarthy, representing ORIX Auto Infrastructure Services Ltd.
2. Mr. Sandeep Gambhir
3. Mr. Jay Gandhi

4. Mr. Pankaj Jain
5. Mr. Vivek Wadhwa
6. Mr. Manmohan Malik
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 EGM, I call the meeting to be in order.

As the EGM 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.

We now take up the resolutions as set forth in the Notice. There are two special business items for approval of shareholders. Resolutions representing this item along with Explanatory Statement were furnished in the Notice for the meeting.

The Special business for voting are:

- 1) To appoint Mr. Takashi Nakayama as a Director of the Company and if thought fit to pass the resolution as an Ordinary Resolution.
- 2) To re-appoint Mr. Sandeep Gambhir as Managing Director of the Company and if thought fit, to pass with or without modification(s), the following resolution as Special Resolution.

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 were approved unanimously by the members present and entitled to vote, by way of show of hands. There were no invalid votes and no member voted against any resolution.

**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.