

ORIX LEASING & FINANCIAL SERVICES INDIA LIMITED

Transcript of 20th Extra-Ordinary General Meeting

Wednesday, November 08, 2023, 01:30 p.m. (IST)

Mr. Yoshiaki Matsuoka:

Good afternoon, everyone. I welcome you all to the 20th 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. 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 present in this meeting.

- (1) Mr. Sandeep Gambhir, Managing Director and Chairman of Treasury and ALM Committee;
- (2) Mr. Takehiro Onishi, Director and Chairman of Audit Committee, NRC and Executive Committee
- (3) Mr. Takashi Yamasaki; Director and Chairman of RMC and CSR Committee
- (4) Mr. Shingen Matsuo; Director
- (5) Mr. Ryohei Suzuki; Director
- (6) Mr. Nagesh Dubey, Independent Director;
- (7) Mr. Abhay Kakkar, Independent Director and Chairman of IT Committees;
- (8) Ms. Gouri Sawant; Director
- (9) Mr. Mahesh Parekh, 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. Sachin Jain 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. Jay Gandhi
4. Mr. Gaurav Bhatia
5. Mr. Pankaj Jain
6. 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.

The notice of EGM was sent on 8th November, 2023 by electronic mode to all the Members, Auditors of the Company and Debenture Trustee.

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 is one special business item for approval of shareholders. Resolutions representing this item along with Explanatory Statement 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 this item. 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 within next 15 minutes for considering your vote.

The Special business for voting is:

- 1) To appoint Mr. Sandeep Sinha as a Whole-Time Director of the Company and approve his remuneration and if thought fit to pass the resolution as an Ordinary 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 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.