



Transcript of 29th Annual General Meeting (AGM) of Viji Finance Limited held on Friday, the 15th day of September, 2023, at 11:30 a.m (IST) through Video Conferencing (“VC”)/Other Audio Visual Means (“OAVM”).

Disclaimer: This is a memorandum of the proceedings of the 29th Annual General Meeting of Viji Finance Limited held on 15th day of September, 2023. While we have made our best attempt to prepare a verbatim transcript of the proceedings of the meeting, however, addresses made in Hindi have been appropriately translated in English and may not be a word to word reproduction.

Welcome speech by Ms. Stuti Sinha- Company Secretary

A very Good morning to all my dear shareholders, Directors on Board, Auditors and my fellow colleagues. I Stuti Sinha, Company secretary and compliance officer on behalf of the Board of Directors of the Company would like to Welcome all of you to the 29th Annual General Meeting of Viji Finance Limited.

This meeting is being held through video conference in accordance with the circular issued by the Ministry of Corporate Affairs and SEBI. Your Company has made all efforts to enable shareholders to participate and vote on items being considered in the AGM. Before we start the meeting, Let me begin by introducing the Directors and Key Managerial Personnel of the Company present at this Meeting. Let me now move on with the introduction

Mr. Vijay Kothari, Chairman & Managing Director;

Mr. Nitesh Gupta, Whole-Time Director;

Mr. Aryaman Kothari, Non-Executive Director;

Mr. Suresh Singh Jain, Independent Director and

Ms. Sakshi Chourasiya, Independent Director

Mr. Siddhant Sharma, Chief Finance Officer

Apart from this we also have

Mr. Shyam Nagori , Statutory Auditor,

Mr R.C. Bagdi , Secretarial Auditor,

Mr. L. N. Joshi, Scrutinizer, are also present at the Meeting.

Moving forward, I will take you through certain points regarding the participation and voting at this meeting.

- All the members who have joined this meeting are by default placed on mute, to avoid any disturbance from background noise and ensure smooth and seamless conduct of the meeting.

- at this Annual General Meeting. The members who have cast their vote by remote e-voting prior to the meeting shall not be casting their vote once again during the meeting.

- Members who have not voted through remote e-voting can cast their votes through e-voting facility during the AGM.

The Register of Directors & Key Managerial Personnel and their Shareholding and Register of contracts or arrangements in which directors are interested are available for inspection. This will remain accessible to the members electronically if they so desire.

The Board of Directors has appointed Mr. L. N. Joshi from L.N. Joshi and Company as the scrutinizer for this meeting. Based on the report of the scrutinizer, the combined results of remote e-voting and the e- voting done at the meeting today will be announced and displayed on the website of the Company and will also be submitted to the stock exchanges as per the requirements under the SEBI Listing Regulations.

As the requisite quorum of members is present with the consent of Chairman, I declare the meeting to be in order and request Mr. Nitesh Gupta, Whole-Time Director of the Company, to apprise the shareholders about the business performance of the Company.

Nitesh Gupta - Whole-Time Director

Good morning everyone.

Hope you all are in good health and safe at your respective locations.

As the Notice of 28th Annual General Meeting is already circulated to all the members, I take the Notice convening the meeting as read.

Before we take up the items as per the notice, I would like to share with shareholders the performance of our Company during the financial year 2021-22, and the general outlook for the sector.

Our Company being a Non-Banking Finance Company (NBFC) faced several challenges due to the pandemic but despite the crippling impacts of the pandemic and the geo-political conflicts, our company turned in reasonable performance and financial results during the FY 2021-22 and the key financial highlights for FY 2021-22 are summed up, as under:

- Despite the challenges in the operating environment, the company achieved a consolidated income of Rs.127.11 Lakhs in comparison to previous year's total income of Rs. 94.44 Lakhs.

During FY 2022, your company has entered in the gold loan business. The NBFC sector is expected to deliver double-digit loan growth in FY 2023, on top of 6-8% growth projected for FY 2022. This will be driven by improvement in economic activity and strengthened balance sheets of NBFCs.

I am thankful to our clients, to our partners, to our employees, and to all other stakeholders who have placed their trust and confidence in us. I am very excited about the path we are on and confident, you will see a bolder and a more ambitious. Thank you.

And I would now want to invite Ms. Stuti Sinha, Company Secretary to share a few comments, read the agenda Items and conclude the meeting.

Ms. Stuti Sinha- Company Secretary

Thank you Sir for addressing our shareholders.

The Company has enabled the members to participate at the 29th Annual General Meeting through the video conferencing facility. The proceedings of this meeting are being recorded for compliance purposes. In accordance with the provisions of the Companies Act and the SEBI Listing Regulations, the members have been provided with the facility to exercise their right to vote by electronic means both through remote e-voting facility and e-voting at the Annual General Meeting.

As the Notice is already circulated to all the members, I take the Notice convening the meeting as read. The Reports of the Statutory Auditor on the financial statements did not contain any qualification or adverse remarks and hence were not required to be read. Further observation made by secretarial auditor of the Company in their report is self explanatory and shall not have any adverse effect on the functioning of the Company .Now, I would now like to brief you about the resolutions, which are required to be passed today. There are 6 resolutions in the notice to be approved by the members at this annual general meeting. We will open the floor for any questions by members after all the resolutions are tabled.

Now I am reading the agenda Items-

Item No. 1-To consider and adopt the Audited Standalone Financial Statement of the Company together with the Report of the Board of Directors and the Auditors thereon for the financial year ended March 31, 2023.

Item No. 2- To consider and adopt the Audited Consolidated Financial Statement of the Company together with the Report of the Auditors thereon for the financial year ended March 31, 2023.

Item No. 3:-To appoint a Director in place of Mr. Aryaman Kothari (DIN: 09324877) Director of the Company, who retires by rotation in terms of Section 152(6) of the Companies Act, 2013 and being eligible offers himself for re-appointment.

Item No. 4:- To appoint a Director in place of Mr. Nitesh Gupta (DIN: 09248507) Whole Time Director of the Company, who retires by rotation in terms of Section 152(6) of the Companies Act, 2013 and being eligible offers himself for re-appointment.

Item No. 5:- Increase in remuneration of Mr. Nitesh Gupta (DIN: 09248507), Whole-Time Director of the company.

Item No. 6:- Approval of Related Party Transaction.

Moving further, we have received request from our shareholders i.e. Mr. Sudipta Chakraborty and Ms. Indrani Chakraborty for registration as speaker shareholder in the AGM.

So I request to moderator to allow the speakers to put on their questions for the Board.

As the shareholders are not present who have registered as speaker shareholders we will move forward.

As the meeting is convened through Video Conferencing today, resolutions have already been put to vote through remote e-voting and the requirement to propose and second is not applicable.

Members may note that the voting on the CDSL platform will continue to be available for the next 15 minutes. Therefore, members who have not cast their vote yet are requested to do so.

I would also like to have your kind attention that: Results of Remote e-voting and e-voting at this AGM would be available within 48 hours from the conclusion of AGM. And it will be declared as soon as results are obtained from the Scrutinizer.

Now with consent of chairman I conclude this meeting and I would like to take this opportunity to thank you all for your continuous support and faith in the Company and its management. We shall endeavour to scale newer heights as we continue on our journey ahead.

Thank you for your attention!