

BRIJLAXMI LEASING AND FINANCE LIMITED
29TH ANNUAL GENERAL MEETING
THROUGH VIDEO CONFERENCING

Date: Wednesday, 30th September, 2020

Time: 03:00 P.M.

Manshi will inform Mr. Jaykishor Chaturvedi, Chairman to commence the meeting at 03.00 pm.

Mr. Jaykishor Chaturvedi, Chairman would say:

“A very warm Good Afternoon to all Ladies and Gentlemen, It gives me immense pleasure to welcome you all Members to the 29th Annual General Meeting.

In view of the COVID-19 pandemic and social distancing norms, your company has arranged for the shareholders to join the meeting through video conference and other audio visual means and view the proceedings in compliance to the directions of the Ministry of Corporate Affairs and SEBI.

So thank you, for joining us virtually today. I greatly appreciate your taking the time to attend the Annual General Meeting of the company in spite of the challenging times.

Before proceeding with the meeting, I would like to introduce my colleagues who are present through video conference.

1. Mr. Siddharth Chaturvedi: Whole Time Director and CFO of the Company participating from Vadodara.
2. Mr. Ankur Chaturvedi: Director of the Company participating from Vadodara.
3. Mrs. Nupur Chaturvedi: Woman Director of the Company participating from Vadodara.
4. Mr. Pawan Kumar Sikka: Independent Director of the Company participating from his residence Mumbai.
5. Ms. Manshi Gandhi: Company Secretary cum Compliance Officer of the Company participating from Vadodara.

We also have Mr. Dinesh Banger, Partner M/S R H A D & Co. who is retiring Statutory Auditors of the Company participating from Mumbai.

Mr. Roy Jacob, who is Secretarial Auditor of the Company participating from Mumbai

Ms. Roxy Teniwal, Partner in DBS & Associates, who are new Statutory Auditors of the Company participating from Vadodara

Mr. Devesh Pathak Scrutinizers of the e-voting process for this AGM participating from Vadodara.

Mr. Jaykishor Chaturvedi (Chairman) to continue and Say:

Mr. Mukesh Narula, Independent Director on the Board has sent his apologies for not being able to be present at this meeting and has sought leave of absence.

As informed by the Company Secretary, Manshi Gandhi, the required quorum for the meeting as per the statutory requirements is in place and therefore I call the meeting in order.

Register of Directors' and Key Managerial Personnel's shareholdings are open for inspection by the Shareholders.

Now, I request the Company Secretary, Ms. Manshi Gandhi to go through the advisory.”

Ms. Manshi Gandhi to say,

Good Afternoon and welcome to the 29th Annual General Meeting of the Company.

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

We have not received any request from Shareholder for Speaking in AGM.

Since the AGM is conducted through Video Conference, physical attendance of the members has been dispensed with. Accordingly, the facility for appointment of **proxy** is not applicable for this AGM.

As per Section 145 of the Companies Act, 2013 & Secretarial Standard 2, only Qualifications, observations or comments on financial transactions or matters which have any adverse effect on the functioning of the Company is required to be read out.

Since there are no qualifications, observations or comments, it is not required to read out the Auditors Report.

I now request Mr. Jaykishor Chaturvedi, Chairman to address the members.”

Mr. Jaykishor Chaturvedi, Chairman would deliver the speech as follows,

1. I would have very much liked to meet and address you in person, but as you know, we are holding this meeting over a virtual platform due to the prevailing unprecedented circumstances.
2. COVID-19 lockdown have affected our business during the year under review and also the current year. We have taken steps to safeguard our human capital and realign the organization to the changing situation.
3. Your Company earned profit of Rs. 2.77 lacs against profit of Rs. 9.32 of the previous year.
4. As stated in past, the Company continues concentrating on controlling costs, productivity improvement areas, expanding customer base and also working hard to improve physical volume of business.
5. Your Company is continuously working on strengthening the business. The Company hopes to fare well by achieving better profits in the years to come.
6. In view of your Company’s Endeavour to provide better Service to its customers and it also recognizes the important contributions of employees at all levels.
7. On behalf of the Board and on my own behalf, I appreciate the contributions put in by all the employees, without their dedication and efforts; your Company would not have reached its present stature. I would also like to express my gratitude and thanks to my colleagues on the Board, for their valuable contribution and guidance. I am also thankful to every Shareholder and Customer for reposing confidence in the Company. We look forward to have your continued support in the future to make further progress of the Company.
8. I wish all of us the very best as we carry out our individual responsibilities in building future success together.
9. Thank you everyone, please stay safe and healthy and hopefully this time next year, we’ll be able to meet in person.

After Speech

Miss Manshi Gandhi to Say:

“Thank you Sir for the speech, I request you to please continue with the proceedings of the meeting.”

Mr. Jaykishor Chaturvedi, to continue:

Further, I authorize Company Secretary to declare the results of the voting inform to the concerned stock exchanges and place the results on the website of the Company at the earliest. The resolutions set forth should be deemed to have been passed today subject to receipt of requisite number of votes.

I now request Manshi Gandhi to read the qualifications, observations/comments or adverse remarks by Secretarial Auditor in their report”

Manshi to Say:

“Following Qualifications given by Secretarial Auditor in their report,

1. In terms of Clause 47 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 company had issued public notices about the Board meetings only in regional language, Gujarati. However Company had published notice of General Meetings in both English and regional language news papers
2. The Company has published copy of the financial results which were submitted to the stock exchange only in daily newspaper published in the regional language Gujarati.

The Company has given newspaper advertisement of Board Meeting Notice and Financial Results in Guajarati newspaper and will give in English Newspaper.

Since The notice of the 29th AGM along with the Annual Report for F.Y. 2019-20 have been emailed within the statutory period to all the shareholders whose email addresses are registered with the company. With your permission, I take the notice for convening this meeting as read.

I now take up the resolutions which require the shareholders approval.

1. **To receive, consider and adopt the Audited financial Statement including the Balance Sheet as at March 31, 2020, the Profit and Loss account for the year ended on that date and the Report of the Board of Directors’ and the Auditors’ thereon with the permission of the chairman the resolution is taken as read.**

“Let me move on to the other resolution:

2. **To Appoint a Director in place of Mr. Ankur Chaturvedi (DIN: 01762845), who retires by rotation and, being eligible, offers himself for re-appointment with the permission of the Chairmen the resolution is taken as read.**
3. **To Appoint Statutory Auditor of the Company with the permission of the chairman the resolution is taken as read**

SPECIAL BUSINESS

5. **To alter the Articles of Association of the Company for adoption of new set of Articles of Association in alignment with the Companies Act, 2013 with the permission of the chairman the resolution is taken as read.**

Manshi would say:

Thank you

Chairman JK Sir

Now, I request the Company Secretary to brief on e-voting system and procedure.

Manshi

The remote e-voting facility was provided for 3 days, which concluded at 5:00 p.m. yesterday. We have also arranged for the facility of voting during the AGM. The members who have not casted their vote through remote e-voting shall be able to exercise their voting rights till 15 minutes after the conclusion of this meeting.

The members who have already casted their vote through remote e-voting shall not be entitled to cast their vote again during the AGM.

Since all the agenda items proposed for this meeting have been transacted. Now, I request Chairman Sir to formally conclude the meeting.

VOTE OF THANKS

Mr. Jaykishor Chaturvedi, *CMD then to say:*

“Ladies and Gentlemen,

This brings to a conclusion of the formal business of the meeting and I declare the meeting as concluded.

I want to thank all the shareholders for your time and involvement.

And on behalf of all of us and the Board I would like to pledge that we would continue to work to enhance value of your Company.

I now declare the proceedings as closed.

Thank you.”

Meeting Ends