



Citicorp Finance (India) Limited

TRANSCRIPT OF THE 31st EXTRAORDINARY GENERAL MEETING OF CITICORP FINANCE (INDIA) LIMITED HELD ON FRIDAY, AUGUST 18, 2023 AT 1130 HRS AT MUMBAI (THOROUGH RECORDED VIDEO CONFERENCING)

Sameer Upadhyay: Since we have full quorum, let's start with the proceeding of the meeting. Thank you everyone for joining 31st Extra-ordinary General Meeting (EGM) of Citicorp Finance (India) Limited. To start with, I would like to mention that since this meeting was scheduled on a shorter notice, request was made to shareholders to provide their consent in advance to proceed with conducting this meeting. I would like to confirm that we have received consent from all the shareholders in this regard.

I propose Ms. Deepak Ghaisas as the chairperson of this meeting I would need consent from all the shareholders.

Ruchit on behalf of Citibank Overseas Investment Corporation (COIC): Yes

Arjun Swarup as a shareholder and on behalf of Associates Financial Services (Mauritius) LLC (AFSM): - Yes

Vivek Gomes- Yes

R, Muralidharan- Yes

Vidya Balaye- Yes

Viral Patel- Yes

Sameer Upadhyay: Let us start with the roll call process, I have sent the roll call details to you via e-mail starting with Board Members, Deepak Ghaisas.

Deepak Ghaisas: Hi this is Deepak Ghaisas, I am attending this meeting from my residence in Mumbai and I have received the agenda for this meeting. I am participating in this meeting alone and I can hear and see all the members, thank you.

Saurabh Shah: Hi this is Saurabh Shah, I am attending this meeting from my office in Mumbai and I have received the agenda for this meeting. I am participating in this meeting alone and I can hear and see all the members, thank you.

Rajeev Mantri: Hi, I am Rajeev Mantri, Non-executive Director of the Company. I am attending this meeting from my office in Mumbai and I have received the details for this meeting. I am participating in this meeting alone and I can hear and see all the members, Thank you.

Anuradha Choudhury: Hi, I am Anuradha Choudhury, Non-executive Director of the Company. I am attending this meeting from my office Mumbai. I can see and hear all the members. There is no one in the room with me, also I have received the EGM notice and the related documents. Thank You.

Sameer Upadhyay: I hereby confirm that directors have already provided a roll call confirmation and will take the roll call confirmation from the shareholders. Ruchit Jain is representing on behalf of COIC by virtue of power of attorney issued by them in his favour and Arjun Swarup is representing AFSM by virtue of power of attorney issued by them in his favour.



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Now, requesting Ruchit to confirm on roll call.

Ruchit Jain: Sure Sameer, Good Morning everyone. This is Ruchit Jain, representing COIC. I am attending this meeting from my office at Mumbai. I can see and hear all the members. No one other than myself has access to this meeting, also I have received the EGM notice and the related documents. Thank You!

Arjun Swarup: This is Arjun Swarup, I am attending this meeting in my capacity as a shareholder and representing AFSM. I am attending this meeting from Gurgaon. I can see and hear all the members. There is no one in the room with me, also I have received the EGM notice and the related documents.

Vivek Gomes: Sure Sameer, This is Vivek. I am attending this meeting from my residence at Mumbai. I can see and hear all the members. There is no one in the room with me, also I have received the EGM notice and the related documents. Thank You!

Sameer Upadhyay: Thank You. Vidya and Viral.

Vidya Balaye: Hi, I am Vidya. I am attending this meeting from my office in Mumbai. I am a shareholder of CFIL. I can see and listen everyone. I have received all the relevant material of this EGM. Thank You.

Viral Patel: Hi, Good Morning everyone. I am Viral Patel. I am attending this meeting from my office in Mumbai. I am a shareholder of CFIL. I can see and listen everyone. I have received all the relevant material of this EGM. Thank You.

Sameer Upadhyay: Murali

R, Muralidharan: Hi, I am Muralidharan. I am attending this meeting from my resident at Kalyan. There is nobody here along with me and I have received the EGM notice and the related documents. I can hear and see everyone in the meeting.

Sameer Upadhyay: Thank You everyone. So ok, we have a roll call confirmation from all the shareholders as well as the directors.

I would like to brief members on the agenda for today's meeting. Nina Nagpal was last appointed as Managing Director from 1st June 2021 for a period of 2 years which expired on 31st May 2023. On the recommendation of Nomination and Remuneration Committee, meeting held on 23rd May 2023, the Board of Directors in its meeting held on 29th May 2023, had approved the re-appointment of Nina for a period from 1st June 2023 to 31st December 2023 or till the appointment of new Managing Director, whichever is later, at the same terms and conditions including remuneration. As per revised SEBI LODR, there is a requirement to seek shareholders approval within 3 months from the date of appointment by Board of Directors. To comply with the said requirement, we have scheduled this meeting at a shorter notice and the only agenda for this meeting is to seek shareholders' approval for re-appointment of Nina Nagpal. However, just in case if anyone has any question, I am happy to answer otherwise I would take it as read.

Ok, since there is no question I will need approval from shareholders, starting with Ruchit

Ruchit Jain: Yes, I approve the resolution.

Sameer Upadhyay: Ruchit has approved on behalf of COIC. Arjun, can I have your approval on behalf of AFSM and you individually as a shareholder.



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Arjun Swarup: Yes, I approve the resolution on behalf of AFSM and individually as myself.

Sameer Upadhyay: Thank You. Requesting Murali to confirm.

R, Muralidharan: Yes, approved.

Sameer Upadhyay: Thank you. Requesting Vivek.

Vivek Gomes: Yes

Sameer Upadhyay: Vidya and Viral

Vidya Balaye: Yes

Viral Patel: Yes

Sameer Upadhyay: Thank you everyone for your consent. We consider this resolution as passed unanimously.

Ok, that is it. So this is the only agenda we had for this meeting.

Thank You everyone for making out time and joining this meeting. I do not have any other agenda and if any member wants to make any comment, otherwise we can conclude the call.

Sameer Upadhyay: Thank You everyone for joining.