



TRANSCRIPT OF THE PROCEEDINGS OF THE EXTRA-ORDINARY GENERAL MEETING (EGM) OF THE MEMBERS OF SREI EQUIPMENT FINANCE LIMITED HELD ON MONDAY 10TH MARCH, 2025 AT 11:30 A.M. THROUGH VIDEO-CONFERENCING / OTHER AUDIO VIDEO MEANS.

Mr. Atul Aggarwal: Company Secretary

Good Morning and greetings of the day to all present,

I, Atul Aggarwal, Company Secretary of your Company welcome you to the Extra-Ordinary General Meeting of the Company.

I would like to inform you that the Mr. SharadKumar Bhatia (Independent Director), Mr. P Santhosh (Nominee Director) and Mr. Hardayal Prasad (Non-Executive Director) are present and have joined the meeting through video conferencing.

Ms. Neeta Mukerji, Chairperson of Nomination & Remuneration Committee had authorized Mr. SharadKumar Bhatia to attend the meeting on her behalf.

I would also like to inform you that our Chief Executive Officer ("CEO") Mr. Shamik Roy is present in the meeting.

It is now 11:30 A.M. and our Holding Company, M/s. Srei Infrastructure Finance Limited (SIFL) is being represented by Mr. Manoj Kumar and nominee shareholders appointed by SIFL are present, since the requisite quorum is present, we may start this meeting.

In accordance with the provisions of Section 104 of the Companies Act, 2013 and the Secretarial Standards on General Meetings issued by the Institute of Company Secretaries of India, I request Mr. SharadKumar Bhatia to chair this Extra-Ordinary General Meeting.

Srei Equipment Finance Limited

CIN: U70101WB2006PLC109898

Registered Office: "Vishwakarma", 86C Topsia Road (South), Kolkata - 700 046
Head Office: Plot No. Y-10, Block EP, Sector - V, Salt Lake City, Kolkata – 700091
Tel: +91 33 6639 4700 / 6602 2000 / 18002667734 (Toll Free)
Email: sefl@srei.com Website: www.srei.com



Mr. Bhatia authorised Mr. Atul Aggarwal to continue the meeting.

Mr. Atul Aggarwal: Company Secretary

"Thank you, Mr. Bhatia; I consent to Continue with the meeting."

"Good morning members."

"I have great pleasure in welcoming you at the Extra-Ordinary General Meeting of Srei Equipment Finance Limited and hereby declare the meeting open as the requisite quorum pursuant to Section 103 of the Companies Act, 2013 is present. I thank all the members for joining us today."

"Before we initiate the EGM proceedings may I take this opportunity to introduce the Board of Directors of your Company who have joined the meeting through audio visual means."

Mr. SharadKumar Bhatia is an Independent Director and is the Chairman of the Audit Committee.

Mr. P Santhosh is a Nominee Director and Chairman of Stakeholders Relationship Committee of the Company.

Mr. Hardayal Prasad is a Non-Executive Director of the Company.

Mr. N Sivaraman Independent Director, Ms. Neeta Mukerji Independent Director, and Mr. Avinash Kulkarni Nominee Director of the Company will not be able to join due to pre-occupancies."

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"I would like to also inform that both the Joint Auditors Mr. Sandeep Sawaria, Partner of M/s. R Gopal & Associates, Chartered Accountants and Mr. Subrata Roy, Partner of M/s. Ray & Co., Chartered Accountants, of the Company, have sought exemption to attend the Meeting which was duly noted by the Company.

"Your Company has received 1(One) valid Authorised Representations under Section 113 of the Companies Act, 2013, from the Body Corporate representing 99.99% (SREI Infrastructure Finance Limited) Equity Share of Rs. 10/- each.

"Dear Members, in compliance with the applicable provisions of Companies Act, 2013 and Rules made thereunder, Notice convening this Extra-ordinary General Meeting dated 10th March, 2025 has been sent to all the members, I seek your permission to take the same as read."

Resolution No. 1:

Appointment of Mr. Shamik Roy as the Manager of the Company and fixation of his remuneration.

Mr. Gajendra Kumar Singh, nominee shareholder sought clarification regarding the need to appoint Mr. Shamik Roy, as the Manager of the Company, when he is already the Chief Executive Officer of the Company in terms of Section 203 of the Companies Act, 2013. Mr. Atul Aggarwal, Company Secretary responded to the query and informed that the Company has engaged Compliance Auditors i.e. M/s Corporate Professionals, to carry out compliance audit with respect to provisions of Companies Act, 2013 and applicable RBI Guidelines. It was observed by the Compliance Auditors of the Company that in view of the powers delegated to the Chief Executive Officer, he shall also be appointed as the Manager in terms of the Companies Act, 2013 due to deeming fiction as enumerated under the definition of Manager [Section 2(53) of the Companies Act, 2013]. In view of the same and in order to exercise abundant caution, the Company is

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proposing the present resolution. Mr. Gajendra Kumar Singh, expressed his satisfaction with the response.

Mr. Atul Aggarwal: Company Secretary

"May I request Members present to propose and second the resolution as an Ordinary Resolution."

Mr. Gajendra Singh: Member

I Gajendra Kumar Singh propose the special business i.e. agenda number 01.

Mr. Manoj Kumar: Authorised representative of SIFL

I Manoj Kumar, authorized representative of SIFL second the special business i.e. agenda number 01.

Mr. Atul Aggarwal: Company Secretary

Thereafter the Company Secretary requested the members to conduct the vote. All the members voted in favour and the resolution was passed unanimously.

Since there was no other business to transact, the meeting was declared to be closed with vote of thanks to the Chair, Directors present, CEO and the members present.

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