



NOTICE OF 26th ANNUAL GENERAL MEETING

NOTICE is hereby given that the 26th Annual General Meeting of the members of Laxmi India Finance Private Limited (Formerly known as Laxmi India Finleaseap Private Limited) will be held on Tuesday, September 19, 2023 at 11:00 A.M. at the registered office of the Company situated at 2, DFL, Gopinath Marg, M.I. Road, Jaipur-302001, Rajasthan to transact the following business:

Ordinary Business:

1. To adopt the Audited Financial Statements of the Company for the financial year ended on March 31, 2023 together with the report of Board of Directors and Auditors thereon.

Special Business:

2. To approve the re-appointment of Mr. Kishore Kumar Sansi (DIN: 07183950) as an Independent Director of the Company for a second term of five consecutive years and in this connection, if thought fit, to pass, with or without modification(s), the following resolution as a Special Resolution:

“RESOLVED THAT pursuant to the provisions of Sections 149, 150 and 152 of the Companies Act, 2013 read with Schedule IV and the Companies (Appointment and Qualification of Directors) Rules, 2014 and other applicable provisions, if any, of the Companies Act, 2013 (“the Act”) (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), and pursuant to relevant provisions of Articles of Association and on the recommendation of Nomination and Remuneration Committee and Board of Directors consent of the members of the company be and is hereby accorded for re-appointment of Mr. Kishore Kumar Sansi (DIN: 07183950), as an Independent Director of the Company who has submitted a declaration that he meets the criteria of independence as provided under Section 149(6) of the Act and a declaration that he is in compliance of sub-rule (1) and sub-rule (2) of Rule 6 of The Companies (Appointment and Qualifications of Directors) Rules, 2014 and who is eligible for re-appointment to hold office for a second term of five consecutive years (which expression shall include continuation of his said term as Independent Director of the Company) effective from September 28, 2023 and whose office shall not be liable to retire by rotation.”

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to do all such acts, deeds, matters and things and to take all such steps as may be necessary, proper and expedient to give effect to this resolution.”

3. Approval for Laxmi India Finance Private Limited Employees Stock Option Scheme – 2023, and in this connection to consider and, if thought fit, to pass, with or without modification(s) the following resolution as a Special Resolution:

“RESOLVED THAT pursuant to the provisions of Section 62(1)(b) of the Companies Act, 2013 (“the Act”) read with Rule 12 of Companies (Share Capital and Debentures) Rules, 2014 and other applicable provisions, if any, of the Act, (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), relevant provisions of Memorandum of Association and Articles of Association of the Company and any other applicable and prevailing statutory Guidelines/ Circulars in that behalf and subject to such other approval(s), consent(s), permission(s) and sanction(s) as may be necessary from the appropriate regulatory authority(ies)/ institution(s) and such conditions and modifications as may be prescribed/imposed by the appropriate regulatory authority(ies)/ institution(s) while granting such approval(s), consent(s), permission(s) and/or sanction(s), and agreed to by the Board of Directors of the Company (hereinafter referred to as the (“Board”) which term shall be deemed to include the Nomination and Remuneration Committee) the consent of the Members of the Company be and is hereby accorded for approval of Laxmi India Finance Private



Registered & Corporate Office: 2, DFL, Gopinath Marg, M. I. Road, Jaipur-302 001, Rajasthan India



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Limited Employees Stock Option Scheme – 2023 (**“Scheme”**) the salient features of which are detailed in the Explanatory Statement annexed to this notice and to create, grant, offer, issue and allot under the Scheme, in one or more tranches, not exceeding **10,45,000** [Ten Lakhs Forty Five Thousand] Employee Stock Options (**“Options”**)(or such other adjusted figure for any bonus, stock splits or consolidations or other reorganization of the capital structure of the Company as may be applicable from time to time) to or for the benefit of Employees and Directors of the Company (as permitted under the applicable laws) and to such other persons as may from time to time be allowed to be eligible for the benefits of the Scheme under applicable laws and regulations prevailing from time to time (**“Eligible Employees”**), exercisable into not more than **10,45,000** [Ten Lakhs Forty Five Thousand] Equity Shares of face value of Rs **10/-** each (or such other adjusted figure for any bonus, stock splits or consolidations or other reorganization of the capital structure of the Company as may be applicable from time to time) on such terms and conditions as may be fixed or determined by the Board of Directors in accordance with the provisions of the applicable laws and the provisions of the Scheme.

RESOLVED FURTHER THAT the Scheme shall be implemented through direct route for extending the benefits to the eligible Employees by the way of fresh allotment and will follow a cash mechanism.

RESOLVED FURTHER THAT the Nomination and Remuneration Committee(“Committee) is authorized to devise, formulate, evolve, decide upon and bring into effect the Scheme and the Scheme shall be administered by the Committee who shall have all the necessary powers as defined in the Scheme and under applicable laws including but not limited to determine the detailed terms and conditions of the aforementioned Scheme, grant of options to the eligible employees, issue and allotment of equity shares to the eligible employees upon exercise of options from time to time in accordance with the Scheme, quantum of the options to be granted per employee, the number of options to be granted in each tranche, the terms subject to which the said options are to be granted, the exercise period, the vesting period, the vesting conditions, the exercise price, instances where such stock options shall lapse and such other terms and conditions as the Committee may in its absolute discretion think fit.

RESOLVED FURTHER THAT the new Equity shares to be issued and allotted by the Company under the Scheme shall rank Pari-passu in all respects with the existing equity Shares of the Company.

RESOLVED FURTHER THAT the Company shall conform to the applicable Accounting Policies, Guidelines or Accounting Standards as may be applicable from time to time, including the disclosure requirements prescribed therein.

RESOLVED FURTHER THAT subject to the approval of shareholders of the company, the Board be and is hereby authorized to make any modifications, changes, variations, alterations, or revisions in the Scheme as it may deem fit, from time to time or to suspend, withdraw or revive the Scheme from time to time, in conformity with applicable laws, provided such variations, modifications, alterations, or revisions are not detrimental to the interest of the employees.

RESOLVED FURTHER THAT the Board of Directors be and are hereby authorized to do all such acts, deeds, and things, as it may, in its absolute discretion deem necessary including but not limited to appoint Advisor(s), Merchant Banker(s), Consultant(s) or Representative(s), being incidental for the effective implementation and administration of the Scheme and to make applications to the appropriate Authorities, for their requisite approvals and take all necessary actions and to settle all such questions, difficulties or doubts whatsoever that may arise while implementing this resolution without requiring the Board to secure any further consent or approval of shareholders of the company to the end and intent that they shall be deemed to have given their approval thereto expressly by the authority of this resolution.

RESOLVED FURTHER THAT in case the equity shares of the Company are either sub-divided or consolidated, then the number of equity shares to be issued and allotted on exercise of Options granted under the Scheme and the exercise price of Options granted under the Scheme shall automatically stand augmented or reduced, as the case may be, in the same proportion as the present face value of Rs. 10/- per equity share





LAXMI INDIA FINANCE PRIVATE LIMITED

(Formerly Known as Laxmi India Finleasecap Private Limited)

bears to the revised face value of the equity shares of the Company after such sub-division or consolidation, without affecting any other rights or obligations of the employees who have been granted Stock Options under the Scheme

RESOLVED FURTHER THAT in case of any corporate action(s) such as rights issues, bonus issues, merger and sale of division or other re-organization of capital structure of the Company, as applicable from time to time, if any additional equity shares are issued by the Company for the purpose of making a fair and reasonable adjustment to the Stock Options granted earlier, the above ceiling shall be deemed to be increased to the extent of such additional equity shares issued.

RESOLVED FURTHER THAT the Board of Directors be and is hereby also authorized to nominate and appoint one or more persons for carrying out any or all the activities that the Board of Directors is authorized to do for the purpose of giving effect to this resolution.”

**By Order of the Board of Directors
For Laxmi India Finance Private Limited
(Formerly known as Laxmi India Finleasecap Private Limited)**

For LAXMI INDIA FINANCE PRIVATE LIMITED


Company Secretary & Compliance Officer

**Gajendra Singh Shekhawat
Company Secretary and Compliance Officer
Reg. Office Address- 2, DFL, Gopinath Marg,
M.I. Road, Jaipur-302001**

**Date: August 26, 2023
Place: Jaipur**

**Registered Office: 2, DFL Gopinath Marg M.I. Road Jaipur Rajasthan-302001
CIN: U65929RJ1996PTC073074
Website: www.lifc.in
E-mail: cs@lifc.in
Tel.: +91 0141-4031166**



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NOTES:

1. A member entitled to attend and vote at the Annual General Meeting (the “AGM/Meeting”) is entitled to appoint a proxy to attend and vote on a poll instead of himself and the proxy need not be a member of the Company. A proxy may be sent by submitting form no. MGT-11 enclosed and in order to be effective, it must reach the registered office of the Company not less than forty-eight hours before the commencement of the Meeting.
2. A member holding more than 10% of the total share capital of the company carrying voting rights may appoint a single person as proxy and such person shall not act as proxy for any other person or shareholder.
3. A person can act as proxy for maximum 50 members and aggregate holding of such members shall not be more than 10% of total share capital of the Company carrying voting rights.
4. If a proxy is appointed for more than 50 members, the proxy shall choose any 50 members and confirm the same to the company not later than 48 hours before the commencement of the meeting.
5. An Explanatory Statement pursuant to Section 102(1) of the Companies Act, 2013, which sets out details relating to Special Business at the Meeting is annexed hereto and forms part of Notice. The relevant details pursuant to Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India in respect of Directors seeking appointment/ re-appointment at this Meeting are also annexed.
6. The Notice is being sent to all the Members, whose names appear in the Register of Members as on **August 04, 2023**.
7. Body corporate can be represented at the meeting by such person(s) as are authorised. The scan copy/physical copy of relevant Board Resolution/ Authority letter etc. together with their respective specimen signatures as required under section 113 of the Companies Act, 2013, authorizing such person(s) to attend the meeting and vote on their behalf at the meeting should be sent to the Company Secretary at cs@lifc.in, prior to the meeting or can be submitted at the time of meeting.
8. Relevant documents referred to in the accompanying Notice and the Statement are open for inspection by the members at the registered office of the Company on all working days, during business hours (except Saturday(s), Sunday(s) and Public Holidays) up to the date of the Meeting and during the continuance of the AGM.
9. The Register of Directors and Key Managerial Personnel (KMP) and their shareholding and Register of Contracts or Arrangements in which directors are interested, maintained under section 170 and 189 of the Companies Act, 2013 respectively will be available for inspection by the members during the AGM.
10. In case of joint holders attending the meeting, only such joint holder who is higher in the order of names will be entitled to vote at the meeting.
11. Members holding shares in single name and physical form are advised to make nomination in respect of their shareholding in the Company. The nomination form can be obtained from the Company’s registered office.
12. Members/Proxies/Authorized Representatives attending the meeting should bring the attendance slip annexed herewith duly filled and signed along with the copy of Annual Report to the Meeting.
13. Members who have not registered their e-mail addresses so far, are requested to register their e-mail address for receiving all communication including Annual Report, Notices, Circulars, etc. from the Company electronically
14. A copy of Audited Financial Statements of the Company for the Financial Year ended on March 31, 2023



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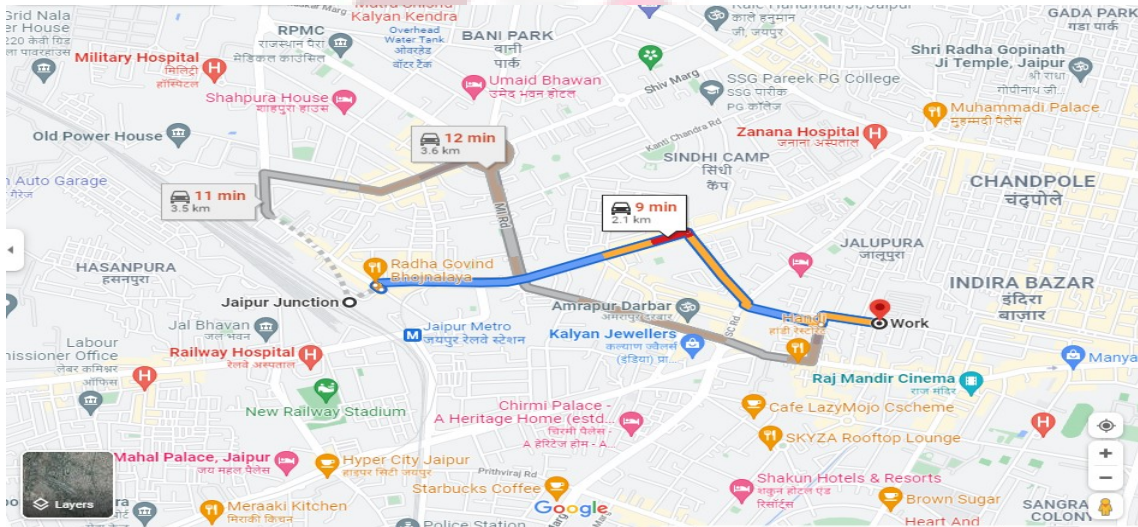


together with the Board's report and Auditor's report thereon is enclosed herewith

- Members seeking any information with regard to the Accounts or any other matter to be placed at AGM are requested to write to the Company at least 7 days in advance at cs@lifc.in, so as to enable the management to keep the information ready at the meeting.
- The Notice of AGM and Audited Financial Statements of the Company for the Financial Year ended on March 31, 2023 together with the Board's report and Auditor's report thereon and other documents attached thereto, the same shall be sent only by e-mail to the members, debenture trustees and to all the persons entitled to receive the same at their e-mail ids registered with the Company. The same has also been uploaded on the website of the Company at <https://www.lifc.co.in/annual-report/>.
- With reference to SS-2 for the convenience of recipients of notice, the complete particulars of the venue of the meeting including route map and prominent land mark for easy location are as given under:

Venue of the meeting: 2, DFL Gopinath Marg M.I. Road Jaipur Rajasthan 302001

Route Map: The Red Balloon Mark indicate the venue of AGM



**By Order of the Board of Directors
For Laxmi India Finance Private Limited
(Formerly known as Laxmi India Finleaseap Private Limited)**

For LAXMI INDIA FINANCE PRIVATE LIMITED


Company Secretary & Compliance Officer

Gajendra Singh Shekhawat
Company Secretary and Compliance Officer
Reg. Office Address- 2, DFL, Gopinath Marg,
M.I. Road, Jaipur-302001

Date: August 26, 2023

Place: Jaipur



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Explanatory Statement pursuant to Section 102(1) of the Companies Act, 2013

The following statement sets out the material facts concerning the special business mentioned in the accompanying notice to be transacted at the Meeting.

Item No.2

Mr. Kishore Kumar Sansi (DIN: 07183950) was appointed as a Non-Executive Independent Director of the Company pursuant to Section 149 of the Companies Act, 2013 (“the Act”) read with Companies (Appointment and Qualification of Directors) Rules, 2014, in Annual General Meeting held on September 28, 2018 to hold office for a period of Five Years commencing from September 28, 2018 upto September 27, 2023.

As per Section 149(10) of the Companies Act, 2013, an Independent Director shall hold office for a term of upto five consecutive years on the Board of Company, but shall be eligible for re-appointment on passing of Special Resolution by the Company for another term of upto five consecutive years on the Board of Company.

Accordingly, the Board of Directors, at their meeting held on August 12, 2023 approved his re-appointment as an Independent Director for a second consecutive term of five years from September 28, 2023 up to September 27, 2028, not liable to retire by rotation, subject to the approval of the Members by way of a Special Resolution.

Based on the provisions of Section 149, 150, 152 read with Schedule IV and any other applicable provisions of the Act, Mr. Kishore Kumar Sansi (DIN: 07183950), being eligible for re-appointment as an Independent Director, is proposed for re-appointment as an Independent Director, for second term of five consecutive years effective from September 28, 2023.

The Company has received declaration from him stating that he meets the criteria of Independence as prescribed under Section 149(6) of the Companies Act, 2013, and a declaration that he is in compliance of sub-rule (1) and sub-rule (2) of Rule 6 of The Companies (Appointment and Qualifications of Directors) Rules, 2014. He has also given his consent to continue as Director of the Company, if so appointed by the members and he is not disqualified from being appointed as Director, in terms of provisions of section 164 of the Act.

The Board of Directors took into account the performance evaluation of the Independent Director, during his first term of five years and considering the knowledge, acumen, expertise and experience in his respective field and the substantial contribution made by the Director during his tenure as an Independent Director since his appointment. In the opinion of the Board, Mr. Kishore Kumar Sansi (DIN: 07183950) fulfils the conditions for re-appointment as Independent Director as specified in the Act, and the rules made thereunder and is independent of the management.

A copy of letter of appointment as an Independent Director setting out the terms and conditions is available for inspection by the Members at the registered office of the Company on all working days between working days, during business hours (except Saturday(s), Sunday(s) and Public Holidays) up to the date of the AGM.

The brief resume of Mr. Kishore Kumar Sansi (DIN: 07183950) nature of expertise in functional areas, disclosure of relationship with other Directors, Directorships and Memberships of Committees of the Board etc. as required under SS-2 Secretarial Standard On General Meetings set out in this Notice at **Annexure A**.

Except Mr. Kishore Kumar Sansi (DIN: 07183950) being appointee, and his relatives none of the Directors, Key Managerial Personnel of the Company or their relatives or any of other officials of the Company as contemplated in the provisions of Section 102 of the Companies Act, 2013 is, in any way, financially or otherwise, concerned or interested in the resolution as set out at **item no. 2** of the notice.



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The Board of Directors recommends the said resolution as set out in **Item No. 2** for the approval by the members as **Special Resolution**.

Item No. 3

Equity based remuneration includes alignment of personal goals of the Employees with Organisational objectives by participating in the ownership of the Company. The Board of Directors of your Company understands the need to enhance the Employee engagement, to reward the Employees for their association and performance as well as to motivate them to contribute to the growth and profitability of the Company.

In order to reward and retain the key Employees and to create a sense of ownership and participation amongst them, the Board of Directors has in its meeting held on August 12, 2023, approved Laxmi India Finance Private Limited Employees Stock Option Scheme – 2023 ("**Scheme**") **subject to the approval of the Shareholders**.

The Members are informed that the Company intends to offer not more than **10,45,000** [*Ten Lakhs Forty-Five Thousand*] equity shares of face value of Rs. 10 each of the company under the Scheme by way of grant of options which will be granted directly by the company.

In terms of Section 62 and other applicable provisions of the Companies Act, 2013, for issue of Equity Shares ("Shares") under an Employee Stock Option Scheme, the approval of the existing Members by way of special resolution is required. The Special Resolution set out at Item No. 3 seeks your approval for the said purpose.

The salient features and other details of the scheme as per Rule 12 of the Companies (Share Capital and Debenture) Rules, 2014, of Chapter IV of Companies Act, 2013, are as under:

1. The total number of stock options to be granted:

The maximum number of Employee Stock Option ("**Options**") that may be granted pursuant to this Scheme shall not exceed **10,45,000** [*Ten Lakhs Forty-Five Thousand*] Options which shall be convertible into **10,45,000** [*Ten Lakhs Forty-Five Thousand*] Equity Shares having face value of **Rs. 10/-**each (or such other adjusted figure for any bonus, stock splits or consolidation or other re-organization of the capital structure of the company as may be applicable from time to time).

If any Option granted under the Scheme lapses or is forfeited or surrendered under any provision of the Scheme, such Option shall be available for further grant under the Scheme unless otherwise determined by the Nomination and Remuneration Committee ("**Committee**").

Further, the maximum number of Options that can be granted and the Shares arise upon exercise of these Options shall stand adjusted in case of corporate action.

2. Identification of classes of Employees entitled to participate in the Employees Stock Option Scheme:

- a.a Permanent Employee of the Company who has been working in India or outside India; or
- b.a Director of the Company, whether a Whole Time Director or not but excluding an Independent Director; or

but does not include-

- a.an Employee who is a Promoter or a Person belonging to the Promoter Group; or
- b.a director who either himself or through his relative or through any Body Corporate, directly or indirectly, holds more than ten percent of the outstanding Shares of the Company.





The options granted to an employee will not be transferable to any person and shall not be pledged, hypothecated, mortgaged or otherwise alienated in any other manner.

3. The appraisal process for determining the eligibility of employees to the Employees Stock Option Scheme:

The Committee may, based on all or any of the following criteria, decide on the Employees who are eligible for the grant of Options under the Scheme and the terms and conditions thereof:

- Loyalty: It will be determined based on tenure of employment of an Employee in the Company.
- Performance of Employee: Employee's performance during the financial year based on the parameters decided by the Company.
- Performance of Company: Performance of the Company as per the standards set by the Committee.
- Any other criteria as decided by the Committee from time to time.

4. The requirements of vesting and period of vesting:

The vesting period shall commence from the grant date and shall be minimum of 1 (One) year from the grant date and a maximum of 4 (Four) years from the grant date and will be clearly defined in the grant letter of respective Grantees subject to minimum and maximum vesting period.

However, the vesting schedule is as follow:

Time Period	% of Options to be vested
At the end of 1 st year from the grant date	20 % of the Options Granted
At the end of 2 nd year from the grant date	20 % of the Options Granted
At the end of 3 rd year from the grant date	30 % of the Options Granted
At the end of 4 th year from the grant date	30% of the Options Granted

The actual vesting will be subject to the continued employment of the Grantee and may further be linked with the performance criteria as determined by the Committee and mentioned in the grant letter.

5. The maximum period within which the Options shall be vested:

Maximum period within which the Options shall be vested is 4 (Four) years from the date of grant of options unless otherwise decided by the Board or the Nomination and Remuneration Committee authorized by the Board.

6. The Exercise Price or the formula for arriving at the same:

The Exercise Price will be based upon the Fair Market Value of the Shares as on date of grant of Options.

The Nomination and Remuneration Committee has a power to provide suitable discount up to maximum 20% on such Exercise price arrived. However, in any case the exercise price shall not go below the par value of Share of the Company in compliance with the applicable laws.

7. Exercise period and process of Exercise:

After vesting, the Options can be exercised, wholly or partially through cash mechanism by submitting the exercise application, as prescribed by the Committee from time to time, along with exercise price, applicable taxes and other charges, if any upon occurrence of Exercise event.

The vested Options (eligible to be exercised in an exercise event), which were not exercised by the Grantees in the Exercise Events, shall lapse from the hands of the Grantees.





The mode and manner of the exercise shall be communicated to the Grantees individually.

8. Lock in period:

The Shares so allotted pursuant to the exercise of Options will not be subject to any lock in period from the date of allotment.

9. The Maximum number of Options to be granted per employee and in aggregate:

The maximum number of Options that may be granted pursuant to this Scheme shall not exceed **10,45,000** Options which shall be convertible into **10,45,000** [Ten Lakhs Forty-Five Thousand] Equity Shares having face value of Rs. 10/-each.

Subject to availability of Options in the pool under the Scheme, the maximum number of Options that can be granted to any eligible Employee during any one year shall not be equal to or exceed 1% of the issued capital (excluding outstanding warrants and conversions) of the Company at the time of grant. The Committee may decide to grant such number of Options equal to or exceeding 1% of the issued capital (excluding outstanding warrants and conversions) to any eligible Employee as the case may be, subject to the separate approval of the Shareholders in a general meeting.

10. The method which the company shall use to value its options:

The Company follows Fair Market Value Method for computing the compensation cost, if any, for the options granted. The Company will follow IFRS/IND AS/ any other statutory requirements on the same.

11. The conditions under which option vested in employees may lapse e.g., in case of termination of employment for misconduct:

The conditions under which Options vested in employees may lapse are:

- Non – exercise of Options according to terms and condition of the scheme.
- In case of termination of employment due to misconduct.

12. The specified time period within which the employee shall exercise the vested options in the event of proposed termination of employment or resignation of the employee:

In the event of cessation of employment due to Resignation or Termination (not due to misconduct or ethical/compliance violations):

- a) All unvested Options, on the date of cessation, shall expire and stand terminated with effect from that date.
- b) All vested Options as on that date shall be exercisable by the Grantee upon the occurrence of exercise event, within such number of days as communication by the Committee. The vested Options not so exercised shall lapse irrevocably and the rights there under shall be extinguished irrevocably and the rights thereunder shall be extinguished, unless otherwise determined by the Committee whose decision will be final and binding.

13. Statement to the effect that the company shall comply with the applicable accounting standards:

The Company shall comply with the disclosure and accounting policies as prescribed by appropriate authority from time to time. Presently it is to be done as per ICAI Guidance Note 18 (The Accounting note on the Share based employee benefit). The Company shall use appropriate valuation methodology to value its





LAXMI INDIA FINANCE PRIVATE LIMITED

(Formerly Known as Laxmi India Finleasecap Private Limited)

Options.

Compensation cost will be booked in the books of accounts of the Company over a vesting period.

None of the Directors, Manager, Key Managerial Personnel of the Company, and any relatives of such Director, Manager, Key Managerial Personnel is in any way concerned or interested, financially or otherwise, in this resolution except to the extent of Equity Shares held by them in the Company or the Options those may be granted under the said Scheme.

The Board of Directors recommends the said resolution as set out in Item No. 3 for the approval by the members as **Special Resolution**.

Laxmi India Finance Private Limited Employees Stock Option Scheme – 2023 and other documents referred to in the aforesaid resolution are available for inspection electronically on the website of the Company/ at the Registered office of the Company.

**By Order of the Board of Directors
For Laxmi India Finance Private Limited
(Formerly known as Laxmi India Finleasecap Private Limited)**

For LAXMI INDIA FINANCE PRIVATE LIMITED


Company Secretary & Compliance Officer

**Gajendra Singh Shekhawat
Company Secretary and Compliance Officer
Reg. Office Address- 2, DFL, Gopinath Marg,
M.I. Road, Jaipur-302001**

Date: August 26, 2023

Place: Jaipur

Registered Office: 2, DFL Gopinath Marg M.I. Road Jaipur Rajasthan-302001

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**Brief Profile of Mr. Kishore Kumar Sansi (DIN:07183950)**

Name of the Director	Mr. Kishore Kumar Sansi
DIN	07183950
Date of Birth	19/08/1957
Nationality	Indian
Age	65 Years
Date of first Appointment on the Board	28-09-2018
Relationship with other Directors, Manager and other Key Managerial Personnel of the Company	None
Experience	More than 37 Years
Qualification(s)	M. Sc. (Physics), M. Tech (Computer Science)
Terms and conditions of appointment or re-appointment	As per Appointment Letter
Remuneration sought to be paid	As per Appointment Letter
Remuneration last drawn	NIL
The number of Meetings of the Board attended during the year(Financial Year 2022-23)	4
Board Membership of other listed Companies as on March 31, 2023	1
Shareholding in the company	Nil
Chairmanships/Memberships of the Committees of other Boards	Nil



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FORM NO. MGT-11

PROXY FORM

[Pursuant to section 105(6) of the Companies Act, 2013 and rule 19(3) of the Companies (Management and Administration) Rules, 2014]



Name of the Company: Laxmi India Finance Private Limited
(Formerly known as Laxmi India Finleasecap Private Limited)

CIN: U65929RJ1996PTC073074

Registered Office: 2, DFL, Gopinath Marg M.I. Road, Jaipur-302001, Rajasthan

Name of the member (s):

Registered address:

..... E-mail Id:

Folio No/ Client Id:

DP ID:

I/We, being the member (s) of shares of the Laxmi India Finance Private Limited (Formerly known as Laxmi India Finleasecap Private Limited), hereby appoint

Name:

Address:

.....

E-mail Id..... Signature:

or failing him

Name:

Address:

.....

E-mail Id..... Signature:

or failing him/her

As my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 26th Annual General Meeting of the Company, to be held on **Tuesday, September 19, 2023 at 11:00 A.M.** at the registered office of the Company situated at 2, DFL, Gopinath Marg, M.I. Road, Jaipur-302001, Rajasthan, India and at any



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adjournment thereof in respect of such resolutions as are indicated below:

Resolution No.

1. To adopt the Audited Financial Statements of the Company for the financial year ended on March 31, 2023 together with the report of Board of Directors and Auditors thereon.
2. To approve the re-appointment of Mr. Kishore Kumar Sansi (DIN: 07183950) as an Independent Director of the Company for a second term of five consecutive years.
3. Approval for Laxmi India Finance Private Limited Employees Stock Option Scheme – 2023.

Signed this..... day of..... 2023

Please Affix
Revenue
Stamp of Re. 1

Signature of shareholder.....

Signature of Proxy holder(s).....

Note:

1. **This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Meeting.**



Registered & Corporate Office: 2, DFL, Gopinath Marg, M. I. Road, Jaipur-302 001, Rajasthan India



18001217747



8265826531



0141-4031166



CIN: U65929RJ1996PTC073074



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ATTENDANCE SLIP



Name of the Company: Laxmi India Finance Private Limited
(Formerly known as Laxmi India Finleasecap Private Limited)
Registered Address: 2, DFL, Gopinath Marg M.I. Road, Jaipur-302001, Rajasthan
CIN: U65929RJ1996PTC073074 **Email:** info@lifc.in
Telephone: 0141-4031166 **Website:** www.lifc.co.in

26th Annual General Meeting
Date: Tuesday, September 19, 2023 at 11:00 A.M.

Folio No..... DP ID NoClient ID	
Name of Representative.....	First Named Member/Proxy/Authorized
Name of Joint Member(s), if any:	
No. of Shares held.	

I/we certify that I/we am/are member(s)/proxy for the member(s) of the company.

I/we hereby record my/our presence at the 26th Annual General Meeting of the company being held on **Tuesday, September 19, 2023 at 11:00 A.M.** at the Registered Office of the Company at 2, DFL, Gopinath Marg, M.I. Road, Jaipur-302001, Rajasthan.

Signature of First holder/Proxy/Authorized Representative.....

Signature of 1st Joint holder.....

Signature of 2nd Joint holder.....

Note(s): **1.** Please sign this attendance slip and hand it over to the Attendance Verification Counter at the Meeting Venue.

2. Only shareholders of the Company and/or their Proxy will be allowed to attend the Meeting.





LAXMI INDIA FINANCE PRIVATE LIMITED

(Formerly Known as Laxmi India Finleaseap Private Limited)



Notes:

Area containing horizontal dotted lines for notes and a large, faint watermark image of a truck in the center.



Registered & Corporate Office: 2, DFL, Gopinath Marg, M. I. Road, Jaipur-302 001, Rajasthan India



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