

MINUTES OF EXTRAORDINARY GENERAL MEETING NO. 1/2020-21 OF THE MEMBERS OF LENDINGKART FINANCE LIMITED HELD ON TUESDAY, 28TH APRIL, 2020 AT 06:00 P.M. AT A/93 - MAY FAIR, OPP. ASHWAMEGH - 1, OPP. IOC PETROL PUMP, 132 FT. RING ROAD, VEJALPUR, AHMEDABAD 380051, GUJARAT WITH AUDIO-VISUAL FACILITIES IN ACCORDANCE WITH THE CIRCULARS ISSUED BY THE MINISTRY OF CORPORATE AFFAIRS DATED 8TH APRIL, 2020 AND 13TH APRIL, 2020.

PRESENT

Mr. Harshvardhan Lunia	Chairman & Managing Director and Nominee of Lendingkart Technologies Private Limited
Mr. Gaurav Mittal	Independent Director & Chairman of Audit Committee (attended through video conference from Delhi)
Mr. Raichand Lunia	Non-executive Director & Nominee of Lendingkart Technologies Private Limited
Ms. Savitridevi Lunia	Nominee of Lendingkart Technologies Private Limited
Ms. Varsha Lunia	Nominee of Lendingkart Technologies Private Limited
Mr. Mukul Sachan	Nominee of Lendingkart Technologies Private Limited (attended through video conference from Ahmedabad)
Ms. Kumudini Aggarwal	Authorised Representative of Lendingkart Technologies Private Limited (attended through video conference from Ahmedabad)

IN ATTENDANCE

Mr. Sudeep Bhatia Group	Group CFO (attended through video conference from Ahmedabad)
Mr. Mohit Bajaj	Chief Financial Officer (attended through video conference from Ahmedabad)
Mr. Umesh Navani	Company Secretary & Compliance Officer (attended through video conference from Ahmedabad)

Mr. Harshvardhan Lunia, Chairman & Managing Director took the Chair. The meeting was commenced at 6:00 p.m.

6 (Six) Members attended the meeting through video conference from Ahmedabad (including authorized representative). The requisite quorum for the meeting was present.

M/s S.R. Batliboi & Co. LLP, Chartered Accountants, Statutory Auditors were exempted by the Company from attending the meeting.

The notice convening the meeting and the altered draft memorandum of association of the Company, was taken as read with the permission of the Members.

The Chairman confirmed that all efforts feasible under the circumstances have been made to her satisfaction to enable members to participate and vote on items being considered in this meeting and that the Company has complied with the recent MCA circular no. 14/2020 and 17/2020 dated 08th April, 2020 and 13th April, 2020 respectively on convening Extraordinary General Meeting through video conference and other audio video means.

The meeting was proceeded to take up the business as stated in the notice.

Item No. 1 Considered and approved increasing the authorized share capital of the Company and alteration of the memorandum of association of the Company.

Increase in the authorized share capital of the Company and consequent alteration of the memorandum of association of the Company was proposed.

Ms. Kumudini Aggarwal proposed and Mr. Raichand Lunia seconded the following Resolution be passed as an Ordinary Resolution:

“RESOLVED THAT pursuant to Section 13, Section 61 and Section 64 and other applicable provisions of the Companies Act, 2013 and the rules enacted thereunder (to the extent that each may be applicable) and the memorandum and articles of association of the Company, the consent of the members be and is hereby accorded to increase the authorized share capital of the Company from INR 44,54,75,000 (Rupees Forty Four Crore Fifty Four Lakh Seventy Five Thousand only) divided into 4,45,47,500 (Four Crore Forty Five Lakh Forty Seven Thousand Five Hundred) equity shares of INR 10/- (Rupees Ten only) each to INR 50,72,76,000 (Rupees Fifty Crore Seventy Two Lakh Seventy six Thousand only) divided into 5,07,27,600 (Five Crore Seven Lakh Twenty Seven Thousand Six Hundred) equity shares of INR 10/- (Rupees Ten only) each ranking pari-passu with the existing equity shares of the Company.

RESOLVED FURTHER THAT Clause V of the Memorandum of Association of the Company be and is hereby amended by substitution of the figures and words as follows:

“V. The Authorized Share Capital of the Company is INR 50,72,76,000 (Rupees Fifty Crore Seventy Two Lakh Seventy six Thousand only) divided into 5,07,27,600 (Five Crore Seven Lakh Twenty Seven Thousand Six Hundred) equity shares of INR 10/- (Rupees Ten only) each.”

RESOLVED FURTHER THAT the Directors of the Company and Mr. Umesh Navani, Company Secretary & Compliance Officer of the Company be and are hereby severally authorized to sign and file all the necessary forms and other necessary documents as may be required by statutory authorities including the Registrar of Companies, Mumbai and to do such acts and deeds that may be required for the purpose of increasing the authorized share capital of the Company and amending the memorandum of association of the Company or to do such other acts, deeds and things required in the implementation of the aforesaid resolution and to authorize such other person or persons to give effect to the above resolution and to submit all documents to the concerned authorities with regard to the same.”

Before the above Resolution was put to vote, Members were offered to make comments, offer suggestions and seek clarifications on the Resolution. No comment was made, suggestion was offered, or clarification was sought by any Member.

On being put to vote by show of hands, the above Resolution was passed unanimously.

There being no other agenda, the meeting concluded at 06:05 p.m. with a vote of thanks to the Chair.

Date of entry: 29th April, 2020

Place: Ahmedabad

Chairman