

**OSWAL LEASING LIMITED**

**TRANSCRIPT OF 41<sup>st</sup> ANNUAL GENERAL MEETING**

TIME DAY DATE PLACE	11:00 A.M. Saturday 02 <sup>nd</sup> August, 2025 through <b>Video Conferencing (VC)/ Other Audio Visual Means (OAVM)</b>
MANI SAGGI	<p>Good morning everyone!! I, warmly welcome all the members at the 41<sup>st</sup> Annual General Meeting of Oswal Leasing Limited being held through Video Conferencing (VC)/ Other Audio Visual Means (OAVM) in accordance with the Circulars issued by the Ministry of Corporate Affairs and SEBI which allow the Companies to hold AGM through VC/OAVM, which does not require physical presence of members at a common venue.</p> <p>Before I handover the proceedings to the Chairman to declare the meeting as commenced, I would like to highlight certain points here.</p> <p>The Company has engaged the services of Central Depository Services (India) Limited (CDSL) for facilitating voting through electronic means, as the authorized e-Voting's agency. The facility of casting votes by a member using remote e-voting as well as the e-voting system on the date of the AGM will be provided by CDSL. All the members joining the AGM will by default be placed on the mute mode. The facility for participating in this AGM through Video Conference is available to members on a first come first serve basis.</p> <p>Members are requested to refer to the instructions provided in the notice or appearing on the video conference page, for a seamless participation through video conference.</p> <p>Pursuant to Section 91 of the Companies Act, 2013 and Rule 10 of the Companies (Management and Administration) Rules, 2014 read with Regulation 42(5) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Register of Members and Share Transfer Books of the Company were closed from <b>Saturday, July 26, 2025 to Saturday, August 02, 2025</b> (both days inclusive) for AGM purpose.</p> <p>Statutory Registers and documents are made available electronically for inspection by the members during the AGM.</p> <p>I would like to introduce you to the members of the Board and senior management present with us today.</p> <p>Sh. Dinesh Gogna, Non-Executive Director of the Company is joining us from Ludhiana.</p> <p>Dr. Roshan Lal Behl, Non- Executive Independent Director of the Company and he is also Chairman of Audit Committee, Nomination and Remuneration Committee, Stakeholders Relationship Committee, Risk Management Committee and Share Transfer Committee of the Company is joining us from Ludhiana.</p> <p>Dr. Manisha Gupta, Non- Executive Independent Director of the Company is joining us from Khanna.</p>

	<p>Mrs. Monica Oswal, Non- Executive Director of the Company is joining us from New Delhi.</p> <p>Mr. Ravi Kumar, Manager Cum Chief Financial Officer of the Company is joining us from Ludhiana.</p> <p>In addition, Sh. Pankaj Bhalla, Partner of M/s. V.V. Bhalla &amp; Co., Statutory Auditors of the Company.</p> <p>Sh. Madan Gopal Jindal, Proprietor of M/s. M. G. Jindal and Associates, Scrutinizer and Secretarial Auditors of the Company.</p> <p>Sh. Sandeep Gupta, partner of M/s. Raj Gupta &amp; Co., Internal Auditor of the Company have also joined us today through Video Conferencing/ Other Audio Visual Means.</p> <p>Since Sh. Kamal Oswal, Chairman of the Company could not join the Meeting due to pre-occupations, hence as per Article 80 of the Articles of Association of the Company, the Directors present unanimously proposed the name of Dr. Roshan Lal Behl, Director of the Company as Chairman of the meeting.</p> <p>After discussion, it is hereby announced that Dr. Roshan Lal Behl, Director of the Company is elected as Chairman of the meeting.</p> <p>With this, I now handover the proceedings to Dr. Roshan Lal Behl, Chairman of the Meeting to address to the shareholders.</p> <p>Thank You!!</p>
ROSHAN LAL BEHL (CHAIRMAN)	<p>Good Morning everyone!!</p> <p>I am pleased to extend a very warm welcome to you all at the 41st Annual General Meeting of your Company on behalf of the Board of Directors, the Management and the Employees of the Company.</p> <p>I would like to inform you that all efforts feasible under the circumstances have indeed been made by the Company to enable members to participate and vote on the item being considered in the meeting.</p> <p>Members attending the AGM through VC / OAVM shall be counted for the purpose of ascertaining the quorum under Section 103 of the Companies Act, 2013 and as per Section 103 of the Companies Act, 2013 read with rules made thereunder, the quorum is complete. I call the meeting in order through <b>Video Conferencing (VC)/ Other Audio Visual Means (OAVM)</b>.</p> <p><b>Pursuant to MCA General Circular dated April 08, 2020, read with MCA General Circular dated May 05, 2020</b>, the facility to appoint proxy to attend and cast vote for the members is not available for this 41<sup>st</sup> AGM as the AGM is convened through VC / OAVM. However, in pursuance of Section 113 of the Companies Act, 2013, representatives of the members such as body corporate can attend the 41<sup>st</sup> AGM through VC/OAVM and cast their votes through e-voting.</p> <p>With your permission, the Notice convening the AGM, the Director's report, Audited Financial Statements for the Financial Year ended 31st March, 2025 and</p>

	<p>Auditors' Report had been sent through electronic mode to those Members whose e-mail addresses had been registered with the Company/ Company's RTA or Depositories, is taken as read. As the Audit Reports, did not contain any qualifications/adverse remarks it is not read at the meeting. Further in compliance with the Regulation 36(1)(b) of SEBI Regulations, 2015 company had sent a physical letter providing the web-link, including the exact path, where complete details of the Annual Report are available, to those shareholder(s) whose e-mail addresses had not been registered with the Company/ Company's RTA or Depositories.</p> <p style="text-align: center;"><b>CHAIRMAN SPEECH</b></p> <p>I would like to thank you for sparing time to be with us today and for your continued faith in the Company. Your Company is registered with Reserve Bank of India on 19th day of March, 1998 as a Non- Banking Financial Company and involved in the activities of Investment in shares as well as financing activities.</p> <p>To begin with, let me thank you for the confidence reposed and the support extended to the Company. It is your confidence and the support that motivates us to stay the course.</p> <p>India Continues to shine as a Bright spot and poised to lead the global economy once again. With the International Monetary Fund (IMF) projecting it to remain the fastest growing major economy over the next two years. According IMF's world Economic outlook, India's economy is expected to grow by 6.2% in 2025 and 6.3 % in 2026, maintaining a solid lead over global and regional peers.</p> <p>Non-Banking Financial Companies (NBFCs) have emerged as key players in the Indian economy, significantly contributing to GDP growth. With quicker loan approvals, simplified disbursements, and diversified portfolios, NBFCs are giving tough competition to banks in the retail consumer market. The Indian economy continues to show robust growth, with the RBI projecting a 6.5 % GDP growth rate. The overall credit growth for NBFC is expected to moderate to 13-15% in FY 25 and FY 26, reflecting a shift away from the rapid expansion seen in previous two fiscals.</p> <p>The financial performance of your Company in the year 2024-2025 has been dealt with comprehensively, in the Annual Report which is with you. Your Company also intends to continue focusing on diversifying its business into new avenues of Investment/financial deals with lower risk to earn reasonable returns and making its best efforts to utilize the available opportunities with caution and emerge as fully Integrated Financial Company.</p> <p>I would like to express my gratitude to you, our loyal shareholders for your continued support and for reposing your trust in us on behalf of the Company. I would also like to thank to the Board of Directors, Auditors and employees of the Company for your continued support.</p> <p>Thank you.</p> <p>Now, Ms. Mani Saggi, Company Secretary will proceed further.</p>
MANI SAGGI	<p>Thank you Sir.</p> <p>I would like to inform you that in compliance with the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015 and applicable</p>

provisions of the Companies Act, 2013 read with circulars, issued by Ministry of Corporate Affairs and issued by SEBI, the Company has provided the facility to members of the Company, to exercise their right to vote, by electronic means on all the resolutions as set forth in the notice of 41<sup>st</sup> Annual General Meeting, **either through Remote E-voting or E-voting during AGM.**

I would also like to inform you that the remote e-voting facility commenced on **Wednesday, July 30, 2025 at 09.00 A.M. and ends on Friday, August 01, 2025 at 05.00 P.M.** to all the members of the Company, who were holding shares (either in physical form or dematerialized form) as on the cut-off date i.e. **Friday, July 25, 2025.**

It was informed you that Sh. Madan Gopal Jindal Proprietor of M/s. M.G. Jindal & Associates, Company Secretary in Practice, was appointed as Scrutinizer for scrutinizing the e-voting process in a fair and transparent manner.

Dear Members,

Now, I am going to brief the business items contained in the notice to you one by one.

**ORDINARY BUSINESS:**

**Item No 1**

To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended March 31, 2025 together with the Reports of the Directors and Auditors thereon.

**Item No 2**

To appoint a Director in place of **Sh. Dinesh Gogna (DIN: 00498670)**, who retires by rotation in terms of Section 152(6) of the Companies Act, 2013 and being eligible, offers himself for re-appointment.

**SPECIAL BUSINESS:**

**Item No 3**

To re-appoint Mr. Ravi Kumar as Manager of the Company

**Item No 4**

Appointment of M/s M.G. Jindal and Associates, Company Secretaries in Practice, Ludhiana (C.P.Number-2712) as the Secretarial Auditor of the Company for a term of 5 (five) consecutive years

I also further inform you that the members were given an opportunity to send their queries atleast 7 days prior to the meeting mentioning their name, demat account number/folio number, email id, mobile number at [oswal\\_leasing@owmnahar.com](mailto:oswal_leasing@owmnahar.com) and ask questions, express their views during the AGM.

Hence, no query was received from the shareholders.

OR

Now, I request to Sh. Dinesh Gogna Director of the Company to reply queries from speaker shareholders and I request to CDSL please confirm whether speaker shareholder is available? (request to CDSL to unmute the mike of speaker Shareholder) Mr. Chetan Chadha who had registered himself as Speaker Shareholder to raise queries or express your views and 2 minutes time will be given to you:-

DINESH GOGNA	Answer the query
MANI SAGGI	<p>Dear Members,</p> <p>It is inform you that the members attending the AGM, through Video Conferencing (VC) / Other Audio Visual Means (OAVM), who had not cast their votes by remote e-voting, can cast their votes through e-voting during the AGM, the voting on the CDSL platform shall remain open till 30 minutes from the conclusion of the AGM, so that the members can cast their vote.”</p> <p>The consolidated results of e-voting i.e. remote e-voting and e-voting process during the AGM shall be submitted subsequent to receipt of Consolidated Scrutinizers' Report to the BSE Limited in the format prescribed under Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015 and will also be uploaded on the website of the Company at <a href="http://www.ownmahar.com">www.ownmahar.com</a> and on the website of Central Depository Services (India) Limited (CDSL) at <a href="http://www.evotingindia.com">www.evotingindia.com</a>.</p> <p>Now I request the Chairman Sir Dr. Roshan Lal Behl to declare the meeting as closed.</p>
ROSHAN LAL BEHL	Thank you everyone for Participating in the AGM. I now declare the meeting as closed.
MANI SAGGI	Thank you everyone for gracing the meeting with your presence.