



March 28, 2023

To,
The Manager
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai - 400 001.

Scrip Code: 540268

Subject: Summary of proceedings of the Extra-Ordinary General Meeting held on Tuesday, March 28, 2023

Dear Sir/Madam,

Pursuant to Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended (“**Listing Regulations**”), read with Schedule III of the Listing Regulations and SEBI Circular No. CIR/CFD/CMD/4/2015 dated September 9, 2015, enclosed herewith is a summary of the proceedings of the Extra-Ordinary General Meeting (“**EGM**”) of the Members of the Company held on Tuesday, March 28, 2023 at 3.00 P.M. (IST) through Video Conferencing (“**VC**”)/Other Audio-Visual Means (“**OAVM**”) in accordance with General Circular No. 14/2020 and 17/2020 dated April 08, 2020 and April 13, 2020 respectively, General Circular No. 22/2020 dated June 15, 2020, General Circular No. 20/2021 dated December 08, 2021, General Circular No. 03/2022 dated May 05, 2022 and General Circular No. 11/2022 dated December 28, 2022 issued by the Ministry of Corporate Affairs (collectively referred to as “**MCA Circulars**”).

Please note that the combined results of the remote e-voting and voting at the EGM and the Scrutinizer’s Report will be submitted separately.

Kindly take the same on record.

Thanking You.

Yours faithfully,
For TruCap Finance Limited

Sonal Sharma
Company Secretary & Compliance Officer

Encl: a/a

TruCap Finance Limited
(Formerly known as Dhanvarsha Finvest Limited)

Regd. Off : 3rd Floor, A Wing, D. J. House, Old Nagardas Road, Andheri (East), Mumbai – 400 069
Tel : 1800 210 2100 | contact@dhanvarsha.co | www.dhanvarsha.co | CIN : L24231MH1994PLC334457



Proceedings of the Extra-Ordinary General Meeting

The Extra-Ordinary General Meeting (“EGM”) of Members of the Company was held on Tuesday, March 28, 2023, at 3.00 P.M. (IST) through Video Conferencing (“VC”)/Other Audio-Visual Means (“OAVM”) without the physical presence of the Members at a common venue. The Company, while conducting the EGM, adhered to the applicable circulars issued by the Ministry of Corporate Affairs (“MCA”), the Securities and Exchange Board of India (“SEBI”). The proceedings of the EGM were deemed to be conducted at the Registered Office of the Company which was the deemed venue of the EGM.

At the beginning, Ms. Sonal Sharma, Company Secretary & Compliance Officer of the Company, introduced the members of the Board and other officials present at the EGM. Mr. Rakesh Sethi, Independent Director and Chairperson of the Board, Mr. Rohanjeet Singh Juneja, Managing Director & Chief Executive Officer, Mr. K. P. Raghuvanshi, Independent Director, Mrs. Rushina Mehta, Non-Independent Director, Mr. Sanjay Kukreja, Chief Financial Officer, Mr. Lalit Chendvankar, Chief Compliance Officer & Legal Head and Mr. Mayank Arora, Practicing Company Secretary, acting as a scrutinizer joined the meeting through VC/OAVM.

Further, Ms. Sonal Sharma informed the Members that the EGM is being held through video conferencing in accordance with the circulars issued by the MCA. She briefly informed the Members regarding the process and regulatory aspects pertaining to participation at the EGM through VC/OAVM.

After ascertaining that the requisite quorum was present through VC/OAVM, Mr. Rakesh Sethi commenced the proceedings of the EGM and welcomed the Members and other attendees for the EGM.

The Members were further informed that as required by the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, the Company has provided remote e-voting facility through Central Depository Services (India) Limited (“CDSL”) to enable Members holding shares either in physical form or in dematerialized form, as on the cut-off date i.e. Tuesday, March 21, 2023 to cast their vote on the resolutions set out in the notice of the EGM as per the timelines mentioned in the said notice. The remote e-voting period commenced on Saturday, March 25, 2023 (9.00 A.M. IST) and ended on Monday, March 27, 2023 (5:00 P.M. IST). The remote e-voting module was disabled by CDSL for voting thereafter.

Mr. Rakesh Sethi further apprised that the Members who attended the EGM through VC/OAVM facility but had not cast their votes through remote e-voting facility will be given an opportunity to cast their votes through e-voting system during the EGM. Accordingly, the e-voting window will remain open for another 15 minutes after the conclusion of the EGM for Members who have not already cast their vote through remote e-voting.

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The Chairperson further informed the Members that the Board has appointed M/s. Mayank Arora & Co., Practicing Company Secretaries, as the Scrutinizer to report on the combined voting results of remote e-voting and the e-voting at the EGM for each of the items as per the notice of the EGM.

He further informed the Members that as all the resolutions set out in notice of EGM have already been put to vote through e-voting, the resolutions need not be proposed or seconded by the Members at the EGM.

Thereafter, the Chairperson declared that since the notice of the EGM has been sent through electronic mode to eligible Members, the notice of the EGM was taken as read. He further informed the Members that the registers as required by the Companies Act, 2013, were available electronically for inspection.

The following items of business as per the notice of EGM were transacted:

Special Business

1. Rescinding of resolution No. 1 passed at the Extra-Ordinary General Meeting of the Company held on January 18, 2023;
2. Rescinding of resolution No. 2 passed at the Extra-Ordinary General Meeting of the Company held on January 18, 2023;
3. Considering and approving TruCap Employee Retention Plan.

Thereafter, the Chairperson invited the Members who had registered themselves as speakers to ask questions or express their views. The Members who had registered as speakers, expressed their views.

The Chairperson informed the Members that on receipt of the Scrutinizer's Report, the e-voting results along with consolidated Scrutinizer's Report shall be informed to the stock exchange i.e. BSE Limited within two working days of the conclusion of EGM and also be placed on the website of the Company i.e. www.trucapfinance.com and CDSL. It was also informed that the recorded transcript will also be made available on the Company's website as soon as possible.

The Chairperson, thereafter, thanked all the Members for their participation, constructive suggestions and comments and prayed for their good health and safety.

The EGM commenced at 3.00 P.M. (IST) and concluded at 3.25 P.M. (IST) (including the time allowed for e-voting).

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