

September 10, 2024

To, The Manager, Listing Department, BSE Limited, Phiroze Jeejeebhoy Tower, Dalal Street, Mumbai – 400 001. BSE Scrip Code: 540776	To, The Manager, Listing Department, The National Stock Exchange of India Ltd., Exchange Plaza, 5th Floor, Plot C/1, G Block, Bandra - Kurla Complex, Bandra (E), Mumbai – 400 051. NSE Symbol: 5PAISA
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Dear Sir / Madam,

Sub Summary of Proceedings of 17th (Seventeenth) Annual General Meeting of the Company:

Ref: Disclosure under Regulation 30 read with Para A of Part A of Schedule III of the Securities and Exchange Board of India (Listing Obligations and Disclosures Requirements) Regulations, 2015 (“Listing Regulations”):

We wish to inform you that the 17th (Seventeenth) Annual General Meeting of the Company (“AGM”) was held on Tuesday, September 10, 2024 at 11:30 A.M. (IST) through Video Conferencing (“VC”) / Other Audio-Visual Means (“OAVM”). The deemed venue of the AGM was the Registered Office of the Company situated at IIFL House, Sun Infotech Park, Road No. 16V, Plot No. B-23, Wagle Estate, Thane – 400604.

In this regard, pursuant to Regulation 30 read with Para A of Part A of Schedule III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”), we hereby submit the proceedings of the AGM of the Company.

You are requested to kindly take the same on record.

Thanking You,

Yours faithfully,

For 5paisa Capital Limited

Namita Godbole
Company Secretary and Chief Compliance Officer
ICSI Membership No.: A21056
Email: csteam@5paisa.com

Encl: As above

5paisa Capital Limited

Summary of the proceedings of the 17th (Seventeenth) Annual General Meeting of 5paise Capital Limited held today i.e. on Tuesday, September 10, 2024

Day, Date, Time and Venue: The 17th (Seventeenth) Annual General Meeting (“AGM”) of the Company was held today i.e. on Tuesday, September 10, 2024 at 11:30 A.M. (IST) through Video Conferencing (“VC”) / Other Audio-Visual Means (“OVAM”). The AGM commenced at 11:30 A.M. (IST) and concluded at 01:00 P.M. (IST) (including the time allowed for E-voting at the AGM). 58 Shareholders attended the AGM through VC / OAVM.

Quorum: The requisite quorum as required under Section 103 of the Companies Act, 2013 (“the Act”) was present throughout the meeting.

The following Directors and Key Managerial Personnels were present through VC:

1.	Dr. Archana Hingorani	:	Chairperson and Independent Director (attended from Mumbai)
2.	Ms. Nirali Sanghi	:	Independent Director (attended from Mumbai)
3.	Mr. Milin Mehta	:	Independent Director (attended from Vadodara)
4.	Mr. Gourav Munjal	:	Whole Time Director and Chief Financial Officer (CFO) (attended from the registered office of the Company situated in Thane)
5.	Mr. Ameya Agnihotri	:	Additional Director in the capacity of Whole Time Director and Chief Technology Officer (CTO) (attended from Bangalore)
6.	Mrs. Namita Godbole	:	Company Secretary and Chief Compliance Officer (attended from the registered office of the Company situated in Thane)

Mrs. Namita Godbole – Company Secretary and Chief Compliance Officer, attending the meeting from Thane, welcomed all the Shareholders present at the 17th (Seventeenth) Annual General Meeting (“AGM”) of the Company. It was informed that as per the Circulars issued by the Ministry of Corporate Affairs (“MCA”) and the Securities and Exchange Board of India (“SEBI”), the AGM was being conducted through Video Conferencing. Shareholders were further apprised that, considering the meeting was conducted through Video Conferencing, the proxy related procedures were dispensed with in line with the regulatory requirements.

She further explained the rules and procedures to be followed with regards to participation and voting by the shareholders in the resolutions set out in the Notice of the AGM. She further informed that the cut-off date to exercise their votes on the items of business given in the Notice of the AGM through remote e-voting was Tuesday, September 03, 2024. She further informed that the remote e-voting period commenced on Thursday, September 05, 2024 at 09:00 A.M. (IST) and concluded on Monday, September 09, 2024 at 05:00 P.M. (IST). She further informed that the statutory registers under the Companies Act, 2013 and other documents and certificates as referred to in the Notice of the AGM and Annual Report were made available in the electronic form for inspection.

She then requested the Chairperson of the Board – Dr. Archana Hingorani, to take over the meeting. Dr. Archana Hingorani chaired the meeting and the requisite quorum being present, she called the meeting to order. She welcomed all the shareholders and apprised them that the AGM was held through Video Conferencing facility provided by Central Depository Services (India) Limited [“CDSL”] and the Company had

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taken all the necessary steps for the shareholders to join and participate in the meeting seamlessly.

In line with the requirements of provisions of the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Chairperson apprised that all the Directors of the Company including the Chairman/Chairperson of Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee along with the Statutory Auditors and Secretarial Auditors of the Company and the Scrutinizer appointed by the Board were also present through-out the AGM through Video Conferencing. She further informed that the facility to appoint proxy to attend and cast vote for the members was not available for this AGM. Thereafter, she requested the Directors to introduce themselves and also to mention their place of attendance.

With the permission of the Shareholders, the Chairperson took the Notice of 17th (Seventeenth) AGM, along with the Annual Report for F.Y. 2023-24, which was circulated to all the members electronically, as read. She further informed the shareholders that the reports of the Statutory Auditors and the Secretarial Auditors did not contain any adverse qualifications, reservations or remarks. With the permission of the shareholders, the said reports were taken as read.

Thereafter, she apprised the shareholders about the performance, growth and the overall progress of the Company for the period under review by further highlighting the various achievements of the Company and also the opportunities available for the Company in the future to achieve continuous growth in all business spheres.

She also introduced Mr. Ameya Agnihotri who was recently appointed as the Additional Director in the capacity of Whole Time Director of the Company. She further requested Mr. Gourav Munjal – Whole Time Director and Chief Financial Officer of the Company to address the shareholders. Mr. Gourav Munjal – Whole Time Director and Chief Financial Officer apprised the shareholders about the achievements of the Company during the year under review. He also emphasized the strengths of the Company which could help the Company to continue the growth it has continued over the years.

Thereafter, Mr. Ameya Agnihotri – Additional Director in the capacity of Whole Time Director and Chief Technology Officer, further highlighted the Company's technology and key product initiatives and apprised the efforts undertaken by the Company in revolutionizing the trading experience and creating robust digital platforms. He also assured that the Company will maintain its commitment to offer best-in-class applications and infrastructure in future to enhance its ability to serve its customers with utmost efficiency and effectiveness.

Thereafter, the Chairperson informed the shareholders that since the AGM was being held through Video Conferencing and the resolutions mentioned in the AGM Notice were already put to vote through e-voting, there was no requirement to propose or second any of the resolutions mentioned in the said Notice.

She thereafter moved on to the agenda items as per the Notice of the AGM dated July 12, 2024, as provided below:

Sr. No.	Particulars	Type of Resolution
ORDINARY BUSINESSES		
1.	To receive, consider and adopt: (a) The Audited Standalone Financial Statement(s) of the Company for the financial year ended March 31, 2024, together with the Reports	Ordinary Resolution

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	of the Board of Directors and the Statutory Auditors thereon; and (b) The Audited Consolidated Financial Statement(s) of the Company for the financial year ended March 31, 2024, together with the Report of the Statutory Auditors thereon.	
2.	To appoint a Director in place of Mr. Gourav Munjal (DIN: 06360031), who retires by rotation and being eligible, offers himself for re-appointment.	Ordinary Resolution
SPECIAL BUSINESSES		
3.	To re-appoint Mr. Milin Mehta as an Independent Director of the Company.	Special Resolution
4.	To approve appointment and remuneration of Mr. Ameya Agnihotri (DIN: 07680132) as the Whole Time Director of the Company.	Special Resolution
5.	To approve material related party transactions with IIFL Facilities Services Limited.	Ordinary Resolution
6.	To approve material related party transactions with IIFL Finance Limited.	Ordinary Resolution
7.	To approve material related party transactions with IIFL Management Services Limited.	Ordinary Resolution
8.	To approve material related party transactions with IIFL Securities Limited.	Ordinary Resolution
9.	To approve material related party transactions with IIFL Samasta Finance Limited.	Ordinary Resolution
10.	To approve material related party transactions with IIFL Wealth Prime Limited.	Ordinary Resolution
11.	To approve material related party transactions with IIFL Home Finance Limited.	Ordinary Resolution
12.	To approve material related party transactions with Livlong Insurance Brokers Limited (Formerly known as IIFL Insurance Brokers Limited).	Ordinary Resolution
13.	To approve material related party transactions with 360 ONE WAM Limited (Formerly known as IIFL Wealth Management Limited).	Ordinary Resolution
14.	To approve material related party transactions with 5paisa P2P Limited.	Ordinary Resolution
15.	To approve material related party transactions with 5paisa Trading Limited.	Ordinary Resolution
16.	To approve material related party transactions with 5paisa Corporate Services Limited (Formerly known as 5paisa Insurance Brokers Limited).	Ordinary Resolution
17.	To approve material related party transactions with 5paisa International Securities (IFSC) Limited.	Ordinary Resolution
18.	To approve offer or invitation to subscribe to the Non-Convertible Debentures on private placement basis.	Special Resolution
19.	To approve payment of remuneration by way of Commission to Non-Executive Directors including Independent Directors up to 1% (one percent) of Net Profit of the Company.	Special Resolution

Thereafter, the Chairperson requested the Company Secretary to invite the members who had registered themselves as speakers to express their views or ask any question(s) to the Board of Directors. Nine (09) Members who had registered themselves as speaker-shareholders expressed their views and raised certain questions. Thereafter, Mr. Gourav Munjal – Whole Time Director and Chief Financial Officer, pursuant to request made by Mrs. Namita Godbole – Company Secretary and Chief Compliance Officer, replied to the questions raised by the Members by providing appropriate explanation / clarification to the satisfaction of Shareholders.

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The Chairperson then requested members who had not voted, to cast their vote on all the Ordinary and Special Businesses, using the e-voting system provided by CDSL, as per the instructions given in the Notice of the AGM. She further informed that members who had already voted electronically through remote e-voting were not eligible to vote in the AGM. She further informed that the e-voting window would remain open for further 15 (fifteen) minutes after the conclusion of the Meeting and requested such members who had not casted their vote through remote e-voting, to vote through e-voting system within the prescribed time. The e-voting on the resolutions was conducted through remote e-voting and e-voting during the Meeting. She further informed that the Company had appointed CS Aparna Joshi, Proprietress – M/s. Aparna Paricharak and Associates, Practicing Company Secretary, as the scrutinizer for remote e-voting pursuant to Section 108 of the Companies Act, 2013 for the AGM. She further informed that the voting results for the resolutions would be declared within two (2) working days of the conclusion of the Meeting and the Results / Scrutinizer's report would be available on the website of the Company and the same would also be submitted to the Stock Exchanges in compliance with the provisions of the Act and Listing Regulations.

The Chairperson thanked the shareholders for attending and participating in the Meeting and considering there being no other business, the Chairperson declared the meeting concluded.

Kindly take the same on record.

For 5paisa Capital Limited

Namita Godbole
Company Secretary and Chief Compliance Officer
Membership No.: A21056
Email: csteam@5paisa.com

Notes:

- i. *The Company will separately intimate the voting results (remote e-voting and voting at the meeting through electronic voting system) to the stock exchanges and also upload on the website of the Company and Central Depository Services (India) Limited, the authorized agency which provided e-voting facility.*
- ii. *This document does not constitute minutes of the proceedings of the Annual General Meeting of the Company.*

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