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CIN No. : L74899DL1930PLC000208
GSTIN : 07AAACT2356D2ZN

THE MOTOR & GENERAL FINANCE LIMITED

M.G.F. HOUSE,

Regd. & H.O. : 4 / 17-B, ASAF ALI ROAD, NEW DELHI-110 002

DLI:CS:BSE:NSE:2026

September 30, 2026

The Secretary,
BSE Limited.,
25th Floor, P.J. Towers,
Dalal Street,
Mumbai-400001
Scrip Code: 501343

The Secretary,
National Stock Exchange of India Ltd
Exchange Plaza, 5th Floor,
Plot No.C/1, G Block
Bandra Kurla Complex, Bandra(E)
Mumbai-400051
Scrip Code: Motogenfin

Dear Sir, Re: **Submission of AGM Minutes of 96th Annual General Meeting of the Company held on Thursday, the September 24, 2026**

Pursuant to Clause 31(d) of the Listing Agreement, we are enclosing herewith a copy of the AGM Minutes of 96th Annual General Meeting of the company held on Thursday, the September 24, 2026 .

This is for your information and take the same on record.

Thanking you,

Yours faithfully,
For THE MOTOR & GENERAL FINANCE LIMITED

(M.K. MADAN)
VICE PRESIDENT & COMPANY SECRETARY.

ENCL: AS ABOVE

THE MOTOR & GENERAL FINANCE LIMITED
CIN NO: L74899DL1930PLC000208
REGD OFFICE: MGF HOUSE, 4/17-B,
ASAF ALI ROAD, NEW DELHI-110002
GST No: 07AAACT2356D2ZN

MINUTES OF THE 96TH ANNUAL GENERAL MEETING OF THE MEMBERS OF THE MOTOR & GENERAL FINANCE LIMITED HELD ON THURSDAY, THE SEPTEMBER 24, 2026 AT 11.30 A.M. THROUGH VIDEO CONFERENCING ("VC") /OTHER AUDIO VISUAL MEANS("OAVM") IN COMPLIANCE WITH GENERAL CIRCULAR NO. 14/2020, 17/2020, 20/2020, 21/2021, 02/2022, 10/2022, 09/2023, 09/2024 AND 03/2025 DATED APRIL 8, 2020, APRIL 13, 2020, MAY 5, 2020, DECEMBER 14, 2021, MAY 5, 2022, DECEMBER 28, 2022, SEPTEMBER 25, 2023, SEPTEMBER 19, 2024 AND SEPTEMBER 22, 2025 RESPECTIVELY ("MCA CIRCULAR") ISSUED BY THE MINISTRY OF CORPOERATE AFFAIRS(MCA) AND CIRCULAR ISSUED BY SECURITIES AND EXCHANGE BOARD OF INDIA(SEBI) VIDE ("SEBI CIRCULAR") AN OTHER APPLICABLE CIRCULARS AND NOTIFICATIONS ISSUED 9INCLUDING ANY STATUTORY MODIFICATIONS OR RE-ENACTMENT WHERE UNDER THEREOF FOR THE TIME BEING IN FORCE AND AS AMENDED FROM TIME TO TIME), COMPANIES ARE ALLOWED TO HOLD AGM THROUGH VIDEO CONFERENCING(VC) OR OTHER AUDIO VISUAL MEANS(OAVM), WITHOUT THE PHYSICAL PRESENCE OF MEMBERS AT A COMMON VENUE, IN COMPLIANCE WITH THE PROVISIONS OF THE COMPANIES ACT, 2013 ("ACT") SEBI(LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015 ("LISTING REGULATIONS), MCA CIRCULAR AND SEBI CIRCULAR, AGM OF THE COMPANY IS BEING THROUGH VC)/OAVM.

FOR THE PURPOSE OF APPLICABLE PROVISIONS OF THE SECRETRIAL STANDARDS, THE VENUE OF THE MEETING WAS AT THE REGISTERED OFFICE OF THE COMPANY AT MGF HOUSE, 4/17-B, ASAF ALI ROAD, NEW DELHI-110002.

PRESENT

211 members participated at the AGM through Video Conferencing(VC)/Other Audio Visual Means (OAVMs).

The following Directors of the company were present through Video Conferencing(VC)/ Other Audio Visual Means(OAVMs)

SH. ARUN MITTER

EXECUTIVE DIRECTOR-PROMOTER
CHAIRMAN OF AGM

SH. DINESH AGNANI

INDEPENDENT DIRECTOR
**CHAIRMAN-AUDIT COMMITTEE &
CHAIRMAN-STAKEHOLDERS RELATIONSHIP
COMMITTEE**

SH. KARUN PRATAP HOON

INDEPENDENT DIRECTOR

MRS. LEENA TUTEJA

INDEPENDENT DIRECTOR

**CHAIRPERSON- NOMINATION & REMUNERATION
COMMITTEE**



Sh. Rajiv Gupta, Chairman & Managing Director & CEO, Smt. Arti Gupta, Joint Managing Director were unable to attend the AGM due to prior commitments.

In the absence of Sh. Rajiv Gupta, Chairman & Managing Director & CEO of the company, Board authorised Sh. Arun Mitter, Executive Director, as Chairperson to Chair proceedings.

IN ATTENDANCE:

MR M.K. MADAN

VICE PRESIDENT & COMPANY SECRETARY,
COMPLIANCE OFFICER & CFO (PARTICIPATED
THROUGH(VC)

SH.PRAVEEN JAIN

STATUTORY AUDITOR
M/S. JAGDISH CHAND & CO
CHARTERED ACCOUNTANTS

MS. ANJALI YADAV

PRACTISING COMPANY SECRETARY
M/S. ANJALI YADAV & ASSOCIATES,
SECRETARIAL AUDITOR

SCRUTINIZER FOR THE REMOTE E-VOTING/E-VOTING AT THE AGM

Ms.Anjali Yadav of M/s Anjali Yadav & Associates, Practising Company Secretary was appointed as the Scrutinizer.

CHAIRPERSON

Sh. Arun Mitter, authorised by the Board, in his capacity as the Chairperson of the company occupied the Chair and presided over the Meeting

REGISTER, DOCUMENTS , REPORTS

The Chairperson informed the Members that the following documents and registers as required under the Companies Act, 2013 and other applicable laws were available for inspection by the Members:-

- i. Notice convening the 96th AGM of the company
- ii. Director's Report of the Company for the Financial Year 2025-26 along with its annexures;
- iii. Audited Financial Statements (Standalone & Consolidated) for the Financial Year 2025-26 along with respective Auditor's Reports;
- iv. Secretarial Audit Report for the Financial Year 2025-26
- v. Register of Directors and Key Managerial Personnel and their Shareholding;
- vi. Register of Contracts or Arrangements in which the Directors are interested.
- vii. Related Party Disclosures

He welcomed the Members participating at the AGM through Video Conferencing/ Other Audio Visual Means.



QUORUM

Sh. Arun Mitter, the Chairperson announced that the requisite quorum was present and called the meeting to order.

With the permission of the members, notice of the meeting was taken as read.

The Company Secretary informed the shareholders that the Auditor's Report on the Financial Statements for the year ended March 31, 2026, being an unqualified and unmodified one, was not required to be read out at the Annual General Meeting as per the provisions of Section 145 of the Companies Act, 2013 ("Act")

He stated that as the AGM is being held through Video Conferencing (VC)/Other Audio Visual Means (OAVM) facility, Proxy Form, Attendance Slip including the Route Map are not required to be part of Notice.

The Chairman addressed the members.

After delivering his speech, the Chairman informed the shareholders that in accordance with the provisions of Section 108 of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014 and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI LODR'), the Company had offered the facility of remote e-voting and e-voting at the meeting to the shareholders.

The Chairman informed that the Company had received six requests from shareholders who registered themselves as speakers to speak at the AGM. However, the shareholders who registered themselves as speakers did not present themselves at the meeting.

The Company Secretary announced that those members who had not exercised their votes through remote e-voting could do so through e-voting upto the conclusion of the AGM.

The resolutions pertaining to the following items as set out in the Notice dated August 11, 2026 convening the 96th AGM of Members of the Company were transacted at the said AGM.

In accordance with regulation 30 and all other applicable provisions of SEBI (LODR) Regulations, 2015, all the business items/resolutions as set out in the Notice convening the 94th AGM of the company (given below in brief), were put to vote through remote e-voting & e-voting.

ORDINARY BUSINESS

Ordinary Resolution

Resolution No.1(a) & (b)

Adoption of Standalone and Consolidated Audited Financial Statements

"Resolved that the Audited Standalone Financial Statements of the company for the year ended March 31, 2026, Statement of Profit & Loss Account with the Notes forming Part of the Financial Statements and Cash Flow Statements for the year ended on that date and report of the Directors & Auditors thereon and Audited Consolidated Financial Statements of the company for the year ended March 31 2026 together with the report of the Auditors thereon be and are hereby adopted".



Resolution No.1: To consider and adopt:

- a) **Standalone Audited Financial Statements of the company for the financial year ended March 31,2026 together with the Report of the Board of Directors and the Auditors thereon.**

(Ordinary Resolution)

- (i) **Voted in favour of the Resolution:**

	Number of Members voted	Number of votes cast by them	% of total number of valid votes cast in favour
Remote E-voting	263	26057516	100%
Voting through electronic voting system during the Annual General meeting	13	384	0%
Total	276	26057900	100%

- (ii) **Voted against the Resolution:**

	Number of Members voted	Number of votes cast by them	% of total number of valid votes cast in favour
Remote E-voting	4	284	0.0%
Voting through electronic voting system during the Annual General Meeting	0	0	0.00%
Total	4	284	0.00%

- (ii) **Invalid Votes:**

Number of members whose votes are declared invalid	Number of invalid votes cast by them
0	0

On the basis of consolidated report of the Scrutinizer and on remote e-voting and e-voting, the resolution was passed with requisite majority.

Resolution No.1: To consider and adopt:

- b) **Consolidated Audited Financial Statements of the company for the financial year ended March 31,2026 together with the Report of the Auditors thereon.**
(Ordinary Resolution)



(i) Voted in favour of the Resolution:

	Number of Members voted	Number of votes cast by them	% of total number of valid votes cast in favour
Remote E-voting	263	2605716	100.00%
Voting through electronic voting system during the Annual General meeting	13	384	0.00%
Total	276	26057900	100.00%

(ii) Voted against the Resolution:

	Number of Members voted	Number of votes cast by them	% of total number of valid votes cast in favour
Remote E-voting	4	284	0.00%
Voting through electronic voting system during the Annual General Meeting	0	0	0.00%
Total	4	284	0.00%

(iii) Invalid Votes:

Number of members whose votes are declared invalid	Number of invalid votes cast by them
0	0

On the basis of consolidated report of the Scrutinizer and on remote e-voting and e-voting, the resolution was passed with requisite majority.

Ordinary Resolution

Resolution No.2

To re-appoint a Director in the place of Sh. Rajiv Gupta(DIN:00022964) Chairman & Managing Director & CEO who in terms of Clause 60(e) of Articles of Association, retire by rotation and being eligible, offers himself for re-appointment.



(iii) Voted in favour of the Resolution:

	Number of Members voted	Number of votes cast by them	% of total number of valid votes cast in favour
Remote E-voting	262	21513786	100.00%
Voting through electronic voting system during the Annual General meeting	13	384	0.00%
Total	275	21514170	100.00%

(ii) Voted against the Resolution:

	Number of Members voted	Number of votes cast by them	% of total number of valid votes cast in favour
Remote E-voting	4	284	0.00%
Voting through electronic voting system during the Annual General Meeting			
Total	4	284	0.00%

(iv) invalid Votes:

Number of members whose votes are declared invalid	Number of invalid votes cast by them
0	0

On the basis of consolidated report of the Scrutinizer and on remote e-voting and e-voting, the resolution was passed with requisite majority.

(Ordinary Resolution)

Resolution No.3

To authorize the Board to fix the remuneration of Statutory Auditors, in terms of provisions of Section 142 of the Companies Act,2013 for the financial year ending March 31,2026.



(i) Voted in favour of the Resolution:

	Number of Members voted	Number of votes cast by them	% of total number of valid votes cast in favour
Remote E-voting	263	26057516	100.00%
Voting through electronic voting system during the Annual General meeting	13	384	0.00%
Total	276	26057900	100.00%

(ii) Voted against the resolution:

	Number of Members voted	Number of votes cast by them	% of total number of valid votes cast in favour
Remote E-voting	4	284	0.00%
Voting through electronic voting system during the Annual General Meeting	0	0	0%
Total	4	284	0.00%

(iii) Invalid Votes:

Number of members whose votes are declared invalid	Number of invalid votes cast by them
0	0

On the basis of consolidated report of the Scrutinizer and on remote e-voting and e-voting, the resolution was passed with requisite majority.

SPECIAL BUSINESS

Ordinary Resolution

Resolution No.4

To approve the Related Party Transaction including Material Related Party Transaction(s) to be entered into with Ram Prakash & Co Pvt Ltd

“RESOLVED THAT pursuant to the provisions of Section 188 of the Companies Act, 2013 (“Act”) and other applicable provisions, if any, read with Rule 15 of the Companies (Meetings of Board and its Powers) Rules, 2014, as amended till date and also Regulation 23(4) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”) as amended and the Company’s policy on Related Party transaction(s), approval of the Shareholders be and is hereby accorded to the Board of Directors of the Company



to enter /continue to enter into contracts/arrangements/transactions with M/s Ram Prakash & Co Pvt Ltd a related party within the meaning of Section 2(76) of the Act and Regulation 2(1)(zb) of the Listing Regulations, for an amount not exceeding Rs.90 Crores for the period ending September 30,2027, which were/are in the ordinary course of business and at arms length basis with respect to entering into the repetitive transaction of giving or taking of any loans, inter corporate deposits, advances or investments on such terms & conditions as the Board of Directors may deem fit, notwithstanding the fact that such transactions either taken individually or together with previous transactions for the period ending September 30,2027 may exceed 10% of the annual consolidated turnover of the company as per the last financial statement or such other materiality threshold as may be specified under applicable laws/regulations from time to time”.

“RESOLVED FURTHER THAT the Board of Directors(including its Committee thereof) be and are hereby severally authorized to do all such acts, deeds, matters and things, to finalise the terms & conditions of the transactions with the aforesaid party and to authorize any person to execute all such documents, instruments and writings as may be considered necessary, relevant, usual, customary, proper and/or expedient for giving effect to this resolution”.

“RESOLVED FURTHER THAT the Board of Directors be and are hereby authorized to delegate all or any of the powers conferred on it by or under this resolution to any Committee of Directors of the Company and to do all acts and take such steps as may be considered necessary or expedient to give effect to the aforesaid resolution”.

(i) Voted in favour of the Resolution:

	Number of Members voted	Number of votes cast by them	% of total number of valid votes cast in favour
Remote E-voting	252	1571129	99.96%
Voting through electronic voting system during the Annual General meeting	13	384	0.02 %
Total	265	1571513	99.98%

(ii) Voted against the Resolution:

	Number of Members voted	Number of votes cast by them	% of total number of valid votes cast in favour
Remote E-voting	4	284	0.02%
Voting through electronic voting system during the Annual General Meeting	0	0	0.00%
Total	4	284	0.02%



(iii) Invalid Votes:

Number of members whose votes are declared invalid	Number of invalid votes cast by them
0	0

On the basis of consolidated report of the Scrutinizer and on remote e-voting and e-voting, the resolution was passed with requisite majority.

Resolution No.5

**To approve the Related Party Transaction including material related party transaction, if any, to be entered into between the company and M/s India Lease Development Limited
(Ordinary Resolution)**

“RESOLVED THAT pursuant to the provisions of Section 188 of the Companies Act, 2013 (“Act”) and other applicable provisions, if any, read with Rule 15 of the Companies (Meetings of Board and its Powers) Rules, 2014, as amended till date and also Regulation 23(4) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”) as amended and the Company’s policy on Related Party transaction(s), approval of the Shareholders be and is hereby accorded to the Board of Directors of the Company to enter /continue to enter into contracts/arrangements/transactions with M/s India Lease Development Limited a related party within the meaning of Section 2(76) of the Act and Regulation 2(1)(zb) of the Listing Regulations, for an amount not exceeding Rs.20 Crores for the period ending September 30,2027, which are to be in the ordinary course of business and at arms length basis with respect to entering into the repetitive transaction of giving or taking of any loans, inter corporate deposits, advances or investments on such terms & conditions as the Board of Directors may deem fit, notwithstanding the fact that such transactions either taken individually or together with previous transactions for the period ending September 30,2027, may exceed 10% of the annual consolidated turnover of the company as per the last financial statement or such other materiality threshold as may be specified under applicable laws/regulations from time to time”.

“RESOLVED FURTHER THAT the Board of Directors(including its Committee thereof) be and are hereby severally authorized to do all such acts, deeds, matters and things, to finalise the terms & conditions of the transactions with the aforesaid party and to authorize any person to execute all such documents, instruments and writings as may be considered necessary, relevant, usual, customary, proper and/or expedient for giving effect to this resolution”.

“RESOLVED FURTHER THAT the Board of Directors be and are hereby authorized to delegate all or any of the powers conferred on it by or under this resolution to any Committee of Directors of the Company and to do all acts and take such steps as may be considered necessary or expedient to give effect to the aforesaid resolution”.



(i) Voted in favour of the Resolution:

	Number of Members voted	Number of votes cast by them	% of total number of valid votes cast in favour
Remote E-voting	252	1571129	99.96%
Voting through electronic voting system during the Annual General meeting	13	384	0.02%
Total	265	1571513	99.98 %

(ii) Voted against the Resolution:

	Number of Members voted	Number of votes cast by them	% of total number of valid votes cast in favour
Remote E-voting	4	284	0.02%
Voting through electronic voting system during the Annual General Meeting	0	0	0.00%
Total	4	284	0.02%

(ii) Invalid Votes:

Number of members whose votes are declared invalid	Number of invalid votes cast by them
0	0

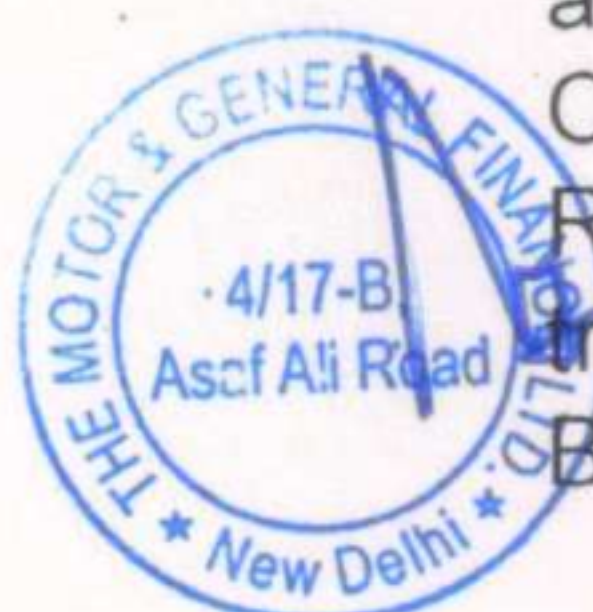
On the basis of consolidated report of the Scrutinizer and on remote e-voting and e-voting, the resolution was passed with requisite majority.

Resolution No.6

To approve the Related Party Transaction including material related party transaction, if any, to be entered into between the company and M/s Bahubali Services Private Limited

(Ordinary Resolution)

"RESOLVED THAT pursuant to the provisions of Section 188 of the Companies Act, 2013 ("Act") and other applicable provisions, if any, read with Rule 15 of the Companies (Meetings of Board and its Powers) Rules, 2014, as amended till date and also Regulation 23(4) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") as amended and the Company's policy on Related Party transaction(s), approval of the Shareholders be and is hereby accorded to the Board of Directors of the Company to enter /continue to enter into



contracts/arrangements/transactions with M/s Bahubali Services Private Ltd a related party within the meaning of Section 2(76) of the Act and Regulation 2(1)(zb) of the Listing Regulations, for an amount not exceeding Rs.20 Crores for the period ending September 30,2027, which are to be in the ordinary course of business and at arms length basis with respect to entering into the repetitive transaction of giving or taking of any loans, inter corporate deposits, advances or investments on such terms & conditions as the Board of Directors may deem fit, notwithstanding the fact that such transactions either taken individually or together with previous transactions for the period ending September 30,2027, may exceed 10% of the annual consolidated turnover of the company as per the last financial statement or such other materiality threshold as may be specified under applicable laws/regulations from time to time”.

“RESOLVED FURTHER THAT the Board of Directors(including its Committee thereof) be and are hereby severally authorized to do all such acts, deeds, matters and things, to finalise the terms & conditions of the transactions with the aforesaid party and to authorize any person to execute all such documents, instruments and writings as may be considered necessary, relevant, usual, customary, proper and/or expedient for giving effect to this resolution”.

“RESOLVED FURTHER THAT the Board of Directors be and are hereby authorized to delegate all or any of the powers conferred on it by or under this resolution to any Committee of Directors of the Company and to do all acts and take such steps as may be considered necessary or expedient to give effect to the aforesaid resolution”.

(i) Voted in favour of the Resolution:

	Number of Members voted	Number of votes cast by them	% of total number of valid votes cast in favour
Remote E-voting	252	1571129	99.96%
Voting through electronic voting system during the Annual General meeting	13	384	0.02 %
Total	265	1571513	99.98%

(ii) Voted against the Resolution:

	Number of Members voted	Number of votes cast by them	% of total number of valid votes cast in favour
Remote E-voting	4	284	0.02%
Voting through electronic voting system during the Annual General Meeting	0	0	0%
Total	4	284	0.02%



(ii) Invalid Votes:

Number of members whose votes are declared invalid	Number of invalid votes cast by them
0	0

On the basis of consolidated report of the Scrutinizer and on remote e-voting and e-voting, the resolution was passed with requisite majority.

Resolution No.7

**Company's contribution to bonafide and charitable funds etc,
(Special Resolution)**

"RESOLVED THAT pursuant to the provisions of Section 181 and other applicable provisions, if any, of the Companies Act, 2013, the Board of Directors of the company be and is hereby authorized to contribute and/or donate, from time to time in any financial year, to any bonafide charitable and other funds, any amount the aggregate of which, may exceed five percent of its average net profits for the three immediately preceding financial years, subject to a limit of Rs. 3 Crores (Rupees Three Crores only) in any one financial year".

(i) Voted in favour of the Resolution:

	Number of Members voted	Number of votes cast by them	% of total number of valid votes cast in favour
Remote E-voting	263	26057516	100.00%
Voting through electronic voting system during the Annual General meeting	13	384	0.00%
Total	276	26057900	100.00%

(ii) Voted against the Resolution:

	Number of Members voted	Number of votes cast by them	% of total number of valid votes cast in favour
Remote E-voting	4	284	0.00%
Voting through electronic voting system during the Annual General Meeting	0	0	0
Total	4	284	0.00%

(ii) Invalid Votes:

Number of members whose votes are declared invalid	Number of invalid votes cast by them
0	0



On the basis of consolidated report of the Scrutinizer and on remote e-voting and e-voting, the resolution was passed with requisite majority.

The Chairperson concluded his speech by placing on record his appreciation to all the shareholders, customers, Depository(CDSL) and regulatory authorities for their continued support and for having reposed their confidence in the company and also to the employees of the company for their hard work and dedication.

The Chairman on the basis of Scrutinizer's Report, signed the minutes of AGM and declared the results that all the above resolutions (Ordinary & Special) as given in the Notice were passed with requisite majority.

The Chairperson further informed that the combined results of entire e-voting process(remote e-voting and e-voting during the AGM) would be displayed on the website of the company and the Stock Exchanges i.e. (BSE/NSE).

VOTE OF THANKS

There being no other business, the meeting ended with a vote of thanks to the Chair.



A handwritten signature in blue ink, consisting of a stylized 'A' followed by some cursive letters.

CHAIRMAN OF THE MEETING

Date of Entry: Monday, September 28, 2026

Date of Sign: Tuesday, September 29,,2026

Place : New Delhi