

**Date: 04/01/2024**

To,  
The Department of Corporate Services  
BSE Limited  
Phiroze Jeejeebhoy Towers,  
Dalal Street,  
Mumbai- 400 001

Dear Sir(s),

**Sub: Proceedings of Extra Ordinary General Meeting ("EOGM") of Members of the Company held January 4, 2024**

Dear Sir/ Madam,

This is to inform you that the EOGM of the members of the Company was held today i.e., January 4, 2024.

Pursuant to the provisions of Regulation 51(2) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, read with clause (23) of Para A of Part B of Schedule III of the said Regulations, we are enclosing herewith the proceedings of the EOGM.

Kindly take the same on record.

Thanking you.  
Yours faithfully,

**For Manba Finance Limited**

Jay Khushal Mota 

**Jay K Mota**  
**Director and Chief Financial Officer**  
**DIN: 03105256**

**Manba Finance Ltd.**

**Registered Office:** 324, Runwal Heights, Opp. Nirmal Lifestyle, L.B.S. Marg, Mulund (West), Mumbai 400080.  
India.

+ 91 22 62346666 | [info@manbafinance.com](mailto:info@manbafinance.com) | [www.manbafinance.com](http://www.manbafinance.com)

**CIN U65923MH1996PLC099938**

**Proceedings of Extra Ordinary General Meeting of the Members of Manba Finance Limited held on January 4, 2024 at IST 03.00 P.M.**

The EGM of the Members of Manba Finance Limited was held on Thursday, January 4, 2024 at 03.00 p.m.

Mr. Manish Shah chaired the meeting pursuant to the articles of association of the Company.

The following directors, key managerial personnel and senior managerial personnel were present and attended the meeting:

- Mr. Manish Shah – Managing Director and Chairman
- Mr. Monil Shah - Director
- Mrs. Nikita Shah - Director
- Mr. Kirit Shah - Director
- Mr. Jay Mota - Director
- Mr. Anshu Shrivastava – Independent Director
- Ms. Neelam Tater – Independent Director

Total 9 members attended the meeting and the quorum requirement pursuant to section 103 of the Companies Act, 2013 were met, accordingly the Chairman called the meeting in order and welcomed the Members to the EOGM of the Company.

The Chairman commenced the meeting and with the consent of members the notice along with explanatory statement was considered as read. He informed that requisite documents were available for inspection in both electronic mode & at registered office (physical mode) of the Company.

The following items of special business were considered during the EOGM and approved by the Members unanimously:

**Special Resolution:**

**1. Increase in Authorised Capital and subsequent modification in the MOA of the Company**

The members of the company have approved increase of Authorized Capital from 50,00,00,000/- (Rupees Fifty Crores s only) divided into 4,99,00,000 (Four Crores Ninety-Nine Lakhs) Equity Shares of 10/- (Rupees Ten) each and 1,00,000 (One Lakh) Preference Shares of

Rs. 10/- each to 55,00,00,000/- (Rupees Fifty Five Crores only) divided into 5,49,00,000 (Four Crores Ninety-Nine Lakhs) Equity Shares of 10/- (Rupees Ten) each and 1,00,000 (One Lakh) Preference Shares of Rs. 10/- each and subsequent modification in the Memorandum of Association of the Company to reflect the aforesaid change in authorized share capital.

## **2. Approve Adoption of new set of Articles of Association of the Company.**

The members of the company have approved adoption of new set of Articles of Association of the Company in order to make the Articles of Association of the Company compliant with the amended relevant sections/ provisions under the Companies Act, 2013 and rules made thereof.

## **3. Approve Alteration of Memorandum of Association of the Company.**

The members of the company have approved Alteration of new set of Memorandum of Association of the Company adapting new authorised capital clause.

## **4. Approve Re-Appointment of Mr. Manish Shah as Managing Director**

The members of the company have approved Re-appointment of Mr. Manish Shah as Managing Director of the Company.

## **5. Fixing remuneration of Independent Directors**

The members of the company have approved Fixing the Payment of Sitting Fees of Independent Directors of the Company to Rupees Five Thousand (INR 5,000/-) per Independent Director per meeting with an upper limit of Rupees One Lakh (INR 1,00,000/-) for all the meetings attended by per Independent Directors during the year.

## **6. Fixing remuneration of Executive Directors**

The members of the company have approved the remuneration for the Executive Directors.

## **7. Increase borrowing powers of the board**

The members of the company have approved to increase borrowing powers of the Board in terms of Section 180(1)(c) of the Companies Act, 2013 the same is in the ordinary course of business.

## **8. Increase in Loan and Investment Limits**

The members of the company have approved to increase of Loan and Investment Limits of the Board in terms of Section 186 of the Companies Act, 2013 the same is in the ordinary

course of business.

### 9. Initial Public Offering of the securities of the Company.

The members of the company have approved Initial Public Offering (IPO) of the securities of the Company as the Company is planning to get Listed on the Stock Exchange(s).

### 10. Approve issue of Bonus Shares in the Ratio - 2:1

The members of the company have approved the issuance of Bonus Shares to the existing shareholders of the Company in the ratio of 2:1.

### Ordinary Resolution:

### 11. Approve Regularisation of Independent Director : Neelam Tater

The members of the company have approved regularization of Neelam Tater, Independent Director who was appointed as Additional Director on the Board, as a Director of the Company.

### 12. Approve Re-Designation of Executive Directors

The members of the company have approved the Re-Designation of the Executive Directors of the Company.

Thereafter, the Chairman requested the Members, to ask their queries, if any on the proposals considered. No queries were raised by the Members.

All the aforesaid resolutions were duly approved and passed by the Members unanimously and the meeting was concluded at 7.00 p.m. (IST). The Chairman thanked the Members for active participation and declared the meeting as concluded.

### For Manba Finance Limited

Jay Khushal  
Mota



Digitally signed by Jay Khushal Mota  
DN: cn=Jay Khushal Mota, o=MANBA FINANCE, ou=MANBA FINANCE, email=jay.khushal@manbafinance.com, c=IN  
Date: 2023.04.19.16:42:45+05'30'

**Jay K Mota**  
**Director and Chief Financial Officer**  
**DIN: 03105256**

Manba Finance Ltd.

**Registered Office:** 324, Runwal Heights, Opp. Nirmal Lifestyle, L.B.S. Marg, Mulund (West), Mumbai 400080.  
India.

+ 91 22 62346666 | [info@manbafinance.com](mailto:info@manbafinance.com) | [www.manbafinance.com](http://www.manbafinance.com)

CIN U65923MH1996PLC099938