

TRANSCRIPT OF THE EXTRA-ORDINARY GENERAL MEETING OF SHARE INDIA SECURITIES LIMITED

DATED: JUNE 05, 2024 AT 4:30 P.M.

Mr. Mukesh Chauhan- Senior Manager, CDSL

You are live now, we can start the proceedings Sir.

Mr. Vikas Aggarwal – Company Secretary and Compliance Officer

I request the team to please confirm the number of members who have joined this meeting for the purpose of quorum.

Ms. Suchita Kabra – Assistant Manager, Compliance

Sir, 35 members are present in the meeting.

Mr. Vikas Aggarwal – Company Secretary and Compliance Officer

Ok, so the quorum is present. I request our Chairman to please proceed as requisite quorum is present.

Mr. Parveen Gupta – Chairman & Managing Director

Good evening, ladies and gentlemen.

I, Parveen Gupta, Chairman and Managing Director of the Company, welcome you to the Extra-Ordinary General Meeting of the members of Share India Securities Limited. I would like to take this opportunity to express my sincere gratitude to all the members for their support and reposing confidence in the Company. Now I would request Mr. Vikas Aggarwal, Company Secretary and Compliance Officer, to proceed further.

Mr. Vikas Aggarwal – Company Secretary and Compliance Officer

Thank you, Sir.

Good evening everyone. On behalf of the Company, I welcome you all to the EGM of Share India Securities Limited.

Please note that the members who have joined this meeting are by default placed on mute by host to avoid any disturbance arising from the background noise and to ensure smooth conduct of the meeting.

Now, I would introduce Directors of your Company who are present with us through video conferencing:

1. Mr. Parveen Gupta, Chairman and Managing Director;
2. Mr. Kamlesh Vadilal Shah, Managing Director and Chairperson of Risk Management Committee;
3. Mr. Sachin Gupta, CEO and Whole-time Director and Chairperson of Corporate Social Responsibility Committee and Finance Committee;
4. Mr. Vijay Girdharlal Vora, Whole-time Director;

5. Mr. Suresh Kumar Arora, Whole-time Director;
6. Mr. Rajesh Gupta, Non-Executive Non-Independent Director;
7. Mr. Shanti Kumar Jain, Independent Director;
8. Dr. Gopalapillai Prasanna Kumar, Independent Director;
9. Dr. Ananta Singh Raghuvanshi, Independent Director and Chairperson of Nomination and Remuneration Committee;
10. Mr. Rajendran Chinna Veerappan, Independent Director; and
11. Mr. Subhash Chander Kalia, Independent Director and Chairperson Stakeholder Relationship Committee.

Mrs. Saroj Gupta, Non-Executive Non-Independent Director, and Mr. Piyush Mahesh Khandelwal and Mr. Yogesh Lohiya, Independent Directors of the Company, could not attend this meeting due to their respective preoccupation and the same had been communicated to the Company well in advance.

I take this opportunity to acknowledge their valuable contribution to the Company.

Mr. Sudarshan Kumar of SVP & Associates, Chartered Accountants, the Statutory Auditors of the Company, Mr. Abhishek Gupta of Abhishek Gupta and Associates, Company Secretaries, the Secretarial Auditor of the Company, Mr. Naveen Kumar of M/s. N Kumar and Associates, Scrutinizer appointed to scrutinize the e-voting process and Mr. Mukesh Kumar of Bigshare Services Private Limited, the Registrar and Transfer Agent of the Company, are also present in the meeting through video conferencing.

Apart from that, Mr. Ankur Jain, Senior Manager (Compliance) and Ms. Swati Sharma, Deputy Manager (Compliance), are also present in the meeting through video conferencing.

Members may please note that this EGM is being held through video conferencing in accordance with the provisions of the Companies Act, 2013, circulars issued by the Ministry of Corporate Affairs and SEBI and Secretarial Standard on General Meetings as issued by Institute of Company Secretaries of India.

Facility for joining this meeting has been made available through video conferencing for the members through the platform provided by CDSL.

Since this EGM is being held through video conferencing pursuant to the applicable circulars of MCA and SEBI, physical attendance of the members is dispensed with and accordingly, the facility for appointment of proxies is not available for this meeting.

The notice of the EGM has been sent through electronic mode to members whose email addresses were registered with the Depository Participants as on May 10, 2024.

The Company has not received any queries from the members. The Company has also not received any requests of speaker shareholder in the timeframe as provided in the notice of the EGM.

The copy of the Memorandum of Association with proposed amendment as required to be kept at the EGM is available electronically and will remain open for inspection by the members during the course of this meeting.

With the permission of the members, I am now taking the notice of the EGM, having already been circulated to all the members, as read.

As per the provisions of the Companies Act, 2013 and SEBI (LODR) Regulations, 2015, your Company had provided the facility of remote e-voting to the members to enable them to cast their votes electronically as per the timelines mentioned in the EGM notice. The remote e-voting started from June 02, 2024 at 09:00 a.m. and ended on June 04, 2024 at 05:00 p.m.

Further, in compliance of rules on e-voting as framed under the Companies Act, 2013 and the circulars of MCA, the voting at EGM will also be conducted by same e-voting system of CDSL, which was used during remote e-voting. The members who have not yet cast their votes during remote e-voting process and otherwise not barred from doing so, are requested to vote through e-voting system during this EGM. In accordance with the Section 108 of the Companies Act, 2013 and rules made thereunder, the e-voting facility is available during this EGM and the vote tab on the screen is activated to enable such members to cast their votes. They can vote by clicking on the vote tab. Members may please note that there will be no voting by show of hands. The e-voting facility will be disabled after the conclusion of the meeting.

The Scrutinizer shall, after the conclusion of voting at the EGM, unblock the votes cast through remote e-voting and e-voting at the EGM and submit his report by Friday, June 07, 2024 to the Chairman or a person authorized by him in writing, who shall declare the results of the e-voting forthwith. The results declared along with the report of Scrutinizer shall be placed on the website of the Company, i.e., www.shareindia.com, notice boards of the Company at its Registered office as well as Corporate office and on the website of CDSL. The results shall also be immediately forwarded to BSE Limited and National Stock Exchange of India Limited.

With this, I now request Shri Kamlesh Shah, our M.D, to kindly address the members and take the meeting forward.

Thank you.

Mr. Kamlesh Vadilal Shah – Managing Director

Thank you, Vikas Ji.

A Good Evening to everyone.

Dear members, today this EGM is called and we are here to discuss two specific agenda for your approval.

The first agenda is sub-division of every one equity shares of the face value of Rs. 10/- each into five equity shares of the face value of Rs. 2/- each.

The second agenda is that with effect of sub-division/split, the Memorandum of Association of the Company be altered. So we need approval of members of the Company to alter the clause V of the Memorandum of Association.

These agendas are approved by Board of Directors at their meeting dated May 09, 2024 and are presented here for your approval.

Also, I would like to clarify for the members that the outstanding warrants will not be subject to split. However, each warrant will be eligible to receive five shares of face value of Rs. 2/- each at the time of conversion by payment of balance Rs. 525/- per warrant. This right can be exercised any time before the deadline on September 23, 2024.

Your Company has achieved multifold growth within a short span of five years. The Company has transformed as a fintech financial service company. Record breaking profit in the history of the Company, successfully completing the Right Issue of more than Rs. 800/- crore, launching new products and performance of subsidiaries are all adding up to the growth milestone of your Company.

In line with the growth story of your Company, the share price of your Company is trading currently around Rs. 1500/- per share. So, the Board consider that this is an appropriate time to come up with stock split to lower the minimum investment price per share, thereby facilitating an environment where it is easier to invest in your Company and expanding investor base across a wide range of generations who have confidence in the growth of the Company. This step will also enhance liquidity of the shares and will provide required flexibility to the investors.

And before I conclude, I would like to highlight that with the current government continuing, there will be stability in the government policies.

We have seen that the participation of retail investors have increased many times during past decade. Your Company is also doing well in penetrating into retail investor base by uTrade Algos and many more products that have been launched with the target of retail investors.

We have business plans in place for next three years to capture the opportunities that would be available for the financial market.

With this, now I hand over the proceedings to Mr. Vikas Aggrawal, Company Secretary, for taking you through the further proceedings of the meeting.

Thank you very much.

Mr. Vikas Aggrawal – Company Secretary and Compliance Officer

Thank you, Sir.

There being no other business to transact. I thank the members present and conclude this meeting.

Thank you very much everyone for having time to attend this meeting.

Thank you again.