



LAXMI INDIA FINLEASECAP PRIVATE LIMITED

Ref No.: LIFC/BSE/2021-22/74

Date: February 12, 2022

To,
The Manager
Department of Corporate Services,
BSE Limited, 25th Floor,
P J Towers, Dalal Street,
Fort, Mumbai – 400 001 (Maharashtra)

ISIN: INE06WU07015

Scrip Code: 959758

ISIN: INE06WU07023

Scrip Code: 960008

ISIN: INE06WU07031

Scrip Code: 960276

Sub.: Pursuant regulation of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements Regulations, 2015.

Dear Sir/Ma'am,

This is to inform you that pursuant to the provisions of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, Please find the enclosed Notice of Extra Ordinary General Meeting going to be held on February 17, 2022.

We request you to kindly take on record the aforesaid information.

Thanking You,

For Laxmi India Finleasecap Private Limited



Gajendra Singh Shekhawat
Company Secretary & Compliance Officer
M. No.: A47095



Registered & Corporate Office: 2, DFL, Gopinath Marg, M. I. Road, Jaipur-302 001, Rajasthan India



0141-4031166, 4033635



info@lifc.in



www.lifc.co.in



CIN: U65929RJ1996PTC073074



Laxmi India Finleasecap Private Limited

CIN: U65929RJ1996PTC073074

Registered office: 2, DFL, Gopinath Marg M.I. Road, Jaipur-302001, Rajasthan

Tel. No.: 0141-4031166 • Website: www.lifc.co.in • Email Id: info@lifc.in

NOTICE OF EXTRA ORDINARY GENERAL MEETING

NOTICE is hereby given that the **Extra Ordinary General Meeting** of the members of the **Laxmi India Finleasecap Private Limited** will be held at the registered office of the company situated at **2, DFL Gopinath Marg, M.I. Road, Jaipur-302001, Rajasthan** on **February 17, 2022 at 11.00 A.M.** to transact the following business:

Special Business:

1. TO AUTHORISE BORROWINGS BY WAY OF ISSUANCE OF NON-CONVERTIBLE DEBENTURES ON PRIVATE PLACEMENT BASIS

To consider and thought fit, to pass with or without modification(s), the following resolution as a Special Resolution:

“RESOLVED THAT pursuant to the provisions of Section 42, Section 71 and all other applicable provisions, if any, of the Companies Act, 2013 (“the Act”) read with relevant rules made thereunder and other applicable provisions of the Act and subject to all applicable laws, regulations, directions, guidelines, circulars and notifications including but not limited to the Reserve Bank of India ("RBI"), the Securities and Exchange Board of India ("SEBI"), including the Securities Contracts (Regulation) Act, 1956, SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and SEBI (Issue and Listing of Non-Convertible Securities) Regulations, 2021, the Listing Agreement entered into with the Stock Exchange, where the securities of the Company may be listed (including any statutory modifications, clarifications, exemptions thereto or re-enactments thereof, for the time being in force), and subject to approvals, consents, sanctions, permissions as may be required from any appropriate statutory and regulatory authorities, and subject to such approvals, consents, permissions and sanctions as may be required from any of the aforesaid regulatory authorities, the consent of the members be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as the “Board”, which term shall be deemed to include any Committee of the Board constituted to exercise its powers, including the powers conferred by this Resolution) to borrow from time to time by making offer(s) or invitation(s) or issuance of securities whether secured/unsecured, listed/ unlisted, with or without green shoe option, redeemable, non-convertible debentures (“NCDs”) on private placement basis in one or more tranches, an amount not exceeding **INR 100,00,00,000/- (Indian Rupees One Hundred Crores Only)** during a period of one year from the date of passing of this Resolution for raising debt for the general corporate purposes of the Company and for meeting/fulfilling the funding requirements for expanding the growth of the loan portfolio of the Company and for such other purposes as may be agreed, on such terms and conditions, as may be decided by the Board, to such person(s), including but not limited to one or more company(ies), bodies corporate, statutory corporations, commercial banks, lending agencies, financial institutions, insurance companies, mutual funds, pension/provident funds and individuals, as the case may be, or such other person(s) as the Board may in its absolute discretion decide and on such terms and conditions as the Board may, from time to time determine and consider proper and most beneficial to the Company including, without limitation, as to when the said debentures are to be issued, the face value of debentures to be issued, the consideration for the issue, mode of payment, coupon rate, redemption period, utilization of the issue proceeds and all matters connected therewith or incidental thereto.

RESOLVED FURTHER THAT the Board be and is hereby authorised to do all such acts, deeds and things and give such directions as may be deemed necessary or expedient to give effect to the above Resolution and for matters connected therewith or incidental thereto.”

**By Order of the Board of Directors
For Laxmi India Finleasecap Private Limited**

**Sd/-
Gajendra Singh Shekhawat
Company Secretary and Compliance Officer**

DATE: February 12, 2022

PLACE: Jaipur

NOTES:

1. A member entitled to attend and vote at the Extra Ordinary General Meeting (the “Meeting”) is entitled to appoint a proxy to attend and vote on a poll instead of himself and the proxy need not be a member of the Company. A proxy may be sent by submitting form no. MGT-11 enclosed and in order to be effective, it must reach the registered office of the Company not less than forty-eight hours before the commencement of the Meeting.
2. A member holding more than 10% of the total share capital of the company carrying voting rights may appoint a single person as proxy and such person shall not act as proxy for any other person or shareholder.
3. A person can act as proxy for maximum 50 members and aggregate holding of such members shall not be more than 10% of total share capital of the Company carrying voting rights.
4. An Explanatory Statement pursuant to Section 102(1) of the Companies Act, 2013, which sets out details relating to Special Business at the Meeting is annexed hereto and forms part of Notice.
5. The Notice is being sent to all the Members, whose names appear in the Register of Members as on February 04, 2022.
6. Body corporate can be represented at the meeting by such person(s) as are authorised. The scan copy/physical copy of relevant Board Resolution/ Authority letter etc. as required under section 113 of the Companies Act, 2013, authorizing such person(s) to attend the meeting should be sent to the Company Secretary at cs@lifc.in, prior to the meeting or can be submitted at the time of meeting.
7. Relevant documents referred to in the accompanying Notice and the Statement are open for inspection by the members at the registered office of the Company on all working days, during business hours up to the date of the Meeting.
8. The Register of Directors and Key Managerial Personnel (KMP) and their shareholding and Register of Contracts or Arrangements in which directors are interested, maintained under section 170 and 189 of the Companies Act, 2013 respectively will be available for inspection by the members during the EGM.
9. In case of joint holders attending the meeting, only such joint holder who is higher in the order of names will be entitled to vote at the meeting.
10. Members holding shares in single name and physical form are advised to make nomination in respect of their shareholding in the Company. The nomination form can be obtained from the Company’s registered office.
11. The Company has taken all the preventive/precautionary measures while making arrangement for this general meeting to ensure the safety of all its shareholders, employees and other stakeholders participating in the general meeting in accordance with the guidelines on preventive measures to contain spread of covid-19 issued by Ministry of Health and Family Welfare, Government of India.
12. Kindly note the following precautions to be undertaken while attending the EGM in person due to the outbreak of pandemic covid-19:
 - a. Members are requested to wear mask at the entry and at all time during the meeting;

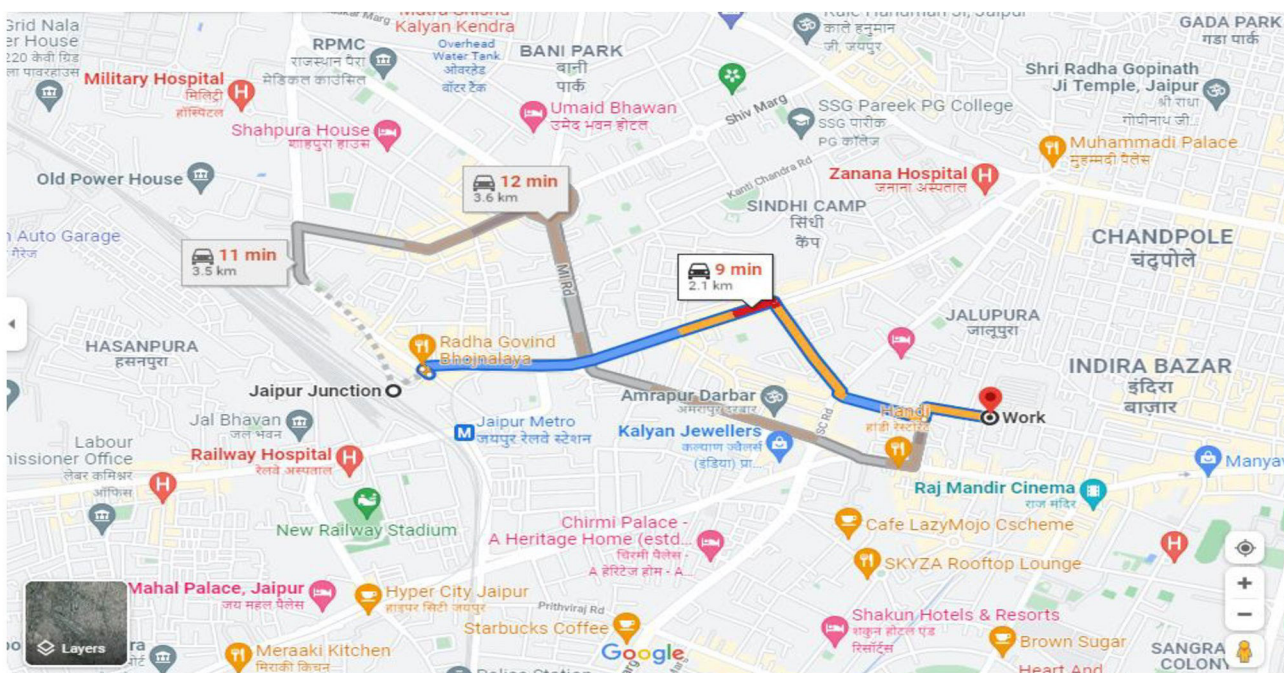
- b. Members are requested to follow the disinfectant process and make themselves subject to temperature check available at the venue of the meeting before entering into the office premises and to sanitize their hands frequently throughout the meeting;
- c. Members are requested to maintain physical distance of at least 6 feet (about 2 arm's length);
- d. Members are requested to cover their mouth and nose with a disposable tissue while coughing or sneezing and use the nearest waste receptacle to dispose of the tissue after use.

Note: Any member displaying symptoms of illness or being part of a risk group is specifically requested not to attend the EGM.

13. The complete particulars of the venue of the meeting including route map and prominent land mark for easy location are as given under:

Venue of the meeting: 2, DFL Gopinath Marg M.I. Road Jaipur Rajasthan 302001

Route Map: The Red Balloon Mark indicate the venue of EGM



**By Order of the Board of Director
For Laxmi India Finleaseap Private Limited**

**Sd/-
Gajendra Singh Shekhawat
Company Secretary and Compliance Officer**

DATE: February 12, 2022

PLACE: Jaipur

Explanatory Statement pursuant to Section 102(1) of the Companies Act, 2013

Item No. 1

In terms of Section 42 of the Companies Act, 2013 and Rule 14 of the Companies (Prospectus and Allotment of Securities) Rules, 2014, a Company shall not make a private placement of its securities unless the proposed offer of securities or invitation to subscribe to the securities has been previously approved by the Members of the Company by a Special Resolution. In case of an offer or invitation to subscribe to non-convertible debentures (“NCDs”) on private placement, the Company can obtain previous approval of its shareholders by means of a Special Resolution once a year for all the offers or invitations for such non-convertible debentures during the year.

In order to augment the long-term resources for financing inter alia, and meeting the working capital requirements in the Company for its expansion, for expanding the growth of its loan portfolio and general corporate purposes in the ordinary course of business of the Company, it is the need of an hour to infuse funds in the Company by way of borrowings. Therefore, the Company is desirous to raise funds by way of issuing NCDs.

An enabling resolution as set out at Item No. 1 of the Notice is therefore being sought to be passed, to borrow funds by offer or invitation to subscribe to secured/unsecured, listed/ unlisted, with or without green shoe option, redeemable, non-convertible debentures for an amount not exceeding INR 100,00,00,000/- (Indian Rupees One Hundred Crores Only) in one or more tranches. This resolution would be valid for a period of one year from the date of this Extra-Ordinary General Meeting.

Accordingly, the proposed special resolution as set out in Item No.1 of the Notice is placed for your approval by way of Special Resolution to enable the Board to exercise the aforesaid powers as and when required subject to the limits specified therein.

**By Order of the Board of Director
For Laxmi India Finleasecap Private Limited**

**Sd/-
Gajendra Singh Shekhawat
Company Secretary and Compliance Officer**

DATE: February 12, 2022

PLACE: Jaipur

Statement of Disclosure as required under Rule 14(1) of the Companies (Prospectus and Allotment of Securities) Rules, 2014:

(a)	Particulars of the offer including date of passing of Board Resolution	Secured/Unsecured, Listed/ Unlisted, with or without green shoe option, redeemable, Non-Convertible Debentures (“NCDs”) for an amount not exceeding INR 100,00,00,000/- (Indian Rupees One Hundred Crores Only) in one or more tranches, on a private placement basis at such interest rates and on such terms and conditions as may be determined by the Board of Directors of the Company. Date of passing Board Resolution: February 12, 2022
(b)	Kinds of securities offered and the price at which security is being offered	Secured/Unsecured, Listed/ Unlisted, with or without green shoe option, Redeemable, Non-Convertible Debentures (“NCDs”) at a price as may be determined by the Board of Directors of the Company in accordance with applicable laws.
(c)	Basis or justification for the price (including premium, if any) at which the offer or invitation is being made	Since the issuance would be in one or more tranches, the price would be determined by Board of Directors of the Company in accordance with applicable laws and with prevailing market conditions at the time of issue.
(d)	Name and address of valuer who performed valuation	Not Applicable in case of NCDs
(e)	Amount which the company intends to raise by way of such securities	INR 100,00,00,000/- (Indian Rupees One Hundred Crores Only)
(f)	Material terms of raising such securities,	Since the issuance would be in one or more tranches, the material terms will be determined by Board of Directors of the Company based on the provisions of the Companies Act, 2013, the rules made thereunder and other applicable laws for the time being in force.
	Proposed time schedule	This resolution would be valid for a period of one year from the date of this Extra-Ordinary General Meeting

	Purpose or Objects of the Offer	The proceeds of the issues would be used for (a) deployment in business and growth of asset book by on lending including the expansion of growth of loan portfolio (b) General Corporate purpose for ordinary course of business and for such other purposes related to the business of the Company as the Board/Committee feels appropriate.
	Contribution being made by the promoters or directors either as part of the offer or separately in furtherance of objects	Presently, the company is seeking enabling approval by way of the proposed resolution as set out in item no -1 of the notice calling this meeting. The terms and other conditions including proposed investors shall be determined by the board as and when the company will proceed for same.
	Principle terms of assets charged as securities (in case of issuance of Secured NCDs)	The principal amount of the Secured NCDs issued along with all interest due will be secured by way of charge on assets of the Company in favour of the Debenture Trustee, in such manner as may be mutually decided by the Company and Debenture Trustee.

None of the Directors, Key Managerial Personnel and their relatives, other than to the extent of their shareholding in the Company, if any, are concerned/interested financially or otherwise, in the aforesaid Resolution.

**By Order of the Board of Director
For Laxmi India Finleaseap Private Limited**

**Sd/-
Gajendra Singh Shekhawat
Company Secretary and Compliance Officer**

**DATE: February 12, 2022
PLACE: Jaipur**



Laxmi India Finleaseap Private Limited

CIN: U65929RJ1996PTC073074

Registered office: 2, DFL, Gopinath Marg M.I. Road, Jaipur-302001, Rajasthan

Tel. No.: 0141-4031166 • Website: www.lifc.co.in • Email Id: info@lifc.in

FORM NO. MGT-11

PROXY FORM

[Pursuant to section 105(6) of the Companies Act, 2013 and rule 19(3) of the Companies (Management and Administration) Rules, 2014]

CIN: U65929RJ1996PTC073074

Name of the Company: Laxmi India Finleaseap Private Limited

Registered Office: 2, DFL, Gopinath Marg M.I. Road, Jaipur-302001, Rajasthan

<p>Name of the member (s):</p> <p>Registered address:</p> <p>..... E-mail Id:</p> <p>Folio No/ Client Id:</p> <p>DP ID:</p>
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I/We, being the member (s) of shares of the Laxmi India Finleaseap Private Limited, hereby appoint

<p>1. Name:</p> <p>Address:</p> <p>.....</p> <p>E-mail Id:..... Signature:</p>
--

or failing him

<p>2. Name:</p> <p>Address:</p> <p>.....</p> <p>E-mail Id:..... Signature:</p>
--

or failing him

<p>3. Name:</p> <p>Address:</p> <p>.....</p>
--

E-mail Id:..... Signature:

As my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the Extra-Ordinary General Meeting of the Company, to be held on the **February 17, 2022 at 11.00 A.M.** at the registered office of the Company situated at 2, DFL, Gopinath Marg, M.I. Road, Jaipur-302001, Rajasthan, India and at any adjournment thereof in respect of such resolutions as are indicated below:

Resolution No.

1. TO AUTHORISE BORROWINGS BY WAY OF ISSUANCE OF NON-CONVERTIBLE DEBENTURES ON PRIVATE PLACEMENT BASIS

Signed this..... day of..... 2022

Please
Affix
Revenue
Stamp

Signature of shareholder..... Signature of Proxy holder(s).....

Note:

- 1. This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Meeting.**



Laxmi India Finleasecap Private Limited

CIN: U65929RJ1996PTC073074

Registered office: 2, DFL, Gopinath Marg M.I. Road, Jaipur-302001, Rajasthan

Tel. No.: 0141-4031166 • Website: www.lifc.co.in • Email Id: info@lifc.in

ATTENDANCE SLIP

Name of the Company: Laxmi India Finleasecap Private Limited

Registered Address: 2, DFL, Gopinath Marg M.I. Road, Jaipur-302001, Rajasthan

CIN: U65929RJ1996PTC073074 **Email:** info@lifc.in

Telephone: 0141-4031166 **Website:** www.lifc.co.in

Date: February 17, 2022

Folio No.....DP ID No:..... Client ID
Name of First named Member/Proxy/Authorised Representative.....
Name of Joint Member(s), if any:
No. of Shares held.

I/we certify that I/we am/are member(s)/proxy for the member(s) of the company.

I/we hereby record my/our presence at the Extra Ordinary General Meeting of the Company being held on **February 17, 2022 at 11.00 A.M.** at the Registered Office of the Company at 2, DFL, Gopinath Marg, M.I. Road, Jaipur-302001, Rajasthan.

Signature of First holder/Proxy/Authorised Representative.....

Signature of 1st Joint holder.....

Signature of 2nd Joint holder.....

Note(s): 1. please sign this attendance slip and hand it over at the Attendance Verification Counter at the Meeting Venue.

2. Only shareholders of the company and/or their Proxy will be allowed to attend the Meeting.

