



Transcript of the 39th Annual General Meeting

27th September, 2024

04:05 PM IST to 04:28 PM IST

Board of Directors & Key Managerial Present:

Mr. Mukesh Babu

Chairman & Managing Director,

Mr. Pankaj Majithia

Independent Director, the Chairman of Audit Committee, Stakeholders Relationship Committee and Nomination & Remuneration Committee and

Mr. Bhavesh Doshi

Independent Director

Mr. Subhash Dave

Independent Director

Mr. Mahesh Thakar

Chief Financial Officer

Ms. Nupur Chaturvedi

Company Secretary

Mr. Chaitanya Dalal

Statutory Auditors



Welcome Address: Nupur Chaturvedi

Dear Shareholders,

A very warm good afternoon to each and every one of you.

It gives me immense pleasure to welcome you all to the 39th Annual General Meeting of Mukesh Babu Financial Services Limited.

I trust that you are all safe and in good health.

Please note that this meeting is being conducted via video conferencing, in compliance with the Companies Act, 2013, and the directives from the Ministry of Corporate Affairs and SEBI.

Members can join this meeting through video conferencing on a first-come, first-served basis via Link Intime, our Registrar and Transfer Agent.

We have the requisite quorum present through video conference to conduct the proceedings of the meeting. Participation of members through video conference is being recorded for the purpose of quorum, as per the circular issued by MCA, and Section 103 of the Companies Act, 2013. The quorum being present, I call this meeting to order.

I now request Mr. Mukesh Babu, our chairman to deliver his speech.

Chairman's Speech- Mukesh Babu

Dear shareholders,

A very good afternoon to all present.

I, Mukesh Babu, Chairman & Managing Director of your Company, welcome you to the 39th Annual General Meeting of the Company being held today through Video Conference. I hope to find you all safe, secure and healthy always. First and foremost, I would like to thank you all for the confidence reposed and the support extended to the Company. Your confidence is what drives our growth and success each year.

I would like to begin by expressing our appreciation for Mr. Pankaj Majithia and Mr. Vijay Vora, our Independent Directors, whose second term as Independent Directors with the Company concludes this month and Mr. Manish Shah who has resigned effective from August 20, 2024. On behalf of the entire board and leadership team, I want to sincerely recognize their dedicated efforts. We are truly thankful for the invaluable contributions they have made during their tenure. We wish them all good health and happiness in all their future endeavors.

I will now proceed with introducing the new Independent Directors:



Mr. Chetan Tamboli, Mr. Mayank Soti and Mr. Subhash Dave have been appointed with effect from August 9, 2024 subject to approvals of the members in this meeting. Their brief profiles were included in the notice of the meeting.

The Board believes that their expertise will greatly benefit the Company, and we find it desirable to have them as Independent Directors.

I request the members to join me in extending a warm welcome to them.

Moving ahead with Director introductions, allow me to introduce the Board Members present today: Mr. Pankaj Majithia – Independent Director who is also the Chairman of Audit Committee, Stakeholders Relationship Committee and Nomination & Remuneration Committee; Ms. Meena Babu- Non-Executive Director, Mr. Vijay Vora and Mr. Bhavesh Doshi- Independent Director.

We are also joined by Mr. Chaitanya Dalal, our Statutory Auditor, our CFO, Mr. Mahesh Thakar and Ms. Nupur Chaturvedi, Company Secretary of your Company.

I now request our Company Secretary to continue from here and take us through the Company's performance, regulatory matters and general instructions pertaining to the annual general meeting.

Nupur, over to you.

Company Secretary:

Thank you, Sir. I will proceed from here.

Before discussing our Company's performance, I want to briefly outline the current macroeconomic and industry landscape.

In 2023-24, the Indian economy has shown remarkable robustness amidst global challenges stemming from the war in Ukraine. The International Monetary Fund (IMF) has raised its growth forecast for India, attributing this to stronger-than-expected domestic demand. According to the April 2024 World Economic Outlook Report, the IMF now predicts India's GDP will grow by 7.8% for FY 2023-24, up from the previous forecast of 6.3%.

During the review period, robust macroeconomic fundamentals and a resilient financial system were evident, particularly in the strong balance sheets of non-banking financial companies (NBFCs). The NBFC sector has become a key player in driving financial inclusion and economic growth. Notably, segments like housing finance, microfinance, and consumer finance have contributed to its growth, establishing it as a \$326 billion industry by FY 2023-24.

Now, let me share the key highlights from the last financial year.

Our Company's performance has improved compared to the previous year. For the year under review, Income from Operations rose from ₹10.42 crores to ₹16.79 crores, reflecting a 61.14% increase. Profit after Tax also grew from ₹4.98 crores to ₹5.91 crores, an 18.66% increase.



The Board of Directors recommends a final dividend of ₹1.20 per equity share of ₹10 (12%) for the financial year 2023-24. I urge all shareholders to approve this recommended dividend.

Corporate Social Responsibility (CSR)

Pursuant to Section 135 of the Companies Act, 2013 read with the Companies (Corporate Social Responsibility Policy) Rules, 2014 the CSR provisions were applicable to our Company in the financial year 2023-24, wherein the Company made a contribution towards CSR amounting to ₹ 6,50,000/-. Our CSR initiatives focused on education, healthcare, and eradicating hunger, poverty, and malnutrition, particularly among children, women, the elderly, and the differently-abled.

The register of directors and key managerial personnel, the register of contracts or arrangements, and other documents mentioned in the AGM Notice have been made available electronically for inspection by the members during this AGM. Members seeking to inspect any of these documents can send the request to secretarial@mukeshbabu.com.

As the AGM is being held through video conferencing, the facility for appointment of proxies was not applicable, and hence the proxy register for inspection is not available. The Company has received requests from a few members to register them as speakers at the meeting. Accordingly, the floor will be open for these members to ask questions or express their views. We will facilitate this session once the floor is opened for questions and answers.

Members can also post their views or questions on the “Ask a Question” tab on their video conference screens before 4:30 p.m. IST. It may be noted that the Company reserves the right to limit the number of members asking the questions depending on the availability of time at this AGM.

As the Notice is already circulated to all the members, I take the Notice convening the 39th Annual General Meeting as read.

With the permission of the Members, the Board of Directors’ Report and the Independent Auditors’ Report on the financial statements of the Company for the financial year 2023-24, as circulated are taken as read.

The Auditors’ Report for the Financial Year 2023-24 does not contain any qualifications, observations or comments on financial transactions or matters, which have any adverse effect on the functioning of the Company.

The Members were provided with the facility to exercise their right to vote by electronic means, through remote e-voting and e-voting at the AGM in accordance with the provisions of the Companies Act, 2013 and SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015.

The remote e-voting commenced on Tuesday, September 24, 2024 at 09.00 A.M. and ended on Thursday, September 26, 2024 at 5.00 P.M. The e-voting module was disabled by Link Intime India Pvt. Ltd. (LI IPL) for voting thereafter.



Members who have joined the meeting through VC / OAVM facility and who had not cast their vote through remote e-voting are having the option to vote through e-voting facility available at the AGM. Members can click on the “Vote” tab on the video conference screen to make use of this facility.

Members may please note that there will be no voting by show of hands. Members are requested to refer to the instructions provided in the Notice or appearing on the video conference page for a seamless participation through video conference and for also voting. In case members face any difficulty, they may reach out on the helpline numbers. Members may also kindly note that this AGM is recorded.

The Company has appointed Mr. V. V. Chakradeo of M/s V. V. Chakradeo & Co., Practicing Company Secretary, as the ‘Scrutinizer’ for the purpose of scrutinizing the voting process (remote e-voting as well as e-voting at AGM) in a fair and transparent manner for the resolutions included in the Notice of the AGM.

We now take up the resolutions as set forth in the Notice proposed for member’s consideration and approval. We will open the floor for any questions by members after all the resolutions are tabled.

Ordinary Business

1. Adoption of Audited Financial Statements and Reports of the Directors and the Auditors thereon for the financial year ended March 31, 2024;
2. Declaration of dividend for the Financial Year 2023-24 at the rate of Rs.1.20 per share;
3. Appointment of Director on retirement by rotation - Mr. Mukesh Babu,

Agenda Item 1 to 3 are all Ordinary Resolutions.

Special Business

4. Appointment of Mr. Chetan M. Tamboli as an Independent Director of the Company
5. Appointment of Mr. Mayank Soti as an Independent Director of the Company
6. Appointment of Mr. Subhash Dave as an Independent Director of the Company
7. To approve Material Related Party Transaction(s)
8. To approve Material Related Party Transaction(s) of Mukesh Babu Securities Limited, a subsidiary with certain identified Related Parties of the Company

Agenda Item 4 to 6 are Special Resolution. Agenda no. 7 and 8 are Ordinary Resolutions.

The text of the resolutions, along with explanatory statement, is provided in the Notice circulated to the members. If any member desires to ask any question pertaining to any item in the Notice, he/ she may do so now. Members are requested to keep the questions brief and specific. To avoid repetition, the answers to all the questions will be provided towards the end. Members may also note that the Company reserves the right to limit the number of members asking questions depending on the availability of time.



Before we go live with the Q&A, here are some points to note for your convenience. Kindly unmute yourself and proceed to ask the question when you are projected on the broadcast screen. Please mention your name, folio number and the location from where you are joining.

I request those Shareholders who have registered themselves as Speakers to speak in order of their names being called out. *In case, there is some audio/ video issue at the time of their turn, they shall be given another chance at the end of the order.* The Company shall suitably answer to each of them.

Each shareholder will have two minutes for their questions. Once you have asked your question, you can switch to watch the proceedings. Members may note that this meeting is recorded, please refrain from disclosing any specific personal information.

Moderator now we can start with the speakers.

Moderator (Link Intime):

Yes, Thank you.

Our first speaker for today is Mr. Rajendra Seth. Sir, you are in the panel, you may speak now.

Rajendra sir, you may speak now.

Rajendra Sheth:

Chairman sir, management team, shareholder bhai, Rajendra, thane se bol raha hu. Uttam company ki karigiri rahi hai. Management pe humko pura vishwas hai or managing chairman sir, aapki speech or balance sheet m sab company ka janne ko mila, sab resolution m pura support hai or hardik subhecha hai . Or secretarial team ka bhi bahut acha kaam hai usko bhi mai dhanyawaad de raha hu. Thank you sir.

Chairman:

Thank you Rajendra

Company Secretary:

Thank you sir.

Moderator:

Thank you, sir. Our next speaker for the event is Ms. Lekha Shah. Madam you are in the panel, you may speak now.

Lekha Shah:

Am I audible?



Moderator:

Yes Madam

Lekha Shaha:

Thank you, sir. Respected chairman sir, board of directors and my fellow members good afternoon and regards to everybody to all of you. Myself lekha shah from Mumbai. Chairman Sir, I'm very much thankful to our company secretary Nupur Ma'am for sending the AGM notice time well in time. So I have no questions today. I hope company continue the video conferencing in future.

So, I strongly and wholeheartedly support all their resolutions for today's meeting.

Thank you, so much sir.

Company Secretary:

Thank you, Madam.

Moderator:

Our Next speaker for the event is Mr. Yusuf Rangwala. However, he is currently not available in the panel. Hence, we will move on to our next speaker Ms. Smita Shah. Madam you are in the panel, you may speak now.

Smita Shah:

Aawaz aa rahi hai meri?

Moderator:

Yes Madam.

Smita Shah:

Thank you, sir. Manniya Chairman Sahab or sabhi upastith manniy directors aap sabhi ko mera Smita Shaha ka sadar Pranam. Sir, Pehle to mai aapki CS team ki bahut hi dil se sarhana karte hu. Madam Nupur ji ke liye. Very good, unda good investor service de rahe hai. Hume jo ye link bhej kar jo aapse baat karne ka mauka diya, linkIntime se Sarita ji ka bhi mujhe link aaya, apni CS team bahut hi zimmedar rahi hai, jo linkIntime se bhi hume sahi samey par aapki link mili, baat karne k liye jo mauka diya, to mai puri CS team ka to mai baht bahut dil se aabhar vyaktt karti hu.or unki sarahne karte hue, dhanywad or dynamic cs nupur ji ki liye bahut bahut shubkamnae or sath hi linktime ki sarita ji ko bahut bahut dhanyavad. Or chairman sir aapki lajawab super leadership ki mai bahut sarahana karti hue, aapki puri board leadership team ke sehyog se, aaj company puri mehnat or hard work se aage badhate rahe ho. Bahut hi dhanyawaad Abhinandan deti hu apko . Aap aise hi himmat se aage badhte rahiye. Always hi humara sath sehyog raha hai. Aaj k sabhi resolution m mai fully



support karti hu. Humari always shubhkamnae bhi aapke sath hai. Bas aap yahi good health wealth ke sath sada safalta ki manzil chadte rahe. Mast rahe, swasth rahe, prasann rahe, aage bhadte rahe, yahi meri aapko shubhkamnae hai, ek shareholder behan ki or se. hum asha karte hai next year hum or aap sath rahenge physical agm m , sir chalu rakhiye bharat shah baat karte hai.

Bharat Shah:

Manniy Chairman Shree Mukeshbhai, MD shree or anya manyvar director, Mera Naam Bharat Shah. Mai pehle to ye kehna chahta hu ki aap physical meeting kyu nahi rakhte, abhi to corona jaisa kuch nahi hai. To physical meeting rakhiye to rubaru milne ka mauka mile jaise hum pehle milte the. Ye to photo ki tarah meeting hai, isme maza nahi hai sir. Aap physical meeting rakhiye, jo pehle hum log sath m milte the, bako jo company vyavastith chal rahi hai, mai bahut bahut dhanywaad or Abhinandan deta hu Company secretary Nupur ji Chaturvedi jo or unki puri team ko bhi dhanyabad deta hu, Best Investor service de rahe hai. Humesha shareholder ko respect dete hai to mai puri secretarial team ko dhanywaad deta hu. Balance sheet ki copy bhi hume time par bheji, linkIntime walo ne bhi hume link time par bheji, sdabne bahut mehnat ki to mai puri CS team ko bahut dhanywaad deta hu Or apni company aage bade uski mai Bhagwan Ishwar ko prathna karta hu or sare resolution me mera pura support hai. Or aapk health wealth hamesha achi rahe company hamesha pragati kare. Thank you very much. Jai Hind

Company Secretary:

Thank you, sir. Jai Hind

Chairman:

Thank you.

Moderator,

Thank You sir.

Our Next Speakers for the event Bimal Agrawal, Anil Mehta, Jehangir Batiwala, Kishor Kachalia, Rama Kachalia, Bhanumati Kachalia, Naresh Kachalia are currently not available in the panel hence we can move forward with the proceedings.

Company Secretary:

Ok Madam. As there are no questions, so now, I will hand over to Mr. Chairman. Sir, can you please continue now.

Chairman:

Yes, Thank you, Nupur...



Acknowledgement

On behalf of the Board, I sincerely thank our shareholders for their valuable time in attending the meeting and for the trust they have placed in us. I also thank customers, and all stakeholders for their ongoing support. I also want to acknowledge the dedication and hard work of our employees.

I also express my sincere thanks to RBI, SEBI, CDSL, Bombay Stock Exchange and our Bankers for the support and coordination given to the company regularly. We are committed to striving for sustained growth and prosperity that benefits all our stakeholders.

Request you to note that e-voting will remain open for an additional 15 minutes. I encourage those who have not yet voted to do so within this timeframe.

The Board has appointed Mr. V. V. Chakradeo as Scrutinizer for the e-voting process. I request him to submit his reports. I also authorize Ms. Nupur Chaturvedi, our Company Secretary, to announce the voting results and post them on our website promptly. The resolutions in the Notice will be deemed passed today, subject to receiving the requisite votes.

Please proceed, Nupur.

Company Secretary:

Thank you sir.

We had the requisite members participating in today's 39th Annual General Meeting. Thank you for attending the meeting.

I hereby declare the proceedings of Mukesh Babu Financial Service Limited's 39th Annual General Meeting concluded.

On behalf of the Board of Directors, I thank everyone present here, for taking out time from their busy schedule and attending the Meeting. We will see you at the next AGM.

Stay safe.

Thank you.