VERITAS

September 02, 2022

The Listing Department
BSE Limited
Phiroze Jeejeebhoy Towers, Dalal Street
Mumbai – 400 001

Sub.: Proceedings/Outcome of the Extraordinary General Meeting of the Company pursuant to Regulation 51 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Dear Sir/Madam,

This is to inform you that an Extraordinary General Meeting ("EGM") of Veritas Finance Private Limited ("the Company") was held on Friday, September 02, 2022, at 10:00 A.M. at the registered office of the Company situated at SKCL Central Square-1, C#28-35, First Floor, South Wing, CIPET Road, Thiru Vi Ka Industrial Estate, Guindy, Chennai-600 032.

Please find enclosed herewith the proceedings of the EGM as per Regulation 51 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Kindly take the same on record.

Thanking you,

For Veritas Finance Private Limited

Veritas Finance Private Limited Chennai 600 032 Guindy

V.AD

V. Aruna
Company Secretary and Compliance officer
M. No.: A60078

Veritas Finance Private Limited

SKCL Central Square 1, South Wing, 1st Floor,
Unit # C28-C35, CIPET Road, Thiru-Vi-Ka Industrial Estate,
Guindy, Chennai - 600 032. CIN : U65923TN2015PTC100328

: 044 4615 0011
: www.veritasfin.in
: corporate@veritasfin.in

VERITAS

Summary of the proceedings of the Extraordinary General Meeting (EGM) held on September 02, 2022.

An Extraordinary General Meeting ("EGM") of the members of Veritas Finance Private Limited (the "Company") was held on Friday, September 02, 2022, at 10:00 A.M. at the registered office of the Company situated at SKCL Central Square-1, C#28-35, First Floor, South Wing, CIPET Road, Thiru Vi Ka Industrial Estate, Guindy, Chennai-600 032.

The Company Secretary welcomed the members present, proxies elected by the members, and the representatives of the corporate members to the Meeting. Mr. D. Arulmany, Managing Director and Chief Executive Officer was unanimously elected as the Chairman of the meeting and with the requisite quorum being present, the Chairman called the Meeting to order.

The Registers, as required under the Companies Act, 2013 were made available for inspection at the meeting venue.

The notice convening the meeting having already been circulated to the members was taken as read with the general consent of the members present. The Chairman proceeded to enquire if the members had any queries on the resolutions proposed to be passed as per the EGM notice dated August 11, 2022. There being no queries from members, the Chairman provided a brief rationale to the shareholders through the list of resolutions in the EGM notice dated August 11, 2022, which was placed before them for their approval.

Accordingly, the following special businesses were transacted as under:

1. To consider and approve the alteration to the Articles of Association of the Company:

The Chairman informed that in order to incorporate the terms of the Second amendment to the Shareholders' Agreement dated August 10, 2022, ("**SHA Amendment**"), the existing Articles of Association of the Company ("**Articles**") are required to be altered to reflect the relevant terms and conditions of the SHA Amendment and the altered Articles is required to be adopted in substitution of the existing Articles. He informed that accordingly, the approval of the Members was being sought for alteration of its Articles by passing it as a Special Resolution. Therefore, on the request of the Chairman, the special resolution was proposed and seconded and was put to vote by Chairman. The special resolution was passed unanimously.

2. To undertake the transaction(s) for Securitization/Selling/Transfer/Direct Assignment of its receivables/book debts

The Chairman informed that to diversify both the funding sources as well as new instruments, it has been proposed to undertake multiple transactions for securitization of its loan receivables, selling, transferring, assignment of the receivables/book debts (together with any underlying security interest and contractual comfort (if any)) amounting to Rs. 250,00,00,000/- (Rupees Two Hundred and Fifty Crores only) of the Company from time to time.

He, thus, requested the members to propose and second the special resolution and accordingly, the special resolution was then proposed and seconded. Thereafter, the special resolution was put to vote by Chairman pursuant to Section 180(1)(a) of the Act and was passed unanimously.

Veritas Finance Private Limited Chennai 600 032 Guindy

3. To amend the borrowing powers of the Board of Directors:

The Chairman informed that in order to accommodate the borrowings through issuance of commercial papers, the Board in its meeting held on August 10, 2022, had recommended to the shareholders, pursuant to Section 180(1)(c) of the Companies Act, 2013, to change the limits in the borrowing powers of the Board of Rs.4000,00,00,000/- (Rupees Four Thousand Crores Only) to include the limit of Rs. 50,00,00,000/- (Rupees Fifty crores only) for issuance of commercial papers. He further explained that the limits for NCDs and for borrowings from banks, financial institutions and through other instruments have also been realigned.

He informed that accordingly, the approval of the Members was being sought to increase the quantum of borrowing powers of the Board by passing it as a Special Resolution. Therefore, on the request of the Chairman, the special resolution was proposed and seconded and was put to vote by Chairman. The special resolution was passed unanimously.

4. Authorization for issuance and allotment of redeemable non-convertible debentures:

The Chairman informed that pursuant to Section 42 of the Companies Act, 2013, read with Rule 14 of the Companies (Prospectus and Allotment of Securities) Rules, 2014, as amended from time to time, the Company was required to obtain the approval of its members by way of a special resolution, before making any offer or invitation for issuance of NCDs on a private placement basis.

He further informed that this resolution was being passed in supersession to the earlier resolutions passed in this regard. Accordingly, the special resolution was then proposed and seconded. Thereafter, the special resolution was put to vote by Chairman and was passed unanimously.

5. To consider and approve the incorporation of a public charitable Trust to undertake the CSR activities of the Company

The Chairman informed that pursuant to Rule 4(1) of the Companies (CSR Policy) Rules, 2014, in order to undertake the CSR activities of the Company from the FY 2022-23 onwards, it has been proposed to incorporate a public charitable Trust by the Company which would be duly registered with the Registrar and as required under Income Tax Act, 1961.

He informed that as the Company is the settlor of the Trust represented by the Managing Director & CEO, the Board of Directors of the Company have recommended the resolution for members' approval as a Special Resolution. Accordingly, the special resolution was then proposed and seconded. Thereafter, the special resolution was put to vote by Chairman and was passed unanimously.

There being no other business to transact, Chairman declared the meeting as closed and the meeting concluded at 11:00 A.M. with a vote of thanks to the Chair.

For Veritas Finance Private Limited,

V.AN

Veritas Finance Private Limited Chennai 600 032 Guindy

V. Aruna
Company Secretary and Compliance officer
M. No.: A60078