

September 26, 2025

To, The General Manager Department of Corporate Services BSE Limited Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai - 400 001. <u>Scrip code: 540268</u>	To, The Manager Department of Corporate Compliance National Stock Exchange of India Limited Exchange Plaza, Bandra Kurla Complex, Bandra (East), Mumbai - 400 051. <u>Scrip code: TRU</u>
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Subject: Summary of proceedings of the 31st Annual General Meeting held on Friday, September 26, 2025

Dear Sir/Madam,

We wish to inform you that the 31st Annual General Meeting (“AGM”) of the Company was held today, i.e., Friday, September 26, 2025 at 3.00 p.m. (IST) through video conferencing (“VC”)/Other Audio Visual Means (“OAVM”), in compliance with the provisions of the Companies Act, 2013 and applicable rules made thereunder, the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended (“**Listing Regulations**”) and Circular No. 14/2020 and 17/2020 dated April 08, 2020 and April 13, 2020 respectively, General Circular No. 09/2024 dated September 19, 2024, and all other applicable circulars issued by the Ministry of Corporate Affairs (Collectively referred to as “**MCA Circulars**”), without the physical presence of the Members at a common venue to transact the business as stated in the notice dated August 14, 2025, convening the AGM.

Pursuant to Regulation 30 and Regulation 51(2) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, read with Schedule III-Part A-Para A of the Listing Regulations and SEBI Master Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024, enclosed herewith summary of proceedings of AGM of the Company.

Kindly take the same on record.

Thanking You,

Yours faithfully,
For TruCap Finance Limited

Sonal Sharma
Company Secretary & Compliance Officer
Encl: As above

TruCap Finance Limited

Summary of proceedings of the 31st Annual General Meeting

The 31st Annual General Meeting (“AGM”) of TruCap Finance Limited (“Company”) was held on Friday, September 26, 2025, at 03:00 p.m. (IST) through Video Conferencing (“VC”)/Other Audio-Visual Means (“OAVM”), without the physical presence of the Members at a common venue. The Company, while conducting the AGM, adhered to the applicable circulars issued by the Ministry of Corporate Affairs (“MCA”). The proceedings of the AGM were deemed to be conducted at the Registered Office of the Company which was the deemed venue of the AGM.

At the beginning, Ms. Sonal Sharma, Company Secretary & Compliance Officer of the Company, introduced the members of the Board and other invitee(s) present at the AGM. Mr. Krishipal Raghuvanshi, Independent Director and Chairperson of the Audit Committee, Mr. Rohanjeet Singh Juneja, Managing Director and Chief Executive Officer, Ms. Rushina Mehta, Non-Executive Non-Independent Director, Mr. Lalit Chendvankar, Chief Compliance Officer & Legal Head, Mr. Piyush Khandelwal, representing M/s. Khandelwal Kakani & Co., Statutory Auditors of the Company and Mr. Umashankar Hegde, Proprietor of M/s. U. Hegde & Associates, Practicing Company Secretary and the Secretarial Auditor of the Company, who is acting as a scrutinizer for this AGM.

With the permission of the members, Mr. Rohanjeet Singh Juneja, Managing Director and Chief Executive Officer, was elected as the Chairperson of this AGM.

Further, Ms. Sonal Sharma, Company Secretary & Compliance Officer of the Company, informed the Members that the AGM is being held through video conferencing in accordance with the circulars issued by MCA and briefly informed the Members regarding the process and regulatory aspects pertaining to participation at the AGM through VC/OAVM.

The Members were further informed that as required by the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended, the Company has provided remote e-voting facility through Central Depository Services (India) Limited (“CDSL”) to enable Members holding shares either in physical form or in dematerialized form, as on the cut-off date being Friday, September 19, 2025 to cast their vote on the resolutions set out in the notice of the AGM dated August 14, 2025 (“Notice”) as per the timelines mentioned in the Notice. The remote e-voting period commenced from Tuesday, September 23, 2025 (9.00 a.m.) IST to Thursday, September 25, 2025 (5.00 p.m.) IST. The e-voting module was disabled by CDSL for voting thereafter.

The Members who attended the AGM through VC/OAVM facility but had not cast their votes through remote e-voting facility were provided an opportunity to cast their votes through e-voting system at the AGM.

The Chairperson informed the Members that the Company has appointed M/s. U. Hegde & Associates, Practicing Company Secretaries, as the Scrutinizer to report on the combined voting results of remote e-voting and the e-voting at the AGM for each of the items as per the Notice.

He further informed the Members that as all the resolutions set out in Notice have already been put to vote through e-voting, the resolutions need not be proposed or seconded by the Members at the AGM.

He further informed the Members that the e-voting window will remain open for another 15 minutes after the conclusion of the AGM and requested the Members who have not already cast their vote through remote e-voting, to vote through e-voting system within the said time.

After ascertaining the requisite quorum, the Chairperson commenced the proceedings of the AGM and welcomed the Members and other attendees and invitee(s) for AGM.

TruCap Finance Limited

Regd. Off. 4th Floor, A Wing, D.J. House, Old Nagardas Road, Andheri (East), Mumbai - 400 069

Tel. 1800 210 2100 | contact@trucapfinance.com | www.trucapfinance.com | **CIN:** L64920MH1994PLC334457

The Chairperson further spoke about the performance of the Company during the financial year ended March 31, 2025. Further, since the Notice, copies of the Audited Financial Statements for the year ended March 31, 2025 together with Board's Report and Auditor's Report thereon, had been sent through electronic mode to the Members, the Chairperson declared the same as read. It was also informed that the registers as required by the Companies Act, 2013 are available electronically for inspection.

The Chairperson informed that the Auditors' Report does not have any qualifications, observations or comments on the financial transactions or matters which may have any adverse effect on the functioning of the Company.

The following items of business as per the Notice were transacted:

Ordinary Business

1. To consider and adopt:
 - (a) the audited standalone financial statements of the Company for the financial year ended March 31, 2025, together with the report(s) of the Board of Directors and Statutory Auditors thereon; and
 - (b) the audited consolidated financial statements of the Company for the financial year ended March 31, 2025, together with Statutory Auditors' Report thereon.
2. To appoint a director in place of Ms. Rushina Mehta (DIN: 01042204), who retires by rotation and being eligible, offers herself for re-appointment.

Special Business

3. To approve re-appointment of Mr. Rohanjeet Singh Juneja (DIN: 08342094), as Managing Director & Chief Executive Officer of the Company and the remuneration payable to him.
4. To approve appointment of M/s. U. Hegde and Associates, Practising Company Secretaries as Secretarial Auditor of the Company.

Thereafter, the Chairperson invited the Members who had registered themselves as speakers to ask questions or express their views. The Members who had registered as speakers, expressed their views and their questions were suitably answered by the Management.

The Chairperson informed the Members that the e-voting results along with consolidated Scrutinizer's Report shall be filed with the stock exchange(s) within two working days from the conclusion of AGM on receipt of the Scrutinizer's Report and also be placed on the website of the Company i.e. www.trucapfinance.com and on the website of CDSL.

The Chairperson, thereafter, thanked all the Members for their participation, constructive suggestions and comments and prayed for their good health and safety.

The AGM commenced at 03.00 p.m. (IST) and concluded at 3:31 p.m. (IST) (including the time allowed for e-voting).

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