Transcript of the 31st Annual General Meeting

- **Mr. Gunjan Taunk, Company Secretary, Roselabs Finance Limited**

- Dear members, Good Morning. I, CS Gunjan Taunk, Company Secretary, welcome you all to the 31st Annual General Meeting of your Company, Roselabs Finance Limited.

- This AGM is being conducted through audio-visual means in accordance with the circulars issued by the Ministry of Corporate Affairs.

- I will now take you through certain key points regarding your participation at this meeting.
  - The facility of joining the meeting through video conferencing and other audio-visual means has been made available to all the members.
  - Members joining this meeting are placed on mute mode by default to ensure smooth and seamless conduct of the meeting.
  - Once the Q&A session starts, the moderator will announce the name of the shareholders who have registered as speakers and unmute their connection at the appropriate time.
  - If a speaker shareholder is unable to switch on their video for any reason, he can speak through the audio mode.
  - While speaking, we would request the speaker shareholder to use earphone with mic.
  - Minimize any background noise. Ensure Wi-Fi, internet connectivity and proper light.
  - Limit their question to 2 minutes.
  - If it is observed that there is a connectivity problem at the speaker shareholder's end, we will ask the next speaker to join. We will call upon those shareholders who had connectivity issue earlier to speak, once the other registered speaker shareholders have completed their turn.
  - During the AGM, if you face any issue, you may contact the helpline number mentioned in the AGM notice.
  - If at any time you get disconnected from this AGM, please check your internet connection and log in again using the same process.

- Thank you very much. I now request Ms. Sanjyot Rangnekar, Chairperson of the Company, to take over the further proceedings.

- **Ms. Sanjyot Rangnekar, Chairperson, Roselabs Finance Limited**

- Good morning, dear shareholders. I would like to welcome you all to the 31st AGM of your Company. I thank the members who are joining this meeting today and hope that all of you are safe and in good health.

- Participation of members through video-conferencing is considered as quorum, as per the circulars issued by the Ministry of Corporate Affairs and SEBI Listing Regulations.

- As the requisite quorum is present, I now call the meeting to order.

- I will now introduce other Board members and KMPs who have joined this meeting.
  - Mr. Raghava Reddy, Managing Director of your Company, he is attending the AGM from the corporate office of the Company at Mumbai.
  - Mr. Mayank Padiya, Independent Director, Chairman of Audit Committee and NRC Committee of your company, he is attending the AGM online from Mumbai.
  - Mr. Prakash Vaghela, Independent Director of your Company, he is attending the AGM online from his office at Mumbai.
  - Mr. Praveen Kumar Kabra, Chief Financial Officer of your Company, he is attending the AGM from the corporate office at Mumbai.

- Other than the Directors, we have the representatives of the Statutory Auditor and the Secretarial Auditor joining the AGM through video-conferencing attending the meeting from their respective locations.

- This meeting has been convened and is conducted in accordance with the circulars issued by MCA and SEBI, which allows companies to conduct AGM through VC and other audio-visual means.

- Your company has also taken steps to enable shareholders to participate and vote on the items being considered at this AGM.

- As physical attendance of the shareholders has been dispensed with, the requirement of appointing proxies is not applicable.

- The registers as required under the Companies Act and other documents mentioned in the notice convening this meeting are open for inspection in electronic mode. Should you wish to inspect the same, please write to the Company Secretary at the email address mentioned in the notice convening this meeting.

- The Statutory Auditor's report on standalone financial statements and Secretarial Auditor's Report for the financial year ended March 31, 2025 does not contain any qualifications or adverse remarks.

- As the AGM notice has already been circulated to the members, I now take the meeting notice as read.

- I request the Company Secretary to explain the process of e-voting during the AGM on the resolutions.

- **Mr. Gunjan Taunk, Company Secretary, Roselabs Finance Limited:**

- Thank you, Chairperson. The Company has provided the facility to shareholders to cast their vote through remote e-voting system administrated by NSDL as per the requirement of the Companies Act and SEBI Listing Regulations.

- E-voting facility has also been provided to the members present during the AGM who have not yet voted. The members may cast their votes on the NSDL E-Voting website by using the login method detailed on page 7 of the Annual Report.

- The facility for e-voting shall also be made available for 15 minutes after conclusion of the proceedings of the AGM, and thereafter the meeting shall be deemed to have concluded.

- CS Shravan Gupta, Practicing Company Secretary, has been appointed as the Scrutinizer for ensuring that the e-voting process take place in a fair and transparent manner.

- There will be no proposing and seconding of the resolutions, as the AGM is being held through video conferencing, and the resolution mentioned in the notice converting the AGM have been already put to vote through remote voting.

- I now announce the name of the members who have registered themselves as a speaker shareholder to speak. I now request more detail to unmute Mr. Anil Mehta.

- **Mr. Anil Mehta, Speaker Shareholder**

- Hello? Am I audible?

- **Sanjyot Rangnekar, Chairperson, Roselabs Finance Limited**

- Yes, sir, you're audible.

- **Mr. Anil Mehta, Speaker Shareholder**

- Thank you. Good morning to all of you. This is Anil Mehta. I am attending this meeting with all my family members, who are also the shareholders of the Company. On behalf of us, we have only one question: Looking at the trade war and present situation with our neighbour country and also the

present repo rate. Further, there are also changes in the GST slab rates. How much growth can we expect in our current FY 2025-26? With this, we are in support of all the resolutions and want to thank the Secretarial Department for their co-operation and support. Thank you, and all the best for the bright future of our company.

- **Ms. Sanjyot Rangnekar, Chairperson, Roselabs Finance Limited**

- Thank you, Mr. Mehta.

- **Mr. Gunjan Taunk, Company Secretary, Roselabs Finance Limited**

- Now I request, Moderator to unmute Mr. Manjit Singh.

- **Mr. Manjit Singh, speaker shareholder**

- “Hello sir, meri awaaz aarahi hai aapko?”

- **Mr. Gunjan Taunk, Company Secretary, Roselabs Finance Limited**

- Yes, please.

- **Mr. Manjit Singh, speaker shareholder**

- “Sir, main CS department ka dhanyavaad karna chahunga mujhe ye meeting join karvane ke liye aur aapke samne bolne ka mauka dene ke liye. Main hamare company ke saare staff members ka dhanyavad karna chahta hu, jo ye mehnat karte hai uska fal hume aane wale samay mein milega.”

- **Ms. Sanjyot Rangnekar, Chairperson, Roselabs Finance Limited**

- Thank you, Manjit Singh ji.

- **Mr. Gunjan Taunk, Company Secretary, Roselabs Finance Limited**

- Now I request moderator to unmute Mr. Sarvjeet Singh.

- **Sarvjeet Singh, speaker shareholder**

- Hello, Chairman, sir, can you hear my voice?

- **Ms. Sanjyot Rangnekar, Chairperson, Roselabs Finance Limited**

- Yes, yes, Mr. Sarvjeet, we can.

- **Sarvjeet Singh, speaker shareholder**

- “Ma'am, first of all, good morning to you, all the Directors, all the staff of Roselabs Finance Limited and my fellow shareholders. Hum iss company se saalo se jude hue hai, aap log jis tarah se mehnat kar rahe hai, hume pura vishwas hai ki iss company ka future bright hai.

- Me puchna chahunga ki jo GST slab rates mein changes aaye hai, kya uska hamari company pe koi asar padega?

- Thank you, ma'am, thank you so much for giving me a chance to speak at the AGM.”

- **Ms. Sanjyot Rangnekar, Chairperson, Roselabs Finance Limited**

- Thank you, Mr. Sarvjeet

- **Mr. Gunjan Taunk, Company Secretary, Roselabs Finance Limited**

- Thanks. Now I request moderator to unmute Ms. Davinder Kaur.

- **Ms. Davinder Kaur, speaker shareholder**

- “Am I audible sir?

- Sir please company ke 24 months ke roadmap ke baare mein bataiye. Jis tarah se hamare share ka price accha chal raha hai, hum yahi kaamna karte hai ki aane wale samay mei aur bhi accha price de”

- **Ms. Sanjyot Rangnekar, Chairperson, Roselabs Finance Limited**

- Thank you, madam.

- **Mr. Gunjan Taunk, Company Secretary, Roselabs Finance Limited**

- There is no other speaker shareholder. I request the chairperson to respond to the queries.

- **Ms. Sanjyot Rangnekar, Chairperson, Roselabs Finance Limited**

- So, first, I'll start by saying that this company, as you know, has proposed a merger with its holding company; Lodha Developers Limited.

- This scheme has been revised, has been placed before the stock exchanges, and we are expecting approval very shortly.

- To answer your question about future prospects, as you all know, sir, this company has not been having any business for quite some time, and we are not having any particular business plan, which is the main reason for merging this company.

- Other than that, because there are no business operations, there is no particular effect of the Trump tariffs, or of the GST, or any such thing.

- I think some of you may be shareholders in the holding company as well. So, we look to welcome you into Lodha Developers Limited with renewed vigor.

- I thank the shareholders for their patience during this meeting.

- Those shareholders who have further queries may write an email to the Company Secretary at the dedicated email id roselabsfinance@lodhagroup.com, and we will be happy to respond to your queries. The following resolutions are being put up for shareholders approval at this AGM.

    1) To receive, consider and adopt the audited financial statements of the Company for the financial year ended March 31, 2025 together with the reports of the Board of Directors and Auditors thereon.
    2) To appoint a director in place of Mr. Raghava Reddy Balineni, who retires by rotation and being eligible, offers himself for re-appointment.

- The e-voting facility will remain open for the next 15 minutes to enable members to cast their vote

- Results will be announced within 2 working days from the conclusion of this AGM, and the same would be intimated to the stock exchanges and uploaded on the website of the Company and NSDL.

- With your consent, other board members and I would like to leave the meeting, and before leaving, I once again thank all the shareholders for their cooperation in the smooth conduct of this meeting.

- I thank my co-directors and members of the management team who have joined this meeting.

- This meeting will stand concluded at the end of 15 minutes from now. Thank you very much.
- **Mr. Gunjan Taunk, Company Secretary, Roselabs Finance Limited**
- Thank you.