

HELD AT _____ ON _____ TIME _____

MINUTES OF THE MEETING OF THE SECURED CREDITORS OF ASHV FINANCE LIMITED (ERSTWHILE KNOWN AS JAIN SONS FINLEASE LIMITED) PURSUANT TO THE ORDER DATED 1ST FEBRUARY, 2021 OF HON'BLE NATIONAL COMPANY LAW TRIBUNAL, MUMBAI BENCH IN ACCORDANCE WITH THE COMPANY SCHEME APPLICATION NO. C.A. (CAA) NO. 1113 OF 2020 HELD ON FRIDAY, THE 19TH DAY OF MARCH, 2021 BETWEEN 04:00 PM TO 04:30 PM AT 12B, 3RD FLOOR, TECHNIPLEX-II, IT PARK, OFF. VEER SAVARKAR FLYOVER, GOREGAON (WEST) MUMBAI- 400062, MAHARASHTRA.

Present:

Mr. Nikesh Kumar Sinha	-	Chairman of the National Company Law Tribunal Convened
Mr. Manish Rathi	-	Meeting and Managing Director
Ms. Sandhya Singh	-	Authorised Representative of NABKISAN Finance Limited
	-	Authorised Representative of Nabsamruddhi Finance Limited
Mr. Christopher Arputharaj	-	Authorised Representative of Northern Arc Capital Limited
Mr. Deep Kakkad	-	Authorised Representative of Vivriti Capital Private Limited
Ms. Monika Thadeshwar (Variava)	-	Company Secretary
Mr. Aashish Bhatt	-	Scrutinizer

Chairman:

In accordance with the order dated 1st February, 2021 of Hon'ble National Company Law Tribunal, Mumbai Bench pursuant to the Company Scheme Application No. C.A. (CAA) No. 1113 of 2020, Mr. Nikesh Kumar Sinha the NCLT appointed Chairman took the chair and then started with the proceedings of the Meeting

The Chairman extended a warm welcome to the Secured Creditors attending the meeting convened by the Order of the NCLT for the purpose of considering & approving the Scheme of Arrangement (the "Scheme") between TribeTech Private Limited (the "Transferor Company") and Ashv Finance Limited (Formerly known as Jain Sons Finlease Limited) (the "Transferee Company") and their respective shareholders under Section 230 to 232 of the Companies Act, 2013 (the Act) and other applicable provision of the Act and rules framed thereunder.

Quorum:

The Chairman confirmed that the requisite quorum being present, called the meeting to order and initiated the proceedings.

Documents:

The copy of the signed notice convening this meeting, copy of the Order, Scheme, Memorandum and Articles of Association of all the Companies along with complete set of documents as required under the applicable laws were available for inspection by the Members during the continuance of this meeting.

Notice:

With the consent of the Secured Creditors present, the Notice convening the NCLT convened Meeting along with the Explanatory Statement was taken as read. It was stated that the Explanatory Statement, circulated along with the Notice sets out the details on the rationale of the proposed Scheme.



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Appointment of Scrutinizer and Voting Process:

The Chairman then informed that Mr. Aashish K. Bhatt of Aashish K. Bhatt & Associates, Practicing Company Secretaries, Mumbai has been appointed as the Scrutinizer for conducting the poll and for the purpose of examining the attendance slips kept for this purpose at this meeting.

Upon the request of the Chairman, Mr. Aashish Bhatt, Scrutinizer briefed the Secured Creditors on the voting procedure to vote through ballot paper as distributed to them.

Business of the Meeting:

Secured Creditors were explained about the objective/implementation of the resolution and then the following resolution was proposed by the Chairman.

Approval of Scheme of Arrangement (the "Scheme") between TribeTech Private Limited (the "Transferor Company") and Ashv Finance Limited (Formerly known as Jain Sons Finance Limited) the ("Transferee Company") and their respective shareholders under Section 230 to 232 of the Companies Act, 2013 (the Act) and other applicable provision of the Act and rules framed thereunder.

"RESOLVED THAT pursuant to the provisions of Sections 230-232 of the Companies Act, 2013 and other applicable provisions, read with applicable rules, orders, notifications and circulars issued thereunder (including the Companies (Compromises, Arrangements and Amalgamations) Rules, 2016), and subject to the applicable provisions of the Memorandum of Association and Articles of Association of the Company and receipt of all relevant corporate, statutory, governmental, judicial approvals, permissions and sanctions, including without limitation, sanction of the National Company Law Tribunal (the "NCLT"), Mumbai bench, having territorial jurisdiction in relation to the Company and TribeTech Private Limited and subject to such conditions and guidelines, if any, as may be prescribed, imposed, stipulated in this regard by such relevant authorities, from time to time, while granting such approvals, permissions and consents, the Scheme of Arrangement between the Company and TribeTech Private Limited and their respective shareholders (the "Scheme"), placed before this meeting and initialed by the Chairperson of the meeting for the purpose of identification, be and is hereby approved on such terms and conditions as stated therein.

RESOLVED FURTHER THAT the Board (which term shall be deemed to mean and include one or more Committee(s) constituted/ to be constituted by the Board to exercise its powers including the powers conferred by this resolution) be and is hereby authorized to do all such acts, deeds, matters and things, as it may, in its discretion deem requisite, desirable, appropriate or necessary to give effect to this resolution and effectively implement the arrangement embodied in the Scheme and to accept such modifications, amendments, limitations and/or conditions, if any, which may be required and/or imposed by the NCLT while sanctioning the Scheme, or by any other authorities under applicable law, or as may be required for the purpose of resolving any doubts or difficulties that may arise in giving effect to the Scheme, as the Board may deem fit and proper."

The Chairman interacted with the Secured Creditors to share their queries, comments, suggestions etc. There were no queries raised by the Secured Creditors present.

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Conduct of Poll:

The Chairman then ordered the Poll to be conducted.

Ballot box was kept at the Meeting Hall. The Secured Creditors present in the meeting casted their vote through ballot papers. The duly signed ballot papers were dropped by them in the ballot box.

After ensuring that all Secured Creditors including, representatives had casted their vote, the Scrutinizer took custody of the ballot box.

On completion of the Poll, the Chairman informed that the Polling results would be announced, once the same was received from the Scrutinizer.

The Scrutinizer diligently scrutinized the poll papers and were reconciled with the records maintained by the Company and authorization lodged with the Company and then presented the details of the voting of the Poll to the Chairman, who then declared the result of the poll as follows:

The meeting was attended by 4 Secured Creditors through authorized representatives of the Corporate Secured Creditors. 4 Secured Creditors holding a total outstanding amount of Rs.35,83,62,954/-, who attended the meeting, exercised their votes and voted in favor of the resolution. None of the Secured Creditors present at the meeting voted against the resolution.

The Chairman then announced that based on the Report of the Scrutinizer, the Resolution as set out in the Notice of Hon'ble National Company Law Tribunal Convened Meeting of Secured Creditors has been duly approved by the Secured Creditors unanimously.

The Chairman informed that the above-mentioned resolution approved by the Secured Creditors of this meeting, will be subject to the subsequent approval of the Hon'ble National Company Law Tribunal, Mumbai Bench.

Vote of Thanks:

There being no other business, the meeting concluded with a vote of thanks to the Chairman and the Scrutinizer.

PLACE: Mumbai

DATE OF SIGNING: 19/3/2021

DATE OF PREPARATION OF MINUTES: 19/3/2021

ATE OF ENTRY IN MINUTES BOOK: 19/3/2021



CHAIRMAN

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CHAIRMAN'S INITIALS