

November 23, 2020

To,
The General Manager,
Department of Corporate Services,
BSE Ltd.
Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai- 400 001

(Security Code- 538446)

Dear Sir/Madam,

Subject- Notice of 26th Annual General Meeting of the Company

Reference: Regulation 30 of the Securities & Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015

In continuation to our letter dated November 03, 2020 in respect to 'Outcome of Board Meeting' held on Tuesday, November 03, 2020, please find enclosed herewith the copy of Notice of the 26th Annual General Meeting of the Company to be held on Monday, December 21, 2020.

Thanking You

For **MONEYBOXX FINANCE LIMITED**




(Radhika Garg)

Company Secretary & Compliance Officer

M. No. 36587

MONEYBOXX FINANCE LIMITED
(Formerly Dhanuka Commercial Limited)

Registered Office: 523-A, Somdutt Chamber-II, 9, Bhikaji Cama Place New Delhi – 110066
CIN: L30007DL1994PLC260191 | Tel: 011-45657452|
info@moneyboxxfinance.com | www.moneyboxxfinance.com |

NOTICE

26th ANNUAL GENERAL MEETING

Notice is hereby given that the twenty sixth Annual General Meeting (AGM) of the Members of Moneyboxx Finance Limited (formerly Dhanuka Commercial Limited) will be held on **Monday, December 21, 2020 at 11.30 am** through Video Conferencing (“VC”) / Other Audio Visual Means (“OAVM”), to transact the following business:

ORDINARY BUSINESSSES:

Item No. 1: **ADOPTION OF FINANCIAL STATEMENTS**

To receive, consider and adopt the Audited Financial Statements of the Company which include Balance Sheet as at 31 March, 2020, the Statement of Profit & Loss for the financial year ended on that date together with schedules, annexures and notes thereon and the cash flow statement of the Company and the report of the Board of Directors and the Statutory Auditors thereon.

Item No. 2: **APPOINTMENT OF MR. GOVIND GUPTA (DIN: 00065603) AS A DIRECTOR LIABLE TO RETIRE BY ROTATION**

To re-appoint a director in place of Mr. Govind Gupta (DIN: 00065603), who retires by rotation and, being eligible, offers himself for re-appointment.

SPECIAL BUSINESSSES:

Item No. 3: **TO APPOINT MR. ATUL GARG (DIN: 07093376) AS A DIRECTOR, CATEGORIZED AS NON-EXECUTIVE DIRECTOR OF THE COMPANY**

To consider and if thought fit, to pass with or without modification, the following resolution as an Ordinary Resolution:

“RESOLVED THAT pursuant to applicable provisions of the Companies Act, 2013, and the rules made thereunder (including any statutory modifications or re-enactment(s) thereof, for the time being in force) and the Articles of Association of the Company, Mr. Atul Garg (DIN: 07093376) who was appointed as an Additional Director categorized as Non-Executive Director of the Company by the Board of Directors (the “Board”) w. e. f. September 15, 2020 and who holds office upto the date of the next Annual General Meeting, in terms of section 161 of the Companies Act, 2013 and in respect of whom the Company has received a notice in writing from a member under section 160 of the Companies Act, 2013, proposing his candidature for the office of Director, and who is eligible for appointment, be and is hereby appointed as Director of the Company liable to retire by rotation.

RESOLVED FURTHER THAT Directors/Company Secretary of the Company, be and is hereby severally authorized to file necessary returns/forms to the Registrar of Companies and to do all such acts, deeds and things that may be necessary, proper, expedient or incidental for the purpose of giving effect to the aforesaid resolution.”

Item No. 4: **TO APPROVE THE APPOINTMENT AND REMUNERATION OF MR. DEEPAK AGGARWAL (DIN: 03140334) AS THE WHOLE-TIME DIRECTOR OF THE COMPANY**

To consider and if thought fit, to pass with or without modification, the following resolution as an Ordinary Resolution:

“**RESOLVED THAT** pursuant to the provisions of Sections 196, 197, 198 read with Schedule V and other applicable provisions, if any, of the Companies Act, 2013 ("the Act") and Rules made thereunder (including any statutory modification(s) or re-enactment thereof, for the time being in force), the relevant provisions of the Articles of Association of the Company and subject to such other approvals, as may be necessary, the consent of the Members be and is hereby accorded to the appointment of Mr. Deepak Aggarwal (DIN: 03140334) as the Whole-time director and Key Managerial Personnel (KMP) of the Company for a period of 3 years w. e. f. September 15, 2020 and upon the following terms and conditions including remuneration with further liberty to the Board of Directors of the Company (hereinafter referred to as "the Board" which term shall be deemed to include any Committee constituted / to be constituted by the Board) from time to time to alter the said terms and conditions of appointment and remuneration of Mr. Deepak Aggarwal in the best interests of the Company and as may be permissible at law, viz.:

A. **Period:** 3 years w. e. f. September 15, 2020.

B. **Remuneration:**

- i. Basic Pay: Rs. 3,00,000 (Rupees Three Lakh only) per month with such increments as the Board may decide from time to time, subject however to a ceiling of Rs. 3,50,000/- (Rupees Three Lakh Fifty Thousand only) per month as Basic Salary.
- ii. Annual Bonus as may be recommended by the Nomination and Remuneration Committee and approved by the Board.
- iii. Additional Conditions:
 - Perquisites, HRA and other allowances and reimbursement of expenses on actual as per Company's policy.
 - Leave Travel Concession for self in accordance with the rules of the company.

RESOLVED FURTHER THAT the aggregate of the remuneration and perquisites as aforesaid in any financial year shall not exceed the limit from time to time under Section 197, Section 198 and other applicable provisions of the Act and Rules made thereunder, read with Schedule V of the said Act or any statutory modification(s) or re-enactment thereof for the time being in force, or otherwise as may be permissible at law.

RESOLVED FURTHER THAT wherein any financial year, the Company has no profits or its profits are inadequate, the remuneration including the perquisites as aforesaid will be paid to Mr. Deepak Aggarwal in accordance with the applicable provisions of Schedule V section II of the Act.

RESOLVED FURTHER THAT the Board be and is hereby authorised to do all such acts, deeds, matters and things as may be deemed necessary to give effect to the above resolution.”

Registered Office:
523-A, Somdutt Chamber-II, 9,
Bhikaji Cama Place, New Delhi – 110066

Date: November 03, 2020
Place: New Delhi

By Order of the Board of Directors
For **Moneyboxx Finance Limited**
-- sd / --
(RadhikaGarg)
Company Secretary & Compliance officer
M. No. 36587

NOTES:

1. In view of the situation arising due to COVID-19 global pandemic, the Ministry of Corporate Affairs (“MCA”) vide its circular dated May 5, 2020 read with circulars dated April 8, 2020 and April 13, 2020 (collectively referred to as “MCA Circulars”) has permitted the holding of the Annual General Meeting (“AGM”) through VC / OAVM, without the physical presence of the Members at a common venue. In compliance with the provisions of the Companies Act, 2013 (“Act”), SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”) and MCA Circulars, the AGM of the Company is being held through VC / OAVM.
2. Since, the AGM is being conducted through VC/OAVM, there is no provision for appointment of proxies. Accordingly, appointment of proxies by the members will not be available
3. Corporate members intending to attend the AGM through authorised representatives are requested to send a scanned copy of duly certified copy of the board or governing body resolution authorising the representatives to attend and vote at the Annual General Meeting. The said Resolution/Authorization shall be sent to the Scrutinizer by email through its registered email address to info@moneyboxxfinance.com with a copy marked to helpdesk.evoting@cdslindia.com
4. Members attending the AGM through VC / OAVM shall be counted for the purpose of reckoning the quorum under Section 103 of the Act.
5. Explanatory Statement as required under Section 102(1) of the Companies Act, 2013 is annexed.
6. Additional information, pursuant to Regulation 36 (3), of the Listing Regulations, in respect of directors reappointing at the Annual General Meeting and Explanatory Statement as required under Section 102 of the Companies Act, 2013, in respect of special business under item numbers 3 and 4 of the Notice is appended hereto and forms part of this Notice.
7. a) The Register of Members and Share Transfer Books of the Company will remain closed from 15th December, 2020 21st December, 2020 (both days inclusive).

b) The remote e-voting period commences on Friday, December 18, 2020 (09:00 am) and ends on Sunday, December 20, 2020 (05:00 pm). No e-voting shall be allowed beyond the said date and time. During this period members of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date of December 14, 2020, may cast their vote by remote e-voting.
8. Members holding shares in physical form are requested to intimate immediately to the Registrar & Share Transfer Agent of the Company, **MAS Services Limited**, T-34, 2nd Floor, Okhla Industrial Area, Phase - II, New Delhi - 110 020 Ph:- 011-26387281/82/83 Fax:- 011-26387384 quoting registered Folio No. (a) details of their bank account/change in bank account, if any, and (b) change in their address, if any, with pin code number.

In case share are in demat form members are requested to update their bank detail with their depository participant.

9. In terms of Section 72 of the Companies Act, 2013 and the applicable provisions, the shareholders of the Company may nominate a person in whose name the shares held by him/them shall vest in the event of his/their death. Shareholders desirous of availing this facility may submit the requisite nomination form.
10. In respect of the matters pertaining to Bank details, ECS mandates, nomination, power of attorney, change in name/address etc., the members are requested to approach the Company's Registrars and Share Transfer Agent, in respect of shares held in physical form and the respective Depository Participants, in case of shares held in electronic form. In all correspondence with the Company/Registrar and Share Transfer Agent, members are requested to quote their folio numbers or DP ID and Client ID for physical or electronic holdings respectively.
11. The documents referred to in the proposed resolutions are available for inspection at its Registered Office of the Company during normal business hours on any working day except Saturdays, upto the date of meeting.
12. SEBI has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are, therefore, requested to submit their PAN to their Depository Participants with whom they are maintaining their demat account. Members holding shares in physical form can submit their PAN to the Company/Registrar.
13. Members who hold shares in multiple folios in identical names or joint holding in the same order of names are requested to send the share certificates to the Registrar, for consolidation into a single folio.
14. In compliance with the aforesaid MCA Circulars and SEBI Circular dated May 12, 2020, the Annual Report including audited financial statements for the financial year 2020 including notice of 26th AGM is being sent only through electronic mode to those Members who have not registered their e-mail address so far are requested to register their e-mail address for receiving all communication including Annual Report, Notices, Circulars, etc. from the Company electronically.

In case you have not registered your email id with depository or RTA you may registered your email id in following manner.

Physical Holding	Send a signed request to Registrar and Transfer Agents of the Company, MAS Services Limited at info@masserv.com providing Folio number, Name of the shareholder, scanned copy of the share certificate (Front and Back), PAN(Self attested scanned copy of PAN Card), AADHAR (Self attested scanned copy of Aadhar Card) for registering email address.
Demat Holding	Please contact your Depository Participant (DP) and register your email address as per the process advised by DP.

15. Additional information, pursuant to SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 in respect of the Directors seeking appointment/re-appointment is annexed to the notice.

16. Voting through electronic means: In compliance with the provisions of Regulation 44 of the Listing Regulations and Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 Company is offering e-voting facility to its members. Detailed procedure is given here below.

INSTRUCTION FOR REMOTE E-VOTING, EVOTING AND JOINING OF AGM THROUGH VIDEO CONFERENCING

- (i) The shareholders need to visit the e-voting website <http://www.evotingindia.com/>.
- (ii) Click on “Shareholders” module.
- (iii) Now enter your User ID
 - a. For CDSL: 16 digits beneficiary ID,
 - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
 - c. Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.
- (iv) Next enter the Image Verification as displayed and Click on Login.
- (v) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier e-voting of any company, then your existing password is to be used.
- (vi) If you are a first time user follow the steps given below:

	For Shareholders holding shares in Demat Form and Physical Form
PAN	Enter your 10 digit alpha-numeric PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) <ul style="list-style-type: none"> ● Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence/PAN number which is mentioned in email.
Dividend Bank Details OR Date of Birth (DOB)	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login. <ul style="list-style-type: none"> ● If both the details are not recorded with the depository or company please enter the member id / folio number in the Dividend Bank details field as mentioned in instruction (iii).

- (vii) After entering these details appropriately, click on “SUBMIT” tab.
- (viii) Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders holding shares in demat form will now reach ‘Password Creation’ menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is also to be used by the demat holders for voting on resolutions of

any other company for which they are eligible to vote, provided that the company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.

- (ix) For shareholders holding shares in physical form, the details can be used only for remote e-voting on the resolutions contained in this Notice.
- (x) Click on the EVSN for the Moneyboxx Finance Limited.
- (xi) On the voting page, you will see “RESOLUTION DESCRIPTION” and against the same, the option “YES/NO” for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- (xii) Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.
- (xiii) After selecting the resolution on which you have decided to vote, click on “SUBMIT”. A confirmation box will be displayed. If you wish to confirm your vote, click on “OK”, else to change your vote, click on “CANCEL” and accordingly modify your vote.
- (xiv) Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- (xv) You can also take a print of the votes cast by clicking on “Click here to print” option on the Voting page.
- (xvi) If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xvii) Shareholders can also cast their vote using CDSL’s mobile app “**m-Voting**”. The m-Voting app can be downloaded from respective Store. Please follow the instructions as prompted by the mobile app while Remote Voting on your mobile.

PROCESS FOR THOSE SHAREHOLDERS WHO WISH TO OBTAIN LOGIN CREDENTIALS FOR E-VOTING FOR THE RESOLUTIONS PROPOSED IN THIS NOTICE BUT WHOSE EMAIL ADDRESSES ARE NOT REGISTERED WITH THE DEPOSITORIES:

1. For Physical shareholders- Kindly send an email with a scanned request letter duly signed by 1st shareholder, scan copy of front and back of one share certificate, copy of PAN card and Aadhar card to info@masserv.com.
2. For Demat shareholders - Kindly update your email id with your depository participant and send copy of client master to info@masserv.com

INSTRUCTIONS FOR JOINING MEETING THROUGH VC:

- (i) To join the meeting, the shareholders should log on to the e-voting website <http://www.evotingindia.com/> and login as explained above. After logging-in, kindly click on 'live streaming' tab and you will be redirected to 'cisco' website.

In the “Name” field - Put your USERID as informed in e-email.

In the “last name” field - Enter your Name

In the “Email ID” field - Put your email ID

In the “Event password” field - Put the password as “cdsl@1234”

Click join now button.

Now screen will be displayed for downloading CISCO driver for VC. Please click on run temporary file download. Downloading of driver will be start open driver and click on run.

Event will start and you will be in the AGM through Video conferencing.

You can join meeting through laptop, tablet, and desktop. In case you want to join through mobile, you need to download the webex meet app from the respective play store .

PRE-REQUISITE FOR JOINING OF MEETING THROUGH DESKTOP OR LAPTOP:

1. System requirement:

- ✓ Windows 7, 8 or 10
- ✓ I3
- ✓ Microphone, speaker
- ✓ Internet speed minimum 700 kbps
- ✓ Date and time of computer should be current date and time

PRE-REQUISITE FOR JOINING OF MEETING THROUGH MOBILE:

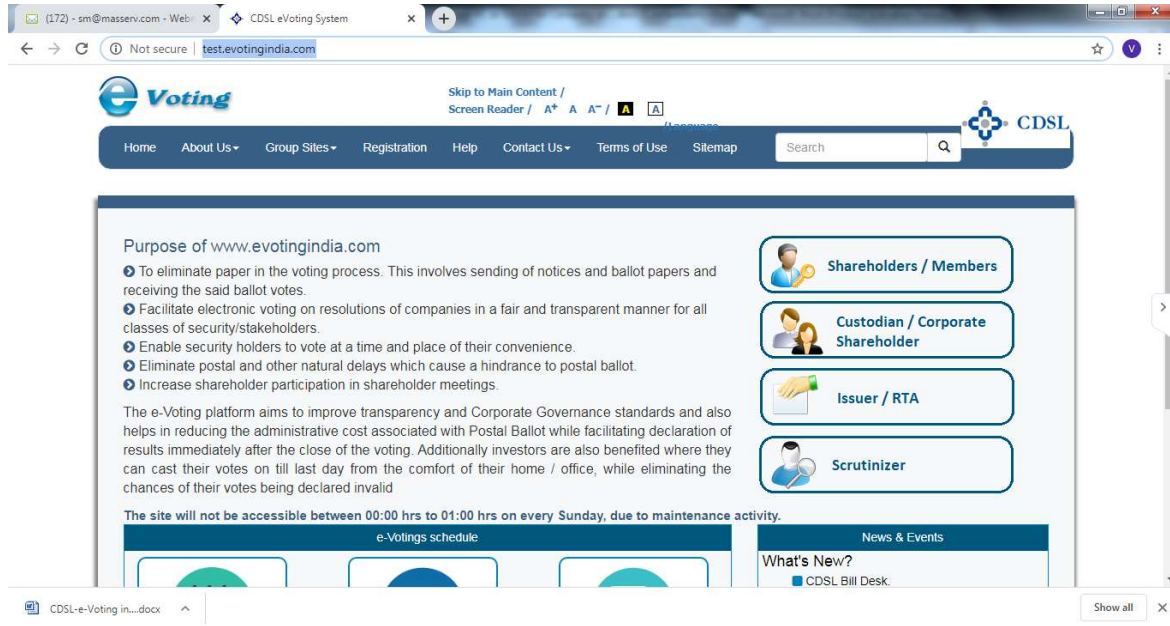
- ✓ Please download webex application from play store

NOTE:IT IS ADVISABLE TO LOGIN BEFOREHAND AT E-VOTING SYSTEM AS EXPLAINED IN E-VOTING INSTRUCTIONS ABOVE, TO BE FAMILIAR WITH THE PROCEDURE, SO THAT YOU DO NOT FACE ANY TROUBLE WHILE LOGGING-IN DURING THE AGM.

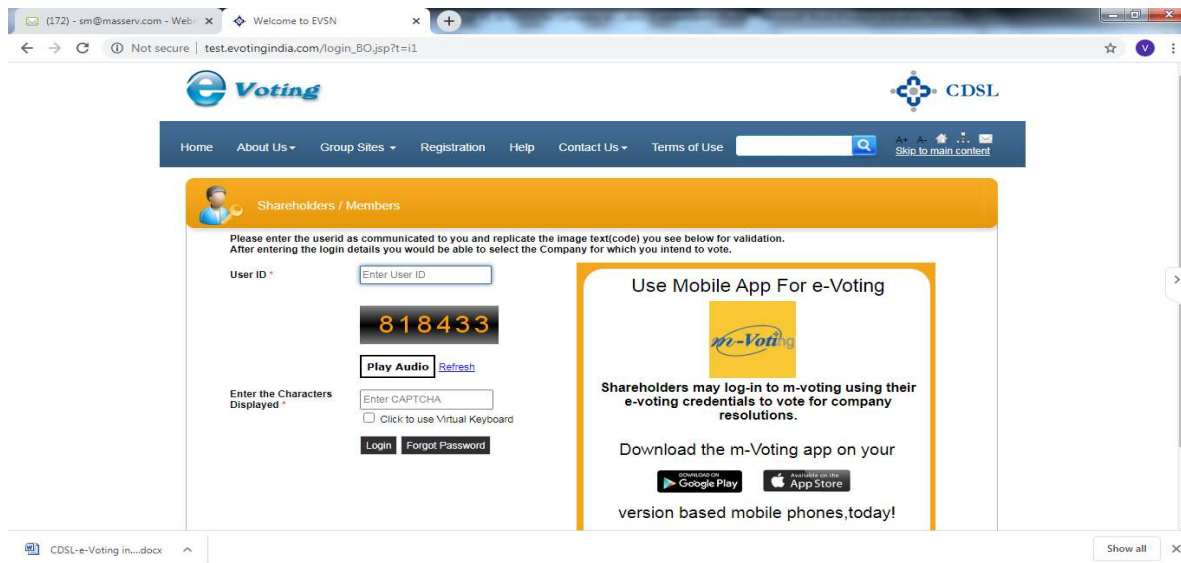
PROCEDURE FOR E-VOTING AND JOINING OF MEETING THROUGH VC

(EXPLAINED USING SCREENSHOTS):

- i. The shareholders should log on to the e-voting website <http://www.evotingindia.com/>. Below screen will be appear.

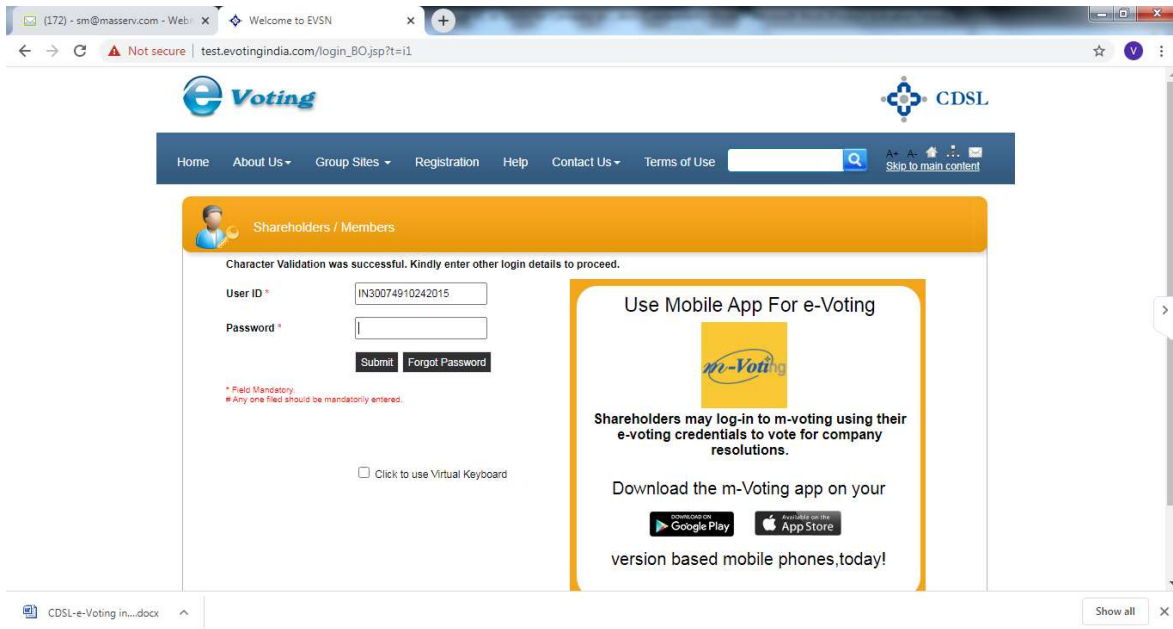


- ii. Press Shareholders/Members tab, after which the below screen will be appear.

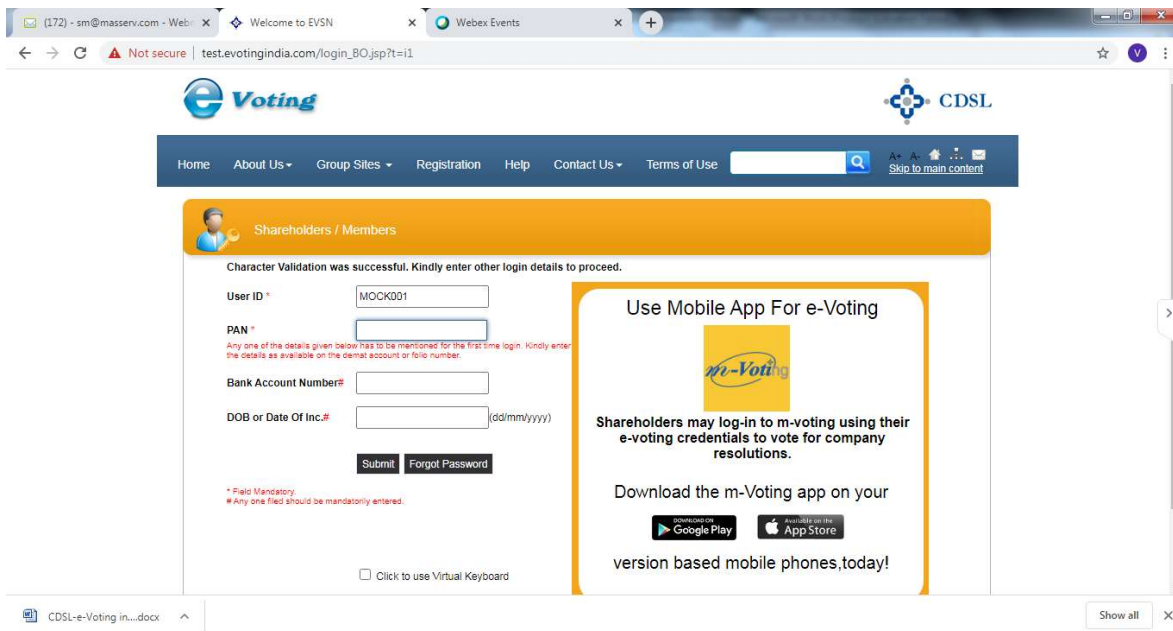


- iii. Enter user id as mentioned in your invite email, or read point number (iii) as given above.

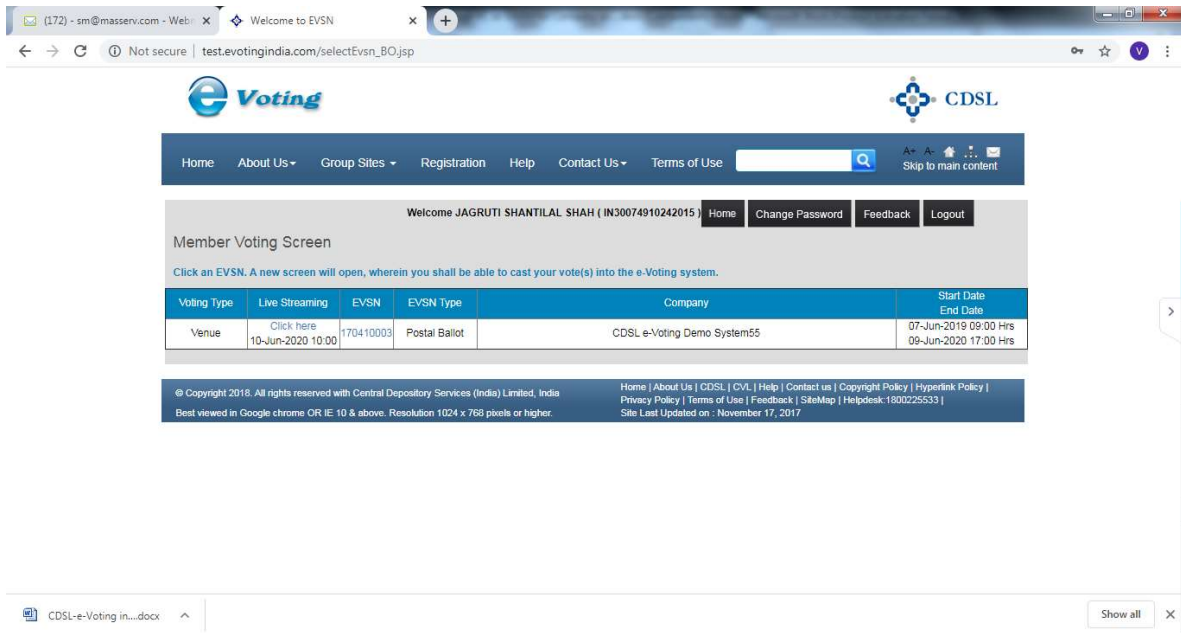
Since you are a registered user, below screen will be appear. Enter your existing CDSL password in password field.



iv. In case you are 1st time user of CDSL e-voting system, then below screen will be appear.

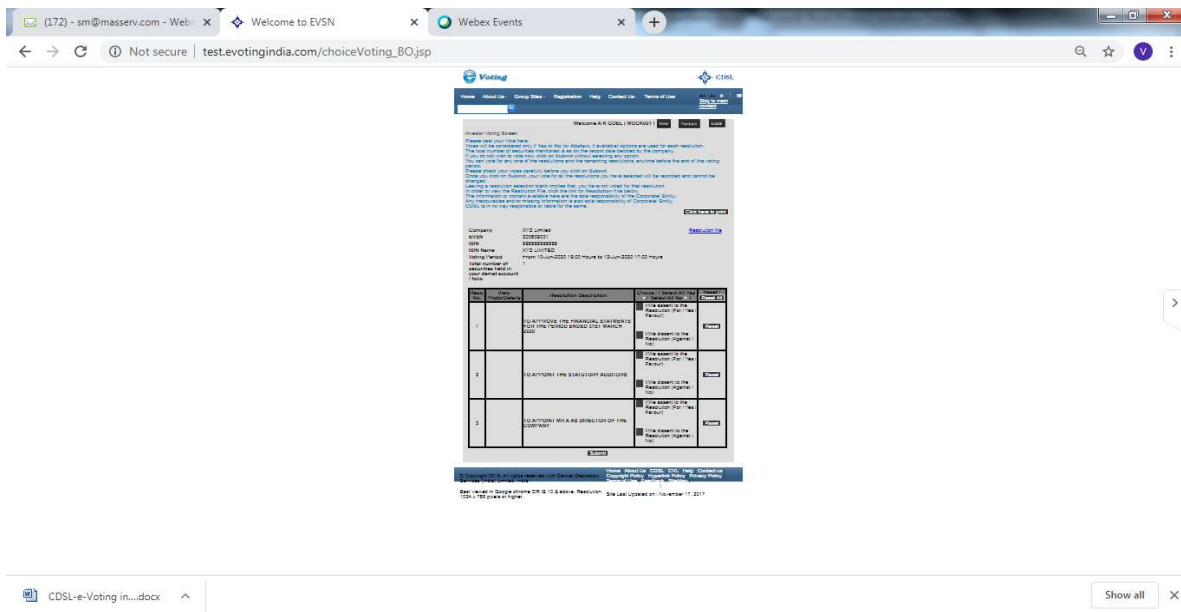


v. Enter your PAN and bank detail/DOB or follow instruction as given point number (vi) above or mentioned in invite email; then below screen will be appear.

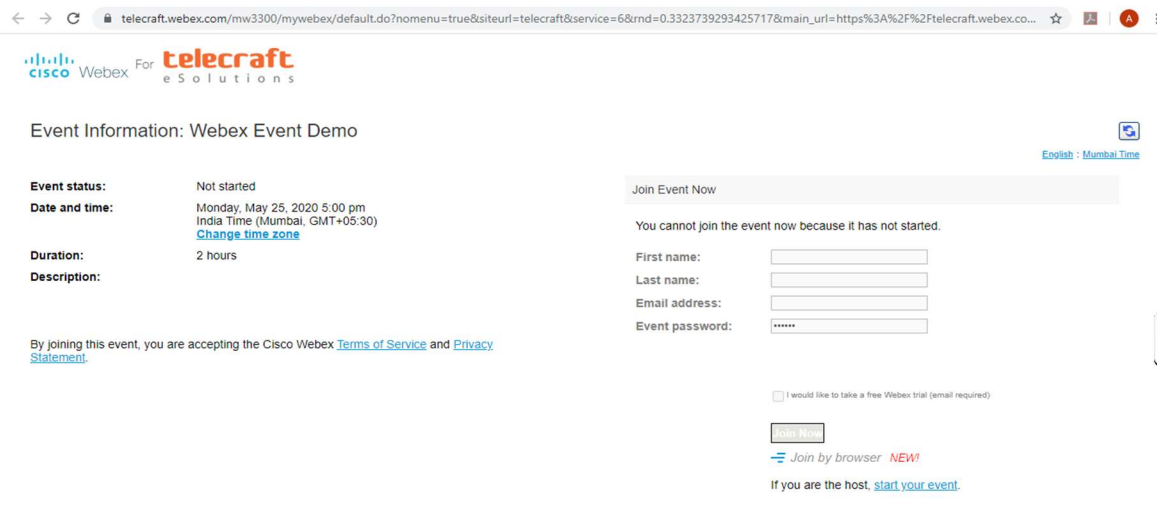


- vi. For e-voting, press EVSN number given in EVSN column; and for joining AGM through video conferencing, click on “Click here” tab under the live streaming column.

E-voting screen will be shown as below, where you can cast your vote and press submit button given at the bottom of the screen.



Screen for login into Video Conferencing is shown below:



Fill the details as:

In the “Name” field - Enter your USERID as given in email

In the “last name” field - Enter your Name

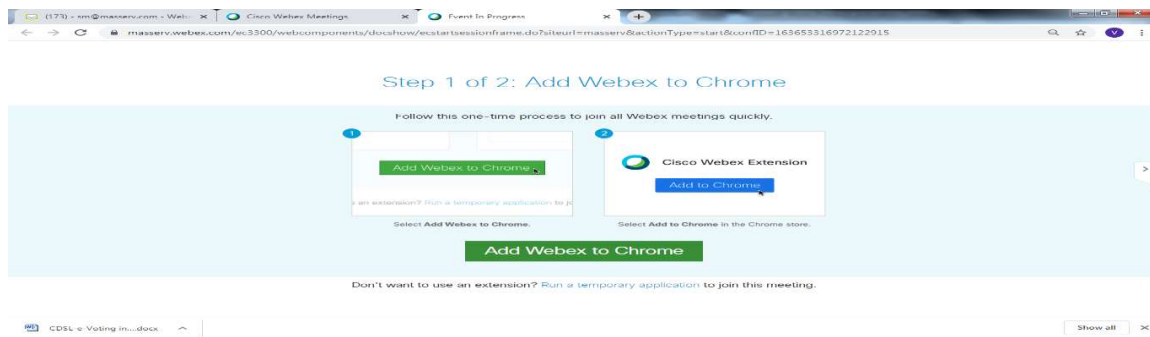
In the “Email ID” field - Put your email ID

In the “Event password” field - Put the password as “cdsl@1234”

Click join now button.

You can join meeting through laptop, tablet, and desktop. In case you want to join through mobile, you need to download the webex meet app from the respective play store .

vii. Once you click on ‘Join now’ tab, the following screen will be appear :



viii. Now, Kindly click on ‘Run a temporary application’, after which a Webex driver will get downloaded. After downloading webex driver, run the application and you will be directed to the AGM.

EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013

Item No. 3

The Board had upon the recommendation of the Nomination and Remuneration Committee, w. e. f. September 15, 2020 appointed Mr. Atul Garg (DIN: 07093376) as an Additional Director categorized as Non-Executive Director of the Company.

As per the provision of the Section 160 of the Companies Act, 2013, a person who is not a retiring director in terms of section 152 shall, subject to the provisions of Act, be eligible for appointment to the office of a director at any general meeting, if he, or some member intending to propose him as a director, left at the registered office of the company, a notice in writing under his hand signifying his candidature as a director.

The Company has received notice in writing under the provisions of Section 160 of the Companies Act, 2013, from a member proposing his candidature for the office of Director. Company is also in receipt of a declaration in form DIR-8 confirming that he is not disqualified under section 164 to act as the Director of the Companies Act, 2013.

A brief resume of Mr. Atul Garg as required under Regulation 36 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 is set out as an Annexure-1 to this Notice.

The Board recommends the resolution at No. 3 for approval by the Members by way of Ordinary Resolution.

None of the Directors, Manager, Key Managerial Personnel & their relatives, except Mr. Atul Garg, is in any way, concerned or interested, financially or otherwise, in the proposed resolution.

Item No. 4

Pursuant to the provisions of Section 161 and all other applicable provisions, if any, of the Companies Act, 2013, the Companies (Appointment and Qualification of Directors) Rules, 2014, the Board of Directors at its meeting held on 12th October, 2018 had appointed Mr. Deepak Aggarwal (DIN: 03140334) as an Additional Director categorized as Non-Executive Director of the Company. Further he was regularized as a Director by the shareholders of the Company in the meeting held on January 03, 2019.

Pursuant to the provisions of Sections 196, 197 and other applicable provisions, read with Schedule V of the Companies Act, 2013 and the Rules made thereunder and as recommended by the Nomination and Remuneration Committee of the Board, and subject to the approval of the shareholders, the Board of Directors at its meeting held on 15th September, 2020, appointed Mr. Deepak Aggarwal (DIN: 03140334) as the Whole-time Director(s) of the Company for a period of 3 years with effect from 15th September, 2020.

Mr. Deepak Aggarwal is a Qualified Chartered Accountant and possessed a rich and varied experience of over 17 years in the field of investment banking and financial service sectors in various capacities.

Considering the adequate experience of Mr. Deepak Aggarwal, the Board recommends confirmation of his appointment as Whole-time Director of the Company for a period of three years with effect from 15th September, 2020 on the terms as to remuneration as set out in the resolution being item No. 4 of the accompanying Notice subject to the approval of the Shareholders of the Company.

The terms of remuneration to be paid to Mr. Deepak Aggarwal are considered to be fair, just and reasonable and are commended for your approval.

The Company has incurred a net loss for the year ended 31st March, 2020. The Company is taking all possible steps, but it may take some time for the situation to improve. Consequently, out of abundant caution and in view of the relevant extant provisions of law relating to managerial remuneration, the Company is complying with the provisions of Section II of Part II of Schedule V of the Companies Act, 2013 which prescribes that in case of no profits or inadequate profits, the remuneration can be paid within the limits arrived at in accordance with the requirements of the said section II, subject to the following:-

- (i) The payment of remuneration is approved by a resolution passed by the Board and also by the Nomination and Remuneration Committee of Directors.
- (ii) There is no default in repayment of any of its debts or interest payable thereon.
- (iii) A resolution has been passed at a general meeting of the Company.

The Nomination and Remuneration Committee at its meeting held on September 15, 2020 had already approved the remuneration payable to Mr. Deepak Aggarwal. Further, the Company has not made any default in repayment of any of its debts or interest payable thereon.

The Company has received consent in writing to act as Director in form DIR-2 pursuant to Rule 8 of the Companies (Appointment and Qualifications of Directors) Rules, 2014 from Mr. Deepak Aggarwal.

The Board recommends the resolution at No. 4 for approval by the Members by way of Ordinary Resolution.

None of the Directors, Manager, Key Managerial Personnel & their relatives, except Mr. Deepak Aggarwal, is in any way, concerned or interested, financially or otherwise, in the proposed resolution.

THE SPECIFIED INFORMATION WHILE SEEKING APPROVAL/CONSENT OF THE SHAREHOLDERS AS REQUIRED UNDER SECTION II, PART II OF SCHEDULE V IS LISTED OUT HEREINBELOW:

I. GENERAL INFORMATION

- (1) Nature of Industry:** Your Company is engaged to carry on its business activity (ies) as an NBFC.
- (2) Date or Expected Date of Commencement of Commercial Production:** The operations of the Company has commenced in the year 1995.
- (3) In case of new Companies, expected date of commencement of activity as per project approved by the financial institution:** N.A.
- (4) Financial Performance of the Company for Financial Year 2019 - 2020 based on given indicators:**

(In Lakh)

Particulars	Amount
Net Sales	380.00
Other Income	37.01
Total Expenditure	757.99

Profit/Loss before Tax	(340.98)
Profit/Loss after Tax	(354.80)

(5) **Foreign Investments or Collaborators:** N.A.

II. INFORMATION ABOUT THE APPOINTEE

Particulars	Mr. Deepak Aggarwal (DIN: 03140334)
Background details	Mr. Deepak Aggarwal, aged 41 years holds a Bachelor's degree in Commerce and he is also a fellow member of the Institute of Chartered Accountants of India and possessed a rich and varied experience of over 17 years in the field of investment banking and financial service sectors in various capacities.
Past Remuneration	Not applicable as this is his first appointment as the Whole-time Director in the Company.
Recognition or awards	N.A.
Job Profile and his suitability	Mr. Deepak Aggarwal will be responsible for overall day to day management of the Company and shall be vested with substantial power of management of Company's affairs under the supervision and control of the Board of Directors of the Company. Considering the vast and versatile experience of Mr. Deepak Aggarwal, he is very much suitable for the job profile.
Remuneration proposed	It is proposed to appoint Mr. Deepak Aggarwal as Whole-Time Director of the Company for the period of three years starting from September 15, 2020 to September 14, 2023. Keeping in view of his role and responsibilities and role in the Company, it is proposed to provide him salary as per schedule V subject to amendment from time to time and necessary approvals, if required, including Perquisites, HRA and other allowances and Reimbursement of expenses on actuals as per the policy of the Company. He will be also entitled for annual Bonus as may be applicable and decided by Nomination and Remuneration Committee and Board of Directors.
Comparative remuneration profile with respect to industry, size of the company, profile of the position and person	For the responsibilities shouldered by Mr. Deepak Aggarwal as Whole-Time Director of the Company is to execute the various day to day business affairs of the Company, the remuneration of Mr. Deepak Aggarwal compares favorably with the remuneration paid to the Whole-Time Directors / business heads of companies in similar industry having like sized and similarly positioned businesses including business volume, profit etc.
Pecuniary relationship directly or indirectly with the company or relationship with the managerial personnel, if any	Besides the remuneration proposed, Mr. Deepak Aggarwal does not have any pecuniary relationship with the Company. There are no managerial personnel related to him.

III. OTHER INFORMATION

1. **Reasons of loss or inadequate profits:** The Company is in its growth phase and hence has had to incur cost related to branch expansion, infrastructure Human Resources and Information Technology. All these expenditure are to build long term capacity to achieve economies of scale in coming years. We are hopeful that with the current strong growth shown in its very first year of operations and planned expansion, we would be able to deliver sustainable profitability in coming years.
2. **Steps taken or proposed to be taken for improvement:** As mentioned above that your Company is in its initial year of operations and growing, we have had to incur costs related to capacity building. We are continuously optimizing our resources and productivity of employees by using technology and other analytical tools, the benefits of which will start showing in coming years. The branch unit economics are positive and hence we are very confident that with the right set of strategies, careful planning and robust execution, we will be able to hit profitability in coming years.
3. **Expected increase in productivity and profits in measurable terms:** The Company is very conscious about improvement in productivity and undertakes constant measures to improve it. However, it is extremely difficult in the present scenario to predict profits in measurable terms.

IV. DISCLOSURE

The following disclosures shall be mentioned in the Board of Director's report of the Company under the heading "Corporate Governance", if any, which shall be attached to the financial statement for the financial year ending 2019-2020:—

- (i) all elements of remuneration package such as salary, benefits, bonuses, stock options, pension, etc., of all the directors;
- (ii) details of fixed component and performance linked incentives along with the performance criteria;
- (iii) stock option details, if any, and whether the same has been issued at a discount as well as the period over which accrued and over which exercisable.

DETAILS OF DIRECTORS SEEKING APPOINTMENT/RE-APPOINTMENT AT THE ANNUAL GENERAL MEETING

[Pursuant to Regulation 36 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Clause 1.2.5 of Secretarial Standard-2 on General Meetings]

Name of the Director	Govind Gupta	Atul Garg	Deepak Aggarwal
DIN	00065603	07093376	03140334
Date of Birth	13/09/1975	21/05/1976	29/09/1979
Age	45 years	44 years	41 years
Date of first Appointment on the Board	12/10/2018	15/09/2020	12/10/2018
Qualifications	Bachelor's Degree in Commerce and a Fellow Member of the Institute of Chartered Accountants of India	M.B.A.	Bachelor's Degree in Commerce and a Fellow Member of the Institute of Chartered Accountants of India.
Expertise in specific functional areas	Chartered Accountant with experience of more than 20 years in the field of tax and company law matters.	Having a rich experience of more than 20 Years in marketing a wide spectrum of financial products.	Chartered Accountant with experience of more than 17 years in the field of investment banking and financial service sectors in various capacities.
No. of Board Meetings attended during the financial year 2019-20	5	Nil (appointed w. e. f 15/09/2020)	5
Directorships of other Board	3	2	3
Membership/Chairmanship of Committees of other Board	Nil	Nil	Nil
Number of Shares held in the Company	Nil	Nil	Nil
Inter-se relationship with other Directors, manager and Key Managerial Personnel	As mentioned below*	As mentioned below*	As mentioned below*
Terms and Conditions of appointment or re-appointment	-	-	As per the Appointment Letter
Remuneration last drawn	N.A.	N.A.	N.A.

*Moneyboxx Capital Private Limited, holding Company of Moneyboxx Finance Limited, is owned and controlled by the following under the capacity as Director(s) and/ or as Member(s) of the Company:

Name	Capacity
Mr. Govind Gupta	Director & Member
Mr. Prashant Agarwal	Director & Member
Mr. Deepak Aggarwal	Director & Authorised representative of Member "Avancer Capital Partners Pvt. Ltd."
Mr. Deepak Aggarwal	Director & Member
Mr. Mayur Modi	Member
Mr. Atul Garg	Director & Member

Registered Office:
523-A, Somdutt Chamber-II, 9,
Bhikaji Cama Place, New Delhi – 110066

By Order of the Board of Directors
For **Moneyboxx Finance Limited**
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(Radhika Garg)

Date: November 03, 2020
Place: New Delhi

Company Secretary & Compliance Officer
M. No. 36587