

TRANSCRIPT OF 22nd ANNUAL GENERAL MEETING OF COMVIVA TECHNOLOGIES LIMITED HELD AT 11.00 A.M. ON TUESDAY, JULY 20, 2021, THROUGH VIDEO CONFERENCING.

Neeraj Jain (CFO):

Good morning to all the members of the company, directors and officers of the Comviva. I welcome you all to the Company's 22nd Annual General Meeting. I am Neeraj Jain, Chief Financial Officer of Comviva Technologies Limited. I hope all of you are safe and keeping well during these tough times.

With the consent of all the directors present I recommend members to elect Mr. Manoranjan Mohapatra to Chair the meeting, being CEO of the Company. Mao: you are chairing this meeting now. Over to you Mao.

Manoranjan Mohapatra (Chairman)

Thank you Neeraj. I can see that the requisite quorum is present, so I call the twenty second annual general meeting to order now.

I would like to inform you all that Mr. Vivek Satish Agarwal, Chairman of the Board, Mr. Jagdish Mitra and Mr. Manish Vyas, other non-executive directors are unable to attend this AGM but we have Ms. Sunita Umesh, Chairperson of the NRC and Audit Committee and Mr. Rajat Mukherjee, Chairperson of the CSR Committee who are also Independent Directors of Comviva, here with us today. I also would like to inform you that both Independent Directors have authorized me being CEO of the Company to answer the queries of the members at this AGM.

Also Mr. Manish Gupta, Secretarial Auditor of the Company expressed his concerns by showing his inability to attend the meeting.

Moving on we also have Mr. Ashutosh Chaudhary, representing BSR & CO. representative of our statutory auditors who will respond to the queries of members on financial position and audit report, if there any questions.

Dear members, please note that all the statutory registers, documents, Statutory Auditor's Report and Secretarial Audit Report, as prescribed under the Companies Act, 2013, statutory are open for inspection and you can ask for a certified copy from Mr. Parminder Bakshi who is the Company Secretary through e-mailing the request in this regard at parminder.bakshi@comviva.com

The notice of the Annual General Meeting was sent to all the shareholders at their registered emails.

Members please be informed that due to COVID-19 and in accordance with the various circulars issued by MCA this AGM is being held through Video conferencing. Members may raise queries, if any for agenda items as stated in the notice. Members may express their assent or dissent to any resolution by show of hands.

General queries may be taken up once agenda items are discussed.

With the permission of the Members, I will take the notice of this AGM dated 26th June 2021 and Director's report which is approved by the Board as read. I would like to inform you that the secretarial audit report and statutory audit report of the company for the fiscal year ending 31st March 2021 do not have any observations and adverse remarks which need to be appraised to members and not requiring any clarification or explanation by the Board. We will now take up the items as stated in the notice of AGM. So, I am taking secretarial audit and statutory audit report as read.

The first item. The First item relates to adoption of Financial Statements of the Company. The Company has performed well during the year and there was a rise in profit of the company as compared to previous year. The total profit made by the Company this year is Rs. 1433/- Million."

May I request the name of the proposer and seconder please. Parminder, please take note of the proposer and seconder.

- Parminder Bakshi (CS):** Yes Mao.
- Manoranjan Mohapatra (Chairman):** I did not hear any proper or seconder yet.
- Sunita Jagtiani (General Counsel):** Shweta do you want to propose?
- Parminder Bakshi (CS):** Shweta you are requested to propose. Hi Shweta.
- Sunita Jagtiani (General Counsel):** May be Davender and Kaushalender can propose.
- Davender Rana (Member):** Yeah, I propose.
- Kaushalender Singh (Member):** and I second.
- Parminder Bakshi (CS):** Okay sure.

Manoranjan Mohapatra (Chairman): You can also put your assent or dissent on the chat. Those in favour may raise their hands. Are we okay Parminder?

Parminder Bakshi (CS): Yes Mao, we can move ahead with this.

Manoranjan Mohapatra (Chairman): Those who are against may raise their hands now. I didn't see any hand raising against, so this resolution is passed unanimously.

Going to the second item this relates to appointment of Mr. Jagdish Mitra, who is liable to retire by rotation. As per the provisions of Companies Act, the director who have been longest in the office is eligible for retire by rotation. The members are requested to approve his appointment.

May I request the name of the proposer and seconder please.

Davender Rana (Member): I can propose.

Manoranjan Mohapatra (Chairman): Okay Davender Rana is proposing. Who is seconding?

Kaunshalender Singh (Member): I am seconding.

Manoranjan Mohapatra (Chairman): Kaushalender is the seconder. Those in favour may raise their hands. Those against may raise their hands. So, this is passed unanimously.

We have a third item which relates to regularization of Mr. Manish Vyas as director, who was appointed as an additional director as on January 25, 2021, and holds the office till this AGM. The members are requested to approve the regularization of Mr. Manish as a director. Proposer and seconder please.

Amrita Agarwal (Member): I can propose.

Kaushalender Singh (Member): and I can second.

Manoranjan Mohapatra (Chairman): Those in favour may raise their hands. Those against please raise your hands. Passed unanimously.

I open the house for general queries, interaction and any clarifications if the members may have.

Okay, I thank the members who took time to be here, and I hereby close the meeting. Thank you.



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Neeraj Jain (CFO):

Now, I close the meeting with the vote of thanks to the chair. Now we close the meeting. Thank you everyone.

Parminder Bakshi (CS):

Okay. Thank you everyone.
