

**1ST EXTRAORDINARY GENERAL MEETING FOR THE FINANCIAL YEAR 2024-25 HELD ON FEBRUARY 25,
2025 OF 360 ONE WAM LIMITED**

- **Mr. Rohit Bhase – Company Secretary, 360 ONE WAM LIMITED:**
- Good afternoon, ladies and gentlemen, dear members, it is 2:00 p.m. of 25th February 2025, and it is time to commence the Meeting. On behalf of the Board of Directors and the management of 360 ONE WAM LIMITED, I, Rohit Bhase, Company Secretary, welcome you to the 1st Extraordinary General Meeting of the Company for FY 2024-25, being held through Video Conferencing and Other Audio-Visual Means. In view of the circulars issued by Ministry of Corporate Affairs and SEBI read with applicable secretarial standards, we are holding this Meeting through Video Conferencing and Other Audio-Visual Means. The Company has made necessary arrangements with CDSL to provide the facility for voting through remote e-voting and e-voting during the Meeting and also for participation in Meeting through Video Conferencing and Other Audio-Visual means on first come first serve basis. I request the members to note that the facility for e-voting during the Meeting is available from now till 15 minutes after the conclusion of the Meeting for those members who have not already voted via e-voting system provided by CDSL. All the members who have joined this Meeting are ‘by default’ placed on mute mode by the host to avoid any disturbance arising from the background noise and to ensure smooth and seamless conduct of this Meeting. Once the question-and-answer session starts, the Chairperson will one-by-one announce the names of the members who have registered themselves as the speaker shareholder. The speaker shareholder will thereafter be unmuted by the host and then the respective speaker shareholders are requested to click the video-on button. We request speaker shareholders to kindly limit their speech to the agenda related to the Meeting only.
- During the Meeting if any member faces any technical issue, they may contact toll free helpline number mentioned in the notice of the Meeting which is 1800 21 09911, I repeat the toll-free helpline number for resolving any technical issue is 1800 21 09911. In case a shareholder is joining from outside India please add 91 as prefix. Further, since the proceedings of the Meeting are being recorded, the members are requested to avoid disclosing any sensitive personal information. All directors including Chairperson - Mr. Akhil Gupta, Chairperson of Audit Committee and Nomination and Remuneration Committee - Ms. Geeta Mathur, Members of the Stakeholder Relationship Committee - Ms. Revathy Ashok and Mr. Yatin Shah, and other directors are present through video conferencing from their respective locations except Mr. Pierre De Weck, Mr. Karan Bhagat and Mr. Rishi Mandawat who are unable to attend this Meeting due to pre-occupation.
- The representatives of Statutory Auditors, Deloitte Haskins & Sells LLP, Chartered Accountants, the Secretarial Auditors, Mehta & Mehta Practising Company Secretaries, and the Scrutinizer, Nilesh Shah & Associates, are also present in the Meeting through video conferencing.
- The members attending the EGM through VC or OAVM shall be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013. Accordingly, the requisite quorum for the Meeting is present. Requisite and relevant documents referred to in the notice and explanatory statement including certain statutory registers were made available to members for inspection till the date of the Meeting.
- Now I request Mr. Akhil Gupta, the Chairperson, to chair the Meeting and take the proceedings forward.

- **Mr. Akhil Gupta – Chairperson, 360 ONE WAM LIMITED:**
- Thank you, Rohit.
- Good afternoon, dear shareholders, ladies and gentlemen. A requisite quorum being present I call the Meeting to order.
- A warm welcome to all the members to this 1st EGM of the company for FY 2024-25. It is my privilege and honour to address you today, for the first time, as Chairman of your Company which has taken a leadership position in the industry. A very sincere thank you to all of you for joining this Meeting.
- Before proceeding, let me introduce my colleagues on the Board. Our board consists of 9 directors - Ms. Geeta Mathur, Ms. Revathy Ashok, Mr. Pierre De Weck, Mr. Sandeep Tandon and me are the Independent Directors on the Board. Mr. Yatin Shah and Mr. Karan Bhagat are from the management and the promoter group. Mr. Rishi Mandawat and Mr. Pavninder Singh are Non-Executive Nominee Directors of a major investor i.e. Bain capital. We also have today – Sanjay Wadhwa, Chief Financial Officer of the Company, who is joining this Meeting through video conference facility.
- Members are requested to note that those members, who have not registered themselves as the speaker with the Company as per the details mentioned in the Notice and have any queries, are requested to write on the Question & Answer tab that is available on the screen, so that all the valid queries may be addressed together, after all speaker shareholders have expressed their views or raised their queries.
- A notice convening the 1st EGM for FY 2024-25 and the corrigendum thereto was sent electronically to those members who have shares of the Company on the cut-off date for dispatch of that notice i.e. 24th January 2025 and additionally, to those members who have shares of the Company on the cut-off date for voting rights that is 18th February 2025. The said documents were sent to the members whose email ids were registered with the Company or the RTA or depository participants. These documents are also available on the Company website and are also provided in physical format to those members who have requested for the same by sending an email to the Company.
- Considering the above notice and the corrigendum thereto has been taken as read, may I now request Rohit to take the proceedings forward and brief the members of the company on the resolutions being put to vote for this Meeting. The Company has taken adequate steps and efforts to enable members to participate and vote on the items being considered in the Meeting.
- Over to you, Rohit.
- **Mr. Rohit Bhase – Company Secretary, 360 ONE WAM LIMITED:**
- Thank you, sir.
- Members may note that since this Meeting is being held through video conferencing pursuant to MCA and SEBI Circulars the facility to appoint proxy to attend and cast vote on behalf of the members is not applicable and hence register of proxy is not required. Pursuant to the provisions of the Companies Act, 2013, read with the Rules notified thereunder, SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company is required to provide an e-voting facility to its

shareholders to enable them to cast their votes electronically for all resolutions to be passed at the General Meeting. Accordingly, the Company has provided remote e-voting facility through the platform provided by CDSL to the members and also the facility to vote during the Meeting for the members who are present at the Meeting through video conferencing and who have not yet cast their votes by remote e-voting. A person whose name is recorded in the Register of Members or in Register of Beneficial Owners maintained by the depositories as on the cut-off date i.e. Tuesday, February 18th, 2025, only shall be entitled to avail the facility of e-voting. The remote e-voting commenced on Friday, February 21st, 2025, at 9:00 am IST and concluded on Monday, February 24th, 2025, at 5:00 pm IST. Since the Meeting is being held through video conferencing and the resolutions mentioned in the Notice have already been put to vote through e-voting no proposing or seconding of resolutions is required.

- With this, I now move the resolutions one-by-one by calling description of the resolutions and take the resolutions as read. The statement annexed to the notice in connection with special businesses contains the objectives for which resolutions are proposed to be passed.
- **Resolution No. 1:** Appointment of Mr. Sandeep Tandon (DIN: 00054553) as a Non-Executive, Independent Director of the Company.
- **Resolution No. 2:** Approval for Issue of Equity Shares of the Company on Preferential Basis for consideration other than cash.
- **Resolution No. 3:** Approval for Issue of Warrants of the Company on Preferential Basis.
- Now I request Mr. Akhil Gupta, Chairperson, to take the proceedings forward.
- **Mr. Akhil Gupta – Chairperson, 360 ONE WAM LIMITED:**
- May I now invite the members who have registered themselves as speaker shareholders with this Company. If they have any questions or need any clarifications, I would request members to restrict their speech or queries only to the items which are subject matter of this Meeting and not to raise any other matter in any other capacity. I also request other speakers to remain muted till I call out the respective names.
- May I request Mr. Bharat Shah to share his views please.
- **Ms. Smita Shah – Shareholder:**
- Hello, hello. Can you hear me?
- **Mr. Akhil Gupta – Chairperson, 360 ONE WAM LIMITED:**
- Yes.
- **Ms. Smita Shah – Shareholder:**
- Hello. Sir, can you hear me? Hello, sir, can you hear me?

– **Mr. Rohit Bhase – Company Secretary, 360 ONE WAM LIMITED:**

– Smitaji, you can be heard. Can you hear us?

– **Ms. Smita Shah – Shareholder:**

– Yes, I can hear you. Can you hear me properly?

– **Mr. Rohit Bhase – Company Secretary, 360 ONE WAM LIMITED:**

– Yes, we can hear you very clearly.

– **Ms. Smita Shah – Shareholder:**

– Thank you so much.

– Respected Chairperson, Mr. Akhilji, and all esteemed directors, please accept my greetings.

– First of all, I would like to thank the CS team, Rohitji and his entire team who have sent us the physical copy of the notice and have also given us this opportunity to talk by sending us the link. I would like to praise the good investor services of Mr. Rohit, Richaji and Mansi and all members of his team and thank them for their services.

– Chairman sir, we are very old shareholders of the Company. Our faith has always been with you, and you have done everything in the interest of the shareholders. We will always support you. I do not have any queries, and we support you for all the resolutions presented in this Meeting today.

– Sir, I have just one query and that is now that there is no fear of Corona why you continue to talk to us with this distance. Do you like doing this? We don't like this. Earlier you would meet us at least once a year, but since the last 5 years you have been talking to us with this distance between us, and I am sure you also would be feeling the disconnect. I would like to ask you why you are doing this; you would answer that it is mandated by the government. But now the government has given an option of hybrid Meetings. Please think of the old shareholders who have been attending your Meetings since years, please give us an opportunity to meet you physically. Please look into this genuine request of mine and arrange for a physical AGM. Our support is always with you. May the year 2025 may be a good one for you and I wish you all the best for the future.

– Thank you. I request you to keep the line open as Bharat Shah would like to talk now.

– **Mr. Akhil Gupta – Chairperson, 360 ONE WAM LIMITED:**

– Thank you, Smitaji.

– **Mr. Bharat Shah – Shareholder:**

– Respected Chairman and esteemed directors, my name is Bharat Shah. I am a shareholder of your Company for many years, and I am attending AGM for many years. You have managed this Company very well; the other four companies are also being run very well. I therefore congratulate Venkat,

Nirmal bhai Jain and all the board of directors and also you the Chairman and wish that the Company progresses more and more in future. I also thank the Company Secretary's team, Mansiji, Richaji and all his team, they are giving us very good service and take a lot of care of the shareholders and give them a lot of respect and also solve the queries of the shareholders. I thank the team very much. I also agree with my earlier speaker with the idea of a physical meeting so that we get an opportunity to meet you face to face which we have not been able to do so in the last 5 years. I also wish the Company will grow in the future. I support all the resolutions. I have always been with the Company and will always support the Company.

– Thank you very much. Jai Hind, Jai Jinendra, thank you, all my good wishes.

– **Mr. Akhil Gupta – Chairperson, 360 ONE WAM LIMITED:**

– Thank you very much, Smitaji and Bharat bhai. Your encouragement is very necessary for the Company and for us. Your point of physical Meeting will be discussed by us and hopefully we will meet you face-to-face in the future meetings. Thank you so much.

– May I now request Ms. Poonam Vakil to share her views please.

– Okay, Mr. Dharmesh Vakil.

(Ms. Poonam Vakil and Mr. Dharmesh Vakil could not join the Meeting)

– Okay, so over to you, Rohit, if there are no other speakers.

– **Mr. Rohit Bhase – Company Secretary, 360 ONE WAM LIMITED:**

– Sure, sir. CDSL team, I request if you can highlight if there are any queries raised in Q&A feature available for the shareholders.

– **Mr. Bhushan – CDSL Cohost:**

– Just a moment

– **Mr. Rohit Bhase – Company Secretary, 360 ONE WAM LIMITED:**

– I think there are two queries that are submitted.

– **Mr. Rohit Bhase – Company Secretary, 360 ONE WAM LIMITED:**

– As I can see there is first query coming from Mr. Dinesh. His query is - Excellent scheme for reducing debt. We support all resolutions. After this preferential issue what will be our debt? So that is a query one shareholder has raised.

– The other query Mr. Mukesh....

– **Mr. Sanjay Wadhwa – Chief Financial Officer, 360 ONE WAM LIMITED:**

- You can take all the queries and I can take them together.
- **Mr. Rohit Bhase – Company Secretary, 360 ONE WAM LIMITED:**
- Yes, Sanjay. There is one more query that has come from Mr. Mukesh Mohan, documents for inspection not available in Extraordinary General Meeting held on 1st Feb actually it should be 25th Feb 2025.
- So, these are the two queries I can see on the CDSL portal. CDSL, any other query you can see?
- **Mr. Bhushan – CDSL Cohost:**
- No, there are two queries only.
- **Mr. Rohit Bhase – Company Secretary, 360 ONE WAM LIMITED:**
- So, Sanjay and Yatin sir, I request if you can respond to the queries.
- **Mr. Rohit Bhase – Company Secretary, 360 ONE WAM LIMITED:**
- Sanjay, you are on mute.
- **Mr. Sanjay Wadhwa – Chief Financial Officer, 360 ONE WAM LIMITED:**
- Am I audible now?
- **Mr. Rohit Bhase – Company Secretary, 360 ONE WAM LIMITED:**
- Yes.
- **Mr. Sanjay Wadhwa – Chief Financial Officer, 360 ONE WAM LIMITED:**
- So, the first query around the overall debt because of the pref allotment or the transaction, basically there is no incremental debt that the Company is incurring. The overall debt after the QIP now stands at about 10,000 crores so that's the number but otherwise no additional borrowing on account of this transaction.
- **Mr. Rohit Bhase – Company Secretary, 360 ONE WAM LIMITED:**
- Thank you, Sanjay.
- As regards the second query with respect to inspection documents, we wish to submit that links of valuation report, pricing certificate and certificates availed from practising company secretaries as required under applicable law form part of the notice and the weblink of the same was already provided. Further, as per Note 8 of the notice, documents were available for inspection by writing an email to the secretarial team of the Company as already mentioned in the notice.
- Thank you, sir.

- Now I request the members who have already voted via e-voting system provided by CDSL or via e-voting facility at this Meeting till now to cast their votes. The instructions about the same are given in the notice of the Meeting. Members are requested to note that those members who have already voted electronically through remote e-voting are not eligible to vote at the Meeting. Members, please note that the facility for e-voting shall also be available for 15 minutes after conclusion of the Meeting. The members are requested to vote on the proposed resolutions as set out in the notice of the Meeting.
- The Company has appointed CS Nilesh Shah, Practising Company Secretary or failing him Ms. Hetal Shah or failing her, Mr. Mahesh Darji, from Nilesh Shah and Associates, Company Secretaries as the scrutinizers for remote e-voting and also for votes cast by members during the Meeting by e-voting system, to scrutinize the e-voting process in a fair and transparent manner. The results of the e-voting will be informed to the stock exchanges and will also be uploaded on the Company's website and also on the website of CDSL.
- Now I request Akhil sir to take the proceedings forward.
- **Mr. Akhil Gupta - Chairperson, 360 ONE WAM LIMITED:**
- Thank you, Rohit.
- I believe all the members attending this Meeting have voted on the resolutions, and if not I request the members to vote on the same.
- I authorize the Company Secretary to receive, acknowledge and countersign the Scrutinizer's report in connection with the Meeting and declare the results of the voting as per the applicable laws.
- I would like to take this opportunity to thank all the shareholders for taking time out to attend this Meeting.
- I also want to thank all the Board members and other invitees and all the senior members of the management for attending this Meeting.
- With this, I along with the other members of the board and key managerial personnel would like to conclude this Meeting.
- Thank you.
- **Mr. Rohit Bhase – Company Secretary, 360 ONE WAM LIMITED:**
- Thank you, sir.
- Now I offer vote of thanks to the Chair on behalf of all the shareholders and the Board of Directors present at the Meeting.

- **Mr. Akhil Gupta - Chairperson, 360 ONE WAM LIMITED:**
- Thank you very much.
- ***END OF MEETING***