

Date: April 29, 2024

To,

BSE Limited

Department of Corporate Services,
P. J. Towers, Dalal Street, Fort,
Mumbai: 400001

Sub- Outcome of the meeting of the Board of Directors of Unifinz Capital India Limited (the “Company”), in terms of the provisions of Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”)

Our Values



Innovation

Ref: - Outcome of the meeting of the Board of Directors held on Monday i.e. April 29, 2024

Scrip Code – 541358, Scrip ID – UCIL



Trust

Dear Sir/Madam (s),

In terms of Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we wish to inform your good office that the Board of Directors of our Company, in their meeting held today i.e., Monday, April 29, 2024 at 03:00 PM inter alia, considered and approved the following business:



Growth

1. Increase of Authorised Share Capital of the Company from ₹3,50,00,000/- to ₹8,50,00,000/-

Increase of Authorised Share Capital of the Company from existing ₹3,50,00,000/- (Rupees Three Crore Fifty Lakhs Only) consisting of 35,00,000 (Thirty Five Lakhs Only) equity shares of face value ₹10.00/- each to ₹8,50,00,000/- (Rupees Eight Crore Fifty Lakhs Only) consisting of 85,00,000 (Eighty Five Lakhs Only) equity shares of face value ₹10.00/- each, and consequent alteration in Clause V of the Memorandum of Association of the Company relating to the share capital of the Company, subject to the approval of the shareholders at the ensuing Extraordinary General Meeting (“EGM”)



Integrity

2. Issuance of warrants convertible into equity shares of the Company on preferential basis

To issue upto 50,00,000 (Fifty Lakh Only) warrants, each convertible into, or exchangeable for, one fully paid-up equity share of the Company of face Value ₹ 10.00/- (Rupees Ten only) (“**Warrants**”) at a price of ₹56.20/- (Rupees Fifty Six and Twenty Paise Only) each payable in cash (“**Warrant Issue Price**”) aggregating upto ₹28,10,00,000/- (Rupees Twenty Eight Crore Ten Lakhs Only) (“**Total Issue Size**”), to persons / entity as listed in Annexure I (“**Proposed Allottees**”) who are belonging to non-promoter group, the preferential issue which will be in accordance with provisions of section 23(1)(b), 42, 62(1)(c) of the Companies Act, 2013 as amended, read with Companies (Prospectus and Allotment of Securities) Rules, 2014, and Companies (Share Capital and Debentures) Rules, 2014 as amended, and Chapter V of Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 as amended (“**SEBI ICDR Regulations**”), SEBI LODR Regulations and such other acts / rules / regulations as may be applicable and subject to necessary approval of the shareholders of the Company at the ensuing Extraordinary General Meeting and other regulatory authorities, as may be applicable.

Unifinz Capital India Limited

Formerly Shree Worstex Limited

CIN: L17111DL1982PLC013790 | Chawla House 3rd floor, 19 Nehru Place, New Delhi - 110 019

+91-11-49953454 | +91-7373737316 | info@lendingplate.com | lendingplate.com | unifinz.in

Necessary information in respect of issuance of securities as per SEBI Circular No. CIR/CFD/CMD/4/2015 dated September 09, 2015 and SEBI/HO/CFD/CFD-PoD-1/p/CIR/2023/123 dated July 13, 2023 read with Regulation 30 -Para A of Part A of Schedule III of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time are annexed herewith as **Annexure A**.

3. The Board of Directors of the Company have decided to hold an EGM of the Company on Monday, May 27, 2024 at 03.00 PM through video conference / other audio-visual means (“VC”). The Board has approved the draft notice of the EGM and matters related thereto to be issued to the shareholders for convening the EGM.
4. The Company has fixed Monday, May 20, 2024 as the cut-off date for determining the eligibility of the members, entitled to vote by remote e-voting and voting at the ensuing EGM of the Company schedule to be held on Monday, May 27, 2024 at 03.00 PM through video conference / other audio-visual means (“VC”)
5. The Board has appointed Mr. Uttasav Singh, proprietor the firm named M/s. Singh US & Associates, Company Secretaries to act as a Scrutinizer for the purpose of conducting the e-voting process and Voting at the Extraordinary General Meeting of the Company.
6. The Board has appointed for providing video conferencing (“VC”) facility in a fair and transparent manner at the ensuing Extra-ordinary General Meeting, the Company is required to appoint a National Securities Depository Limited (“NSDL”) for the same and further consent has been recorded for the same.
7. Board of directors on the recommendation of the Audit Committee appointed M/s. Singh US & Associates, Practicing Company Secretary, (M.NO:61474, COP No. 23792) as a Secretarial Auditor of the Company to conduct the Secretarial Audit for the Financial Year 2024-2025 and to provide Annual Secretarial Compliances Report in applicable specified format.

Brief profile of M/s Singh US & Associates is enclosed herewith **Annexure-B**.

8. Board of directors on the recommendation of the Audit Committee re-appointed M/s. PVAR & Associates., Chartered Accountants, (Firm Registration No. 005223C) as the Internal Auditors of the Company for the financial year 2024-2025.

Brief profile of M/s M/s. PVAR & Associates is enclosed herewith **Annexure-C**.

The meeting of the board of directors commenced at 3:00 P.M. and concluded at 03:30 P.M.

We request you to take the above information on record.

Thanking you,

Yours faithfully,

For **Unifinz Capital India Limited**

Kaushik Chatterjee
Chief Executive

Annexure – A

The Details required under Schedule III of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Circular No. CIR/CFD/CMD/4/2015 dated September 09, 2015 and SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023 and are given as under:

S. No.	Particulars	Details																																								
1.	Type of securities proposed to be issued (viz. equity shares, convertibles, etc.)	Warrants, each convertible into, or exchangeable for, one fully paid-up equity share of the Company of face value ₹ 10.00/- (Rupees Ten only) each.																																								
2.	Type of issuance (further public offering, rights issue, depository receipts (ADR/GDR), qualified institutions placement, preferential allotment etc.)	Preferential allotment																																								
3.	Total number of securities proposed to be issued or the total amount for which the securities will be issued (approximately)	Up to 50,00,000 (Fifty Lakh Only) Warrants, each convertible into, or exchangeable for one fully paid-up equity share of the Company of face value ₹10.00/- (Rupees Ten only) each at a price of ₹56.20/- (Rupees Fifty Six and Twenty Paise Only) each payable in cash (“Warrant Issue Price”), aggregating upto ₹28,10,00,000/- (Rupees Twenty Eight Crore Ten Lakhs Only) (“ Total Issue Size ”).																																								
4.	Additional Information in case of preferential issue the listed entity shall disclose the following additional details to the stock exchange(s):																																									
i.	Names of the Investors	<table border="1"> <thead> <tr> <th>Sr. No.</th> <th>Name</th> <th>No. of Warrants propose to be issued</th> <th>Promoter/Non-Promoter</th> </tr> </thead> <tbody> <tr> <td>1.</td> <td>Atika Goyal</td> <td>7,07,000</td> <td>Non-Promoter</td> </tr> <tr> <td>2.</td> <td>Pammi Singh</td> <td>65,000</td> <td>Non-Promoter</td> </tr> <tr> <td>3.</td> <td>Vikram Gupta</td> <td>65,000</td> <td>Non-Promoter</td> </tr> <tr> <td>4.</td> <td>Sarita Gupta</td> <td>65,000</td> <td>Non-Promoter</td> </tr> <tr> <td>5.</td> <td>Shubh Charn Bansal</td> <td>65,000</td> <td>Non-Promoter</td> </tr> <tr> <td>6.</td> <td>Paaven Bansal</td> <td>17,83,000</td> <td>Non-Promoter</td> </tr> <tr> <td>7.</td> <td>Kotia Enterprises Limited</td> <td>5,00,000</td> <td>Non-Promoter</td> </tr> <tr> <td>8.</td> <td>Ayaan Finserve India Private Limited</td> <td>7,50,000</td> <td>Non-Promoter</td> </tr> <tr> <td>9.</td> <td>Amicorp Capital (Mauritius) Limited</td> <td>10,00,000</td> <td>Non-Promoter</td> </tr> </tbody> </table>	Sr. No.	Name	No. of Warrants propose to be issued	Promoter/Non-Promoter	1.	Atika Goyal	7,07,000	Non-Promoter	2.	Pammi Singh	65,000	Non-Promoter	3.	Vikram Gupta	65,000	Non-Promoter	4.	Sarita Gupta	65,000	Non-Promoter	5.	Shubh Charn Bansal	65,000	Non-Promoter	6.	Paaven Bansal	17,83,000	Non-Promoter	7.	Kotia Enterprises Limited	5,00,000	Non-Promoter	8.	Ayaan Finserve India Private Limited	7,50,000	Non-Promoter	9.	Amicorp Capital (Mauritius) Limited	10,00,000	Non-Promoter
Sr. No.	Name	No. of Warrants propose to be issued	Promoter/Non-Promoter																																							
1.	Atika Goyal	7,07,000	Non-Promoter																																							
2.	Pammi Singh	65,000	Non-Promoter																																							
3.	Vikram Gupta	65,000	Non-Promoter																																							
4.	Sarita Gupta	65,000	Non-Promoter																																							
5.	Shubh Charn Bansal	65,000	Non-Promoter																																							
6.	Paaven Bansal	17,83,000	Non-Promoter																																							
7.	Kotia Enterprises Limited	5,00,000	Non-Promoter																																							
8.	Ayaan Finserve India Private Limited	7,50,000	Non-Promoter																																							
9.	Amicorp Capital (Mauritius) Limited	10,00,000	Non-Promoter																																							

ii.	Post allotment of securities - outcome of the subscription	<p>The warrants convertible into equity shares are proposed to be allotted to non-promoters of the Company.</p> <p>Details of shareholding in the Company, prior to and after the proposed Preferential Issue, are as under:</p> <table border="1" data-bbox="638 342 1419 1115"> <thead> <tr> <th rowspan="2">Name of Investors</th> <th colspan="2">Pre-Preferential Issue</th> <th colspan="2">Post Preferential Issue (Presuming full conversion of Warrants)</th> </tr> <tr> <th>Shares</th> <th>%</th> <th>Shares</th> <th>%</th> </tr> </thead> <tbody> <tr> <td>Atika Goyal</td> <td>50</td> <td>Negligible</td> <td>7,07,050</td> <td>8.69%</td> </tr> <tr> <td>Pammi Singh</td> <td>8,260</td> <td>0.26%</td> <td>73,260</td> <td>0.90%</td> </tr> <tr> <td>Vikram Gupta</td> <td>500</td> <td>Negligible</td> <td>65,500</td> <td>0.80%</td> </tr> <tr> <td>Sarita Gupta</td> <td>50</td> <td>Negligible</td> <td>65,050</td> <td>0.80%</td> </tr> <tr> <td>Shubh Charn Bansal</td> <td>12,251</td> <td>0.39%</td> <td>77,251</td> <td>0.95%</td> </tr> <tr> <td>Paaven Bansal</td> <td>70</td> <td>Negligible</td> <td>17,83,070</td> <td>21.91%</td> </tr> <tr> <td>Kotia Enterprises Limited</td> <td>Nil</td> <td>Nil</td> <td>5,00,000</td> <td>6.14%</td> </tr> <tr> <td>Ayaan Finserve India Private Limited</td> <td>Nil</td> <td>Nil</td> <td>7,50,000</td> <td>9.21%</td> </tr> <tr> <td>Amicorp Capital (Mauritius) Limited</td> <td>Nil</td> <td>Nil</td> <td>10,00,000</td> <td>12.29%</td> </tr> </tbody> </table>	Name of Investors	Pre-Preferential Issue		Post Preferential Issue (Presuming full conversion of Warrants)		Shares	%	Shares	%	Atika Goyal	50	Negligible	7,07,050	8.69%	Pammi Singh	8,260	0.26%	73,260	0.90%	Vikram Gupta	500	Negligible	65,500	0.80%	Sarita Gupta	50	Negligible	65,050	0.80%	Shubh Charn Bansal	12,251	0.39%	77,251	0.95%	Paaven Bansal	70	Negligible	17,83,070	21.91%	Kotia Enterprises Limited	Nil	Nil	5,00,000	6.14%	Ayaan Finserve India Private Limited	Nil	Nil	7,50,000	9.21%	Amicorp Capital (Mauritius) Limited	Nil	Nil	10,00,000	12.29%
Name of Investors	Pre-Preferential Issue			Post Preferential Issue (Presuming full conversion of Warrants)																																																				
	Shares	%	Shares	%																																																				
Atika Goyal	50	Negligible	7,07,050	8.69%																																																				
Pammi Singh	8,260	0.26%	73,260	0.90%																																																				
Vikram Gupta	500	Negligible	65,500	0.80%																																																				
Sarita Gupta	50	Negligible	65,050	0.80%																																																				
Shubh Charn Bansal	12,251	0.39%	77,251	0.95%																																																				
Paaven Bansal	70	Negligible	17,83,070	21.91%																																																				
Kotia Enterprises Limited	Nil	Nil	5,00,000	6.14%																																																				
Ayaan Finserve India Private Limited	Nil	Nil	7,50,000	9.21%																																																				
Amicorp Capital (Mauritius) Limited	Nil	Nil	10,00,000	12.29%																																																				
iii.	Issue price	<p>Warrants, convertible into, or exchangeable for, one fully paid-up equity share of the Company of face value ₹ 10.00/- (Rupees Ten only) each to be issued to the Proposed Allottees at a price of ₹56.20/- (Rupees Fifty Six and Twenty Paise Only) per equity Share having face value of ₹ 10.00/- (Rupees Ten only) fully paid up and premium of ₹46.20/- per each such equity share payable in cash (“Warrant Issue Price”). Warrant Issue Price is more than the minimum price calculated in accordance with SEBI ICDR Regulations which is ₹56.19/- per equity share.</p>																																																						
iv.	Number of investors	9 (Nine) Investors																																																						
v.	In case of convertibles - intimation on conversion of securities or on lapse of the tenure of the instrument	Each of the Warrant is exercisable into 1 Equity Share having face value of ₹10.00/- (Rupees Ten only) each. The tenor of the Warrants is 18 months from the date of the allotment. The Warrants shall be convertible in one or more tranches.																																																						
vi.	Any cancellation or termination of proposal for issuance of securities including reasons thereof	Not Applicable																																																						

Annexure-B

The particulars required as per Regulation 30 of the SEBI (Listing Obligation and Disclosure Requirements) Regulation, 2015 are given below:

S.No	Particulars	Details
1	Reason for Change viz. appointment, resignation , removal, death or otherwise	Appointment
2	Name	M/s. Singh US & Associates, Company Secretaries (M No: 61474)
3	Date of Appointment	29th April, 2024
4	Term of Appointment	Appointed As Secretarial Auditor to issue Secretarial Audit Report for the Financial Year 2024-25
5	Brief Profile	M/s. Singh US & Associates., Company Secretaries, firm having an expertise in Company Law matters relating to ROC, RD - MCA, NCLT, RBI, FEMA, Stock Exchanges, etc.
6	Disclosure of Relationship	Not Applicable

Annexure-C

The particulars required as per Regulation 30 read with Para A of Part A of Schedule III of the SEBI (Listing Obligation and Disclosure Requirements) Regulation, 2015 are given below:

S.No	Particulars	Details
1	Reason for Change viz. appointment, resignation , removal, death or otherwise	Appointment
2	Name	M/s. P V A R & Associates., Chartered Accountants (FRN: 005223C)
3	Date of Appointment	29th April, 2024
4	Term of Appointment	Appointed as Internal Auditor of the Company for the Financial Year 2024-25
5	Brief Profile	M/s. PVAR & Associates., Chartered Accountants, firm having an expertise in providing a comprehensive range of accounting, auditing and assurance, financial and legal consulting, tax management, management consultancy, Direct/ Indirect tax consultancy, accounting services, secretarial services, financial accounting consultants, and other financial services.
6	Disclosure of Relationship	Not Applicable