

## CORRIGENDUM TO THE NOTICE OF EXTRA ORDINARY GENERAL MEETING

To,

### **The Members of Unifinz Capital India Limited**

This is in reference to the Notice of Extra Ordinary General Meeting (“EGM”) dated January 01, 2025, which was already emailed to all the shareholders of the Unifinz Capital India Limited (“Company”) together with Explanatory Statement on January 04, 2025 for the EGM scheduled to be held on Wednesday, January 29, 2025 at 3.00 p.m. through Video Conferencing (VC)/other Audio Visual Means (“OVAM”) pursuant to the applicable provisions of the Companies Act, 2013 (“Companies Act”), read with applicable rules of the Companies (Management and Administration) Rules, 2014 (“Rules”), (including any statutory modification or re-enactment thereof, for the time being in force), Secretarial Standard on General Meetings (“SS-2”), Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”) and other applicable laws and regulations.

The Company through this Corrigendum wishes to draw stakeholders/shareholders attention regarding certain alterations/modifications in Item No. 2 of the said Notice and Explanatory Statement. The Item No. 2 of the Notice and Explanatory Statement is now read as following:

#### **Item No. 2:**

#### **Issue of Equity Shares to the proposed allottees on a Preferential Basis through private placement offer letter.**

To consider and if thought fit, to pass, with or without modification(s), the following resolution as **Special Resolution**:

“RESOLVED THAT pursuant to Sections 23(1)(b), 62(1)(c), read with section 42 and other applicable provisions, if any, of the Companies Act (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), read with Rule 13 of Companies (Share Capital and Debentures) Rules, 2014 and Rule 14 of Companies (Prospectus and Allotment of Securities) Rules, 2014 and in accordance with the provisions of the Memorandum and Articles of Association of the Company and in accordance with the provisions on preferential issue as contained in Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations 2018, as amended (“SEBI ICDR Regulations”), SEBI Listing Regulations, the listing agreements entered into by the Company with the BSE Limited (“BSE or Stock Exchange”) on which the equity shares of the Company having face value of ₹10/- (Ten) each are listed and subject to any other rules, regulations, guidelines, notifications, circulars and clarifications issued there under from time to time by the Ministry of Corporate Affairs (“MCA”), Securities and Exchange Board of India (“SEBI”) and/or any other competent authorities, (hereinafter referred to as “Applicable Regulatory Authorities”) from time to time to the extent applicable and subject to such approval(s), consent(s), permission(s) and/or sanction(s), if any, of any statutory / regulatory authorities, Stock Exchange(s), SEBI, institutions, or bodies, as may be required and subject to such terms and condition(s), alteration(s), correction(s), change(s) and/or modification(s) as may be prescribed by any of them while granting such consent(s), permission(s) or approval(s), and which may be agreed to by the Board of Directors of the Company (hereinafter referred to as the “Board”, which terms shall be deemed to include any Committee which the Board may have constituted or hereinafter constitute to exercise its power including the powers conferred by this Resolution, consent of the Members of the Company be and is hereby accorded to the

Board and the Board be and is hereby authorized in its absolute discretion to create, offer, issue and allot up to 9,45,690 (Nine Lakh Forty-Five Thousand Six Hundred Ninety) equity shares having face value of ₹10/ each (Rupees Ten Only) fully paid-up (“**Equity Shares**”) for cash, at an issue price of ₹420.50/- (Rupees Four Hundred Twenty and Fifty Paise Only) per share, aggregating up to ₹39,76,62,645/- (Rupees Thirty Nine Crore Seventy Six Lakh Sixty Two Thousand Six Hundred Forty Five Only) (“**Total Issue Size**”) each including a premium of ₹410.50/- (Rupees Four Hundred Ten and Fifty Paise Only) which is not less than the price determined in accordance with Chapter V of SEBI ICDR Regulations, to the proposed allottees for a cash consideration basis (“**Preferential Issue**”) and on such terms and conditions as may be determined by the Board in accordance with the SEBI ICDR Regulations and other applicable laws to the below-mentioned person belonging to the Non- Promoter category in the manner as follows:

<b>Sr. No.</b>	<b>Name</b>	<b>Promoter/ Non- Promoter</b>	<b>No. of equity shares proposed to be issued</b>
1.	Yourtemplatebox Web Services Private Limited	Non- Promoter	1,00,000
2.	Atika Goyal	Non- Promoter	1,00,000
3.	Kapil Garg	Non- Promoter	71,340
4.	Priyanka Gupta	Non- Promoter	28,540
5.	Chinkey Verma	Non- Promoter	23,780
6.	Anil Arora	Non- Promoter	23,780
7.	Satish Kumar Asthana	Non- Promoter	23,780
8.	Harneet Singh Oberai	Non- Promoter	23,780
9.	Manan Goel	Non- Promoter	23,780
10.	Abhinav Aggarwal	Non- Promoter	23,780
11.	Ruuchi Agarwala	Non- Promoter	23,780
12.	Alok Jain	Non- Promoter	23,780
13.	Anant Udyog LLP	Non- Promoter	23,780
14.	Sukh Anmol Singh	Non- Promoter	17,840
15.	Jasmeet Banga	Non- Promoter	17,840
16.	Reena Agarwal	Non- Promoter	15,460
17.	Pawan Jindal	Non- Promoter	11,890
18.	Uttam Padia	Non- Promoter	11,890
19.	Gulshan Kumar	Non- Promoter	11,890
20.	Bhanwar Lal Borana	Non- Promoter	11,890
21.	Salasar Investment Advisors	Non- Promoter	11,890
22.	EPS Fin-Vest Private Limited	Non- Promoter	11,890
23.	Rachna Goyal	Non- Promoter	9,510
24.	Krishna Kumar (HUF)	Non- Promoter	8,320
25.	Tusar Agarwal	Non- Promoter	7,130
26.	Mayank Pachuari	Non- Promoter	7,130
27.	Nishant Aggarwal	Non- Promoter	7,130
28.	Tushar Aggarwal	Non- Promoter	7,130
29.	Tanya Goel	Non- Promoter	7,130
30.	Uma Shanker Goel	Non- Promoter	7,130
31.	Shyam Ji Gupta	Non- Promoter	7,130
32.	Ram Kumar Gupta	Non- Promoter	5,950
33.	Ram Kumar Gupta (HUF)	Non- Promoter	5,950
34.	Sanyam Goel	Non- Promoter	5,950
35.	Samit Jain	Non- Promoter	5,950
36.	Sanjay Jain	Non- Promoter	5,950

37.	Vinita Garg	Non- Promoter	5,950
38.	Sushil Kumar Bhageria	Non- Promoter	5,950
39.	Mukesh Kumar Jain	Non- Promoter	5,950
40.	Riya Tyagi	Non- Promoter	5,950
41.	Kusum	Non- Promoter	5,950
42.	Anil Charak	Non- Promoter	5,950
43.	Raghav Gupta	Non- Promoter	5,950
44.	Puneeta Jindal	Non- Promoter	5,950
45.	Sudhir Gupta	Non- Promoter	5,950
46.	Dharminder Garg	Non- Promoter	5,950
47.	Ankita Devi	Non- Promoter	5,950
48.	Prateek Jain	Non- Promoter	5,950
49.	Punit Bhatia	Non- Promoter	5,950
50.	Vishal Bhatia	Non- Promoter	5,950
51.	Vishal Goyal	Non- Promoter	5,950
52.	Simran Tondon	Non- Promoter	5,950
53.	Rajiv Bhatia	Non- Promoter	5,950
54.	Onkar Aggarwal	Non- Promoter	5,950
55.	Shweta Aggarwal	Non- Promoter	5,950
56.	Arjun Tayal	Non- Promoter	5,950
57.	Monish Dev Singh	Non- Promoter	4,760
58.	Sonal Ujlayan	Non- Promoter	4,760
59.	Abhay Jain	Non- Promoter	4,760
60.	Amit Goel	Non- Promoter	4,760
61.	Mahesh Agarwal (HUF)	Non- Promoter	4,760
62.	Kunal Gupta	Non- Promoter	4,760
63.	Pankhuri Garg	Non- Promoter	4,760
64.	Naresh Kumar	Non- Promoter	4,760
65.	Ankur Garg	Non- Promoter	4,760
66.	Sanjay Gupta (HUF)	Non- Promoter	4,760
67.	Shubham Agarwal	Non- Promoter	4,760
68.	Daks India Industries Private Limited	Non- Promoter	4,760
69.	Jinal Bhayani	Non- Promoter	3,570
70.	Gaurav Pant (HUF)	Non- Promoter	3,570
71.	Ankit Bansal (HUF)	Non- Promoter	2,380
72.	Veena Verma	Non- Promoter	2,380
73.	Prerna Bansal	Non- Promoter	2,380
74.	Pankaj Bhatia	Non- Promoter	2,380
75.	Himanshu Goel	Non- Promoter	2,380
76.	Karan Jindal	Non- Promoter	2,380
77.	Anshika Goel	Non- Promoter	2,380
78.	Shashi Gupta	Non- Promoter	2,380
79.	Geeta Gupta	Non- Promoter	2,380
80.	Rahul Sharma	Non- Promoter	2,380
81.	Ashish Jain	Non- Promoter	2,380
82.	Sidharth Jain HUF	Non- Promoter	2,380

**RESOLVED FURTHER THAT** in accordance with SEBI ICDR Regulations, the '**Relevant Date**' for determination of the issue price of Equity Shares, shall be, Monday, December 30, 2024, being the date 30 (Thirty) days prior to the meeting of members of the Company is to be held to consider the Preferential Issue of Equity Shares and the issue price determined in accordance with SEBI ICDR Regulations.

**RESOLVED FURTHER THAT** the Equity Shares to be so created, offered, issued and allotted shall be subject to the provisions of the Memorandum and Articles of Association of the Company and shall rank pari-passu (including as to entitlement to voting powers and dividend) in all respects with the existing equity shares of the Company and the shares so issued offered and allotted be in dematerialized form.

**RESOLVED FURTHER THAT** the Equity Shares allotted on preferential basis shall be locked-in for such period as prescribed in SEBI ICDR Regulations.

**RESOLVED FURTHER THAT** the Board be and is hereby authorized to decide and approve the other terms and conditions of the issue and also to vary, alter or modify any of the terms and conditions in the proposal as may be required by the agencies/authorities involved in such issues but subject to such conditions as stock exchanges and other appropriate authority may impose at the time of their approval and as agreed to by the Board other appropriate authority may impose at the time of their approval and as agreed to by the Board.

**RESOLVED FURTHER THAT** the said Equity Shares shall be issued and allotted by the Company within a period of 15 (Fifteen) days from the date of passing of this resolution, provided that where the allotment of the said Equity Shares is pending on account of pendency of any approval for such allotment by any regulatory authority, the allotment shall be completed within a period of 15 (Fifteen) days from the date of receipt of last of such approvals.

**RESOLVED FURTHER THAT** for the purpose of giving effect to the aforesaid special resolution under Sections 42 and 62 of the Companies Act , the Board of Directors (which term shall include any duly constituted and authorized Committee thereof) of the Company be and is hereby authorized to take such steps and to do all such other acts, deeds, matters and things and accept any alteration(s) or amendment(s) or correction(s) or modification(s) and to execute all documents or writings as may be necessary, proper or expedient for the purpose of giving effect to this resolution including intimating the concerned authorities or such other regulatory body and for matters connected therewith or incidental thereto and also to seek listing of such Equity Shares on BSE where the existing shares of the Company are listed.

**RESOLVED FURTHER THAT** the Board be and is hereby authorized to delegate all or any of the powers herein conferred to any Committee of the Board or any Director(s) or Officer(s) of the Company and to generally do all such acts, deeds and things as may be required in connection with the aforesaid resolution, including issue of offer letter, making necessary filings with the stock exchanges and regulatory authorities and execution of any documents on behalf of the Company and to represent the Company before any governmental authorities and to appoint any other professional advisors, consultants and legal advisors to give effect to the aforesaid resolution.

**RESOLVED FURTHER THAT** for the purpose of giving effect to the above resolution, the Board be and is hereby authorized to agree and accept all such terms, condition(s), modification (s) and alteration(s) as may be stipulated by any relevant authorities while according approval or consent to the issue as may be considered necessary, proper or expedient and give effect to modification (s) and to resolve and settle all questions, difficulties or doubts that may arise in this regard in the implementation of this resolution for issue and allotment of Equity Shares on preferential basis and to do all acts, deeds and things in connection therewith and incidental thereto without being required to seek any further consent or approval of the members of the Company to the intent that the members shall be deemed to have given their approval thereto expressly by the authority of this resolution.”

**EXPLANATORY STATEMENT  
(PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013)**

As required by Section 102 of the Companies Act , and the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 (the "SEBI ICDR Regulations") the following Explanatory Statement sets out all material acts relating to the business mentioned under Item No. 2.

**Item no. 2:**

The Company has come up with most cost and time effective way for raising additional capital, the Board of Directors of the Company proposed to raise funds through Preferential Offer for up to ₹39,76,62,645/- (Rupees Thirty Nine Crore Seventy Six Lakh Sixty Two Thousand Six Hundred Forty Five Only) through issue of Equity Shares on preferential basis. The Board approved the matter in Meeting held on Wednesday, January 01, 2025. The Company needs to raise additional funds to meet the working capital requirement, business expansion, and other general corporate purposes of the Company.

In accordance with section 23(1)(b), 42, 62(1)(c) of the Companies Act, read with the Companies (Prospectus and Allotment of Securities) Rules, 2014, the Companies (Share Capital and Debentures) Rules, 2014 and any other applicable provisions if any of the Companies Act and rules made thereunder (including any statutory modification(s) or re-enactment thereof, for the time being in force), and in accordance with the SEBI ICDR Regulations and the SEBI Listing Regulations, as amended from time to time, subject to the requisite approvals, consents and permissions as may be necessary or required from regulatory or other appropriate authority approval of shareholders of the Company by way of special resolution is required to issue Equity Shares by way of private placement on a preferential basis to the proposed allottees.

The information required in terms of Rule 14(1) of the Companies (Prospectus and Allotment of Securities) Rules, 2014 and Rule 13(2)(d) of the Companies (Share Capital and Debentures) Rules, 2014 of Companies Act and Chapter V of the SEBI ICDR Regulations, and other relevant details in respect of the proposed Preferential Issue of Equity Shares are as under:

**a) Particulars of the Preferential Issue including date of passing of Board resolution**

The Board of Directors of the Company, in its meeting held on Wednesday, January 01, 2025 subject to the approval of the members of the Company and such other necessary approvals as may be required, approved the proposal for raising funds by way of issuance and allotment of up to 9,45,690 (Nine Lakh Forty-Five Thousand Six Hundred Ninety) Equity Shares having face value of ₹10/- (Rupees Ten Only) per Equity Share, at a price of ₹420.50/- (Rupees Four Hundred Twenty and Fifty Paise Only) per Equity Share including a premium of ₹410.50/- (Rupees Four Hundred Ten and Fifty Paise Only) per Equity Share, aggregating up to ₹39,76,62,645/- (Rupees Thirty Nine Crore Seventy Six Lakh Sixty Two Thousand Six Hundred Forty Five Only) on preferential basis to the proposed allottees as mentioned in the resolution no. 2.

**b) Kinds of securities offered and the price at which security is being offered, and the total maximum number of securities to be issued**

The Board of Directors in its meeting held on Wednesday, January 01, 2025 had approved the issue of Equity Shares and accordingly proposes to issue and allot in aggregate up to 9,45,690 (Nine Lakh Forty-Five Thousand Six Hundred Ninety) Equity Shares of the face value of ₹10/- (Rupees Ten Only) each ("**the Equity Shares**") at a price of ₹420.50/- (Rupees Four Hundred Twenty and Fifty Paise Only) per Equity Share including a premium of ₹410.50/- (Rupees Four Hundred Ten and Fifty Paise Only) per Equity Share, aggregating up to ₹39,76,62,645/-

(Rupees Thirty Nine Crore Seventy Six Lakh Sixty Two Thousand Six Hundred Forty Five Only) (being not less than the price calculated in terms of ICDR Regulations) to Non-Promoter Investors on a preferential basis.

**c) Purpose/Object of the preferential issue**

The Company needs to raise additional funds to meet the working capital requirement, business expansion and other general corporate purposes of the Company. Considering raising funds through preferential issue to be most cost and time effective way for raising additional capital the Board of Directors of the Company proposed to raise up to ₹39,76,62,645/- (Rupees Thirty Nine Crore Seventy Six Lakh Sixty Two Thousand Six Hundred Forty Five Only) through issue of equity shares on preferential basis to the person/Entity belong to non-promoter group of Company. The Company shall utilize the proceeds from the preferential issue of equity shares to meet the working capital requirement, business expansion and other general corporate purposes of the Company which shall enhance the business of the Company.

**d) Maximum number of securities to be issued and price at which securities being offered**

It is proposed to issue and allot in aggregate up to 9,45,690 (Nine Lakh Forty-Five Thousand Six Hundred Ninety) fully paid-up equity shares having face value of ₹10/- (Rupees Ten Only) each to the proposed allottees on preferential basis.

The price for the allotment of shares to be issued is based on the minimum price determined accordance with Chapter V of SEBI ICDR Regulations is fixed at ₹420.31/- (Rupees Four Hundred Twenty and Thirty-One Paise Only).

**e) Basis on which the price has been arrived at along with report of the registered valuer:**

The Equity shares of the Company are listed on BSE Limited ("BSE") and are frequently traded as per provisions of SEBI ICDR Regulations. Further, in terms of Regulation 166A of SEBI (ICDR) Regulations, the said preferential issue, will not result in allotment of more than five per cent of the post issue fully diluted share capital of the Company, to an allottee or to allottees acting in concert, hence valuation report from an independent registered valuer for determining the price is not applicable.

In terms of the applicable provisions of the Chapter V of SEBI (Issue of Capital and Disclosure Requirements) (Amendment) Regulations, 2022, the minimum price for the preferential issue of each equity shares to be issued shall be a price, being higher of the following:

- a) The volume weighted average price of the Equity Shares of the Company quoted on BSE, during the 90 trading days preceding the Relevant Date, i.e. ₹391.26/- (Rupees Three Hundred Ninety One and Twenty Six Paise only) per Equity Shares; or
- b) The volume weighted average price of the Equity Shares of the Company quoted on BSE, during the 10 trading days preceding the Relevant Date i.e. ₹420.31/- (Rupees Four Hundred Twenty and Thirty-One Paise Only) per Equity Shares.

We also confirm that the Articles of Association do not contain any restrictive provision for Preferential Allotment and doesn't contain any article which provides for particular method for determination of price in case of preferential issue.

Accordingly, the floor price in terms of SEBI (ICDR) Regulations is ₹420.31/- per Equity Share. The Board has fixed the issue price as ₹420.50/- per equity share and the said issue price fixed by the Board is highest of the above two prices calculated in terms of the ICDR Regulation and other applicable provisions.

**f) Relevant Date**

The relevant date as per the Regulation 161 of SEBI ICDR Regulations, for determination of minimum price for the issuance of equity shares of the Company is Monday, December 30, 2024, being the date 30 (Thirty) days prior to the meeting of members of the Company to consider the Preferential Issue of equity shares and the issue price determined in accordance with SEBI ICDR Regulations.

**g) The class or classes of persons to whom the allotment is proposed to be made**

The allotment is proposed to be made to the proposed allottees as mentioned at point no. (h) below.

**h) Identity of the natural persons who are the ultimate beneficial owners of the shares proposed to be allotted and/or who ultimately control the proposed allottees, the percentage of post preferential issues that may be held by them and change in control, if any, in the issuer consequent to the preferential issue**

Sr. No.	Name of the Proposed Allottees	Category	Ultimate Beneficial Owner	Pre- Issue Shareholding		Number of equity shares to be issued	Post- Issue Shareholding #	
				No. of Shares	% of holding*		No. of Shares	% of holding**
1.	Yourtemplatebox Web Services Private Limited	Non-Promoter	Vaasu Bansal	-	0.00%	1,00,000	1,00,000	1.08%
2.	Atika Goyal	Non-Promoter	Not Applicable	7,07,050	10.81%	1,00,000	8,07,050	8.71%
3.	Kapil Garg	Non-Promoter	Not Applicable	-	0.00%	71,340	71,340	0.77%
4.	Priyanka Gupta	Non-Promoter	Not Applicable	250	0.00%	28,540	28,790	0.31%
5.	Chinke Verma	Non-Promoter	Not Applicable	-	0.00%	23,780	23,780	0.26%
6.	Anil Arora	Non-Promoter	Not Applicable	-	0.00%	23,780	23,780	0.26%
7.	Satish Kumar Asthana	Non-Promoter	Not Applicable	-	0.00%	23,780	23,780	0.26%
8.	Harneet Singh Oberai	Non-Promoter	Not Applicable	-	0.00%	23,780	23,780	0.26%
9.	Manan Goel	Non-Promoter	Not Applicable	-	0.00%	23,780	23,780	0.26%
10.	Abhinav Aggarwal	Non-Promoter	Not Applicable	-	0.00%	23,780	23,780	0.26%

11.	Ruuchi Agarwala	Non-Promoter	Not Applicable	-	0.00%	23,780	23,780	0.26%
12.	Alok Jain	Non-Promoter	Not Applicable	-	0.00%	23,780	23,780	0.26%
13.	Anant Udyog LLP	Non-Promoter	Biswanath Choudhary, Dilip Kumar Choudhary, Bimal Kumar Choudhary and Gobind Ram Choudhary	-	0.00%	23,780	23,780	0.26%
14.	Sukh Anmol Singh	Non-Promoter	Not Applicable	-	0.00%	17,840	17,840	0.19%
15.	Jasmeet Banga	Non-Promoter	Not Applicable	-	0.00%	17,840	17,840	0.19%
16.	Reena Agarwal	Non-Promoter	Not Applicable	-	0.00%	15,460	15,460	0.17%
17.	Pawan Jindal	Non-Promoter	Not Applicable	-	0.00%	11,890	11,890	0.13%
18.	Uttam Padia	Non-Promoter	Not Applicable	-	0.00%	11,890	11,890	0.13%
19.	Gulshan Kumar	Non-Promoter	Not Applicable	-	0.00%	11,890	11,890	0.13%
20.	Bhanwar Lal Borana	Non-Promoter	Not Applicable	-	0.00%	11,890	11,890	0.13%
21.	Salasar Investment Advisors	Non-Promoter	Nitesh Bansal, Seema Bansal, Nitansha Bansal and Sunita Bansal	-	0.00%	11,890	11,890	0.13%



22.	EPS Fin-Vest Private Limited	Non-Promoter	Madhu Sudan Goyal and Anjana Goyal	-	0.00%	11,890	11,890	0.13%
23.	Rachna Goyal	Non-Promoter	Not Applicable	-	0.00%	9,510	9,510	0.10%
24.	Krishna Kumar (HUF)	Non-Promoter	Krishna Kumar	-	0.00%	8,320	8,320	0.09%
25.	Tusar Agarwal	Non-Promoter	Not Applicable	100	0.00%	7,130	7,230	0.08%
26.	Mayank Pachuari	Non-Promoter	Not Applicable	-	0.00%	7,130	7,130	0.08%
27.	Nishant Aggarwal	Non-Promoter	Not Applicable	-	0.00%	7,130	7,130	0.08%
28.	Tushar Aggarwal	Non-Promoter	Not Applicable	-	0.00%	7,130	7,130	0.08%
29.	Tanya Goel	Non-Promoter	Not Applicable	-	0.00%	7,130	7,130	0.08%
30.	Uma Shanker Goel	Non-Promoter	Not Applicable	2,088	0.03%	7,130	9,218	0.10%
31.	Shyam Ji Gupta	Non-Promoter	Not Applicable	-	0.00%	7,130	7,130	0.08%
32.	Ram Kumar Gupta	Non-Promoter	Not Applicable	-	0.00%	5,950	5,950	0.06%
33.	Ram Kumar Gupta (HUF)	Non-Promoter	Ram Kumar Gupta	-	0.00%	5,950	5,950	0.06%
34.	Sanyam Goel	Non-Promoter	Not Applicable	-	0.00%	5,950	5,950	0.06%
35.	Samit Jain	Non-Promoter	Not Applicable	-	0.00%	5,950	5,950	0.06%
36.	Sanjay Jain	Non-Promoter	Not Applicable	-	0.00%	5,950	5,950	0.06%
37.	Vinita Garg	Non-Promoter	Not Applicable	-	0.00%	5,950	5,950	0.06%

38.	Sushil Kumar Bhageria	Non-Promoter	Not Applicable	-	0.00%	5,950	5,950	0.06%
39.	Mukesh Kumar Jain	Non-Promoter	Not Applicable	-	0.00%	5,950	5,950	0.06%
40.	Riya Tyagi	Non-Promoter	Not Applicable	-	0.00%	5,950	5,950	0.06%
41.	Kusum	Non-Promoter	Not Applicable	-	0.00%	5,950	5,950	0.06%
42.	Anil Charak	Non-Promoter	Not Applicable	-	0.00%	5,950	5,950	0.06%
43.	Raghav Gupta	Non-Promoter	Not Applicable	-	0.00%	5,950	5,950	0.06%
44.	Puneeta Jindal	Non-Promoter	Not Applicable	-	0.00%	5,950	5,950	0.06%
45.	Sudhir Gupta	Non-Promoter	Not Applicable	-	0.00%	5,950	5,950	0.06%
46.	Dharminder Garg	Non-Promoter	Not Applicable	-	0.00%	5,950	5,950	0.06%
47.	Ankita Devi	Non-Promoter	Not Applicable	-	0.00%	5,950	5,950	0.06%
48.	Prateek Jain	Non-Promoter	Not Applicable	-	0.00%	5,950	5,950	0.06%
49.	Punit Bhatia	Non-Promoter	Not Applicable	-	0.00%	5,950	5,950	0.06%
50.	Vishal Bhatia	Non-Promoter	Not Applicable	-	0.00%	5,950	5,950	0.06%
51.	Vishal Goyal	Non-Promoter	Not Applicable	-	0.00%	5,950	5,950	0.06%
52.	Simran Tondon	Non-Promoter	Not Applicable	-	0.00%	5,950	5,950	0.06%
53.	Rajiv Bhatia	Non-Promoter	Not Applicable	-	0.00%	5,950	5,950	0.06%
54.	Onkar Aggarwal	Non-Promoter	Not Applicable	-	0.00%	5,950	5,950	0.06%

55.	Shweta Aggarwal	Non-Promoter	Not Applicable	-	0.00%	5,950	5,950	0.06%
56.	Arjun Tayal	Non-Promoter	Not Applicable	-	0.00%	5,950	5,950	0.06%
57.	Monish Dev Singh	Non-Promoter	Not Applicable	-	0.00%	4,760	4,760	0.05%
58.	Sonal Ujlayan	Non-Promoter	Not Applicable	-	0.00%	4,760	4,760	0.05%
59.	Abhay Jain	Non-Promoter	Not Applicable	-	0.00%	4,760	4,760	0.05%
60.	Amit Goel	Non-Promoter	Not Applicable	-	0.00%	4,760	4,760	0.05%
61.	Mahesh Agarwal (HUF)	Non-Promoter	Mahesh Agarwal	-	0.00%	4,760	4,760	0.05%
62.	Kunal Gupta	Non-Promoter	Not Applicable	-	0.00%	4,760	4,760	0.05%
63.	Pankhuri Garg	Non-Promoter	Not Applicable	-	0.00%	4,760	4,760	0.05%
64.	Naresh Kumar	Non-Promoter	Not Applicable	-	0.00%	4,760	4,760	0.05%
65.	Ankur Garg	Non-Promoter	Not Applicable	-	0.00%	4,760	4,760	0.05%
66.	Sanjay Gupta (HUF)	Non-Promoter	Sanjay Gupta	-	0.00%	4,760	4,760	0.05%
67.	Shubham Agarwal	Non-Promoter	Not Applicable	-	0.00%	4,760	4,760	0.05%
68.	Daks India Industries Private Limited	Non-Promoter	Daya Nand Khurana and Kamlesh Khurana	-	0.00%	4,760	4,760	0.05%
69.	Jinal Bhayani	Non-Promoter	Not Applicable	-	0.00%	3,570	3,570	0.04%
70.	Gaurav Pant (HUF)	Non-Promoter	Gaurav Pant	-	0.00%	3,570	3,570	0.04%

71.	Ankit Bansal (HUF)	Non-Promoter	Ankit Bansal	-	0.00%	2,380	2,380	0.03%
72.	Veena Verma	Non-Promoter	Not Applicable	-	0.00%	2,380	2,380	0.03%
73.	Prerna Bansal	Non-Promoter	Not Applicable	-	0.00%	2,380	2,380	0.03%
74.	Pankaj Bhatia	Non-Promoter	Not Applicable	-	0.00%	2,380	2,380	0.03%
75.	Himanshu Goel	Non-Promoter	Not Applicable	-	0.00%	2,380	2,380	0.03%
76.	Karan Jindal	Non-Promoter	Not Applicable	-	0.00%	2,380	2,380	0.03%
77.	Anshika Goel	Non-Promoter	Not Applicable	-	0.00%	2,380	2,380	0.03%
78.	Shashi Gupta	Non-Promoter	Not Applicable	-	0.00%	2,380	2,380	0.03%
79.	Geeta Gupta	Non-Promoter	Not Applicable	-	0.00%	2,380	2,380	0.03%
80.	Rahul Sharma	Non-Promoter	Not Applicable	-	0.00%	2,380	2,380	0.03%
81.	Ashish Jain	Non-Promoter	Not Applicable	-	0.00%	2,380	2,380	0.03%
82.	Sidharth Jain HUF	Non-Promoter	Sidharth Jain	-	0.00%	2,380	2,380	0.03%

*\*These percentages have been calculated on the basis of pre-preferential share capital of the Company i.e. ₹6,53,90,000 (Six Crore Fifty-Three Lakh Ninety Thousand only) divided into 65,39,000 (Sixty-Five Lakh Thirty-Nine Thousand) Equity Shares of ₹10/- (Rupees Ten Only) each.*

*\*\*These percentages have been calculated on the basis of post-preferential share capital of the Company on fully diluted basis i.e. ₹9,26,76,900 (Rupees Nine Crore Twenty-Six Lakh Seventy-Six Thousand Nine Hundred Only) divided into 92,67,690 (Ninety-Two Lakh Seventy-Seven Thousand Six Hundred Ninety) Equity Shares of ₹10/- (Rupees Ten Only) each.*

*#This holding has been mentioned taking into consideration 17,83,000 unexercised warrants (out of total 50,00,000 warrants allotted in previous preferential issue) and 9,45,690 equity shares to be allotted in the current preferential issue.*

**Note:** The post holding may vary depending upon any other corporate action in between.

- i) Intention of the promoters/ directors/ or key managerial personnel to subscribe to the offer.** None of the promoters, Directors or Key Managerial Personnel of the Company intends to subscribe to any of the equity shares proposed to be issued under the Preferential Issue or

otherwise contribute to the Preferential Issue or separately in furtherance of the objects specified herein above.

**j) Time frame within which the Preferential Issue shall be completed.**

As required under the SEBI ICDR Regulations, the preferential issue/allotment of equity shares shall be completed within a period of 15 days of passing the special resolution or such extended time, as may be approved by the Regulatory Authorities, from the date of approval of the members to the preferential issue, provided that where the said allotment is pending on account of pendency of any approval for such allotment by any Regulatory Authority, the allotment shall be completed within a period of 15 days from the date of receipt of such approval.

**k) Shareholding pattern pre and post preferential issue would be as follows:**

Sr. No	Category	Pre-Issue Shareholding		Post Issue Shareholding#	
		No. of equity shares held	% of Shares	No. of equity shares held	% of Shares*
<b>A</b>	<b>Promoter &amp; Promoter Group Shareholding</b>				
A1	Indian Promoter	22,11,900	33.83%	22,11,900	23.87%
A2	Foreign Promoter	-	-	-	-
	<b>Sub Total (A)</b>	<b>22,11,900</b>	<b>33.83%</b>	<b>22,11,900</b>	<b>23.87%</b>
<b>B</b>	<b>Public Shareholding</b>				
B1	Institutions	0	0.00%	0	0.00%
B2	Institutions (Domestic)				
	Mutual Funds	0	0.00%	0	0.00%
B3	Institutions (Foreign)	0	0.00%	0	0.00%
B4	Central Government/ State Government(s)/ President of India	0	0.00%	0	0.00%
B5	Non-Institutions				
	Key Managerial Personnel	50,000	0.76%	50,000	0.54%
	Resident Individuals holding nominal share capital up to Rs. 2 lakhs	2,37,189	3.63%	6,08,319	6.56%
	Resident Individuals holding nominal share capital in excess of Rs. 2 lakhs	31,54,640	48.24%	38,27,760	41.30%
	Non-Resident Indians (NRIs)	1	0.00%	1	0.00%
	Foreign Companies	0	0.00%	10,00,000	10.79%
	Bodies Corporate	8,67,544	13.27%	15,07,974	16.27%
	Any Other (specify)	17,726	0.27%	61,736	0.67%
	<b>Sub Total B= B1+B2+B3+B4+B5</b>	<b>43,27,100</b>	<b>66.17%</b>	<b>70,55,790</b>	<b>76.13%</b>
	<b>Total Shareholding (A+B)</b>	<b>65,39,000</b>	<b>100.00%</b>	<b>92,67,690</b>	<b>100.00%</b>

\* These percentages have been calculated on the basis of post-preferential share capital of the Company on fully diluted basis i.e. ₹9,26,76,900 (Rupees Nine Crore Twenty-Six Lakh Seventy-Six Thousand

Nine Hundred Only) divided into 92,67,690 (Ninety-Two Lakh Seventy-Seven Thousand Six Hundred Ninety) Equity Shares of ₹10/- (Rupees Ten Only) each.

#This holding has been mentioned taking into consideration 17,83,000 unexercised warrants (out of total 50,00,000 warrants allotted in previous preferential issue) and 9,45,690 equity shares to be allotted in the current preferential issue.

**l) Change in Control, if any, in the Company consequent to the preferential issue**

There will not be any change in the composition of the Board, the existing Promoters and Promoter Groups of the Company will continue to be in control of the Company and there will not be any change in the management or control of the Company as a result of the proposed preferential allotment. However, there will be corresponding changes in the shareholdings of the Promoter & Promoter Group consequent to preferential allotment.

**m) The number of persons to whom allotment on preferential basis have already been made during the year, in terms of number of securities as well as price**

During the year, the Company has made two preferential allotments:

- a. Preferential allotment of 50,00,000 convertible warrants at an issue price of ₹56.20/- (Rupees Fifty-Six and Twenty Paise Only) to Non-Promoter category. The details of person to whom allotment have already been made during the year is mentioned as follows:

Sr. No.	Name of Allottee	Category (Promoter/ Non - Promoter)	Number of warrants allotted	Issue Price
1.	Atika Goyal	Non-Promoter	7,07,000	₹56.20/- each
2.	Pammi Singh	Non-Promoter	65,000	₹56.20/- each
3.	Vikram Gupta	Non-Promoter	65,000	₹56.20/- each
4.	Sarita Gupta	Non-Promoter	65,000	₹56.20/- each
5.	Shubh Charn Bansal	Non-Promoter	65,000	₹56.20/- each
6.	Paaven Bansal	Non-Promoter	17,83,000	₹56.20/- each
7.	Kotia Enterprises Limited	Non-Promoter	5,00,000	₹56.20/- each
8.	Ayaan Finserve India Private Limited	Non-Promoter	7,50,000	₹56.20/- each
9.	Amicorp Capital (Mauritius) Limited	Non-Promoter	10,00,000	₹56.20/- each

Out of total 50,00,000 convertible warrants, 32,17,000 equity shares have been allotted upon conversion of warrants to non-promoter. The details of person to whom allotment is made pursuant to conversion of warrants is mentioned as follows:

Sr. No.	Name of Allottee	Category (Promoter/ Non - Promoter)	Number of equity shares allotted upon conversion	Issue Price
1	Atika Goyal	Non-Promoter	7,07,000	₹56.20/- each
2	Pammi Singh	Non-Promoter	65,000	₹56.20/- each
3	Vikram Gupta	Non-Promoter	65,000	₹56.20/- each
4	Sarita Gupta	Non-Promoter	65,000	₹56.20/- each
5	Shubh Charn Bansal	Non-Promoter	65,000	₹56.20/- each
6	Paaven Bansal	Non-Promoter	15,00,000	₹56.20/- each
7	Ayaan Finserve India Private Limited	Non-Promoter	7,50,000	₹56.20/- each

- b. Preferential allotment of 1,82,000 Equity Shares at an issue price of ₹211.05/- (Rupees Two Hundred Eleven and Five Paise only) to non-promoter category. The details of person to whom allotment have already been made during the year is mentioned as follows:

Sr. No.	Name of Allottee	Category (Promoter/ Non - Promoter)	Number of equity shares allotted	Issue Price
1.	Kaushik Chatterjee	Non-Promoter	50,000	₹211.05/- each
2.	Rajiv Goel	Non-Promoter	40,000	₹211.05/- each
3.	Raj Kumar Wadhwa	Non-Promoter	30,000	₹211.05/- each
4.	Govind Gupta	Non-Promoter	30,000	₹211.05/- each
5.	Sadhu Garg	Non-Promoter	10,000	₹211.05/- each
6.	Vikash Sethi & Sons (HUF)	Non-Promoter	5,000	₹211.05/- each
7.	Ankit Bansal	Non-Promoter	5,000	₹211.05/- each
8.	Amit Kumar	Non-Promoter	5,000	₹211.05/- each
9.	Amit Puri HUF	Non-Promoter	4,000	₹211.05/- each
10.	Pramod Singh Negi	Non-Promoter	3,000	₹211.05/- each

**n) Principle terms of assets charged as securities.**

Not applicable.

**o) Material terms of raising such securities**

The Equity shares being issued shall rank pari-passu with the existing Equity Shares of the Company in all respects, including dividend and voting rights.

**p) Lock-In Period & Transferability**

The Equity Shares shall be locked-in for such minimum period as specified under regulation 167 of the SEBI ICDR Regulations.

Further the entire pre-preferential allotment shareholding of the allottees if any shall be locked-in from the relevant date up to a period of 90 (Ninety) trading days from the date of trading approval.

**q) The current and proposed status of the allottee(s) post Preferential Issue namely, promoter or non-promoter**

Sr. No.	Name of the Proposed Allottees	Current Status	Post Status
1.	Yourtemplatebox Web Services Private Limited	Non-Promoter	Non-Promoter
2.	Atika Goyal	Non-Promoter	Non-Promoter
3.	Kapil Garg	Non-Promoter	Non-Promoter
4.	Priyanka Gupta	Non-Promoter	Non-Promoter
5.	Chinkey Verma	Non-Promoter	Non-Promoter
6.	Anil Arora	Non-Promoter	Non-Promoter
7.	Satish Kumar Asthana	Non-Promoter	Non-Promoter
8.	Harneet Singh Oberai	Non-Promoter	Non-Promoter
9.	Manan Goel	Non-Promoter	Non-Promoter
10.	Abhinav Aggarwal	Non-Promoter	Non-Promoter
11.	Ruuchi Agarwala	Non-Promoter	Non-Promoter
12.	Alok Jain	Non-Promoter	Non-Promoter

13.	Anant Udyog LLP	Non-Promoter	Non-Promoter
14.	Sukh Anmol Singh	Non-Promoter	Non-Promoter
15.	Jasmeet Banga	Non-Promoter	Non-Promoter
16.	Reena Agarwal	Non-Promoter	Non-Promoter
17.	Pawan Jindal	Non-Promoter	Non-Promoter
18.	Uttam Padia	Non-Promoter	Non-Promoter
19.	Gulshan Kumar	Non-Promoter	Non-Promoter
20.	Bhanwar Lal Borana	Non-Promoter	Non-Promoter
21.	Salasar Investment Advisors	Non-Promoter	Non-Promoter
22.	EPS Fin-Vest Private Limited	Non-Promoter	Non-Promoter
23.	Rachna Goyal	Non-Promoter	Non-Promoter
24.	Krishna Kumar (HUF)	Non-Promoter	Non-Promoter
25.	Tusar Agarwal	Non-Promoter	Non-Promoter
26.	Mayank Pachuari	Non-Promoter	Non-Promoter
27.	Nishant Aggarwal	Non-Promoter	Non-Promoter
28.	Tushar Aggarwal	Non-Promoter	Non-Promoter
29.	Tanya Goel	Non-Promoter	Non-Promoter
30.	Uma Shanker Goel	Non-Promoter	Non-Promoter
31.	Shyam Ji Gupta	Non-Promoter	Non-Promoter
32.	Ram Kumar Gupta	Non-Promoter	Non-Promoter
33.	Ram Kumar Gupta (HUF)	Non-Promoter	Non-Promoter
34.	Sanyam Goel	Non-Promoter	Non-Promoter
35.	Samit Jain	Non-Promoter	Non-Promoter
36.	Sanjay Jain	Non-Promoter	Non-Promoter
37.	Vinita Garg	Non-Promoter	Non-Promoter
38.	Sushil Kumar Bhageria	Non-Promoter	Non-Promoter
39.	Mukesh Kumar Jain	Non-Promoter	Non-Promoter
40.	Riya Tyagi	Non-Promoter	Non-Promoter
41.	Kusum	Non-Promoter	Non-Promoter
42.	Anil Charak	Non-Promoter	Non-Promoter
43.	Raghav Gupta	Non-Promoter	Non-Promoter
44.	Puneeta Jindal	Non-Promoter	Non-Promoter
45.	Sudhir Gupta	Non-Promoter	Non-Promoter
46.	Dharminder Garg	Non-Promoter	Non-Promoter
47.	Ankita Devi	Non-Promoter	Non-Promoter
48.	Prateek Jain	Non-Promoter	Non-Promoter
49.	Punit Bhatia	Non-Promoter	Non-Promoter
50.	Vishal Bhatia	Non-Promoter	Non-Promoter
51.	Vishal Goyal	Non-Promoter	Non-Promoter
52.	Simran Tondon	Non-Promoter	Non-Promoter
53.	Rajiv Bhatia	Non-Promoter	Non-Promoter
54.	Onkar Aggarwal	Non-Promoter	Non-Promoter
55.	Shweta Aggarwal	Non-Promoter	Non-Promoter
56.	Arjun Tayal	Non-Promoter	Non-Promoter
57.	Monish Dev Singh	Non-Promoter	Non-Promoter
58.	Sonal Ujlayan	Non-Promoter	Non-Promoter
59.	Abhay Jain	Non-Promoter	Non-Promoter
60.	Amit Goel	Non-Promoter	Non-Promoter
61.	Mahesh Agarwal (HUF)	Non-Promoter	Non-Promoter
62.	Kunal Gupta	Non-Promoter	Non-Promoter
63.	Pankhuri Garg	Non-Promoter	Non-Promoter
64.	Naresh Kumar	Non-Promoter	Non-Promoter



65.	Ankur Garg	Non-Promoter	Non-Promoter
66.	Sanjay Gupta (HUF)	Non-Promoter	Non-Promoter
67.	Shubham Agarwal	Non-Promoter	Non-Promoter
68.	Daks India Industries Private Limited	Non-Promoter	Non-Promoter
69.	Jinal Bhayani	Non-Promoter	Non-Promoter
70.	Gaurav Pant (HUF)	Non-Promoter	Non-Promoter
71.	Ankit Bansal (HUF)	Non-Promoter	Non-Promoter
72.	Veena Verma	Non-Promoter	Non-Promoter
73.	Prerna Bansal	Non-Promoter	Non-Promoter
74.	Pankaj Bhatia	Non-Promoter	Non-Promoter
75.	Himanshu Goel	Non-Promoter	Non-Promoter
76.	Karan Jindal	Non-Promoter	Non-Promoter
77.	Anshika Goel	Non-Promoter	Non-Promoter
78.	Shashi Gupta	Non-Promoter	Non-Promoter
79.	Geeta Gupta	Non-Promoter	Non-Promoter
80.	Rahul Sharma	Non-Promoter	Non-Promoter
81.	Ashish Jain	Non-Promoter	Non-Promoter
82.	Sidharth Jain HUF	Non-Promoter	Non-Promoter

r) **The percentage of post preferential issue capital that may be held by the allottee(s) and change in control, if any, in the issuer consequent to the preferential issue**

Sr. No.	Name of proposed allottees	Percentage of post preferential issue *#
1.	Yourtemplatebox Web Services Private Limited	1.08%
2.	Atika Goyal	8.71%
3.	Kapil Garg	0.77%
4.	Priyanka Gupta	0.31%
5.	Chinkey Verma	0.26%
6.	Anil Arora	0.26%
7.	Satish Kumar Asthana	0.26%
8.	Harneet Singh Oberai	0.26%
9.	Manan Goel	0.26%
10.	Abhinav Aggarwal	0.26%
11.	Ruuchi Agarwala	0.26%
12.	Alok Jain	0.26%
13.	Anant Udyog LLP	0.26%
14.	Sukh Anmol Singh	0.19%
15.	Jasmeet Banga	0.19%
16.	Reena Agarwal	0.17%
17.	Pawan Jindal	0.13%
18.	Uttam Padia	0.13%
19.	Gulshan Kumar	0.13%
20.	Bhanwar Lal Borana	0.13%
21.	Salasar Investment Advisors	0.13%
22.	EPS Fin-Vest Private Limited	0.13%
23.	Rachna Goyal	0.10%
24.	Krishna Kumar (HUF)	0.09%
25.	Tusar Agarwal	0.08%
26.	Mayank Pachuari	0.08%
27.	Nishant Aggarwal	0.08%
28.	Tushar Aggarwal	0.08%
29.	Tanya Goel	0.08%

30.	Uma Shanker Goel	0.10%
31.	Shyam Ji Gupta	0.08%
32.	Ram Kumar Gupta	0.06%
33.	Ram Kumar Gupta (HUF)	0.06%
34.	Sanyam Goel	0.06%
35.	Samit Jain	0.06%
36.	Sanjay Jain	0.06%
37.	Vinita Garg	0.06%
38.	Sushil Kumar Bhageria	0.06%
39.	Mukesh Kumar Jain	0.06%
40.	Riya Tyagi	0.06%
41.	Kusum	0.06%
42.	Anil Charak	0.06%
43.	Raghav Gupta	0.06%
44.	Puneeta Jindal	0.06%
45.	Sudhir Gupta	0.06%
46.	Dharminder Garg	0.06%
47.	Ankita Devi	0.06%
48.	Prateek Jain	0.06%
49.	Punit Bhatia	0.06%
50.	Vishal Bhatia	0.06%
51.	Vishal Goyal	0.06%
52.	Simran Tondon	0.06%
53.	Rajiv Bhatia	0.06%
54.	Onkar Aggarwal	0.06%
55.	Shweta Aggarwal	0.06%
56.	Arjun Tayal	0.06%
57.	Monish Dev Singh	0.05%
58.	Sonal Ujlayan	0.05%
59.	Abhay Jain	0.05%
60.	Amit Goel	0.05%
61.	Mahesh Agarwal (HUF)	0.05%
62.	Kunal Gupta	0.05%
63.	Pankhuri Garg	0.05%
64.	Naresh Kumar	0.05%
65.	Ankur Garg	0.05%
66.	Sanjay Gupta (HUF)	0.05%
67.	Shubham Agarwal	0.05%
68.	Daks India Industries Private Limited	0.05%
69.	Jinal Bhayani	0.04%
70.	Gaurav Pant (HUF)	0.04%
71.	Ankit Bansal (HUF)	0.03%
72.	Veena Verma	0.03%
73.	Prerna Bansal	0.03%
74.	Pankaj Bhatia	0.03%
75.	Himanshu Goel	0.03%
76.	Karan Jindal	0.03%
77.	Anshika Goel	0.03%
78.	Shashi Gupta	0.03%
79.	Geeta Gupta	0.03%
80.	Rahul Sharma	0.03%
81.	Ashish Jain	0.03%

82.	Sidharth Jain HUF	0.03%
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\* These percentages have been calculated on the basis of post-preferential share capital of the Company on fully diluted basis i.e. ₹9,26,76,900 (Rupees Nine Crore Twenty-Six Lakh Seventy-Six Thousand Nine Hundred Only) divided into 92,67,690 (Ninety-Two Lakh Seventy-Seven Thousand Six Hundred Ninety) Equity Shares of ₹10/- (Rupees Ten Only) each.

#This holding has been mentioned taking into consideration 17,83,000 unexercised warrants (out of total 50,00,000 warrants allotted in previous preferential issue) and 9,45,690 equity shares to be allotted in the current preferential issue.

**s) Justification for the allotment proposed to be made for consideration other than cash together with valuation report of the registered valuer.**

Not applicable. Since, the allotment of equity shares is made for consideration payable in cash.

**t) Amount which the company intends to raise by way of such securities.**

Aggregating up to ₹39,76,62,645/- (Rupees Thirty Nine Crore Seventy Six Lakh Sixty Two Thousand Six Hundred Forty Five Only).

**u) Certificate of Practicing Company Secretary**

The certificate from Practicing Company Secretaries, certifying that the preferential issue of equity shares is being made in accordance with requirements of Chapter V of SEBI ICDR Regulations has been obtained considering the said preferential issue. The copy of said certificate may be accessed on the Company's website [www.unifinz.in](http://www.unifinz.in).

**v) Other disclosures/Undertaking**

- i. The Company, its Promoters and its Directors are not categorized as willful defaulter(s) by any bank or financial institution or consortium thereof, in accordance with the guidelines on wilful defaulters issued by Reserve Bank of India and have not been categorized as a fraudulent borrower. Consequently, the disclosures required under Regulation 163(1) (i) of the SEBI ICDR Regulations is not applicable.
- ii. None of its directors or promoters are fugitive economic offenders as defined under the SEBI ICDR Regulations.
- iii. The Company does not have any outstanding dues to SEBI, Stock Exchanges or the depositories.
- iv. The Company has obtained the Permanent Account Numbers (PAN) of the proposed allottees, except those allottees which may be exempt from specifying PAN for transacting in the securities market by SEBI before an application seeking in-principle approval is made by the Company to the stock exchange(s) where its equity shares are listed.
- v. The Company shall be making application seeking in-principle approval to the stock exchange(s), where its equity shares are listed, on the same day when this notice will be sent in respect of the general meeting seeking shareholders' approval by way of special resolution.
- vi. The Company is in compliance with the conditions for continuous listing.
- vii. Since the Equity Shares have been listed on the recognized stock exchanges for a period of more than 90 trading days prior to the Relevant Date, the Company is not required to

re-compute the price in terms of Regulation 163(1)(g) and Regulation 163(1)(h) of SEBI ICDR Regulations.

- viii. None of the allottees have sold or transferred any Equity Shares during the 90 trading days preceding the relevant date.
- ix. The Equity Shares held by the proposed allottees in the Company are in dematerialized form only.
- x. The Company has complied with the applicable provisions of the Companies Act. The provisions of Section 62 of the Companies Act (as amended from time to time) and the SEBI ICDR Regulations provide, inter alia, that when it is proposed to increase the issued capital of the Company by allotment of further shares, such shares are required to be first offered to the existing members of the Company for subscription unless the members decide otherwise through a Special Resolution.

The Board of Directors of the Company believes that the proposed preferential issue is in the best interest of the Company and its members. The Board of Directors recommends the passing of the resolution as set out in Item No. 2 as Special Resolution for your approval.

None of the persons/entities, belonging to Promoter and Promoter Group of the Company, Directors, Key Managerial Personnel or their relatives thereof are in any way financially or otherwise concerned or interested in the passing of this Special Resolution as set out at Item No. 2 of this Notice except and to the extent of their shareholding in the Company.

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This Corrigendum to the Notice of EGM shall form an integral part of the said Notice, which has already been circulated to the Shareholders of the Company. On and from the date thereof, the Notice of EGM shall always be read in conjunction with this Corrigendum. Accordingly, all concerned shareholders, Stock Exchanges, Depositories, Registrar and Share Transfer Agent, agencies appointed for e-voting, other Authorities, regulators, and all other concerned persons are requested to take note of the above changes.

*All other contents of the Notice of EGM, save and except as modified or supplemented by this Corrigendum, shall remain unchanged.*

This corrigendum is being uploaded on the website of the Company at [www.unifinz.in](http://www.unifinz.in) and on the website of the Stock Exchange i.e. BSE Limited (BSE) at [www.bseindia.com](http://www.bseindia.com), where the shares of the Company are listed.

**By Order of the Board of Directors  
For Unifinz Capital India Limited**

Sd/-  
**Ritu Tomar**  
**Company Secretary and Compliance Officer**

Place: New Delhi

Dated: 20.01.2025