



# MUFIN GREEN FINANCE LIMITED

**Regi. Off:** SP-147, RIICO Industrial Area, Bhiwadi, Rajasthan-301019

**Corporate Office:** 201, 2<sup>nd</sup> Floor, Best Sky Tower, Netaji Subhash Place, Pitampura, Delhi-110034

**Phone:** (011) 43094300, **Email:** apmfinvest@gmail.com

**CIN :** L65990RJ2016PLC054921, **Website:** www.mufingreenfinance.com

## NOTICE

**NOTICE** is hereby given that an Extra-ordinary General Meeting of Members of Mufin Green Finance Limited will be held on Saturday, the 21<sup>st</sup> October, 2023 at 3:00 P.M. (IST) through Video Conferencing (“VC”)/Other Audio Visual Means (“OAVM”) to transact the following business:

### **SPECIAL BUSINESS:**

#### **ITEM 1: TO INCREASE IN THE AUTHORISED SHARE CAPITAL OF THE COMPANY AND ALTERATION OF CAPITAL CLAUSE OF MEMORANDUM OF ASSOCIATION OF THE COMPANY:**

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

“**RESOLVED THAT** pursuant to the provisions of Section 61 and other applicable provisions of the Companies Act, 2013 and the rules issued there under (including any statutory modification or re-enactment thereof for the time being in force), the Authorised Share Capital of the Company be and is hereby increased from Rs. 20,00,00,000 (Rupees Twenty Crore only) comprising of 20,00,00,000 (Twenty Crores) Equity Shares of Rs. 1 (Rupees One) each to Rs. 50,00,00,000 (Rupees Fifty Crores only) comprising of 50,00,00,000 (Fifty Crores) Equity Shares of Rs. 1 (Rupees One) each”.

V. The Authorised Share Capital of the Company is Rs. 50,00,00,000 (Rupees Fifty Crores only) comprising of 50,00,00,000 (Fifty Crores) Equity Shares of Rs. 1 (Rupees One) each.

**RESOLVED FURTHER THAT** the Board of Directors of the Company (hereinafter referred to as the Board, which term shall include any Committee constituted by the Board or any person(s) authorized by the Board to exercise the powers conferred on the Board by this resolution), be and is hereby authorized to take such steps as may be necessary and to execute all deeds, applications, documents and writings that may be required and generally to do all acts, deeds, matters and things that may be necessary, proper, expedient or incidental for the purpose of giving effect to the above resolution(s), on behalf of the Company.”

#### **ITEM 2: TO ISSUE OF 2,55,00,000 SHARE WARRANTS, CONVERTIBLE INTO EQUITY SHARES ON PREFERENTIAL BASIS TO PROMOTER AND CERTAIN IDENTIFIED NON-PROMOTER PERSONS:**

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

“**RESOLVED THAT** pursuant to the provisions of sections 23, 42, 62 (1) (c), and other applicable provisions of the Companies Act, 2013 (‘the Act’) read with the Companies (Prospectus and Allotment of Securities) Rules, 2014 and the Companies (Share Capital and Debentures) Rules, 2014, as amended, (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) the Memorandum and Articles of Association of the Company, the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended (“ICDR Regulations”), the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, as amended (‘Takeover Regulations’), the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (‘Listing Regulations’) and the policies, rules, regulations, guidelines, notifications and circulars, if any, issued by the Government of India or any other competent authority, as may be necessary, including the Securities and Exchange Board of India (“SEBI”), BSE Limited (“BSE”) where the equity shares of the Company are listed



and subject to the necessary approval(s), consent(s), permissions(s) and/or sanction(s), if any, of the appropriate authorities, institutions or bodies as may be required, and subject to such conditions as may be prescribed by any of them while granting any such approval(s), consent(s), permission(s) and/or sanction(s) and which may be agreed to by the Board of Director of the Company ('the Board') (which term shall be deemed to include any committee which the Board may have constituted or hereinafter constitute to exercise its powers including the powers conferred by this resolution) and with the consent of the Board of Directors of the Company, consent of the member be and is hereby accorded to create, issue, offer and allot, from time to time in one or more tranches, 2,55,00,000 (Two Crore Fifty Five Lakh) Convertible Warrants ('Warrants') of face value of Rs. 1/- each on a preferential basis, at a price not exceeding Rs. 55/- (Rupees Fifty Five only) per Warrant ('Warrant Issue Price') aggregating to an amount not exceeding Rs. 1,40,25,00,000/- (Rupees One Hundred Forty Crore and Twenty Five Lakh Only) to the following Promoter and Non-Promoters (hereinafter referred to as the "Proposed Allottees/Warrant holder") as more particularly mentioned in the explanatory statement setting out material facts, entitling the warrant holders to exercise option to convert and get allotted 1 (One) equity share of face value of Rs. 1/- (Rupees One only) each of the Company ('Equity Shares') at a premium of not exceeding Rs. 54/- (Rupees Fifty Four only) per Equity Share for each Warrant, within a period of 18 (Eighteen) months from the date of allotment of the Warrants, to the below mentioned members of the Promoter/Promoter Group and Non-Promoters of the Company and identified persons ("herein after referred to as Proposed Allottees") for cash and in such form and manner and in accordance with the provisions of ICDR Regulations and Takeover Regulations or other applicable laws and on such terms and conditions as the Board may, in its absolute discretion think fit and without requiring any further approval or consent from the Members:

Sr. No.	Name of the Investor/Proposed Allottees	Category (Promoter and Non-Promoter)	No. of Share Warrants (Upto)	Outcome of the subscription / Investment amount (INR) (Approx/maximum.)
1	Kapil Garg	Promoter	11,00,000	6,05,00,000
2	Shelly Garg	Promoter Group	11,00,000	6,05,00,000
3	Saurabh Garg	Promoter Group	11,00,000	6,05,00,000
4	Pooja Garg	Promoter Group	11,00,000	6,05,00,000
5	Bima Pay Technology Private Limited	Promoter Group	11,00,000	6,05,00,000
6	Adiraju Rajendra Prasad	Non-Promoter	6,00,000	3,30,00,000
7	Akash Tapadia	Non-Promoter	2,00,000	1,10,00,000
8	Akshyesh Arya	Non-Promoter	1,00,000	55,00,000
9	Basant Kumar Bafna	Non-Promoter	1,00,000	55,00,000
10	Krishna Kabra	Non-Promoter	1,00,000	55,00,000
11	Poonam Tapadia	Non-Promoter	1,50,000	82,50,000
12	Prateek Tapadia	Non-Promoter	1,50,000	82,50,000
13	Sarveswar Reddy Sanivarapu	Non-Promoter	1,00,000	55,00,000
14	Subbarami Reddy Oruganti	Non-Promoter	1,00,000	55,00,000
15	Rajesh Sarda	Non-Promoter	1,00,000	55,00,000
16	Shyam Sunder Baheti	Non-Promoter	2,00,000	1,10,00,000
17	Satvik Chandra Sai Vemulapalli	Non-Promoter	1,00,000	55,00,000
18	Jay Prakash Goyal	Non-Promoter	50,000	27,50,000
19	Deepika Biyani	Non-Promoter	50,000	27,50,000
20	APR Holding and Investments LLP	Non-Promoter	1,00,000	55,00,000
21	Sarada Kovuri	Non-Promoter	50,000	27,50,000



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22	Chukka Padma	Non-Promoter	1,00,000	55,00,000
23	Kushaal Saraf	Non-Promoter	5,00,000	2,75,00,000
24	Reena Karwa	Non-Promoter	3,00,000	1,65,00,000
25	Padigree Advisory Private Limited	Non-Promoter	1,25,000	68,75,000
26	Dilip Parmeshwar Bhat	Non-Promoter	1,25,000	68,75,000
27	Payal Sanghavi	Non-Promoter	1,25,000	68,75,000
28	Surendra N. Sanghavi	Non-Promoter	1,25,000	68,75,000
29	Girish G Gangawat HUF	Non-Promoter	50,000	27,50,000
30	Sudhanshu Srivastav	Non-Promoter	50,000	27,50,000
31	NVS Brokerage Private Limited	Non-Promoter	3,00,000	1,65,00,000
32	NVS Corporate Consultancy Services Private Limited	Non-Promoter	2,00,000	1,10,00,000
33	Nalin Vrajlal Shah	Non-Promoter	2,00,000	1,10,00,000
34	Jesal Nalin Shah	Non-Promoter	1,00,000	55,00,000
35	Anahaita Nalin Shah	Non-Promoter	1,00,000	55,00,000
36	Ajay Murdia	Non-Promoter	1,00,000	55,00,000
37	Dilip Keshrimal Sanklecha	Non-Promoter	2,50,000	1,37,50,000
38	Pradip Ratanchand Surana	Non-Promoter	2,50,000	1,37,50,000
39	Sangita Ajwani	Non-Promoter	5,00,000	2,75,00,000
40	Navinkumar Mahabirprasad Dalmia	Non-Promoter	1,50,000	82,50,000
41	Parishma Ritesh Jain	Non-Promoter	1,00,000	55,00,000
42	Kshma Jaswant Shah	Non-Promoter	1,50,000	82,50,000
43	Goshar Infra Projects Private Limited	Non-Promoter	3,00,000	1,65,00,000
44	Dhairya Dhiraj Shah	Non-Promoter	1,50,000	82,50,000
45	Rupi V Chinoy and Viraf K Chinoy Trustee of Shanaya Chinoy Trust	Non-Promoter	1,25,000	68,75,000
46	Rupi V Chinoy and Viraf K Chinoy Trustee of Firozgar Trust	Non-Promoter	1,25,000	68,75,000
47	Dilip K Parikh	Non-Promoter	2,00,000	1,10,00,000
48	Abhishek Agarwala	Non-Promoter	1,00,000	55,00,000
49	Abhay Dhanraj Musale	Non-Promoter	1,00,000	55,00,000
50	Neha Aggarwal	Non-Promoter	2,00,000	1,10,00,000
51	Divyanshu Aggarwal	Non-Promoter	1,50,000	82,50,000
52	Growfast Securities and Credit Limited	Non-Promoter	5,00,000	2,75,00,000
53	Rajat Arora	Non-Promoter	1,00,000	55,00,000
54	Sanjay Kumar	Non-Promoter	1,00,000	55,00,000
55	Tanuja Vemuri	Non-Promoter	1,00,000	55,00,000
56	Pooja Lavania	Non-Promoter	1,00,000	55,00,000
57	Vemareddy Vikram Srinivas Reddy	Non-Promoter	1,00,000	55,00,000

58	Rupi V Chinoy and Viraf K Chinoy Trustee of Fashutanaa Trust	Non-Promoter	1,25,000	68,75,000
59	Rupi V Chinoy and Viraf K Chinoy Trustee of Harvesp Tavan Trust	Non-Promoter	1,25,000	68,75,000
60	Lanka V N Muralidhar	Non-Promoter	50,000	27,50,000
61	Shrinivas Murthy	Non-Promoter	1,00,000	55,00,000
62	Gautam Biharilal Patel	Non-Promoter	1,00,000	55,00,000
63	Ashish Singh	Non-Promoter	60,000	33,00,000
64	Gagandeep Singh HUF	Non-Promoter	60,000	33,00,000
65	Maurvi Associates Private Limited	Non-Promoter	1,80,000	99,00,000
66	Rajinder Kumar Gupta HUF	Non-Promoter	60,000	33,00,000
67	Wow Investments	Non-Promoter	2,60,000	1,43,00,000
68	Hypotenuse Investment	Non-Promoter	1,30,000	71,50,000
69	Swati Agarwal	Non-Promoter	65,000	35,75,000
70	Dipak Raheja	Non-Promoter	1,95,000	1,07,25,000
71	Uday Ventures	Non-Promoter	65,000	35,75,000
72	Mukesh Kumar Jain HUF	Non-Promoter	65,000	35,75,000
73	Rahul Agrawal	Non-Promoter	65,000	35,75,000
74	Deepak Kumar Agrawal	Non-Promoter	65,000	35,75,000
75	Kedar Agrawal	Non-Promoter	65,000	35,75,000
76	Chhatishgarh Investment Ltd	Non-Promoter	6,50,000	3,57,50,000
77	Anant Sarda	Non-Promoter	65,000	35,75,000
78	Ten Eighty Investments	Non-Promoter	1,30,000	71,50,000
79	Real & Sons	Non-Promoter	1,30,000	71,50,000
80	Ravi Vaswani	Non-Promoter	65,000	35,75,000
81	Yashwant Vaswani	Non-Promoter	65,000	35,75,000
82	Kushal Vaswani	Non-Promoter	65,000	35,75,000
83	Malay Golechha	Non-Promoter	65,000	35,75,000
84	Chandra Devi Golechha	Non-Promoter	65,000	35,75,000
85	Hindustan Petrochem	Non-Promoter	2,60,000	1,43,00,000
86	Neeraj Pahlajani	Non-Promoter	65,000	35,75,000
87	Deepender Aggarwal	Non-Promoter	60,000	33,00,000
88	Amarpal Singh Hura HUF	Non-Promoter	65,000	35,75,000
89	Intellectual Partners	Non-Promoter	2,40,000	1,32,00,000
90	Amar Alliance Securities Private Limited	Non-Promoter	6,50,000	3,57,50,000
91	Sharad Goel	Non-Promoter	1,95,000	1,07,25,000
92	Alayna Ventures Private Limited	Non-Promoter	1,80,000	99,00,000
93	Pradeep Modi HUF	Non-Promoter	1,80,000	99,00,000
94	Nitish Gupta	Non-Promoter	1,00,000	55,00,000
95	Deepak Bhansali	Non-Promoter	1,00,000	55,00,000
96	Varun Bansal	Non-Promoter	60,000	33,00,000
97	Pooja Dharmesh Gada	Non-Promoter	1,00,000	55,00,000
98	Lalita Gupta	Non-Promoter	4,00,000	2,20,00,000



99	Bighouse Ventures Private Limited	Non-Promoter	3,60,000	1,98,00,000
100	Sorabh Gupta	Non-Promoter	80,000	44,00,000
101	Hari Narayan Rathi	Non-Promoter	60,000	33,00,000
102	Sachin Kumar HUF	Non-Promoter	3,20,000	1,76,00,000
103	Tano Investment Opportunities Fund	Non-Promoter	32,70,000	17,98,50,000
104	Kavita Devi	Non-Promoter	60,000	33,00,000
105	Samarth Garg & Sons HUF	Non-Promoter	1,20,000	66,00,000
106	Meena Gupta	Non-Promoter	60,000	33,00,000
107	Vishnu Bhagwan Garg	Non-Promoter	60,000	33,00,000
108	Sunita Garg	Non-Promoter	60,000	33,00,000
109	Expertpro Reality Private Limited	Non-Promoter	10,00,000	5,50,00,000
110	Abhishek Rathi	Non-Promoter	1,60,000	88,00,000
<b>Total</b>			<b>2,55,00,000</b>	<b>1,40,25,00,000</b>

**RESOLVED FURTHER THAT** in terms of the provisions of Chapter V of ICDR Regulations including Regulation 161, the “Relevant Date” for determining the Floor Price of Warrants shall be Thursday, September 21, 2023, being the date 30 days prior to the date of the Extra Ordinary General Meeting of the shareholders of the Company scheduled to be held on Saturday, October 21, 2023.

**RESOLVED FURTHER THAT** without prejudice to the generality of the above, the issue of the Warrants shall be subject to the following terms and conditions apart from the other terms and conditions as prescribed under applicable laws:

- a. An amount equal to 25% (Twenty Five Percent) of the Warrant Issue Price shall be payable at the time of subscription and allotment of each Warrant and the balance 75% (Seventy Five Percent) of the Warrant Issue Price shall be payable by the Warrant Holder(s) on or before the exercise of the entitlement attached to the Warrant(s) to subscribe for the Equity Shares;
- b. The Warrant Holders shall, subject to the ICDR Regulations, the Takeover Regulations and other applicable rules, regulations and laws, be entitled to exercise the Warrants in one or more tranches within a period of 18 (Eighteen) Months from the date of allotment of the Warrants by issuing a written notice to the Company specifying the number of Warrants proposed to be exercised. The Company shall accordingly, issue and allot the corresponding number of Equity Shares of Rs. 1/- (Rupees One only) each to the Warrant Holders;
- c. The Warrants shall be exercised in a manner that is in compliance with the minimum public shareholding norms prescribed for the Company under the Listing Regulations and the Securities Contract (Regulation) Rules, 1957;
- d. In the event, the Warrant Holders do not exercise the Warrants within a period of 18 (Eighteen) months from the date of allotment, the Warrants shall lapse and the amount paid by the Warrant Holders on such Warrants shall stand forfeited by the Company;
- e. The Warrants by themselves until converted into Equity Shares, does not give to the Warrant Holder any rights (including any dividend or voting rights) in the Company in respect of such Warrants.



- f. The Company shall procure that the listing and trading approvals for the resulting Equity Shares to be issued and allotted to the Warrant Holders upon exercise of the Warrants are received from the relevant Stock Exchanges in accordance with the ICDR Regulations and the Listing Regulations; Warrants shall not be listed.
- g. The Equity Shares to be so allotted upon the exercise of the Warrants shall be in dematerialized form and shall be subject to the provisions of the Memorandum and Articles of Association of the Company and shall rank pari-passu in all respect including dividend, with the existing Equity Shares of the Company;
- h. The Warrants and the Equity Shares issued pursuant to the exercise of the Warrants shall be locked-in as prescribed under Chapter V of the ICDR Regulations from time to time;
- i. The Company shall re-compute the price of the Warrants/ Equity Shares issued upon exercise of the Warrants in terms of the ICDR Regulations, where it is required to do so and the differential price, if any, shall be required to be paid by such Warrant Holders to the Company in accordance with the provisions of the ICDR Regulations;
- j. The respective Warrant Holders shall make payment from their own bank account into the designated bank account of the Company;
- k. The Company receiving necessary approval in accordance with applicable law including ICDR Regulations, Listing Regulations, from the regulators including BSE, RBI and / or Registrar of Companies in relation to issuance of Warrants and Equity Shares upon conversion of Warrants;
- l. The allotment of Warrants pursuant to this resolution shall be completed within a period of 15 days from the passing of this resolution, provided that, where the allotment pursuant to this resolution is pending on account of pendency of any approval for such allotment by any regulatory authority or the Central Government, the allotment shall be completed within a period of 15 days from the date of receipt of last of such approval(s);
- m. The allotment of the Equity Shares pursuant to exercise of Warrants shall be completed within a period of 15 (Fifteen) days from the date of such exercise by the allottee; and Warrants so allotted under this resolution shall not be sold, transferred, hypothecated or encumbered in any manner during the period of lock in provided under SEBI ICDR Regulations except to the extent and in the manner permitted there under.

**RESOLVED FURTHER THAT** pursuant to the provisions of the Act and subject to receipt of such approvals as may be required under applicable law, the consent of the Members of the Company be and is hereby accorded to record the name and address of the proposed allottees and issue a private placement offer cum application letter in the Form PAS-4 to the proposed allottees inviting to subscribe to the Warrants in accordance with the provisions of the Act.

**RESOLVED FURTHER THAT** any of the Director of the board or Mr. Mayank Pratap Singh, Company Secretary of the Company be and are hereby severally authorized to issue and allot such number of Equity Shares of the Company as may be required to be issued and allotted upto exercise of the Warrants held by the Warrant Holders.

**RESOLVED FURTHER THAT** any of the Director of the board or Mayank Pratap Singh, Company Secretary of the Company be and are hereby severally authorized to 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 Stock Exchanges and regulatory authorities and execution of any documents on behalf of the Company and to represent the Company before any governmental / regulatory authorities to give effect to the aforesaid resolution.

**RESOLVED FURTHER THAT** any of the Director of the board or Mayank Pratap Singh, Company Secretary of the Company be and are hereby severally authorized to do all such acts, deeds, matters and things as it may in its absolute





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discretion deem necessary or desirable to give effect to the above resolutions, including without limitation to issue and allot Equity Shares upon exercise of the Warrants, to issue certificates/ clarifications on the issue and allotment of Warrants and thereafter allotment of Equity Shares further to exercise of the Warrants, effecting any modifications to the foregoing (including to determine, vary, modify or alter any of the terms and conditions of the Warrants including deciding the size and timing of any tranche of the Warrants), entering into contracts, arrangements, agreements, memorandum, documents to give effect to the resolutions above (including for appointment of agencies, consultants, intermediaries and advisors for managing issuance of Warrants and listing and trading of Equity Shares issued on exercise of Warrants), including making applications to Stock Exchange for obtaining of in-principle approval, filing of requisite documents with the Registrar of Companies, National Securities Depository Limited (NSDL), Central Depository Services (India) Limited (CDSL) and/ or such other authorities as may be necessary for the purpose, seeking approvals from lenders (where applicable), to take all such steps as may be necessary for the admission of the Warrants and Equity Shares (to be issued on exercise of the Warrants) with the depositories, viz. NSDL and CDSL and for the credit of such Warrants / Shares to the respective dematerialized securities account of the Proposed Allottees, and to delegate all or any of the powers conferred by the aforesaid resolutions on it to any committee of directors or any director(s) or officer(s) of the Company and to revoke and substitute such delegation from time to time, as deemed fit by the Board, to give effect to the above resolutions and also to initiate all necessary actions for and to settle all questions, difficulties, disputes or doubts whatsoever that may arise, including without limitation in connection with the issue and utilization of proceeds thereof, signing of all deeds and documents as may be required without being required to seek any further consent or approval of the Members and take all steps and decisions in this regard;

**RESOLVED FURTHER THAT** a copy of the aforesaid resolution certified to be true by anyone of the Directors of the Company or the Company Secretary of the Company be furnished to the appropriate authorities with a request to act thereon.”

**By Order of the Board  
For Mufin Green Finance Limited**

**Sd/-  
Mayank Pratap Singh  
Company Secretary & Compliance Officer  
M. No. A4666**

Place: New Delhi  
Date: 28<sup>th</sup> September, 2023

Notes:

1. The Ministry of Corporate Affairs (“MCA”) has, vide its General Circular No. 9/2023 dated 25<sup>th</sup> September, 2023 read with General Circular No. 10/2022 dated December 28, 2022, General Circular No. 3/2022 dated 5th May 2022, General Circular NO. 14/2020 dated 8th April 2020, General Circular No. 17/2020 dated 13th April 2020, General Circular No. 22/2020 dated 15th June 2020, General Circular No. 33/2020 dated 28th September 2020, General Circular No. 39/2020 dated 31st December 2020, General Circular No. 10/2021 dated 23rd June 2021 and General Circular No. 20/2021 dated 8th December 2021 (collectively referred to as ‘MCA Circulars’), the Company is being permitted for convening the Extra-ordinary General Meeting (“EGM”/ “Meeting”) through Video Conferencing (“VC”) or Other Audio Visual Means (“OAVM”), without physical presence of the members at a common venue. In accordance with the MCA Circulars, provisions of the Companies Act, 2013 (“the Act”) and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”), the EGM of the Company is being held through VC / OAVM. The deemed venue for the EGM shall be the Registered Office of the Company situated at SP-147, RIICO Industrial Area, Bhiwadi, Rajasthan-301019.
2. In terms of the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended), Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 (‘SEBI Listing Regulations’) (as amended) and MCA Circulars dated September 25, 2023 read with other applicable Circulars issued by MCA in this regard, the Company is providing facility of e-voting to its Members in respect of the business to be transacted at the EGM. For this purpose, the Company has entered into an agreement with National Securities Depository Limited (NSDL) for facilitating voting through electronic means, as the authorized e-voting service provider. The facility of casting votes by a member using remote e-voting as well as the e-voting system on the date of the EGM (‘Venue Voting’) will be provided by NSDL.
3. The Statement, pursuant to Section 102 of the Companies Act, 2013, as amended (‘Act’) setting out material facts concerning the business with respect to Item Nos. 1, and 2 forms part of this Notice.
4. Pursuant to the provisions of the Act, a Member entitled to attend and vote at the EGM is entitled to appoint a proxy to attend and vote on his/her behalf and the proxy need not be a Member of the Company. Since this EGM is being held pursuant to the MCA Circulars through VC / OAVM, physical attendance of Members has been dispensed with. Accordingly, the facility for appointment of proxies by the Members will not be available for the EGM and hence the Proxy Form and Attendance Slip are not annexed to this Notice.
5. Since the EGM will be held through VC / OAVM, the Route Map is not annexed in this Notice.
6. Dispatch of EGM Notice through Electronic Mode: In compliance with the MCA Circulars and SEBI Circular, Notice of the EGM along with Annexures is being sent only through electronic mode to those Members whose e-mail address is registered with the Company/ Depository Participants. Members may note that the EGM Notice will also be available on the Company’s website [www.mufingreenfinance.com](http://www.mufingreenfinance.com), websites of the Stock Exchanges, that is, BSE Limited at [www.bseindia.com](http://www.bseindia.com), NSDL i.e. [www.evoting.nsdl.com](http://www.evoting.nsdl.com) and on the website of Company’s Registrar and Transfer Agent, Skyline Financial Services Private Limited (“Skyline”) at [www.Skylinerta.com](http://www.Skylinerta.com).
7. To support ‘Green Initiative’ for receiving all communication (including EGM Notice) from the Company electronically:





- a) Members holding shares in physical mode and who have not registered / updated their e-mail address with the Company are requested to register / update the same by writing to the Company with details of folio number and attaching a self-attested copy of PAN card at [admin@skylinerta.com](mailto:admin@skylinerta.com)
- b) Members holding shares in dematerialised mode are requested to register / update their e-mail address with the relevant Depository Participant.
8. Institutional / Corporate Shareholders (i.e. other than individuals / HUF, NRI, etc.) are required to send a scanned copy (PDF/JPG Format) of its Board or governing body Resolution/Authorization etc., authorizing its representative to attend the EGM through VC / OAVM on its behalf and to vote through remote e-voting. The said Resolution/Authorization shall be sent to the Scrutinizer by email through its registered email address to [abhaycsjha@gmail.com](mailto:abhaycsjha@gmail.com) with a copy marked to [apmfinvest@gmail.com](mailto:apmfinvest@gmail.com)
- However, the Body Corporate are entitled to appoint authorised representatives to attend the EGM through VC/OAVM and participate thereat and cast their votes through e-voting.
9. Members seeking any information with regard to the matter to be placed at the EGM, are requested to write to the Company on or before Saturday, 14th October, 2023 to email id [apmfinvest@gmail.com](mailto:apmfinvest@gmail.com). The same will be replied by the Company suitably.
10. Members attending the EGM through VC / OAVM shall be counted for the purpose of reckoning the quorum under Section 103 of the Act.
11. All documents referred to in the accompanying Notice shall be open for inspection by the Members by writing an e-mail to the Company [apmfinvest@gmail.com](mailto:apmfinvest@gmail.com).
12. The Company's Registrar and Transfer Agent for its share registry work (Physical and Electronic) is Skyline Financial Services Private Limited (herein after referred to as "RTA"). All documents, transfers, dematerialization requests and other communications in relation thereto should be addressed directly to the Company's Registrar & Share Transfer Agents, at the address mentioned below:
- M/s. Skyline Financial Services Private Limited  
(Unit: Mufin Green Finance Limited Limited)  
D-153/A, 1<sup>st</sup> Floor, Okhla Industrial Area  
Phase-1, New Delhi-110020 (India)  
Tel : 011-26812682, Email: [admin@skylinerta.com](mailto:admin@skylinerta.com) Website: [www.skylinerta.com](http://www.skylinerta.com)
13. SEBI vide its circular dated January 25, 2022, has mandated that the listed companies shall henceforth issue the securities in dematerialised form only, while processing service requests such as issue of duplicate share certificates, transmission, transposition, etc. Accordingly, members who still hold shares in physical form are advised to dematerialise their holdings.
14. The Securities and Exchange Board of India has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form who have not done so are requested to submit the PAN to their Depository Participant with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN details to RTA.



15. The Scrutinizer shall, immediately after the conclusion of voting at the EGM, first count the votes cast during the EGM, thereafter unblock the votes cast through remote e-voting and make, not later than 48 hours of conclusion of the EGM, a consolidated Scrutinizer's Report of the total votes cast in favour or against, if any, to the Chairman or a person authorised by him in writing, who shall countersign the same.
16. The result declared along with the Scrutinizer's Report shall be placed on the Company's website [www.mufingreenfinance.com](http://www.mufingreenfinance.com) under the section "Investors" and on the website of NSDL <https://www.evoting.nsdl.com.com> immediately. The Company shall simultaneously forward the results to BSE Limited, where the shares of the Company are listed.
17. The Members will be allowed to pose questions during the course of the Meeting. The queries can also be given in advance at [apmfinvest@gmail.com](mailto:apmfinvest@gmail.com).
18. The Members can join the EGM through VC/OAVM, 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the EGM Notice. The facility of participation at the EGM through VC/OAVM will be made available for 1000 members on first come first served basis.

**THE INSTRUCTIONS FOR SHAREHOLDERS FOR REMOTE E-VOTING AND EVOTING DURING EGM AND JOINING MEETING THROUGH VC/OAVM ARE AS UNDER:**

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The remote e-voting period begins on Wednesday, October 18, 2023 at 09:00 A.M. and ends on Friday, October 20, 2023 at 5:00 P.M. The remote e-voting module shall be disabled by NSDL for voting thereafter. The Members, whose names appear in the Register of Members / Beneficial Owners as on the record date (cut-off date) i.e. Saturday, October 14, 2023, may cast their vote electronically. The voting right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date, being October 14, 2023.

**The instructions for Members for remote E-voting are as given below: -**

**How do I vote electronically using NSDL e-Voting system?**

The way to vote electronically on NSDL e-Voting system consists of "Two Steps" which are mentioned below:





**Step 1: Access to NSDL e-Voting system**

**A) Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode**

In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

Login method for Individual shareholders holding securities in demat mode is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL.	<ol style="list-style-type: none"> <li>1. Existing <b>IDeAS</b> user can visit the e-Services website of NSDL Viz. <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a> either on a Personal Computer or on a mobile. On the e-Services home page click on the “<b>Beneficial Owner</b>” icon under “<b>Login</b>” which is available under ‘<b>IDeAS</b>’ section , this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on “<b>Access to e-Voting</b>” under e-Voting services and you will be able to see e-Voting page. Click on company name or <b>e-Voting service provider i.e. NSDL</b> and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</li> <li>2. If you are not registered for IDeAS e-Services, option to register is available at <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a>. Select “<b>Register Online for IDeAS Portal</b>” or click at <a href="https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp">https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp</a></li> <li>3. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <a href="https://www.evoting.nsdl.com/">https://www.evoting.nsdl.com/</a> either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or <b>e-Voting service provider i.e. NSDL</b> and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</li> <li>4. Shareholders/Members can also download NSDL Mobile App “<b>NSDL Speede</b>” facility by scanning the QR code mentioned below for seamless voting experience.</li> </ol>

	<p style="text-align: center;"><b>NSDL Mobile App is available on</b></p> <div style="display: flex; justify-content: space-around; align-items: center;"> <div style="text-align: center;">  <p>App Store</p> </div> <div style="text-align: center;">  <p>Google Play</p> </div> </div> <div style="display: flex; justify-content: space-around; align-items: center; margin-top: 10px;">   </div>
<p>Individual Shareholders holding securities in demat mode with CDSL</p>	<ol style="list-style-type: none"> <li>1. Existing users who have opted for Easi / Easiest, they can login through their user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi / Easiest are <a href="https://web.cdslindia.com/myeasi/home/login">https://web.cdslindia.com/myeasi/home/login</a> or <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on New System Myeasi.</li> <li>2. After successful login of Easi/Easiest the user will be also able to see the E Voting Menu. The Menu will have links of <b>e-Voting service provider i.e. NSDL</b>. Click on <b>NSDL</b> to cast your vote.</li> <li>3. If the user is not registered for Easi/Easiest, option to register is available at <a href="https://web.cdslindia.com/myeasi/Registration/EasiRegistration">https://web.cdslindia.com/myeasi/Registration/EasiRegistration</a></li> <li>4. Alternatively, the user can directly access e-Voting page by providing demat Account Number and PAN No. from a link in <a href="http://www.cdslindia.com">www.cdslindia.com</a> home page. The system will authenticate the user by sending OTP on registered Mobile &amp; Email as recorded in the demat Account. After successful authentication, user will be provided links for the respective ESP i.e. <b>NSDL</b> where the e-Voting is in progress.</li> </ol>
<p>Individual Shareholders (holding securities in demat mode) login through their depository participants</p>	<p>You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. upon logging in, you will be able to see e-Voting option. Click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</p>



**Important note:** Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

**Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. NSDL and CDSL.**

<b>Login type</b>	<b>Helpdesk details</b>
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at <a href="mailto:evoting@nsdl.co.in">evoting@nsdl.co.in</a> or call at toll free no.: 022-48867000 and 022-24997000
Individual Shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at <a href="mailto:helpdesk.evoting@cdslindia.com">helpdesk.evoting@cdslindia.com</a> or contact at 022-23058738 or 022-23058542-43

**B) Login Method for e-Voting and joining virtual meeting for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.**

**How to Log-in to NSDL e-Voting website?**

- i Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsdl.com/> either on a Personal Computer or on a mobile phone.
- ii Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholders’/ Member’ section.
- iii A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen. Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at <https://eservices.nsdl.com/> with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.
- iv Your User ID details are given below:

<b>Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical</b>	<b>Your User ID is:</b>
a) For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID For example if your DP ID is IN300*** and Client ID is 12***** then your user ID is IN300***12*****.
b) For Members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID For example if your Beneficiary ID is 12***** then your user ID is 12*****
c) For Members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the company



For example if folio number is 001\*\*\* and EVEN is 101456 then user ID is 101456001\*\*\*

- v Password details for shareholders other than Individual shareholders are given below:
  - a. If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
  - b. If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.
  - c. How to retrieve your 'initial password'?
    - (i.) If your e-mail ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your e-mail ID. Trace the e-mail sent to you from NSDL from your mailbox. Open the e-mail and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8-digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.
    - (ii.) If your e-mail ID is not registered, please follow steps mentioned below in process for those shareholders whose e-mail ids are not registered.
- vi If you are unable to retrieve or have not received the "Initial password" or have forgotten your password:
  - a. Click on "Forgot User Details/Password?" (If you are holding shares in your demat account with NSDL or CDSL) option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com).
  - b. Physical User Reset Password?" (If you are holding shares in physical mode) option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com).
  - c. If you are still unable to get the password by aforesaid two options, you can send a request at [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in) mentioning your demat account number/folio number, your PAN, your name and your registered address etc.
  - d. Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.
- vii After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.
- viii Now, you will have to click on "Login" button.
- ix After you click on the "Login" button, Home page of e-Voting will open.

## **Step 2: Cast your vote electronically and join Extra Ordinary General Meeting on NSDL e-Voting system.**

### **A. How to cast your vote electronically and join Extra Ordinary General Meeting on NSDL e-Voting system?**

- (i.) After successful login at Step 1, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle and General Meeting is in active status.





- (ii.) Select “EVEN” of company for which you wish to cast your vote during the remote e-Voting period and for casting your vote during the General Meeting. For joining virtual meeting, you need to click on “VC / OAVM” link placed under “Join Meeting”.
- (iii.) Now you are ready for e-Voting as the Voting page opens.
- (iv.) Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on “Submit” and also “Confirm” when prompted.
- (v.) Upon confirmation, the message “Vote cast successfully” will be displayed.
- (vi.) You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
- (vii.) Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

#### **B. Other information:**

- (i.) Any person, who acquires shares of the Company and becomes member of the Company after dispatch of the notice and holding shares as on the cut-off date, may obtain the login ID and password by sending a request at [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in).
- (ii.) However, if you are already registered with NSDL for remote e-Voting then you can use your existing user ID and password/PIN for casting your vote. If you forgot your password, you can reset your password by using ‘Forgot User Details/Password’ or ‘Physical User Reset Password?’ option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com) or contact NSDL at the toll free no.: 1800 1020 990 and 1800 22 44 30. Individual demat account holders will follow the process mention in Access to NSDL system.

#### **General Guidelines for shareholders**

- (i.) Institutional/Corporate shareholders (i.e. other than individuals, HUF, NRI, etc.) are required to send a scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc., with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote/attend the EGM, to the Scrutinizer by email to [abhaycsjha@gmail.com](mailto:abhaycsjha@gmail.com) with a copy marked to [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in).

Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) can also upload their Board Resolution / Power of Attorney / Authority Letter etc. by clicking on “Upload Board Resolution / Authority Letter” displayed under “e-Voting” tab in their login.

- (ii.) It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the “Forgot User Details/Password?” or “Physical User Reset Password?” option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com) to reset the password.
- (iii.) In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of [www.evoting.nsdl.com](http://www.evoting.nsdl.com) or call on toll free no.: 1800-1020-990 and 1800 22 44 30 or send a request at [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in) or contact Ms. Pallavi Mhatre, Manager or Ms. Soni Singh, Asst. Manager, National Securities Depository Limited, Trade World, ‘A’ Wing, 4th Floor, Kamala Mills Compound, Senapati Bapat Marg, Lower Parel, Mumbai – 400 013, at the email id – [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in), who will also address the grievances connected with the voting by electronic means.



**Process for those shareholders whose e-mail id's are not registered with the depositories and for procuring user id, password & registration of e-mail ids for e-voting for the resolutions set out in this notice:**

1. In case shares are held in physical mode please provide Folio No., Name of 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) by email to [apmfinvest@gmail.com](mailto:apmfinvest@gmail.com).
2. In case shares are held in demat mode, please provide DPIDCLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) to [investor.relations@sbicard.com](mailto:investor.relations@sbicard.com). If you are an Individual shareholder holding securities in demat mode, you are requested to refer to the login method explained at step 1 (A) i.e. Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode.
3. Alternatively, shareholders/members may send a request to [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in) for procuring user id and password for e-voting by providing above mentioned documents.
4. In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.

**Process of Registration of Email address and other details:**

Pursuant to relevant circulars the shareholders who have not registered their email address and in consequence the notice could not be serviced may get their email address registered with the Company's Registrar and Share Transfer Agent, Skyline Financial Services Pvt. Ltd. Post successful registration of the email, the shareholder would receive soft copy of the Notice of EGM and other documents required to be attached therewith and the procedure for e-voting along with the User ID and Password to enable e-voting for the EGM from NSDL. In case of any queries relating to the registration of E-mail address, shareholder may write to [info@skylinerta.com](mailto:info@skylinerta.com) & for e-voting related queries you may write to NSDL at [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in).

**INSTRUCTIONS FOR MEMBERS FOR ATTENDING THE EGM THROUGH VC/OAVM ARE AS UNDER:**

1. Member will be provided with a facility to attend the Extra Ordinary General Meeting through VC/OAVM through the NSDL e-Voting system. Members may access by following the steps mentioned above for Access to NSDL e-Voting system. After successful login, you can see link of "VC / OAVM link" placed under "Join meeting" menu against Company Name. You are requested to click on VC / OAVM link placed under Join Meeting menu. The link for VC / OAVM will be available in Shareholder / Member login where the EVEN of Company will be displayed. Please note that the members who do not have the User ID and Password for e-Voting or have forgotten the User ID and Password may retrieve the same by following the remote e-Voting instructions mentioned in the notice to avoid last minute rush.
2. Members are encouraged to join the Meeting through Laptops for better experience.



3. Further, members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
4. Please note that participants connecting from mobile devices or tablets or through laptop, connecting via mobile hotspot may experience audio/video loss due to fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN connection to mitigate any kind of aforesaid glitches.
5. Shareholders who would like to express their views/ask questions during the meeting may register themselves as a speaker by sending their request in advance on or before 14<sup>th</sup> October 2023, mentioning their name, demat account number/folio number, email id, mobile number at company email id [apmfinvestltd@gmail.com](mailto:apmfinvestltd@gmail.com). The shareholders who do not wish to speak during the EGM but have queries may send their queries in advance on or before 14<sup>th</sup> October, 2023, mentioning their name, demat account number/folio number, email id, mobile number at the company email id [apmfinvestltd@gmail.com](mailto:apmfinvestltd@gmail.com). These queries will be replied to by the company suitably by email.

**THE INSTRUCTIONS FOR MEMBERS FOR E-VOTING ON THE DAY OF THE EGM ARE AS UNDER:**

- (i.) The procedure for e-Voting on the day of the EGM is same as the instructions mentioned above for remote e-Voting.
- (ii.) Only those Members/Shareholders, who will be present in the EGM through VC/OAVM facility and have not cast their vote on the resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system in the EGM.
- (iii.) Members who have voted through Remote e-Voting will be eligible to attend the EGM. However, they will not be eligible to vote at the EGM.
- (iv.) The details of the person who may be contacted for any grievances connected with the facility for e-Voting on the day of the EGM shall be the same person mentioned for Remote e-voting.

### **EXPLANATORY STATEMENT**

(Pursuant to Section 102 of the Companies Act, 2013)

#### **ITEM 1: TO INCREASE IN THE AUTHORISED SHARE CAPITAL OF THE COMPANY AND ALTERATION OF CAPITAL CLAUSE OF MEMORANDUM OF ASSOCIATION OF THE COMPANY:**

To meet the requirements of growing business, the Company has come up with Preferential Offer, which necessitates increasing the authorised share capital of the Company by infusion of more Capital into the Company. The present Authorized Share Capital stands at Rs. 20.00 Crores only and it is proposed to increase the same by Rs 30.00 Crores to make it Rs 50.00 Crores.

Pursuant to Section 61 of the Companies Act, 2013 increase of authorised share capital requires the approval of the members by way of ordinary resolution. Further the alteration of Authorised Share capital requires modification of capital clause of Memorandum of Association of the Company.

A copy of the Memorandum of Association of the Company duly amended will be available for inspection in the manner provided in this Notice.

The board recommends the said resolution No. 1 to be passed as an **ordinary resolution**.

None of the directors, managers, key managerial personnel, and relatives of the directors, managers, key managerial personnel is interested or concerned either directly or indirectly in the above resolution except to the extent of their shareholding in the Company.

#### **ITEM 2: TO ISSUE OF 2,55,00,000 SHARE WARRANTS, CONVERTIBLE INTO EQUITY SHARES ON PREFERENTIAL BASIS TO PROMOTER AND CERTAIN IDENTIFIED NON-PROMOTER PERSONS:**

In order to augment the long term resources of the Company for meeting the requirements for the ongoing and future operations of the Company, working capital requirements of the Company and general corporate purposes including but not limited to pursuing new business opportunities, the Board of Directors of the Company in its meeting held on September 28, 2023 has accordingly, subject to the approval of members, authorized the Company to issue and allot by way of a preferential issue, from time to time and in one or more tranches 2,55,00,000 (Two Crore Fifty Five Lakh) Warrants convertible into equivalent number of Equity Shares of a face value of Rs. 1/- (Rupees One) each of the Company ('Warrants'), at an exercise price ('Exercise Price') which shall not be less than the exercise price determined in accordance with the provisions of Chapter V of the ICDR Regulations as the Board may think fit, to Promoters and certain identified non-promoter persons, as detailed hereunder, in such manner and on such terms and conditions as may be determined by the Board in its absolute discretion. The proposed preferential issue will strengthen the financial position and the net worth of the Company.

The relevant disclosures in relation to the Preferential Issue as required under the SEBI ICDR Regulations and the Act read with the rules issued thereunder, are set forth below:

#### **1. The objects of the preferential issue:**

The object of the Preferential Issue is to:

- Funding the incremental working Capital of our Company

- General Corporate Purposes

## **2. Particulars of the offer including the maximum number of specified securities to be issued**

Preferential issue of 2,55,00,000 (Two Crore Fifty Five Lakh) Fully Convertible Warrants of face value of Rs. 1/- each at an issue price not exceeding Rs. 55/- per Warrant in terms of Chapter V of SEBI (ICDR) Regulations, 2018 and applicable provisions of Companies Act, 2013, aggregating upto a maximum amount of Rs. 1,40,25,00,000/- (Rs. One Hundred Forty Crore and Twenty Five Lakh Only).

## **3. Relevant Date with reference to which the price has been arrived at:**

In terms of the provisions of Chapter V of ICDR Regulations, the relevant date for determining the minimum issue price of Warrants shall be Thursday, September 21, 2023 being the date 30 days prior to the date of the General Meeting of the Company scheduled to be held, i.e., Saturday, October 21, 2023.

## **4. Basis on which the price has been arrived at and justification for the price (including premium, if any):**

The Equity Shares of Company are listed on BSE Limited (“BSE”) and are frequently traded in accordance with the SEBI (ICDR) Regulations. Further, the Articles of Association of the Company doesn’t contain any article which provides for determination of price in case of preferential issue.

In terms of the applicable provisions of the SEBI ICDR Regulations, the minimum price at which the securities may be issued computes to Rs. 54.88/- (Rupees Fifty Four and Eighty Eight Paise only) per warrant, being higher of the following:

- a. the 90 (Ninety) trading days volume weighted average price of the Equity Shares of the Company quoted on the BSE, preceding the Relevant Date; or
- b. the 10 (Ten) trading days volume weighted average price of the Equity Shares of the Company quoted on the BSE, preceding the Relevant Date.

Further, in terms of Regulation 166A of the SEBI (ICDR) Regulations, the Company has obtained a valuation report from an independent registered valuer viz. Mr. Hitesh Jhamb having his office at Unit No. 116, L-1 Tower, First Floor, Cloud 9, Sector-1, Vaishali, Ghaziabad, Uttar Pradesh-201014 and the price determined by such independent registered valuer is Rs. 54.88/- (Rupees Fifty Four and Eighty Eight Paise Only) per Equity Share/ per warrant.

**Adjustments for Warrants:** The price determined above and the number of Equity Shares to be allotted on exercise of the Warrant shall be subject to appropriate adjustments, as permitted under applicable rules, regulations and laws from time to time.

## **5. Amount which the Company intends to raise by way of such securities**

The company intends to raise an amount, not exceeding, Rs. 1,40,25,00,000/- (Rupees One Hundred Forty Crore and Twenty Five Lakh Only).

## **6. Intent of the Promoters, Directors or Key Management Personnel of the Company to subscribe to the Preferential Offer:**



Mr. Kapil Garg, Promoter and Mrs. Shelly Garg, Mr. Saurabh Garg, Mrs. Pooja Garg and Bima Pay Technology Private Limited (Promoter Group) intends to participate in this preferential issue by subscribing upto 55,00,000 (Fifty Five Lakh) Warrants Convertible into Equity Share of face value of Rs.1/- (Rupees One only) each fully paid up, on preferential basis, at a price not exceeding Rs. 55/- (Rupees Fifty Five Only).

None of the directors or promoters except to their extent of their individual shareholding in the company and Mr. Kapil Garg are interested.

**7. Time frame within which the Preferential Issue shall be completed:**

As required under the SEBI (ICDR) Regulations, the Warrants shall be 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 proposed Warrants is pending on account of receipt of any approval or permission from any regulatory authority or Government of India, the allotment shall be completed within a period of 15 (Fifteen) days from the date of receipt of last of such approvals or permissions.

**8. Name of the proposed allottee, class and percentage of post Preferential Issue capital that may be held by them:**

As detailed in Annexure 'I'

**9. The Shareholding pattern of the Company before and after the Preferential Issue:**

As per Annexure 'II'

**10. 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 allottee:**

Sr. No.	Names of the proposed allottee(s)	Names of ultimate beneficial owners of allottee(s)
1	Maurvi Associates Private Limited	Pankaj Kumar
2	Wow Investments	Amit Goyal
3	Hypotenuse Investment	Brijesh Thakkar
4	Uday Ventures	Priyesh Singhanian
5	Chhatishgarh Investment Ltd	Kamal Sarda
6	Ten Eighty Investments	Nidhi Thakkar
7	Real & Sons	Gaurav Agrawal
8	Hindustan Petrochem	Nand Kishor Agarwal
9	Amar Alliance Securities Private Limited	Aditya Aggarwal
10	Intellectual Partners	Nisha Jain
11	Alayna Ventures Private Limited	Priya Sharma
12	APR Holding and Investments LLP	Ande Prathap Reddy
13	Bighouse Ventures Private Limited	Rajender Kumar Batra
14	Tano Investment Opportunities Fund	Hari Shankar Tibrewala
15	Bima Pay Technology Private Limited	Saurabh Garg
16	Padigree Advisory Private Limited	Dilip Parmeshwar Bhat
17	Expertpro Reality Private Limited	Praveen Gupta
18	NVS Brokerage Private Limited	Nalin Vrajlal Shah



19	NVS Corporate Consultancy Services Private Limited	Jesal Nalin Shah
20	Goshar Infra Projects Private Limited	Karan S Goshar
21	Growfast Securities and Credit Limited	Viraj Aggarwal

**11. Change in control, if any, in the Company that would occur consequent to the preferential offer:**

There shall be no change in the management or control of the Company pursuant to the aforesaid issue and allotment of Equity Shares and Equity Warrants and including the conversion thereof into Equity Shares of the Company.

**12. Re-computation of the share price:**

Since the Equity Shares of the Company are listed on recognized stock exchanges for more than 90 (Ninety) trading days, the price computation and lock-in extensions, required pursuant to Regulations 164(3) and 167(5) of the SEBI (ICDR) Regulations and the disclosures and undertakings required pursuant to Regulation 163(1)(g) and (h) of the SEBI (ICDR) Regulations are not applicable

**13. Confirmations regarding willful defaulter or a fraudulent borrower/ fugitives, if any:**

Neither the Company nor its promoters nor the Directors of the Company have been identified as willful defaulter or a fraudulent borrower by any bank or financial institution (as defined under the Companies Act, 2013) or consortium thereof, in accordance with the guidelines on willful defaulters issued by the Reserve Bank of India nor have they been identified as fugitive economic offenders as per the Fugitive Economic Offenders Act, 2018.

**14. The current and proposed status of the allottee post the preferential issue namely, promoter or non-promoter:**

Sr. No.	Name of the Proposed Allottee	Current Status of the Allottee	Proposed Status of the Proposed Allottee post the preferential issue
1	Kapil Garg	Promoter	Promoter
2	Shelly Garg	Promoter Group	Promoter Group
3	Saurabh Garg	Promoter Group	Promoter Group
4	Pooja Garg	Promoter Group	Promoter Group
5	Bima Pay Technology Private Limited	Promoter Group	Promoter Group
6	Adiraju Rajendra Prasad	Non-Promoter	Non-Promoter
7	Akash Tapadia	Non-Promoter	Non-Promoter
8	Akshyesh Arya	Non-Promoter	Non-Promoter
9	Basant Kumar Bafna	Non-Promoter	Non-Promoter
10	Krishna Kabra	Non-Promoter	Non-Promoter
11	Poonam Tapadia	Non-Promoter	Non-Promoter
12	Prateek Tapadia	Non-Promoter	Non-Promoter
13	Sarveswar Reddy Sanivarapu	Non-Promoter	Non-Promoter
14	Subbarami Reddy Oruganti	Non-Promoter	Non-Promoter
15	Rajesh Sarda	Non-Promoter	Non-Promoter
16	Shyam Sunder Baheti	Non-Promoter	Non-Promoter
17	Satvik Chandra Sai Vemulapalli	Non-Promoter	Non-Promoter
18	Jay Prakash Goyal	Non-Promoter	Non-Promoter
19	Deepika Biyani	Non-Promoter	Non-Promoter

20	APR Holding and Investments LLP	Non-Promoter	Non-Promoter
21	Sarada Kovuri	Non-Promoter	Non-Promoter
22	Chukka Padma	Non-Promoter	Non-Promoter
23	Kushaal Saraf	Non-Promoter	Non-Promoter
24	Reena Karwa	Non-Promoter	Non-Promoter
25	Padigree Advisory Private Limited	Non-Promoter	Non-Promoter
26	Dilip Parmeshwar Bhat	Non-Promoter	Non-Promoter
27	Payal Sanghavi	Non-Promoter	Non-Promoter
28	Surendra N. Sanghavi	Non-Promoter	Non-Promoter
29	Girish G Gangawat HUF	Non-Promoter	Non-Promoter
30	Sudhanshu Srivastav	Non-Promoter	Non-Promoter
31	NVS Brokerage Private Limited	Non-Promoter	Non-Promoter
32	NVS Corporate Consultancy Services Private Limited	Non-Promoter	Non-Promoter
33	Nalin Vrajlal Shah	Non-Promoter	Non-Promoter
34	Jesal Nalin Shah	Non-Promoter	Non-Promoter
35	Anahaita Nalin Shah	Non-Promoter	Non-Promoter
36	Ajay Murdia	Non-Promoter	Non-Promoter
37	Dilip Keshrimal Sanklecha	Non-Promoter	Non-Promoter
38	Pradip Ratanchand Surana	Non-Promoter	Non-Promoter
39	Sangita Ajwani	Non-Promoter	Non-Promoter
40	Navinkumar Mahabirprasad Dalmia	Non-Promoter	Non-Promoter
41	Parishma Ritesh Jain	Non-Promoter	Non-Promoter
42	Kshma Jaswant Shah	Non-Promoter	Non-Promoter
43	Goshar Infra Projects Private Limited	Non-Promoter	Non-Promoter
44	Dhairya Dhiraj Shah	Non-Promoter	Non-Promoter
45	Rupi V Chinoy and Viraf K Chinoy Trustee of Shanaya Chinoy Trust	Non-Promoter	Non-Promoter
46	Rupi V Chinoy and Viraf K Chinoy Trustee of Firozgar Trust	Non-Promoter	Non-Promoter
47	Dilip K Parikh	Non-Promoter	Non-Promoter
48	Abhishek Agarwala	Non-Promoter	Non-Promoter
49	Abhay Dhanraj Musale	Non-Promoter	Non-Promoter
50	Neha Aggarwal	Non-Promoter	Non-Promoter
51	Divyanshu Aggarwal	Non-Promoter	Non-Promoter
52	Growfast Securities and Credit Limited	Non-Promoter	Non-Promoter
53	Rajat Arora	Non-Promoter	Non-Promoter
54	Sanjay Kumar	Non-Promoter	Non-Promoter
55	Tanuja Vemuri	Non-Promoter	Non-Promoter
56	Pooja Lavania	Non-Promoter	Non-Promoter
57	Vemareddy Vikram Srinivas Reddy	Non-Promoter	Non-Promoter

58	Rupi V Chinoy and Viraf K Chinoy Trustee of Fashutanaa Trust	Non-Promoter	Non-Promoter
59	Rupi V Chinoy and Viraf K Chinoy Trustee of Harvesp Tavan Trust	Non-Promoter	Non-Promoter
60	Lanka V N Muralidhar	Non-Promoter	Non-Promoter
61	Shrinivas Murthy	Non-Promoter	Non-Promoter
62	Gautam Biharilal Patel	Non-Promoter	Non-Promoter
63	Ashish Singh	Non-Promoter	Non-Promoter
64	Gagandeep Singh HUF	Non-Promoter	Non-Promoter
65	Maurvi Associates Private Limited	Non-Promoter	Non-Promoter
66	Rajinder Kumar Gupta HUF	Non-Promoter	Non-Promoter
67	Wow Investments	Non-Promoter	Non-Promoter
68	Hypotenuse Investment	Non-Promoter	Non-Promoter
69	Swati Agarwal	Non-Promoter	Non-Promoter
70	Dipak Raheja	Non-Promoter	Non-Promoter
71	Uday Ventures	Non-Promoter	Non-Promoter
72	Mukesh Kumar Jain HUF	Non-Promoter	Non-Promoter
73	Rahul Agrawal	Non-Promoter	Non-Promoter
74	Deepak Kumar Agrawal	Non-Promoter	Non-Promoter
75	Kedar Agrawal	Non-Promoter	Non-Promoter
76	Chhatishgarh Investment Ltd	Non-Promoter	Non-Promoter
77	Anant Sarda	Non-Promoter	Non-Promoter
78	Ten Eighty Investments	Non-Promoter	Non-Promoter
79	Real & Sons	Non-Promoter	Non-Promoter
80	Ravi Vaswani	Non-Promoter	Non-Promoter
81	Yashwant Vaswani	Non-Promoter	Non-Promoter
82	Kushal Vaswani	Non-Promoter	Non-Promoter
83	Malay Golechha	Non-Promoter	Non-Promoter
84	Chandra Devi Golechha	Non-Promoter	Non-Promoter
85	Hindustan Petrochem	Non-Promoter	Non-Promoter
86	Neeraj Pahlajani	Non-Promoter	Non-Promoter
87	Deepender Aggarwal	Non-Promoter	Non-Promoter
88	Amarpal Singh Hura HUF	Non-Promoter	Non-Promoter
89	Intellectual Partners	Non-Promoter	Non-Promoter
90	Amar Alliance Securities Private Limited	Non-Promoter	Non-Promoter
91	Sharad Goel	Non-Promoter	Non-Promoter
92	Alayna Ventures Private Limited	Non-Promoter	Non-Promoter
93	Pradeep Modi HUF	Non-Promoter	Non-Promoter
94	Nitish Gupta	Non-Promoter	Non-Promoter
95	Deepak Bhansali	Non-Promoter	Non-Promoter
96	Varun Bansal	Non-Promoter	Non-Promoter
97	Pooja Dharmesh Gada	Non-Promoter	Non-Promoter
98	Lalita Gupta	Non-Promoter	Non-Promoter
99	Bighouse Ventures Private Limited	Non-Promoter	Non-Promoter
100	Sorabh Gupta	Non-Promoter	Non-Promoter

101	Hari Narayan Rathi	Non-Promoter	Non-Promoter
102	Sachin Kumar HUF	Non-Promoter	Non-Promoter
103	Tano Investment Opportunities Fund	Non-Promoter	Non-Promoter
104	Kavita Devi	Non-Promoter	Non-Promoter
105	Samarth Garg & Sons HUF	Non-Promoter	Non-Promoter
106	Meena Gupta	Non-Promoter	Non-Promoter
107	Vishnu Bhagwan Garg	Non-Promoter	Non-Promoter
108	Sunita Garg	Non-Promoter	Non-Promoter
109	Expertpro Reality Private Limited	Non-Promoter	Non-Promoter
110	Abhishek Rathi	Non-Promoter	Non-Promoter

**15. 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:**

None of the allotment made on preferential basis during the year.

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

Not applicable

**17. Lock-in-period:**

The Warrants and Equity Shares allotted upon conversion of Warrants shall be locked-in for such period as may be specified under the SEBI (ICDR) Regulations.

The entire pre-preferential allotment shareholding of all the allottees (“Mentioned in Point No.8 of the explanatory Statement/Proposed Allottee”) shall be locked-in from the relevant date up to a period of 90 (Ninety) trading days from the date of the allotment of Warrants as specified under Regulation 167(6) of the SEBI (ICDR) Regulations.

**18. Practicing Company Secretary’s Certificate:**

The certificate from Mr. Abhay Kumar, Practicing Company Secretary, having his office at R-8/2, Ramesh Park, Laxmi Nagar, Delhi-110092, certifying that the Preferential Issue is being made in accordance with the requirements contained in the SEBI (ICDR) Regulations shall be available for inspection to the Members at the Meeting and is made available on the website of the Company ([www.mufingreenfinance.com](http://www.mufingreenfinance.com)).

**19. Undertaking:**

In terms of the ICDR Regulations, the Company hereby undertakes that:

- It would re-compute the price of the securities specified above in terms of the Provisions of the SEBI (ICDR) Regulations, where it is required to do so.
- If the amount payable on account of re-computation of price is not paid within the time stipulated in the SEBI (ICDR) Regulations, the above specified securities shall continue to be locked in till the time such amount is paid by allottee.



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- c. The Company shall at all times comply with the minimum public shareholding requirements prescribed under the Securities Contracts (Regulation) Rules, 1957, as amended and Regulation 38 of the SEBI Listing Regulations.

## **20. Other disclosures:**

- a. The Company is eligible to make the Preferential Issue under Chapter V of the SEBI (ICDR) Regulations;
- b. Neither the Company nor its Directors or Promoters have been declared as willful defaulter or a fraudulent borrower as defined under the SEBI (ICDR) Regulations. None of its Directors or Promoter is a fugitive economic offender as defined under the SEBI (ICDR) Regulations;
- c. The proposed allottee has not sold or transferred any Equity Shares during the 90 (Ninety) trading days preceding the relevant date.
- d. No person belonging to the promoters / promoter group has previously subscribed to any warrants of the Company but failed to exercise them.
- e. The Company is in compliance with the conditions of continuous listing of equity shares as specified in the listing agreement with the Stock Exchange(s) where the equity shares of the Company are listed.
- f. The issue of Equity Shares shall be made in accordance with the provisions of the Memorandum and Articles of Association of the Company and shall be made in a dematerialized format only.
- g. The Equity Shares being issued shall be pari-passu with the existing Equity Shares of the Company in all respects, including dividend and voting rights.
- h. The raising of capital pursuant to the proposed resolution is subject to force majeure circumstances and conditions conducive capital market environment.
- i. The valuation report from an independent registered valuer, Mr. Hitesh Jhamb, in terms of Regulation 166A of the SEBI (ICDR) Regulations shall be available for inspection to the Members at the Meeting and is made available on the website of the Company (<http://www.mufingreenfinance.com>)

Accordingly, the approval of the Members of the Company is hereby sought by way of **special resolution** for authorizing the Board of Directors of the Company to create, offer, issue and allots convertible warrants as specifically described in the resolutions set out at Item Nos. 2 of this Notice.

The Board of Directors believe that the proposed issue is in the best interest of the Company and its Members and therefore recommends the Special Resolution as set out in the Item Nos. 2 in the accompanying notice for approval by the Members.

Other than Mr. Kapil Garg, Managing Director of the Company, none of the Directors, Key Managerial Personnel or their respective relatives are, in any way, concerned or interested, financially or otherwise in the said resolution.

**By Order of the Board  
For Mufin Green Finance Limited**

Sd/-  
**Mayank Pratap Singh**  
Company Secretary & Compliance Officer  
M. No. A4666

Place: New Delhi  
Date: 28<sup>th</sup> September, 2023

**Annexure 'I'**  
**(P: promoter, NP: non-promoter)**

Sr. No.	Name of the Proposed Allottee	Class	Pre-Issue Shareholding		Issue of Warrants (Present Issue) (No)	Post Issue Shareholding after Conversion of Warrants	
			No. of Shares	% of shareholding		No. of Shares	% of Shareholding
1	Kapil Garg	P	5,40,000	0.35	11,00,000	16,40,000	0.93%
2	Shelly Garg	P	0	-	11,00,000	11,00,000	0.62%
3	Saurabh Garg	P	0	-	11,00,000	11,00,000	0.62%
4	Pooja Garg	P	0	-	11,00,000	11,00,000	0.62%
5	Bima Pay Technology Private Limited	P	0	-	11,00,000	11,00,000	0.62%
6	Adiraju Rajendra Prasad	NP	0	-	6,00,000	6,00,000	0.34%
7	Akash Tapadia	NP	0	-	2,00,000	2,00,000	0.11%
8	Akshyesh Arya	NP	0	-	1,00,000	1,00,000	0.06%
9	Basant Kumar Bafna	NP	0	-	1,00,000	1,00,000	0.06%
10	Krishna Kabra	NP	0	-	1,00,000	1,00,000	0.06%
11	Poonam Tapadia	NP	0	-	1,50,000	1,50,000	0.08%
12	Prateek Tapadia	NP	0	-	1,50,000	1,50,000	0.08%
13	Sarveswar Reddy Sanivarapu	NP	0	-	1,00,000	1,00,000	0.06%
14	Subbarami Reddy Oruganti	NP	0	-	1,00,000	1,00,000	0.06%
15	Rajesh Sarda	NP	0	-	1,00,000	1,00,000	0.06%
16	Shyam Sunder Baheti	NP	0	-	2,00,000	2,00,000	0.11%
17	Satvik Chandra Sai Vemulapalli	NP	0	-	1,00,000	1,00,000	0.06%
18	Jay Prakash Goyal	NP	0	-	50,000	50,000	0.03%
19	Deepika Biyani	NP	0	-	50,000	50,000	0.03%
20	APR Holding and Investments LLP	NP	0	-	1,00,000	1,00,000	0.06%
21	Sarada Kovuri	NP	0	-	50,000	50,000	0.03%
22	Chukka Padma	NP	0	-	1,00,000	1,00,000	0.06%
23	Kushaal Saraf	NP	0	-	5,00,000	5,00,000	0.28%
24	Reena Karwa	NP	0	-	3,00,000	3,00,000	0.17%
25	Padigree Advisory Private Limited	NP	0	-	1,25,000	1,25,000	0.07%
26	Dilip Parmeshwar Bhat	NP	0	-	1,25,000	1,25,000	0.07%
27	Payal Sanghavi	NP	0	-	1,25,000	1,25,000	0.07%



28	Surendra N. Sanghavi	NP	0	-	1,25,000	1,25,000	0.07%
29	Girish G Gangawat HUF	NP	0	-	50,000	50,000	0.03%
30	Sudhanshu Srivastav	NP	0	-	50,000	50,000	0.03%
31	NVS Brokerage Private Limited	NP	0	-	3,00,000	3,00,000	0.17%
32	NVS Corporate Consultancy Services Private Limited	NP	0	-	2,00,000	2,00,000	0.11%
33	Nalin Vrajlal Shah	NP	0	-	2,00,000	2,00,000	0.11%
34	Jesal Nalin Shah	NP	0	-	1,00,000	1,00,000	0.06%
35	Anahaita Nalin Shah	NP	0	-	1,00,000	1,00,000	0.06%
36	Ajay Murdia	NP	0	-	1,00,000	1,00,000	0.06%
37	Dilip Keshrimal Sanklecha	NP	0	-	2,50,000	2,50,000	0.14%
38	Pradip Ratanchand Surana	NP	0	-	2,50,000	2,50,000	0.14%
39	Sangita Ajwani	NP	0	-	5,00,000	5,00,000	0.28%
40	Navinkumar Mahabirprasad Dalmia	NP	0	-	1,50,000	1,50,000	0.08%
41	Parishma Ritesh Jain	NP	0	-	1,00,000	1,00,000	0.06%
42	Kshma Jaswant Shah	NP	0	-	1,50,000	1,50,000	0.08%
43	Goshar Infra Projects Private Limited	NP	0	-	3,00,000	3,00,000	0.17%
44	Dhairya Dhiraj Shah	NP	0	-	1,50,000	1,50,000	0.08%
45	Rupi V Chinoy and Viraf K Chinoy Trustee of Shanaya Chinoy Trust	NP	0	-	1,25,000	1,25,000	0.07%
46	Rupi V Chinoy and Viraf K Chinoy Trustee of Firozagar Trust	NP	0	-	1,25,000	1,25,000	0.07%
47	Dilip K Parikh	NP	0	-	2,00,000	2,00,000	0.11%
48	Abhishek Agarwala	NP	0	-	1,00,000	1,00,000	0.06%
49	Abhay Dhanraj Musale	NP	0	-	1,00,000	1,00,000	0.06%
50	Neha Aggarwal	NP	0	-	2,00,000	2,00,000	0.11%
51	Divyanshu Aggarwal	NP	0	-	1,50,000	1,50,000	0.08%

52	Growfast Securities and Credit Limited	NP	0	-	5,00,000	5,00,000	0.28%
53	Rajat Arora	NP	0	-	1,00,000	1,00,000	0.06%
54	Sanjay Kumar	NP	0	-	1,00,000	1,00,000	0.06%
55	Tanuja Vemuri	NP	0	-	1,00,000	1,00,000	0.06%
56	Pooja Lavania	NP	0	-	1,00,000	1,00,000	0.06%
57	Vemareddy Vikram Srinivas Reddy	NP	0	-	1,00,000	1,00,000	0.06%
58	Rupi V Chinoy and Viraf K Chinoy Trustee of Fashutanaa Trust	NP	0	-	1,25,000	1,25,000	0.07%
59	Rupi V Chinoy and Viraf K Chinoy Trustee of Harvesp Tavan Trust	NP	0	-	1,25,000	1,25,000	0.07%
60	Lanka V N Muralidhar	NP	0	-	50,000	50,000	0.03%
61	Shrinivas Murthy	NP	0	-	1,00,000	1,00,000	0.06%
62	Gautam Biharilal Patel	NP	0	-	1,00,000	1,00,000	0.06%
63	Ashish Singh	NP	0	-	60,000	60,000	0.03%
64	Gagandeep Singh HUF	NP	0	-	60,000	60,000	0.03%
65	Maurvi Associates Private Limited	NP	0	-	1,80,000	1,80,000	0.10%
66	Rajinder Kumar Gupta HUF	NP	0	-	60,000	60,000	0.03%
67	Wow Investments	NP	0	-	2,60,000	2,60,000	0.15%
68	Hypotenuse Investment	NP	0	-	1,30,000	1,30,000	0.07%
69	Swati Agarwal	NP	0	-	65,000	65,000	0.04%
70	Dipak Raheja	NP	0	-	1,95,000	1,95,000	0.11%
71	Uday Ventures	NP	0	-	65,000	65,000	0.04%
72	Mukesh Kumar Jain HUF	NP	0	-	65,000	65,000	0.04%
73	Rahul Agrawal	NP	0	-	65,000	65,000	0.04%
74	Deepak Kumar Agrawal	NP	0	-	65,000	65,000	0.04%
75	Kedar Agrawal	NP	0	-	65,000	65,000	0.04%
76	Chhatishgarh Investment Ltd	NP	0	-	6,50,000	6,50,000	0.37%
77	Anant Sarda	NP	0	-	65,000	65,000	0.04%
78	Ten Eighty Investments	NP	0	-	1,30,000	1,30,000	0.07%
79	Real & Sons	NP	0	-	1,30,000	1,30,000	0.07%
80	Ravi Vaswani	NP	0	-	65,000	65,000	0.04%
81	Yashwant Vaswani	NP	0	-	65,000	65,000	0.04%
82	Kushal Vaswani	NP	0	-	65,000	65,000	0.04%
83	Malay Golechha	NP	0	-	65,000	65,000	0.04%

84	Chandra Devi Golechha	NP	0	-	65,000	65,000	0.04%
85	Hindustan Petrochem	NP	0	-	2,60,000	2,60,000	0.15%
86	Neeraj Pahlajani	NP	0	-	65,000	65,000	0.04%
87	Deepender Aggarwal	NP	0	-	60,000	60,000	0.03%
88	Amarpal Singh Hura HUF	NP	0	-	65,000	65,000	0.04%
89	Intellectual Partners	NP	0	-	2,40,000	2,40,000	0.14%
90	Amar Alliance Securities Private Limited	NP	0	-	6,50,000	6,50,000	0.37%
91	Sharad Goel	NP	0	-	1,95,000	1,95,000	0.11%
92	Alayna Ventures Private Limited	NP	0	-	1,80,000	1,80,000	0.10%
93	Pradeep Modi HUF	NP	0	-	1,80,000	1,80,000	0.10%
94	Nitish Gupta	NP	0	-	1,00,000	1,00,000	0.06%
95	Deepak Bhansali	NP	0	-	1,00,000	1,00,000	0.06%
96	Varun Bansal	NP	0	-	60,000	60,000	0.03%
97	Pooja Dharmesh Gada	NP	0	-	1,00,000	1,00,000	0.06%
98	Lalita Gupta	NP	0	-	4,00,000	4,00,000	0.23%
99	Bighouse Ventures Private Limited	NP	0	-	3,60,000	3,60,000	0.20%
100	Sorabh Gupta	NP	0	-	80,000	80,000	0.05%
101	Hari Narayan Rathi	NP	0	-	60,000	60,000	0.03%
102	Sachin Kumar HUF	NP	0	-	3,20,000	3,20,000	0.18%
103	Tano Investment Opportunities Fund	NP	0	-	32,70,000	32,70,000	1.85%
104	Kavita Devi	NP	0	-	60,000	60,000	0.03%
105	Samarth Garg & Sons HUF	NP	0	-	1,20,000	1,20,000	0.07%
106	Meena Gupta	NP	0	-	60,000	60,000	0.03%
107	Vishnu Bhagwan Garg	NP	0	-	60,000	60,000	0.03%
108	Sunita Garg	NP	0	-	60,000	60,000	0.03%
109	Expertpro Reality Private Limited	NP	0	-	10,00,000	10,00,000	0.57%
110	Abhishek Rathi	NP	0	-	1,60,000	1,60,000	0.09%

**ANNEXURE 'II'**

Sl. No.	Category	Pre-issue shareholding (as on September 22, 2023)		Shareholding Post Preferential Issue and Conversion of warrants.	
		No. of Shares held	% to total share capital	No. of Shares held*	% to total share capital * (assuming full conversion of Warrants)
<b>A</b>	<b><u>PROMOTER GROUP</u></b>				
	Promoter and Promoter Group Holding				
1	Indian				
	Individual	5,40,000	0.36	49,40,000	2.80
	Body Corporate	8,73,15,612	57.82	8,84,15,612	50.10
2	Foreign Promoters	0	0	0	0
	<b>Sub-Total-A</b>	<b>8,78,55,612</b>	<b>58.18</b>	<b>9,33,55,612</b>	<b>52.89</b>
<b>B</b>	<b><u>NON-PROMOTER HOLDING</u></b>				
<b>1</b>	Institutional Investors				
	Foreign Institutional Investors	0	0	0	0
	Financial Institutions / Banks/FPI	2,13,27,512	14.12	2,45,97,512	13.94
	Insurance Companies	0	0	0	0
	Central Government	0	0	0	0
<b>2</b>	Non-Institutional Investors				
	Individuals	3,29,90,281	21.85	4,39,60,281	24.91
	Others	88,21,767	5.84	1,45,81,767	8.26
	<b>Sub-Total-B</b>	<b>6,31,39,560</b>	<b>41.82</b>	<b>8,31,39,560</b>	<b>47.11</b>
	<b>GRAND TOTAL (A+B)</b>	<b>15,09,95,172</b>	<b>100</b>	<b>17,64,95,172</b>	<b>100</b>

\*the figures in the shareholding pattern are based on the assumption that all the Warrants will be subscribed pursuant to the shareholders' resolution and all the said warrants will be exercised / converted into Equity Shares. However, if any, Warrants are not subscribed or exercised, the figures will change accordingly