

VEEFIN SOLUTIONS LIMITED

(Formerly known as Veefin Solutions Private Limited)
Regd. Office: GLOBAL ONE, 2ND FLOOR, OFFICE 1 CTS NO, 252, 252 1, LBS MARG,
KURLA (WEST), MUMBAI 400070.

Email id: investors@veefin.com, CIN: L72900MH2020PLC347893

NOTICE OF EXTRA ORDINARY GENERAL MEETING

Notice is hereby given that the Extra Ordinary General Meeting of the members of Veefin Solutions Limited (Formerly Known as Veefin Solutions Private Limited) will be held on Monday, 13th October, 2025 at 05:30 P.M at the registered office of the company situated at Global One, 2nd Floor, Office 1 CTS No, 252 & 252/1, LBS Marg, Kurla (West), Mumbai 400070 to transact the following business:

Special Businesses:

Item no. 1

To consider and approve the Increase in Authorised Share Capital of the Company and consequential amendment in Memorandum of Association (MOA) of the Company.

To consider and if thought fit, to pass, the following resolution as an **Ordinary Resolution**:

"RESOLVED THAT pursuant to provisions of Section 4, 13, 61 and 64 and any other applicable provisions, if any, of the Companies Act, 2013, read with Rule 15 of the Companies (Share Capital and Debentures) Rules, 2014 and other Rules made thereunder, if any ("the Rules"), and the applicable provisions of the Memorandum and Articles of Association of the Company and any other applicable laws (including any statutory amendment(s), modification(s), variation(s) or re-enactment(s) thereto, for the time being in force) and such other approval(s), consent(s), permission(s) and/or sanction(s), if any, as may be necessary from the concerned statutory/regulatory authorities and subject to such conditions and modifications as may be prescribed, stipulated or imposed by any of the said statutory/regulatory authorities while granting any such approval(s), consent(s), permission(s), and/or sanction(s), the consent of the members of the Company be and is hereby accorded, to increase the existing Authorised Share Capital of the Company from Rs. 25,00,00,000/- (Rupees Twenty Five crores Only) divided into 2,50,00,000 (Two Crores Fifty Lakh Only) Equity Shares of Rs. 10/- (Rupees Ten Only) to Rs.30,00,00,000/- (Rupees Thirty Crores Only) divided into 3,00,00,000 (Three Crores) equity shares of Rs. 10/- (Rupees Ten Only) each ranking pari passu in all respect with the existing Equity Shares of the Company.

RESOLVED FURTHER THAT pursuant to provisions of Section 13, 61 and 64 and any other applicable provisions, if any, of the Companies Act, 2013 (including any statutory modification or reenactment thereof for the time being in force) and rules framed thereunder; the consent of the members of the Company be and is hereby accorded, for substituting the existing Clause V of the Memorandum of Association of the Company with the following clause:

V. The Authorised Share Capital of the Company is Rs. 30,00,00,000 (Rupees Thirty Crores Only) divided into 3,00,00,000 (Three crores) equity shares of Rupees 10/- (Rupees Ten Only) each."

RESOLVED FURTHER THAT for the purpose of giving effect to the above resolutions, Mr. Gautam Udani, Whole Time Director, Mr. Raja Debnath, Managing Director, Ms. Payal Mehul Maisheri, Chief Financial Officer, Ms. Urja Harsh Thakkar, Company Secretary and Compliance Officer of the Company be and are hereby severally authorized to do all such acts, deeds, matters and things that may be necessary, proper, expedient or incidental for the purpose of giving effect to the aforesaid Resolution, including but not limited to filing necessary e-forms with the Registrar of Companies and incorporation of amendments/suggestions/observations, if any, made by the Registrar of Companies or any other authorities to the extent applicable, without seeking any further consent or approval of the Shareholders or otherwise, to the end and intent that they shall be deemed to have given their approval thereto expressly by the authority of this Resolution.

RESOLVED FURTHER THAT the copies of the foregoing resolutions, certified to be true by any one of the Directors or the Company Secretary, may be furnished to any person(s) as may be required."

Item no. 2

<u>Issue of 12,99,857 Equity Shares of face value of Rs 10/- each to the Non-Promoter of the Company on Preferential basis cum private placement.</u>

To consider and if thought fit, to pass the following resolution as **Special Resolution**:

"RESOLVED THAT pursuant to provisions of Sections 23, 42, 62 and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Prospectus and Allotment of Securities) Rules, 2014 and the Companies (Share Capital and Debentures) Rules, 2014 (including any statutory modification(s) and re-enactment(s) thereof for the time being in force), Chapter V of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 as amended ("SEBI (ICDR) Regulations, 2018"), the Securities and Exchange Board of India (Substantial Acquisitions of Shares and Takeovers) Regulations, 2011, as amended ("Takeover Regulations"), the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ("SEBI (LODR) Regulations, 2015") and the rules, regulations, notifications and circulars issued thereunder and other applicable law including any other rules, regulations, guidelines, notifications, circulars and clarifications issued thereon from time to time by the Government of India, the Securities and Exchange Board of India ("SEBI"), Reserve Bank of India ("RBI"), the Ministry of Corporate Affairs, the stock exchange where the equity shares of the Company are listed ("Stock Exchange"), and or any other competent regulatory authority and in accordance with the uniform listing agreements entered into with the Stock Exchange and in accordance with the enabling provisions of the Memorandum of Association and Articles of Association of the Company and subject to such approvals, consents, permissions and sanctions as may be necessary or required from regulatory or other appropriate authorities, including but not limited to the Stock Exchange and SEBI and subject to such conditions and modifications as may be prescribed, stipulated or imposed by any of them while granting such approval, consents, permissions and sanctions and which terms may be agreed to by the Board of Directors of the Company (hereinafter referred to as "the Board" which expression 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) and subject to such terms, conditions and modifications as the Board may in its discretion impose or agree to, consent of the Members of the Company be and is hereby accorded, to authorize, create, issue, offer and allot by way of Preferential Allotment cum private placement from time to time in one or more tranches, up to 12,99,857 (Twelve lakhs Ninety Nine Thousand Eight Hundred and Fifty Seven) Equity shares, having Face Value of Rs. 10/- (Rupee Ten Only) each at a price of Rs. 390/- (Rupees Three Hundred and Ninety Only) per Equity Share (including a premium of Rs. 380/- (Rupees Three Hundred and Eighty Only) per share ("Preferential Allotment Price"), as determined in accordance with Chapter V of SEBI (ICDR) Regulations, 2018 each aggregating to Rs. 50,69,44,230/- (Rupees Fifty Crore Sixty Nine Lakh Forty Four Thousand Two Hundred and Thirty Only), in dematerialized form to Non-Promoters, on preferential allotment basis in compliance with Chapter V of SEBI (ICDR) Regulations, 2018 and subsequent amendments thereto & on such terms and conditions and in such manner as the Board may in its absolute discretion deem fit, to the following persons/entities as mentioned below and, on such terms, and conditions as follows:

Sr.	Name of Proposed Allottees	Status of	No. of	Name of the Ultimate
No.	Category- Non-Promoters	Proposed Allottees Individual/Body Corporate/Trust /HUF	Equity Shares proposed to be allotted	Beneficial Owner
1	SR Global Fund L.P Class P (PAN-Asia Select Portfolio)	Foreign Institutional	1,50,000	George Robinson
		Investor (FII)		
2	Piyush Prafulchandra Avlani	Individual	1,53,846	Not Applicable
3	Shubhalakshmi Polyesters Ltd	Body Corporate	51,282	Ajay Agarwal & Bankesh Agarwal
4	Brescon Ventures Private Limited	Body Corporate	75,000	Nirmal Kumar Gangwal & Neelam Gangwal
5	Jatin Sharadchandra Patel	Individual	51,282	Not Applicable
6	Kiran Lallubhai Patel	Individual	51,282	Not Applicable
7	Sanjeev Kumar Dokania	Individual	12,820	Not Applicable
8	Seema Vikas Goel	Individual	51,282	Not Applicable
9	Shri Bajrang Commodity LLP	Limited Liability Partnership	64,102	Anand Goel
10	NPRS Financial Services Private Limited	Body Corporate	25,641	Pravina Bhansali
11	Pramesh Wealth Private Limited	Body Corporate	25,641	Ramchandra Ramanlal Patel
12	Brabourne Commerce Private Limited	Body Corporate	32,051	Mukul Somany & Sanjay Somany
13	Jay Patel	Individual	12,820	Not Applicable
14	Twinkle Uttamkumar Jain	Individual	12,820	Not Applicable
15	Kiran Mohanlal Jain	Individual	12,820	Not Applicable
16	Relax Biotech Private Limited	Body Corporate	12,820	Bhavin Becharbhai Mangrolia
17	Patel Baldevbhai Ambalal	Individual	12,820	Not Applicable
18	Harin Panalal Shah	Individual	12,820	Not Applicable
19	Prateeti Care Trust	Trust	12,820	Vijay Vinod Patel
20	Deval A Patel	Individual	25,641	Not Applicable

21	Yayatikumar R Bhatt	Individual	12,820	Not Applicable
22	Patel Chandrikaben Virendra	Individual	12,820	Not Applicable
23	Mink Enterprise	Partnership Firm	12,820	Vimala Ramchandra
				Patel
24	Patel Kantibhai	Individual	12,820	Not Applicable
25	Dineshkumar N Patel	Individual	12,820	Not Applicable
26	Hiteshkumar Kantilal Patel	Individual	12,820	Not Applicable
27	A G Mehta HUF	HUF	12,820	A mit Mehta
28	Fierce Realty LLP	Limited Liability	12,820	Yoginkumar Ashokbhai
		Partnership		Patel
29	Savio Fernandez	Individual	12,820	Not Applicable
30	V Core Brains LLP	Limited Liability	3,076	Manav Vijaykumar
		Partnership		Kothari
31	Marvel Indenting Private Limited	Body Corporate	12,820	Kirit Harilal Shah
32	Manav Vijaykumar Kothari	Individual	3,205	Not Applicable
33	Kothari Mrugesh Deepakbhai	Individual	3,205	Not Applicable
34	Nikunjben Ashvinbhai Shah	Individual	3,205	Not Applicable
35	Chinkesh J Patel	Individual	3,205	Not Applicable
36	Real & Sons	Partnership firm	25,641	Gaurav Agarwal
37	Shantanu Agarwal	Individual	12,820	Not Applicable
38	Ashish Ramesh Mody	Individual	6,410	Not Applicable
39	Dinesh Chandra Mody	Individual	6,410	Not Applicable
40	Aashal Ninad Sherawala	Individual	6,410	Not Applicable
41	Ankita	Individual	2,564	Not Applicable
42	C Hemanth Kumar	Individual	2,564	Not Applicable
43	Patel Haribhai Somabhai	Individual	6,410	Not Applicable
44	Patel Maheshkumar Maganlal	Individual	2,564	Not Applicable
45	Bansi Barvalia	Individual	51,282	Not Applicable
46	Rajvee Urvish Vora	Individual	51,282	Not Applicable
47	Vora Tarla Mahendra	Individual	51,282	Not Applicable
48	Bhadresh Shashikant Doshi HUF	HUF	25,641	Bhadresh Shashikant
				Doshi
49	Dhruvi Bhadresh Doshi	Individual	12,820	Not Applicable
50	Vipul Rameshchandra Vora	Individual	25,641	Not Applicable
51	Shelke Santosh Sheshrao	Individual	6,410	Not Applicable

RESOLVED FURTHER THAT the Equity Shares being offered, issued and allotted to the Investor by way of a preferential allotment shall inter-alia be subject to the following:

i. in terms of Chapter V of the SEBI (ICDR) Regulations, 2018 (as amended), the "Relevant Date" for determining the minimum price for the purpose of the Preferential Allotment shall be Saturday,

- September 13, 2025 being the date that is thirty days prior to the date on which the meeting of members of the Company is held to consider the Preferential Allotment.
- ii. the Equity Shares shall be allotted in dematerialized form within a period of 15 days from the date of passing of the special resolution by the members of the Company, provided that where the allotment of Equity Shares is subject to receipt of any approval from any regulatory and / or statutory authority, the allotment shall be completed within a period of 15 days from the date of receipt of the last of such approvals.
- iii. the Equity Shares to be created, offered, issued and allotted to the Proposed Allottees shall rank pari passu with the existing Equity Shares of the Company in all respects (including with respect to dividend and voting powers) from the date of allotment thereof, and be subject to the requirements of all applicable laws and shall be subject to the provisions of the Memorandum of Association and Articles of Association of the Company.
- iv. the Board be and is hereby authorized to accept any modification(s) in the terms of issue of Equity Shares, subject to the provisions of the Act and the SEBI (ICDR) Regulations, 2018 (as amended), without being required to seek any further consent or approval of the members of the Company.
- v. The equity shares so offered and issued to the Investor, are being issued for cash.

RESOLVED FURTHER THAT the Equity Shares to be allotted shall be subject to lock-in for such period as specified in the provisions of Chapter V of the SEBI (ICDR) Regulations, 2018 (as amended) and will be listed on the stock exchanges subject to receipt of necessary permissions and approvals.

RESOLVED FURTHER THAT the Board be and is hereby authorized to accept any modifications in the proposal as may be required by the agencies involved in such issues but subject to such conditions as the Reserve Bank of India (RBI) / Securities and Exchange Board of India (SEBI) and/ or such other appropriate authority may impose at the time of their approval as agreed by the Board.

RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, the Board be and is hereby authorised to do all such acts, deeds, matters and things as it may in its absolute discretion, deem necessary, desirable or expedient, including without limitation issuing clarifications, resolving all questions, effecting any modifications or changes to the foregoing (including modification to the terms of the issue), enter into contracts, arrangements, agreement, documents (including for appointment of agencies, intermediaries and advisers for the issue) and to authorise all such persons as may be necessary, in connection there with and incidental thereto as the Board in its absolute discretion shall deem fit without being required to seek any fresh approval of the members of the Company and to settle all questions, difficulties or doubts that may arise in regard to the preferential issue and utilization of proceeds of the issue, take all other steps which may be incidental, consequential, relevant or ancillary in this connection to effect any modification to the foregoing and the decision of the Board shall be final and conclusive.

RESOLVED FURTHER THAT for the purpose of giving effect to the above resolutions, Mr. Gautam Udani, Whole Time Director, Mr. Raja Debnath, Managing Director, Ms. Payal Mehul Maisheri, Chief Financial Officer, Ms. Urja Harsh Thakkar, Company Secretary and Compliance Officer of the Company be and are hereby severally authorized to do all such acts, deeds, matters and things as they may in their absolute discretion deem necessary and desirable for such purpose, including without limitation, preparing, signing, executing, and filing applications with the relevant authorities for obtaining requisite approvals

etc. for the issuance of Equity Shares, as may be required, issuing clarifications on the issue and allotment of Equity Shares, resolving any difficulties, effecting any modifications, changes, variation, alterations, additions and/or deletions to the foregoing conditions as may be required by any relevant authority, including agreeing to and accepting all such condition(s), modification(s) and alteration(s) as may be stipulated by the relevant authorities.

RESOLVED FURTHER THAT all actions taken by the Company in connection with any matter(s) referred to or contemplated in any of the foregoing resolutions be and are hereby approved, ratified and confirmed in all respects.

RESOLVED FURTHER THAT the copies of the foregoing resolutions, certified to be true by any one of the Directors or the Company Secretary, may be furnished to any person(s) as may be required."

Item No. 3

<u>Issue of 11,12,820 Warrants convertible into Equity shares of Face Value INR. 10/- each to Promoters and Non- Promoters of the Company on Preferential basis.</u>

To consider and if thought fit, to pass the following resolution as **Special Resolution**:

"RESOLVED THAT pursuant to provisions of Sections 23, 42, 62 and other applicable provisions, if any, of the Companies Act, 2013, (including any statutory modification(s) and re-enactment(s) thereof for the time being in force) read with the Companies (Prospectus and Allotment of Securities) Rules, 2014 and the Companies (Share Capital and Debentures) Rules, 2014 (including any statutory modification(s) and re-enactment(s) thereof for the time being in force), Chapter V of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 as amended ("SEBI (ICDR) Regulations, 2018"), the Securities and Exchange Board of India (Substantial Acquisitions of Shares and Takeovers) Regulations, 2011, as amended ("Takeover Regulations"), the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ("SEBI (LODR) Regulations, 2015") and the rules, regulations, notifications and circulars issued thereunder and other applicable law including any other rules, regulations, guidelines, notifications, circulars and clarifications issued thereon from time to time by the Government of India, the Securities and Exchange Board of India ("SEBI"), Reserve Bank of India ("RBI"), the Ministry of Corporate Affairs, the stock exchange where the equity shares of the Company are listed ("Stock Exchange"), and or any other competent regulatory authority and in accordance with the uniform listing agreements entered into with the Stock Exchange and in accordance with the enabling provisions of the Memorandum of Association and Articles of Association of the Company and subject to such approvals, consents, permissions and sanctions as may be necessary or required from regulatory or other appropriate authorities, including but not limited to the Stock Exchange and SEBI and subject to such conditions and modifications as may be prescribed, stipulated or imposed by any of them while granting such approval, consents, permissions and sanctions and which terms may be agreed to by the Board of Directors of the Company (hereinafter referred to as "the Board" which expression 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) and subject to such terms, conditions and modifications as the Board may in its discretion impose or agree to, consent of the Members be and is hereby accorded, to authorize, create, issue, offer and allot by way of Preferential Allotment cum private placement, up to 11,12,820 (Eleven Lakhs Twelve Thousand Eight Hundred and Twenty) Convertible Warrants at a price Rs. 390/- (Rupees Three Hundred and Ninety Only) each as per valuation report received from registered valuer, convertible into 11,12,820 (Eleven Lakhs Twelve Thousand Eight Hundred and Twenty) Equity Share of Face Value of Rs. 10/- (Rupees Ten Only) each and premium of Rs.380/- (Rupees Three hundred and eighty Only) each to persons mentioned below, on Preferential allotment basis for cash and in such form and manner and in accordance with the provisions of SEBI (ICDR) Regulations and SEBI 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 to the following persons as mentioned below and, on such terms, and conditions as follows:

Sr. No.	Name of Proposed Allottees	Category- Promoters / Non - Promoter	Status of Proposed Allottees Individual/Body Corporate/Trust/HUF	No. of Warrants convertible into Equity Shares proposed to be allotted	Name of the Ultimate Beneficial Owner	
1.	Gautam Vijay Udani	Promoter	Individual	1,53,846	Not Applicable	
2.	Raja Debnath	Promoter	Individual	3,58,974	Not Applicable	
3.	Tushar G Agarwal / Reena Tushar Agarwal	Non- Promoter	NRI	3,00,000	Not Applicable	
4.	Priti Ashit Mehta	Non- Promoter	NRI	3,00,000	Not Applicable	
	Total	-	-	11,12,820	-	

RESOLVED FURTHER THAT the in terms of Chapter V of the SEBI (ICDR) Regulations, 2018 (as amended), the "Relevant Date" for the Preferential Issue of the Warrants convertible into Equity Shares is September 13, 2025 being the date that is thirty days prior to the date on which the meeting of members of the Company is held to consider the Preferential Allotment.

RESOLVED FURTHER THAT without prejudice to the generality of the above, the issue of Equity Warrants shall be subject to following terms:

- i. Each Warrants is convertible into One (1) Equity Share and the conversion can be exercised by warrant holder(s) at any time during the period of Eighteen (18) months from the date of allotment of Warrants convertible into Equity Shares, in one or more tranches, as the case may be and on such other terms and conditions as applicable.
- ii. An amount equivalent to 25% of the issue price will be payable at the time of subscription of Warrants convertible into Equity Shares, as prescribed by the SEBI (ICDR) Regulations, which would be adjusted by the Company and appropriated against the issue price of the Equity Shares. The balance of 75% of the issue price of the equity shares shall be payable by the warrant holder(s) at the time of exercising conversion of warrants.

- iii. The warrant holder(s) shall be entitled to exercise the option of exercising any or all of the warrants convertible into equity shares in one or more tranches by way of a written notice which shall be given to the Company, specifying the number of warrants proposed to be converted along with the aggregate amount payable thereon, prior to or at the time of conversion. The Company shall accordingly, without any further approval from the Members of the Company, issue and allot the corresponding number of Equity Shares and perform such actions as required to credit the Equity Shares to the depository account of the warrant holders.
- iv. The Equity Shares to be so allotted on exercise of warrants convertible into equity shares 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 respects including dividend, with the existing equity shares of the Company.
- v. In the event the warrant holder(s) does not exercise the warrants convertible into equity shares within Eighteen (18) months from the date of allotment of the warrants, then such warrants convertible into equity shares shall lapse and the amount paid shall stand forfeited by the Company.
- vi. The Equity Shares arising from the exercise of conversion of the warrants will be listed on Stock Exchanges where the Equity Shares of the Company are listed, subject to the receipt of necessary regulatory permissions and approvals as the case may be and shall inter alia be governed by the regulations and guidelines issued by SEBI or any other statutory authority.
- vii. The Warrants and Equity Shares issued pursuant to the exercise of the Warrants shall be lockedin as prescribed under the SEBI ICDR Regulations from time to time.

RESOLVED FURTHER THAT the Board be and is hereby authorized to accept any modifications in the proposal as may be required by the agencies involved in such issues but subject to such conditions as the Reserve Bank of India (RBI) / Securities and Exchange Board of India (SEBI) and/ or such other appropriate authority may impose at the time of their approval as agreed by the Board.

RESOLVED FURTHER THAT for the purpose of giving effect to this Resolution, the Board be and is hereby authorized to do all such acts, deeds, matters and things as it may, in its absolute discretion, deem necessary, desirable or expedient, including without limitation, issuing clarifications, resolving all questions of doubt, effecting any modifications or changes to the foregoing (including modification to the terms of the issue), entering into contracts, arrangements, agreements, documents (including for appointment of agencies, intermediaries and advisors for the Issue) and to authorize all such persons as may be necessary, in connection therewith and incidental thereto as the Board in its absolute discretion shall deem fit without being required to seek any fresh approval of the Members and to settle all questions, difficulties or doubts that may arise in regard to the offer, issue and allotment of the Warrants convertible into Equity shares and allotment of Equity shares on conversion of warrants convertible into Equity shares and listing thereof with the Stock Exchanges as appropriate and utilization of proceeds of the issue, take all other steps which may be incidental, consequential, relevant or ancillary in this connection and to effect any modification to the foregoing and the decision of the Board shall be final and conclusive.

RESOLVED FURTHER THAT for the purpose of giving effect to the above resolutions, Mr. Gautam Udani, Whole Time Director, Mr. Raja Debnath, Managing Director, Ms. Payal Mehul Maisheri, Chief Financial Officer, Ms. Urja Harsh Thakkar, Company Secretary and Compliance Officer of the Company be and are hereby severally authorized to do all such acts, deeds, matters and things as they may in their absolute discretion deem necessary and desirable for such purpose, including without limitation, preparing, signing, executing, and filing applications with the relevant authorities for obtaining requisite approvals etc. for the issuance of Equity Shares, as may be required, issuing clarifications on the issue and allotment of Equity Shares, resolving any difficulties, effecting any modifications, changes, variation, alterations, additions and/or deletions to the foregoing conditions as may be required by any relevant authority, including agreeing to and accepting all such condition(s), modification(s) and alteration(s) as may be stipulated by the relevant authorities.

RESOLVED FURTHER THAT all action(s) taken by the Board or Committee(s) thereof, any Director(s)/Company Secretary or Officer(s) or any other authorized signatory/ies of the Company in connection with any matter(s) referred to or contemplated in the foregoing resolution be and are hereby approved, ratified and confirmed in all respects.

RESOLVED FURTHER THAT the Board of Directors of the Company (including Committee(s) of the Board), be and is hereby authorized to do all such acts, deeds, matters and things as may be considered necessary, desirable or expedient to give effect to this resolution."

BY ORDER OF THE BOARD For VEEFIN SOLUTIONS LIMITED

DATE: SEPTEMBER 15, 2025

PLACE: MUMBAI

URJA HARSH THAKKAR
COMPANY SECRETARY & COMPLIANCE OFFICER
Global One, 2nd Floor, Office 1, CTS No 252 & 252/1, Opp SBI,
LBS Marg, Kurla(W), Mumbai, Maharashtra, India- 400070

NOTES:

- 1. The Extra Ordinary General Meeting of the Company will be held on Monday, 13th October, 2025 at 05:30 p.m. (IST) at the registered office of the company situated at Global One, 2nd Floor, Office 1, CTS No 252 & 252/1, Opp SBI, LBS Bank, Kurla west, Mumbai 400070 in compliance with the applicable provisions.
- 2. Pursuant to the provisions of the Act, a member entitled to attend and vote at the Extraordinary General Meeting of the Company is entitled to appoint a proxy to attend and vote instead of himself/herself and a proxy need not be a member of the company. The instrument appointing a proxy in order to be a valid must be duly filled in all respects and should be deposited at the registered office of the Company not later than 48 hours before the commencement of the meeting.
- 3. A person shall not act as a Proxy for more than 50 Members and holding in the aggregate not more than 10 percent of the total voting share capital of the Company. However, a single person can act as Proxy for a Member holding more than 10 percent of the total voting share capital of the Company provided that such person shall not act as a proxy for any other person.
- 4. Route map of the venue of meeting is attached at the end of the Notice.
- 5. However, the Body Corporates are entitled to appoint Authorized Representatives to attend the EGM and participate there at and cast their votes through e-voting. Body Corporates whose Authorized Representatives are intending to attend the Meeting are requested to send to the Company on its email Id investors@veefin.com a certified copy of the Board Resolution authorizing their representative to attend and vote on their behalf at the Meeting and through E-voting.
- 6. Shareholders whose email IDs are not registered may register their email ID by contacting their respective Depository Participant (in case of shares held in demat form).
- 7. For the convenience of the Members, an Attendance Slip is annexed to the Proxy Form. Members are requested to affix their signature at the space provided and fill up the particulars and hand over the attendance slip at the place of the Meeting.
- 8. The attendance of the Members attending the EGM will be counted for the purpose of the quorum under Section 103 of the Companies Act, 2013 (herein after referred to as "the Act").
- 9. Members seeking any information with regard to any matter to be placed at the EGM, are requested to write to the Company on or before Tuesday, October 07, 2025 by 05:00 p.m. IST through e-mail at investors@veefin.com to enable the Management to keep full information ready on the date of EGM.
- 10. An explanatory statement setting out details relating to the businesses to be transacted at the Extra Ordinary General Meeting pursuant to Section 102(1) of the Companies Act, 2013, is annexed hereto.
- 11. The Securities and Exchange Board of India ("SEBI") has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are therefore requested to submit the PAN to their Depository Participants with whom they are maintaining their de-mat accounts.

- 12. The Register of Directors and Key Managerial Personnel and their shareholding maintained under Section 170 of the Act, the Register of Contracts or Arrangements in which the Directors are interested, maintained under Section 189 of the Act, and the relevant documents referred to in the Notice will be available, electronically, for inspection by the Members during the EGM. All documents relevant referred to in the Notice of EGM and explanatory statement will also be available electronically for inspection without any fee by the Members from the date of circulation of this Notice up to the date of EGM. Members seeking to inspect such documents can send an e-mail to investors@veefin.com.
- 13. The business set out in the Notice will be transacted through electronic voting system and the Company is providing facility for voting by electronic means. Instructions and other information relating to e-voting are given in this Notice.
- 14. In case of joint holders, the Member whose name appears as the first holder in the order of names as per the Register of Members of the Company will be entitled to vote during the EGM.
- 15. The Notice of EGM will be placed on the Company's website on https://www.veefin.com/.
- 16. As per the MCA Circular 20/2020 dated 5th May, 2020, 09/2023 dated 25th September, 2023 and SEBI Circular No. SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated May 13, 2022 and SEBI/HO/CFD/PoD-2/P/ CIR/2023/4 dated January 5, 2023 ("SEBI Circular") (collectively referred to as "Circulars"), the Notice of EGM will be sent through electronic mode to only those Members whose email id's are registered with the Registrar and Share Transfer Agent of the Company / Depository participant unless any Member has requested for a physical copy of the same. The Company shall send physical copy of the Notice to those Members who request the same at investors@veefin.com mentioning their Folio No. / DP ID and Client ID.
- 17. The Board of Directors have appointed Mr. Maharshi Ganatra, Proprietor, Maharshi Ganatra and Associates Practising Company Secretary (Mem No.- F11332; COP No.: 14520), as the Scrutinizer to scrutinize the remote e-voting process as well as e-voting during the EGM in a fair and transparent manner.
- 18. The Scrutiniser will submit his report to the Chairman or to any other person authorized by the Chairman after completion of scrutiny of the votes cast through remote e-Voting before/during the EGM, within the time stipulated under the applicable laws. The results declared along with the Scrutiniser's report shall be communicated to the Stock Exchanges on which the Company's shares are listed and will also be displayed on the Company's website at www.veefin.com; NSDL's website at evoting@nsdl.co.in and Notice Board at the Registered Office of the Company.
- 19. Members are also requested to intimate changes, if any, pertaining to their name, postal address, email address, mobile number, PAN, registration of nomination, power of attorney registration, bank mandate details, etc. to their DPs and to the Company's Registrar & Share Transfer Agent, Bigshare Services Private Limited at, Office No S6-2, 6th Floor, Pinnacle Business Park, Next to Ahura Centre, Mahakali Caves Road, Andheri (East), Mumbai 400093.
- 20. To prevent fraudulent transactions, Members are advised to exercise due diligence and notify the Company of any change in address or demise of any Member as soon as possible. Members are also advised not to leave their demat account(s) dormant for long. Periodic statement of holdings should be obtained from the concerned DPs and holdings should be verified from time to time

21. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and the Circulars issued by the Ministry of Corporate Affairs (as may be notified from time to time) the Company is providing facility of remote 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 agency. The facility of casting votes by a member using remote e-Voting system on the date of the EGM will be provided by NSDL.

In line with the Ministry of Corporate Affairs (MCA) Circular No. 17/2020 dated 13th April, 2020, the Notice calling the EGM has been uploaded on the website of the Company at https://www.veefin.com/. The Notice can also be accessed from the website of the Bombay Stock Exchange of India, Limited at https://www.bseindia. com/. The EGM Notice is also available on the website of NSDL (agency for providing the Remote e-Voting facility) i.e., www.evoting.nsdl.com.

THE INSTRUCTIONS FOR MEMBERS FOR REMOTE E-VOTING ARE AS UNDER:

The remote e-voting period begins on Thursday, October 09, 2025 at 9:00 A.M. and ends on Sunday, October 12, 2025 at 05:00 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. Friday, October 03, 2025, 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 Friday, October 03, 2025.

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 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	Login Method
shareholders	
Individual Shareholders holding securities in demat mode with NSDL.	1. For OTP based login you can click on https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp . You will have to enter your 8-digit DP ID,8-digit Client Id, PAN No., Verification code and generate OTP. Enter the OTP received on registered email id/mobile number and click on login. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. 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

- 2. Existing **IDeAS** user can visit the e-Services website of NSDL Viz. https://eservices.nsdl.com either on a Personal Computer or on a mobile. On the e-Services home page click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' 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 "Access to **e-Voting**" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period If you are not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select "Register Online" **IDeAS** Portal" click for at or https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp
- 3. 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. 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 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.
- 4. Shareholders/Members can also download NSDL Mobile App "**NSDL Speede**" facility by scanning the QR code mentioned below for seamless voting experience.

NSDL Mobile App is available on







Individual 1. Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting Shareholders page without any further authentication. The users to login Easi /Easiest are holding requested to visit CDSL website www.cdslindia.com and click on login icon & securities in New System Myeasi Tab and then user your existing my easi username & demat mode password. with CDSL 2. After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly. 3. If the user is not registered for Easi/Easiest, option to register is available at CDSL website www.cdslindia.com and click on login & New System Myeasi Tab and then click on registration option. 4. Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers. Individual You can also login using the login credentials of your demat account through your Shareholders Depository Participant registered with NSDL/CDSL for e-Voting facility. upon (holding logging in, you will be able to see e-Voting option. Click on e-Voting option, you securities in 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 demat mode) login through provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for their depository casting your vote during the remote e-Voting period. participants

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.

Login type	Helpdesk details
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 evoting@nsdl.com or call at 022 - 4886 7000

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 helpdesk.evoting@cdslindia.com or contact at toll free no. 1800-21-09911

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

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

- 1. 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.
- 2. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section.
- 3. 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.

4. Your User ID details are given below:

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical	Your User ID is:
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***

- 5. Password details for shareholders other than Individual shareholders are given below:
 - a) If you are already registered for e-Voting, then you can user 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 email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email 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 email ID is not registered, please follow steps mentioned below in process for those shareholders whose email ids are not registered.
- 6. 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.
 - b) Physical User Reset Password?" (If you are holding shares in physical mode) option available on 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.com 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.
- 7. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.
- 8. Now, you will have to click on "Login" button.
- 9. After you click on the "Login" button, Home page of e-Voting will open.

Step 2: Cast your vote electronically on NSDL e-Voting system. How to cast your vote electronically on NSDL e-Voting system?

- 1. 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 is in active status.
- 2. Select "EVEN" of company for which you wish to cast your vote during the remote e-Voting period.
- 3. Now you are ready for e-Voting as the Voting page opens.
- 4. 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.
- 5. Upon confirmation, the message "Vote cast successfully" will be displayed.
- 6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
- 7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

General Guidelines for shareholders

- 1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send 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, to the Scrutinizer by e-mail to maharshi@maharshiganatra.com with a copy marked to evoting@nsdl.com. 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.
 - 2. 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 to reset the password.
- 3. 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 or call on: 022 4886 7000 or send a request to (Name of NSDL Official) at evoting@nsdl.com

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

- 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 (Company email id).
- In case shares are held in demat mode, please provide DPID-CLID (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 (Company email id). 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 for Individual shareholders holding securities in demat mode.
- 3. Alternatively, shareholder/members may send a request to evoting@nsdl.com 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.

EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013

Pursuant to Section 102 of the Companies Act, 2013 ('the Act'), the following Explanatory Statement sets out all material facts relating to the business mentioned under Item No. 1,2 & 3

Special Business:

Item No. 1

To increase the Authorised Share Capital of the Company and amend the Capital clause in the Memorandum of Association:

The existing Authorised Share Capital of the Company is ₹ 25,00,00,000/- (Rupees Twenty Five Crores Only) divided into 2,50,00,000 (Two Crores fifty Lakhs) Equity Shares of ₹ 10/- (Rupees Ten Only) each.

In order to broaden the existing capital structure of the Company and to enable the Company to Issue shares on preferential basis, the Board of Directors of the Company at its Meeting held on September 15 2025, proposed to increase the Authorised Share Capital of the Company from $\stackrel{?}{_{\sim}}$ 25,00,00,000/- (Rupees Twenty Five Crores Only) divided into 2,50,00,000 (Two Crores Fifty lakhs only) Equity Shares of $\stackrel{?}{_{\sim}}$ 10/- (Rupees Ten Only) each to $\stackrel{?}{_{\sim}}$ 30,00,00,000/- (Rupees Thirty Crores Only) divided into 3,00,00,000 (Three Crores) Equity Shares of $\stackrel{?}{_{\sim}}$ 10/- (Rupees Ten Only) each ranking pari passu in all respect with the existing Equity Shares of the Company and accordingly alter the Authorised Share Capital in *Clause V* of the Memorandum of Association of the Company.

Pursuant to the provisions of Section 13, 61, 64 and Rules made thereunder and other applicable provisions, if any, of the Companies Act, 2013 read with the Rules made thereunder, an increase in the Authorised Share Capital and alteration Clause V of Memorandum of Association of the Company requires the approval of the Members.

Accordingly, approval of the Members of the Company is hereby sought by way of Ordinary Resolution as set out in Item No. 1 in the Notice.

The draft of the altered Memorandum of Association is available for inspection at the Registered Office of the Company on any working day during business hours.

The Board of Directors recommends the above Ordinary Resolution for your approval.

None of the Directors, Manager, Key Managerial Personnel or their relatives are, in any way, concerned or interested, financially or otherwise, in the Resolution set out in Item No. 1 of the Notice save and except to the extend of their respective interest as Shareholders of the Company, as applicable.

Item No. 2 & 3

<u>Issue of up to 12,99,857 Equity Shares of Face value INR. 10/- & 11,12,820 Warrants convertible into equity shares of INR. 10/- each on Preferential Basis</u>

Pursuant to the resolution passed by the Board of Directors of the Company in their meeting held on September 15, 2025 and subject to the necessary statutory and regulatory approvals, if any, the Board has approved the creation, offer, issue and allotment of up to 12,99,857 (Twelve lakhs Ninety Nine Thousand Eight Hundred and Fifty Seven) fully paid-up Equity Shares and up to 11,12,820 (Eleven Lakhs Twelve Thousand Eight Hundred and Twenty) Convertible Warrants of face value of Rs. 10/- (Rupees Ten

only) each at a price of Rs. 390/- (Rupees Three Hundred and Ninety Only) to Non-Promoters and Promoters for a total consideration of Rs. 50,69,44,230/- (Rupees Fifty Crore Sixty Nine Lakh Forty Four Thousand Two Hundred and Thirty Only) and 43,39,99,800 (Rupees Forty Three Crores Thirty Nine Lakhs Ninety Nine Thousand and Eight Hundred Only) respectively on Preferential Allotment basis.

In terms of Section 62(1)(c) read with Sections 42 of the Companies Act, 2013 and rules made thereunder ("Act"), and in accordance with the provisions of Chapter V of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 ("ICDR Regulations") as amended, and on the terms and conditions and formalities as stipulated in the Act and the ICDR Regulations, the Preferential Issue requires approval of the shareholders of the Company by way of a special resolution. Accordingly, consent of the members is being sought in terms of Section 42 & 62 of the Companies Act 2013 and Chapter V of the SEBI (ICDR) Regulations, 2018.

The details of the issue and other particulars as required in terms of Regulation 163 of the Chapter V of the SEBI (ICDR) Regulations, 2018, Rule 13 of Companies (Share Capital and Debentures) Rules, 2014 and Rule 14 of Companies (Prospectus and allotment of securities) Rules, 2014 in relation to the above said Special Resolution are given as under.

1. Objects of the preferential issue:

The proposed issue of 12,99,857 (Twelve lakhs Ninety Nine Thousand Eight Hundred and Fifty Seven) Equity Shares and 11,12,820 (Eleven Lakhs Twelve Thousand Eight Hundred and Twenty) Convertible Warrants is being made for cash with the object of:

Company proposes to raise an amount aggregating up to Rs. 94,09,44,030/- (Ninety Four Crores Nine Lakhs Forty Four Thousand And Thirty Only) through the Preferential Issue. The Objects of the Preferential issue are as below:

Objects of the Issue
International Expansion
Developing New Products or upgrading and updating existing products
Global Sales & Marketing
General Corporate Purpose

The above proceeds to be utilized shall contribute to the overall growth of the Company.

2. Kinds of securities offered, Maximum number of securities to be issued and price at which the allotment is proposed:

The Company proposes to issue and allot 12,99,857 (Twelve lakhs Ninety Nine Thousand Eight Hundred and Fifty Seven) Equity Shares of Rs. 10/- (Rupees Ten Only) each at a price of Rs. 390/- (Rupees Three Hundred and Ninety Only) each (including premium of Rs. 380/- each) and 11,12,820 (Eleven Lakhs Twelve Thousand Eight Hundred and Twenty) Convertible Warrants (convertible into 11,12,820 equity shares of INR. 10/- each) of Rs. 10/- (Rupees Ten Only) each at a price of Rs. 390/- (Rupees Three Hundred and Ninety Only) each (including premium of Rs. 380/- each) on preferential basis for Cash consideration, such share price being not less than the minimum price as on Relevant Date, as determined in accordance with Chapter V of ICDR Regulations ("Floor Price").

3. The class or classes of persons to whom the allotment is proposed to be made:

The proposed preferential allotment of Equity Shares are made to Individuals, Hindu Undivided Family (HUF), Partnership Firm, Body Corporates, Limited Liability Partnerships, Foreign Institutional Investors belonging to Promoters and Non- Promoters category.

4. Intention of promoters, directors, key managerial personnel or senior management of the issuer to subscribe to the offer:

None of the existing Directors, Key Managerial Personnel or Senior Management of the Company have shown their intention to subscribe to proposed Preferential Issue of Equity Shares, except our promoters and Directors, Mr. Raja Debnath and Mr. Gautam Vijay Udani.

5. Shareholding pattern before and after Preferential Issue (including equity shares as well as convertible warrants for cash assuming conversion into equity shares) would be as follows:

Sr N o	Category	Pre-Preferential Issue of 12,99,857 Equity Shares				Post Preferential Issue (Assuming conversion of 11,12,820 Warrants into Equity Shares)			
		No. of shares held	% of share holding	No. of shares held	% of share holding	No. of shares held	% of share holding		
A	Promoters Holding	88,69,525	36.36	88,69,525	34.53	93,82,345	35.00		
1	<u>Indian</u>								
	Individual	88,69,525	36.36	88,69,525	34.53	93,82,345	35.00		
	Bodies corporate	-	-	-	-	-	-		
	Sub-total	88,69,525	36.36	88,69,525	34.53	93,82,345	35.00		
2	Foreign Promoters	-	-	-	-	-	-		
	Sub-total (A)	88,69,525	36.36	88,69,525	34.53	93,82,345	35.00		
В	Non- promoters' holding	1,52,01,628	62.31	1,65,01,485	64.22	1,71,01,485	63.79		
	Institutiona I investors	5,83,800	2.39	7,33,800	2.85	7,33,800	2.74		
	Non- institution	1,46,17,828	59.92	1,57,67,685	61.36	1,63,67,685	61.06		
	Private corporate bodies, Partnership Firm & LLP	9,71,030	3.98	1,1,98,462	4.66	1,1,98,462	4.47		
	Indian public & HUF	9,43,61,86	38.68	1,03,20,150	40.17	1,03,20,150	38.50		

	(Others (including IEPF, NRIs, Clearing members, Trusts, etc)	42,10,612	17.26	42,49,073	16.53	48,49,073	18.09
	Sub-total (B)	1,49,38,568	62.31	1,65,01,485	64.22	1,71,01,485	63.79
С	Non Promoter & Non Public	32,22,54	1.32	32,22,54	1.25	32,22,54	1.20
	GRAND TOTAL	2,43,93,407	100	2,56,93,264	100	2,68,06,084	100

^{*} As on 12th September, 2025

6. Time frame within which the preferential allotment shall be completed:

As required under the Regulation 170 of SEBI (ICDR) Regulations 2018, the Company shall complete the allotment of Equity Shares within a period of 15 days from the date of passing of this Special Resolution by the shareholders in Extra-Ordinary General Meeting, provided that where any approval or permission by any regulatory authority or the Central Government or the Stock Exchanges is pending, the allotment shall be completed within a period of 15 days from the date of such approval or permission.

7. 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 issues:

Name of the Proposed Allottees	Category	Ultimat e Benefici al Owner	Pre Preferential Issue*		Equity Shares proposed to be	No. of Convertibl e Warrants proposed to be allotted	Post Preferential Issue (After issue of 12,99,857 Equity Shares)		Post Preferential Issue (Assuming conversion of 11,12,820 Convertible Warrants into Equity Shares)	
			No of shares held	% of share holding			No of shares held		shares held	% of share holdin g
Raja Debnath	Promoter	-	13,86,214	5.68	-	3,58,974	13,86,214	5.40	17,45,188	6.51
Gautam Udani	Promoter	=	74,83,311	30.67	-	1,53,846	74,83,311	29.13	76,37,157	28.49
SR Global Fund	Non-	George	1,76,200	0.72	1,50,000	-	3,26,200	1.27	3,26,200	1.22
L.P Class P (PAN-Asia Select Portfolio)		Robinso n								

Piyush Prafulchandra Avlani	Non- Promoter	-	-	-	1,53,846	-	1,53,846	0.60	1,53,846	0.57
Shubhalakshmi Polyesters Ltd	Non- Promoter	Ajay Agarwal & Bankesh Agarwal	-	-	51,282	-	51,282	0.20	51,282	0.19
Tushar G Agrawal	Non- Promoter	-	15,000	0.06	-	3,00,000	15,000	1.23	3,15,000	1.18
Priti Ashit Mehta	Non- Promoter	-	-	-	-	3,00,000	-	0	3,00,000	1.12
Brescon Ventures Private Limited	Non- Promoter	Nirmal Kumar Gangwal & Neelam Gangwal	-	-	75,000	-	75,000	0.29	75,000	0.28
Jatin Sharadchandra Patel	Non- Promoter	-	6000	0.02	51,282	-	57,282	0.22	57,282	0.21
Kiran Lallubhai Patel	Non- Promoter	-	17,400	0.07	51,282	-	68,682	0.27	68,682	0.26
Sanjeev Kumar Dokania	Non- Promoter	-	4,600	0.02	12,820	-	17,420	0.07	17,420	0.06
Seema Vikas Goel	Non- Promoter	-	3,800	0.02	51,282	-	55,082	0.21	55,082	0.21
Shri Bajrang Commodity LLP	Non- Promoter	Anand Goel	-	-	64,102	-	64,102	0.25	64,102	0.24
NPRS Financial Services Private Limited	Non- Promoter	Pravina Bhansali	-	-	25,641	-	25,641	0.10	25,641	0.10
Pramesh Wealth Private Limited	Non- Promoter	Ramcha ndra Ramanla I Patel	-	-	25,641	-	25,641	0.10	25,641	0.10
Brabourne Commerce Private Limited	Non- Promoter	Mukul Somany & Sanjay Somany	-	-	32,051	-	32,051	0.12	32,051	0.12
Jay Patel	Non- Promoter	-	-	-	12,820	-	12,820	0.05	12,820	0.05
Twinkle Uttamkumar Jain	Non- Promoter	-	-	-	12,820	-	12,820	0.05	12,820	0.05
Kiran Mohanlal Jain	Non- Promoter	-	-	-	12,820	-	12,820	0.05	12,820	0.05

Relax Biotech	Non-	Bhavin	-	- 12,820	- 12,820	0.05	12,820	0.05
Private Limited	Promoter	Becharb						
		hai						
		Mangrol						
Datal	NI	ia		12.020	42.020	0.05	42.020	0.05
Patel Baldevbhai	Non-	-	-	- 12,820	- 12,820	0.05	12,820	0.05
Ambalal	Promoter							
Harin Panalal	Non-	_		- 12,820	- 12,820	0.05	12,820	0.05
Shah	Promoter			12,020	12,020	0.03	12,020	0.03
Prateeti Care	Non-	Vijay		- 12,820	- 12,820	0.05	12,820	0.05
Trust	Promoter	Vinod				0.00	,	0.00
		Patel						
Deval APatel	Non-	-	-	- 25,641	- 25,641	0.10	25,641	0.10
	Promoter							
Yayatikumar R	Non-			- 12,820	- 12,820	0.05	12,820	0.05
Bhatt	Promoter	-	-	- 12,020	- 12,820	0.05	12,020	0.03
Patel	Non-	_		- 12,820	- 12,820	0.05	12,820	0.05
Chandrikaben	Promoter			12,020	12,020	0.03	12,020	0.03
Virendra	i i o i i o c c i							
Mink Enterprise	Non-	Vimala	-	- 12,820	- 12,820	0.05	12,820	0.05
	Promoter	Ramcha						
		ndra						
		Patel						
Patel Kantibhai	Non-	-	-	- 12,820	- 12,820	0.05	12,820	0.05
	Promoter							
	Non-	-	-	- 12,820	- 12,820	0.05	12,820	0.05
Patel	Promoter			10.000	10.000	2.25	10.000	
Hiteshkumar Kantilal Patel	Non-	-		- 12,820	- 12,820	0.05	12,820	0.05
	Promoter Non-	Amit		12 920	12.920	0.05	12,820	0.05
A G Menta HOF		Mehta	-	- 12,820	- 12,820	0.05	12,020	0.05
Fierce Realty	Non-	Yoginku	_	- 12,820	- 12,820	0.05	12,820	0.05
LLP	Promoter	mar		12,020	12,020	0.03	12,020	0.03
		Ashokbh						
		ai Patel						
Savio Fernandez	Non-	-	-	- 12,820	- 12,820	0.05	12,820	0.05
	Promoter							
V Core Brains	Non-	Manav	-	- 3,076	- 3,076	0.01	3,076	0.01
LLP	Promoter	Vijayku						
		mar						
Marvel	Non-	Kothari Kirit		- 12,820	- 12,820	0.05	12,820	0.05
Indenting		Harilal	-	- 12,820	- 12,820	0.05	12,020	0.05
Private Limited	riomotei	Shah						
		J.i.a.i						
Manav	Non-	-	-	- 3,205	- 3,205	0.01	3,205	0.01
Vijaykumar	Promoter							
Kothari	Non			2 205	2 205	0.01	2 205	0.01
Kothari Mrugesh	Non- Promoter	-	-	- 3,205	- 3,205	0.01	3,205	0.01
Deepakbhai	Tomoter							
- ccpanonai	<u> </u>	<u> </u>						

,	Non-	-	-	-	3,205	-	3,205	0.01	3,205	0.01
Ashvinbhai Shah	Promoter									
Chinkesh J Patel	Non- Promoter	-	-	-	3,205	-	3,205	0.01	3,205	0.01
Real & Sons	Non- Promoter	Gaurav Agarwal	-	_	25,641	-	25,641	0.10	25,641	0.10
Shantanu Agarwal	Non- Promoter	-	-	-	12,820	-	12,820	0.05	12,820	0.05
Ashish Ramesh Mody	Non- Promoter	-	-	-	6,410	-	6,410	0.02	6,410	0.02
Dinesh Chandra Mody	Non- Promoter	-	-	-	6,410	-	6,410	0.02	6,410	0.02
Aashal Ninad Sherawala	Non- Promoter	-		-	6,410	-	6,410	0.02	6,410	0.02
Ankita	Non- Promoter	-	-	-	2,564	-	2,564	0.01	2,564	0.01
C Hemanth Kumar	Non- Promoter	-	-	-	2,564	-	2,564	0.01	2,564	0.01
Patel Haribhai Somabhai	Non- Promoter	-	-	-	6,410	-	6,410	0.02	6,410	0.02
Patel Maheshkumar Maganlal	Non- Promoter	-	4,000	0.02	2,564	-	6,564	0.01	6,564	0.02
Bansi Barvalia	Non- Promoter	-	-	-	51,282	-	51,282	0.20	51,282	0.19
Rajvee Urvish Vora	Non- Promoter	-	-	-	51,282	-	51,282	0.20	51,282	0.19
Vora Tarla Mahendra	Non- Promoter	-	-	-	51,282	-	51,282	0.20	51,282	0.19
Bhadresh Doshi HUF	Non- Promoter	-	-	-	25,641	-	25,641	0.10	25,641	0.10
Dhruvi Bhadresh Doshi	Non- Promoter	-	-	-	12,820	-	12,820	0.05	12,820	0.05
Vipul Rameshchandra Vora	Non- Promoter	-	-	-	25,641	-	25,641	0.10	25,641	0.10
Shelke Santosh Sheshrao	Non- Promoter	-	1,000	0.00	6,410	-	7,410	0.02	7,410	0.03

8. The change in control if any in the company that would occur consequent to the preferential offer:

The proposed Preferential Allotment of Equity Shares as well as total conversion of warrants into equity shares will not result in any change in the management and control of the Company.

9. Relevant date with reference to which the price has been arrived at:

The Relevant Date in terms of Regulation 161 of SEBI (ICDR) Regulations, 2018 for determining the price of Equity Shares with reference to the proposed allotment is September 13, 2025, being the date 30 days prior to October 13, 2025 (i.e., the date on which the Extra-Ordinary General Meeting of the Company is being convened in terms of the Companies Act, 2013 to consider the proposed preferential issue) being fixed as the relevant date in compliance with the Explanation to Regulation 161 of the SEBI (ICDR) Regulations.

10. Basis or justification on which the price of the Preferential Issue has been arrived at along with report of the Registered Valuer:

- A. As required under Regulation 166A of the SEBI (ICDR) Regulations, 2021, the Valuation of Equity Shares has been done by Sorabh Agrawal, IBBI Registered Valuer- Securities and Financial Assets being an Independent Registered Valuer (IBBI Registration No. IBBI/RV/07/2021/14352) having its Office no 2 &3 Pruthvi Plaza, 3rd floor, Indralok phase 3, Bhayandar East Thane 401105 using Internationally accepted valuation practices vide Valuation Report dated 15th September, 2024. Accordingly, the Fair Value of Equity Shares is Rs. 390/- each. The Valuation Report so obtained from the Independent Registered Valuer is placed on the "Investor Relations" tab on the website of the Company at the following link: https://www.veefin.com/investors/general-meeting-postal-ballot.
- B. The Equity Shares of the Company are listed on BSE Limited ("BSE") (referred to as "Stock Exchange"). The Equity Shares of the Company are frequently traded within the meaning of explanation provided in Regulation 164 (5) of Chapter V of the SEBI (ICDR) Regulations, 2018. In terms of Regulation 164 (1) of Chapter V of SEBI (ICDR) Regulations, 2018, the minimum price at which equity shares shall be issued and shall not be less than higher of the following:
 - i. Rs. 352/- each- the 90 Trading days volume weighted average price of the equity shares of the Company quoted on the Stock Exchange preceding the Relevant Date; or
 - ii. Rs. 390/- each- the 10 Trading days volume weighted average price of the equity shares of the Company quoted on the Stock Exchange preceding the Relevant Date.
 - iii. Pursuant to above, the minimum issue price determined in accordance with Regulations 164 (1) read with Regulation 161 of Chapter V of the SEBI (ICDR) Regulations, 2018 is Rs. 390/- each.
- C. Method of determination of price as per the Articles of Association of the Company Not applicable as the Articles of Association of the Company does not provide for a method on the determination of a floor price/ minimum price of the shares issued on preferential basis.

Accordingly, based on the Valuation provided by the Independent Registered Valuer as per Regulation 166A of the SEBI (ICDR) Regulations, 2018 in sub point A above and Valuation calculated as per Regulation 164 (1) of Chapter V of the SEBI (ICDR) Regulations, 2018 in sub point B above, the minimum issue price of the Equity Shares and Equity Shares to be issued pursuant to conversion of warrants on Preferential basis is Rs. 390/- each (Face Value of Rs. 10/- each + Premium of Rs. 380/- each) being the higher price of A or B.

Hence, based on the above, the Board of the Directors of the Company has decided the issue price of Equity Shares to be issued on Preferential basis shall be at a price of Rs. 390/- each (Face Value Rs. 10/-each + Premium Rs. 380/- each).

11. Undertakings:

- i. The Issuer Company hereby undertakes to recompute the price of the specified securities in terms of the provision of SEBI (ICDR) Regulations, 2018, as amended where it is required to do so.
- ii. The Issuer Company undertakes that if the amount payable on account of the re-computation of price is not paid within the time stipulated in terms of the provision of SEBI (ICDR) Regulations, 2018, the specified securities shall continue to be locked—in till the time such amount is paid by the allottees.

12. Disclosure as specified under Regulation 163(1)(i) of SEBI(ICDR) Regulations 2018

Disclosure is not applicable in the present case as neither the Proposed Allottees, the beneficial owners of Proposed Allottees nor the Company, its promoters and directors are wilful defaulters or fraudulent borrower.

13. The Current and Proposed status of the allottees post the preferential issue *namely, promoter or non-promoter:*

Sr.	Name of the Proposed Allottees	Current status of the	Proposed status of the
No.		allottees namely	allottees post the
		promoter or non-	preferential issue
		promoter	namely promoter or
			non-promoter
1.	Raja Debnath	Promoter	Promoter
2.	Gautam Udani	Promoter	Promoter
3.	SR Global Fund L.P Class P (PAN-Asia Select Portfolio)	Non-promoter	Non-Promoter
4.	Piyush Prafulchandra Avlani	Non-promoter	Non-Promoter
5.	Shubhalakshmi Polyesters Ltd	Non-promoter	Non-Promoter
6.	Tushar G Agrawal	Non-promoter	Non-Promoter
7.	Priti Ashit Mehta	Non-promoter	Non-Promoter
8.	Brescon Ventures Private Limited	Non-promoter	Non-Promoter
9.	Jatin Sharadchandra Patel	Non-promoter	Non-Promoter
10.	Kiran Lallubhai Patel	Non-promoter	Non-Promoter
11.	Sanjeev Kumar Dokania	Non-promoter	Non-Promoter
12.	Seema Vikas Goel	Non-promoter	Non-Promoter
13.	Shri Bajrang Commodity LLP	Non-promoter	Non-Promoter
14.	NPRS Financial Services Private Limited	Non-promoter	Non-Promoter
15.	Pramesh Wealth Private Limited	Non-promoter	Non-Promoter
16.	Brabourne Commerce Private Limited	Non-promoter	Non-Promoter
17.	Jay Patel	Non-promoter	Non-Promoter
18.	Twinkle Uttam Kumar Jain	Non-promoter	Non-Promoter
19.	Kiran Mohanlal Jain	Non-promoter	Non-Promoter
20.	Relax Biotech Private Limited	Non-promoter	Non-Promoter
21.	Patel Baldevbhai Ambalal	Non-promoter	Non-Promoter
22.	Harin Panalal Shah	Non-promoter	Non-Promoter

23.	Prateeti Care Trust	Non-promoter	Non-Promoter
24.	Deval A Patel	Non-promoter	Non-Promoter
25.	Yayatikumar R Bhatt	Non-promoter	Non-Promoter
26.	Patel Chandrikaben Virendra	Non-promoter	Non-Promoter
27.	Mink Enterprise	Non-promoter	Non-Promoter
28.	Patel Kantibhai	Non-promoter	Non-Promoter
29.	Dineshkumar N Patel	Non-promoter	Non-Promoter
30.	Hiteshkumar Kantilal Patel	Non-promoter	Non-Promoter
31.	A G Mehta HUF	Non-promoter	Non-Promoter
32.	Fierce Realty LLP	Non-promoter	Non-Promoter
33.	Savio Fernandez	Non-promoter	Non-Promoter
34.	V Core Brains LLP	Non-promoter	Non-Promoter
35.	Marvel Indenting Private Limited	Non-promoter	Non-Promoter
36.	Manav Vijaykumar Kothari	Non-promoter	Non-Promoter
37.	Kothari Mrugesh Deepakbhai	Non-promoter	Non-Promoter
38.	Nikunjben Ashvinbhai Shah	Non-promoter	Non-Promoter
39.	Chinkesh J Patel	Non-promoter	Non-Promoter
40.	Real & Sons	Non-promoter	Non-Promoter
41.	Shantanu Agarwal	Non-promoter	Non-Promoter
42.	Ashish Ramesh Mody	Non-promoter	Non-Promoter
43.	Dinesh Chandra Mody	Non-promoter	Non-Promoter
44.	Aashal Ninad Sherawala	Non-promoter	Non-Promoter
45.	Ankita	Non-promoter	Non-Promoter
46.	C Hemanth Kumar	Non-promoter	Non-Promoter
47.	Patel Haribhai Somabhai	Non-promoter	Non-Promoter
48.	Patel Maheshkumar Maganlal	Non-promoter	Non-Promoter
49.	Bansi Barvalia	Non-promoter	Non-Promoter
50.	Rajvee Urvish Vora	Non-promoter	Non-Promoter
51.	Vora Tarla Mahendra	Non-promoter	Non-Promoter
52.	Bhadresh Doshi HUF	Non-promoter	Non-Promoter
53.	Dhruvi Bhadresh Doshi	Non-promoter	Non-Promoter
54.	Vipul Rameshchandra Vora	Non-promoter	Non-Promoter
55.	Shelke Santosh Sheshrao	Non-promoter	Non-Promoter

14. Practicing Company Secretary' Certificate:

A copy of the certificate from Mrs. Rachana Maru Furia (Membership No. 11530), Practicing Company Secretary certifying that the Preferential Issue is being made in accordance with the requirements of Chapter V of SEBI (ICDR) Regulations, 2018 shall be placed before the shareholders at their proposed Extra Ordinary General Meeting and the same shall be available for inspection by the members at the Registered Office of the Company between 11:00 AM and 5:00 PM on all working days between Monday to Friday from the date of dispatch of the EGM Notice till October 13 2025. This certificate is also placed under "Investor Relations" tab on the following link - https://www.veefin.com/investors/general-meeting-postal-ballot.

15. The justification for the allotment proposed to be made for consideration other than cash together with valuation report of the Registered Valuer:

Not Applicable, as the proposed allotment is made for Cash consideration.

16. The number of persons to whom allotment through preferential issue have already been made during the year in terms of number of securities as well as price:

during the year in terms of number of securities as well as price.

During the period from 01st April 2025 till the date of this notice, the Company has not made any preferential issue of Equity Shares.

17. Lock-in period:

The aforesaid allotment of Equity Shares allotted on a preferential basis shall be locked in as per Regulation 167 of Chapter V of the SEBI (ICDR) Regulations, 2018, as amended. The entire pre-preferential allotment shareholding of the allottees, if any shall be locked-in as per Regulation 167 (6) of Chapter V of

the SEBI (ICDR) Regulations, 2018.

18. Principle terms of assets charged as securities:

Not Applicable

19. Interest of the Promoters/ Directors:

None of the Directors, Key Managerial Persons (KMPs) of the Company or any relatives of such Director or KMPs, except Mr. Raja Debnath and Mr. Gautam Vijay Udani being two of the proposed allottees and their respective relatives may be deemed to be interested financially or otherwise, either directly or indirectly in passing of the said Resolutions, save and except to the extent of their respective interest as shareholders of the Company.

Accordingly, the Board of Directors of your Company recommend the Resolution set out in Item No. 1, 2 & 3 of this Notice for the approval of the Members by way of passing Special Resolutions.

BY ORDER OF THE BOARD For VEEFIN SOLUTIONS LIMITED

DATE: SEPTEMBER 15, 2025

PLACE: MUMBAI

URJA HARSH THAKKAR
COMPANY SECRETARY & COMPLIANCE OFFICER
Global One, 2nd Floor, Office 1, CTS NO 252 252 1, OPP SBI,
LBS MARG, KURLA(W), Mumbai, Maharashtra, India, 400070



VEEFIN SOLUTIONS LIMITED

(Formerly known as Veefin Solutions Private Limited)
Regd. Office: GLOBAL ONE, 2ND FLOOR, OFFICE 1 CTS NO, 252, 252 1, LBS MARG,
KURLA (WEST), MUMBAI 400070.

Email id: investors@veefin.com, CIN: L72900MH2020PLC347893

PROXY FORM - MGT-11

Name of the Member(s):		
Registered Address:		
E-mail Id:		
Folio No./Client Id/ DP ID:		
I / We being a member(s) of VEEFIN SOLUTIONS appoint	LIMITED shares of the ab	pove named company, hereby
1. Name		
Address		
Email ID -	Signature	or failing him/her.
2. Name		
Address		
Email ID -	Signature	or failing him/her.
3. Name		
Address		
Email ID	Signature	or failing him/her.

as my/our Proxy to attend and vote (on poll) for me/us and on my/our behalf at the Extra-Ordinary General Meeting of the Company, to be held on **Monday**, 13th day of October, 2025 at 05:30 P.M at

Global One, 2nd Floor, Office 1 CTS No, 252 & 252/1, LBS Marg, Kurla (West), Mumbai 400070 and at any adjournment thereof in respect of such resolutions as are indicated below:

Sr	Resolution	For	Against
No.			
1.	To consider and approve the Increase in Authorised Share Capital of the		
	Company and consequential amendment in Memorandum of		
	Association (MOA) of the Company.		
2	Issue of 12 00 057 Fauity Charas of face value of Ds 10/ each to the Non		
2.	Issue of 12,99,857 Equity Shares of face value of Rs 10/- each to the Non-		
	Promoter of the Company on Preferential basis cum private placement		
3.	Issue of 11,12,820 Warrants convertible into Equity shares of Face		
	Value INR. 10/- each to Promoters and Non- Promoters of the		
	Company on Preferential basis.		

Signed this	_day of	2025.	Affix Re. 1.00 Revenue Stamp

Signature of the Shareholder

Signature of the proxy holder(s)

Note:

This Form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the meeting.



VEEFIN SOLUTIONS LIMITED

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Regd. Office: GLOBAL ONE, 2ND FLOOR, OFFICE 1 CTS NO, 252, 252 1, LBS MARG,
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Email id: investors@veefin.com, CIN: L72900MH2020PLC347893

ATTENDANCE SLIP

Extra - Ordinary General Meeting

DP ID – Client ID / Folio No.			
Name & Address of Sole			
Member:			
No of Shares held			
	.1		
I certify that I am a member / p	proxy of the Company		
,	, , ,		
I hereby record my presence at	the Extra – Ordinary G	seneral Meeting of the company held on Mo	onday.
	•	5 No, 252 & 252/1, LBS Marg, Kurla (West), M	•
400070	, 2110 1 1001, 011100 1 013	7 NO, 232 & 232/ 1, LB3 Warg, Ruria (WC3t), W	ambai
400070			
		Member's / Proxy's Signature	
	Cut He	ere	
ELECTRONIC VOTING PARTICUL	.AK		
		T	
EVEN	User ID	Password / PIN	
(E-voting Event Number)			
-	·		

Note: Please read the complete instructions given under the Note (the instruction for shareholders voting electronically to the Notice of Extra – Ordinary General Meeting. The voting time starts from Thursday, October 09 2025 (9.00 A.M.) to Sunday, October 12, 2025 (05.00 P.M.). The voting module shall be disabled by NSDL for voting thereafter.

ROUTE MAP TO THE VENUE OF EXTRA- ORDINARY GENRAL MEETING (EGM)

