

SHORTER NOTICE OF THE EXTRA ORDINARY GENERAL MEETING

To,
Members, Directors, Auditor
SINDHUJA MICROCREDIT PRIVATE LIMITED

Shorter Notice is hereby given that 3rd Extra Ordinary General Meeting of the members of Sindhujamicrocredit Private Limited is proposed to be conducted **on Monday, March 16, 2026 at 12.00 P.M.** at the registered office situated at Office No. 701A 721A,7A Floor, Tower C, Noida One, Plot No. 8, Block - B, Sector-62, District: Gautam Budh Nagar, Noida, Uttar Pradesh -201301 conducted through Video Conferencing ("VC")/ Other Audio Visual Means ("OAVM") in pursuant to the General Circular No. 03/2025 dated September 22, 2025, General Circular No. 09/2024 dated September 19, 2024 General Circular No. 09/2023 dated September 25, 2023, General Circular No. 11/2022 dated 28/12/2022, General Circular No. 03/2022 dated 5/05/2022, Circular No. 02/2021 dated January 13, 2021, General Circular No. 14/2020 dated April 8, 2020, General Circular No.17/2020 dated April 13, 2020, General Circular No.20/2020 dated May 5, 2020, General Circular No. 22/2020 dated June 15, 2020, General Circular No. 33/2020 dated September 28, 2020, and General Circular No. 39/2020 dated December 31, 2020 (Collectively referred to as 'MCA Circulars') issued by the Ministry Of Corporate Affairs, Government of India and other relevant provisions of the Companies Act, 2013 and rules made thereunder and to transact business :

SPECIAL BUSINESS

The following resolutions are proposed to be passed at the Extra Ordinary General Meeting of the Company, as Ordinary Resolution as the case may be, in compliance with the provisions of the Companies Act, 2013.

1. TO APPROVE THE INCREASE IN 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, the following resolution as an ordinary resolution:

"RESOLVED THAT pursuant to the provisions of Section 61 of the Companies Act, 2013 and other applicable provisions, if any, of the Companies Act, 2013 (including any amendment thereto or re-enactment thereof) and the rules framed thereunder, consent of the members of the Company be and is hereby accorded for increase in the Authorised Share Capital of the Company

From the existing authorized share capital of: Rs.57,39,57,240 (Rupees Fifty Seven Crores Thirty Nine Lakh Fifty Seven Thousand Two Hundred Forty only) divided into 1,86,00,000(One Crore Eighty Six Lakhs only) Equity shares of Rs. 10/- (Rupees Ten only) each; 3,75,00,000 (Three Crores Seventy Five Lakhs only) Compulsorily Convertible Preference Shares (comprising of Series B, C and Pre-Series D Compulsorily Convertible Preference Shares) and 12,95,724 (Twelve Lakhs Ninety Five Thousand Seven Hundred

For SINDHUJA MICROCREDIT PVT. LTD.


Company Secretary
M. No. ACS 21971



Sindhujamicrocredit
आपकी समृद्धि का साथी

SINDHUJA MICROCREDIT PRIVATE LIMITED

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CIN No : U65990UP2017PTC099006

0120- 6870 873

Twenty Four only) Optionally Convertible Redeemable Preference Shares of Rs.10/- (Rupees Ten only) each

To a revised authorized share capital of: Rs.71,69,57,240 (Rupees Seventy One Crores Sixty Nine Lakhs Fifty Seven Thousand Two Hundred Forty only) divided into 1,86,00,000(One Crore Eighty Six Lakhs only) Equity shares of Rs. 10/- (Rupees Ten only) each; 5,18,00,000 (Five Crores Eighteen Lakhs only) Compulsorily Convertible Preference Shares (comprising of Series B, C and Pre-Series D Compulsorily Convertible Preference Shares) and 12,95,724 (Twelve Lakhs Ninety Five Thousand Seven Hundred Twenty Four only) Optionally Convertible Redeemable Preference Shares of Rs.10/- (Rupees Ten only) each”

RESOLVED FURTHER THAT any of the Directors or Mr. Pankaj Kumar Sinha, Company Secretary of the Company, be and are hereby severally authorized to do all such acts, deeds, matters and things as may be necessary or expedient from time to time to give effect to the above resolution including issuing a certified copy of this resolution, and signing and filing all necessary forms and other necessary documents including but not limited to the filing of e-form SH 7 with the relevant Registrar of Companies.”

2. ALTERATION OF THE MEMORANDUM OF ASSOCIATION TO REFLECT THE INCREASE IN THE AUTHORISED SHARE CAPITAL OF THE COMPANY


To consider and if thought fit to pass, with or without modification, the following Resolution as a Ordinary Resolution:

“RESOLVED FURTHER THAT pursuant to Section 13 of the Companies Act, 2013 and all other applicable provisions, if any, of the Companies Act, 2013 read with rules framed thereunder, consent of the members of the Company be and is hereby accorded, that the existing Clause V of the memorandum of association of the Company be replaced with the following amended Clause V:

Clause V: “The Authorized Share Capital of the Company is Rs.71,69,57,240 (Rupees Seventy One Crores Sixty Nine Lakhs Fifty Seven Thousand Two Hundred Forty only) divided into 1,86,00,000(One Crore Eighty Six Lakhs only) Equity shares of Rs. 10/- (Rupees Ten only) each; 5,18,00,000 (Five Crores Eighteen Lakhs only) Compulsorily Convertible Preference Shares (comprising of Series B, C and Pre-Series D Compulsorily Convertible Preference Shares) and 12,95,724 (Twelve Lakhs Ninety Five Thousand Seven Hundred Twenty Four only) Optionally Convertible Redeemable Preference Shares of Rs.10/- (Rupees Ten only) each”

RESOLVED FURTHER THAT any of the Directors or Mr. Pankaj Kumar Sinha, Company Secretary of the Company be and are hereby severally authorized to do all such acts, deeds, matters, and things as may be necessary or expedient from time to time to give effect to the above resolutions including issuing a certified copy of this resolution, and signing and filing all necessary forms and other necessary documents as may be required by the relevant statutory authorities.”

For SINDHUJA MICROCREDIT PVT. LTD.


Company Secretary
M. No. ACS 21971

Registered & Corporate Office :

Office No. 701A - 721A, 7A Floor, Tower C, Noida One, Plot No. 8, Block B,
Sector- 62, Noida, Dist :- Gautam Budh Nagar, U. P. - 201301



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Members are kindly requested to make it convenient to attend the meeting.

By order of the Board

For SINDHUJA MICROCREDIT PVT. LTD.

For Sindhujamicrocredit Private Limited

PANKAJ KUMAR SINHA

COMPANY SECRETARY

M.No- A21971

Address: SRA-85D, Shipra Riviera

Indrapuram, Ghaziabad, UP

Date: March 13, 2026

Place: Noida

Pankaj
Company Secretary
M. No. ACS 21971

Registered & Corporate Office :

Office No. 701A - 721A, 7A Floor, Tower C, Noida One, Plot No. 8, Block B,
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NOTES:

1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE ANNUAL GENERAL MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE ON A POLL, INSTEAD OF HIMSELF / HERSELF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY. SINCE THIS EGM IS BEING HELD PURSUANT TO THE MCA CIRCULAR THROUGH VC/OAVM, PHYSICAL ATTENDANCE OF MEMBERS HAS BEEN DISPENSED WITH. ACCORDINGLY, THE FACILITY FOR APPOINTING PROXY BY THE MEMBERS WILL NOT BE AVAILABLE AT THE EGM AND HENCE PROXY FORM AND ATTENDANCE SLIP ARE NOT ANNEXED TO THIS NOTICE.
2. A copy of articles of association of the company shall be open for inspection by the members between 10 am to 12 noon on any working day at the registered office of the company and will also be available at the meeting.
3. All the documents referred to in the accompanying Notice and Explanatory Statements, shall be available for inspection through electronic mode, basis the request being sent to the company on secretarial@sindhujamicrocredit.com.
4. Corporate members intending to send their authorised representatives to attend the meeting are requested to send the Company a certified true copy of the Board resolution authorizing their representative to attend and vote on their behalf at the meeting.
5. Pursuant to the Ministry's General Circular No. 03/2025 dated September 22, 2025, General Circular No. 09/2024 dated September 19, 2024, General Circular No. 09/2023 dated September 25, 2023, General Circular No. 11/2022 dated 28/12/2022, General Circular No. 03/2022 dated 5/05/2022, Circular No. 02/2021 dated January 13, 2021, General Circular No. 14/2020 dated April 8, 2020, General Circular No.17/2020 dated April 13, 2020, General Circular No.20/2020 dated May 5, 2020, General Circular No. 22/2020 dated June 15, 2020, General Circular No. 33/2020 dated September 28, 2020, and General Circular No. 39/2020 dated December 31, 2020 (Collectively referred to as 'MCA Circulars') the EGM of the Company is being conducted through VC/OAVM hereinafter called as "EGM". The deemed venue for the EGM shall be the Registered Office of the Company.
6. The Explanatory Statement pursuant to Section 102(2) of the Companies Act, 2013 for the special business set out in the notice has been enclosed here after.
7. Members will be provided the facility to participate in the meeting through VC/OAVM through the system of Zoom app. The facility for joining the meeting shall be kept open at least 15 minutes before the time scheduled to start the meeting and shall not be closed till the expiry of 15 minutes after such scheduled time.
8. In terms of section 101 and 136 of the Act, read together with the rules made thereunder and in compliance with MCA Circulars Notice of the EGM is being sent only through electronic mode to those Members whose email address are registered with the company.

For SINDHUJA MICROCREDIT PVT. LTD.


Company Secretary
M. No. ACS 24971

Registered & Corporate Office :

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9. To receive communications through electronic means, including Notice, members are requested to kindly register / update their email address with secretarial@sindhujamicrocredit.com.
 10. Those who are interested in converting their physical shares into DEMAT, may please contact to their Depository Participant & the Registrar & Transfer Agent (Orbis Financial Corporation Limited) of the Company for the dematerialization of their shares. The ISIN for Equity Shares is - INE0FWI01016
- Communication Address**
- RTA Division
Orbis Financial Corporation Limited
4A Ocus Technopolis, Sector 54 Golf Course Road,
Gurgaon -122002, Haryana
11. Since the EGM will be held through VC/OAVM, the Route Map is not annexed in this Notice.
 12. Facility of joining the EGM through VC/OAVM shall open 15 minutes before the time scheduled for the EGM and shall be kept open throughout the proceedings of the EGM.
 13. Members attending the EGM through VC/OAVM shall be reckoned for the purpose of quorum under Section 103 of the Act.
 14. A proxy is allowed to be appointed under section 105 of the Act to attend and vote at a general meeting on behalf of a member who is not able to attend personally. Since general meetings under this framework will be held through VC or OAVM, where physical attendance of members in any case has been dispensed with, there is no requirement of appointment of proxies. Accordingly, the facility of appointment of proxies by members will not be available for such meetings. However, in pursuance of section 112 and section 113 of the Act, representatives of the members may be appointed for the purpose of voting through remote e-voting or for participation and voting in the meeting held through VC or OAVM.
 15. This meeting shall be held as per the circular/ notification issued by the MCA for conducting the general meeting and transacting business thereat. Mode of participating in the meeting shall be through audio visual means (through zoom app). For the purposes of voting, the designated email id of the company where the votes may be conveyed shall be secretarial@sindhujamicrocredit.com. In the event, less than 50 (fifty) members attend the proposed general meeting, then the voting shall be conducted by show of hands.
 16. During the meeting held through VC or OAVM facility, where a poll on any item is required, the members shall cast their vote on the resolutions only by sending emails through their email addresses which are registered with the company. The said emails shall only be sent to the designated email address circulated by the company in advance on secretarial@sindhujamicrocredit.com.

for SINDHUJA MICROCREDIT PVT. LTD.

Ranjana
Company Secretary
M. No. ACS 21971

Registered & Corporate Office :
Office No. 701A - 721A, 7A Floor, Tower C, Noida One, Plot No. 8, Block B,
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17. Where less than 50 members are present in a meeting, the Chairman may decide to conduct a vote by show of hands, unless a demand for poll is made by any member in accordance with section 109 of the Act. Once such demand is made, the procedure provided in the preceding sub-paragraphs shall be followed.
18. In case the counting of votes requires time, the said meeting may be adjourned and called later to declare the result.
19. Instructions for joining the EGM are as follows:
- Members will be able to attend the EGM through VC/OVAM provided by the Company.
 - Members are encouraged to join the meeting through laptops with Google chrome for better experience.
 - While all efforts would be made to make the VC/OVAM meeting smooth, participants connecting through mobile devices, tablets, laptops etc. may at times, experience audio/video loss due to fluctuation in their respective networks. Use of a stable Wi-Fi or LAN connection can mitigate some of the technical glitches.
 - Members who need technical assistance before or during the EGM can contact Mr. Pankaj Sinha (Contact no.: 6204381656)

Zoom Link:

Company Secretary is inviting you to a scheduled Zoom meeting.

Topic: Sindhujā EGM (03/2025-2026)

Time: Mar 16, 2026 12:00 PM India

Join Zoom Meeting

<https://us06web.zoom.us/j/82472547618?pwd=ebY89NQSfYONEzkSSSL7ZCXW3nOOE4.1>

Meeting ID: 824 7254 7618

Passcode: 607315

For SINDHUJA MICROCREDIT PVT. LTD.


Company Secretary
M. No. ACS 21971

Registered & Corporate Office :

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EXPLANATORY STATEMENT
(u/s 102 of the Companies Act, 2013)

ITEM NO. 1 and 2- INCREASE IN AUTHORISED SHARE CAPITAL OF THE COMPANY AND ALTERATION OF CAPITAL CLAUSE OF MEMORANDUM OF ASSOCIATION OF THE COMPANY

The members are apprised that to meet its business requirements, the Company is in need of infusion of funds and is therefore, proposing to raise further capital by way of issue of 2,15,00,000 (Two Crore Fifteen Lakhs only) Compulsorily Convertible Preference Shares of face value of Rs. 10/- (Indian Rupees Ten only) each, at a premium of INR 43.60/- (Indian Rupees Forty Three point six zero only) per Share to all the existing shareholders of the Company, on a rights issue basis, in proportion to their existing paid-up share capital.

In order to issue further shares to the existing shareholders, the Company is required to first increase its authorized share capital. Therefore, the board of directors of the Company, vide its resolution dated March 13, 2026 has proposed to increase authorised share capital of the Company. Pursuant to Sections 61(1) (a) and 64(1)(a) of the Companies Act, 2013, the increase in authorized capital requires the approval of shareholders.

The approval of the members is accordingly being sought by way of ordinary resolution under sections 13 and 61 of the Companies Act, 2013, read with the rules made thereunder.

A copy of Articles of Association is open for inspection by members on any working day during 11.00 A.M. to 1.00 P.M. up to the date of ensuing extra-ordinary general meeting at the corporate office of the Company and also available on company's website www.sindhujamicrocredit.com.

None of the directors, or any other key managerial personnel and relatives of the said persons are interested (financially or otherwise) or concerned in the said resolutions.

The Board of Directors recommends the resolution as set out at Item No.01 and Item No. 02 for approval of the members as Ordinary resolution.

For Sindhujā Microcredit Private Limited

For **SINDHUJA MICROCREDIT PVT. LTD.**


Company Secretary
M. No. ACS-21971

PANKAJ KUMAR SINHA
COMPANY SECRETARY
M.No- A21971

Address: SRA-85D, Shipra Riviera
Indirapuram, Ghaziabad, UP

Date: March 13, 2026

Place: Noida