

NOTICE

NOTICE IS HEREBY GIVEN THAT THE SECOND (FY 2021-22) EXTRA-ORDINARY GENERAL MEETING OF THE MEMBERS OF CAPFLOAT FINANCIAL SERVICES PRIVATE LIMITED (“COMPANY”) TO BE HELD ON 06TH SEPTEMBER 2021 AT 11:00 A.M. AT GOKALDAS PLATINUM, NEW NO 3, BELLARY ROAD, SADASHIVNAGAR, BENGALURU - 560080, TO TRANSACT THE FOLLOWING BUSINESS:

SPECIAL BUSINESS:

ITEM NO. 1- TO INCREASE THE AUTHORISED SHARE CAPITAL OF THE COMPANY AND CONSEQUENT AMENDMENT TO THE MEMORANDUM OF ASSOCIATION

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

“RESOLVED THAT pursuant to the provisions of Section 13, Section 61(1)(a), Section 64 and all other applicable provisions of the Companies Act, 2013 read with the rules enacted thereunder as applicable to the Company and the provisions contained in the Articles of Association of the Company, consent of the Board be and is hereby accorded, subject to approval of the members at their general meeting, to increase the authorised share capital of the Company from the existing capital of INR. 45,18,49,750/- (Rupees Forty Five Crore Eighteen Lakhs Forty Nine Thousand Seven Hundred and Fifty only) divided into:

1. 20,00,000 (Twenty Lakhs) Equity Shares of INR. 10/- (Indian Rupees Ten only) each;
2. 3,15,695 (Three Lakh Fifteen Thousand Six Hundred and Ninety-Five) Series A CCPS of face value INR. 10/- (Indian Rupees Ten only) each;
3. 40,000 (Forty Thousand) Series A1 CCPS of INR. 13/- (Indian Rupees Thirteen only) each;
4. 3,30,000 (Three Lakhs Thirty Thousand) Series B CCPS of INR. 10 (Indian Rupees Ten only) each;
5. 11,30,000 (Eleven Lakhs Thirty Thousand) Series C CCPS of INR. 100/- (Indian Rupees One Hundred only) each;
6. 8,80,000 (Eight Lakhs Eighty Thousand) Series D CCPS of INR. 100/- (Indian Rupees Hundred Only) each,
7. 17,00,000 (Seventeen Lakhs) Series E CCPS of INR. 100/- (Indian Rupees Hundred Only) each;
8. 2,64,000 (Two Lakhs and Sixty-Four Thousand) Series E1 CCPS of INR. 100/- (Indian Rupees Hundred only) each;
9. 2,74,728 (Two Lakhs Seventy-Four Thousand Seven Hundred and Twenty-Eight) Series E2 CCPS of INR. 100/- (Indian Rupees Hundred only) each;

CapFloat Financial Services Private Limited (CIN: U65993KA1993PTC074590)

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To

INR. 73,16,88,360/- (Indian Rupees Seventy Three Crores Sixteen Lakhs Eighty Eight Thousand Three Hundred and Sixty only) divided into:

1. 22,93,861 (Twenty Two Lakhs Ninety Three Thousand Eight Hundred and Sixty One) Equity Shares of INR. 10/- (Indian Rupees Ten only) each;
2. 3,15,695 (Three Lakh Fifteen Thousand Six Hundred and Ninety-Five) Series A CCPS of face value INR. 10/- (Indian Rupees Ten only) each;
3. 40,000 (Forty Thousand) Series A1 CCPS of INR. 13/- (Indian Rupees Thirteen only) each;
4. 3,30,000 (Three Lakhs Thirty Thousand) Series B CCPS of INR. 10 (Indian Rupees Ten only) each;
5. 11,30,000 (Eleven Lakhs Thirty Thousand) Series C CCPS of INR. 100/- (Indian Rupees One Hundred only) each;
6. 8,80,000 (Eight Lakhs Eighty Thousand) Series D CCPS of INR. 100/- (Indian Rupees Hundred Only) each,
7. 17,00,000 (Seventeen Lakhs) Series E CCPS of INR. 100/- (Indian Rupees Hundred Only) each;
8. 2,64,000 (Two Lakhs and Sixty-Four Thousand) Series E1 CCPS of INR. 100/- (Indian Rupees Hundred only) each;
9. 2,74,728 (Two Lakhs Seventy-Four Thousand Seven Hundred and Twenty-Eight) Series E2 CCPS of INR. 100/- (Indian Rupees Hundred only) each;
10. 1,09,000 (One Lakh Nine Thousand) Series F1 CCPS of INR. 100/- (Indian Rupees Hundred only) each; and
11. 26,60,000 (Twenty Six Lakhs Sixty Thousand) Series F2 CCPS of INR. 100/- (Indian Rupees One Hundred only) each.

by creating additional authorised share capital of INR. 27,98,38,610 /- (Indian Rupees Twenty Seven Crores Ninety Eight Lakhs Thirty Eight Thousand Six Hundred and Ten only) having 2,93,861 (Two Lakhs Ninety Three Thousand Eight Hundred and Sixty One) equity shares of INR. 10/- (Indian Rupees Ten only) 1,09,000 (One Lakh Nine Thousand) Series F1 CCPS of INR. 100/- (Indian One Hundred only) each; and 26,60,000 (Twenty Six Lakhs Sixty Thousand) Series F2 CCPS of INR. 100/- (Indian Rupees One Hundred only) each.

RESOLVED FURTHER THAT pursuant to the increase in the authorized share capital, the existing clause V of the Memorandum of Association of the Company relating to share capital be and is hereby deleted and in its place the following new and amended clause V be substituted:

INR. 73,16,88,360/- (Indian Rupees Seventy Three Crores Sixteen Lakhs Eighty Eight Thousand Three Hundred and Sixty only) divided into:

1. 22,93,861 (Twenty Two Lakhs Ninety Three Thousand Eight Hundred and Sixty One) Equity Shares of INR. 10/- (Indian Rupees Ten only) each;
2. 3,15,695 (Three Lakh Fifteen Thousand Six Hundred and Ninety-Five) Series A CCPS of face value INR. 10/- (Indian Rupees Ten only) each;
3. 40,000 (Forty Thousand) Series A1 CCPS of INR. 13/- (Indian Rupees Thirteen only) each;
4. 3,30,000 (Three Lakhs Thirty Thousand) Series B CCPS of INR. 10 (Indian Rupees Ten only) each;
5. 11,30,000 (Eleven Lakhs Thirty Thousand) Series C CCPS of INR. 100/- (Indian Rupees One Hundred only) each;
6. 8,80,000 (Eight Lakhs Eighty Thousand) Series D CCPS of INR. 100/- (Indian Rupees Hundred Only) each,
7. 17,00,000 (Seventeen Lakhs) Series E CCPS of INR. 100/- (Indian Rupees Hundred Only) each;
8. 2,64,000 (Two Lakhs and Sixty-Four Thousand) Series E1 CCPS of INR. 100/- (Indian Rupees Hundred only) each;
9. 2,74,728 (Two Lakhs Seventy-Four Thousand Seven Hundred and Twenty-Eight) Series E2 CCPS of INR. 100/- (Indian Rupees Hundred only) each;
10. 1,09,000 (One Lakh Nine Thousand) Series F1 CCPS of INR. 100/- (Indian Rupees Hundred only) each; and
11. 26,60,000 (Twenty Six Lakhs Sixty Thousand) Series F2 CCPS of INR. 100/- (Indian Rupees One Hundred only) each.

RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, any director of the Board be and is hereby authorized to do all such acts, deeds, matters and things as they may in their absolute discretion deem necessary or desirable for such purpose, including, without limitation, filing necessary forms with the Registrar of Companies, to settle any questions, difficulties or doubts that may arise in relation to any such issue and allotment at any stage without any further consent or approval of the shareholders of the Company to the end and intent that they shall be deemed to have given their approval thereto and for matters connected herewith or incidental hereto expressly by the authority of this resolution and the Board's decision in this regard shall be final and binding.

“RESOLVED FURTHER THAT the copies of the foregoing resolutions, certified to be true by any directors, may be furnished to any person(s) as may be required”.

ITEM NO. 2 - TO APPROVE AMENDMENT TO THE CAPITAL FLOAT EMPLOYEE STOCK OPTION PLAN (“ESOP PLAN”) ADOPTED BY THE COMPANY;

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

“RESOLVED THAT pursuant to the provisions of Section 62(1)(b) and all other applicable provisions of the Companies Act, 2013 read with the Companies (Share Capital and Debentures) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for time being in force) consent, approval and sanction of the members is hereby given to alter, amend the existing Capital Float ESOP 2014 and replace it with a new set of Plan herein after called “amended Capital Float ESOP 2014 and the new amended Capital Float ESOP 2014 be and is hereby approved and adopted”

“RESOLVED THAT the Board hereby takes on record the so amended ESOP Plan with all necessary, changes, updation required to give effect to this resolution and also unanimously authorises Mr. Gaurav Dinesh Hinduja, Mr. Sashank R Rishyasringa, Directors and Mr. Akshay Sarma, CFO of the Company take all such steps and to do all such other acts, deeds, matters and things as may be necessary including but not limited to accept any alteration(s) or amendment(s) or correction (s) or modification(s) in the relevant documents as it may deem fit and appropriate and give such directions/ instructions as may be necessary to settle any question, difficulty or doubt that may arise in regard during the implementation of the intent of the resolution”.

ITEM NO. 3 - TO APPROVE ISSUING 3,68,465 EMPLOYEE STOCK OPTION PLAN 2014 SHARES OF THE COMPANY TO CAPITAL FLOAT EMPLOYEE WELFARE TRUST (“ESOP TRUST”) FORMED BY THE COMPANY;

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

“RESOLVED THAT in accordance with the provisions of Section 62(1)(b) of the Companies Act, 2013 (the “Act”) read with Rule 12 of the Companies (Share Capital and Debentures) Rules, 2014, circulars, notifications, guidelines and regulations issued by the Reserve Bank of India (“FEMA”) and in terms of Capital Float Employee Stock Option Plan 2014 adopted by the Company and including any statutory modifications or reenactments, alterations, amendments made thereof for the time being in force and the provisions of prevailing memorandum of association and articles of association of the Company, consent of the members of the Company is hereby given to any approval(s), consent(s), permission(s) and sanction(s) of any authority(ies) and also any condition(s) and modification(s) as may be prescribed or imposed by such authority(ies) while granting such approval(s), consent(s), permission(s) and sanction(s), and subject to acceptance of such condition(s) or modification(s) by the Board of Directors of the Company to offer, issue, grant of options and allot such number of options and to issue and allot such number of Ordinary Shares not exceeding 3,68,465 (Three Lakhs Sixty Eight Thousand Four Hundred and Sixty Five) (representing 22.13% of the issued share capital of the

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Company excluding outstanding warrants and conversions) from time to time, to the permanent employees of the Company, whether working in India or out of India, present or future, as may be decided by the Board but does not include an employee who is a promoter or a person belonging to the promoter group (“Eligible Employees”), with each option giving a right, but not an obligation, to the Eligible Employees to subscribe to one fully paid up Ordinary Share of the face value INR. 10/- (Indian Rupees Ten only) each at such price as determined in the grant letter by the Board in one or more tranches and on such terms and conditions, as may be determined by the Board in accordance with the provisions of the amended Capital Float Employee Stock Option Plan 2014 (ESOP Plan), the accounting policies, and in due compliance with the applicable laws and regulations in force to be implemented either by the Board of Directors or by way of and through Capital Float Employee Welfare Trust (“ESOP Trust”).”

“RESOLVED FURTHER THAT the Ordinary Shares to be issued pursuant to the Scheme shall rank pari passu in all respects with the existing Ordinary Shares of the Company.”

“RESOLVED FURTHER that Mr. Gaurav Dinesh Hinduja, Mr. Sashank R Rishyasringa, Directors and Mr. Akshay Sarma, CFO of the Company be and is hereby authorized to approve the Grant Letter, Application Form, ESOP agreement and other related documents, to grant options to the Eligible Employees (including deciding the number of options to be granted to Eligible Employees at same work level), to allot Ordinary Shares upon exercise of options by the Eligible Employees, to take necessary steps for and to make any modifications/changes/variations/alterations/revisions in the Scheme or suspend/withdraw/revive the Scheme from time to time, unless such change is detrimental to the interest of the Eligible Employees, as may be required in case of any change in applicable laws or as specified by any statutory authority, to do all such acts, deeds, matters and things as it may, in its absolute discretion, deem necessary, expedient or proper and to settle all questions, difficulties or doubts that may arise in relation to the implementation, administration and evolution of the Scheme.”

“RESOLVED FURTHER THAT shares may be issued, granted and allotted in accordance with Capital Float Employee Stock Option Plan 2014, options either directly by the Board or through the trust which has been set up in any permissible manner and that Capital Float Employee Stock Option Plan 2014 options” may also envisage for providing any financial assistance to the trust, subject to the applicable law(s), to enable the trust to acquire, purchase or subscribe to the shares of the Company.”

“RESOLVED FURTHER THAT for the purpose of giving effect to the aforesaid resolution, Mr. Gaurav Dinesh Hinduja, Director, Mr. Sashank r. Rishyasringa, director or Mr. Akshay Sarma, CFO of the Company be and are hereby severally authorized to take all such steps and to do all such other acts, deeds, matters and things as may be necessary including but not limited to accept any alteration(s) or amendment(s) or correction (s) or modification(s) in the relevant documents as it may deem fit and appropriate and give such directions/ instructions as may be necessary

to settle any question, difficulty or doubt that may arise in regard during the implementation of the intent of the resolution”.

ITEM NO. 4 -TO ISSUE 3,68,465 ESOP SHARES OF THE COMPANY EQUAL TO OR EXCEEDING ONE PERCENT OF THE ISSUED CAPITAL OF THE COMPANY;

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

“RESOLVED THAT pursuant to Section 62(1)(b) of the Companies Act, 2013 read with Rule 12(4)(b) of Companies (Share Capital and Debenture) Rules, 2014 and such other applicable laws including Memorandum and Articles of Association of the Company as amended, modified or re-enacted from time to time and subject to such other approvals, permissions and sanctions from Board and such conditions and modifications, permissions and sanctions, consent of the Members be and is hereby given to grant of 3,68,465 (Three Lakhs Sixty Eight Thousand Four Hundred and Sixty Five) options of nominal value INR. 36,84,650/- (Indian Rupees Thirty Six Lakhs Eighty Four Thousand Six Hundred and Fifty) which is upto 22.13% (excluding outstanding warrants and conversions) of issued share capital of the Company at the time of grant of options during a period of one year”.

“RESOLVED FURTHER THAT for the purpose of giving effect to the aforesaid resolution, Mr. Gaurav Dinesh Hinduja, Mr. Sashank R Rishyasringa, Directors and Mr. Akshay Sarma, CFO of the Company be and is hereby severally authorized to take all such steps and to do all such other acts, deeds, matters and things as may be necessary including but not limited to accept any alteration(s) or amendment(s) or correction (s) or modification(s) in the relevant documents as it may deem fit and appropriate and give such directions/ instructions as may be necessary to settle any question, difficulty or doubt that may arise in regard during the implementation of the intent of the resolution”.

**By Order of the Board of Directors
For and on behalf of CapFloat Financial Service Private Limited**

Gaurav Dinesh Hinduja
Director

Place : Bangalore

Date : 3rd September 2021

NOTES:

1. A member entitled to attend and vote at the meeting is entitled to appoint a proxy, who need not be a member of the Company, to attend and vote instead of himself. Proxies in order to be effective must be lodged with the Company at least 48 hours before the meeting. The **Proxy Form** is annexed hereto as **Annexure 3**.
2. In case of corporate shareholders proposing to participate at the meeting through their representative, necessary authorization under Section 113 of the Act for such representation may please be forwarded to the Company.
3. **Explanatory statement** pursuant to Section 102 of the Companies Act, 2013 is annexed hereto as **Annexure 1**.
4. The documents related to matters set out in the notice shall be open for inspection at the registered office of the Company during normal business hours (9.00 am to 5.00 pm) on all working days up to and including the date of Extra-Ordinary General meeting of the Company.
5. Entry to the place of meeting will be regulated by an **Attendance Slip** which is annexed hereto as **Annexure 2** to the Notice. Members/Proxies attending the meeting are kindly requested to complete the enclosed Attendance Slip and affix their signature at the place provided thereon and hand it over at the entrance.
6. Route map and land mark details for the venue of general meeting are as below:



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ANNEXURE – 1**Explanatory statement as per the provisions of section 102 of the Companies Act, 2013****ITEM NO. 1****To increase the authorised share capital of the Company and consequent amendment to the memorandum of association**

The Board has passed a resolution at their meeting held on 03rd September 2021 for increasing the authorised share capital of the Company from INR. 45,18,49,750/- (Rupees Forty Five Crore Eighteen Lakhs Forty Nine Thousand Seven Hundred and Fifty only) to INR. 73,16,88,360/- (Indian Rupees Seventy Three Crores Sixteen Lakhs Eighty Eight Thousand Three Hundred and Sixty only) by creating additional authorised share capital of INR. 27,98,38,610 /- (Indian Rupees Twenty Seven Crores Ninety Eight Lakhs Thirty Eight Thousand Six Hundred and Ten only) having 2,93,861 (Two Lakhs Ninety Three Thousand Eight Hundred and Sixty One) equity shares of INR. 10/- (Indian Rupees Ten only) 1,09,000 (One Lakh Nine Thousand) Series F1 CCPS of INR. 100/- (Indian One Hundred only) each; and 26,60,000 (Twenty Six Lakhs Sixty Thousand) Series F2 CCPS of INR. 100/- (Indian Rupees One Hundred only) each. This increase is required to facilitate issuance of new ESOPs and shares by the Company, as and when required.

Such increase in the authorised share capital will require approval of the members at their general meeting by way of a **Ordinary Resolution**.

The additional information as per section 102(1) (a) and (b) is as follows:

- a. The nature of concern or interest, financial or otherwise, if any:
- i. Every director and the manager, if any :
*None**
 - ii. Every other key managerial personnel :
*None**
 - iii. Relatives of the persons mentioned in sub-clauses (i) and (ii) above :
*None**
- b. Any other information and facts that may enable members to understand the meaning, scope and implication of the items of business to take decision thereon.
– *As above.*

ITEM NO. 2**To approve amendment to the Capital Float Employee Stock Option Plan (“ESOP Plan”) adopted by the Company;**

The Board has approved a resolution at their meeting held on 03rd September 2021 for proposing to the shareholders for amendment to the ESOP Plan already adopted by the Company by a resolution earlier approved by the members. The amendment

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to the Plan is to bring within it more number of ESOP options and shares. Such increase in the new shares to be administered under this Plan shall be in-line with the other existing options monitored and managed by the Plan. By virtue of this resolution, the Board recommends to increase the overall ESOP options and shares under the Plan and make such other necessary amendments.

Such amendment to the existing ESOP Plan will require approval of the members at their general meeting by way of a **Special Resolution**.

The additional information as per section 102(1) (a) and (b) is as follows:

- c. The nature of concern or interest, financial or otherwise, if any:
- i. Every director and the manager, if any : *None**
 - ii. Every other key managerial personnel : *None**
 - iii. Relatives of the persons mentioned in sub-clauses (i) and (ii) above : *None**
- d. Any other information and facts that may enable members to understand the meaning, scope and implication of the items of business to take decision thereon.
– *As above.*

ITEM NO. 3

To approve issuing 3,68,465 Employee Stock Option Plan 2014 shares of the Company to Capital Float Employee Welfare Trust (“ESOP Trust”) formed by the Company;

The Board at their meeting held on 03rd September 2021 has proposed to the Board to increase the options to be issued to the eligible employees of the Companies. Such new options being increased have been evaluated by the Board in detail. The Board would want to retain talented and skill full employees for the purpose of overall growth of the Company.

This resolution will be in continuation and in supplementary to the earlier resolution passed by the members for issuance of employee stock options of the Company under the applicable provisions of the Companies Act, 2013.

Such issuance of more and new ESOP by the Company will require approval of the members at their General Meeting by way of a **Special Resolution**.

The additional information as per section 102(1) (a) and (b) is as follows:

- e. The nature of concern or interest, financial or otherwise, if any:
- i. Every director and the manager, if any : *None**
 - ii. Every other key managerial personnel : *None**
 - iii. Relatives of the persons mentioned in sub-clauses (i) and (ii) above : *None**
- f. Any other information and facts that may enable members to understand the meaning, scope and implication of the items of business to take decision thereon.
– *As above.*

Disclosure as per Sub-rule (2) of Rule 12 of Companies (Share Capital and Debenture) Rules, 2014

Sl. No.	Particulars	Disclosures
a.	the total number of stock options to be granted;	3,68,465 (Three Lakhs Sixty Eight Thousand Four Hundred and Sixty Five) options.
b.	identification of classes of employees entitled to participate in the Employees Stock Option Scheme;	The employees as identified by the Board, Committee or one or more director a per the authority granted to them, in accordance with the terms of the ESOP Scheme and the approvals, sanctions, conditions as may be sanctions by the members (if any) and in accordance with all the applicable provisions of the Companies Act, 2013, Rules made thereunder and in line with all the provisions of the applicable laws.
c.	the appraisal process for determining the eligibility of employees to the Employees Stock Option Scheme;	The Board shall evaluate the performance, knowledge and skills of each of the employees not forming part of the promoter group and decide the appraisal and eligibility to the ESOPs.
d.	the requirements of vesting and period of vesting;	The options granted shall only vests not earlier than 1 (one) year from the date of granting or such longer tenure as may be decided by the Board. The Board shall determine the vesting period and mention the same in the grant letter which all be in accordance with the ESOP Plan adopted by the Company.
e.	the maximum period within which the options shall be vested;	The Board will determine the period within which the options shall be veted.
f.	the exercise price or the formula for arriving at the same;	The Board reserves the right to determine the exercise price for each of the employee.
g.	the exercise period and process of exercise;	The Board shall specifically mention in the grant letter the exercise period and the process of exercise and conveying the same to the Board by the employee.

h.	the Lock-in period, if any ;	It is the discretion of the Board for determining any lock-in-period of such options or the shares that may be acquired by the employee upon being allotted after exercise of the vested options.
i.	the maximum number of options to be granted per employee and in aggregate;	As the skills, knowledge, expertise may vary by each employee, the Board shall carefully analyse the employees association with the employee and his/her contribution to the overall development of the Company and accordingly determine the number of options to be granted to each employee.
J.	the method which the company shall use to value its options;	The members repose full faith and confidence in the Board and shall authorise the Board to decide upon to arrive at a fair and feasible methodology to value its options.
k.	the conditions under which option vested in employees may lapse e.g. in case of termination of employment for misconduct;	The Board shall determine the conditions under which the options vested in employees may lapse subject to the other terms and conditions and in accordance with the ESOP Plan adopted by the Company.
l.	the specified time period within which the employee shall exercise the vested options in the event of a proposed termination of employment or resignation of employee; and	The Board may in accordance with the ESOP Plan determine exercise period after evaluation various other factors of the employee and the Companies employment policy from time to time.
m.	a statement to the effect that the company shall comply with the applicable accounting standards .	The Company shall comply with all the applicable provisions of the Accounting Standards prescribed by the applicable authorities, regulatories and amended time to time

ITEM NO. 4

To issue 3,68,465 ESOP shares of the Company equal to or exceeding one percent of the issued capital of the Company;

The Board at their meeting held on 03rd September 2021 have passed a resolution seeking approval of the members of the Company for issuance of such number of ESOP options and shares which may be equal to or more than 1% of the issued capital of the Company. Issuance of such number of ESOP options and shares will require a separate resolution as per the Rule 12(4)(b) of Companies (Share Capital

and Debenture) Rule, 2014 by the members of the Company at their General Meeting. Hence, the Board seeks your approval.

Such issuance of more and new ESOP by the Company which will be equal to or more than 1% of the issued capital of the Company which will require approval of the members at their General Meeting by way of a **Special Resolution**.

The additional information as per section 102(1) (a) and (b) is as follows:

- a. The nature of concern or interest, financial or otherwise, if any:
 - i. Every director and the manager, if any : *None**
 - ii. Every other key managerial personnel : *None**
 - iii. Relatives of the persons mentioned in sub-clauses (i) and (ii) above : *None**
- b. Any other information and facts that may enable members to understand the meaning, scope and implication of the items of business to take decision thereon.
– *As above.*

ATTENDANCE SLIP

(Please complete this attendance slip and hand it over at the entrance of the venue)

I hereby record my presence at the _____ Extra-Ordinary General Meeting of _____ held at _____ at the registered office of the Company situated at _____.

Full Name of the Shareholder/ Authorized representative	 _____ [As a representative of Mr/Mrs/M/s.....
Folio No,	
No. of equity shares held	
Name of Proxy (if any)	

Signature of the Shareholder/Proxy/ Corporate Representative*

* *Strike out whichever is not applicable*

Annexure -3

FORM OF APPOINTMENT OF PROXY

(Pursuant to section 105(6) of the Companies Act, 2013 and rule 19(3) of the Companies (Management and Administration) Rules, 2014)

CIN :
 Name of the Company :
 Registered Office :
 Name of the Member :
 Registered Address :
 E-mail id :
 Folio No/Client id :
 DP ID :

I/We, being the member (s) of shares of the above named company, hereby appoint

1. Name:
 Address:
 E-mail id:
 Signature:..... or failing him

2. Name:
 Address:
 E-mail id:
 Signature:..... or failing him

3. Name:
 Address:
 E-mail id:
 Signature:..... or failing him

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the Annual General Meeting/Extra-ordinary General Meeting of the company, to be held on theday ofat.....a.m. /p.m. at (place) and at any adjourned thereof in respect of such resolutions as are indicated below:

Resolution No.

1.....
 2.....

Affix Revenue Stamp

3.....

Signed this day of20.....

—

Signature of shareholder

Signature of 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 the commencement of the Meeting.

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