

INDIFI TECHNOLOGIES PRIVATE LIMITED

Regd. Office: C-902, Park View SPA, Near DPS Primary Wing, Sector 47, Gurgaon-122001
CIN: U74140HR2015PTC055588, Ph No. 0124 4233027; Email Id: amittal@indifi.com

NOTICE OF EXTRA-ORDINARY GENERAL MEETING

NOTICE is hereby given that the Extra-Ordinary General Meeting of shareholders of Indifi Technologies Private Limited will be held at a shorter notice on Monday, 27th March, 2023 at 05:00 PM IST at the Registered office of the company at C-902, Park View SPA, Near DPS Primary Wing, Sector 47, Gurgaon-122001 to transact the resolutions appended below:

SPECIAL BUSINESS:

ITEM NO. 1

TO APPROVE AMENDMENT IN INDIFI EMPLOYEE STOCK OPTION PLAN- 2015 (“PLAN”) THEREOF TO ALIGN WITH COMPANIES ACT, 2013.

To consider and if thought fit, to pass with or without modifications, the following Resolution as an **Ordinary Resolution**:

“**RESOLVED THAT** pursuant to applicable provisions of the Companies Act 2013 (including any statutory modification or re-enactment thereof, for the time being in force), the Memorandum and Articles of Association of the Company, the consent of the members of the Company be and is hereby accorded to amend clause 13 of the “Indifi Employees Stock Option Plan 2015” (“Plan”) with the following clauses:

a) in the event of death of any employee while in employment, all the options granted to him till such date shall vest in the legal heirs or nominees of the deceased employee;

b) in case the employee suffers a permanent incapacity while in employment, all the options granted to him as on the date of permanent incapacitation, shall vest in him on that day.

RESOLVED FURTHER THAT, for the purpose of giving effect to this resolution, Mr. Alok Mittal and/ or Mr. Siddharth Mahanot, Directors of the Company and Mr. Keshav Lahoti, Company Secretary be and are hereby jointly and/ or severally authorized to take such steps as may be necessary for obtaining approvals, statutory or otherwise, in relation to the above and to all matters arising out of and incidental thereto and to sign and to execute deeds, applications, documents and file returns with Registrar of Companies, that may be required, on behalf of the Company and generally to do all such acts, deeds, matters and things as may be necessary, proper, expedient or incidental for giving effect to this resolution.”

ITEM NO.2

TO CONSIDER AND APPROVE THE PAYMENT OF REMUNERATION TO MR. P.S. JAYAKUMAR (DIN: 01173236), INDEPENDENT DIRECTOR OF THE COMPANY:

To consider and if thought fit, to pass with or without modifications, the following Resolution as a **Special Resolution**:

“**RESOLVED THAT** pursuant to the provisions of Section 149 and other applicable provisions, if any, of the Companies Act, 2013 (‘the Act’) (including any statutory amendment, modification or re-enactment thereof for the time being in force), the rules, regulations, directions, and notifications issued/ framed thereunder and Schedule V thereto, read with the Articles of Association of the Company and pursuant to the approval of the Board on the basis of recommendation of Nomination & Remuneration Committee, the consent of the members of the Company be and is hereby accorded for payment of remuneration of INR 15,00,000/- (Indian Rupees Fifteen Lakh Only) to Mr. P.S. Jayakumar, Independent Director, by way of fee for attending meetings of the Board or Committee thereof or for any other purpose, in proportion and manner as may be mutually decided subject to the pecuniary relationship with the Company remains unaffected w.e.f May 19, 2022 notwithstanding that such remuneration may exceed the individual/overall limits specified under Section 197 and Schedule V of the Act.

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RESOLVED FURTHER THAT Mr. Alok Mittal, Managing Director and CEO, Mr. Siddharth Mahanot, Whole time Director and Ms. Priyanka Seth Wadhwa, Chief Financial Officer of the Company be and are hereby severally authorized to do all the act, deeds and things which are necessary for the aforesaid matter and to do necessary filing, as may be required, in prescribed form to Registrar of Companies, NCT of Delhi & Haryana.”

ITEM NO.3

TO CONSIDER AND APPROVE THE PAYMENT OF REMUNERATION TO MS. TABASSUM INAMDAR (DIN: 07637013), INDEPENDENT DIRECTOR OF THE COMPANY:

To consider and if thought fit, to pass with or without modifications, the following Resolution as a **Special Resolution:**

“**RESOLVED THAT** pursuant to the provisions of Section 149 and other applicable provisions, if any, of the Companies Act, 2013 (‘the Act’) (including any statutory amendment, modification or re-enactment thereof for the time being in force), the rules, regulations, directions, and notifications issued/ framed thereunder and Schedule V thereto, read with the Articles of Association of the Company and pursuant to the approval of the Board on the basis of recommendation of Nomination & Remuneration Committee, the consent of the members of the Company be and is hereby accorded for payment of remuneration of INR 15,00,000/- (Indian Rupees Fifteen Lakh Only) to Ms. Tabassum Inamdar, Independent Director, by way of fee for attending meetings of the Board or Committee thereof or for any other purpose, in proportion and manner as may be mutually decided subject to the pecuniary relationship with the Company remains unaffected w.e.f May 19, 2022 notwithstanding that such remuneration may exceed the individual/overall limits specified under Section 197 and Schedule V of the Act.

RESOLVED FURTHER THAT Mr. Alok Mittal, Managing Director and CEO, Mr. Siddharth Mahanot, Whole time Director and Ms. Priyanka Seth Wadhwa, Chief Financial Officer of the Company be and are hereby severally authorized to do all the act, deeds and things which are necessary for the aforesaid matter and to do necessary filing, as may be required, in prescribed form to Registrar of Companies, NCT of Delhi & Haryana.”

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NOTES:

1. A member entitled to attend and vote at the General Meeting (the "Meeting") is entitled to appoint a proxy to attend and vote on a poll instead of himself and the proxy need not be a member of the Company.

A person can act as a proxy on behalf of Shareholders not exceeding fifty and holding in the aggregate not more than ten percent of the total share capital of the Company carrying voting rights. A member holding more than ten percent of the total share capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy for any other person or shareholder. The Proxy Form for the EGM is enclosed.
2. Registered Shareholders intending to send their authorised representatives to attend the Meeting are requested to send to the Company in advance a certified copy of the Board Resolution/Authorization Letter authorizing their representative to attend and vote on their behalf at the Meeting.
3. A Statement pursuant to Section 102(1) of the Companies Act, 2013, relating to the Special Business to be transacted at the Meeting is annexed hereto.
4. Shareholders/proxies/authorized representatives should bring the duly filled Attendance Slip enclosed herewith to attend the meeting.
5. All documents referred to in the accompanying Notice and the Statement annexed to Notice will be available for inspection at the Company's registered office during normal business hours on all working days up to the date of General Meeting.
6. The route map showing directions to reach the venue of the Extra General Meeting is annexed hereto.

By Order of the Board
For Indifi Technologies Private Limited

Siddharth Mahanot
Whole-time Director
DIN: 07182888

Date: March 27, 2023
Place: Gurgaon

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EXPLANATORY STATEMENT IN RESPECT OF THE SPECIAL BUSINESS PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013:

ITEM NO. 1

The Company intends to amend the Employee Stock Option Plan by revising the clause 13 of the Plan and incorporate the following clauses in reference to the Companies Act, 2013:

a) in the event of death of any employee while in employment, all the options granted to him till such date shall vest in the legal heirs or nominees of the deceased employee;

b) in case the employee suffers a permanent incapacity while in employment, all the options granted to him as on the date of permanent incapacitation, shall vest in him on that day.

The Company has taken this initiative to provide additional benefits to the Employees of the Company in pursuant to the applicable regulations.

The existing clause 13 of the Plan shall be substituted by the following clause:

13.1 In the event of termination of employment of the Option Holder due to Cause all the Options, whether Vested or Unvested, shall lapse on the termination of employment of the Option Holder and be cancelled and shall revert to the plan pool. The Company shall not have any further obligations towards the Option Holder towards such lapsed Options.

13.2 In the event of termination of employment of the Option Holder without Cause, all the Unvested Options shall lapse on the date of termination of employment. However, the Option Holder may Exercise the Vested Options in accordance with Clause 10 and Clause 11 of the Plan within the Exercise Period as may be stipulated by the Board in that regard. Any Options which are not Exercised as per the conditions laid out in the Intimation shall lapse and be cancelled and revert to the plan pool. The Company shall not have any further obligations towards the Option Holder towards lapsed Options.”

The Company seeks approval of the Shareholders in respect of adoption of amended Indifi Employee Stock Option Plan- 2015.

In terms of applicable provisions of the Companies Act, 2013, consent of the Shareholders is being sought by way of an Ordinary Resolution set out in Item No. 1 of this Notice.

None of the Directors and/or Key Managerial Personnel of the Company and/or their relatives are in any way concerned in the aforesaid Ordinary Resolution, except to the extent of their entitlements, if any.

Your Directors recommend the Ordinary Resolution proposed at Item No. 1 of this Notice for your approval.

ITEM NO. 2

The Directors of the Company play an important role in overseeing the governance, performance and sustainable growth of the Company. The Independent Directors contribute their wealth of knowledge, skills, expertise, independent perspective, strategies and experience to the business of the Company and provide required diversity in Board's decision-making process.

With the enhanced corporate governance requirements, increased responsibilities and duties of the Directors under the Act and the competitive business environment, the role of the Board, particularly the Independent Directors, has become more onerous, requiring enhanced level of decision-making ability, greater time commitments with high level of oversight.

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Accordingly, as per the recommendation of the Nomination and Remuneration Committee, the Board of Directors of the Company on December 16, 2022 have approved the payment of remuneration to Mr. P.S. Jayakumar, Independent Director of the Company in accordance with the applicable provisions of the Companies Act, 2013. w.e.f May 19, 2022.

Disclosure as required under Section II of Part II of Schedule V to the Companies Act, 2013 and the Corresponding Rules, is given hereunder:

I. General Information:

- Nature of Industry:** Indifi Technologies Private Limited is incorporated under the Companies Act, 2013 having its registered office at C-902, Park View Spa, Near DPS Primary Wing, Sector 47, Gurgaon 122001. Indifi Technologies Private Limited is engaged in designing, developing, hosting, and providing technology platform(s) which collect information, data and documents relating to persons from various sources and in analyzing, processing, and disseminating such information, data, analysis and/or documents to Lenders (Banks & NBFCs) to enable such other Lenders to provide various financial and other services.
- Date or expected date of commencement of commercial production:** Not Applicable, since the Company has already commenced the business activity. The Company was incorporated on May 27, 2015.
- In case of new Companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus:** Not Applicable.
- Financial Performance based on given indicators:**

Particulars	2021-22 (in INR)
Total Income	339,751,553
Depreciation	7,589,828
Tax expense	Nil
Total Expenses	668,726,055
Net Profit/(Loss)	(328,974,502)
Paid-up Capital	688,485,680
Reserves & Surplus	1,749,769,181

- Foreign Investment or Collaboration, if any:** The Company has received Foreign Direct Investment under FDI guidelines. As on the date of this notice, out of total shareholding of the Company, 60.98 % on diluted basis, is held by Foreign Investors.

II. Information about Mr. PS. Jayakumar:

- Background Details:** Mr. Palamadai Sundararajan Jayakumar has a deep experience in the banking sector and financial sector, innovation and development of retail financial service industry. He was also awarded the 'Banker of the Year' by Financial Express for 2018.
- Past Remuneration:** Nil
- Recognition or Awards:** 'Banker of the Year' by Financial Express for 2018.
- Job Profile and their suitability:** The Non-Executive Independent Director is expected to devote such time as is necessary for the proper performance of their duties and as an Independent Director and will be involved

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in a number of board and committee meetings each year.

5. **Remuneration Proposed** : INR 15,00,000/- (Indian Rupees Fifteen Lakh Per Annum).
6. **Comparative remuneration profile with respect to industry, size of the company, profile of the position and person (in case of expatriates the relevant details would be with respect to the country of his origin):**
The Company has done an internal benchmarking and basis the same, the remuneration is justifiable considering the size and scale of the Company. Also, the proposed Independent Director of the Company is highly experienced professionals having specialized knowledge and skills to guide the Company on latest technological developments, global market trends, consumer behaviour, consumption pattern and other relevant indicators for business enhancement and product mix.
- Hence, the remuneration proposed to him is justified and commensurate with the size of the Company in the industry.
7. **Pecuniary Relationship directly or indirectly with the company or relationship with managerial personnel, if any:** There is no pecuniary relationship of any Non-Executive Independent Directors with Company or with any managerial personnel other than remuneration proposed to be paid to the Independent Directors, as mentioned in the aforesaid resolution.

III. Other Information:

- Reason of loss or inadequate profits:** The Company has been expanding and has made investments in various financial and digital payment businesses, to mark its footprint all over India, which resulted into losses during the financial year.
- Steps taken or proposed to be taken for improvement:** The Company is confident with the upscale of the technology platform being provided to the customers to enhance productivity.
- Expected Increase in productivity and profits in measurable terms:** The Company has been able to focus very heavily on the optimization and cost reduction in the last months while maintaining the same volumes of the business and the growth pattern, the Company expects to deliver positive growth in financial year March 2023 and going forward.

DETAILS REQUIRED UNDER SECRETARIAL STANDARDS- II IN RELATION TO THE FIXATION OF REMUNERATION OF INDEPENDENT DIRECTOR ARE AS FOLLOWS:

MR. P.S. JAYAKUMAR

Date of Birth & Age	8th April, 1962; 60 years old.
DIN	01173236
Qualification	He is a Chartered Accountant and holds post graduate diploma in business management from XLRI Jamshedpur.
Experience	More than 23 years of experience. Mr. Palamadai Sundararajan Jayakumar has a deep experience in the banking sector and financial sector, innovation and development of retail financial service industry. He was also awarded the 'Banker of the Year' by Financial Express for 2018.

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Terms and conditions of appointment along with details of remuneration sought to be paid and the remuneration last drawn by such person, if applicable	Mr. Palamadai Sundararajan Jayakumar shall perform its duties in line with the Code for Independent Director in Schedule IV of the Companies Act, 2013 and as agreed between the him and the Board.
Date of first appointment on the Board	19th May, 2022
Shareholding in the company	Nil
Relationship with other Directors, Manager and other Key Managerial Personnel (“KMP”) of the Company	No relationship with other Directors, Manager and Other Key Managerial Personnel (“KMP”).
The number of Meetings of the Board attended during the year	1 (One)
Other Directorships, Membership / Chairmanship of Committees of other Boards	<p>Following are the memberships of other Boards:</p> <ol style="list-style-type: none"> a) HT Media Limited b) Adani Ports and Special Economic Zone Limited c) JM Financial Limited d) CG Power and Industrial Solutions Limited e) Emcure Pharmaceuticals Limited f) VBHC Value Homes Private Limited g) Tata Motors Finance Limited h) TVS Industrial & Logistics Parks Private Limited i) Northern Arc Capital Limited j) TMF Holdings Limited k) Progrow Farm and Rural Mission Private Limited l) Aeries Financial Technologies Private Limited m) Future Generali India Life Insurance Company Limited <p>Following are the memberships of committees of other Boards:</p> <ol style="list-style-type: none"> a) He is member of the Audit Committee in Emcure Pharmaceuticals Limited. b) He is member of the Audit Committee in Adani Ports and Special Economic Zone Limited. c) He is member of the Audit Committee in Northern Arc Capital Limited. d) He is chairman of the Audit Committee in Tata Motors Finance Limited. e) He is chairman of the Audit Committee in TMF Holdings Limited. f) He is chairman of the Audit Committee in CG Power and Industrial Solutions Limited. n) Member of the Audit Committee and Nomination & Remuneration Committee of Future Generali India Life Insurance Company Limited
Justification for choosing the appointees for appointment as Independent Directors	Not Applicable

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In terms of applicable provisions of the Companies Act, 2013, consent of the Shareholders is being sought by way of a Special Resolution set out in Item No. 2 of this Notice.

Except Mr. Palamadai Sundararajan Jayakumar, none of the other Directors and Key Managerial Personnel of the Company, or their relatives, are concerned or interested, financially or otherwise in this resolution.

Your Directors recommend the Special Resolution proposed at Item No. 2 of this Notice for your approval.

ITEM NO. 3

The Directors of the Company play an important role in overseeing the governance, performance and sustainable growth of the Company. The Independent Directors contribute their wealth of knowledge, skills, expertise, independent perspective, strategies and experience to the business of the Company and provide required diversity in Board's decision-making process.

With the enhanced corporate governance requirements, increased responsibilities and duties of the Directors under the Act and the competitive business environment, the role of the Board, particularly the Independent Directors, has become more onerous, requiring enhanced level of decision-making ability, greater time commitments with high level of oversight.

Accordingly, as per the recommendation of the Nomination and Remuneration Committee, the Board of Directors of the Company on December 16, 2022 have approved the payment of remuneration to Ms. Tabassum Inamdar, Independent Director of the Company in accordance with the applicable provisions of the Companies Act, 2013. w.e.f May 19, 2022.

Disclosure as required under Section II of Part II of Schedule V to the Companies Act, 2013 and the Corresponding Rules, is given hereunder:

I. General Information:

- Nature of Industry:** Indifi Technologies Private Limited is incorporated under the Companies Act, 2013 having its registered office at C-902, Park View Spa, Near DPS Primary Wing, Sector 47, Gurgaon 122001. Indifi Technologies Private Limited is engaged in designing, developing, hosting, and providing technology platform(s) which collect information, data and documents relating to persons from various sources and in analyzing, processing, and disseminating such information, data, analysis and/or documents to Lenders (Banks & NBFCs) to enable such other Lenders to provide various financial and other services.
- Date or expected date of commencement of commercial production:** Not Applicable, since the Company has already commenced the business activity. The Company was incorporated on May 27, 2015.
- In case of new Companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus:** Not Applicable.
- Financial Performance based on given indicators:**

Particulars	2021-22 (in INR)
Total Income	339,751,553
Depreciation	7,589,828
Tax expense	Nil
Total Expenses	668,726,055
Net Profit/(Loss)	(328,974,502)
Paid-up Capital	688,485,680

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Reserves & Surplus	1,749,769,181
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6. Foreign Investment or Collaboration, if any: The Company has received Foreign Direct Investment under FDI guidelines. As on the date of this notice, out of total shareholding of the Company, 60.98 % on diluted basis, is held by Foreign Investors.

5. II. Information about Ms. Tabassum Inamdar:

- 1. Background Details:** Ms. Tabassum Abdulla Inamdar is a long-time analyst of the banking and financial sector in India and Asia, and a more recent researcher of the impact sector.
- 2. Past Remuneration:** Nil
- 3. Recognition or Awards:** She is a long-time analyst of the banking and financial sector in India and Asia.
- 4. Job Profile and their suitability:** The Non-Executive Independent Director is expected to devote such time as is necessary for the proper performance of their duties and as an Independent Director and will be involved in a number of board and committee meetings each year.
- 5. Remuneration Proposed :** INR 15,00,000/- (Indian Rupees Fifteen Lakh Per Annum).
- 6. Comparative remuneration profile with respect to industry, size of the company, profile of the position and person (in case of expatriates the relevant details would be with respect to the country of his origin):** The Company has done an internal benchmarking and basis the same, the remuneration is justifiable considering the size and scale of the Company. Also, the proposed Independent Director of the Company is highly experienced professionals having specialized knowledge and skills to guide the Company on latest technological developments, global market trends, consumer behaviour, consumption pattern and other relevant indicators for business enhancement and product mix.

Hence, the remuneration proposed to him is justified and commensurate with the size of the Company in the industry.

- 7. Pecuniary Relationship directly or indirectly with the company or relationship with managerial personnel, if any:** There is no pecuniary relationship of any Non-Executive Independent Directors with Company or with any managerial personnel other than remuneration proposed to be paid to the Independent Directors, as mentioned in the aforesaid resolution.

III. Other Information:

- 1. Reason of loss or inadequate profits:** The Company has been expanding and has made investments in various financial and digital payment businesses, to mark its foot print all over India, which resulted into losses during the financial year.
- 2. Steps taken or proposed to be taken for improvement:** The Company is confident with the upscale of the technology platform being provided to the customers to enhance the productivity.
- 3. Expected Increase in productivity and profits in measurable terms:** The Company has been able to focus very heavily on the optimization and cost reduction in the last months while maintaining the same volumes of the business and the growth pattern, the Company expects to deliver positive growth in financial year March 2023 and going forward.

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DETAILS REQUIRED UNDER SECRETARIAL STANDARDS- II IN RELATION TO THE FIXATION OF REMUNERATION OF INDEPENDENT DIRECTOR ARE AS FOLLOWS:

MS. TABASSUM INAMDAR

Date of Birth	18th August, 1966; 54 years old.
Qualification	She is a Chartered Accountant.
Experience	More than 25 years of experience. Ms. Tabassum Abdulla Inamdar is a long-time analyst of the banking and financial sector in India and Asia, and a more recent researcher of the impact sector.
Terms and conditions of appointment along with details of remuneration sought to be paid and the remuneration last drawn by such person, if applicable	Ms. Tabassum Abdulla Inamdar shall perform its duties in line with the Code for Independent Director in Schedule IV of the Companies Act, 2013 and as agreed between the her and the Board.
Date of first appointment on the Board	19 th May, 2022
Shareholding in the company	Nil
Relationship with other Directors, Manager and other Key Managerial Personnel (“KMP”) of the Company	No relationship with other Directors, Manager and Other Key Managerial Personnel (“KMP”).
The number of Meetings of the Board attended during the year	4 (Four)
Other Directorships, Membership / Chairmanship of Committees of other Boards	Following are the memberships of other Boards: a) Franklin Templeton Asset Management (India) Private Limited b) Riviera Investors Private Limited Following are the memberships of committees of other Boards: a) She is a member of Audit Committee and Risk Management Committee of Franklin Templeton Asset Management (India) Private Limited.
Justification for choosing the appointees for appointment as Independent Directors	Not Applicable

In terms of applicable provisions of the Companies Act, 2013, consent of the Shareholders is being sought by way of a Special Resolution set out in Item No. 3 of this Notice.

Except Ms. Tabassum Abdulla Inamdar, none of the other Directors and Key Managerial Personnel of the Company, or their relatives, are concerned or interested, financially or otherwise in this resolution.

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Your Directors recommend the Special Resolution proposed at Item No. 3 of this Notice for your approval.

By Order of the Board
For Indifi Technologies Private Limited

Siddharth Mahanot
Whole-time Director
DIN: 07182888

Date: March 27, 2023
Place: Gurgaon

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Form No. MGT-11 Proxy Form

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

CIN:	U74140HR2015PTC055588
Name of the company:	Indifi Technologies Pvt Ltd
Registered office:	Regd. Office: C-902, Park View SPA, Near DPS Primary Wing, Sector 47, Gurgaon-122001

Name of the member(s):

Registered address:

Email Id:

Folio No./Client Id:

DP ID:

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

1.	Name:	
	Address:	
	E-mail Id:	
	Signature:	

or failing him/her

2.	Name:	
	Address:	
	E-mail Id:	
	Signature:	

or failing him/her

3.	Name:	
	Address:	
	E-mail Id:	
	Signature:	

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the Extra Ordinary General Meeting of the Company, to be held at a shorter notice on Monday, 27th March, 2023 at 05:00 PM IST at the Registered office of the company at C-902, Park View SPA, Near DPS Primary Wing, Sector 47, Gurgaon-122001 and at any adjournment thereof in respect of such resolutions as are indicated below:

Res. No.	Description of Resolutions	Assent	Dissent
SPECIAL BUSINESS			
1.	To approve amendment in Indifi Employee Stock Option Plan- 2015 ("Plan") thereof to align with Companies Act, 2013.		

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2.	To consider and approve the remuneration payable to Mr. P.S. Jayakumar (DIN: 01173236), Independent Director of the company.		
3.	To consider and approve the remuneration payable to Ms. Tabassum Inamdar (DIN: 07637013), Independent Director of the company.		

Signed this _____

Signature of shareholder

Affix Revenue Stamp

Signature of Proxy holder(s)

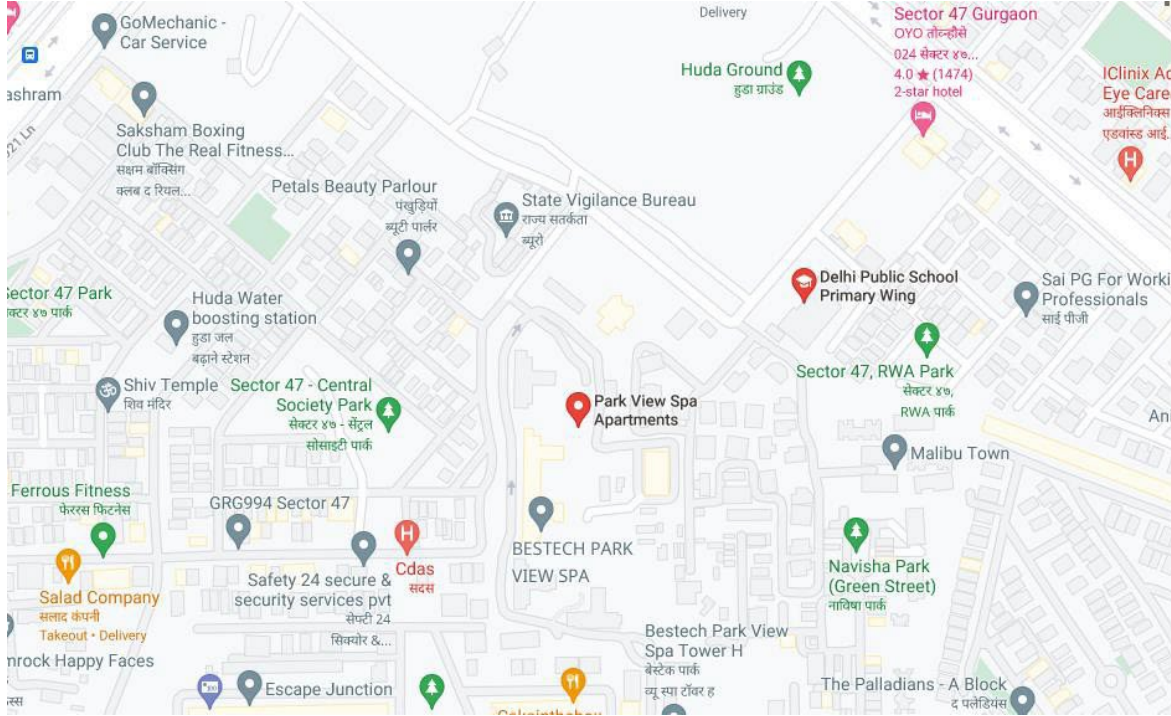
Note:

1. 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.
2. A person can act as proxy on behalf of Shareholders not exceeding fifty (50) and holding in the aggregate not more than 10% of the total share capital of the Company. A member holding more than 10%, of the total share capital of the Company carrying voting rights may appoint a single person as a proxy. However, such person shall not act as proxy for any other shareholders.

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ROUTE MAP



Registered Office: C-902, Park View SPA, Near DPS Primary Wing, Sector 47, Gurgaon-122001.

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ATTENDANCE SLIP

Name:

Address –

Folio No. (Physical holding) -

Client ID.....

No. of shares held –

I certify that I am proxy for the registered shareholder of the Company. I hereby record my presence at the Extra-Ordinary General Meeting (EGM) of the Company on Monday, 27th March, 2023 at 05:00 PM IST at the Registered office of the company at C-902, Park View SPA, Near DPS Primary Wing, Sector 47, Gurgaon-122001 or any adjournment thereof.

[Signature of Proxy]

Notes:

1. Shareholder/proxyholder(s) are requested to bring the attendance slips with them when they come to the meeting and hand over the same at the entrance after affixing their signatures on them.
2. If it is intended to appoint a proxy, the proxy form should be completed.