

Notice of the 34th Extra-Ordinary General Meeting

To
The Shareholders and
Board of Directors of Kaleidofin Private Limited

NOTICE IS HEREBY GIVEN THAT THE 34TH EXTRA ORDINARY GENERAL MEETING (“EGM”) OF THE MEMBERS OF KALEIDOFIN PRIVATE LIMITED (“THE COMPANY”) WILL BE HELD ON FRIDAY, JANUARY 9, 2026 AT THE REGISTERED OFFICE OF THE COMPANY SITUATED AT MODULE NO. A6-02, BLOCK A, 6TH FLOOR, PHASE 2, KANAGAM ROAD, IIT MADRAS RESEARCH PARK, TARAMANI, CHENNAI, TAMIL NADU, INDIA, 600113 AT 10.30 AM (IST) THROUGH VIDEO CONFERENCE FACILITY TO TRANSACT THE FOLLOWING BUSINESSES:

SPECIAL BUSINESSES:

ITEM NO. 1: TO REGULARIZE THE APPOINTMENT OF MR. MARINUS ANTHONIUS VAN EYK (DIN: 08135566) AS NOMINEE DIRECTOR OF THE COMPANY:

To consider and pass the following resolution as an **Ordinary Resolution**:

"RESOLVED THAT pursuant to the provisions of section 152, 161 and other applicable provisions, of the Companies Act, 2013 read with relevant rules made thereunder (including any modification of re-enactment thereof for the time being in force) Mr. Marinus Anthonius Van Eyk (DIN: 08135566), who was appointed as an Additional Director by the Board of Directors with effect from 23rd October, 2025 be and is hereby appointed as a Nominee Director of the Company representing Oikocredit on Board, with immediate effect.

RESOLVED FURTHER THAT the Directors and Company Secretary of the Company be and are hereby severally authorized to do all such acts, deeds and things as may be necessary to give effect to the above resolution including but not limited to signing and filing of e-form DIR 12 with Registrar of Companies and making necessaries entries in the Statutory Register of the Company".

ITEM NO. 2: TO REGULARIZE THE APPOINTMENT OF MS. SUMAN GOPALAN (DIN: 08451845) AS INDEPENDENT DIRECTOR OF THE COMPANY:

To consider and pass the following resolution as an **Ordinary Resolution**:

"RESOLVED THAT pursuant to the provisions of Sections 149, 150 and 152 read with Schedule IV of the Companies Act, 2013, the rules made thereunder and other applicable provisions of the Act (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) and the Articles of Association of the Company, the consent of the shareholders be and are hereby accorded to regularize the appointment of Ms. Suman Gopalan (DIN: 08451845), who was appointed as an Additional Director of the

Company with effect from 18th August 2025, as an Independent Director of the Company for a term of five (5) consecutive years 17th August 2030, and she shall not be liable to retire by rotation.

RESOLVED FURTHER THAT the Board is hereby authorized to fix the sitting fees and other fees if any payable to Ms Suman Gopalan, from time to time.

RESOLVED FURTHER THAT the Directors and Company Secretary of the Company be and are hereby severally authorized to file necessary e-forms with the Registrar of Companies, Chennai, in applicable e-Forms and to do all such acts, deed and things as may be necessary to give effect to the above resolution.”

ITEM NO. 3: TO APPROVE THE ALTERATION OF OBJECT CLAUSE IN THE MEMORANDUM OF ASSOCIATION OF THE COMPANY:

To consider and pass the following resolution as a **Special Resolution**:

"RESOLVED THAT pursuant to Sections 4, 13 and other applicable provisions of the Companies Act, 2013, read with the rules made thereunder (including any statutory modification(s) or re-enactment(s) thereof), the consent of the shareholders be and are hereby accorded to alter the Object Clause of the Memorandum of Association of the Company as given in the Explanatory statement and as per the draft placed before the meeting and initialed by the Chairperson for the purpose of identification.

RESOLVED FURTHER THAT the Directors and the Company Secretary of the Company be and are hereby severally authorized to execute and file necessary forms and other necessary documents as may be required with the concerned authorities including with concerned Registrar of Companies and to do all such acts and deeds as may be necessary for the implementation of this resolution and to submit all documents to the concerned authorities in this behalf.

RESOLVED FURTHER THAT the Directors and Company Secretary of the Company be and are hereby severally authorized to take all such steps, actions, and to do all such acts, deeds and things as may be necessary, proper or expedient for the purpose of giving effect to this resolution, including filing of necessary forms and documents with the Registrar of Companies.”

ITEM NO. 4: TO APPROVE THE ALTERATION OF ARTICLES OF ASSOCIATION OF THE COMPANY

To consider and pass the following resolution as a **Special Resolution**:

"RESOLVED THAT pursuant to the provisions of section 5, 14 and other applicable provisions, if any, of the Companies Act, 2013, read with rules framed thereunder (including any statutory modifications, amendments thereto or re-enactment thereof, the circulars, notifications, regulations, rules, guidelines, if any, issued by the Government of India) ("Act"), and in accordance with the terms of the Shareholders Agreement dated 25-Jun- 2025 executed between the Company and Alteria Capital Fund II – Scheme I and Alteria Capital Fund III – Scheme A and the term sheet to the Series Z3 Compulsorily Convertible Cumulative Preference Shares and pursuant to the recommendation of the Board of Directors at its

meeting held on 11th November 2025, the consent of the shareholders be and are hereby accorded to amend the existing Articles of Association of the Company by adopting the amended and restated Articles of Association ("Amended Articles") in substitution for, and to the entire exclusion, of the existing Articles of Association of the Company, which incorporates the rights of Alteria Capital Fund II – Scheme I and Alteria Capital Fund III – Scheme A as per the above said Agreement and the Term Sheet.

RESOLVED FURTHER THAT pursuant to the forfeiture of the founders' Optionally Convertible Redeemable Preference Shares (OCRPS) approved by the Board at its meeting held on 20th February 2025 due to non-fulfillment of the "Conversion Milestone" as defined in the Shareholders Agreement, the members hereby approve the removal of all references to OCRPS from the Articles of Association of the Company.

RESOLVED FURTHER THAT the Directors and the Company Secretary of the Company be and are hereby severally authorized to execute and file necessary forms and other necessary documents as may be required with the concerned authorities including with concerned Registrar of Companies and to do all such acts and deeds as may be necessary for the implementation of this resolution and to submit all documents to the concerned authorities in this behalf.

RESOLVED FURTHER THAT the copies of the foregoing resolution certified to be true copies by any one Director of the Company or the Company Secretary of the Company be furnished for the purpose of filing e-forms with the relevant Registrar of Companies and such other persons or for such other purposes as may be deemed necessary."

By the order of the Board
For KALEIDOFIN PRIVATE LIMITED



Sindhuja A M

Company Secretary

ACS 34052

Place: Chennai

Date: 17-Dec-2025

Registered Office Address: Module No. A6-02, Block A, 6th Floor, Phase 2, Kanagam Road, IIT Madras Research Park, Taramani, Chennai- 600113

NOTES:

1. Pursuant Circular No. 09/2024 dated September 19, 2024 issued by Ministry of Corporate Affairs ("MCA") and other applicable circulars and notifications issued (including any statutory modifications or re-enactment thereof for the time being in force and as amended from time to time, companies are allowed to hold EGM through Video Conferencing (VC) or other audio visual means (OAVM), without the physical presence of members at a common venue. In compliance

with the said Circulars, EGM is being conducted through VC / OAVM. The facility to appoint proxy to attend and cast vote for the members is not available for this EGM. However, the Body Corporates are entitled to appoint authorized representatives to attend the EGM through VC/OAVM.

2. Explanatory statement under Section 102(1) is enclosed.
3. All documents referred to in this Notice and Explanatory Statement annexed hereto are available for inspection of the members of the Company at the registered office of the Company.
4. Since the EGM will be held through VC/OAVM Facility, the Route Map is not annexed in this Notice. Members may join the EGM through VC/OAVM Facility 30 minutes before the time scheduled to start the EGM and the Company may close the window for joining the VC/OAVM Facility 30 minutes after the scheduled time to start the EGM.
5. Attendance of the Members participating in the EGM through VC/OAVM Facility shall be counted for the purpose of reckoning the quorum under Section 103 of the Act.
6. Pursuant to the provisions of Section 107 of the Companies Act 2013, Secretarial Standard on General Meetings (SS-2) issued by the Institute of Company Secretaries of India ("ICSI"), the Company is providing Voting by Show of Hands facility to its Members in respect of the business to be transacted at the EGM.

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

ITEM NO. 1: TO REGULARIZE THE APPOINTMENT OF MR. MARINUS ANTHONIUS VAN EYK (DIN: o8135566) AS NOMINEE DIRECTOR OF THE COMPANY:

Mr. Marinus Anthonius Van Eyk (DIN: o8135566) was appointed as an Additional Director (Nominee) on the Board of the Company by the Directors through a Circular Resolution passed on 23rd October, 2025, pursuant to the provisions of Section 161 of the Companies Act, 2013. He has been nominated to represent the investor, Oikocredit Ecumenical Development Cooperative Society U.A ("Oikocredit"), and the nomination letter from Oikocredit was received by the Company on 03rd October, 2025.

The Company has received from Mr. Marinus Anthonius Van Eyk his consent to act as Director in Form DIR-2, a declaration confirming that he is not disqualified from being appointed as a Director in Form DIR-8, and disclosure of interest in other entities in Form MBP-1, as required under the Companies Act, 2013.

Other details/information of the Director seeking appointment at the Extra-Ordinary General Meeting, as required under Clause 1.2.5 of the Secretarial Standard on General Meetings (SS-2), are provided in the table below:

S.No.	Particulars	Details of Mr. Marinus Anthonius Van Eyk (DIN: o8135566)
1.	Date of Birth	10 th August, 1968
2.	Age	57 years
3.	Date of first appointment on the Board	23 rd October, 2025
4.	Expertise in specific functional area	Over 30 years of international finance experience across impact investing, venture capital, business development, and entrepreneurship. Broad functional expertise and extensive leadership and board experience, with a strong focus on impact, sustainability, and innovation.
5.	Experience	Over 30 years
6.	Brief resume	Broad functional knowledge and international senior management and board experience with a strong eye for impact, sustainability and innovation. 30 years international finance experience in impact investing, venture capital, new business development and as an entrepreneur in corporate and start-up environments. Successfully developed and implemented new ventures and managed

		turnaround and changed processes in complex multi cultural and multi stakeholder environments.
7.	Qualification	<ul style="list-style-type: none"> ➤ Erasmus University Governance Institute, Advanced program for Directors and Supervisors ➤ Executive program London Business School, Leading change ➤ Commercial & Sales trainings, Banking & Investment courses, Managing for Value, Project Management, Intercultural Awareness Training a.o ➤ ABN AMRO Bank Academy, corporate traineeship ➤ Master of Business Administration, University of Nijmegen (NL) ➤ Royal Military Academy (KMA) in Breda (NL)
8.	Terms and conditions of appointment including remuneration	Nominee Director (Non-Executive) to represent Oikocredit on the Board
9.	Remuneration Last Drawn	Nil
10.	Remuneration proposed to be paid	Nil
11.	No. of Board Meeting attended	1 (one) Since the date of appointment on the Board there was only one meeting of the Board held on 11-Nov-2025
12.	List of other than Indian Directorship / Membership / Chairmanship of Committees of Board)	<ol style="list-style-type: none"> 1) Investment Director in 'Social Impact Fund Amsterdam' (the Netherlands) 2) Non-Executive Director in 'Musoni Services BV'
13.	Number of Shares held in the Company	Nil
14.	Relationship with other Directors, Manager and other Key Managerial Personnel of the company	Not related

The Board recommends the resolution set out at Item No. 1 of the Notice for approval of the members as an Ordinary Resolution.

None of the Directors, other than Mr. Marinus Anthonius Van Eyk and none of the KMPs or their relatives, is concerned or interested in this resolution.

ITEM NO. 2: TO REGULARIZE THE APPOINTMENT OF MS. SUMAN GOPALAN (DIN: 08451845) AS INDEPENDENT DIRECTOR OF THE COMPANY:

The Board of Directors of the Company, by way of a Circular Resolution passed on 18th August, 2025, appointed Ms. Suman Gopalan (DIN: 08451845) as an Additional Director (Independent) pursuant to the provisions of Section 149 read with Schedule IV and Section 161 of the Companies Act, 2013, and the rules made thereunder. In terms of Section 161 of the Act, Ms. Suman Gopalan holds office as an Additional Director up to the date of the ensuing Extraordinary General Meeting.

The Board is of the view that the association of Ms. Suman Gopalan, considering her expertise in HR Strategy and Leadership, will bring valuable perspectives to the Company and contribute meaningfully to the deliberations of the Board. In the opinion of the Board, Ms. Suman Gopalan fulfils the conditions specified in the Companies Act, 2013 and the rules framed thereunder for appointment as an Independent Director and is independent of the management.

Except Ms. Suman Gopalan, none of the Directors, Key Managerial Personnel of the Company, or their respective relatives are in any way concerned or interested in the proposed resolution, except to the extent of their shareholding, if any, in the Company. The Board of Directors recommends the resolution set out at Item No. 2 of the Notice for approval of the Shareholders by way of a Special Resolution.

Pursuant to Clause 1.2.5 of the Secretarial Standard on General Meetings (SS-2) issued by the Institute of Company Secretaries of India, the requisite information relating to the Director proposed to be appointed is provided in the table below:

S.No.	Particulars	Details of Ms. Suman Gopalan (DIN: 08451845)
1.	Date of Birth	07 th May, 1975
2.	Age	50 years
3.	Date of first appointment on the Board	18 th August, 2025
4.	Expertise in specific functional area	HR Strategy and Leadership
5.	Experience	27+ years of experience in the field of Human Resources.
6.	Brief resume	Suman Gopalan is the Managing Partner of Rivendell Advisory, a boutique advisory firm, specializing in guiding high-growth companies through pivotal transitions. With deep expertise in HR strategy and leadership, Suman helps prepare companies for their growth phase, ensuring they are structured for long term success.

		Prior to this, Suman served as the Chief HR Officer of Freshworks Inc, where she led the company's global people strategy to engage, develop and care for its 5000+ employees globally. She was part of the leadership team that helped the company scale from a startup to becoming a global public company and being the first Indian SaaS company to list on Nasdaq.
7.	Qualification	Post graduate diploma in Human Resources from XLRI Jamshedpur
8.	Terms and conditions of appointment	Non-Executive and Independent Director
9.	Remuneration Last Drawn	Nil
10.	Remuneration proposed to be paid	The Independent Director shall not be entitled to any remuneration from the Company other than sitting fees of INR 1,00,000 (Rupees One Lakh only) per meeting of the Board, subject to an overall ceiling of INR 5,00,000 (Rupees Five Lakhs only) per annum.
11.	No. of Board Meeting attended	2 (two) Since the date of appointment on the Board there were two meetings of the Board held on 16-Oct-2025 and 11-Nov-2025
12.	List of other than Indian Directorship / Membership / Chairmanship of Committees of Board)	1) Director of PI Health Sciences Limited 2) Managing Partner at Rivendell Advisory 3) Director in Unitus Capital Founders incorporated in Cayman Islands
13.	Number of Shares held in the Company	Nil
14.	Relationship with other Directors, Manager and other Key Managerial Personnel of the company	Not related

ITEM NO. 3: TO APPROVE THE ALTERATION OF OBJECT CLAUSE IN THE MEMORANDUM OF ASSOCIATION OF THE COMPANY:

The Shareholders are informed that, in view of the Company's evolving business plans and to align its corporate objectives with future growth opportunities, it is proposed to amend the Object Clause of the Memorandum of Association ("MOA") of the Company.

The proposed amendment will enable the Company to undertake additional activities that are ancillary and beneficial to its existing business operations and to update and rationalize the wording of the

existing objects to reflect greater clarity, flexibility and compliance with the provisions of the Companies Act, 2013.

The Board recommends the resolution as set out in the accompanying Notice for approval of the Members as a Special Resolution.

The draft of the altered Memorandum of Association is available for inspection at the registered office of the Company during business hours on all working days till the date of this Extraordinary General Meeting (EGM).

This entails altering and adding the clauses of the MOA as stated below:

S.No.	Sub-Clause	Existing Clause	Proposed Clause
1	3 (a) (1)	To carry the business of financial and technical advisory services and to act as a franchisor, collaborator, merchant banker, investment banker, technical advisor and consultant for individuals and for entities providing financial and finance related services and to provide all kinds of prepaid facilitation, in the nature of financial and advisory services, including but not limited to insurance, trading, stocking, broking, investment, distributors, commission agents, for such entities, and to acquire by original subscription through public issue or private offer, contract, tender, purchase, exchange, underwriting, sub underwriting, participation in syndicate or otherwise and, whether or not fully paid up, any shares, stocks, debentures, debenture stock, bonds, financial instruments and securities and to hold them in the name of the Company or otherwise and to trade or otherwise deal in with such investments and become the beneficiary and/or Trustee of a Trust.	To carry the business of financial and technical advisory services and to act as a franchisor, collaborator, merchant banker, investment banker, technical advisor and consultant for individuals and for entities providing financial and finance related services and to provide all kinds of prepaid facilitation, in the nature of financial and advisory services, including but not limited to insurance, trading, stocking, broking, investment, distributors, mutual fund distributors, investment advisor , commission agents, for such entities, and to acquire by original subscription through public issue or private offer, contract, tender, purchase, exchange, underwriting, sub underwriting, participation in syndicate or otherwise and, whether or not fully paid up, any shares, stocks, debentures, debenture stock, bonds, financial instruments and securities and to hold them in the name of the Company or otherwise and to trade or otherwise deal in with such investments and become the beneficiary and/or Trustee of a Trust and to provide data-driven risk

			assessment, risk management services, credit underwriting analytics, financial profiling models, creditworthiness prediction, customer segmentation tools, loan risk tiering solutions, and technology-based decision support systems to financial institutions and related stakeholders in India and Abroad.
2	3 (a) (2)	To carry on as principals, agents, representatives or in any other capacity the business of providing both unsecured and secured finance of all kinds of moveable and immovable property, financials instruments (such as mutual funds, shares, stocks, debentures, debenture stock, bonds, bank deposits, and securities) buildings, plant and machinery, equipment of any kind, including office equipment, furniture/fixtures, motor vehicles, motor boats, trawlers, launches, ships, vessels, aircrafts or any other equipment and to provide various value added services and add on products through any means, including but not limited to through technology platforms, hand held device based applications, worldwide web based applications and websites.	To carry on as principals, agents, representatives or in any other capacity the business of providing both unsecured and secured finance of all kinds of moveable and immovable property, financials instruments (such as mutual funds, shares, stocks, debentures, debenture stock, bonds, bank deposits, and securities) buildings, plant and machinery, equipment of any kind, including office equipment, furniture/fixtures, motor vehicles, motor boats, trawlers, launches, ships, vessels, aircrafts or any other equipment and to provide various value added services and add on products through any means, including but not limited to through technology platforms, hand held device based applications, worldwide web based applications and websites and to develop, license, provide, and operate technology-based products and platforms for risk analytics, portfolio monitoring, early warning detection, income estimation, credit score modelling, data visualization, reporting and compliance solutions for financial institutions, lenders, NBFCs, banks, capital market participants, and other users, in India and abroad.

3	3(a) (3)	<p>To carry on agency and service provider business, financial or otherwise, including but not limited to for spot, future and commodity trading, mutual fund instruments, remittance facilities, insurance brokers and/ or soliciting or procuring insurance business as Corporate Agent, stockists for stock, funds, shares, debentures, debenture stock, bonds, obligations, securities and investments of all kinds, distributors, commission agents or premises funders, buying, selling and dealing in gold bullion and specie and commodities of any kind whatsoever as may be permitted by law, and to act as agents to banks, government agencies, private and public institutions, Indian and Foreign companies, Commissions, Public Bodies, Supreme, Municipal or otherwise, in order to achieve and ensure the provision of financial services and generally to transact all matters of agency, service provider, professional advisors, and commission business for all ventures both in India and abroad.</p>	<p>To carry on agency and service provider business, financial or otherwise, including but not limited to activities relating to spot, futures and commodity trading, mutual fund instruments, remittance facilities, insurance broking and/or soliciting or procuring insurance business as a Corporate Agent,; to act as stockists, distributors, commission agents or facilitators for stocks, funds, shares, debentures, debenture stock, bonds, obligations, securities and investments of all kinds; to engage in buying, selling and dealing in gold bullion, coins and commodities of any kind whatsoever as may be permitted by law; and to act as agents for banks, government agencies, private and public institutions, Indian and foreign companies, commissions, or public bodies, whether supreme, municipal or otherwise, to provide and ensure the delivery of financial and related services; and generally to undertake all matters of agency, service provision, professional, advisory and commission in India and abroad; including the offering of business intelligence services, credit portfolio analytics, market intelligence, cohort analysis, geographic and demographic segmentation, capital markets risk tracking, securitization pool evaluation, and related advisory or analytical services using advanced technologies such as artificial intelligence and machine learning in India and abroad.</p>
4	3 (b) (5)	<p>To carry on any business or branch of a business which this Company is</p>	<p>To carry on any permitted business either directly or by creating a</p>

		authorized to carry on by means, or through the agency if any subsidiary Company or companies and to enter into any arrangements with such subsidiary Company for taking the profits and bearing the losses of any business or branch so carried on, or for financing any such subsidiary Company or guaranteeing liabilities, or to make any other arrangement which may seem desirable with reference to any business or branch so carried on including the power at any time and either temporarily or permanently, to close any such branch or business.	subsidiary either in India or abroad or to carry any business or branch of a business which this Company is authorized to carry on by means, or through the agency if any subsidiary Company or companies and to enter into any arrangements with such subsidiary Company for taking the profits and bearing the losses of any business or branch so carried on, or for financing any such subsidiary Company or guaranteeing liabilities, or to make any other arrangement which may seem desirable with reference to any business or branch so carried on including the power at any time and either temporarily or permanently, to close any such branch or business.
5	3 (b) (8)	To remunerate any person firm or company rendering services to this company either by cash payment or by allotment to him or them of shares or securities of the company credited as paid up in full or in part or otherwise, as may be thought fit	To remunerate any person firm or company rendering services to this company either by cash payment or by allotment to her/ him or them of shares or securities of the company credited as paid up in full or in part or otherwise, as may be thought fit
6	3 (b) (11)	Subject to the provisions of the Companies Act, 2013 and other applicable provisions of Companies Act, 1956 to indemnify members, officers, directors, and employees of the Company against proceedings, costs, damages, claims and demands in respect of anything done or ordered to be done by them for and in the interest of the company or any loss, damages or misfortunes whatsoever which shall happen in execution of their office or in relation thereto	Subject to the provisions of the Companies Act, 2013, as may be applicable from time to time, to indemnify members, officers, directors, and employees of the Company against proceedings, costs, damages, claims and demands in respect of anything done or ordered to be done by them for and in the interest of the company or any loss, damages or misfortunes whatsoever which shall happen in execution of their office or in relation thereto.
7	3 (b) (15)	To provide for the welfare of directors or persons in the employment of the Company or formerly in the	To provide for the welfare of directors or persons in the employment of the Company or formerly in the

		employment of the company and the wives, widows and other family members of such persons by grants of money pensions, superannuation, gratuity, insurance bonus, medical benefits or otherwise.	employment of the company and the wives, widows and other family members of such persons by grants of stock options, Restrictive stock units, stock based instruments, Long term incentive plans, money pensions, contribution based pensions, superannuation, gratuity, insurance bonus, medical benefits or otherwise.
8	3 (b) (16)	To procure the Company to be recognized in any foreign country.	To procure the Company to be recognized in any foreign country and take any licenses, permits, approvals, registrations, or others, as may be required for operations in such foreign country
9	3 (b) (18)	To invest the funds of the Company in various schemes of Mutual Funds, Asset Management Companies, Government securities and bonds, instruments of financial institutions, banks, Reserve Bank, any Foreign government or Foreign Banks or Foreign Authorities or public bodies, hold or resell metal, bullion, gold and silver articles, diamonds, precious stones, ornaments, jewelers, paintings, coins, manuscripts, objects or art, land and building.	To invest the funds of the Company in various schemes of Mutual Funds, Asset Management Companies, Government securities and bonds, instruments of financial institutions, banks, Reserve Bank, any Foreign government or Foreign Banks or Foreign Authorities or public bodies, hold or resell metal, bullion, gold and silver articles, diamonds, precious stones, ornaments, jewelers, paintings, coins, manuscripts, objects or art, land and building or other avenues as become available from time to time.
10	3 (b) (21)	To develop, promote, have and maintain canteen, refreshment rooms, crèche, medicine shops within or without the premises and other facilities normally associated with the business and used by the customers of the company for the convenience of the users of the services of the company.	To develop, promote, have and maintain canteen, refreshment rooms, crèche, medicine shops within or without the premises and other facilities normally associated with the business and used by the employees, consultants or customers of the company and/ or for the convenience of the users of the services of the company.
11	3 (b) (29)	To enter into partnership or any other arrangement for sharing profits, joint	To enter into partnership or any other arrangement for sharing profits,

		venture or reciprocal concession, with any person or company carrying on or engaged in, or about to carry on or engage in, any business or transaction which this company is authorized to carry on or engage in, or any business or transaction capable of being conducted so as directly or indirectly to benefits this company and to lend money, to guarantee the contracts of, or otherwise assist any such person or company, and to take or otherwise acquire shares and securities of any such company and to sell, hold, re-issue, with or without guarantee, or otherwise deal with the same.	revenue sharing , joint venture or reciprocal concession, with any person or company carrying on or engaged in, or about to carry on or engage in, any business or transaction which this company is authorized to carry on or engage in, or any business or transaction capable of being conducted so as directly or indirectly to benefits this company and to lend money, to guarantee the contracts of, or otherwise assist any such person or company, and to take or otherwise acquire shares and securities of any such company and to sell, hold, re-issue, with or without guarantee, or otherwise deal with the same.
12	3 (b) (30)	To promote any company or companies, for the purpose of acquiring all or any of the property, rights and liabilities of this company, or for any other purpose, which may seem directly or indirectly calculated to benefit this company.	To promote or sponsor any company or companies in India and abroad , for the purpose of acquiring all or any of the property, rights and liabilities of this company, or for any other purpose, which may seem directly or indirectly calculated to benefit this company.
13	3 (b) (55)	To do all or any of the above things in any part of the world, and either as principals, agents contractors, or otherwise and either alone or in conjunction with otherwise and either by or through agents, sub-contractors or otherwise.	To do all or any of the above things in any part of the world, and either as principals, agents contractors, or otherwise or through subsidiaries or by sponsoring companies and either alone or in conjunction with otherwise and either by or through agents, sub-contractors or otherwise.
14	3 (b) (61)	To form and create Trusts and to act as Trustee of any Trust; manage, administer and settle such Trusts.	To sponsor or form and create Trusts and to act as Trustee of any Trust; manage, administer and settle such Trusts.
15	3 (b) (69)	-	To acquire, store, read, manage, clean, parse or analyse data or algorithms or frameworks with reference to any of the above in India and abroad to give effect to the

			business of the company and to create/ acquire technology systems for hosting such data as per the applicable laws by creating, commissioning, acquiring, or licensing any technology systems.
16	3 (b) (70)	-	To acquire servers or hardware to be placed in premises or on cloud for the purposes of storage of data or to provide business services, or SAAS based services, or products and to create back up, disaster recovery or business continuity measures either on its own on through contracts, vendors, partnerships, outsourcing and to carry out security drills to ensure the protection of sensitive data of the company either on its own or through outsourced contracts or to take action to thwart/ negate or negotiate for any cyber attacks on the company and its electronic assets.

None of the Directors, Key Managerial Personnel or their relatives are concerned or interested in this item.

ITEM NO. 4: TO APPROVE THE ALTERATION OF ARTICLES OF ASSOCIATION OF THE COMPANY:

The Company entered into a Shareholders Agreement dated 25 June 2025 with Alteria Capital Fund II – Scheme I and Alteria Capital Fund III – Scheme A, pursuant to which certain rights and obligations are required to be incorporated into the Articles of Association (“Articles”) of the Company.

Additionally, pursuant to the Board’s approval on 20 February 2025, the founders’ Optionally Convertible Redeemable Preference Shares (OCRPS) were forfeited due to non-fulfilment of the “Conversion Milestone” defined in the Shareholders Agreement. Accordingly, all references to OCRPS must be removed from the Articles.

To implement the rights under the Shareholders Agreement and to update the Articles accordingly, it is proposed to adopt Amended and Restated Articles of Association, in substitution of the existing Articles.

A copy of the proposed Amended Articles is available for inspection at the registered office of the Company during business hours until the date of the EGM.

The Board recommends the resolution set out at Item No. 4 for approval of members as a Special Resolution.

None of the Directors, KMPs, or their relatives is concerned or interested in this resolution, except to the extent of their shareholding or rights arising under the Shareholders Agreement, if any.

**By the order of the Board
For KALEIDOFIN PRIVATE LIMITED**



Sindhuja A M

Company Secretary

ACS 34052

Place: Chennai

Date: 17-Dec-2025

*Registered Office Address: Module No. A6-02,
Block A, 6th Floor, Phase 2, Kanagam Road, IIT
Madras Research Park, Taramani, Chennai-
600113*