



NOTICE OF 06TH EXTRA-ORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT 06TH EXTRA-ORDINARY GENERAL MEETING ("EGM") OF THE MEMBERS OF CAPFLOAT FINANCIAL SERVICES PRIVATE LIMITED (THE "COMPANY") WILL BE HELD ON TUESDAY, JANUARY 06, 2026 AT 05:00 P.M. AT 3RD FLOOR, PLOT-30, SHIVAJI MARG, OPPOSITE CTC MALL, MOTI NAGAR, NAJAFGARH ROAD INDUSTRIAL AREA, NEW DELHI, 110015 TO TRANSACT THE FOLLOWING BUSINESS:

SPECIAL BUSINESS:

1. TO CONSIDER AND APPROVE THE ALTERATION IN THE ARTICLES OF ASSOCIATION OF THE COMPANY:

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

"RESOLVED THAT pursuant to the provisions of Sections 5,14,15 and other applicable provisions, if any of the Companies Act, 2013 (hereinafter referred to as "the Act") and all other applicable provisions, if any, read with the Companies (Incorporation) Rules, 2014 (including any statutory modification(s), amendment(s), clarification(s), substitution(s) or re-enactment(s) thereof for the time being in force) (hereinafter referred to as "the rules") and such other approval(s), permission(s) and sanction(s) of Registrar of Companies, consent of the Members of the Company by way of a special resolution, be and is hereby accorded for effecting the alteration in the existing Articles of Association ("AOA") of the Company in the following manner:

Article no. 73 (VOTING RIGHTS) shall be amended in the following manner:

"Subject to any rights or restrictions for the time being attached to any class or classes of shares, voting at a General Meeting shall be by –

(a) show of hands where every member present in person shall have one vote; and/or

(b) on a poll where the voting rights of each member shall be in proportion to the paid-up amount of equity shares held by the said member in the Company."

RESOLVED FURTHER THAT Directors, Chief Financial Officer and Company Secretary of the Company be and are hereby severally authorised to do all such acts, matters, deeds and things necessary or desirable in connection with or incidental to give effect to the above resolution, including but not limited to, filing the necessary application with the regulatory authorities, to settle all questions, difficulties or doubts that may arise, submit such other documents and information as may be required by any regulatory authority, accept on behalf of the Company such conditions and modifications as may be prescribed or imposed by any regulatory authority and engage in any other communication with any regulatory authority, as may be required under the applicable laws, and filing of necessary forms with the Registrar of Companies and to comply with all other requirements in this regard."



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By Order of the Board of Directors
For CapFloat Financial Services Private Limited


Director / Authorised Signatory
Sashank R. Rishyasringa
Director
DIN: 06466985

Place: Bangalore
Date: 01.01.2026



NOTES:

1. A member entitled to attend and vote at the meeting is entitled to appoint a proxy to attend and on a poll, to vote instead of himself and the proxy need not be a member of the Company.
2. Any instrument appointing a proxy or proxies should be deposited at the Registered Office of the Company not less than 24 hours before the commencement of the meeting.
3. The Explanatory Statement pursuant to Section 102 of the Companies Act, 2013, is appended hereto as **Annexure A**.
4. Member/Proxy, desirous of attending the Meeting, must bring the attendance slip (enclosed herewith) to the Meeting duly completed and signed, and hand over the same at the venue entrance.
5. All documents referred to in the notice and the explanatory statement, and requiring members' approval and such statutory records and registers, as are required to be kept for inspection under the Companies Act, 2013, shall be available for inspection by the members at the registered office of the Company during 10.00 A.M. to 5.00 P.M. on all working days and shall be accessible to the person attending the meeting.
6. The documents of the Company will be sent in electronic form to those Members who have registered their e-mail address with the Company. The Company will further continue to send all such documents by electronic mail or in electronic form, which Members may kindly note. However, in case a Member wishes to receive physical copy of the said documents, he is requested to send an e-mail to concerned members duly quoting his Folio number and email ID.
7. Route Map is annexed as **Annexure D** to this Notice.
8. Members are requested to bring the Attendance Slip duly filled in and hand over the same at the entrance of the meeting hall. The Attendance Slip is annexed as **Annexure E**.



Annexure A

EXPLANATORY STATEMENT AS PER SECTION 102 OF THE COMPANIES ACT, 2013

ITEM NO. 1: TO CONSIDER AND APPROVE THE ALTERATION IN THE ARTICLES OF ASSOCIATION OF THE COMPANY:

Pursuant to the provisions of the Companies Act 2013 and rules made thereafter, the Company proposes to amend the existing Articles of Association ("AOA") of the Company by modifying Article No. 73 (VOTING RIGHTS).

In terms of the applicable procedure as stipulated under Section 5, 14, 15 and other applicable provisions, if any of the Companies Act, 2013 and Rules made thereunder, shareholder's approval by way of a Special Resolution is required for making requisite amendment in the existing Article No. 73 (VOTING RIGHTS) of the Article of Association of the Company.

A copy of the existing as well as proposed AOA of the Company is available for inspection at the Registered Office of the Company during business hours.

The Board of Directors of the Company recommends the resolution as given in Item No.01 of the accompanying Notice for your approval as a **Special Resolution**.

None of the Directors, Key Managerial Personnel and relatives thereof is concerned or interested financially or otherwise in the proposed resolution.

For and on behalf of CapFloat Financial Services Private Limited

For CapFloat Financial Services Private Limited

Director / Authorised Signatory

Name: Sashank R. Risnyasinga

Designation: Director

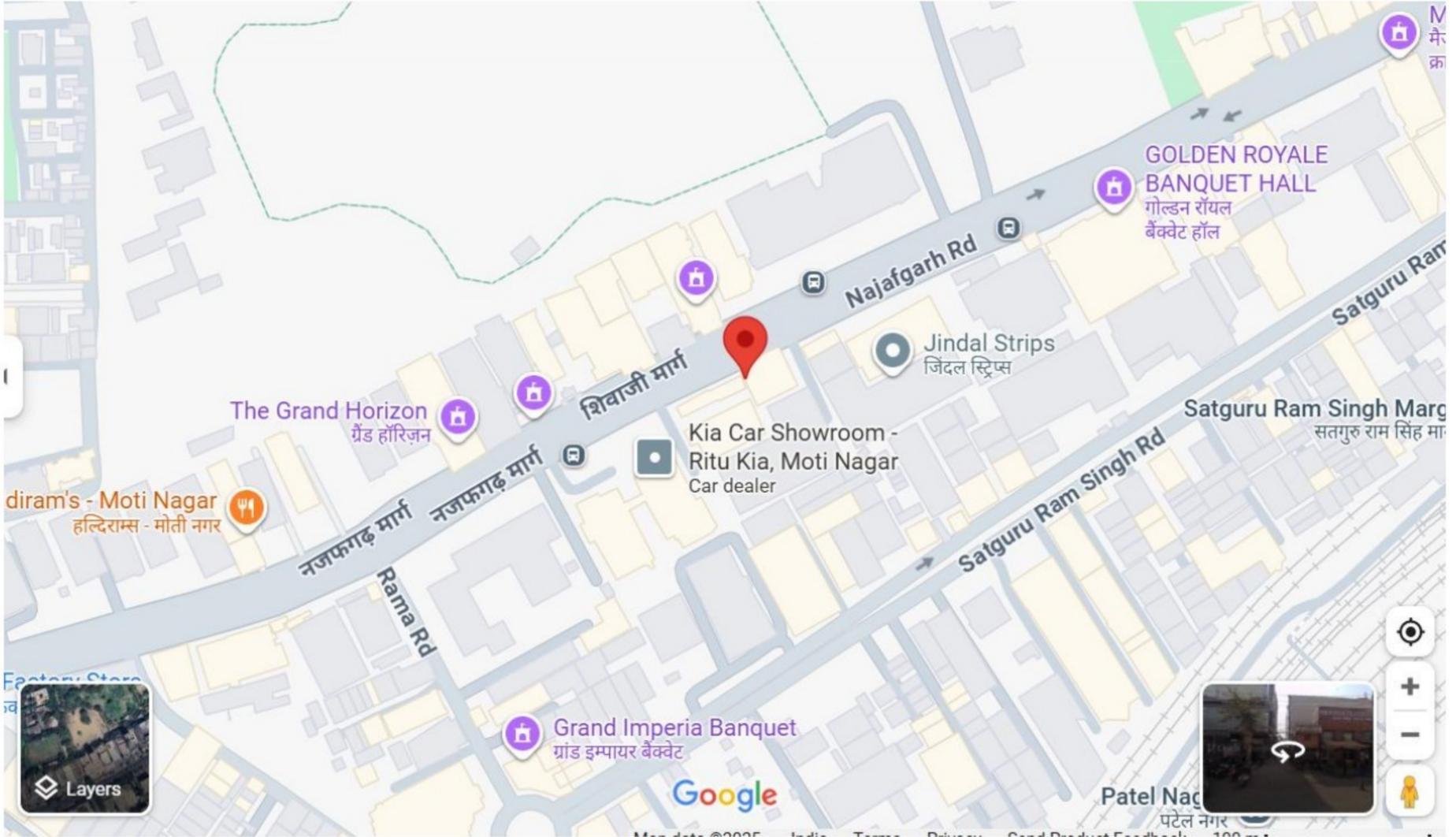
DIN: 06466985

Date: 01.01.2026

Place: Bangalore

Annexure-D

Route map and prominent Landmark



Prominent Landmark : Opposite CTC Mall.



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ANNEXURE-E

CAPFLOAT FINANCIAL SERVICES PRIVATE LIMITED

ATTENDANCE SLIP

EXTRA ORDINARY GENERAL MEETING

Date: 01.01.2026

Place: Bangalore

I hereby record my presence at the 06th Extra Ordinary General Meeting of CapFloat Financial Services Private Limited to be held on Tuesday, January 06, 2026 on 05:00 P.M. at 3rd floor, Plot-30, Shivaji Marg, 110015, opposite CTC Mall, Moti Nagar, Najafgarh Road Industrial Area, New Delhi, 110015.

Name of First named Member/Proxy/ Authorised Representative	
Folio No/Customer ID:	
No. of Shares Held	
Name of Joint Member(s), if any	

Signature of the Shareholder
/Proxy/Authorised Representative*



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FORM 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]

Name of the Company: M/s CapFloat Financial Services Private Limited
CIN: U65993KA1993PTC074590
Registered Office: New No 3. (Old 211), Gokaldas Platinum, Upper Palace Orchards,
Bellary Road, Sadashivnagar, Bangalore, **Karnataka, India, 560080**

Name of the Member (s): _____ residing at/having registered office at
_____ & e-mail Id: _____ bearing Folio No. _____.

I / We, being the member(s) of _____ (In words _____) equity shares of M/s CapFloat
Financial Services Private Limited. hereby appoint –

1. Name: _____ Address :

E-mail Id: _____ Signature: _____, or failing him / her

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 06th Extra-Ordinary General Meeting of
the Company, to be held on Tuesday, January 06, 2026 at 05:00 P.M. at 3rd floor, Plot-30, Shivaji Marg, 110015, opposite CTC
Mall, Moti Nagar, Najafgarh Road Industrial Area, New Delhi, 110015 and at any adjournment thereof, in respect of resolutions
set out in the Notice convening the meeting.

**Affix Re. 1
Revenue
Stamp**

Signed this ____ day of _____, 2026

Signature of Shareholder (s)

Signature of Proxy Holder (s)

Note: This form of proxy in order to be effective, should be duly stamped, executed and deposited at the registered office of
the Company, not less than 48 hours before the commencement of the Meeting.