

## **FINOVA CAPITAL PRIVATE LIMITED**

Reg. Office: 702, Seventh Floor, Unique Aspire, Plot No. 13-14 Cosmo Colony,  
Amrapali Marg, Vaishali Nagar, Jaipur -302021 (Raj.)

CIN: U65993RJ2015PTC048340

Tel. NO 0141-5103132

Website:www.finova.in

Email Id: info@finova.in

### **NOTICE OF EXTRAORDINARY GENERAL MEETING**

SHORTER NOTICE is hereby given that an 01/2017-18 Extra-Ordinary General Meeting of the members of Finova Capital Private Limited will be held on Saturday The 2<sup>nd</sup> Day Of September, 2017 at 11.00 A.M. at the registered office of the Company situated at 702, Seventh Floor, Unique Aspire, Plot No. 13-14 Cosmo Colony, Amrapali Marg, Vaishali Nagar, Jaipur -302021(Raj.) to transact the following business:

#### **SPECIAL BUSINESS:-**

#### **1. Reclassification and Increasing the Authorized Share Capital of the Company and Alteration of Capital Clause contained in the Memorandum of Association.**

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

**“RESOLVED THAT** pursuant to the provisions of Section 13,61,64 and other applicable provisions, if any, of the Companies Act, 2013 and the rules notified thereunder (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) and pursuant to the Articles of Association of the Company, consent of the members be and is hereby accorded, to increase the existing Authorized Share Capital of the Company from Rs. 5,00,00,000/- (Rupees Five Crores only) divided into 50,00,000 (Fifty Lakh) Equity Shares of Rs. 10/- (Rupees Ten only) each to Rs. 40,00,00,000/- (Rupees Forty Crores only) divided into 60,00,000 (Sixty lakh) Equity Shares of Rs.10/- (Rupees Ten only) each and 34,00,000 (Thirty Four Lakh) Preference Shares of Rs. 100/- (Rupees One Hundred only) each by:

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1. creating additional 10,00,000 (Ten Lakh) Equity Shares of Rs. 10/-(Rupees Ten only) each aggregating Rs.1,00,00,000 /-(Rupees One Crore only);and
2. creating additional 34,00,000 (Thirty Four Lakh) Preference Shares of Rs. 100/- (Rupees One Hundred only) each aggregating Rs. 34,00,00,000/- (Rupees Thirty Four Crores only);

**RESOLVED FURTHER THAT** Clause V of the Memorandum of Association of the Company relating to share capital be and is hereby altered by deleting the same and substituting in place thereof, of the following new clause V:

V. "The Authorized Share Capital of the Company is Rs.40,00,00,000/- (Rupees Forty Crores Only) divided into 60,00,000 (Sixty lakh) Equity Shares of Rs.10/- (Rupees Ten only) each and 34,00,000 (Thirty Four Lakh) Preference Shares of Rs.100/-(Rupees One Hundred Only) each.

**RESOLVED FURTHER THAT** any of the Directors of the Company be and is hereby authorized to do all such acts, deeds, matters and things as may be desirable for giving effect to this resolution, including but not limited to filing of the required forms with the Ministry of Corporate Affairs/ Registrar of Companies."

### **2. Further Issue of Securities on Preferential Basis**

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

**"RESOLVED THAT** pursuant to the provisions of Section 42,62 and other applicable provisions, (if any), of the Companies Act, 2013 read with The Companies (Share Capital and Debentures) Rules, 2014 and The Companies

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(Prospectus and Allotment of Securities) Rules, 2014 (including any statutory modification(s), or re-enactment(s) thereof for the time being in force) and enabling provisions in the Memorandum and Articles of the Association of the Company and other applicable guidelines/regulations issued in this regard, the consent of the members be and is hereby accorded to the Board of Directors of Company to offer, issue and allot 10 (Ten) Equity Shares issued at Rs. 115 (Rupees One Hundred and Fifteen only) per Equity Share Rs.10/- (Rupees Ten only) as nominal value and Rs.105/- (Rupees One Hundred and Five only) as premium and 13,91,294 (Thirteen Lakhs Ninety One Thousand Two Hundred and Ninety Four) Series A Compulsory Convertible Cumulative Preference Shares ("Series A CCCPS") at an issue price of Rs. 115/- (Rupees One Hundred and Fifteen only) per Series A CCCPS Rs. 100/- (Rupees One Hundred only) as nominal value and Rs. 15/- (Rupees Fifteen only) as premium on a preferential basis through private placement offer to SCI Investments V who has shown its desire to subscribe the abovementioned securities and to issue such number of Equity Shares as may be required upon conversion of such Series A CCCPS or as may be necessary in accordance with the terms of the offerings.

**RESOLVED FURTHER THAT** In accordance with the provisions of Section 55 of the Act read with Rule 9 of The Companies (Share Capital and Debentures) Rules 2014, following are the terms and conditions of the Series A CCCPS:

a)	the priority with respect to payment of dividend or repayment of capital vis-a-vis Equity Shares	Each holder of Series A CCCPS is entitled to receive dividend in priority to the holders of the Equity Shares of the Company and on a cumulative basis, an amount of dividend at a rate of 0.0001 per cent per annum.
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b)	the participation in surplus fund	In addition to and after payment of the above stated preferential dividend, each Series A CCCPS would be entitled to participate pari passu in any cash or non-cash dividends paid to the holders of shares of all other classes (including Equity Shares) or series on a pro rata, as-if-converted basis. Notwithstanding anything else mentioned herein, in the event of a liquidity event, subject to applicable law, the total proceeds from such liquidity event shall be paid or distributed to the holders of Series A CCCPS in accordance with the terms agreed between the Company, Mr. Mohit Sahney, Mrs. Sunita Sahney and SCI Investments V and there shall be no further participation by the holders of Series A CCCPS in such event.
c)	the participation in surplus assets and profits, on winding-up which may remain after the entire capital has been repaid	In case of winding up, the total proceeds from such liquidity event shall be paid or distributed as follows: (i) where the liquidation proceeds are less than the total amount invested by all shareholders in the Company – holders of Series A CCCPS and all other shareholders participating in the liquidation event are entitled to receive distributions proportionate to the amount invested by each of them in the Company; (ii) where the liquidation proceeds are more than the total amount invested by all shareholders but less than post money valuation of the Company after first tranche of investment by SCI Investments V – holders of Series A CCCPS are entitled to receive their investment and the other shareholders will receive distributions pro rata to

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	entire capital has been repaid	receive distributions proportionate to the amount invested by each of them in the Company; (v) where the liquidation proceeds are more than the total amount invested by all shareholders but less than post money valuation of the Company after first tranche of investment by SCI Investments V – holders of Series A CCCPS are entitled to receive their investment and the other shareholders will receive distributions pro rata to their shareholding in the Company; (vi) where the liquidation proceeds are more than the post money valuation of the Company after first tranche of investment by SCI Investments V – all shareholders (including holders of Series A CCCPS) are entitled to receive distributions pro rata to their shareholding in the Company.
d)	the payment of dividend on cumulative or non-cumulative basis	Cumulative basis
e)	the conversion of Preference Shares into Equity Shares	Each Series A CCCPS is compulsorily convertible into Equity Shares of the Company at the expiry of 20 (Twenty) years from the date of issue of the Series A CCCPS and prior to expiry of 20 (Twenty) years, may be converted into Equity Shares of the Company at any time at the option of the

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		the agreed Series A CCCPS subscription price.
f)	the voting rights	Each Series A CCCPS shall have 1(one) vote for each Series A CCCPS held and subject to the applicable laws, the holders of the Series A CCCPS shall be entitled to receive notice of and vote on all matters that are submitted to the vote of the shareholders of the Company (including the holders of Equity Shares).
g)	the redemption of Preference Shares	Not applicable

**RESOLVED FURTHER THAT** the Equity Shares to be issued on conversion of the Series A CCCPS shall rank pari-passu in all respects with the existing Equity Shares of the Company.

**RESOLVED FURTHER THAT** for the purpose of giving effect to this resolution, any of the Board of Directors of the Company be and is hereby authorized to take such steps and to do all such other acts, deeds, matters and things and accept any alteration(s) or amendment(s) or correction(s) or modification(s) as may be deemed fit and appropriate and give such directions/ instructions as may be necessary to settle any question, difficulty or doubt that may arise in regard to offer, issue and allotment of the said equity shares and to finalize and execute all documents, papers, agreement, deeds and writings as may be necessary and desirable.”

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**RESOLVED FURTHER THAT** the offer letter in the prescribed Form PAS 4 be and is hereby approved and the Board of Directors of the Company be authorized to issue such offer letter to SCI Investments V and file the same with the Registrar of Companies.

**RESOLVED FURTHER THAT** any of the Board of Directors of the Company be and are hereby authorized to make all the required filings, submissions and intimations to any appropriate authority as may be required under the applicable statutes, laws and regulations with respect to the proposed allotment of Equity Shares and Series A CCCPS to SCI Investments V.

**BY THE ORDER OF THE BOARD**

**FOR FINOVA CAPITAL PRIVATE LIMITED**

**Date: 31/08/2017**

**Place: Jaipur**

For Finova Capital Pvt. Ltd.

Mohit Sahney

DIN: 07280918

Managing Director and CEO

For Finova Capital Pvt. Ltd.

Sunita Sahney

DIN:02395354

Whole Time Director

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### Notes:

1. Explanatory statement pursuant to sec 102 (1) of the Companies Act. 2013 setting out all the material facts concerning the special businesses to be transacted at the meeting is enclosed herewith.
2. **A MEMBER ENTITLED TO ATTEND AND VOTE AT THE EXTRA ORDINARY GENERAL MEETING (THE "MEETING") IS ENTITLED TO APPOINT ONE OR MORE PROXIES TO ATTEND AND VOTE ON A POLL INSTEAD OF SUCH MEMBER AND A PROXY NEED NOT BE A MEMBER OF THE COMPANY. A PERSON CAN ACT AS A PROXY ON BEHALF OF MEMBERS NOT EXCEEDING 50 (FIFTY) AND HOLDING IN AGGREGATE NOT MORE THAN 10% (TEN PERCENT) OF THE TOTAL SHARE CAPITAL OF THE COMPANY CARRYING VOTING RIGHTS. A MEMBER HOLDING MORE THAN 10%(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.**
3. Members and Proxies attending the Meeting should bring the attendance slip duly filled in for attending the meeting.
4. The duly stamped, filled and signed instrument appointing the proxy should, however be deposited at the Registered Office of the Company not less than 48 (forty eight)hours before the commencement of the Meeting, in order to be effective.
5. Relevant documents referred to in the accompanying Notice and the Explanatory Statement are open for inspection by the members at the



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Registered office of the Company on all working days, during business hours from the date hereof upto the date of the Meeting.

6. The notice is being sent to all the members, whose names appeared in the register of members of the Company as on 31<sup>st</sup> August, 2017.
7. With reference to SS-2 for the convenience of recipients of notice, Route Map to the venue of Extra Ordinary General Meeting of the Company is as under:

**Venue of the meeting:** 702, Seventh Floor , Unique Aspire ,Plot No. 13-14 Cosmo Colony, Amrapali Marg, Vaishali Nagar , Jaipur -302021(Raj.) IN

**Landmark:** Amrapali Circle

**Route Map:** The Mark indicating the venue of EGM

**Date: 31/08/2017**

**Place: Jaipur**

For Finova Capital Pvt. Ltd.



Director

Mohit Sahney

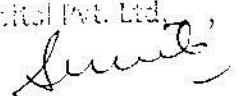
DIN: 07280918

Managing Director And CEO

**BY THE ORDER OF THE BOARD**

**FOR FINOVA CAPITAL PRIVATE LIMITED**

For Finova Capital Pvt. Ltd.



Director

Sunita Sahney

DIN:02395354

Whole Time Director

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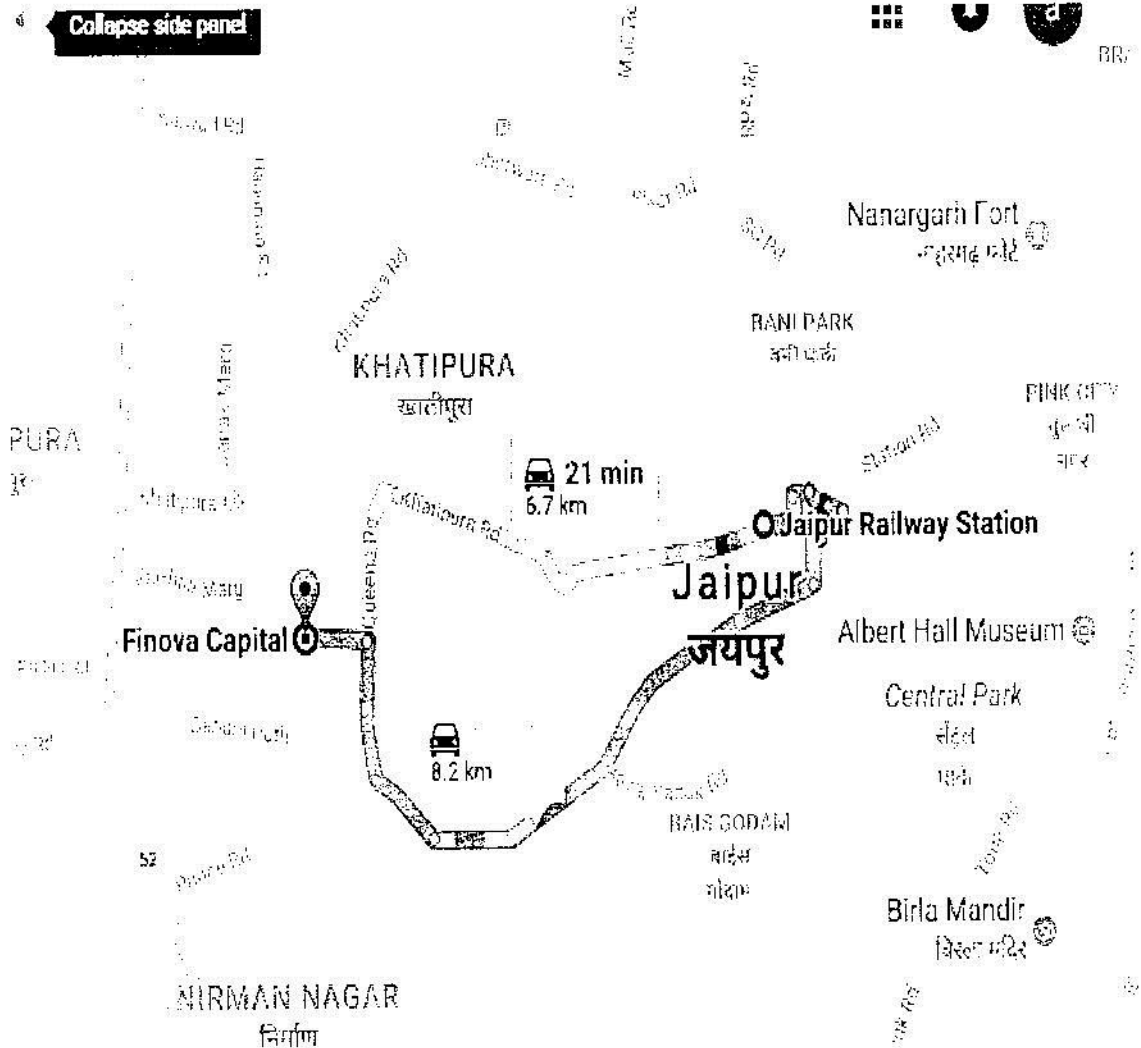
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### **Explanatory Statement Pursuant To Section 102 (1) of the Companies Act, 2013:**

The following statements set out the material facts concerning the special business mentioned in the accompanying notice and to be transacted at the Extra- Ordinary General Meeting.

#### **Item No. 1**

The authorized share capital of the Company as reflected in the Memorandum of Association of the Company is Rs. 5,00,00,000/- (Rupees Five Crore only) divided into 50,00,000 (Fifty Lakh) Equity Shares of Nominal/face value of Rs 10/- (Rupees Ten only) each. In view of the present size of the Company's operation and its future requirement of capital to extend activities of Company, it is proposed to reclassify and increase the Authorised Share Capital from Rs. 5,00,00,000/- (Rupees Five Crores only) divided into 50,00,000 (Fifty Lakh) Equity Shares of Rs. 10/- (Rupees Ten only) each to Rs. 40,00,00,000/- (Forty Crore Only) divided into 60,00,000 (Sixty lakh) Equity Shares of Rs.10/-(Rupees Ten only) each and 34,00,000 (Rupees Thirty Four Lakh) Preference Shares of Rs. 100/- (Rupees One Hundred only) each.

Pursuant to the reclassification and increase in the authorized share capital as proposed, the existing Clause V of the Memorandum of Association of the Company will also have to be suitably altered. The necessary amendment in the Memorandum of Association is proposed to reflect the reclassified and enhanced authorised share capital. Any change in the authorized share capital of the Company and the consequent change in the memorandum of association of the Company require the approval of the members in general meeting.

Hence, the aforesaid resolution has been placed before the members, for their approval and adoption, by way of passing an ordinary resolution.

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The Board of Directors of the Company in their meeting held on 31<sup>st</sup> Day of August, 2017 have given their consent unanimously to the reclassification and increase of the authorized share capital.

The Board recommends the passing of the resolution proposed at Item no. 1 for your approval by way of an ordinary resolution.

None of the Directors/Key Managerial Personnel of the Company and their relatives is concerned or interested in the resolution set out at Item no. 1 of this Notice, except as a member of the Company to the extent of their shareholding in the Company in general meeting.

A copy of the Memorandum of Association together with the proposed alterations is available for inspection by the Members at the Registered Office of the Company during its working hours on all working days, during business hours from the date hereof upto the date of the Meeting.

### **ITEM NO.2**

In terms of Section 42,55, 62(1)(c) and other applicable provisions of the Companies Act, 2013 as well as the relevant rules made thereunder including the Companies (Prospectus and Allotment of Securities) Rules, 2014 and the Companies(Share Capital and Debentures) Rules, 2014, the Board of Directors on 31<sup>st</sup> Day of August, 2017,subject to necessary approval(s), have approved the proposal of issue of 10 (Ten) Equity Shares issued at Rs. 115 (Rupees One Hundred and Fifteen only) per Equity Share (Rs.10/- (Rupees Ten only) as nominal value and Rs.105/- (Rupees One Hundred and Five only) as premium) and 1,391,294 (Thirteen Lakhs, Ninety One Thousand, Two Hundred and Ninety Four) Series A fully and compulsorily convertible cumulative Preference Shares ("Series

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**ACCPS")** at an issue price of Rs. 115/- (Rupees One Hundred and Fifteen only) per Series A CCCPS (Rs. 100/- (Rupees One Hundred only) as nominal value and Rs. 15/- (Rupees Fifteen only) as premium).

The Disclosure as required under Rule 13(2)(d) of Companies (Share Capital and Debentures) Rules, 2014 for Preferential Issues is as under.

**a) Object of the Issue:** To fund the working capital requirements of the Company.

**b) The total number of shares or other securities to be issued:** 10 (Ten) Equity Shares and 1,391,294 (Thirteen Lakhs, Ninety One Thousand, Two Hundred and Ninety Four) Series A CCCPS to be issued.

**c) The price or price band at/within which the allotment is proposed:**The issue price of the Series A CCCPS shall be Rs. 115 /- (Rupees One Hundred and Fifteen only) per Series A CCCPS (Rs. 100/- (Rupees One Hundred only) as nominal value and Rs. 15/- (Rupees Fifteen only) as premium and the issue price of Equity Shares shall be Rs.115/- (Rupees One Hundred and Fifteen only) per Equity Share Rs. 10/- (Rupees Ten only) as nominal value and Rs. 105/- (Rupees One Hundred and Five only) as premium.

The valuer has used Discounted Cash Flow Method and the valuer have taken into account the other various factors such as:

- Business Plan from financial Year 2018 to 2022
- Audited Financials of Financial Year 2017
- Provisional Financials from 1<sup>st</sup> April 2017 to 30<sup>th</sup> June 2017

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- Current Shareholding Pattern of the Company

**d) basis on which the price has been arrived at along with report of the registered valuer;**

A copy of the valuation certificate from a Chartered Accountant M S Jhanwar & Co. Chartered Accountants (FRN.130701W) certifying the fair market value of the shares of the Company shall be placed before the Members of the Company at the Extra-Ordinary General Meeting and will also be open for inspection by the Members.

**e) Relevant Date with reference to which the price has been arrived at;**

The relevant date on the basis of which calculation/ valuation has been arrived is 25<sup>th</sup> August, 2017.

**f) Proposed time within which issue of Shares shall be completed:** The Company will complete the issue & allotment of Series A CCCPS and the Equity Shares within a period of 60 days from the date of receipt of application money. If not so allotted, the Company should repay application money within 15 days thereafter, failing which it shall be repaid along with an interest at 12% p.a. from the expiry of the sixtieth day. The allotment of securities on a preferential basis made pursuant to this special resolution will be completed within a period of twelve months from the date of passing of the special resolution. In the event all securities are not allotted within a period of twelve months from the date of passing of the special resolution, a fresh shareholders approval shall be obtained prior to allotment of remaining securities.

**g) Name of the proposed allottee(s) and percentage of post preferential offer capital that may be held by them:**

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S. no.	Category	Name of the proposed Allottee	Kinds of Securities	Shareholding (on fully diluted basis)	
				Shares to be issued	% of shareholding
1.	Body Corporate	SCI Investments V	CCPS	33,30,425	21.77%
			Equity	10	

**h) Change in Control if any, in the Company that would occur consequent to the preferential offer: None**

**i) The number of Persons to whom allotment on preferential basis have already been made during the year, in terms of Number of Securities as well as price :**

None

**j) Class or classes of persons to whom the allotment is proposed to be made: This preferential issue of shares is being made to SCI Investments V.**

Class of shares	Shares To Be allotted to	Class of Person	Shares to be allotted
Preference	SCI Investments V	Body Corporate	1,391,294
Equity	SCI Investments V	Body Corporate	10

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**k) Intention of promoters, Directors or key managerial personnel to subscribe to the offer:** Promoters / Directors / Key Management Personnel of the Company are not intending to participate/subscribe to the present offer. SCI Investments V has proposed to subscribe, to all the CCCPS and Equity Shares under the Preferential Issue.

**l) The pre issue and post issue shareholding pattern of the Company:**

S.n o.	Category	Pre Issue		Post issue (on fully diluted basis)	
		No. of shares held	% of shareholding	No. of shares	% of shareholding
<b>A</b>	<b>Promoters' holding:</b>				
1.	Indian:				
	Individual	3050000	61.00%	3050000	47.7%
	Bodies Corporate	-	-	-	-
	Sub Total	3050000	61.00%	3050000	47.7%
2.	Foreign Promoters	-	-	-	-
	Sub Total (A)	3050000	61.00%	3050000	47.7%
<b>B</b>	<b>Non-Promoters' holding:</b>				
1.	Institutional Investors	-	-	13,91,304*	21.8%
2.	Non-Institution:				



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Private Corporate Bodies	-	-	-	-
Directors and Relatives	-	-	-	-
Indian Public	-	-	-	-
Others (Including NRIs)	1950000	39.00%	1950000	30.5%
Sub Total (B)	1950000	39.00%	3341304	52.3%
<b>Grand Total</b>	<b>5000000</b>	<b>100.00%</b>	<b>6391304</b>	<b>100%</b>

**\*10 (Ten) Equity Shares and 1,391,294 (Thirteen Lakhs, Ninety One Thousand, Two Hundred and Ninety Four) Series A CCCPS.**

**Note: Assuming full conversion of 1,391,294 the Series A CCCPS issued and allotted to Equity shares at a conversion price of Rs.115.**

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In accordance with the provisions of Section 55 of the Act read with Rule 9 of The Companies (Share Capital and Debentures) Rules 2014, following are the terms and conditions of the Series A CCCPS:

a)	the priority with respect to payment of dividend or repayment of capital vis-a-vis Equity Shares	Each holder of Series A CCCPS is entitled to receive dividend in priority to the holders of the Equity Shares of the Company and on a cumulative basis, an amount of dividend at a rate of 0.0001 per cent per annum.
b)	the participation in surplus fund	In addition to and after payment of the above stated preferential dividend, each Series A CCCPS would be entitled to participate pari passu in any cash or non-cash dividends paid to the holders of shares of all other classes (including Equity Shares) or series on a pro rata, as-if-converted basis. Notwithstanding anything else mentioned herein, in the event of a liquidity event, subject to applicable law, the total proceeds from such liquidity event shall be paid or distributed to the holders of Series A CCCPS in accordance with the terms agreed between the Company, Mr. Mohit Sahney, Mrs. Sunita Sahney and SCI Investments V and there shall be no further participation by the holders of Series A CCCPS in such event.
c)	the participation in surplus assets and profits, on	In case of winding up, the total proceeds from such liquidity event shall be paid or distributed as follows: (iv) where the liquidation proceeds are less than the total

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	<p>winding-up which may remain after the entire capital has been repaid</p>	<p>amount invested by all shareholders in the Company – holders of Series A CCCPS and all other shareholders participating in the liquidation event are entitled to receive distributions proportionate to the amount invested by each of them in the Company;</p> <p>(v) where the liquidation proceeds are more than the total amount invested by all shareholders but less than post money valuation of the Company after first tranche of investment by SCI Investments V – holders of Series A CCCPS are entitled to receive their investment and the other shareholders will receive distributions pro rata to their shareholding in the Company;</p> <p>(vi) where the liquidation proceeds are more than the post money valuation of the Company after first tranche of investment by SCI Investments V – all shareholders (including holders of Series A CCCPS) are entitled to receive distributions pro rata to their shareholding in the Company.</p>
<p>d)</p>	<p>the payment of dividend on cumulative or non-cumulative basis</p>	<p>Cumulative basis</p>
<p>e)</p>	<p>the conversion of Preference</p>	<p>Each Series A CCCPS is compulsorily convertible into Equity Shares of the Company at the expiry of 20 (Twenty) years</p>

## FINOVA CAPITAL PRIVATE LIMITED

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Amrapali Marg, Vaishali Nagar, Jaipur -302021 (Raj.)

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		<p>holder of the Series A CCCPS by giving a written notice to the Company.</p> <p>Conversion ratio: 1:1 subject to certain adjustments pursuant to capital restructuring of the Company or further issuance of shares by the Company at a price higher than the agreed Series A CCCPS subscription price.</p>
f)	the voting rights	Each Series A CCCPS shall have 1(one) vote for each Series A CCCPS held and subject to the applicable laws, the holders of the Series A CCCPS shall be entitled to receive notice of and vote on all matters that are submitted to the vote of the shareholders of the Company (including the holders of Equity Shares).
g)	the redemption of Preference Shares	Not applicable

The Equity Shares to be issued on conversion of the Series A CCCPS shall rank pari-passu in all respects with the existing Equity Shares of the Company.

Section 62 of the Companies Act, 2013 provides inter alia, that when it is proposed to increase the issued capital of a Company by allotment of further shares, etc., such further shares shall be offered to the existing shareholders of

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the Company in the manner laid down in the Section unless the shareholders in general meeting decide otherwise by passing a special resolution. Therefore, consent of the shareholders by way of Special Resolution is being sought pursuant to the provisions of Sections 42 & 62(1)(c) and all other applicable provisions of the Companies Act, 2013 including rules framed thereunder

The members are, therefore, requested to accord their approval authorizing the Board to go for the proposed Preferential Issues as set out in the resolution proposed as Item no. 2 of this Notice.

The issue of the Series A CCCPS is in accordance with the provisions of the Articles of Association of the Company.

The Board of Directors believe that the issue of Securities to investors of the Company is in the interest of the Company and therefore recommends the resolution for your approval.

None of the Directors/Key Managerial Personnel of the Company and their relatives are, in any way, concerned or interested in the Resolution set out at Item no. 2 of this Notice except to the extent of their shareholding, if any, in the Company.

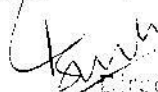
**BY THE ORDER OF THE BOARD**

**FOR FINOVA CAPITAL PRIVATE LIMITED**

**Date: 31/08/2017**

**Place: Jaipur**

For Finova Capital Pvt. Ltd.



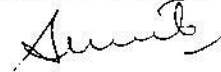
Director

Mohit Sahney

DIN: 07280918

Managing Director & CEO

For Finova Capital Pvt. Ltd.



Director

Sunita Sahney

DIN:02395354

Whole Time Director

**FINOVA CAPITAL PRIVATE LIMITED**

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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: U65993RJ2015PTC048340

**Name of the Company:** Finova Capital Private Limited

**Registered Office:** 702, Seventh Floor, Unique Aspire ,Plot No. 13-14 Cosmo  
Colony, Amrapali Marg , Vaishali Nagar , Jaipur -302021 (Raj.)

Name of the Member (s) :

Registered address:

E-mail Id:

Folio No / Client Id:

I / We, being the member(s) of \_\_\_\_\_ shares of the above mentioned  
Company, hereby appoint:

1. Name:

\_\_\_\_\_

Address:

\_\_\_\_\_

\_\_\_\_\_

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Email Id: info@finova.in

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 Extraordinary General Meeting of the Company, to be held on  
Saturday 2<sup>nd</sup> Day of September, 2017 at 11.00 A.M at its registered office situated  
at 702, Seventh Floor, Unique Aspire, Plot No. 13-14 Cosmo Colony, Amrapali

**FINOVA CAPITAL PRIVATE LIMITED**

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Marg , Vaishali Nagar , Jaipur -302021 (Raj.) and at any adjournment thereof in  
respect of such resolutions as are indicated below:

Resolution No.

1. Reclassification and Increasing the Authorized Share Capital of the Company  
and Alteration of Capital Clause contained in the Memorandum of Association.
2. Further Issue of Securities on Preferential Basis

Signed this \_\_\_\_\_ day of \_\_\_\_\_, 2015

**Signature of Shareholder**

Affix Revenue Stamp  
here

**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 before  
the commencement of the Meeting.**