MONEDO FINANCIAL SERVICES PRIVATE LIMITED
Registered Office: 7th Floor, Part A, Corporate Centre, Andheri Kurla Road, Andheri (East), J.B. Nagar, Mumbai, Mumbai, Maharashtra, India, 400059
CIN: U65100MH2017PTC294521
P: 022-68173300 / E: contact@monedo.in / W: www.monedo.in

NOTICE OF EXTRA-ORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT THE EXTRA-ORDINARY GENERAL MEETING OF THE MEMBERS OF MONEDO FINANCIAL SERVICES PRIVATE LIMITED ("THE COMPANY") WILL BE HELD AT A SHORTER NOTICE, ON FRIDAY, 21ST AUGUST, 2026 AT 11:00 A.M. AT THE REGISTERED OFFICE OF THE COMPANY AT 7TH FLOOR, PART A, CORPORATE CENTRE ANDHERI KURLA ROAD, ANDHERI EAST, MUMBAI- 400059 THROUGH VIDEO CONFERENCING, TO TRANSACT THE FOLLOWING SPECIAL BUSINESS:

SPECIAL BUSINESS:

1. TO APPROVE ISSUANCE OF NON-CONVERTIBLE DEBENTURES ON PRIVATE PLACEMENT BASIS

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

"**RESOLVED THAT** pursuant to the provisions of Sections 42, 71 and other applicable provisions, if any, of the Companies Act, 2013 ("**Act**") read with Rule 14 of the Companies (Prospectus and Allotment of Securities) Rules, 2014, Rule 18 of the Companies (Share Capital and Debentures) Rules, 2014 and other applicable rules framed thereunder (including any statutory modification(s), amendment(s), re-enactment(s) thereof for the time being in force), and in accordance with the provisions of the memorandum and articles of association of the Company, consent of the members of the Company be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as the "**Board**", which term shall be deemed to include any duly constituted committee thereof) to offer, issue and allot up to 4,000 (Four Thousand) listed, rated, senior, secured, transferable, redeemable, non-convertible debentures denominated in Indian Rupees ("**INR**"), having a face value of INR 1,00,000 (Indian Rupees One Lakh) each and the issue price is INR 97,000/- (Indian Rupees Ninety Seven Thousand) each and an aggregate nominal value of INR 40,00,00,000 (Indian Rupees Forty Crore) ("**Debentures**") comprising of:

a) 2,000 (Two Thousand) Debentures having aggregate nominal value of INR 20,00,00,000 (Indian Rupees Twenty Crore) as Tranche 1 at an issue price of INR 97,000 (Indian Rupees Ninety-Seven Thousand) per Debenture; and

b) 2,000 (Two Thousand) Debentures having aggregate nominal value of INR 20,00,00,000 (Indian Rupees Twenty Crore) as Tranche 2 by way reissuance in the same ISIN, to be closed within 3 (three) months from date of issuance of the first Tranche, with the issue price to be determined on the basis of the applicable payout date.

in dematerialised form on a private placement basis, to Sunrise Gilts & Securities Private Limited and/or its identified affiliates/ designated entities identified by the Board or its committees ("**Investor**") in one or more tranches, during the period of one year from the date of passing of this Special Resolution."

"RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, the Board be and is hereby authorised to determine the terms of the issue including, without limitation:

(a) the size of the issue and number of Debentures;
(b) the issue price;
(c) tenor, interest rate, yield, redemption and repayment terms;
(d) security structure and creation of charge, if any;
(e) listing of the Debentures on any recognised stock exchange;
(f) appointment of debenture trustee(s), registrar(s), legal counsel(s), depository(ies), arrangers and other intermediaries; and
(g) execution of all agreements, deeds, documents and writings in connection with the issuance of the Debentures."

"RESOLVED FURTHER THAT the Board be and is hereby authorised to issue private placement offer letter(s) in Form PAS-4 together with application form(s), General Information Disclosure, and Key Information Disclosure to such identified persons as may be determined by the Board, in accordance with Section 42 of the Act read with Rule 14 of the Companies (Prospectus and Allotment of Securities) Rules, 2014 and the Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021."

"RESOLVED FURTHER THAT the Board be and is hereby authorised to do all such acts, deeds, matters and things and to execute all such documents, agreements, forms, filings and writings as may be necessary, proper, desirable or expedient for the purpose of giving effect to this resolution, including for listing of the Debentures including but not limited to filing of requisite forms with the Registrar of Companies, stock exchange(s) and complying with all applicable statutory and regulatory requirements."

"RESOLVED FURTHER THAT Mr. Ashish Kohli (Managing Director & CEO) and/or Mr. Vipin Kumar Poddar (Director) and/or Sumita Almeida (Director) or Company Secretary of the Company be and is hereby severally authorised to certify a copy of this resolution and provide the same to any regulatory authority, debenture trustee, stock exchange, depository, registrar or any other person as may be required."

By Order of the Board of Directors
For **Monedo Financial Services Private Limited**

Sd/-
Ashish Kohli
Managing Director
DIN: 08173836

Date: 21.08.2026
Place: Mumbai

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NOTES:

1. The Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 ("Act"), setting out the material facts relating to the business stated above is annexed hereto.

2. The Ministry of Corporate Affairs ("MCA") has, vide its General Circulars Nos. 14/2020 dated April 8, 2020 read with 17/2020 dated April 13, 2020, 03/2022 dated May 5, 2022, 11/2022 dated December 28, 2022, 09/2023 dated September 25, 2023, 09/2024 dated September 19, 2024 and 03/2025 dated September 22, 2025 (collectively referred to as "MCA Circulars"), permitted the holding of the EGM through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM"), without the physical presence of the Members at a common venue. The deemed venue for the EGM will be the Registered Office of the Company.

3. In compliance with the provisions of the Act read with MCA Circulars, the EGM of the Company is being held through VC via Microsoft Teams.

4. Pursuant to the provisions of the Act, a Member entitled to attend and vote at the EGM is entitled to appoint a proxy to attend and vote on his / her behalf and the proxy need not be a Member of the Company. Since this EGM is being held pursuant to the MCA Circulars through VC, physical attendance of Members has been dispensed with. Accordingly, pursuant to the MCA Circulars, the facility for appointment of proxies by the Members will not be available for the EGM and hence, the Proxy Form, Attendance Slip and route map of the EGM are not annexed to this Notice.

5. In compliance with the aforesaid MCA Circulars, Notice of the EGM, is being sent only through electronic mode to the Members whose email addresses are registered with the Company / Depositories and the same is available on the website of the Company https://www.monedo.in/.

6. Members who have not yet registered their email addresses are requested to register the same with their Depository Participants ("DPs").

7. The Members are requested to click on the link sent to their registered email id for participating in the EGM.

8. The facility for joining the EGM through VC will open 15 minutes before the scheduled time of the commencement of the EGM and will be kept open till the expiry of 15 minutes after the scheduled time of EGM.

9. The Members attending the EGM through VC shall be counted for the purpose of reckoning the quorum under Section 103 of the Act.

10. Pursuant to Section 101 of the Companies Act, 2013 consent for convening meeting at a shorter notice has been obtained from the Members of the Company.

11. The relevant documents referred to in this Notice will be available for inspection by the Members without any fee, at the Registered Office of the Company during normal business hours on any working day (except Saturday and Sunday) and also during the Meeting. The Members can send a request to the Company at pranabh.kapoor@monedo.in to inspect the same.

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ANNEXURE TO NOTICE:

Statement pursuant to Section 102(1) of the Companies Act, 2013 (the Act) to the item of Special Business to be transacted at the Extra-Ordinary General Meeting to be held on Friday, 21st August, 2026 AT 11:00 a.m.

Item No. 1:

TO APPROVE ISSUANCE OF NON-CONVERTIBLE DEBENTURES ON PRIVATE PLACEMENT BASIS

In order to meet the funding requirements of the Company, the Board of Directors of the Company at its meeting held on 21st August, 2026 has approved raising of funds through issuance of 4,000 (Four Thousand) listed, rated, senior, secured, transferable, redeemable, non-convertible debentures denominated in Indian Rupees ("**INR**"), having a face value of INR 1,00,000 (Indian Rupees One Lakh) each each and an aggregate nominal value of INR 40,00,00,000 (Indian Rupees Forty Crores) ("**Debentures**") comprising of:

a. 2,000 (Two Thousand) Debentures having aggregate nominal value of INR 20,00,00,000 (Indian Rupees Twenty Crore) as Tranche 1 at an issue price of INR 97,000 (Indian Rupees Ninety-Seven Thousand) per Debenture; and
b. 2,000 (Two Thousand) Debentures having aggregate nominal value of INR 20,00,00,000 (Indian Rupees Twenty Crore) as Tranche 2 by way reissuance in the same ISIN, to be closed within 3 (three) months from date of issuance of the first Tranche, with the issue price to be determined on the basis of the applicable payout date.

in dematerialised form on a private placement basis, to Sunrise Gilts & Securities Private Limited ("**Investor**") and/or its identified affiliates/ designated entities in one or more tranches, subject to approval of the members.

Pursuant to Section 42 of the Companies Act, 2013 ("**Act**") read with Rule 14 of the Companies (Prospectus and Allotment of Securities) Rules, 2014, a company offering or making an invitation to subscribe to securities on a private placement basis is required to obtain prior approval of the members by way of a special resolution.

Pursuant to proviso to Rule 14 (1) of the Companies (Prospectus and Allotment of Securities) Rules, 2014 following disclosure is made:

1.	Particulars of the offer including date of passing of Board resolution.	Issuance of up to 4,000 (Four Thousand) Debentures comprising of: a) 2,000 (Two Thousand) Debentures having aggregate nominal value of INR 20,00,00,000 (Indian Rupees Twenty Crore) as Tranche 1 at an issue price of INR 97,000 (Indian Rupees Ninety-Seven Thousand) per Debenture; and b) 2,000 (Two Thousand) Debentures having aggregate nominal value of INR 20,00,00,000 (Indian Rupees Twenty Crore) as Tranche 2 by way reissuance in the same ISIN, to be closed within 3 (three) months from date of issuance of the first Tranche, with the issue

		price to be determined on the basis of the applicable payout date. in dematerialised form on a private placement basis, to the Investor and/or its identified affiliates/ designated entities in one or more tranches, for general corporate activities of the Company. Date of the Board resolution: 21st August, 2026
2.	Kind of securities offered and the price at which security is being allotted.	Issuance of up to 4,000 (Four Thousand) Debentures comprising of: a) 2,000 (Two Thousand) Debentures having aggregate nominal value of INR 20,00,00,000 (Indian Rupees Twenty Crore) as Tranche 1 at an issue price of INR 97,000 (Indian Rupees Ninety-Seven Thousand) per Debenture; and b) 2,000 (Two Thousand) Debentures having aggregate nominal value of INR 20,00,00,000 (Indian Rupees Twenty Crore) as Tranche 2 by way reissuance in the same ISIN, to be closed within 3 (three) months from date of issuance of the first Tranche, with the issue price to be determined on the basis of the applicable payout date.
3.	Basis or justification for the price (including premium, if any) at which the offer or invitation is being made.	NA
4.	Name and address of valuer who performed valuation.	NA
5.	Amount which the Company intends to raise by way of such securities.	Issuance of up to 4,000 (Four Thousand) Debentures comprising of: a) 2,000 (Two Thousand) Debentures having aggregate nominal value of INR 20,00,00,000 (Indian Rupees Twenty Crore) as Tranche 1 at an issue price of INR 97,000 (Indian Rupees Ninety-Seven Thousand) per Debenture; and b) 2,000 (Two Thousand) Debentures having aggregate nominal value of INR 20,00,00,000 (Indian Rupees Twenty Crore) as Tranche 2 by way reissuance in the same ISIN, to be closed within 3 (three) months from date of issuance of the first Tranche, with the issue

		price to be determined on the basis of the applicable payout date.
6.	Material terms of raising such securities, proposed time schedule, purposes or objects of offer, contribution being made by the promoters or directors either as part of the offer or separately in furtherance of objects; principle terms of assets charged as securities.	The issuance shall be completed within 60 days from the date of receipt of application money form to the Investor. The purpose of issuance is mentioned in point no. 1 hereinabove. There is no contribution of promoters or directors as part of the offer or separately in furtherance of objects. The issuance is secured by (i) creation and perfection of the security interest on certain identified loan receivables/book debts and/or any other assets of the Company, as may be required in terms of the issuance of the Debentures with a security cover of 1.25x (one decimal two five) times the value of the amounts outstanding under the Debentures (including but not limited to interest, default interest, remuneration of the debenture trustee, charges, fees, expenses and any other charges due from the Company under the Debentures); (ii) upfront personal guarantee from Mr. Ashish Kohli; (iii) demand promissory notes and letters of continuity; (iv) duly filled, signed, undated cheques equivalent to the aggregate of the outstanding principal amounts and interest under the Debentures along with a covering letter by the Mr. Ashish Kohli; (v) duly filled, signed, undated cheques equivalent to the aggregate of the outstanding principal amounts and interest under the Debentures along with a covering letter by the Company; and/or (vi) such other security or contractual comfort as may be required by the debenture trustee/Investor.

The provisions of the Companies Act, 2013 and the rules prescribed thereunder require the approval of the members of the Company by way of a special resolution, for a company offering or making an invitation to subscribe its securities on a preferential basis by way of private placement.

The relevant transaction documents would be available for inspection at the registered office of the Company from the date of issue of this notice, till the date of this general meeting.

None of the Directors, key managerial personnel and/or their relatives, is in anyway concerned with or interested, financially or otherwise, in the resolution, except to the extent of their respective shareholding in the Company.

The Board at its meeting held on 21st August, 2026 had approved the aforesaid issue and offer (including its terms) on preferential basis by way of private placement and recommends the adoption of the resolution as set out in item no. 1 of the Notice as a special resolution.

By Order of the Board of Directors
For **Monedo Financial Services Private Limited**

Sd/-
Ashish Kohli
Managing Director
DIN: 08173836

Date: 21.08.2026
Place: Mumbai