

**NOTICE**

NOTICE IS HEREBY GIVEN THAT AN EXTRA-ORDINARY GENERAL MEETING OF NEEV CREDIT PRIVATE LIMITED ("Company") WILL BE HELD ON 16<sup>th</sup> JANUARY, 2022 AT 03:30 PM AT SUIT NO. 68, 6<sup>TH</sup> FLOOR, CHITRAKOOT BUILDING, 230A AJC BOSE ROAD, KOLKATA – 700020 TO TRANSACT THE FOLLOWING BUSINESS:

**SPECIAL BUSINESS**

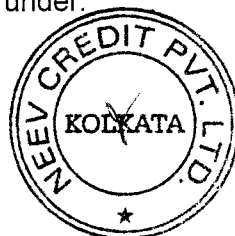
**SPECIAL RESOLUTION**

**1. ISSUE OF PREFERENCE SHARES ON PREFERENTIAL BASIS**

To consider and if deemed fit, pass with or without modification(s) the following resolution as a Special Resolution:

**"RESOLVED THAT** in supersession of the earlier Resolution (Resolution No. 1 under Item 3) passed by the Members in their Extra Ordinary General Meeting held on 15<sup>th</sup> January, 2022 and in pursuant to the provisions of Sections 42, 55, 62 of the Companies Act, 2013 ("Act") and other applicable provisions, if any, of the Act read with the Companies (Prospectus and Allotment of Securities) Rules, 2014 and the Companies (Share Capital and Debentures) Rules 2014 including any statutory modification(s) or re-enactment thereof for time being in force and as may be enacted from time to time, and subject to the provisions of the Articles of Association of the Company (AOA) and the Foreign Exchange Management Act, 1999 the consent, authority and approval of the members of the Company be and is hereby accorded to:

i) Issue and allot up to 10,595 compulsorily convertible participatory preference shares ("CCPS") having a face value of Rs. 100/- (Rupees Hundred only) each at a premium of Rupees 1,127 per preference share aggregating to Rs. 1,30,00,065 (Rupees One Crores Thirty Lakhs Sixty Five only) by way of preferential allotment, to Investors as may be determined by the Company, on such terms and conditions contained in private placement offer cum application letter and as may be agreed between the Company and Investors from time to time, the particulars in respect of preference shares to be issued are as under:



**Neev Credit Pvt. Ltd.**

CIN : U65923WB1996PTC076763

Regd. Off. : Suite # 68, 6th Floor, Chitrakoot Building, 230A, A. J. C. Bose Road, Kolkata - 700 020 Ph. : +91 33 4069 8002  
Branch Off. : PS IXL Building, 4th Floor, Room No. 408, Atghora, Chinar Park, Kolkata - 700 136 Ph. : +91 33 4061 9255

E-mail : contactus@neevcredit.com | Web. : www.neevfinance.com

a. Issue price: CCPS of face value of Rs. 100/- each will be issued at a premium of Rs. 1127/- per CCPS.

b. Rate of Dividend: Dividend rate will be 0.01% p.a. (on the face value) which will remain fixed over the tenure of the CCPS.

c. Tenure & Conversion / Redemption Terms:

- The preference shares shall be converted to equity shares at 25% discount to the pre-money valuation of the next round of Investment of Equity funding through private placement;

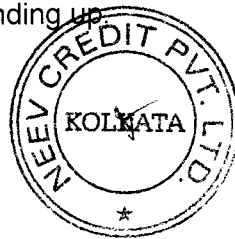
OR

- Present Floor valuation of INR 60.00 Cr;

Whichever is higher.

The CCPS are convertible into Equity Shares (having face value of Rs. 1.00 each) at the call of the Company and at any time prior to but not later than completion of 20 years from the date of issue in accordance with the provisions of the Companies Act, 2013 read with relevant rules and regulations as amended from time to time

d. Priority with respect to payment of dividend or repayment of capital: The CCPS will carry a preferential right vis-à-vis equity shares of the Company with respect to the payment of dividend and repayment of capital during winding up.



e. Voting rights: The holders of preference shares shall not be entitled to any additional voting rights, except as those specified under the Companies Act 2013 (read with relevant rules and regulations) till the time the preference shares are converted into equity. Upon conversion, the holders of converted equity shares shall be entitled to the same voting rights as present ordinary equity shareholders.

(ii) The draft of share application form, the offer letter for preferential issue in Form PAS-4 as placed before the Board and initialed by the Chairman for the purpose of identification be and is hereby approved by the members and to issue the same making an offer to the Investors to subscribe to the preference shares and that the record of such proposed issue of preference shares to Investors be entered in record maintained by the Company in the manner set out in Form PAS-5 and in such other manner as it may be deemed fit, appropriate or necessary;

(iii) Receive the monies from the Investors in lieu of the issuance and allotment of the preference shares pursuant to the preferential allotment to the Investors and shall be kept in the designated bank account designated by the Company and shall be utilized by the company in accordance with the provisions of section 42(6) of the Companies Act, 2013 and/or such other applicable provisions of the Companies Act, 2013;

(iv) To agree, negotiate and execute such agreements, documents, letter, deeds, etc.as may be appropriate, necessary and/or required to give effect to the proposed issuance of preference shares to the Investors and subscriptions thereof along with such modifications / amendments / variations as may be required from time to time;

(v) The Investors will be entitled to dividend of 0.01% per annum. Any dividend declared by the Company on any other Securities will be paid to the Investors proportionately on an as if converted basis;



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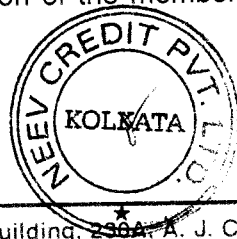
(vi) To do all such acts, deeds or things as may be deemed appropriate, necessary and/or required to issue and/or allot the preference shares to the allottees and/or to give effect to this resolution;

**“RESOLVED FURTHER THAT** all the Directors of the Company be and are hereby severally authorised to do all such acts and deeds, take all steps as may be required to give effect to the aforesaid resolution including but not limited to finalizing, signing and/ or executing documents, agreements, letters, deeds, declarations, private placement offer cum application letter in the manner set out in the Form PAS-4, PAS-5, etc. including returns and/or reports in Form MGT-14 or such other document as applicable with the Ministry of Corporate Affairs and/or Registrar of

Companies, Kolkata and/or any other forms/reports/documents with Reserve Bank of India and with such other authorities as may be required from time to time and to do all such acts, deeds or things as may be required to give effect to the aforesaid resolution including subscription related documents, if any, to be executed by the Company.”

**Notes:**

1. A Statement to be annexed to the Notice pursuant to the Section 102 of the Companies Act, 2013, relating to the Special Business to be transacted at the Extra-Ordinary General Meeting is attached hereto and forms an integral part of the Notice.
2. Members are requested to register their e-mail address (if not provided earlier) and inform changes if any, therein, to enable the Company to send all communications to Members in electronic mode.
3. Corporate members intending to send their authorized representatives to attend the Meeting are requested to send to the Company a certified copy of the Board Resolution through electronic mode authorizing their representative to attend and vote on their behalf at the Meeting.
4. The relevant documents referred to in the accompanying Notice and in the statement annexed to the notice or as required under the Companies Act, 2013 are available at its Registered Office and will be kept open for inspection of the members and are available up to the date of Extra Ordinary General Meeting.



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5. The voting rights of the members shall be in proportion to their shares in the paid-up equity share capital of the Company.

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

As required by Section 102(1) of the Companies Act, 2013 read with Rules 12 and Rule 13 of the Companies (Share Capital and Debenture) Rules, 2014 and Rule 14 of the Companies (Prospectus and Allotment of Securities), 2014 and such other applicable rules (if any) framed pursuant to the Companies Act 2013, including any statutory modification(s) thereof, the

following statement sets out all material facts relating to the Special Business under Item No.1 mentioned in the accompanying Notice and should be taken as forming part of it.

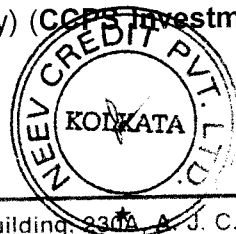
**Item No. 1**

The shareholders had authorized the Board of Directors of the Company to issue 10595 compulsorily convertible participatory preference shares ("CCPS") having a face value of Rs.100/- (Rupees Hundred only) each at a premium of Rs. 1,127 per preference shares aggregating to Rs. 1,30,00,065 (Rupees One Crore Thirty Lakhs Sixty Five only) by way of preferential allotment to Investors as mentioned in Annexure 1 on such terms and conditions contained in the private placement offer letter cum application letter vide resolution passed in the Extra Ordinary General Meeting held on 15<sup>th</sup> January, 2022 at 10:30 A.M.

The Board of Directors intend to modify the terms and conditions contained in private placement offer cum application letter for the issue and allotment of Compulsorily Convertible participatory preference shares ("CCPS") by way of preferential allotment. It requires the consent of the shareholders by way of special resolution, so this resolution is proposed for the said modification.

The proposed preferential allotment would be for issue of compulsory convertible preference shares of the Company ("CCPS") for an aggregate amount of Rs. 1,30,00,065 (Rupees One Crores Thirty Lakhs Sixty Five only) (CCPS Investment Amount) at a subscription price of Rs

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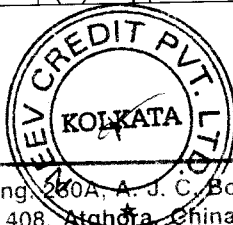
1,227/- per CCPS, comprising of face value of Rs. 100 per CCPS and premium of Rs. 1,127/- per CCPS. The members may note that the issue price per preference shares has been determined pursuant to a valuation exercise undertaken by the Company through an independent third party valuer Mr. Vikram Kumar Singh, Regn no.IBBI/RV/06/2019/11320 having its address at P6, Bangur Avenue, Block - A, 2<sup>nd</sup> Floor, Kolkata - 700055 in accordance with the provisions of the Companies Act, 2013. The valuation report is available for inspection by the members of the Company till the conclusion of the General Meeting. The Company offering or making an invitation to subscribe to the preference shares through preferential allotment on private placement basis requires the approval of the Members in the General Meeting. The Board of Directors of the Company at their meeting held on 24<sup>th</sup> December, 2021 has approved the preferential issue of shares of the Company on private placement basis.

The Valuation of Shares has been done by Mr. Vikram Kumar Singh, Regn no.IBBI/RV/06/2019/11320 having its address at P6, Bangur Avenue, Block - A, 2<sup>nd</sup> Floor, Kolkata - 700055.

Accordingly, the approval of the members is being sought, by way of a Special Resolution, to offer and issue CCPS on a preferential basis. The material facts and information concerned with and relevant to the issue of preference shares to enable the shareholders understand the meaning, scope and implications of the items of business and to take decision thereon are listed herein below for their consideration, pursuant to Rule 9 of the Companies (Share Capital and Debentures) Rules, 2014:

a) Size of the Issue, No. of Preference Shares, Nominal Value of the Shares	10595 compulsorily convertible preference shares of Rs. 100/- Each at a premium of Rs. 1127/- aggregating to Rs. 1227/-
b) Nature of the shares i.e. Cumulative/Non-cumulative, Participating/Non-participating, Convertible/Non-convertible etc.	Participatory, Compulsorily Convertible
c) Objective of the issue.	(i) capital expenditure, (ii) product development, (iii) support the growth of the loan book and repayment

**Neev Credit Pvt. Ltd.**

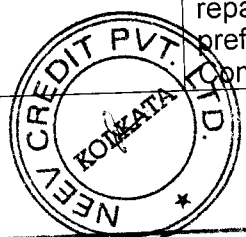


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	of loans (iv) For advancing FLDGs and (v) research and development
d) Manner of the issue	Fresh issue of 0.01% compulsory convertible preference shares on preferential basis
e) Price at which shares are proposed to be issued	Issue Price Rs. 1227/- per share
f) Basis on which price has been arrived i.e. method of valuation etc.	The price has been arrived as per the valuation report issued by Mr. Vikram Kumar Singh dated 14 <sup>th</sup> Dec 2021.
g) Terms of issue, including terms and rate of dividend on each share, etc.	<p>Issue price: CCPS of face value of Rs. 100/- each will be issued at a premium of Rs. 1127 per CCPS.</p> <p>Rate of Dividend: Dividend rate will be 0.01% p.a. (on the face value) which will remain fixed over the tenure of the CCPS.</p> <p>Tenure &amp; Conversion / Redemption Terms: The CCPS are convertible into Equity Shares (having face value of Rs. 1.00 each) at the call of the Company and at any time prior to but not later than completion of 20 years from the date of issue in accordance with the provisions of the Companies Act, 213 read with relevant rules and regulations as amended from time to time</p> <ul style="list-style-type: none"> <li>The preference shares shall be converted to equity shares at 25% discount to the pre-money valuation of the next round of Investment of Equity funding through private placement;</li> </ul> <p style="text-align: center;"><u>OR</u></p> <ul style="list-style-type: none"> <li>Present Floor valuation of INR 60.00 Cr;</li> </ul> <p>Whichever is higher.</p> <p>Priority with respect to payment of dividend or repayment of capital: The CCPS will carry a preferential right vis-à-vis equity shares of the Company with respect to the payment of dividend and</p>



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	<p>repayment of capital during winding up.</p> <p>Voting rights: : The holders of preference shares shall not be entitled to any additional voting rights, except as those specified under the Companies Act 2013 (read with relevant rules and regulations) till the time the preference shares are converted into equity. Upon conversion, the holders of converted equity shares shall be entitled to the same voting rights as present ordinary equity shareholders.</p>						
<p>h) Terms of redemption, including the tenure of redemption, redemption of shares at premium and if the preference shares are convertible, the terms of conversion;</p>	<ul style="list-style-type: none"> <li>The preference shares shall be converted to equity shares at 25% discount to the pre-money valuation of the next round of Investment of Equity funding through private placement;</li> </ul> <p><u>OR</u></p> <ul style="list-style-type: none"> <li>Present Floor valuation of INR 60.00 Cr;</li> </ul> <p>Whichever is higher.</p> <p>The CCPS are convertible into Equity Shares (having face value of Rs. 1.00 each) at the call of the Company and at any time prior to but not later than completion of 20 years from the date of issue in accordance with the provisions of the Companies Act, 2013 read with relevant rules and regulations as amended from time to time</p>						
<p>i) The manner and modes of redemption;</p>	<p>Compulsory Convertible to equity.</p>						
	<table border="1"> <thead> <tr> <th data-bbox="766 1612 1109 1702">Category</th> <th data-bbox="1109 1612 1300 1702">No of Equity shares held</th> <th data-bbox="1300 1612 1508 1702">% of Equity share holding</th> </tr> </thead> <tbody> <tr> <td data-bbox="766 1702 1109 1888">                     A)Promoters' Holding                      1. Indian Individual                      Body corporate/                      Trusts Sub-total (A)                 </td> <td data-bbox="1109 1702 1300 1888">                     48903085                 </td> <td data-bbox="1300 1702 1508 1888">                     100                 </td> </tr> </tbody> </table>	Category	No of Equity shares held	% of Equity share holding	A)Promoters' Holding 1. Indian Individual Body corporate/ Trusts Sub-total (A)	48903085	100
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A)Promoters' Holding 1. Indian Individual Body corporate/ Trusts Sub-total (A)	48903085	100					



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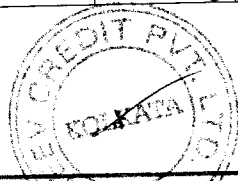
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j) Current shareholding pattern of the Company	<p>B) Public Holding Indian Individual/ Body Corporate/ Foreign Body Corporate</p> <p>Sub-total (B) GRAND TOTAL 48903085 100</p>
k) Expected dilution of Equity Shares upon conversion of preference shares	The expected dilution of Equity Shares upon conversion of compulsorily convertible participatory preference shares will be on the basis of terms & Conditions as set out in the Investment Agreement.

Pursuant to Rule 13 of the Companies (Share Capital and Debentures) Rules, 2014 and Rule 14 of the Companies (Prospectus and Allotment of Securities) Rules, 2014 the material facts and information concerned with and relevant to the issue of such shares to enable the shareholders understand the meaning, scope and implications of the items of business and to take decision thereon are listed herein below –

Sl. No	Subject	Particulars
1.	Total Number of shares to be issued	10,595 0.01% compulsorily convertible preference shares ("CCPS")
2.	Particulars of the offer including date of passing of Board resolution	<p>Particulars of the offer</p> <p>Compulsorily Convertible Preference Shares ("CCPS") each bearing face value of Rs. 100/- (Rupees One Hundred Only) at a premium of Rs. 1127/- aggregating to Rs. 1227/- or any other terms and conditions as may be agreed between the Company and the Investor.</p> <p>Date of board resolution: 24/12/2021</p>
3.	Kind of securities offered and the price at which security is being offered	<p>Kind of security: 0.01% compulsorily convertible preference shares</p> <p>Offer Price of Security: Rs. 1227/- per preference share including premium</p>



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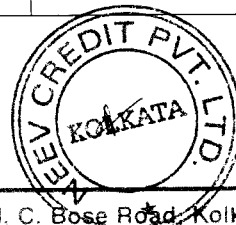
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4.	Basis or justification for the price (including premium, if any) at which the offer or invitation is being made with report of the registered valuer.	<p>The price per preference shares is in accordance with the valuation certificate obtained by the Company from an independent third-party valuer i.e. Mr. Vikram Kumar Singh in accordance with the applicable requirements.</p> <p>The aforesaid valuation certificate is available for inspection of the members and is available at its Registered Office.</p>
5.	Name and address of the valuer who performed valuation	Mr. Vikram Kumar Singh Address: P6, Bangur Avenue, Block - A, 2 <sup>nd</sup> Floor, Kolkata - 70005
6.	Amount which the Company intends to raise by way of such securities	Rs. 1,30,00,065 (Rupees One Crore Thirty Lakh Sixty Five only)
7.	Material terms of raising securities	As mentioned in point (g) of table above
8.	Proposed time schedule	<p>Date of Opening Offer: 17<sup>th</sup> January, 2022</p> <p>Date of closure of offer: 15<sup>th</sup> February, 2022 or the date until which offer if gets extended.</p>
9.	Purposes/ objects of offer/ Objects of the issue	<p>To raise capital for</p> <p>(i) capital expenditure,</p> <p>(ii) product development,</p> <p>(iii) support the growth of the loan book and repayment of loans</p> <p>(iv) For advancing FLDGs and</p> <p>(v) research and development</p>
10.	Contribution being made by the promoters or directors either as part of the offer or separately in furtherance of objects	None
11.	Principle terms of assets being charged as securities	Not applicable
12.	Price band at/within which the allotment is proposed	Please refer to (3) above
13.	Relevant date with reference to which the price has been arrived at	14.12.2021
14.	Class or classes of persons to whom the allotment is proposed to be made	Identified Persons

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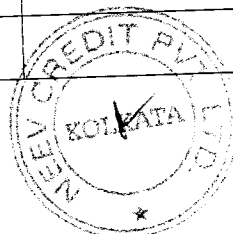
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15.	Intention of promoters/directors/key managerial personnel to subscribe to the offer	None
16.	The proposed time within which the allotment shall be completed	Within sixty days from the date of receipt of application money from allottees.
17.	Names of the proposed allottees and the percentage of post preferential offer capital that may be held by them,	Annexure 1
18.	Change in control, if any, in the Company that would occur consequent to the preferential offer	As a result of the proposed preferential issue CCPS and upon conversion of CCPS into equity shares, there will be no change in the control or management of the Company. However, voting rights will change in accordance with the shareholding pattern.
19.	Number of persons to whom allotment on preferential basis has already been made during the year, in terms of number of securities as well as price	None. No Preferential issue was conducted during the year.
20.	Pre issue and post issue shareholding pattern of the Company	Provided herein below

The pre issue and post issue shareholding pattern of the company in the following format-  
Equity Shares:

Sr. No.	Category	Pre-issue		Post-issue	
		No. of shares held	% Of Shares held	No. of Shares held	% of Shares held
A	Promoters Holding				
1	Indian	4,60,08,460	94.08	4,60,08,460	94.08
	Individual				
	Bodies Corporate	28,94,445	5.92	28,94,445	5.92
	Sub-total				
2	Foreign Promoters				
	Sub-total (A)				
B	Non-Promoters Holding				



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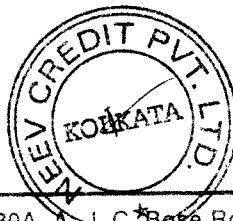
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1	Institutional investors				
2	Non-Institutional investors				
	Private Corporate bodies				
	Directors and relatives				
	Indian public				
	Other [including Non-resident Indians (NRIs)]				
	Sub-total (B)	4,89,03,085	100	4,89,03,085	100

**Preference Shares**

Sr. No.	Category	Pre-issue		Post Issue	
		No. of Shares held	% of Shares held	No. of Shares held	% of Shares held
A	Promoters Holding	-	-		
1	Indian Individual	-	-	-	-
	Bodies Corporate	-	-	-	-
	Sub-total		-		
2	Foreign Promoters	-			
	Sub-total (A)	-	"		
B	Non-Promoters Holding		"		
1	Institutional investors	"			
2	Non-Institutional investors	"	"		
	Private Corporate bodies		-	2,852	26.92
	Directors and relatives	"	-		
	Indian public	-	-	7,743	73.08



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	Other [including Non-resident Indians (NRIs)]	-	-		
	GRAND TOTAL	-	-	10,595	100

The Board recommends the Special Resolution set forth in Item No. 3 of the Notice for approval of the Members.

**Nature of concern or interest**

None of the Directors, management of the Company, or their Relatives are in any way, either directly or indirectly, concerned or interested in the said resolution, except as any other shareholder of the Company on the terms and conditions as may be agreed with them.

**By order of the Board**

**For Neev Credit Private Limited**

Neev Credit Private Limited

*Nikhil Saraf*

Authorised Signatory / Director

**Nikhil Saraf**

**Director**

**DIN: 00611163**