

NOTICE

NOTICE IS HEREBY GIVEN THAT AN EXTRA-ORDINARY GENERAL MEETING OF NEEV CREDIT PRIVATE LIMITED ("Company") WILL BE HELD ON 15th JANUARY, 2022 AT 10:30 AM AT SUIT NO. 68, 6TH FLOOR, CHITRAKOOT BUILDING, 230A AJC BOSE ROAD, KOLKATA – 700020 TO TRANSACT THE FOLLOWING BUSINESS:

SPECIAL BUSINESS

SPECIAL RESOLUTION

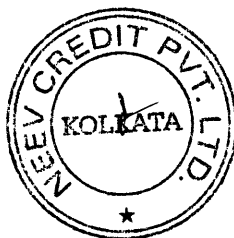
1. ADOPTION OF NEW SET OF ARTICLES OF ASSOCIATION

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

"**RESOLVED THAT** in accordance with the provisions of applicable law, including Section 14 of the Companies Act, 2013 and the Rules made thereunder and amended from time to time, approval of the shareholders of the Company be and is hereby accorded, by way of special resolution, to adopt a new set of Articles of Association of the Company, a draft of which was circulated to the shareholders and is placed before the meeting (which be and is hereby specifically approved), in substitution of the existing articles of association of the Company."

"**RESOLVED FURTHER THAT** the Board of Directors of the Company be and is hereby authorised to do all acts, deeds, matters and things as they may in their absolute discretion deem necessary, proper or desirable and to settle any question, difficulty or doubt that may arise in this regard and to sign and execute all necessary documents, applications, returns and writings as may be necessary, proper, desirable or expedient to give effect to said alteration."

"**RESOLVED FURTHER THAT** the Board of Directors of the Company be and is hereby authorized, in the best interest of the Company, to accede to such modifications and alterations to the aforesaid resolution as may be suggested by the Registrar of Companies or such other Authority arising from or incidental to the said amendment."



2. RECLASSIFICATION OF AUTHORIZED SHARE CAPITAL AND CONSEQUENT ALTERATION OF MEMORANDUM OF ASSOCIATION

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

"RESOLVED THAT pursuant to the provisions of Sections 13, 61 and all other applicable provisions, if any, of the Companies Act, 2013 (along with any rules thereunder, including any statutory modification(s) or re-enactment thereof for time being in force and as may be enacted from time to time) ("**Act**"), and the Articles of Association of the Company (AOA), consent of the members of the Company be and is hereby accorded to the re-classification of the existing authorized share capital of the Company being Rs, 6,00,00,000/- (Rupees Six Crore Only) divided into 6,00,00,000 Equity Shares of Re. 1/- each (Rupee one only) to:

Rs 5,75,00,000/- (Rupees Five Crore Seventy Five Lakhs Only) divided into 5,75,00,000 Equity Shares for a face value of Re. 1/- each (Rupee one only)

And

Rs. 25,00,000 (Rupees Twenty Five Lakhs Only) divided into 25,000 Compulsorily Convertible Preference Shares for a face value of Rs. 100/- each (Rupees Hundred only)

"RESOLVED FURTHER THAT the Memorandum of Association of the Company be and is hereby altered by substituting the existing Clause V thereof by following new Clause V as under:

V. The Authorised Share Capital of the company is Rs, 6,00,00,000/- (Rupees Six Crore Only) divided into 6,00,00,000 Equity Shares of Re. 1/- each (Rupee one only) divided into Rs.5,75,00,000/- (Rupees Five Crore Seventy Five Lakh Only) divided into 5,75,00,000 Equity Shares for a face value of Re. 1/- each (Rupee one only) And Rs. 25,00,000 (Rupees Twenty Five Lakhs Only) divided into 25,000 Compulsorily Convertible Preference Shares for a face value of Rs. 100/- each (Rupees Hundred only); with the power to the Board to increase or reduce the capital of the Company and to divide the shares in the capital for the time being into several classes and to attach thereto respectively such preferential, deferred, qualified or special

rights, privileges or conditions as may be determined by or in accordance with the Articles of Association of the Company (AOA) and to vary, modify, amalgamate or abrogate any such rights, privileges or conditions in such manner as may for the time being be provided by the Articles of Association of the Company and the Act”;

“**RESOLVED FURTHER THAT** all the Directors of the Company be and are hereby severally authorized to do all such acts, deeds including but not limited to signing, executing documents, agreements, letters, deeds, filing the relevant forms including returns and/or reports in Form SH7, Form MGT-14 or such other document as applicable with the Ministry of Corporate Affairs and/or Registrar of Companies, Kolkata 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.”

3. 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** 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 cumulative 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, Atchhora, Chinara 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. Cumulative: The CCPS will carry cumulative dividend right.
- d. Tenure & Conversion / Redemption Terms: The CCPS are convertible into Equity Shares 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, at the Enterprise Value determined at the time of conversion
- e. 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.
- f. Participation in surplus funds / surplus assets and profits: The CCPS shall be entitled to liquidation preference details of which are set out in the Shareholders' Agreement.
- g. Voting rights: The holder of the CCPS shall be entitled to vote together with the holders of Equity Shares of the Company in proportion to its share in the paid up share capital of the Company on a post-conversion basis.
- (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 equity and preference shares and that the record of such proposed issue of equity and 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 equity and preference shares pursuant to the preferential allotment to the Investors and shall be kept in the

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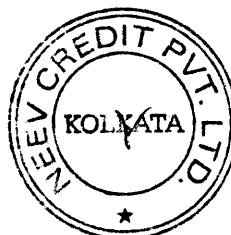
designated bank account designated by the Company and shall be utilized by the company in accordance with the provisions of section 42(6) of the Companies Act, 2013 and/or such other applicable provisions of the Companies Act, 2013;

(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) To rank pari passu the newly issued equity shares with the existing equity shares of the Company in all respects (including with respect to dividend and voting powers) from the date of allotment thereof, and be subject to the requirements of all applicable laws and shall be subject to the provisions of the Memorandum of Association and Articles of Association of the Company;

(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.”



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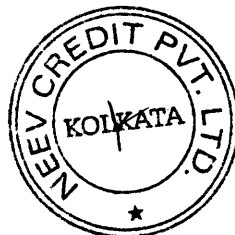
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Notes:

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.
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, Item No. 2 and Item No. 3 mentioned in the accompanying Notice and should be taken as forming part of it.



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Item No. 1 & 2 –

Material Facts:

The Company proposes to raise capital by way of private placement allotment of Preference Shares. The same is to be authorised by the Articles of Association. However the current Articles does not authorise the issue of Preference Shares. Moreover, in order to commensurate the same with the provisions of Companies Act 2013, it is desirable to adopt a whole new set of Articles of Association.

Furthermore, for the same it is proposed to reclassify the authorized share capital of the Company from Rs, 6,00,00,000/- (Rupees Six Crore Only) divided into 6,00,00,000 Equity Shares of Re. 1/- each (Rupee one only) to:

Rs 5,75,00,000/- (Rupees Five Crore Seventy Five Lakh Only) divided into 5,75,00,000 Equity Shares for a face value of Re. 1/- each (Rupee one only)

And

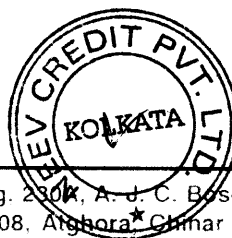
Rs. 25,00,000 (Rupees Twenty Five Lakh Only) divided into 25,000 Compulsorily Convertible Preference Shares for a face value of Rs. 100/- each (Rupee hundred only). The Board of Directors at its meeting held on 24th December 2021 have approved alteration of the Memorandum of Association of the Company (MOA) including capital clause V thereof and now seek members' approval for the same.

The proposed change of capital clause requires the approval of shareholders through Special Resolution pursuant to the provisions of Section 61 of the Companies Act, 2013. A copy of the proposed Memorandum of Association of the Company shall be available for inspection for the members at the registered office till the date of this meeting. The Board recommends the Special Resolution set forth in Item No. 1 & 2 of the Notice for approval of the Members.

Nature of concern or interest

None of the directors, key managerial personnel of the Company and their relatives are in any way, either directly or indirectly, are concerned or interested in this resolution.

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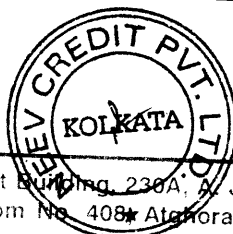
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of the members is being sought, by way of a Special Resolution, to offer and issue, Equity and CCPS on a preferential basis. The material facts and information concerned with and relevant to the issue of preference shares to enable the shareholders 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.	Cumulative, Participatory, Compulsorily Convertible
c) Objective of the issue.	(i) capital expenditure, (ii) product development, (iii) repayment of loans and (iv) 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 th Dec 2021.
g) Terms of issue, including terms and rate of dividend on each share, etc.	Issue price: CCPS of face value of Rs. 100/- each will be issued at a premium of Rs. 1127 per CCPS. Rate of Dividend: Dividend rate will be 0.001% p.a. (on the face value) which will remain fixed over the tenure of the CCPS. Cumulative: The CCPS will carry cumulative dividend right. Tenure & Conversion / Redemption Terms: The CCPS are convertible into Equity Shares 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, at the Enterprise Value determined at the time of conversion 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

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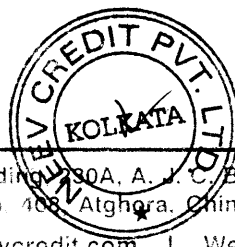
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	<p>Company with respect to the payment of dividend and repayment of capital during winding up.</p> <p>Participation in surplus funds / surplus assets and profits: The CCPS shall be entitled to liquidation preference details of which are set out in the Shareholders Agreement.</p> <p>Voting rights: The holder of the CCPS shall be entitled to vote together with the holders of Equity Shares of the Company in proportion to its share in the paid-up share capital of the Company on a post- conversion basis.</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;	The CCPS are convertible into Equity Shares 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, at the Enterprise Value determined at the time of conversion.		
i) The manner and modes of redemption;	Compulsory Convertible to equity.		
j) Current shareholding pattern of the Company	Category	No of Equity shares held	% of Equity share holding
	A)Promoters' Holding		
	1. Indian Individual		
	Body corporate/ Trusts Sub-total (A)	48903085	100
	B) Public Holding		
	Indian Individual/ Body Corporate/ Foreign Body Corporate		
	Sub-total (B) GRAND TOTAL	48903085	100
k) Expected dilution of Equity Shares upon conversion of preference shares	The expected dilution of Equity Shares upon conversion of cumulative compulsorily convertible participatory preference shares is on the basis of the Enterprise Value (formula as set out in the Investment Agreement) determined at the time of conversion.		

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

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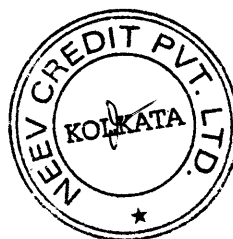
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The terms of business and to take decision thereon are listed herein below –

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% cumulative compulsorily convertible preference shares</p> <p>Offer Price of Security: Rs. 1227/- per preference share including premium</p>
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 equity share and 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	<p>Mr. Vikram Kumar Singh</p> <p>Address: P6, Bangur Avenue, Block - A, 2nd Floor, Kolkata - 70005</p>
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



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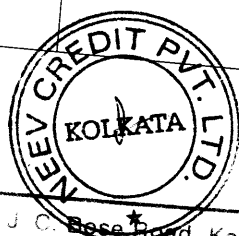
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8.	Proposed time schedule	Date of Opening Offer: 17 th January, 2022 Date of closure of offer: 15 th February, 2022 or the date until which offer if gets extended.
9.	Purposes/ objects of offer/ Objects of the issue	To raise capital for (i) capital expenditure, (ii) product development, (iii) repayment of loans and (iv) research and development
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	Private Equity Holder
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.

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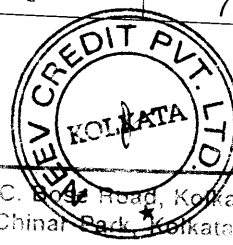
20.	Pre issue and post issue shareholding pattern of the Company	Provided herein below
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The pre issue and post issue shareholding pattern of the company in the following format-
Equity Shares:

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				
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

Sr. No.	Category	Preference Shares		Post Issue	
		No. of Shares held	% of Shares held	No. of Shares held	% of Shares held
A	Promoters Holding	-	-		
1	Indian	-	-	7,743	73.08

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	Individual	-			
	Bodies	-	-	2,852	26.92
	Corporate				
	Sub-total		-		
2	Foreign	-			
	Promoters				
	Sub-total (A)	-	"		
B	Non-Promoters				
	Holding		"		
1	Institutional	"			
	investors				
2	Non-	"	"		
	Institutional				
	investors				
	Private		-		
	Corporate				
	bodies				
	Directors	"	-		
	and				
	relatives				
	Indian public	-	-		
	Other [including	-	-		
	Non-resident				
	Indians (NRIs)]				
	GRAND TOTAL	-	-	10,595	100

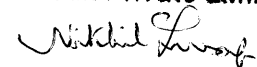
The Board recommends the Special Resolution set forth in Item No. 3 of the Notice for approval of the Members.

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**



**Authorised Signatory / Director
Nikhil Saraf**

Director

DIN: 00611163

Neev Credit Pvt. Ltd.

CIN : U65923WB1996PTC076763

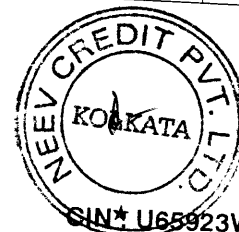
Regd. Off. : Suite # 68, 6th Floor, Chitrakoot Building, 230A, A. J. C. Bose Road, Kolkata - 700 020 Ph. : +91 33 4069 8002
Branch Off. : PS IXL Building, 4th Floor, Room No. 408, Alghora, Chinara Park, Kolkata - 700 136 Ph. : +91 33 4061 9255

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

ANNEXURE 1

List of Investors

Serial No.	Name of the Subscriber	Address	PAN	Amount
1	Envocon Projects LLP	6F, 5B, Woodburn Park, Kolkata - 700020	AAEFE4606Q	1,000,005
2	Bikash Damani	104/Bidhanagar Road Merlin Warden Lake View, Block 1 Flat 11B, Kolkata - 700067	ADRPD7080P	1,000,005
3	Kredent Holdings Private Limited	4 Brabourne Road, 4th Floor, Kolkata - 712233, West Bengal	AAACI8269C	499,389
4	Unicorn Infinite LLP	180, M.G.Road, 2nd Floor, Kolkata - 700007	AAEFU9277B	1,000,005
5	Sohan Minerals & Mining Company Private Limited	8 Ho Chi Minh Sarani, 3rd Floor, Office No. 28/8, Harrington Mantion, Kolkata - 700071	AAKCS7195M	1,000,005
6	Aumkara Udyog	67, Gamesh Chandra Avenue, 1st floor, Kolkata - 700013	ABQFA7185F	1,000,005
7	Vikas Vasal	Flat 1601, Tower 15, The Close South, Nirvana Country, Sector 50, Gurgaon 122018	AAEPV3215C	499,389
8	David Julian Jones	J-997 Palam Vihar Gurugram Haryana - 122017	ADAPJ2366B	500,616
9	Sumesh S Edakkalathil	3B, Sujatha Apartment, Abhiramapuram, 4th Street, abhiramapuram, chennai 600018	BITPS0294N	500,616
10	Meet Jain	Neelkhan Building, Flat 6B and 9A, 26B Camac Street, Park Street, Kolkata - 700016	ACHPJ9528K	500,616



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11	Rashmi Gupta	W/o Ashish Gupta, 301, Gagan Vihar, Krishna Nagar, H.O. East Delhi - 110051	AHRPG7567Q	1,000,005
12	Sweta Tiwari	BE-69, Salt Lake, Sec -1, Kolkata	AKDPT0927G	1,000,005
13	Kajal Sharma	38, Ghosh Lane, Kolkata - 700006	DUEPS8543B	1,000,005
14	Shruti Dhelia	D-204, Wilson Manor Apartment, 13th Cross, Wilson Garden, Bangalore - 560027	AKUPS2170B	1,000,005
15	Ketan Shekhar	Gram - Baruara, P.O. Kushothar, Anchal - Bahadarpur, Thana - Bahadarpur, Baruara, Kusothar, Darbhanga - 847429, Bihar	EUXPS6620F	1,499,394

