

NOTICE

Notice is hereby given that an Extraordinary General meeting (S.No.1/2023-2024) of the members of Veritas Finance Private Limited (“**Company**”) is scheduled to be held on Thursday, 20th April 2023 at 10:00 A.M. at the registered office of the Company i.e., SKCL Central Square 1, South Wing, 1st Floor, Unit # C28-C35, CIPET Road, Thiru Vi Ka Industrial Estate, Guindy, Chennai – 600032 to transact the following business.

Kindly make it convenient to attend the meeting.

SPECIAL BUSINESS:

1. To increase the borrowing powers of the Board of Directors:

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

RESOLVED THAT in supersession of all earlier resolutions passed in this regard, pursuant to Section 180 and other applicable provisions, if any, of the Companies Act, 2013 (including any statutory modification and or re-enactment thereof) and in terms of Articles of Association of the Company, the consent of the members be and is hereby accorded to increase the borrowing powers of the Board of Directors (hereinafter referred to as “the Board” which term shall be deemed to include any Committee which the Board may constitute for this purpose) of the Company, to borrow for the purpose of business of the Company from time to time at their discretion, any sum or sums of money from any bank or financial institution, firm, mutual funds, insurance companies, non-banking financial institutions, body corporate or other persons, External Commercial Borrowings (ECB) (including External Commercial Borrowings in foreign denominated currencies from any foreign sources/ countries as prescribed by guidelines, if any, in this respect), availing Standby Letter of Credit (SBLC), Non-Convertible Debentures (NCDs) and all types of fund and non-fund based facilities, outstanding at any point of time, from existing Rs. 4000,00,00,000/- (Rupees Four Thousand Crores Only), as recommended by the Board in its meeting held on March 27, 2023, to the extent of Rs. 5200,00,00,000/- (Rupees Five Thousand Two Crores Only), notwithstanding that the monies already borrowed by the Company (apart from temporary loans obtained from the Company’s bankers in the ordinary course of business) may, at any time, exceed the aggregate of the paid-up capital of the Company and its free reserves and that the Board of Directors (which term shall be deemed to include any Committee thereof) be and is hereby empowered and authorized to arrange or fix the terms and conditions of all such monies to be borrowed from time to time as to interest, repayment, security or otherwise as they may, in their absolute discretion, think fit and be

authorized to delegate all or any of its powers herein conferred to any Committee and / or director(s) and / or officer(s) of the Company, to give effect to this resolution.

RESOLVED FURTHER THAT from the above enhanced limit of Rs. 5200,00,00,000/- (Rupees Five Thousand Two Hundred Crores Only), Private placement of Non-Convertible Debentures be made to the extent of Rs. 600,00,00,000/- (Rupees Six Hundred Crores Only), the limit for borrowings by way of commercial papers is set to the extent of Rs.200,00,00,000/- (Rupees Two Hundred Crores only), 4000,00,00,000/- (Rupees Four Thousand Crores Only) be used for borrowing from such person or persons including, banks, institutions, corporates, etc., including by issue of External Commercial Borrowings (ECB), availing Standby Letter of Credit (SBLC), all types of fund and non-fund-based facilities, the limit of Rs. 400,00,00,000/- (Rupees Four Hundred Crores only) be used for borrowing money through Securitization of its loan receivables, and/or to sell / transfer/ directly assign substantial assets including receivables / book debt of the Company, and the limits amounting to Rs. 4000,00,00,000/- (Rupees Four Thousand Crores only), Rs. 600,00,00,000/- (Rupees Six Hundred Crores only) and Rs. 200,00,00,000/- (Rupees Two Hundred Crores only) be considered at outstanding levels, at any point of time, **AND THAT** the Board, be and is hereby authorised to change the sub limits and also permit interchangeability within the overall limit of Rs. 5200,00, 00, 000/- (Rupees Five Thousand Two Hundred Crores only) or delegate to any Committee and / or director(s) and / or officer(s) of the Company in this regard.

RESOLVED FURTHER THAT Mr. D. Arulmany, Managing Director and CEO and Ms. V. Aruna, Company Secretary and Compliance officer be and are hereby severally authorized to do all such acts, deeds and things as may be necessary for all matters connected therewith and/or incidental thereto.

RESOLVED FURTHER THAT a Certified True Copy of this resolution be furnished as required under the signature of the Company Secretary of the Company.

2. Authorization for issuance and allotment of redeemable non-convertible debentures:

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

RESOLVED THAT pursuant to the provisions of Section 42 of the Companies Act, 2013 read with the Companies (Prospectus and Allotment of Securities) Rules, 2014 and all other applicable provisions, if any, of the Companies Act, 2013 (the "Act") and in accordance with the provisions of the Memorandum and Articles of Association of the Company, the consent of the members of the

Company be and is hereby accorded to the Board of Directors of the Company, for making offer(s) or invitation(s) to subscribe to secured/unsecured/subordinated, rated/unrated, listed/unlisted non-convertible debentures (“NCDs”) on a private placement basis, in one or more tranches/series, for a period of 1 (one) year from the date hereof, on such terms and conditions including the price, coupon, premium / discount, tenor etc., as may be determined by the Board of Directors (including any committee and/or officers authorized by the Board of Directors thereof), based on the prevailing market condition.

RESOLVED FURTHER THAT the aggregate amount to be raised through the issuance of NCDs pursuant to the authority under this Resolution shall not exceed the overall limit of Rs. 600,00,00,000/- (Rupees Six Hundred Crores only) or such other limits as the Board of Directors are authorized to interchange within the overall limit of Rs. 5200,00,00,000/- (Rupees Five Thousand Two Hundred Crores only), from time to time.

RESOLVED FURTHER THAT the Board of Directors of the Company (hereinafter referred to as “the Board”), be and is hereby authorised to do all such acts, deeds, matters and things and to execute all such agreements, documents, instruments, applications etc. as may be required, with power to settle all questions, difficulties or doubts that may arise in regard to the aforesaid resolution as it may in its sole discretion deem fit and to delegate all or any of its powers herein conferred to any of the Directors and/or Officers of the Company, to give effect to this resolution.

3. To undertake the transaction(s) for Securitization/Selling/Transfer/Direct Assignment of its receivables/book debts

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

RESOLVED THAT pursuant to Section 180(1)(a) and other applicable provisions, if any, of the Companies Act, 2013 (including any statutory modifications thereof) and any rules and regulations made thereunder and the Articles of Association of the Company and such other approvals as may be necessary, the consent of the members of the Company be and is hereby accorded by way of a special resolution to the Board of Directors (hereinafter referred to as “the Board” which term shall be deemed to include any Committee duly constituted by the Board to exercise its powers conferred by this resolution) of the Company to pledge, mortgage, lien, hypothecate and/or create charge, whether fixed or floating (in addition to any other hypothecation, pledge, lien, mortgage, charges created/to be created by the Company), in such form and manner and with such ranking and at such

time and on such terms as the Board may determine, or transfer, sell and/or dispose of in any manner whatsoever, all or any of the immovable properties and/or movable assets (including in the form of book debts/receivables) (both tangible and intangible) of the Company, both present and future, and the whole or substantially the whole of the undertaking(s) or any properties of the Company where so ever situated, in favour of/to banks, financial institutions, mutual funds, insurance companies, non-banking financial companies, investors, debenture holders, lenders, or any other persons and/or their Agents or Trustees (whether in India or overseas) (together, the "**Lender(s)/Investor(s)**") to, *inter alia*, secure any borrowings, loans, external commercial borrowings, debentures, financial assistance or financial indebtedness availed by the Company or any third party from time to time (including without limitation, the due payment of the principal and/or together with interest, at the respective agreed rates, additional interest, compound interest, accumulated interest, liquidated damages, commitment charges, remuneration of the agent(s), trustee(s), prepayment premium, all other costs, charges and expenses and all other amounts payable by the Company), or for any other purposes as the Board may deem fit from time to time, in terms of the relevant documents, entered into or to be entered into between the Company and any Lender(s)/Investor(s) in respect thereof, on such terms and conditions as may be agreed between the Company and any Lender(s)/Investor(s), provided that the maximum value of the assets/properties of the Company (whether movable or immovable) that are encumbered, sold, transferred and/or disposed of pursuant to this resolution does not exceed Rs. 400,00,00,000/- (Rupees Four Hundred Crores only) at any time.

RESOLVED FURTHER THAT the Board of Directors of the Company (including any Committee thereof) be and are hereby severally authorized to negotiate, finalize and execute with the Lender(s) / Debenture Trustees / Financial Institutions such documents / agreements / undertakings / indemnities / guarantees as may be required and to propose / accept any modifications to the terms and conditions thereto and to do all such acts, deeds and things as may be required, with power to settle all questions, difficulties or doubts that may arise in this regard, as it may in its sole and absolute discretion deem fit and to delegate all or any of its powers herein conferred to any Committee and / or director(s) and / or officer(s) of the Company, to give effect to this resolution.

RESOLVED FURTHER THAT Mr. D. Arulmany, Managing Director and CEO and Ms. V. Aruna, Company Secretary and Compliance officer be and are hereby severally authorized to do all such acts, deeds and things as may be necessary for all matters connected therewith and/or incidental thereto.

RESOLVED FURTHER THAT a Certified True Copy of this resolution be furnished as required under the signature of the Managing Director & CEO or the Company Secretary of the Company to anyone concerned or interested in this matter.

4. To increase the Authorized Share Capital of the Company from Rs.130,00,00,000/- (Rupees One Hundred and Thirty Crores Only) to Rs.202,00,00,000/- (Rupees Two Hundred and Two Crores Only) and to amend the Memorandum of Association (MOA) of the Company:

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

RESOLVED THAT pursuant to the provisions of Section 61 and 64 and other applicable provisions, if any, of the Companies Act, 2013 and the rules framed there under, the consent of the shareholders of the Company be and is hereby accorded, to increase the Authorized Share Capital of the Company as follows:

Particulars	Existing (In Rs.)	Proposed (In Rs.)	Face Value of Shares (In Rs.)
Equity Share Capital	64,98,00,000	136,98,00,000	Rs. 10/- each
Preference Share Capital	20,88,35,520	20,88,35,520	Rs.15/- each
Preference Share Capital	44,13,64,480	44,13,64,480	Rs.10/- each
Total	130,00,00,000	202,00,00,000	

RESOLVED FURTHER THAT pursuant to the provisions of Section 13, 61 and 64 and other applicable provisions, if any, of the Companies Act 2013, and the rules framed thereunder, the consent of the shareholders of the Company be and is hereby accorded for substituting Clause V of the Memorandum of Association of the Company with the following clause:

‘V. The Authorized Share Capital of the Company is Rs.202,00,00,000/- (Rupees Two Hundred and Two Crores) divided into 13,69,80,000 (Thirteen Crores Sixty Nine Lakhs and Eighty Thousand) Equity Shares of face value of Rs. 10/- each and 1,39,22,368 (One Crore Thirty Nine Lakhs Twenty Two Thousand Three Hundred and Sixty Eight) Preference Shares of Rs. 15/- each and 4,41,36,448 (Four Crores Forty One Lakhs Thirty Six Thousand Four Hundred and Forty Eight) Preference Shares of Rs. 10/- each, with all the rights, privileges and conditions attached thereto as per the relevant provisions contained in that behalf in the Articles of Association of the company and with the power to increase or reduce the capital of the company and divide the shares in the capital for the time being into several classes (being those specified in the Companies Act, 2013) and attach thereto respectively such preferential, qualified or special rights, privileges or conditions in such manner as may be permitted by the said Act or provided by the Articles of Association of the company for the time being in force.’

RESOLVED FURTHER THAT Mr. D. Arulmany, Managing Director & CEO and Ms. V. Aruna, Company Secretary & Compliance Officer be and are hereby severally authorized to do all such acts, deeds, matters and things as may be deemed necessary to give effect to this resolution and to take all such steps which are incidental and ancillary in this connection.

Thanking you,
By Order of the Board of Directors,



Ms. V. Aruna
Company Secretary and Compliance Officer
M. No.: A60078

Place: Chennai
Date: March 28, 2023

NOTES

1. A member entitled to attend and vote at the meeting is entitled to appoint a proxy and proxy need not be a member. The proxies should be lodged with the Company not later than 48 hours before the time fixed for the commencement of the meeting.
2. A person can act as a proxy on behalf of members not exceeding fifty and holding in the aggregate not more than ten percent of the total share capital of the Company carrying voting rights. A member holding more than ten percent of the total share capital of the Company carrying voting rights may appoint a single person as a proxy and such person shall not act as a proxy for any other person or shareholder.
3. Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 is annexed and forms part of this notice.
4. In terms of the requirements of the Secretarial Standard on General Meetings (SS-2) a route map of the venue of the EGM is enclosed.
5. Attendance Slip is attached to this notice. Members/Proxies should fill the Attendance Slip for attending the Meeting and bring their Attendance Slips to the Meeting. Alternatively, they may sign the attendance register maintained for this purpose at the Meeting.
6. Members who have not registered their e-mail addresses are requested to register their e-mail address for receiving all communication including annual report, notices, circulars, etc. from the Company electronically.

ANNEXURE TO NOTICE

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

Item No. 1: To increase the borrowing powers of the Board of Directors:

1. In order to meet the growth plans of the Company, Board of Directors (“Board”) of the Company in its meeting held on March 27, 2023, has recommended to the shareholders, pursuant to Section 180(1)(c) of the Companies Act, 2013, to increase the quantum of borrowing powers of the Board from Rs.4000,00,00,000/- (Rupees Four Thousand Crores Only) to Rs. 5200,00,00,000/- (Rupees Five Thousand Two Hundred Crores only) as below subject to interchangeability within the overall borrowing powers of Rs. 5200,00,00,000/- (Rupees Five Thousand Two Hundred Crores only):

Particulars	Existing Limits (in Rs. Crores)	Proposed Limits (in Rs. Crores)
Private placement of Non-Convertible Debentures (NCDs)	1000.00	600.00
Borrowings from such person or persons including banks, institutions, corporates, etc., by way of External Commercial Borrowings (ECBs), availing Standby Letter of Credit (SBLC), and all types of fund and non-fund based facilities.	2700.00	4000.00
Borrowings by way of Commercial Papers	50.00	200.00
Total Direct Borrowings (in Rs. Crores) (outstanding at any point of time)	3750.00	4800.00
Securitization of its loan receivables, and/or to sell / transfer / directly assign substantial assets including receivables / book debt of the Company	250.00	400.00
Grand Total (in Rs. Crores)	4000.00	5200.00

2. Additionally, it has been proposed to undertake transaction(s) for securitization of its loan receivables, selling, transferring, assignment of the receivables/ book debts (together with any underlying security interest and contractual comfort (if any)) amounting to Rs. 400,00,00,000/- (Rupees Four Hundred Crores only) of the Company from time to time. While these transactions fall under ‘sale of undertaking’ of the Company as per Companies Act, 2013, the same is construed as indirect borrowings and therefore the borrowing limits of the Board is proposed to be increased to accommodate the same.

3. Accordingly, approval of the Members is being sought to increase the quantum of borrowing powers of the Board by passing the resolution set out in item no. 1 of this Notice as a Special Resolution.
4. None of the Directors, Key Managerial Personnel or their relatives are in any way concerned or interested in this Resolution.

Item No. 2: Authorization for issuance and allotment of redeemable non- convertible debentures:

1. Pursuant to Section 42 of the Companies Act, 2013, read with Rule 14 of the Companies (Prospectus and Allotment of Securities) Rules, 2014, as amended from time to time, the Company is required to obtain the approval of its members by way of a special resolution, before making any offer or invitation for issuance of NCDs on a private placement basis. The said approval shall be the basis for the Board to determine the terms and conditions of any issuance of NCDs by the Company for a period of 1 (One) year from the date on which the shareholders have provided the approval by way of the special resolution.
2. The disclosures required pursuant to Rule 14 of the Companies (Prospectus and Allotment of Securities) Rules, 2014 are set out here in below:

a) Particulars of the offer including date of passing of board resolution: This special resolution is being passed in terms of the third proviso to Rule 14(1) of Companies (Prospectus and Allotment of Securities) Rules, 2014 for the issuance of NCDs, from time to time, for the period of 1 (one) year from the date hereof and accordingly this question is not applicable at present. The particulars of each offer shall be determined by the Board of Directors (including any committee and/or officers duly authorized by the Board of Directors thereof), from time to time;

b) Kinds of securities offered and price at which security is being offered: This special resolution is restricted to the private placement issuance of non-convertible debentures by the Company which may be secured/unsecured/subordinated, rated/unrated, listed/unlisted with the terms of each issuance being determined by the Board of Directors (including any committee and/or officers duly authorized by the Board of Directors thereof), from time to time, for each issuance;

c) Basis or justification for the price (including premium, if any) at which offer or invitation is being made: Not applicable;

d) Name and address of valuer who performed valuation: Not applicable;

e) Amount which the company intends to raise by way of such securities: As may be determined by the Board of Directors from time to time but subject to the limits approved under Section 42 of the Companies Act, 2013 of upto Rs. 600,00,00,000/- (Rupees Six Hundred Crores only) or such other limits as may be interchanged within the overall limit of Rs. 5200,00,00,000/- (Rupees Five Thousand Two Hundred Crores only) as authorized, from time to time;

f) 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: This special resolution is being passed in terms of the third proviso to Rule 14(1) of Companies (Prospectus and Allotment of Securities) Rules, 2014 for the issuance of NCDs, from time to time, for the period of 1 (one) year from the date hereof and accordingly this question is not applicable at present. The particulars of each offer shall be determined by the Board of Directors (including any committee and/or officers, duly authorized by the Board of Directors thereof), from time to time.

3. The Directors recommend the resolution for members' approval as a Special Resolution set out at Item no. 2 of this Notice.
4. None of the Directors, Key Managerial Personnel or their relatives are in any way concerned or interested, financially or otherwise in this Resolution.

Item No.3. To undertake the transaction(s) for Securitization/Selling/Transfer/Direct Assignment of its receivables/book debts

1. To augment the medium-term resources and to diversify both the funding sources as well as new instruments, it has been proposed to undertake multiple transactions for securitization of its loan receivables, selling, transferring, assignment of the receivables/book debts (together with any underlying security interest and contractual comfort (if any)) amounting to Rs. 400,00,00,000/- (Rupees Four Hundred Crores only) of the Company from time to time
2. The sale / assignment / securitisation of the receivables may result into disposal of undertaking as defined in the explanation to Section 180(1)(a) of the Companies Act, 2013. Explanation of "undertaking" for the purpose of Section 180(1)(a) of the Act, shall mean an undertaking in which the investment of the company exceeds twenty percent of its net worth as per the audited balance sheet of the preceding financial year or an undertaking which generates twenty percent of the total income of the company during the previous financial year.

3. As per the provisions of Section 180(1)(a) of the Companies Act, 2013, the Board of Directors of a company shall not sell, assign its receivables / book debts without the consent of the members of the company accorded at the General Meeting by means of a 'special resolution'.
4. In view of the aforesaid, the Board of Directors at its meeting held on March 27, 2023, has subject to the approval of shareholders, approved to sell, assign / securitize receivables as approved by the members pursuant to Section 180(1)(a) of the Act.
5. In this regard, the approval of the members is sought for sale / assignment / securitization of its receivables / book debt on such terms and conditions as may be determined by the Board of Directors (or committee or any other person authorized by the Board of Directors), depending on the prevailing market condition.
6. Accordingly, approval of the shareholders is being sought by passing the resolution set out in item no. 3 of this Notice as a Special Resolution.
7. None of the other Directors, Key Managerial Personnel or their relatives are in any way concerned or interested, financially or otherwise in this Resolution.

Item No.4. To increase the Authorized Share Capital of the Company from Rs.130,00,00,000/- (Rupees One Hundred and Thirty Crores Only) to Rs.202,00,00,000/- (Rupees Two Hundred and Two Crores Only) and to amend the Memorandum of Association (MOA) of the Company:

1. The existing Authorized share capital of the Company is Rs.130,00,00,000/- (Rupees One Hundred and Twenty Crores Only) divided into:
 - (a) 6,49,80,000 (Six Crores Forty Nine Lakhs Eighty Thousand Only) Equity Shares of Rs. 10/- (Rupees Ten Only) each aggregating to Rs. 64,98,00,000/- (Rupees Sixty Four Crores and Ninety Eight Lakhs Only),
 - (b) 1,39,22,368 (One Crore Thirty Nine Lakhs Twenty Two Thousand Three Hundred and Sixty Eight Only) Preference Shares of Rs. 15/- (Rupees Fifteen Only) each aggregating to Rs. 20,88,35,520/- (Rupees Twenty Crores Eighty Eight Lakhs Thirty Five Thousand Five Hundred and Twenty Only) and
 - (c) 4,41,36,448 (Four Crores Forty One Lakhs Thirty Six Thousand Four Hundred and Forty Eight Only) Preference Shares of Rs. 10/- (Rupees Ten Only) each aggregating to Rs. 44,13,64,480/- (Rupees Forty Eight Crores Thirteen Lakhs Sixty Four Thousand Four Hundred and Eighty Only)

2. As against this capital, the Company has already an issued capital of Rs. 1,26,19,28,685/- (Rupees One Hundred and Twenty Six Crores Nineteen Lakhs Twenty Eight Thousand Six Hundred and Eighty Five Only) and a paid-up capital of Rs. 1,14,22,39,989/- (Rupees One Hundred and Fourteen Crores Twenty Two Lakhs Thirty Nine Thousand Nine Hundred and Eighty Nine Only).
3. The Company is planning to propose to infuse capital in order to expand the business. The present Authorized Capital of the Company being Rs.130,00,00,000/- (Rupees One Hundred and Thirty Crores Only) is inadequate to accommodate the intended capital infusion and hence it is proposed to increase the Authorized Share Capital of the Company from Rs.130,00,00,000/- (Rupees One Hundred and Thirty Crores Only) to Rs.202,00,00,000/- (Rupees Two Hundred and Two Crores Only).
4. Only the Authorized Equity Share Capital of Rs.10/- each is proposed to be increased from Rs. Rs. 64,98,00,000/- to Rs. 136,98,00,000/- while the other classes of Preference Shares of Rs.10/- each and Rs.15/- each is proposed to remain unchanged.
5. Pursuant to Sections 61(1) (a) and 64(1)(a) of the Companies Act, 2013, the shareholders of the Company must accord their consent to the proposed increase in the authorized share capital. Accordingly, the Board of Directors in their meeting held on March 27, 2023, have recommended to the shareholders of the Company to increase the authorized share capital of the Company.
6. In order to reflect the increase authorized share capital of the Company, and in order to conform to the requirements of the Companies Act, 2013, Clause V(a) of the Memorandum of Association of the Company must be amended. As per section 13 of Companies Act, 2013, the alteration of the memorandum of association of the Company requires the approval of shareholders.
7. Accordingly, approval of the Members is being sought to increase the authorized share capital and amend the Memorandum of Association by passing the resolution as a **Special Resolution** set out in item no. 4 of this Notice.
8. None of the Directors are interested in the above resolution.

VERITAS FINANCE PRIVATE LIMITED

CIN: U65923TN2015PTC100328

 Registered Office: SKCL Central Square 1, South Wing, 1st Floor, Unit # C28-C35,
 CIPET Road, Thiru Vi Ka Industrial Estate, Guindy, Chennai – 600032
 Telephone: 044 4615 0011, E-mail: corporate@veritasfin.in

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]

Name of the Member	
Registered address	
Email Id	
Client Id & DP. Id	

I/We, being the member(s) of shares of Veritas Finance Private Limited, hereby appoint:

Name	
Address	
Email 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 at the registered office of the Company on Thursday, the 20th day of April 2023, at 10:00 A.M. and at any adjournment thereof in respect of such resolutions as are indicated below:

Resolution No.	Resolution
1.	To increase the borrowing powers of the Board of Directors
2.	Authorization for issuance and allotment of redeemable non- convertible debentures
3.	To undertake the transaction(s) for Securitization/Selling/Transfer/Direct Assignment of its receivables/book debts
4.	To increase the Authorized Share Capital of the Company from Rs.130,00,00,000/- (Rupees One Hundred and Thirty Crores Only) to Rs.202,00,00,000/- (Rupees Two Hundred and Two Crores Only) and to amend the Memorandum of Association (MOA) of the Company

Signed this ____ day of _____ 2023.

Signature of Shareholder _____

Signature of Proxy holder _____

Affix Revenue Stamp

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.

ATTENDANCE SLIP

(PLEASE FILL THE ATTENDANCE SLIP AND HAND IT OVER AT THE ENTRANCE OF THE MEETING HALL)

I hereby record my presence at the Extraordinary General Meeting of the Company, Veritas Finance Private Limited, being held on Thursday, April 20, 2023, at 10:00 A.M. at SKCL Central Square 1, South Wing, 1st Floor, Unit # C28-C35, CIPET Road, Thiru Vi Ka Industrial Estate, Guindy, Chennai – 600032.

Regd. Folio No:

DP ID / Client ID:

Full Name of the Shareholder in Block Letters:

No. of Shares held:

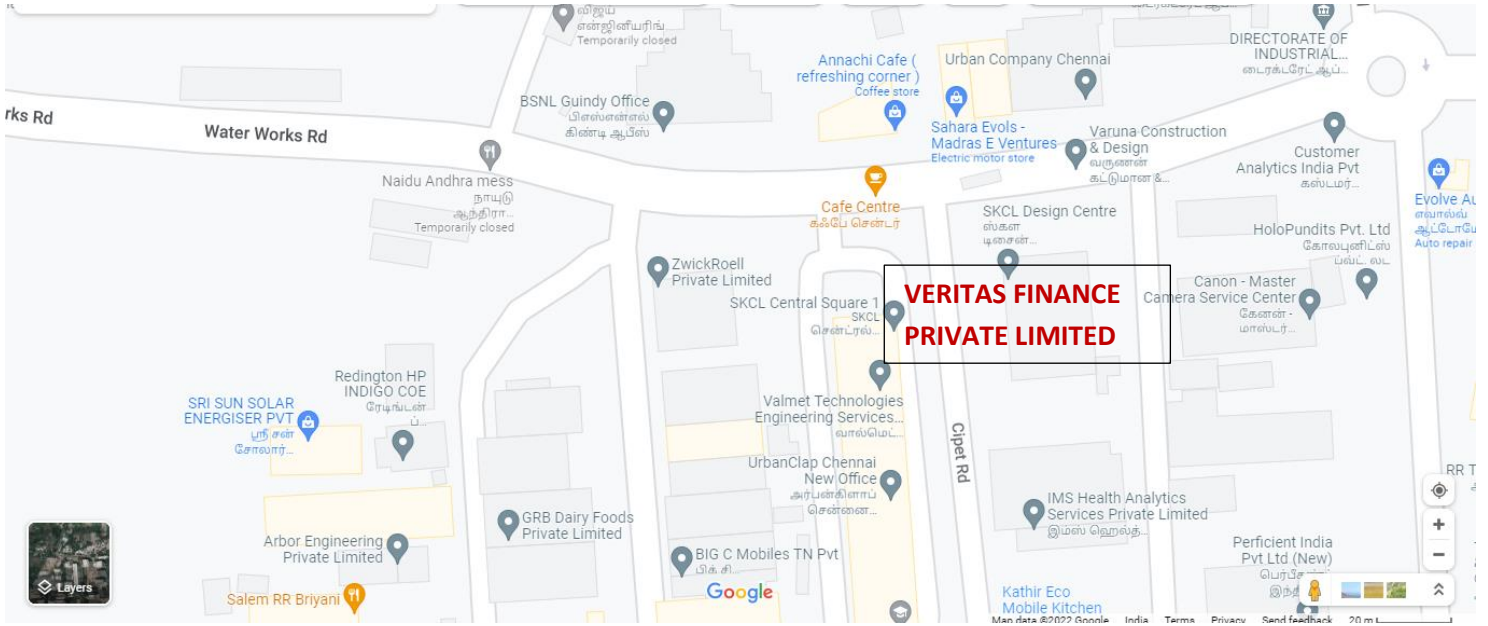
Name of the representative or proxy (if any) in Block Letters:

Signature of the Shareholder/Proxy/Representative*

Note:

1. Please fill this attendance slip and hand it over at the venue of the meeting.
2. Authorized Representatives of Corporate members shall produce proper authorization issued in their favor.
3. Photocopied/torn attendance slip will not be accepted.
4. This attendance slip is valid only in case shares are held as on the date of the Extraordinary General Meeting.

Route Map for the venue of Extraordinary General Meeting



Address of the venue of the Extraordinary General Meeting:

SKCL Central Square 1, South Wing, 1st Floor, Unit # C28-C35, CIPET Road, Thiru Vi Ka Industrial Estate, Guindy, Chennai – 600 032

Landmark: Opposite to BSNL Office