



VEEFIN SOLUTIONS LIMITED
(Formerly known as Veefin Solutions Pvt Ltd)
Regd. Office: GLOBAL ONE, 2ND FLOOR, CTS NO 252, 252 1,
LBS MARG, KURLA (W), MUMBAI-400070

Email id: investors@veefin.com , CIN: L72900MH2020PLC347893

POSTAL BALLOT NOTICE

[Notice pursuant to Section 110 of the Companies Act, 2013, read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014 and applicable MCA Circulars (as defined below)]

Dear Member(s),

NOTICE (“Notice” or “Postal Ballot Notice”) is hereby given pursuant to Section 108, 110 of the Companies Act, 2013 (“Act” / “Companies Act”) other applicable provisions of the Act, read with Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014, Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI LODR Regulations”), Secretarial Standard on General Meetings (“SS-2”) issued by Institute of Company Secretaries of India, as amended and other applicable laws and regulations (including any statutory modification or re-enactment thereof) read with General Circular No. 14/2020 dated 8th April, 2020, General Circular No.17/2020 dated 13th April, 2020, General Circular No. 22/2020 dated 15th June, 2020, General Circular No. 33/2020 dated 28th September, 2020, General Circular No. 39/2020 dated 31st December, 2020, General Circular No. 02/2021 dated 13th January, 2021, General Circular No. 10/2021 dated 23rd June, 2021, General Circular No. 20/2021 dated 8th December, 2021, General Circular No. 03/2022 dated 5th May, 2022, General Circular No. 11/2022 dated 28th December, 2022 and General circular No. 09/2023 dated 25th September, 2023 and 9/2024 dated 19th September, 2024 issued by the Ministry of Corporate Affairs (hereinafter collectively referred to as “MCA Circulars”) and SEBI Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2024/133 dated October 3, 2024 issued by SEBI for seeking consent of the shareholders / members of Veefin Solutions Limited (“the Company” or “Veefin”) (“Members”), to pass the proposed resolutions mentioned below through Postal Ballot by way of remote electronic voting (“E-voting”).

An explanatory statement pursuant to Sections 102, 110 and other applicable provisions, if any, of the Act, pertaining to the resolution setting out the material facts and reasons thereof, is appended to this Postal Ballot Notice.

Pursuant to Rule 22(5) of the Companies (Management and Administration) Rules, 2014, the Company has appointed M/s. Maharshi Ganatra and Associates, Practicing Company Secretary, as the Scrutinizer for conducting the postal ballot through e-voting process in a fair and transparent manner and the Company has engaged National Securities Depository Limited (NSDL) for facilitating the remote e-voting facility. The remote e-voting period commences on Thursday, March 20, 2025 (9.00 AM Indian Standard Time) and ends on Friday, April 18, 2025 (5.00 PM Indian Standard Time) and the e-voting module will be disabled / blocked after 5.00 PM on Friday, April 18, 2025 i.e. voting shall not be allowed beyond the said date and time. The cut-off date for the purpose of determining eligibility of members for voting has been fixed as Friday, March 14, 2025.

The Scrutinizer, after completion of scrutiny, will submit his report to the Chairman or any Director or Company Secretary of the Company, as may be authorized by the Board in this regard. The results of the Postal Ballot will be announced within two (2) working days from the end of the e-voting period. The results, together with the Scrutinizer's report, will be displayed at the registered office and on the website of the Company i.e., www.veefin.com besides being communicated to Stock Exchange on

which the equity shares of the Company are listed.

The members of the Company are hereby informed that, Ministry of Corporate Affairs and SEBI LODR Regulations through their respective circulars, has allowed the companies to send notice only by e-mail to its shareholders who have registered their e-mail address with the company or depository participant/ Registrar & Transfer Agents (RTA). Accordingly, this notice is being sent only by e-mail to the members of the Company who have registered their e-mail address with the Company or depository participant/ Registrar & Transfer Agents (RTA) as on the cut-off date i.e. Friday, March 14, 2025. In view of enabling provisions of the MCA Circulars, hard copy of this notice, postal ballot form and postage pre-paid reply envelope are not sent to the members and the members are requested to convey their assent or dissent only through remote e-voting. The remote e-voting facility is available at www.evoting.nsdl.com being the e-voting platform of National Securities Depository Limited (NSDL). If your e-mail address is not so registered, you are requested to follow the process specified in the notes below to receive login ID/password for remote e-voting.

Members may note that the Notice of the Postal Ballot will also be available on the Company's website www.veefin.com, website of the Stock Exchange i.e. BSE SME at www.bsesme.com and on the website of NSDL www.evoting.nsdl.com. Members are requested to read carefully the instructions for remote e-voting given in the Notes forming part of this Notice.

By order of the Board
For Veefin Solutions Limited
(Formerly known as Veefin Solutions Private Limited)

Place: Mumbai
Date: March 12, 2025

Urja Harsh Thakkar
Company Secretary & Compliance Officer
(ACS No.: 42925)

Registered Office:
Global One, 2nd Floor, CTS No. 252, 252 1,
LBS Marg, Kurla (W), Mumbai-400070
CIN: L72900MH2020PLC347893
www.veefin.com

SPECIAL BUSINESS:

1. Approval of Related Party Transactions of Veefin Solutions Limited (Company) with its Related parties.

To consider and, if thought fit, to pass the following Resolution as an **Ordinary Resolution:**

RESOLVED THAT pursuant to the provisions of Section 2(76), 188 and other applicable provisions, if any as amended from time to time, of the Companies Act, 2013 read with applicable Rules under Companies (Meetings of Board and its Powers) Rules, 2014 including any modifications, variations or re-enactments thereof for the time being in force and as may be notified from time to time and subject to such other consents, permissions, approvals as may be required in this behalf, and based on the recommendation/approval of the Audit Committee and the Board of the Directors, consent of the Members of the Company be and is hereby accorded to the Board of the Company (hereinafter referred to as the 'Board', which term shall be deemed to include the Audit Committee or any other Committee constituted/empowered/to be constituted by the Board from time to time to exercise its powers conferred by this Resolution) to enter into Related Party Transaction(s)/ Contract(s)/Arrangement(s)/ Agreement(s) proposed to be entered into (whether by way of an individual transaction or transactions taken together or a series of transactions or otherwise (including any modifications, alterations or amendments thereto) in the ordinary course of business and on arms' length basis, between the Company and the entities being related party of the Company as more specifically detailed out in Table forming part of item no. 1 of the explanatory statement annexed to this notice, whether by way of continuation(s) or renewal(s) or extension(s) or modification(s) of earlier transactions or as fresh and independent transaction(s) or notwithstanding the fact that such transactions (including existing contracts / arrangements /transactions) may exceed the prescribed threshold as per the provisions of Companies Act, 2013 and rules made thereunder as applicable from time to time, on such terms and conditions as the Board/ Audit Committee, in its absolute discretion may deem fit, for a period not exceeding twelve months.

Related Party Transaction to be entered into with related parties for FY 2025-2026 is as follows:

Name of the	Relationship	Nature of Transaction	Total Value of Related Party Transaction (Rs. in Crores)
Raja Debnath	Promoter and Director	Availing of revolving loan facility	Value of Transaction for Availing of Revolving Loan Facility - 50 CR
Gautam Udani	Promoter and Director	Availing of revolving loan facility	Value of Transaction for Availing of Revolving Loan Facility - 50 CR
Estorifi Solutions Ltd.	Subsidiary Company	Availing and rendering of services; Availing and rendering of revolving loan facility, to give Corporate guarantee	Value of Transaction for Availing & Rendering of

			Revolving Loan - 100CR Value of Transaction for Availing & Rendering of Services - 50CR Value of Transaction to give Corporate Guarantee - 100CR
Infini Systems Ltd.	Subsidiary Company	Availing and rendering of services; Availing and rendering of revolving loan facility, to give Corporate guarantee	Value of Transaction for Availing & Rendering of Revolving Loan - 100CR Value of Transaction for Availing & Rendering of Services - 50CR Value of Transaction to give Corporate Guarantee - 100CR
Templeton Solutions FZE	Group Company	Availing and rendering of services;	Value of Transaction for Availing and rendering of services - 20 CR
IDVee Digital Labs Pvt. Ltd.	Subsidiary Company	Availing and rendering of services; Availing and rendering of revolving loan facility	Value of Transaction for Availing & Rendering of Revolving Loan - 5CR Value of Transaction for Availing & Rendering of Services - 5CR
GlobeTF Solutions Pvt. Ltd.	Subsidiary Company	Availing and rendering of services; Availing and rendering of revolving loan facility	Value of Transaction for Availing & Rendering of Revolving Loan - 20CR Value of Transaction for Availing & Rendering of Services - 20CR

FinFuze Software Pvt. Ltd.	Subsidiary Company	Availing and rendering of services; Availing and rendering of revolving loan facility	Value of Transaction for Availing & Rendering of Revolving Loan - 5CR Value of Transaction for Availing & Rendering of Services - 5CR
Veefin Capital Pvt, Ltd.	Subsidiary Company	Availing and rendering of services; Availing and rendering of revolving loan facility	Value of Transaction for Availing & Rendering of Revolving Loan - 50CR Value of Transaction for Availing & Rendering of Services - 50CR
Chain Fintech Solutions Ltd.	Group Company	Availing and rendering of services;	Value of Transaction for Availing and rendering of services; - 20 CR
Nityo Tech Pvt. Ltd.	Group Company	Availing and rendering of services; Availing and rendering of revolving loan facility	Value of Transaction for Availing & Rendering of Revolving Loan - 20CR Value of Transaction for Availing & Rendering of Services - 20CR
Regime Tax Solutions Pvt. Ltd.	Group Company	Availing and rendering of services; Availing and rendering of revolving loan facility	Value of Transaction for Availing & Rendering of Revolving Loan - 20CR Value of Transaction for Availing & Rendering of Services - 20CR
Veefin solutions Ltd Bangladesh- Subsidiary Company	Subsidiary Company	Availing and rendering of services;	Value of Transaction for Availing and rendering of services; - 20 CR
Veefin Solutions Ltd. FZCO- Subsidiary Company	Subsidiary Company	Availing and rendering of services;	Value of Transaction for Availing and rendering of services; - 20 CR

Epikindifi Softwares and Solutions Pvt. Ltd.	Group Company	Availing and rendering of services; Availing and rendering of revolving loan facility	Value of Transaction for Availing & Rendering of Revolving Loan - 20CR Value of Transaction for Availing & Rendering of Services - 20CR
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RESOLVED FURTHER THAT the Board of Directors of the Company (which shall be deemed to include the Audit Committee of the Company and any duly constituted / to be constituted Committee of Directors thereof to exercise its powers including powers conferred under this resolution) or the Company Secretary be and is hereby authorized to do and perform all such acts, deeds, matters and things, as it may deem fit at its absolute discretion and to take all such steps as may be required in this connection including finalizing and executing necessary documents, contract(s) / arrangement(s) / agreement(s) and other ancillary documents as may be required; seeking necessary approvals to give effect to this resolution from the authorities; settling all such issues, questions, difficulties or doubts whatsoever that may arise and to take all such decisions from powers herein conferred; and delegate all or any of the powers herein conferred to any Director, Chief Financial Officer, Company Secretary or any other Officer / Authorized Representative of the Company, without being required to seek further consent from the Members and that the Members shall be deemed to have accorded their consent thereto expressly by the authority of this resolution.”

**By order of the Board
For Veefin Solutions Limited
(Formerly known as Veefin Solutions Private Limited)**

**Place: Mumbai
Date: March 12, 2025**

**Urja Harsh Thakkar
Company Secretary & Compliance Officer
(ACS No.: 42925)**

Registered Office:
Global One, 2nd Floor, CTS No. 252, 252 1,
LBS Marg, Kurla (W), Mumbai-400070
CIN: L72900MH2020PLC347893
www.veefin.com

NOTES:

1) The Explanatory Statement pursuant to Section 102 & 110 of the Companies Act, 2013 read with Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014 stating all material facts and the reasons for the proposal is annexed hereto.

2) The Postal Ballot Notice is being sent to the Shareholders whose names appear in the Register of Members/Record of Depositories as at the close of business hours on Friday, March 14, 2025. The Postal Ballot Notice is being sent by E-mail to the Shareholders whose email address is registered with the Company/Depository Participant(s) for communication. For Shareholders who have not registered their email address. The Postal Ballot Notice may also be accessed on Company's website www.veefin.com and on the website of BSE Ltd www.bsesme.com. Only those members whose names are recorded in Register of Members/Record of Depositories as on cut-off date will be entitled to cast their votes by Postal Ballot or e-voting. It is however, clarified that all the persons who are members of the Company as on Friday, March 14, 2025 (including those members who may not have received this Notice due to non-registration of their email IDs with the Company or the Depositories/Depository Participants) shall be entitled to vote in relation to the resolution specified in this Notice.

3) A person who is not a Member as on the cut-off date, should treat this Notice for information purposes only.

4) Voting period will commence on and from **Thursday, March 20, 2025 (9.00 AM Indian Standard Time) and ends on Friday, April 18, 2025 (5.00 PM Indian Standard Time)** (inclusive of both the days).

5) The voting rights of the Members shall be in proportion to their shares of the paid-up equity share capital of the Company as on the cut-off date i.e. Friday, March 14, 2025.

6) In compliance with the aforesaid MCA circulars, a Notice of this Postal Ballot is being sent only through electronic mode to Members whose e-mail IDs are registered with the Company / Depositories, physical copies of the Postal Ballot Notice will not be circulated, and the Company will promptly provide physical copies upon specific request of any Member(s).

7) A member cannot exercise his vote by proxy on Postal Ballot. (e-voting).

8) Resolutions passed by the Members through Postal Ballot are deemed to have been passed effectively at a general meeting of the members.

9) In compliance with Section 108 and 110 of the Companies Act, 2013, the Rules made thereunder and in terms of Regulation 44 of the SEBI LODR Regulations, the Company is providing members a facility to exercise their right to vote on the postal ballot by electronic means through remote e-voting services. The instructions for electronic voting are annexed to the Notice. The Company has availed the services of National Security Depository Limited for providing the necessary remote e-voting.

10) After completion of scrutiny of votes cast electronically, the Scrutinizer will submit the report to the Chairman and/ or Company Secretary and results of the Voting shall be announced by the Chairman or Company Secretary of the Company within the stipulated timelines at the registered office of the Company. The results of voting shall also be displayed on the website of the Company, www.veefin.com besides being sent to the Stock Exchange on the said date.

11) The resolution/s, if passed by requisite majority, will be deemed to be passed **on Friday, April 18, 2025** i.e. the last date of e-voting.

12) All the documents referred to in this Postal Ballot Notice will be available for inspection electronically without any fee by the Members from the date of circulation of this Postal Ballot Notice until the last date of e-voting. Members seeking to inspect such documents can send an email to investors@veefin.com.

Instructions and process for E-voting are as under: -

The e-voting period commences on Thursday, March 20, 2025 (9.00 AM Indian Standard Time) and ends on Friday, April 18, 2025 (5.00 PM Indian Standard Time). During this period shareholders of the Company, may cast their vote electronically. The e-voting module shall also be disabled for voting after Friday, April 18, 2025 at 5.00 p.m. Once the vote on a resolution is cast by the shareholder, the shareholder shall not be allowed to change it subsequently.





The procedure to login to e-Voting website consists of two steps as detailed hereunder:
The way to vote electronically on NSDL e-Voting system consists of “Two Steps” which are mentioned below:

Step 1: Access to NSDL e-Voting system

A) Login method for e-Voting for Individual shareholders holding securities in demat mode:

In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

Login method for Individual shareholders holding securities in demat mode is given below:

Type of shareholders	Login Method
Individual Shareholders . holding securities in Demat Mode with NSDL	<ol style="list-style-type: none"> Existing IDeAS user can visit the e-Services website of NSDL Viz. https://eservices.nsdl.com either on a Personal Computer or on a mobile. On the e-Services home page click on the “Beneficial Owner” icon under “Login” which is available under 'IDeAS' section , this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on “Access to e-Voting” under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period. If you are not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select “Register Online for IDeAS Portal” or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period. Shareholders/Members can also download NSDL Mobile App “NSDL Speede” facility by scanning the QR code mentioned below for seamless voting experience. <div style="text-align: center; margin-top: 20px;"> <p>NSDL Mobile App is available on</p> <div style="display: flex; justify-content: space-around; align-items: center;"> <div style="text-align: center;">  <p>App Store</p> </div> <div style="text-align: center;">  <p>Google Play</p> </div> </div> <div style="display: flex; justify-content: space-around; align-items: center; margin-top: 10px;">   </div> </div>

Individual Shareholders holding securities in demat mode with CDSL	<ol style="list-style-type: none"> 1. Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login Easi / Easiest are requested to visit CDSL website www.cdslindia.com and click on login icon & New System Myeasi Tab and then user your existing my easi username & password. 2. After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly. 3. If the user is not registered for Easi/Easiest, option to register is available at CDSL website www.cdslindia.com and click on login & New System Myeasi Tab and then click on registration option. 4. Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.
Individual Shareholders (holding securities in demat mode) login through their depository participants	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. upon logging in, you will be able to see e-Voting option. Click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period.

Important note: Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. NSDL and CDSL.

Login type	Helpdesk details
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.com or call at toll free no.: 022 - 4886 7000 and 022 - 2499 7000
Individual Shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 22 55 33

B) Login Method for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.

How to Log-in to NSDL e-Voting website?

1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsdl.com/> either on a Personal Computer or on a mobile.
2. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section.

3. A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen.

Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at <https://eservices.nsd.com/> with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.

4. Your User ID details are given below:

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical	Your User ID is:
a) For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID For example, if your DP ID is IN300*** and Client ID is 12***** then your user ID is IN300***12*****.
b) For Members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID For example, if your Beneficiary ID is 12***** then your user ID is 12*****
c) For Members holding shares in Physical Form	EVEN Number followed by Folio Number registered with the company For example, if folio number is 001*** and EVEN is 123460 then user ID is 123460001***

5. Password details for shareholders other than Individual shareholders are given below:
 - a) If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
 - b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.
 - c) How to retrieve your 'initial password'?
 - (i) If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.
 - (ii) If your email ID is not registered, please follow steps mentioned below in process for those shareholders whose email ids are not registered
6. If you are unable to retrieve or have not received the “Initial password” or have forgotten your password:
 - a) Click on “Forgot User Details/Password?” (If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsd.com.
 - b) Physical User Reset Password?” (If you are holding shares in physical mode) option available on www.evoting.nsd.com
 - c) If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.com mentioning your demat account number/folio number, your PAN, your name and your registered address etc.
 - d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.
7. After entering your password, tick on Agree to “Terms and Conditions” by selecting on the check box.

8. Now, you will have to click on “Login” button.
9. After you click on the “Login” button, Home page of e-Voting will open.

Step 2 : Cast your vote electronically on NSDL e-Voting system.

How to cast your vote electronically on NSDL e-Voting system?

1. After successful login at Step 1, you will be able to see all the companies “EVEN” in which you are holding shares and whose voting cycle.
2. Select “EVEN” of company for which you wish to cast your vote during the remote e-Voting period.
3. Now you are ready for e-Voting as the Voting page opens.
4. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on “Submit” and also “Confirm” when prompted.
5. Upon confirmation, the message “Vote cast successfully” will be displayed.
6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

General Guidelines for shareholders

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to maharshi@maharshiganatra.com with a copy marked to evoting@nsdl.com. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) can also upload their Board Resolution / Power of Attorney / Authority Letter etc. by clicking on "Upload Board Resolution / Authority Letter" displayed under "e-Voting" tab in their login.
2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the “[Forgot User Details/Password?](#)” or “[Physical User Reset Password?](#)” option available on www.evoting.nsdl.com to reset the password.
3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on toll free no.: 1800 1020 990 and 1800 22 44 30 or send a request at evoting@nsdl.com

Process for those shareholders whose email ids are not registered with the depositories for procuring user id and password and registration of e mail ids for e-voting for the resolutions set out in this notice

1. In case shares are held in physical mode please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to investors@veefin.com.
2. In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) to investors@veefin.com. If you are an Individual shareholders holding securities in demat mode, you are requested to refer to the login method explained at step 1 (A) i.e. Login method for e-Voting for Individual shareholders holding securities in demat mode.

3. Alternatively shareholder/members may send a request to evoting@nsdl.co.in for procuring user id and password for e-voting by providing above mentioned documents.
4. In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.

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

Item No. 1:

As per the provisions of Section 188 of the Companies Act, 2013 ("Act"), transactions with related parties which are on an arm's length basis and in the ordinary course of business, are exempted from the obligation of obtaining prior approval of members. However, as per the provisions of Section 188 of Companies Act 2013 read with Rule 15 of Companies (Meeting of Board and its Powers) Rules 2014 such transactions, if exceeds the prescribed limit (as mention in the below table), notwithstanding the fact that the same are on an arm's length basis and in the ordinary course of business, prior approval of the members through ordinary resolution for all such transactions is required.

Sr No.	Transactions	Member's Approval By Ordinary Resolution
a.	sale, purchase or supply of any goods or materials, directly or through appointment of agent	If exceed 10% of Turnover
b.	selling or otherwise disposing of, or buying, property of any kind, directly or through appointment of agent	If exceed 10% of networth
c.	availing or rendering of any services, directly or through appointment of agent	If exceed 10% of Turnover

Further, the members are hereby informed that approval taken for related party transactions shall be valid for FY 2025-26. The Company seeks approval from the Members to enter into contract(s) or arrangements(s) with the related parties within the meaning of Section 2(76) of the Companies Act, 2013 as per below table Details to be placed before Members in line with Rule 15 of Companies (Meeting of Board and its Powers) Rules 2014 are given in Table as mentioned in Annexure 1.

Nature of Concern or Interest of Directors:

None of Directors except Mr. Gautam Udani, Mr. Raja Debnath, Mrs Payal Maisheri and Mr. Afzal Mohammad Modak are interested in the above resolution and thus will not vote on this resolution. The Members may note that in terms of the provisions of the Companies Act 2013, No Related Party shall vote to approve the Ordinary Resolution set forth at Item No.1 of the Notice, whether the entity is a Related Party to the particular transaction or not.

**By order of the Board
For Veefin Solutions Limited**

**Place: Mumbai
Date: March 12, 2025
Officer**

**Urja Harsh Thakkar
Company Secretary & Compliance**

(ACS No.: 42925)

Registered Office:
Global One, 2nd Floor, CTS No. 252, 252 1,
LBS Marg, Kurla (W), Mumbai-400070
CIN: L72900MH2020PLC347893
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Annexure 1

Name of the related party and nature of relationship	Raja Debnath - Promoter and Director	Gautam Udari - Promoter and Director	Estorff Solutions Ltd - Subsidiary Company	Infini Systems Ltd - Subsidiary Company	IDVee Digital Labs Pvt. Ltd. - Subsidiary Company	GlobeTF Solutions Pvt. Ltd. - Subsidiary Company	FinFuze Software Pvt. Ltd. - Subsidiary Company	Veefin Capital Pvt. Ltd. - Subsidiary Company	Veefin Solutions Ltd - Bangladesh - Subsidiary Company	Veefin Solutions Ltd - FZCO - Subsidiary Company	Nhyo Tech Pvt. Ltd. - Group Company	Regime Tax Solutions Pvt. Ltd. - Group Company	Chain Fintech Solutions Ltd - Group Company	Epikindfi Softwares and Solutions Pvt. Ltd. - Group Company	Templeton Solutions FZE - Group Company
The nature, duration of the contract and particulars of the contract or arrangement	Availing of revolving loan facility From 1st April 2025 to 31st March 2026	Availing of revolving loan facility From 1st April 2025 to 31st March 2026	Availing and rendering of services; Availing and rendering of revolving loan facility; To give Corporate Guarantee From 1st April 2025 to 31st March 2026	Availing and rendering of services; Availing and rendering of revolving loan facility; To give Corporate Guarantee From 1st April 2025 to 31st March 2026	Availing and rendering of services; Availing and rendering of revolving loan facility From 1st April 2025 to 31st March 2026	Availing and rendering of services; Availing and rendering of revolving loan facility From 1st April 2025 to 31st March 2026	Availing and rendering of services; Availing and rendering of revolving loan facility From 1st April 2025 to 31st March 2026	Availing and rendering of services; Availing and rendering of revolving loan facility From 1st April 2025 to 31st March 2026	Availing and rendering of services; Availing and rendering of revolving loan facility From 1st April 2025 to 31st March 2026	Availing and rendering of services; Availing and rendering of revolving loan facility From 1st April 2025 to 31st March 2026	Availing and rendering of services; Availing and rendering of revolving loan facility From 1st April 2025 to 31st March 2026	Availing and rendering of services; Availing and rendering of revolving loan facility From 1st April 2025 to 31st March 2026	Availing and rendering of services; Availing and rendering of revolving loan facility From 1st April 2025 to 31st March 2026	Availing and rendering of services; Availing and rendering of revolving loan facility From 1st April 2025 to 31st March 2026	Availing and rendering of services; Availing and rendering of revolving loan facility From 1st April 2025 to 31st March 2026
the material terms of the contract or arrangement including the value	Value of Transaction for Availing of Revolving Loan Facility - 50CR	Value of Transaction for Availing of Revolving Loan Facility - 50CR	Value of Transaction for Availing & Rendering of Revolving Loan - 100CR Value of Transaction for Availing & Rendering of Services - 50CR Value of Transaction to give Corporate Guarantee - 100CR	Value of Transaction for Availing & Rendering of Revolving Loan - 100CR Value of Transaction for Availing & Rendering of Services - 50CR Value of Transaction to give Corporate Guarantee - 100CR	Value of Transaction for Availing & Rendering of Revolving Loan - 5CR Value of Transaction for Availing & Rendering of Services - 5CR	Value of Transaction for Availing & Rendering of Revolving Loan - 20CR Value of Transaction for Availing & Rendering of Services - 20CR	Value of Transaction for Availing & Rendering of Revolving Loan - 5CR Value of Transaction for Availing & Rendering of Services - 5CR	Value of Transaction for Availing & Rendering of Revolving Loan - 50CR Value of Transaction for Availing & Rendering of Services - 50CR	Value of Transaction for Availing and rendering of services; - 20 CR	Value of Transaction for Availing and rendering of services; - 20 CR	Value of Transaction for Availing & Rendering of Services - 20CR	Value of Transaction for Availing & Rendering of Services - 20CR	Value of Transaction for Availing and rendering of services; - 20 CR	Value of Transaction for Availing & Rendering of Revolving Loan - 20CR Value of Transaction for Availing & Rendering of Services - 20CR	Value of Transaction for Availing and rendering of services; - 20CR
any advance paid or received for the contract or arrangement	Not Applicable	Not Applicable	Not Applicable	Not Applicable	Not Applicable	Not Applicable	Not Applicable	Not Applicable	Not Applicable	Not Applicable	Not Applicable	Not Applicable	Not Applicable	Not Applicable	Not Applicable
the manner of determining the pricing and other commercial terms, both included as part of contract and not considered as part of the contract	Not Applicable	Not Applicable	Not Applicable	Not Applicable	Not Applicable	Not Applicable	Not Applicable	Not Applicable	Not Applicable	Not Applicable	Not Applicable	Not Applicable	Not Applicable	Not Applicable	Not Applicable
whether all factors relevant to the contract have been considered, if not, the details of factors not considered with the rationale for not considering those factors	Not Applicable	Not Applicable	Not Applicable	Not Applicable	Not Applicable	Not Applicable	Not Applicable	Not Applicable	Not Applicable	Not Applicable	Not Applicable	Not Applicable	Not Applicable	Not Applicable	Not Applicable
any other information relevant or important for the Board to take a decision on the proposed transaction.	Not Applicable	Not Applicable	Not Applicable	Not Applicable	Not Applicable	Not Applicable	Not Applicable	Not Applicable	Not Applicable	Not Applicable	Not Applicable	Not Applicable	Not Applicable	Not Applicable	Not Applicable