

**NOTICE OF THE 01st EXTRA ORDINARY GENERAL MEETING
OF FINANCIAL YEAR 2025-2026**

To,
Members, Directors, Auditor
SINDHUJA MICROCREDIT PRIVATE LIMITED

Notice is hereby given that 01st Extra Ordinary General Meeting of the members of Sindhujaj Microcredit Private Limited is proposed to be conducted on **Thursday, November 20, 2025 at 12.00 P.M.** at the registered office situated at Office No. 601-607, 6th Sixth Floor, Tower A, Noida One, Plot No. 8, Block - B, Sector-62, District: Gautam Budh Nagar, Noida, Uttar Pradesh -201307 conducted through Video Conferencing ("VC")/ Other Audio Visual Means ("OAVM") in pursuant to the General Circular No. 03/2025 dated September 22, 2025, General Circular No. 09/2024 dated September 19, 2024 General Circular No. 09/2023 dated September 25, 2023, General Circular No. 11/2022 dated 28/12/2022, General Circular No. 03/2022 dated 5/05/2022, Circular No. 02/2021 dated January 13, 2021, General Circular No. 14/2020 dated April 8, 2020, General Circular No.17/2020 dated April 13, 2020, General Circular No.20/2020 dated May 5, 2020, General Circular No. 22/2020 dated June 15, 2020, General Circular No. 33/2020 dated September 28, 2020, and General Circular No. 39/2020 dated December 31, 2020 (Collectively referred to as 'MCA Circulars') issued by the Ministry Of Corporate Affairs, Government of India and other relevant provisions of the Companies Act, 2013 and rules made thereunder and to transact business :

SPECIAL BUSINESS

The following resolution are proposed to be passed at the Extra Ordinary General Meeting of the Company, as Ordinary / Special Resolution as the case may be, in compliance with the provisions of the Companies Act, 2013.

1. REGULARIZATION OF APPOINTMENT OF MR. DIWAKAR PUNDIR (DIN 08450769) AS AN INDEPENDENT DIRECTOR

To consider and if thought fit to pass with or without modification, following resolution as a special resolution:

"RESOLVED THAT, pursuant to provision of Section 149,150,152 read with Schedule IV to the Companies Act,2013 , and all other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors) Rules,2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) Mr. Diwakar Pundir (**DIN 08450769**) who was appointed as an Additional Director in the capacity of Independent & Non-Executive Director of the Company by the Board of Directors effective from June 08, 2025 in terms of Section 161(1) of the Companies Act,2013 and Article of Association of the Company and who holds office up to the date of this **Extra- Ordinary** General Meeting and declaration that he meets the criteria for independence as provided in Section 149(6) of the Act and is eligible for appointment, be and is hereby appointed as an Independent Director of

For SINDHUJA MICROCREDIT PVT. LTD.

Sanjay
Company Secretary
M.No. ACS 24871





Sindhujaj
आपकी समृद्धि का साथी

SINDHUJA MICROCREDIT PRIVATE LIMITED

(Formerly known as Sindhuja Fintech Pvt. Ltd.)

info@sindhujamicrocredit.com

www.sindhujamicrocredit.com

CIN NO : U65990UP2017PTC099006

0120 6870 873

the Company to hold office for a period of three years with effect from June 08, 2025 to June 07, 2028, not subject to retirement by rotation."

Members are kindly requested to make it convenient to attend the meeting.

By order of the Board

For Sindhuja Microcredit Private Limited

For SINDHUJA MICROCREDIT PVT. LTD.

Pankaj
Company Secretary
M. No. ACS 21971

PANKAJ KUMAR SINHA
COMPANY SECRETARY
M. No- A21971

Address: SRA-85D, Shipra Riviera
Indirapuram, Ghaziabad, UP

Date: October 29, 2025

Place: Noida



Registered & Corporate Office :-

Office No. 601 - 607, 6th Floor, Tower A, Noida One, Plot No. 8, Block-B

Sector-62, Noida, Dist :- Gautam Budh Nagar, U.P.-201307

NOTES:

1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE ANNUAL GENERAL MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE ON A POLL, INSTEAD OF HIMSELF / HERSELF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY. SINCE THIS EGM IS BEING HELD PURSUANT TO THE MCA CIRCULAR THROUGH VC/OAVM, PHYSICAL ATTENDANCE OF MEMBERS HAS BEEN DISPENSED WITH. ACCORDINGLY, THE FACILITY FOR APPOINTING PROXY BY THE MEMBERS WILL NOT BE AVAILABLE AT THE EGM AND HENCE PROXY FORM AND ATTENDANCE SLIP ARE NOT ANNEXED TO THIS NOTICE.
2. A copy of articles of association of the company shall be open for inspection by the members between 10 am to 12 noon on any working day at the registered office of the company and will also be available at the meeting.
3. All the documents referred to in the accompanying Notice and Explanatory Statements, shall be available for inspection through electronic mode, basis the request being sent to the company on secretarial@sindhujamicrocredit.com.
4. Corporate members intending to send their authorised representatives to attend the meeting are requested to send the Company a certified true copy of the Board resolution authorizing their representative to attend and vote on their behalf at the meeting.
5. Pursuant to the Ministry's General Circular No. 03/2025 dated September 22, 2025, General Circular No. 09/2024 dated September 19, 2024, General Circular No. 09/2023 dated September 25, 2023, General Circular No. 11/2022 dated 28/12/2022, General Circular No. 03/2022 dated 5/05/2022, Circular No. 02/2021 dated January 13, 2021, General Circular No. 14/2020 dated April 8, 2020, General Circular No.17/2020 dated April 13, 2020, General Circular No.20/2020 dated May 5, 2020, General Circular No. 22/2020 dated June 15, 2020, General Circular No. 33/2020 dated September 28, 2020, and General Circular No. 39/2020 dated December 31, 2020 (Collectively referred to as 'MCA Circulars') the EGM of the Company is being conducted through VC/OAVM hereinafter called as "EGM". The deemed venue for the EGM shall be the Registered Office of the Company.
6. The Explanatory Statement pursuant to Section 102(2) of the Companies Act, 2013 for the special business set out in the notice has been enclosed here after.
7. Members will be provided the facility to participate in the meeting through VC/OAVM through the system of Zoom app. The facility for joining the meeting shall be kept open at least 15 minutes before the time scheduled to start the meeting and shall not be closed till the expiry of 15 minutes after such scheduled time.

For SINDHUJA MICROCREDIT PVT. LTD.


Company Secretary
M. No. ACS 21971

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8. In terms of section 101 and 136 of the Act, read together with the rules made thereunder and in compliance with MCA Circulars Notice of the EGM is being sent only through electronic mode to those Members whose email address are registered with the company.
9. To receive communications through electronic means, including Notice, members are requested to kindly register / update their email address with secretarial@sindhujamicrocredit.com.
10. Those who are interested in converting their physical shares into DEMAT, may please contact to their Depository Participant & the Registrar & Transfer Agent (Orbis Financial Corporation Limited) of the Company for the dematerialization of their shares. The ISIN for Equity Shares is - INE0FWI01016

Communication Address

RTA Division
Orbis Financial Corporation
Limited
4A Ocus Technopolis, Sector 54 Golf Course Road,
Gurgaon -122002, Haryana

11. Since the EGM will be held through VC/OAVM, the Route Map is not annexed in this Notice.
12. Facility of joining the EGM through VC/OAVM shall open 15 minutes before the time scheduled for the EGM and shall be kept open throughout the proceedings of the EGM.
13. Members attending the EGM through VC/OAVM shall be reckoned for the purpose of quorum under Section 103 of the Act.
14. A proxy is allowed to be appointed under section 105 of the Act to attend and vote at a general meeting on behalf of a member who is not able to attend personally. Since general meetings under this framework will be held through VC or OAVM, where physical attendance of members in any case has been dispensed with, there is no requirement of appointment of proxies. Accordingly, the facility of appointment of proxies by members will not be available for such meetings. However, in pursuance of section 112 and section 113 of the Act, representatives of the members may be appointed for the purpose of voting through remote e-voting or for participation and voting in the meeting held through VC or OAVM.
15. This meeting shall be held as per the circular/ notification issued by the MCA for conducting the general meeting and transacting business thereat. Mode of

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participating in the meeting shall be through audio visual means (through zoom app). For the purposes of voting, the designated email id of the company where the votes may be conveyed shall be secretarial@sindhujamicrocredit.com. In the event, less than 50 (fifty) members attend the proposed general meeting, then the voting shall be conducted by show of hands.

16. During the meeting held through VC or OAVM facility, where a poll on any item is required, the members shall cast their vote on the resolutions only by sending emails through their email addresses which are registered with the company. The said emails shall only be sent to the designated email address circulated by the company in advance on secretarial@sindhujamicrocredit.com.

17. Where less than 50 members are present in a meeting, the Chairman may decide to conduct a vote by show of hands, unless a demand for poll is made by any member in accordance with section 109 of the Act. Once such demand is made, the procedure provided in the preceding sub-paragraphs shall be followed.

18. In case the counting of votes requires time, the said meeting may be adjourned and called later to declare the result.

19. Instructions for joining the EGM are as follows:

- Members will be able to attend the EGM through VC/OVAM provided by the Company.
- Members are encouraged to join the meeting through laptops with Google chrome for better experience.
- While all efforts would be made to make the VC/OVAM meeting smooth, participants connecting through mobile devices, tablets, laptops etc. may at times, experience audio/video loss due to fluctuation in their respective networks. Use of a stable Wi-Fi or LAN connection can mitigate some of the technical glitches.
- Members who need technical assistance before or during the EGM can contact Mr. Pankaj Sinha (Contact no.: 6204381656)

Zoom Link:

Company Secretary is inviting you to a scheduled Zoom meeting.

Topic: Sindhujamicrocredit (01/2025-2026) Extra- Ordinary General Meeting

Time: Nov 20, 2025 12:00 PM India

Join Zoom Meeting

<https://us06web.zoom.us/j/86955860229?pwd=cAl0b3YgcQOtUx6TcHhDMVwVATnFGx.1>

Meeting ID: 869 5586 0229

Passcode: 562792

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EXPLANATORY STATEMENT
(u/s 102 of the Companies Act, 2013)

REGULARIZATION OF APPOINTMENT OF MR. DIWAKAR PUNDIR AS AN INDEPENDENT DIRECTOR OF THE COMPANY

Mr. Diwakar Pundir was appointed as an Additional Director (Non-Executive & Independent) on the Board of the Company for a term upto 3 consecutive year's w.e.f. June 08, 2025, to hold office until the conclusion of the ensuing General Meeting. In accordance with the provisions of Section 161 of the Companies Act, 2013 read with the Articles of Association. Pursuant to Section 161 of the Companies Act, 2013, the above director holds office up to the date of ensuing General Meeting of the Company. The Board is of the view that the appointment of Mr. Diwakar Pundir on the Company Board is desirable and would be beneficial to the Company and hence it recommends the said resolution No 01 for approval by the members of the Company as a Special Resolution.

None of the Directors except Mr. Diwakar Pundir, or any other key managerial personnel and relatives of the said persons are interested (financially or otherwise) or concerned in the said resolutions.

The Board recommends the resolution proposed at item no. 1 to be passed as a Special Resolution.

The brief particular of Mr. Diwakar Pundir is enumerated below:

Sr. No.	Particulars	Response
1	Name	DIWAKAR PUNDIR
2	Director Identification Number (DIN)	08450769
3	Designation in company	Independent Director
4	Nationality	Indian
5	If a Foreign National, which country please specify country and PassportNumber * Furnish copy of the Passport details	Not Applicable
6	Date of Birth	15-10-1976
7	Business Address (along with Phone, Fax and Email)	STFT FINANCE PRIVATE LIMITED 1005, 10 th Floor, JMD Megapolis, Sector-48, Sohna Road, Gurgaon-122018

For SINDHUJA MICROCREDIT PVT. LTD.

(Signature)
 Company Secretary
 M. No. ACS 21971



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8	Residential Address (along with Phone, Fax and Email) with supporting document	Flat No. 4A, Tower-3, Hibiscus Sector-50, Adampur, Nirvana Country, Gurgaon-122018, Haryana
9	PAN Number under Income Tax Act	AHZPP4541R
10	Educational/professional qualifications	1. Post Graduate Diploma in Business Management from IIM, Bangalore (1998-2000) 2. Bachelor of Engineering, University of Roorkee, Roorkee, Uttarakhand (1993-1997)
11	Experience if any, in the Financial Services Sector (including Banking Sector). Details should be provided with such as name of the company, designation held, Experience in years etc.	Professional experience of 25 years in the Banking & NBFC industries with specialization in Risk Management & Underwriting in SME & Mid-Market Segments, across products like Working Capital & Term Loans, Business Loans, Home Loans, Loans Against Properties, Personal Loans, Construction Equipment Finance, Loans Against Liquid Securities etc. Member of the Senior Management Team at Bajaj Finance Ltd (BFL), a large NBFC based out of Pune and reported to the Managing Director & CEO of BFL. Also, a member of the ALCO and Personnel Committee at BFL. Started own NBFC, STFT Finance Pvt Ltd, based out of Gurugram (Haryana) in May 2019. Currently the Promoter Director of the Company. 1. STFT Finance Pvt Ltd: (May 2019 till date)- Approx 6 years a. Promoter Director of the Company. STFT is engaged in Small Business Loans (LAF and Unsecured Business Loans) to Micro Enterprises. Current AUM is about Rs.65.0 Cr. The company lends to small businesses through 20 branches. 2. Bajaj Finance Ltd, Pune: (Feb 2011 to Oct. 2018) - 7 years and 8 months - Chief Commercial Credit Officer from Feb 2018 to Oct 2018 - Group Business Head, Commercial Lending from Oct 2015 to January 2018 - Chief Credit Officer from Feb 2011 to Sept 2015 3. Citibank N.A., Mumbai/ Delhi: (Oct 2001 to Jan. 2011) - 9 years and 2 months - Vice President & Regional Credit head, Commercial Bank from April '09 to Jan '11 - Regional Credit Head, North & East, Commercial Bank from April '07 to March '09 - Credit Officer from Oct '01 to March '07

For SINDHUJA MICROCREDIT PVT. LTD.

Sankar
Company Secretary
M. No. ACS 2187



		4. ICICI Limited, Mumbai: (April 2000 to Oct 2001) -1 year and 6 months Assistant Manager (Credit) in the Corporate Banking and Growth Client Groups.
12	Is the Director associated with any other entity in any capacity?	Director at STFT Finance Pvt Ltd (U67200HR2019PTC080310). STFT Finance has not entered into any Contract or Arrangement with Sindhuja Microcredit Pvt Ltd.
13	If yes, Please furnish the name(s) of other organizations or entities or associations or Unincorporated entities in which the person has held the post of Chairman or Managing Director or Director or Chief Executive Officer or associated with the above entities in any other capacity. Indicating the activity of the company and regulators, if any	Director at STFT Finance Pvt Ltd (U67200HR2019PTC080310). STFT Finance has not entered into any Contract or Arrangement with Sindhuja Microcredit Pvt Ltd.
14	Declaration: __, confirm that I comply with section 45S of Chapter IIIC of the RBI Act, 1934. (Tick v if complied)	Yes

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15	Is/was the Director associated as Promoter, Managing Director, Chairman or Director with any other NBFC including a Residuary Non-Banking Financial Company which has been prohibited from accepting deposits/prosecuted by RBI?	No
16	If yes, please furnish the name(s) of the entity and the position held and period of the position	Not Applicable
17	Has any prosecution, either civil or criminal, been initiated or pending or commenced or has resulted in conviction, if any, in the past, against the Director and/or against any of the entities he is associated with for violation of economic laws and regulations.	No
18	If yes please furnish a gist and status of the case pending as on the date of application.	Not Applicable
19	Has the Director or any relative of the Director (relative as per Companies Act) or the companies/entities in which the Director is/was associated with, are in default or have defaulted in the past in respect of credit facilities obtained from any entity or bank.	No
20	If yes, please furnish complete information about the default and the name of the lending institution.	Not Applicable
21	Is there any disciplinary action, pending or commenced or resulting in conviction in the past against him/her or whether he/she has been banned from entry of any professional occupation at any time?	No
22	If yes, please furnish complete information about the action initiated.	Not Applicable
23	Whether the Director at any point of time is/ was associated with any company engaged with Multi-Level Marketing (Ponzi schemes)	No

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For Secretary
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24	If yes, please furnish complete information on the same.	Not Applicable
25	Whether the Director attracts any of the disqualification envisaged under Section 274 of the Companies Act, 1956 / Section 164 of the Companies Act, 2013.	No
26	Has the Director or any of the companies, he is associated with, been subject to any investigation at the instance of the Government Departments or any other Statutory Agencies.	No
27	If yes, give details of the investigation.	Not Applicable
28	Has the Director at any time been found guilty of violations of rules/ regulations/ legislative requirements by Customs/ Excise/ Income Tax/ Foreign Exchange/ Other Revenue Authorities?	No
29	If yes, give details of the violations and action thereof.	Not Applicable
30	Name/s of the companies, firms, partnership firms, in which the director holds substantial interest.	Not Applicable
31	Whether number of directorships held by the Director exceeds the limits prescribed under Section 275 of the Companies Act, 1956 / Section 165 of the Companies Act, 2013.	No
32	Company to mention details of the Unincorporated bodies (Name of UIB, %holding of director, type of UIB viz. Proprietorship, partnership firm etc), if any, in the group where the directors may be holding directorship with/without substantial interest. Whether any financial activity is present in the UIB. (Yes/No). If yes state the activity.	Not Applicable
33	Whether any prohibitory order was issued in the past to the company or any other NBFC/RNBC/any other entity with which the directors/promoters etc. were	No

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	associated? If yes, please furnish a copy containing the details of the prohibitory order	
34	Whether the company or any of its directors was/is involved in any criminal case, including under section 138(1) of the Negotiable Instruments Act?	No
35	If yes, please furnish full details of the case	Not Applicable
36	Whether any order has been passed by Company Law Board against companies with which the Directors are associated?	No
37	If yes, please furnish full details of the same.	Not Applicable

Members are kindly requested to consider the resolution.

For SINDHUJA MICROCREDIT PVT. LTD.

Pankaj
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