



SPEEL FINANCE COMPANY PVT.LTD.

CIN: U65920MH1995PTC090558

Website: [www.speelfinance.com](http://www.speelfinance.com)

Email: [speelfinancenagpur@gmail.com](mailto:speelfinancenagpur@gmail.com)

Reg.Office: 2,3 Zal Complex, Sadar, Nagpur  
– 440001

### **NOTICE**

Notice is hereby given that the First (01<sup>st</sup>) Extra Ordinary General Meeting of the members of Speel Finance Company Private Limited for the Financial Year 2025-26 will be held on Thursday, May 15, 2025 at 04:00 PM (IST) at the Registered Office of the Company situated at 2 & 3, Zal Complex, 1st Floor, Presidency Road, Sadar, Nagpur, Maharashtra, India, 440001 to transact the following businesses :-

### **SPECIAL BUSINESS**

#### **ITEM NO. 1: TO CONSIDER AND APPROVE THE CONVERSION OF INTER-CORPORATE DEPOSIT(S) INTO EQUITY SHARES UNDER SECTION 62(3) OF THE COMPANIES ACT, 2013**

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

**“RESOLVED THAT** pursuant to the provisions of Section 62(3) and other applicable provisions, if any, of the Companies Act, 2013 (“the Act”), read with the applicable rules made thereunder (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), and in terms of the Addendum (“**Addendum**”) to the Loan Facility Agreement (“**Loan Agreement**”) dated April 14, 2022 entered into between the Company and Pocketly Infotech Private Limited (“**Pocketly**”), consent of the members be and is hereby accorded to convert, at the option of the lender, the outstanding ICDs (including any outstanding loan and interest, if any), up to an aggregate amount of **INR 75,00,00,000 (Rupees Seventy-Five Crores Only)** or such other amount as may be agreed, into fully paid-up equity shares of the Company, in one or more tranches, on such terms and conditions as may be mutually agreed, and at such price as may be determined in accordance with applicable law, including the valuation report of a Registered Valuer obtained at the time of conversion.

**RESOLVED FURTHER THAT** the equity shares to be issued and allotted upon such conversion shall rank pari passu in all respects with the existing equity shares of the Company.

**RESOLVED FURTHER THAT** any of the Directors of the Company be and are hereby severally authorized to negotiate, finalise and execute such agreement(s), documents, deeds and writings as may be necessary, settle any question, difficulty or doubt that may arise in this regard, make necessary filings with the Registrar of Companies and other authorities as may be required, and to do all such acts, deeds, matters and things as may be necessary, proper or expedient to give effect to this resolution.”

#### **ITEM NO. 2: TO CONSIDER AND APPROVE THE ISSUE AND OFFER OF NON-CONVERTIBLE DEBENTURES (“NCD”) INCLUDING MARKET LINKED DEBENTURES (“MLD”) ON PRIVATE PLACEMENT BASIS UP TO INR 300 CRORES (INDIAN RUPEES THREE HUNDRED CRORES ONLY)**

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

**“RESOLVED THAT** in supersession of the earlier resolutions passed by the shareholders and pursuant to the provisions of Section 42, 71 and other applicable provisions, if any, of the Companies Act, 2013

and Rules made thereunder including any statutory modifications, amendments, substitutions or re-enactments thereof, for the time being in force, and the provisions of the Memorandum of Association and the Articles of Association of the Company and subject to other applicable law, rules, guidelines, the consent of the Members be and is hereby accorded to make offers and / or invitations and / or issue, in one or more tranches, Non-convertible Debentures (“NCDs”), whether listed or unlisted, secured or unsecured, senior, subordinated including Market Linked Debentures (“MLD”) on private placement basis, provided that the outstanding amounts of all such NCDs at any time during the period shall not exceed INR 300 Crores (Indian Rupees Three Hundred Crores Only) on such terms and conditions and at such times at par or at such premium, as may be decided by the Board/Finance Committee to such person(s), including to one or more Company(ies), bodies corporate(s), statutory corporations, commercial banks, lending agencies, financial institutions, insurance companies, mutual funds, pension/provident funds and individuals, as the case may be or such other person(s) as the Board/ Finance Committee may decide for general corporate purposes and/or for onward lending business of the Company and will be valid for 1 year from the date of passing this resolution.

**RESOLVED FURTHER THAT** the aggregate amount of funds to be raised by issue of NCDs including market linked Debentures shall not exceed the overall borrowing limits of the Company, as approved or may be approved by the Board of Directors from time to time.

**RESOLVED FURTHER THAT** the Board/ Finance Committee be and is hereby authorized and empowered to identify investor, arrange, settle and determine the terms and conditions (including without limitation, interest, repayment, creation of security or otherwise) as it may think fit in the issuance of such NCDs, approve PAS-4 and to do all such acts, deeds, and things, and to execute all such documents, instruments and writings as may be required to give effect to these resolutions.

**RESOLVED FURTHER THAT** any of the Directors of the Company be and are hereby severally authorized to do all such acts, deeds and things, incidental and ancillary, to give effect to the above resolution including but not limited to filing of necessary forms with any regulatory authority as may be required in this regard.”

**ITEM NO. 3: TO CONSIDER AND APPROVE THE INCREASE IN THRESHOLD OF LOANS/ GUARANTEES, PROVIDING OF SECURITIES AND MAKING OF INVESTMENTS IN SECURITIES UNDER SECTION 186 OF THE COMPANIES ACT, 2013**

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

**“RESOLVED THAT** in supersession of the earlier resolutions passed by the shareholders and pursuant to the provisions of Sections 179(3)(d), 186 and other applicable provisions, if any, of the Companies Act, 2013 and Rules made thereunder including any statutory modifications, amendments, substitutions or re-enactments thereof, for the time being in force, and subject to other applicable law, rules, guidelines, the consent of the Members be and is hereby accorded to increase the overall limits for loans, guarantees, providing of securities and making of investments in securities as under:

- (a) to make/give from time to time any loan or loans to any body or bodies corporate, whether in India or outside, which may or may not be subsidiary(ies) of the Company or to any persons as the Board may think fit, upto an aggregate amount of **INR 5,00,00,00,000/- (Rupees Five Hundred Crores Only)**.
- (b) to give from time to time any guarantee(s) and/or provide any security to any person(s), any Body Corporate, Bank, Financial Institutions or any other institution in India or outside in



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respect of or against any loans to or to secure any financial arrangement of any nature by, any other person(s), any Body(ies) Corporate, which may or may not be subsidiary(ies) of the Company, upto an aggregate amount of **INR 3,00,00,00,000/- (Rupees Three Hundred Crores only)**.

- (c) to invest/acquire from time to time by way of subscription, purchase, conversion or otherwise Equity Shares, Preference Shares, Debentures (whether convertible or non-convertible) or any other financial instruments of one or more bodies corporate, whether in India or outside, which may or may not be subsidiary(ies) of the Company as the Board may think fit, upto an aggregate amount of **INR 3,00,00,00,000 (Rupees Three Hundred Crores Only)**.

**RESOLVED FURTHER THAT** the Company be and is hereby authorized to negotiate the terms and conditions of the above said loans, investments, security(ies) or guarantee(s) as they deem fit and in the best interest of the Company and take all such steps as may be necessary to complete the same.

**RESOLVED FURTHER THAT** the Board be and is hereby authorized to do all such acts, deeds, matters and things as it may in its absolute discretion deem necessary, proper, or desirable and to settle any question, difficulty, doubt that may arise with respect to the above-mentioned guarantee or security without requiring the Board to secure any further approval of the Members of the Company.

**RESOLVED FURTHER THAT** any of the Directors of the Company be and are hereby severally authorized to do all such acts, deeds and things, incidental and ancillary, to give effect to the above resolution including but not limited to filing of necessary forms with any regulatory authority as may be required in this regard.”

**By Order of the Board of Directors**

**Speel Finance Company Private Limited**



**Aarav Singh Bhatia**  
**Director**  
**DIN: 08618308**

**Date: 21-04-2025**  
**Place: Nagpur**



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**Notes:**

1. A statement pursuant to Section 102 of the Companies Act, 2013, relating to the Business to be transacted at the Meeting is annexed hereto.
2. In terms of Section 105 of the Companies Act, 2013, a member of a Company entitled to attend and vote at the Extra Ordinary General Meeting is entitled to appoint a person as a proxy to attend and vote instead of himself/herself and the proxy need not be a member of the Company. A person can act as a proxy on behalf of the members not exceeding fifty (50) and holding in the aggregate not more than 10% of the total share capital of the Company carrying voting rights. In case a proxy is proposed to be appointed by a shareholder holding more than 10% of the total share capital of the Company carrying voting rights, then such proxy shall not act as a proxy for any other person or shareholder. Form MGT 11 is annexed to this notice.
3. Corporate members intending to send their authorized representatives to attend the meeting are requested to send to the Company a letter authorizing their representative to attend and vote on their behalf at the Meeting.
4. Members/Proxies should fill out the attendance slip for attending the meeting and bring their attendance slips to the Meeting.
5. The instrument appointing the proxy (Form MGT 11) duly filled, in order to be effective, must be deposited at the Registered office of the Company, duly completed and signed, not less than 48 hours before the commencement of the meeting.
6. Every member entitled to vote at a meeting of the Company, shall be entitled during the period beginning twenty-four hours before the time fixed for the commencement of the meeting and ending with the conclusion of the meeting, to inspect the proxies lodged, at any time during the business hours of the Company, provided not less than three days' notice in writing of the intention so to inspect is given to the Company. The Register of Directors and Key Managerial Personnel and their shareholding maintained under Section 170 of the Act, Register of Contracts and arrangements in which Directors are interested maintained under Section 189 and all other relevant documents referred in this Notice shall be open for inspection by the Members at the registered office of the Company during the business hours on all working days from the date of sending of this EGM Notice up to the date of EGM.
7. 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.
8. The Notice of Extra Ordinary General Meeting, attendance slip, and proxy form shall be sent by (Email) to all the Members of the Company, who have registered their email id with the Company. For any communication, shareholders may send a request to the Company's email id [company@speelfinance.com](mailto:company@speelfinance.com).
9. Shareholders are requested to confirm their presence to the EGM and send any queries on connecting to the EGM or any other issue relating to meeting on [company@speelfinance.com](mailto:company@speelfinance.com).
10. All other documents referred in the accompanying Notice are also open for inspection at the Registered Office of the Company on all working days except Saturday and Sundays (including



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Public Holidays) between 11.00 A.M and 1.00 P.M up to the date of Extra Ordinary General Meeting.

11. Shareholders are requested to intimate changes, if any, pertaining to their name, postal address, e-mail address, telephone / mobile numbers or any other details on [company@speelfinance.com](mailto:company@speelfinance.com). If a Member does not provide an updated e-mail address, the Company shall not be in default for non-receipt of such Notice by the Member.

**The following Statement sets out all material facts relating to the Special Business mentioned in the Notice:**

**ITEM NO 1:**

The Company had availed financial assistance from Pocketly Infotech Private Limited (“**Pocketly**”) by way of Inter-Corporate Deposit(s) (“**ICD**”). The Board of Directors, at its meeting held on April 01, 2025, approved increasing the limit of ICDs from Pocketly up to INR 75,00,00,000 (Rupees Seventy-Five Crores Only), including the outstanding loan already disbursed.

In order to provide financial flexibility, it is proposed that the ICDs (including outstanding loan and interest, if any), up to an aggregate amount of INR 75,00,00,000, may be converted into fully paid-up equity shares of the Company, at the option of the lender, Pocketly, in accordance with the provisions of Section 62(3) of the Companies Act, 2013.

Further, conversion price will be determined in compliance with applicable provisions of the Act and the rules made thereunder, and on the basis of a valuation report obtained from a Registered Valuer at the time of conversion.

As per Section 62(3) of the Companies Act, 2013, such conversion of loan/ICD into equity requires approval of the shareholders of the Company by way of a special resolution.

The Board recommends the passing of this resolution as a Special Resolution.

None of the Directors of the Company and their relatives is in any way concerned or interested in this resolution, except to the extent of their shareholding in the Company, if any.

**ITEM NO 2:**

The Company raises funds by issue of Non-Convertible Debenture (“**NCD**”) to meet its business requirements. In terms of Section 42 of the Companies Act, 2013 read with Rule 14 of the Companies (Prospectus and Allotment of Securities) Rules, 2014, every issue of debentures is required to be approved by the members of the Company by special resolution. Further, Rule 14(2) of Companies (Prospectus and Allotment of Securities) Rules, 2014 permits the Company to pass a special resolution once in a year for offer or invitation of non-convertible debentures to be made during the year on a private placement basis in one or more tranches. The Company is planning to raise funds for its general corporate purposes/expanding its loan portfolios by way of issuance of non-convertible debentures ((a) subordinated, (b) listed unlisted, (c) senior secured, (d) senior



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unsecured, (e) unsecured, and/or (f) any others (including market linked debentures)) ("NCDs") on a private placement basis, in one or more series/tranches, up to INR 3,00,00,00,000/- (Indian Rupees Three Hundred Crores only) pursuant to Section 42, 71 of the Companies Act 2013 and the rules framed thereunder. The Board recommends the special resolution set forth in Item No. 3 of the Notice for approval of the Members. Accordingly, consent of the Members is sought in connection with the aforesaid issue of NCDs and they are requested to authorize the Board which shall include any Committee(s) and/or any of the Director(s) or person(s) authorized by the Board to issue such NCDs during the year on private placement basis up to INR 3,00,00,00,000/- (Indian Rupees Three Hundred Crores only) as stipulated above in one or more tranches. Statement of Disclosure as required under Rule 14(1) of the Companies (Prospectus and Allotment of Securities) Rules, 2014:

Pursuant to provisions to Rule 14(1) of the Prospectus and Allotment Rules, the following disclosures are made:

1.	Particulars of the offer including date of passing of Board Resolution	<p>Secured or Unsecured Redeemable NCDs whether cumulative and/or non-cumulative for an amount not exceeding in aggregate INR 300 Crores in one or more tranches, on a private placement basis at such interest rates and on such terms and conditions as may be determined by the Board of Directors of the Company.</p> <p>Date of passing board resolution: April 01, 2025. In view of this, pursuant to this resolution under Section 42 of the Companies Act, 2013, the specific terms of each offer/issue of NCDs ((a) subordinated, (b) listed unlisted, (c) senior secured, (d) senior unsecured, (e) unsecured, and/or (f) any others (including market linked debentures)) shall be decided from time to time, within the period of 1 (one) year from the date of the aforementioned resolution. In line with Rule 14(1) of the Prospectus and Allotment Rules, the date of the relevant board resolution shall be mentioned/disclosed in the private placement offer and application letter for each offer/issue of NCDs</p>
2.	Kind of securities offered and the price at which security is being allotted	Secured or Unsecured Redeemable NCDs whether cumulative and/or non-cumulative at premium, discount or at par as may be determined by the Board of Directors or the Committee of the Company
3.	Basis or justification for the price (including premium, if any) at which the offer or invitation is being made	Since the issuance would be in one or more tranches, the price would be determined by Board of Directors/ Committee of the Company based





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		on prevailing market conditions at the time of issue of NCDs.
4.	Name and address of valuer who performed valuation	Not Applicable for NCDs.
5.	Amount which the Company intends to raise by way of such securities	The specific terms of each offer/issue of NCDs shall be decided from time to time, within the period of 1 (one) year from the date of the aforementioned resolution, provided that the amounts of all such NCDs at any time issued within the period of 1 (one) year from the date of passing of the aforementioned shareholders resolution shall not exceed the limit specified in the aforementioned resolution.
6.	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; principal terms of assets charged as securities	The specific terms of each offer/issue of NCDs shall be decided from time to time, within the period of 1 (one) year from the date of the aforementioned resolution, in discussions with the respective investor(s). These disclosures will be specifically made in each private placement offer and application letter for each offer/issue.
7.	Purpose or Objects of the Offer	The proceeds of the issues would be used for (a) deployment in business and growth of asset book by on lending (b) General Corporate purpose for ordinary course of business and for such other purposes related to the business of the Company as the Board/Committee feels appropriate

None of the Director's/ KMP's are interested in the proposed resolution.

### **ITEM NO 3:**

The Members of the Company had, at the Extraordinary General Meeting held on April 04, 2024, approved limits for making loans, giving guarantees, providing securities, and making investments in securities under Section 186 of the Companies Act, 2013.

Accordingly, the Board of Directors, at its meeting held on April 1, 2025, has proposed to enhance the overall limits under Section 186 of the Act, as under:

- (a) to make/give from time to time any loan or loans to any body or bodies corporate, whether in India or outside, which may or may not be subsidiary(ies) of the Company or to any



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persons as the Board may think fit, upto an aggregate amount of **INR 5,00,00,00,000/- (Rupees Five Hundred Crores Only)**.

(b) to give from time to time any guarantee(s) and/or provide any security to any person(s), any Body Corporate, Bank, Financial Institutions or any other institution in India or outside in respect of or against any loans to or to secure any financial arrangement of any nature by, any other person(s), any Body(ies) Corporate, which may or may not be subsidiary(ies) of the Company, upto an aggregate amount of **INR 3,00,00,00,000/- (Rupees Three Hundred Crores only)**.

(c) to invest/acquire from time to time by way of subscription, purchase, conversion or otherwise Equity Shares, Preference Shares, Debentures (whether convertible or non-convertible) or any other financial instruments of one or more bodies corporate, whether in India or outside, which may or may not be subsidiary(ies) of the Company as the Board may think fit, upto an aggregate amount of **INR 3,00,00,00,000 (Rupees Three Hundred Crores Only)**.

In terms of the provisions of Section 186 of the Companies Act, 2013, where the giving of any loan, guarantee, providing of any security, or making any investment, exceeds the limits specified therein, prior approval of the Members of the Company by way of a Special Resolution is required.

The Board accordingly recommends the resolution set out at Item No. 3 of this Notice for approval of the Members by way of a Special Resolution.

None of the Directors, Key Managerial Personnel of the Company and their relatives are, in any manner, concerned or interested, financially or otherwise, in the resolution, except to the extent of their directorships or shareholdings, if any, in the bodies corporate in which the Company may make loans, guarantees, securities, or investments pursuant to this resolution.

**By Order of the Board of Directors**

**Speel Finance Company Private Limited**

**Aarav Singh Bhatia**  
**Director**  
**DIN: 08618308**

**Date: 21-04-2025**

**Place: Nagpur**





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**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]

CIN	U65920MH1995PTC090558
Name of the company	Speel Finance Company Private Limited
Registered office	2 & 3, Zal Complex, Ist Floor, Presidency Road, Sadar, Nagpur, Maharashtra, India, 440001

Name of the member(s)	
Registered address	
Email Id	
Folio No.	

I/We, being the member (s) of shares of the above-named Company, hereby appoint

1.	Name	:	
	Address	:	
	E-mail ID	:	
	Signature	:	, or failing him

2.	Name	:	
	Address	:	
	E-mail ID	:	
	Signature	:	, or failing him

3.	Name	:	
	Address	:	
	E-mail ID	:	
	Signature	:	, or failing him

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the Extra Ordinary General Meeting of the Company, to be held on Thursday, May 15, 2025 at 04:00 PM (IST) at the Registered Office of the Company situated at 2 & 3, Zal Complex, 1st Floor, Presidency Road, Sadar, Nagpur, Maharashtra, India, 440001 and at any adjournment thereof in respect of such resolutions as are indicated below:

SR. No.	Special Businesses	For*	Against*
1.	To consider and approve the conversion of Inter-Corporate Deposit(s) into equity shares under Section 62(3) of the Companies Act, 2013		
2.	To consider and approve the issue and offer of Non-Convertible Debentures (“NCD”) including Market Linked Debentures (“MLD”) on		



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	private placement basis up to INR 300 Crores (Indian Rupees Three Hundred Crores only)		
3.	to consider and approve the increase in threshold of loans/ guarantees, providing of securities and making of investments in securities under Section 186 of the Companies act, 2013		

Signed this \_\_\_\_\_ day of \_\_\_\_\_ 2025

Signature of Member \_\_\_\_\_

Signature of proxy holder \_\_\_\_\_

Affix Re.1/-  
Revenue  
Stamp

**Note:**

1. The proxy form should be signed by the member across the stamp.
2. A member intending to appoint a proxy should complete the Proxy Form and deposit it at the Company's Registered Office, at least 48 hours before the meeting.
3. \*It is optional to put "X" in the appropriate column against the resolution indicated in the box



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**ATTENDANCE SLIP**

Members or their proxies are requested to present this form for admission, duly signed in accordance with their specimen signatures registered with the Company.

Regd. Folio. No/DP.Id/ Client id	
Name of shareholder:	
Address of shareholder:	
No. of Shares held:	
Proxy Name:	
Address of proxy:	

I/We hereby record my/our presence at the Extra Ordinary General Meeting of the Company being held on Thursday, May 15, 2025 at 04:00 PM (IST), at the registered office of the Company situated at 2 & 3, Zal Complex, 1st Floor, Presidency Road, Sadar, Nagpur, Maharashtra, India, 440001.

Please (✓) in the box

Member

Proxy

Signature of member/Proxy

**NOTES:**

1. Members/Proxy holders are requested to produce the attendance slip duly signed for admission to the Meeting Hall.
2. In the case of joint holders, the votes of the senior who tenders a vote, whether in person or by proxy, shall be accepted to the exclusion of the vote of the other joint holders. Seniority shall be determined by the order in which the names stand in the Registers of Members.



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**ROUTE MAP FOR VENUE OF EXTRA ORDINARY GENERAL MEETING**

