

To,
BSE Limited
Phiroze Jeejeebhoy Towers
Dalal Street
Mumbai 400 001

Dear Sir/Madam,

Sub: Intimation under Regulation 51(2) read with Schedule III Part B of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("LODR") - Change of Name and Object Clause of the Company and Calling of Extra-ordinary General Meeting of the Company

Ref: Scrip Code: 973790

With reference to the above subject, we hereby inform that the Board of Directors of the Company through Resolution passed by circulation on December 31, 2024, have, subject to the Members approval at the Extra ordinary General Meeting approved the following:

- i. Change of Name of the Company including Alteration of Memorandum of Association (MOA) and Articles of Association (AOA) of the Company*
- ii. Change of Object Clause of Memorandum of Association of the Company*

In this regard, an Extraordinary General Meeting ("EGM") (03/2024-25) of the Members of the Company is scheduled on Tuesday, January 07, 2025, at 11:00 A.M. IST through Video Conferencing or other Audio-Visual means in accordance with the relevant provisions of the Companies Act, 2013 and the circulars issued by the Ministry of Corporate Affairs.

A copy of the Notice of EGM is enclosed for your kind information.

We request you to take the same on record.

Thanking you,

Yours faithfully,

For **Samunnati Financial Intermediation & Services Private Limited**

S Arun Kumar
Company Secretary & Compliance Officer

Enclosure: Notice convening the Extraordinary General Meeting

Copy to: Debenture Trustees

SHORTER NOTICE OF THE EXTRAORDINARY GENERAL MEETING (03/2024-25) OF THE MEMBERS OF SAMUNNATI FINANCIAL INTERMEDIATION & SERVICES PRIVATE LIMITED

To,
The Members,
Board of Directors of
SAMUNNATI FINANCIAL INTERMEDIATION & SERVICES PRIVATE LIMITED

SHORTER NOTICE is hereby given that an Extraordinary General Meeting (“**EGM**”) (03/2024-25) of the Members of Samunnati Financial Intermediation & Services Private Limited (“**Company**”) will be held on Tuesday, January 07, 2025, at 11.00 A.M. IST through video conferencing (“**VC**”) / other audio-visual means (“**OAVM**”) in compliance with the applicable provisions of the Companies Act, 2013 and the relevant rules made thereunder read with General Circular No. 14/2020 dated April 08, 2020, General Circular No. 17/2020 dated April 13, 2020, General Circular No. 22/2020 dated June 15, 2020, General Circular No. 33/2020 dated September 28, 2020, General Circular No. 39/2020 dated December 31, 2020, General Circular No. 10/2021 dated June 23, 2021, General Circular No. 20/2021 dated December 08, 2021, General Circular No. 03/2022 dated May 05, 2022, General Circular No. 11/2022 dated December 28, 2022, General Circular No. 09/2023 dated September 25, 2023, General Circular No. 09/2024 dated September 19, 2024 and other applicable circulars issued by the Ministry of Corporate Affairs (“**MCA**”) (hereinafter collectively referred to as “**Circulars**”), to transact the businesses set out below.

Members participating through the VC / OAVM facility shall be reckoned for the purpose of quorum under Section 103 of the Companies Act, 2013 and the articles of association of the Company. The proceedings of the EGM will be recorded at the registered office of the Company situated at Baid Hi Tech Park, 8th Floor, No 129B, East Coast Road, Thiruvanmiyur, Chennai - 600 041.

In compliance with the Circulars issued by the MCA, the notice of the EGM, annexures and other documents required to be attached thereon are being circulated to the members of the Company through electronic mode.

SPECIAL BUSINESS:

ITEM NO. 1:

TO CONSIDER AND APPROVE CHANGE OF NAME OF THE COMPANY INCLUDING ALTERATION OF MEMORANDUM OF ASSOCIATION (MOA) AND ARTICLES OF ASSOCIATION (AOA) OF THE COMPANY

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

“**RESOLVED THAT** pursuant to provisions of Sections 4, 5, 13 and 14 of the Companies Act, 2013 (the “**Act**”) read with Rule 29 of the Companies (Incorporation) Rules, 2014, and any other

applicable provisions of the Act and rules made thereunder (including any statutory modifications or re-enactment thereof, for the time being in force), Articles of Association of the Company and subject to approval of the Central Government and / or Registrar of Companies, as applicable, the consent of the Members of the Company be and is hereby accorded to change the name of the Company from “Samunnati Financial Intermediation & Services Private Limited” to “**Samunnati Agri Value Chain Solutions Private Limited**”.

RESOLVED FURTHER THAT pursuant to the provisions of Section 13 read with Rule 29 of the Companies (Incorporation) Rules, 2014 and other applicable provisions, if any, of the Companies Act, 2013 (including any statutory modification(s) and re-enactment(s) thereof, for the time being in force) the existing Clause I of the Memorandum of Association of the Company be substituted with the following:

“The Name of the Company is SAMUNNATI AGRI VALUE CHAIN SOLUTIONS PRIVATE LIMITED.”

RESOLVED FURTHER THAT pursuant to the provisions of Section 14 and other applicable provisions, if any, of the Companies Act, 2013 and the Rules framed thereunder (including any statutory modification(s) and re-enactment(s) thereof, for the time being in force), the name of the Company “Samunnati Financial Intermediation & Services Private Limited” wherever appearing in the Articles of Association of the Company be substituted by the new name of the Company, “**Samunnati Agri Value Chain Solutions Private Limited**”.

RESOLVED FURTHER THAT for the purpose of giving effect to the above, the Board is hereby authorised to resolve and settle all questions, clarifications or doubts that may arise in this regard, to finalise and execute all applications, undertakings, documents and writings and to do all such acts, deeds and things in this connection and incidental as the Board in its absolute discretion deem fit without being required to seek any further consent or approval of the Members of the Company or otherwise to the end and intent that they shall be deemed to have given approval thereto expressly by the authority of this resolution.”

ITEM NO. 2:

TO CONSIDER AND APPROVE ALTERATION OF MAIN OBJECT CLAUSE OF THE MEMORANDUM OF ASSOCIATION OF THE COMPANY:

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

“RESOLVED THAT pursuant to the provisions of Section 4, 13 and other applicable provisions, if any, of the Companies Act, 2013 (“the Act”) (including any statutory modifications or re-enactment thereof, for the time being in force) and the rules framed thereunder, and other applicable regulations, rules and guidelines issued, if any, consent of the Members of the Company be and is hereby accorded to alter and amend existing Clause III (A) [Main Object] of the Memorandum of Association of Company by inserting the following sub-clause No. 4 after the

existing sub-clause No. 3:

4. *To carry on in India the business of traders, distributors, dealers, stockiest, importers, exporters, buyers, sellers, lessors and suppliers, of all kinds of farm implements, farm equipment, agricultural processing machinery and generally deal in all kinds of plant and machinery, equipment, implements, accessories, tools, goods or things used for agricultural and allied purposes, including the erection and commissioning of such plant and machinery, equipment or implements thereof.*

RESOLVED FURTHER THAT for the purpose of giving effect to the above, the Board is hereby authorised to resolve and settle all questions, clarifications or doubts that may arise in this regard, to finalise and execute all applications, undertakings, documents and writings and to do all such acts, deeds and things in this connection and incidental as the Board in its absolute discretion deem fit without being required to seek any further consent or approval of the Members of the Company or otherwise to the end and intent that they shall be deemed to have given approval thereto expressly by the authority of this resolution.”

By Order of the Board of Directors

S Arun Kumar
Company Secretary

Place: Chennai

Date: December 31, 2024

NOTES:

- 1) **A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ALSO ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE ON HIS/HER BEHALF AND SUCH A PROXY NEED NOT BE A MEMBER OF THE COMPANY SUBJECT TO PROVISIONS OF THE ARTICLES OF ASSOCIATION.** However, as per the Circulars issued by MCA, the entitlement for appointment of proxy has been dispensed with for the general meetings conducted through VC / OAVM. Accordingly, the attendance slip, proxy form and route map have not been annexed to this notice of EGM.
- 2) Corporate members intending to nominate their authorised representatives to attend the meeting are requested to send a certified copy of the board resolution authorising their representative to attend and vote on their behalf at the meeting.
- 3) The explanatory statement as required under Section 102 of the Companies Act, 2013 is annexed hereto and forms an integral part of the notice.
- 4) Members may kindly note that since the EGM of the Company is scheduled to be held through VC / OAVM, the login credentials shall be shared with the members along with the instructions for logging in, to their registered mail ids. In case of any clarifications in this regard, members can reach out to us at secretarial@samunnati.com or 044-66762400.

ANNEXURE TO THE NOTICE**A. EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013**

The following statement contains all the material facts relating to the Special Businesses as set out in this Notice:

ITEM NO. 1**TO CONSIDER AND APPROVE THE CHANGE OF NAME OF THE COMPANY INCLUDING ALTERATION OF MEMORANDUM OF ASSOCIATION (MOA) AND ARTICLES OF ASSOCIATION (AOA) OF THE COMPANY**

The Company has implemented the Composite Scheme of Arrangement for (i) slump sale of the NBFC business of the Company to Samunnati Finance Private Limited; and (ii) post giving effect to (i) above, amalgamation of Samunnati Agro Solutions Private Limited with the Company (“Scheme”).

Consequent to this, the Company has commenced the agri commodity trading business. In line with the regulatory requirements and in order to reflect and align the name of the Company with the business activities carried on by the Company, it is proposed to change the name of the Company from “Samunnati Financial Intermediation & Services Private Limited” to “**Samunnati Agri Value Chain Solutions Private Limited**”.

Pursuant to the approval of the Board of Directors of the Company, the Company had made an application to the Ministry of Corporate Affairs and has reserved the name “Samunnati Agri Value Chain Solutions Private Limited”.

In this regard, the Board of Directors had through a resolution by circulation passed on December 31, 2024, approved the change of name of the Company from “Samunnati Financial Intermediation & Services Private Limited” to “Samunnati Agri Value Chain Solutions Private Limited” and consequential alteration of Memorandum of Association (MOA) and Articles of Association (AOA) of the Company, subject to approval of the Members of the Company.

None of the directors and key managerial personnel of the Company including their relatives are concerned or interested, either directly or indirectly, in the proposal contained, except to the extent of their shareholding in the Company.

Accordingly, the Board of Directors recommend that the members approve the resolution contained in Item no. 1 as a Special Resolution.

ITEM NO. 2**TO CONSIDER AND APPROVE THE ALTERATION OF MAIN OBJECT CLAUSE OF THE MEMORANDUM OF ASSOCIATION OF THE COMPANY:**

Consequent to implementation of the Scheme and amalgamation of Samunnati Agro Solutions Private Limited with the Company, the main object clause of the Company has been amended as provided in the Scheme for carrying on Agri Commerce business.

Samunnati Agro Solutions Private Limited had amended its object clause to trade in the farm implements, equipment, agricultural processing machines, accessories and tools. The said amendment to the object clause was carried out post approval of the Scheme by the National Company Law Tribunal, Chennai. In view of the same, the said object clause relating to dealing in farm equipment has not been included in the object clause of the Company under the Scheme.

In view of this, it is proposed to amend the object clause of the Company to enable trading of farm implements, equipment, agricultural processing machines, accessories and tools, as the same was part of the object clause of Samunnati Agro Solutions Private Limited prior to implementation of the Scheme.

The Board of Directors had, through a resolution by circulation passed on December 31, 2024, approved alteration of the Main Object Clause of the Memorandum of Association to enable trading of farm implements, equipment, agricultural processing machines, accessories and tools, subject to the approval of the Members of the Company.

A copy of the draft Memorandum of Association of the Company duly amended is available for inspection at the Registered Office of the Company on all working days between 11.00 AM to 4.00 PM and shall also be available for inspection during the Meeting.

None of the Directors and Key Managerial Personnel of the Company, including their relatives, are concerned or interested, either directly or indirectly, in the proposal contained, except to the extent of their shareholding in the Company.

Accordingly, the Board of Directors recommends that the Members approve the resolution contained in Item no. 2 as a Special Resolution.

By Order of the Board of Directors

S Arun Kumar
Company Secretary

Date: December 31, 2024

Place: Chennai