

Notice of the Extra-Ordinary General Meeting

To
The Members,
Auditors,
Directors,
Debenture Trustees

NOTICE is hereby given that the Extra-Ordinary General Meeting No FY 02/2025-2026 (“**Meeting**”) of the members of Si Creva Capital Services Private Limited (the “**Company**”) will be held on Friday, July 4, 2025 at 05:00 p.m. (IST) at the registered office of the Company situated at 10th Floor, Tower 4, Equinox Park, LBS Marg, Kurla West Mumbai 400070, Maharashtra, India to transact the following special businesses:

Item No: 1

To approve the borrowing powers of the Company under Section 180 (1) (c) of the Companies Act, 2013.

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

“**RESOLVED THAT** pursuant to the provisions of the memorandum of association and articles of association of the Company, the consent of the members of the Company be and is hereby accorded under the provisions of Section 180(1)(c) and all other applicable provisions, if any, of the Companies Act, 2013, read with the rules made thereunder (including any amendment(s), modification(s), variation(s) or re-enactment(s) thereof), to the Board of Directors of the Company (hereinafter referred to as “the Board” which term shall be deemed to include any committee(s) constituted/ to be constituted by the Board, its managing director or its principal officer or any employee/officer authorized by such committee from time to time to exercise its powers conferred by this resolution) to borrow from time to time, any sum or sums of monies, inter-alia, by way of loan, facility, financial assistance, issue of listed/unlisted/ rated/unrated/partly/ fully convertible/ non-convertible debentures/ bonds, market linked debentures or other forms of debt instruments, issue of commercial papers, availing external commercial borrowings, and all of the above can either be availed/ issued in Indian Rupee or any other currency as permissible under applicable law, whether secured or unsecured, and whether in India or abroad, notwithstanding that the loan, facility, financial assistance, issue of listed/unlisted/ rated/unrated /partly/ fully convertible/ non-convertible debentures/ bonds, market linked debentures, commercial papers, external commercial borrowings so availed together with the monies already borrowed by the Company, will exceed the aggregate of the paid-up share capital of the Company, its free reserves and securities premium (apart from temporary loans obtained or to be obtained from the Company’s bankers in the ordinary course of business), provided that the total outstanding amount so borrowed by the Board shall not, at any given point of time, exceed INR 5,000,00,00,000 (Rupees Five Thousand Crores Only), on such terms and conditions as the Board at its sole discretion may deem fit and for the said purpose, to do

Si Creva Capital Services Private Limited

Registered Office Address – 10th Floor, Tower 4, Equinox Park, LBS Marg, Kurla West,
Mumbai – 400070, Maharashtra, India.

CIN – U65923MH2015PTC266425

Si Creva Capital Services Private Limited | info@sicrevacapital.com | <https://sicrevacapital.com> | 08044745954 / 08044745953

KisshT | care@kisshT.com | <https://www.kisshT.com> | 08044745952 / 08044745951



and perform all such acts, deeds, matters and things as may be necessary, desirable or expedient and also to negotiate, agree and execute the required documents in this regard with any banks, financial institutions, companies, firms, individuals, persons, body corporate, Alternate Investment Funds, associations, partnership, sole proprietorship, societies, or any government or semi-government bodies, whether state or central, whether in India or abroad (hereinafter referred to as “the Lender”) for borrowing funds on such terms as may be mutually agreed between the Company and the Lender.

RESOLVED FURTHER THAT the Board of Directors of the Company (including any Committee(s) constituted/to be constituted by the Board, its managing director, its principal officer or any employee/officer authorized by such committee from time to time to exercise its powers conferred by this resolution) be and is hereby authorised to do all such acts, deeds and things as may be required and to finalise the terms and conditions and execute all such agreements, documents, instruments applications etc., as may be required with power to settle all questions, difficulties or doubts that may arise in this regard as it may in its sole and absolute discretion deem fit and to sub-delegate all or any of their powers herein conferred to any Committee or already conferred upon such Committee and/ or Director(s) and/ or Officer(s) of the Company shall remain valid, to give effect to this Resolution.”

Item No: 2

To approve limits for creation of charge on the assets of the Company to secure its borrowings under Section 180 (1) (a) of the Companies Act, 2013.

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

“**RESOLVED THAT** pursuant to the provisions of the memorandum and articles of association of the Company, the consent of the members of the Company be and is hereby accorded under Sections 180(1)(a) and 180(1)(c) and all other applicable provisions, if any, of the Companies Act, 2013 read with the rules made thereunder (including any amendment(s), modification(s), variation(s) or re-enactment(s) thereof), to the Board of Directors of the Company (hereinafter referred to as “the Board” which term shall be deemed to include any committee(s) constituted/ to be constituted by the Board, its Managing Director, its principal officer or any employee/officer authorised by such committee from time to time to exercise its powers conferred by this resolution) to create such encumbrances, charges, mortgages and hypothecations in addition to the existing encumbrances, charges, mortgages and hypothecations created by the Company, on such movable and immovable properties and/ or assets of the Company, both present and future, and in such manner as deemed fit, in favour of the lenders/ creditors of the Company (including but not limited to bank(s), financial institution(s), investing agencies, trustees for the holders of debentures/ bonds/ other debt instruments) and also to issue covenants for negative pledges/ negative liens in respect of the said assets and properties, in such form and manner as the Board may deem fit and for the said purpose, to do and perform all such acts, deeds, matters and things as may be necessary, desirable or expedient and also to execute the required documents including power of attorney in favour of all or any of the persons, firms, bodies corporate, banks, financial institutions, trustees etc., to secure such loans, facility,

issue of debentures/ bonds (whether listed/unlisted/rated/unrated/partly/ fully convertible or non-convertible), issue of market linked securities, or any other form of debt availed (hereinafter collectively referred to as “Loans”) provided that the total outstanding amount of Loans for which the charge is to be created, shall not, at any time exceed INR 5,000,00,00,000 (Rupees Five Thousand Crores Only);

RESOLVED FURTHER THAT the Board of Directors of the Company (including any committee(s) constituted/ to be constituted by the Board, its Managing Director, its principal officer or any employee/officer authorised by such committee, from time to time to exercise its powers conferred by this resolution thereof) be and are hereby authorised to negotiate, finalize and execute with the lender(s)/ trustees/ persons, such documents/ agreements/ undertakings/ indemnities/ guarantees as may be required for creating the aforesaid encumbrances, mortgages, hypothecations, charges in any other manner and to propose/ accept any modifications to the terms and conditions thereto and to do all such acts, deeds and things as may be required, with power to settle all questions, difficulties or doubts that may arise in this regard, as it may in its sole and absolute discretion deem fit and to sub-delegate all or any of their powers herein conferred to any Committee and/ or Director(s) and/ or Officer(s) of the Company or already conferred to any committee shall remain valid, to give effect to this Resolution.”

By the order of the Board

Si Creva Capital Services Private Limited

Ranvir Singh
Whole-time Director
DIN: 06673951

10th Floor, Tower 4, Equinox Park, LBS Marg,
Kurla West Mumbai 400070, Maharashtra, India

Date: July 4, 2025

Place: Mumbai

Notes:

1. The Extra-Ordinary General Meeting is being convened at a shorter notice pursuant to Section 101(1) of the Companies Act, 2013 (the “Act”) with the consent given in writing/by electronic mode by majority in number of members entitled to vote and who represent not less than 95 % (ninety-five percent) of such part of the paid-up share capital of the Company as gives a right to vote at the Meeting. The members are requested to sign the enclosed consent for shorter notice to attend the Extra-Ordinary General Meeting and send it to the Company.
2. A MEMBER ENTITLED TO ATTEND THE MEETING, IS ALSO ENTITLED TO APPOINT A PROXY TO ATTEND INSTEAD OF HIMSELF / HERSELF, AND SUCH A PROXY NEED NOT BE A MEMBER OF THE COMPANY SUBJECT TO PROVISIONS OF THE ARTICLES OF ASSOCIATION.
3. A person can act as proxy on behalf of members not exceeding 50 (fifty) and holding in the aggregate not more than 10% (ten percent) of the total share capital of the company carrying voting rights. A member holding more than 10% (ten percent) of the total share capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy for any other person or member.
4. The explanatory statement as required under Section 102(1) of the Act in respect of each special business is annexed hereto and forms an integral part of the Notice.
5. All documents referred to in this Notice and Explanatory Statement annexed hereto are available for inspection of the members of the Company at the registered office of the Company.
6. Route map and prominent landmark for easy location of the venue of the Extra-Ordinary General Meeting.



Prominent landmark: Equinox Business Park, LBS Road, Kurla West

Si Creva Capital Services Private Limited

Registered Office Address – 10th Floor, Tower 4, Equinox Park, LBS Marg, Kurla West, Mumbai – 400070, Maharashtra, India.

CIN – U65923MH2015PTC266425

Si Creva Capital Services Private Limited | info@sicrevacapital.com | <https://sicrevacapital.com> | 08044745954 / 08044745953

Kissh | care@kissh.com | <https://www.kissh.com> | 08044745952 / 08044745951



EXPLANATORY STATEMENT

(Statement pursuant to Section 102(1) of the Companies Act, 2013 setting out material facts concerning the item of special business to be transacted at the Extra-Ordinary General Meeting is detailed hereunder)

Item No. 1 & 2

The Members are informed that as per the provisions of Section 180(1)(c) and 180(1)(a) respectively, of the Companies Act, 2013 which would become applicable to the once the Holding Company i.e. OnEMI Technology Solutions Private Limited is converted to a public limited company and the Company will be a deemed public company, the Board of Directors of a Company shall not,

- borrow money, where the money to be borrowed, together with the money already borrowed by the company will exceed aggregate of its paid-up share capital, free reserves and securities premium, apart from temporary loans obtained from the company's bankers in the ordinary course of business, or
- sell, lease or otherwise dispose of the whole or substantially the whole of its undertaking of the company or where the company owns more than one undertaking, of the whole or substantially the whole of any of such undertakings,

without the consent of the Members of the company by means of a 'Special Resolution'.

For the purpose of funding its lending business operations, the Company raises resources, inter-alia, by borrowing monies from time to time from various persons, firms, bodies corporate, banks, financial institutions, etc. and these borrowings are, inter-alia, secured by mortgage of immovable properties, hypothecation/pledge of movable properties, promissory notes and/or negative liens/pledges on the assets and properties of the Company coupled with power of attorney in favour of such lenders.

Considering the future business growth in the loan book of the Company and to meet the funding requirement of the business in the Company and in order to provide security to such loans by way of mortgage or creating charge on the assets of the Company, it is proposed approve the outstanding borrowing limits of the Company upto INR 5,000,00,00,000 (Rupees Five Thousand Crores Only) by passing the resolution proposed under Item No. 1 as a Special Resolution. Further, in order to provide security to such outstanding loans by way of mortgage or creating charge on the assets of the Company upto INR 5,000,00,00,000 (Rupees Five Thousand Crores Only), resolution under item no. 2 is proposed to be passed as a Special Resolution.

Si Creva Capital Services Private Limited

Registered Office Address – 10th Floor, Tower 4, Equinox Park, LBS Marg, Kurla West, Mumbai – 400070, Maharashtra, India.

CIN – U65923MH2015PTC266425

Si Creva Capital Services Private Limited | info@sicrevacapital.com | <https://sicrevacapital.com> | 08044745954 / 08044745953

KisshT | care@kisshT.com | <https://www.kisshT.com> | 08044745952 / 08044745951



In view of the aforesaid, the Board of Directors at its meeting held on July 4, 2025, has subject to the approval of Members, accorded their approval to the borrowing limits of the Company and to create encumbrances, charges, mortgages and hypothecations on all or any of the assets of the Company as approved by the Members pursuant to Section 180(1)(c) and 180(1)(a) of the Act from time to time.

Accordingly, the approval of the Members is being sought by way of special resolution authorising the Board of Directors to borrow sums of monies within an overall limit of INR 5,000,00,00,000 (Rupees Five Thousand Crores Only) outstanding at any given point of time.

The Board recommends passing of the special resolutions as set out under item nos. 1 and 2 of this Notice for approval of the Members.

Save and except for the shareholding interest, if any, held by them, none of the Directors or Key Managerial Personnel of the Company or their relatives, are in any way, concerned or interested, financially or otherwise, in the said resolution as set out in Item no 1 and 2.

By the order of the Board
Si Creva Capital Services Private Limited

Ranvir Singh
Whole-time Director

DIN: 06673951

10th Floor, Tower 4, Equinox Park, LBS Marg,
Kurla West Mumbai 400070, Maharashtra, India

Date: July 4, 2025

Place: Mumbai

**FORM NO. MGT - 11
PROXY FORM**

(Pursuant to section 105(6) of the Companies Act, 2013 and Rule 19(3) of the Companies (Management and Administration) Rules, 2014)

Name of the Members	
Registered address	
E-mail ID	
Folio No. /DP ID & Client ID*	

*Applicable in case shares are held in electronic form.

I/We, being the holder(s) of _____ shares of Si Creva Capital Services Private Limited, hereby appoint:

Name of the Members	
Address	
E-mail ID	
	Signature: _____

or failing him/her

Name of the Members	
Address	
E-mail ID	
	Signature: _____

Si Creva Capital Services Private Limited

Registered Office Address - 10th Floor, Tower 4, Equinox Park, LBS Marg, Kurla West, Mumbai - 400070, Maharashtra, India.

CIN - U65923MH2015PTC266425

Si Creva Capital Services Private Limited | info@sicrevacapital.com | <https://sicrevacapital.com> | 08044745954 / 08044745953

KisshT | care@kisshT.com | <https://www.kisshT.com> | 08044745952 / 08044745951



or failing him/her

Name of the Members	
Address	
E-mail ID	
	Signature: _____

as my / our proxy to attend and vote (on Poll) for me/us and on my/our behalf at the FY 02/2025-2026 Extra-Ordinary General Meeting of the Company to be held at a shorter notice on Friday, July 4, 2025 at 05:00 p.m. (IST) at the registered office of the Company situated at 10th Floor, Tower 4, Equinox Park, LBS Marg, Kurla West Mumbai 400070, Maharashtra, India and at any adjournment thereof in respect of such resolutions and in such manner as are indicated below:

Resolution No.	Description	For	Against
Special Business.			
1.	To approve the borrowing powers of the Company under Section 180 (1) (c) of the Companies Act, 2013.		
2.	To approve limits for creation of charge on the assets of the Company to secure its borrowings under Section 180 (1) (a) of the Companies Act, 2013.		

Signed this _____ day of _____ 2025

Signature of Member

Signature of first proxy holder

Signature of second proxy holder

Signature of third proxy holder

Affix Revenue Stamp

Si Creva Capital Services Private Limited

Registered Office Address - 10th Floor, Tower 4, Equinox Park, LBS Marg, Kurla West, Mumbai - 400070, Maharashtra, India.

CIN - U65923MH2015PTC266425

Si Creva Capital Services Private Limited | info@sicrevacapital.com | <https://sicrevacapital.com> | 08044745954 / 08044745953

KisshT | care@kisshT.com | <https://www.kisshT.com> | 08044745952 / 08044745951



Note:

1. This form in order to be effective must be duly stamped, completed and signed and must be deposited at the registered office of the Company.
2. Please put a 'X' in the appropriate column against the respective resolutions. If you leave the 'For' or 'Against' column blank against any or all the resolutions, your Proxy will be entitled to vote in the manner as he/she thinks appropriate.
3. Proxy need not be a member of the Company. Pursuant to the provisions of Section 105 of the Companies Act, 2013 and Secretarial Standards - 2 issued by Institute of Company Secretaries of India, a person can act as Proxy on behalf of not more than 50 (fifty) members and holding in aggregate not more than 10 % (ten percent) of the total share capital of the Company. Members holding more than 10 % (ten percent) of the total share capital of the Company may appoint a single person as Proxy, who shall not act as Proxy for any other Member.
4. The Proxy-holder shall prove his identity at the time of attending the Meeting.

Si Creva Capital Services Private Limited

Registered Office Address - 10th Floor, Tower 4, Equinox Park, LBS Marg, Kurla West,
Mumbai - 400070, Maharashtra, India.

CIN - U65923MH2015PTC266425

Si Creva Capital Services Private Limited | info@sicrevacapital.com | <https://sicrevacapital.com> | 08044745954 / 08044745953

Kissht | care@kissht.com | <https://www.kissht.com> | 08044745952 / 08044745951



ATTENDANCE SLIP

Extra-Ordinary General Meeting of the Company of FY 02/2025-2026 to be held at a shorter notice on Friday, July 4, 2025, at 05:00 p.m. (IST) at the registered office of the Company situated at the 10th Floor, Tower 4, Equinox Park, LBS Marg, Kurla West Mumbai 400070, Maharashtra, India

Folio No. / DP ID & Client ID*	
No. of shares held	

Applicable in case shares are held in electronic form.

I/We certify that I/We am/are registered Member /proxy for the registered Member of the Company.

I/We hereby record my presence at the Extra-Ordinary General Meeting of the Company of 02/2025-2026 to be held at a shorter notice on Friday, July 4, 2025, at 05:00 p.m. (IST) at the registered office of the Company situated at the 10th Floor, Tower 4, Equinox Park, LBS Marg, Kurla West Mumbai 400070, Maharashtra, India

Member's / Authorized Representative

Note: Please fill in the attendance slip and hand it over at the entrance of the Meeting Hall. Joint member(s) may obtain additional attendance slip at the venue of the Meeting.