

## 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 06/2025-2026 ("**Meeting**") of the members of Si Creva Capital Services Private Limited (the "**Company**") will be held at a shorter notice, on Saturday, March 21, 2026 at 06:30 p.m. (IST) at the registered office of the Company situated at 10<sup>th</sup> Floor, Tower 4, Equinox Park, LBS Marg, Kurla West Mumbai 400070, Maharashtra, India to transact the following Ordinary businesses:

### Item No. 1:

#### **To approve the issuance of non-convertible debentures upto INR 2,000,00,00,000 (Indian Rupees Two Thousand Crores only) by way of private placement.**

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 first proviso of the of section 179(3), section 42, 71 and other applicable provisions, if any, of the Companies Act, 2013 and the rules made thereunder, including any statutory modifications or re-enactments thereof for the time being in force (the "**Act**"), rules, regulations, guidelines, notifications, clarifications and circulars, if any, prescribed by the Government of India, all applicable regulations, directions, guidelines, circulars and notifications of the Reserve Bank of India ("**RBI**"), or any other regulatory authority in India, and in accordance with the Memorandum and Articles of Association of the Company and pursuant to the recommendation of the Board of Directors of the Company ("**Board**") at its meeting held on March 21, 2026, and subject to the approvals, consents, sanctions, permissions as may be required from any appropriate statutory and regulatory authorities, and subject to such conditions and modifications as may be prescribed by the respective statutory or regulatory authorities while granting such approvals, consents, sanctions, permissions, the members approve the issuance of Non-Convertible Debentures for an amount not exceeding INR 2,000,00,00,000 (Indian Rupees Two Thousand Crores only) for raising of funds ("**NCDs**") by way of private placement with a limit of upto INR 500,00,00,000 (Rupees Five Hundred Crores only) for single NCDs transaction with a lender, on such terms and conditions as mutually agreed upon between the Company and prospective lenders of the Company as may be identified by the Board (which shall include its committee(s)).

**RESOLVED FURTHER THAT** Asset Liability Management Committee of the Board ("**ALCO**") be and is hereby authorised to (i) identify the Investors for the aforesaid and offer the NCDs; (ii) decide the security/ies to be provided for securing the said NCDs in favor of debenture trustee; (iii) approve the terms, offer and allot the NCDs of the Debentures and the drafts of the transaction documents to be executed pursuant to the aforesaid.

**RESOLVED FURTHER THAT** the ALCO be and is hereby authorized on behalf of the Company to take from time to time all decisions and steps necessary, expedient or proper, in respect of the aforesaid or in respect of the amendments, restatements or modifications of the terms of the aforesaid, in each case including the timing, amount and other terms and conditions of such aforesaid and also to take all other decisions including varying any of them, either in part or full, as it may, in its absolute discretion, deem appropriate, subject to the specific limits, and take such actions and steps including delegation of authority, as maybe necessary and to settle all matters arising out of and thereto, and to sign and to execute deeds, applications, documents, agreements and writings that may be required, on behalf of the Company, in relation to the aforesaid and to take decisions on all matters concerning the same,

### 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

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including if necessary, delegate any matter relating to the aforesaid to any person or persons so authorized by it in this behalf and execute all such deeds, documents, instruments and writings as it may in its sole and absolute discretion deem necessary for giving effect to this resolution.

**RESOLVED FURTHER THAT** subject to the compliance with the applicable laws, the ALCO be and is hereby authorized to delegate all or any of the powers herein conferred to any Director(s) and/ or officer(s) of the Company, to give effect to this resolution, without being required to seek any further consent and approval of the members of the Company.

**RESOLVED FURTHER THAT** this approval by the members shall constitute issuance of NCDs and the ALCO be authorized to identify the lenders for the purpose of issuance of offer letter to them as per the terms agreed with such lenders.

**RESOLVED FURTHER THAT** Mr. Krishnan Vishwanathan, Managing Director & CEO and Mr. Ranvir Singh, Whole-Time Director and the Company Secretary of the Company be and are hereby severally authorized to do all acts in this regard, including but not limited to filing of e-forms with the Ministry of Corporate Affairs and to issue a certified true copy of this resolution to the relevant parties.”

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

**Ranvir Singh**  
**Whole-time Director**  
**DIN: 06673951**  
**Address:** 10th Floor, Tower 4, Equinox Park, LBS Marg,  
Kurla West Mumbai 400070, Maharashtra, India  
**Date: March 21, 2026**  
**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 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 from the time of dispatch of this Notice until the conclusion of the Extraordinary General Meeting.
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

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## EXPLANATORY STATEMENT

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

**To approve the issuance of non-convertible debentures upto INR 2,000,00,00,000 (Indian Rupees Two Thousand Crores only) by way of private placement.**

For ease of administration in relation to the conduct of borrowing activities of the Company through issue of non-convertible debentures (“NCDs”), an omnibus approval for an amount not exceeding INR 2,000,00,00,000 (Indian Rupees Two Thousand Crores only) for raising of funds in the form of NCDs is proposed with further delegation of the powers to the Asset Liability Management Committee (“ALCO”) of the Board to approve the specific borrowing arrangements and offer the NCDs to the lenders which would be due compliance of Section 179 of the Companies Act, 2013 (“Act”) and also applicable laws framed by the Reserve Bank of India.

Pursuant to the commercial understanding with the prospective lenders, the Company is required to obtain approval of its members by way of a special resolution, before making any offer or invitation for issue of securities on a private placement basis. The said approval shall be the basis for the Board (which term shall include ALCO) to determine the terms and conditions of any offer of NCDs aggregating upto INR 2,000,00,00,000 (Indian Rupees Two Thousand Crores only), in one or more tranche / series by the Company.

The approval of the members is therefore sought for issue of Debentures in one or more tranche / series, as may be mutually agreed by and between the Company, the prospective lenders and/or debenture trustee, (“Lenders”/ “Debenture holders”), in dematerialized form as the case may be and on a private placement basis (“Issue”).

Requisite disclosures under Rule 14 of the Companies (Prospectus and Allotment of Securities) Rules, 2014 are as under. Terms not defined hereinunder will have the meaning assigned to it in the relevant transaction documents to be executed by the Company for the Debentures and approved by ALCO:

- a. **Particulars of the offer including date of passing of Board resolution:** Issuance of Debentures aggregating upto INR 2,000,00,00,000 (Indian Rupees Two Thousand Crores only), in one or more tranche / series, on such terms and conditions including but not limited to the price, coupon, premium, discount or tenor; the security/ies to be provided for securing the said Debentures in favor of debenture trustee; identified Lenders for the said Issue and other terms of the Debentures and the drafts of the transaction documents to be executed pursuant to the said Issue; etc. as may be determined by the ALCO.

**Date of passing of Board resolution:** March 21, 2026.

- b. **Kinds of securities offered and price at which security is being offered:** NCDs.
- c. **Basis or justification for the price (including premium, if any) at which offer or invitation is being made:** Not applicable as the NCDs will be issued at respective face value. However in the event the debentures are issued at premium or discount the ALCO Committee is authorized to determine the same.
- d. **Name and address of valuer who performed valuation:** Not applicable as the NCDs will be issued at respective face value.
- e. **Amount which the Company intends to raise by way of such securities:** upto INR 2,000,00,00,000 (Indian Rupees Two Thousand Crores only), in one or more tranche / series.

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However, the limit for a single transaction shall not exceed INR 500,00,00,000 (Indian Rupees Five Hundred Crores only).

f. **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:**

- **Material terms of raising such securities** The NCDs are proposed to be issued as per terms and conditions as may be determined by the Board/ALCO from time to time and as contained in the debenture trust deed to be entered *interalia* with the debenture trustee and the debenture documents, to be mutually agreed between Company and the said debenture trustee.
- **Proposed time schedule.** Within 1(one) year from the date of passing of the resolution by the members of the Company.
- **Purposes or objects of offer.** The object of the issuance of the NCDs is to utilize the amount of funds for the principal business or general corporate purpose of the Company and such other purpose as determined by the ALCO. The Company shall not use the proceeds of the Issue for any activities that are not agreed with the Lenders.
- **Contribution being made by the promoters or directors either as part of the offer or separately in furtherance of objects.** There is no contribution being made by the promoters or directors either as part of the offer or otherwise to the issuance of NCDs.
- **Principal terms of assets charged as securities.** As encapsulated in the security documents to be executed by the Company with the said debenture trustee from time to time for the said issuance of the NCDs.

Accordingly, the consent of the Members is sought in connection with the aforesaid issue of NCDs and they are requested to authorize the Board/ALCO to approve the terms and offer such NCDs as stipulated above.

None of the Directors and key managerial personnel of the Company and their relatives is concerned or interested, financially or otherwise.

The Board at its meeting held on March 21, 2026, has approved the aforesaid business item and recommends the adoption of the resolution as set out in item no. 1 of the Notice as a special resolution.

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

**Ranvir Singh**  
**Whole-time Director**  
**DIN: 06673951**  
**Address:** 10<sup>th</sup> Floor, Tower 4, Equinox Park, LBS Marg,  
Kurla West Mumbai 400070, Maharashtra, India  
**Date: March 21, 2026**  
**Place: Mumbai**

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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)**

<b>Name of the Members</b>	
<b>Registered address</b>	
<b>E-mail ID</b>	
<b>Folio No. /DP ID &amp; Client ID*</b>	

\*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:

<b>Name of the Members</b>	
<b>Address</b>	
<b>E-mail ID</b>	
	Signature: _____

or failing him/her

<b>Name of the Members</b>	
<b>Address</b>	
<b>E-mail ID</b>	
	Signature: _____

or failing him/her

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<b>Name of the Members</b>	
<b>Address</b>	
<b>E-mail ID</b>	
	Signature: _____

as my / our proxy to attend and vote (on Poll) for me/us and on my/our behalf at the FY 06/2025-26 Extra-Ordinary General Meeting of the Company to be held at a shorter notice on Saturday, March 21, 2026 at 06:30 p.m. (IST) at the registered office of the Company situated at 10<sup>th</sup> 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:

<b>Resolution No.</b>	<b>Description</b>	<b>For</b>	<b>Against</b>
<b>Special Business.</b>			
1.	To approve the issuance of non-convertible debentures upto INR 2,000,00,00,000 (Indian Rupees Two Thousand Crores only) by way of private placement.		

Signed this \_\_\_\_\_ day of \_\_\_\_\_ 2026

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

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

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

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

Affix  
Revenue  
Stamp

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**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.

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### ATTENDANCE SLIP

Extra-Ordinary General Meeting of the Company of FY 06/2025-26 to be held at a shorter notice on Saturday, March 21, 2026 at 06:30 p.m. (IST) at the registered office of the Company situated at the 10<sup>th</sup> 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 FY 06/2025-26 to be held at a shorter notice on Saturday, March 21, 2026 at 06:30 p.m. (IST) at the registered office of the Company situated at the 10<sup>th</sup> 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.

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