

Dated: 27th July, 2022

To,
The Manager
Bombay Stock Exchange (BSE) Limited,
1st Floor, P.J. Tower, Dalal Street, Mumbai-400001

Security Code: 973741
ISIN: INE956L07068

Sub.- Disclosure pursuant to Regulation 50 (2) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015

Dear Sir(s),

Pursuant to the provisions of Regulation 50 (2) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended from time to time, it is hereby intimated that the meeting of the Extraordinary General Meeting of the Members of the Company is scheduled on Friday, on 19th day of August, 2022 at 11:00 a.m. at the registered office at 11/6-B, 2nd Floor, Shanti Chambers, Pusa Road, New Delhi-110005.

The Notice of the aforementioned meeting is enclosed herewith for your reference.

Kindly acknowledge the same.

Thanking you,

For Moneywise Financial Services Private Limited


Manoj Kumar
(Company Secretary)
M. No. F7134



NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT the Extraordinary General Meeting of the Members of Moneywise Financial Services Private Limited will be held on **Friday, 19th day of August, 2022 at 11:00 A.M.** at its Registered Office **11/6-B, 2nd Floor, Shanti Chamber, Pusa Road, New Delhi-110005** to transact with or without modifications as may be permissible, the following business :-

SPECIAL BUSINESSES**Item No. 1: Adoption of New Set of Memorandum of Association.**

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

“RESOLVED THAT pursuant to the provisions of section 4 and section 13 of the Companies Act, 2013, and other applicable provisions read with the rules and regulations made there under including any amendment, re-enactment or statutory modification thereof, approval of the members be and is hereby accorded to amend the Memorandum of association of the Company as per the draft circulated with the notice of this meeting for altering the object Clause of the Memorandum of Association of the Company i.e. Clause III(A) by way of addition of below mentioned new sub-clause i.e. sub-clause 6 to Clause III(A) of the Memorandum of Association of the Company.

“To provide advertisement, manpower services, consulting services and software related services and to carry on the business of management consultants and advisors and to provide management services in all forms and aspects of trade and industry, including, without limitation, problem solving, team building, strategic and operational planning, corporate communications, information technology and knowledge management, corporate management, productivity, profitability, human resource development, change processes, recruitment of managerial personnel or all types of executives, middle management staff, junior level staff, workers, manpower planning, cost control, marketing, advertisement, and any other related activity, to companies, bodies corporate, governments central or state, municipal or local authority, society, undertaking, institution or any association of persons or any individual, whether in India or abroad.”

RESOLVED FURTHER THAT anyone amongst the Directors of the Company or the Company Secretary of the Company, be and are hereby severally, authorized to settle any question, difficulty or doubt, that may arise in giving effect to this resolution and to do all such acts, deeds, matters and things, including delegate such authority, as may be considered necessary, proper or expedient in order to give effect to the above resolution.

RESOLVED FURTHER THAT anyone amongst the Directors of the Company or the Company Secretary of the Company, be and are hereby severally authorized to do all such acts, deeds, matters and things and to sign all such other documents, in each case, as they or any of them may deem necessary, proper or desirable (including without limitation making the appropriate e-filings with the Registrar of Companies, NCT of Delhi & Haryana/ Ministry of Corporate Affairs) or intimating any other authority, in connection with the amendment of Memorandum of Association of the Company, as approved by the Board and the members of the Company and/ or generally to give effect to the foregoing resolutions."

By Order of the Board of Directors
For Moneywise Financial Services Private Limited


Manoj Kumar
(Company Secretary)
M. No. F7134



Date: 27th July, 2022
Place: New Delhi

NOTES:

1. The Explanatory Statements pursuant to Section 102 of the Companies Act, 2013 are given below and forms part of the Notice.
2. THE INSTRUMENT OF PROXY IN ORDER TO BE EFFECTIVE, SHOULD BE DEPOSITED AT THE REGISTERED OFFICE OF THE COMPANY, DULY COMPLETED AND SIGNED, NOT LESS THAN FORTY EIGHT (48) HOURS BEFORE THE COMMENCEMENT OF THE MEETING. A FORM OF PROXY IS ENCLOSED AS (ANNEXURE-A). PROXIES SUBMITTED ON BEHALF OF THE CORPORATE MEMBERS, MUST BE SUPPORTED BY AN APPROPRIATE RESOLUTIONS/ POWER OF ATTORNEY AUTHORIZING THEIR REPRESENTATIVE TO ATTEND AND VOTE ON THEIR BEHALF AT THE MEETING. A PERSON CAN ACT AS A PROXY ON BEHALF OF MEMBERS NOT EXCEEDING FIFTY (50) IN NUMBER AND HOLDING IN THE AGGREGATE NOT MORE THAN TEN PERCENT OF THE TOTAL SHARE CAPITAL OF THE COMPANY CARRYING VOTING RIGHTS. HOWEVER, A MEMBER HOLDING MORE THAN 10% 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.
3. Corporate Members intending to send their authorized representatives to attend the meeting are requested to send a certified copy of the Board Resolution/Power of Attorney authorizing their representative to attend and vote on their behalf at the Meeting.
4. The Register of Directors' shareholding will be available for inspection at the meeting.
5. Members/Proxies shall bring the attendance slips (ANNEXURE-B) duly filled in for attending the meeting..
6. Members seeking any information/document relating to the matters with respect to the businesses to be transacted at the Extraordinary General Meeting may write to the Company Secretary at the Registered Office of the Company at least seven days in advance of the Meeting.
7. The Route Map of the Venue of the Meeting is enclosed in the Notice (ANNEXURE-C).

**By Order of the Board of Directors
For Moneywise Financial Services Private Limited**


Manoj Kumar
(Company Secretary)
M. No. F7134



Date: 27th July, 2022
Place: New Delhi

EXPLANATORY STATEMENT PURSUANT TO THE PROVISIONS OF SECTION 102 OF THE COMPANIES ACT, 2013

The following Explanatory Statements pursuant to Section 102 of the Companies Act, 2013 sets out all material facts relating to the business mentioned in item no. 1 in the accompanying Notice of the Extraordinary General Meeting is annexed herewith:-

ITEM NO.: 1

The members are requested to note that pursuant to section 4 and section 13 of the Companies Act, 2013 read with rules framed thereunder, the Company is intending to provide services as mentioned in the Item No. 1 of this Notice for which the Company is proposing to alter its Memorandum of Association by way of addition of new sub-clause i.e. sub-clause 6 to Clause III (A) of the Memorandum of Association of the Company for which approval of the members of the Company is required.

In view of the aforementioned, the Board of Directors hereby recommends for the approval of the members of the Company on the resolution as set out in the Item No. 1 of this Notice.

Therefore, members are requested to give their approval in respect of the matter mentioned in the Item No. 1 to this Notice as recommended by Board of Directors in their meeting held on 27th July, 2022 by passing special resolution.

None of the Directors and Key Managerial Personnel of the Company and their relatives is concerned or interested, financially or otherwise, in the resolutions set out in Item No. 1.

By Order of the Board of Directors
For Moneywise Financial Services Private Limited

Manoj Kumar
(Company Secretary)
M. No. F7134



Date: 27th July, 2022
Place: New Delhi

**Form No. MGT-11
(Annexure-A)
PROXY FORM**

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

Moneywise Financial Services Private Limited

CIN: U51909DL1996PTC353582

Registered Office: 11/6-B, 2nd Floor, Shanti Chambers, Pusa Road, New Delhi – 110005

| | |
|--------------------------|--|
| Name of the Member (s) : | |
| Registered Address : | |
| E-mail ID : | |
| Folio No./ Client ID : | |
| DP ID : | |

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/her.

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

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

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the Extraordinary General Meeting of the Members of Moneywise Financial Services Private Limited to be held on **Friday, 19th day of August, 2022 at 11:00 A.M.** at its Registered Office **11/6-B, 2nd Floor, Shanti Chamber, Pusa Road, New Delhi-110005** and at any adjournment thereof in respect of such resolutions as are indicated below:

| Resolution No. | Resolution | Option | |
|-------------------|--|--------|---------|
| | | For | Against |
| Special Business: | | | |
| 1. | Alteration of Memorandum of Association of the Company | | |

Signed this..... day of..... 2022

Signature of Member(s).....

Signature of Proxy holder(s).....

Affix Revenue
Stamp not less
than Re. 1

Notes:

1. This form of proxy in order to be effective should be duly completed and deposited at the Registered office of the Company, not less than 48 hours before the commencement of the Meeting.
2. For the Resolutions, Explanatory Statement and Notes, please refer to the Notice of the Extraordinary General Meeting of the company
3. This is only optional. Please put a '√' in the appropriate column against the resolution indicated in the box. 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.

(Annexure-B)

ATTENDANCE SLIP
(THE ATTENDANCE SLIP DULY FILLED IN IS TO BE HANDED OVER AT THE
ENTRANCE OF THE MEETING HALL)

Moneywise Financial Services Private Limited

CIN: U51909DL1996PTC353582

Registered Office: 11/6-B, 2nd Floor, Shanti Chambers, Pusa Road, New Delhi - 110005.

| | |
|------------------|---------------------|
| FOR DEMAT SHARES | FOR PHYSICAL SHARES |
| DP ID | REGD. FOLIO NO. |
| CLIENT ID | NO. OF SHARES HELD |

Full name of the member attending _____

Name of the Proxy _____

(To be filled in if Proxy Form has been duly deposited with the Company)

I/We hereby record my/our presence at the **Extraordinary General Meeting** of the Members of **Moneywise Financial Services Private Limited** to be held on **Friday, 19th day of August, 2022 at 11:00 A.M.** at its Registered Office **11/6-B, 2nd Floor, Shanti Chamber, Pusa Road, New Delhi-110005.**

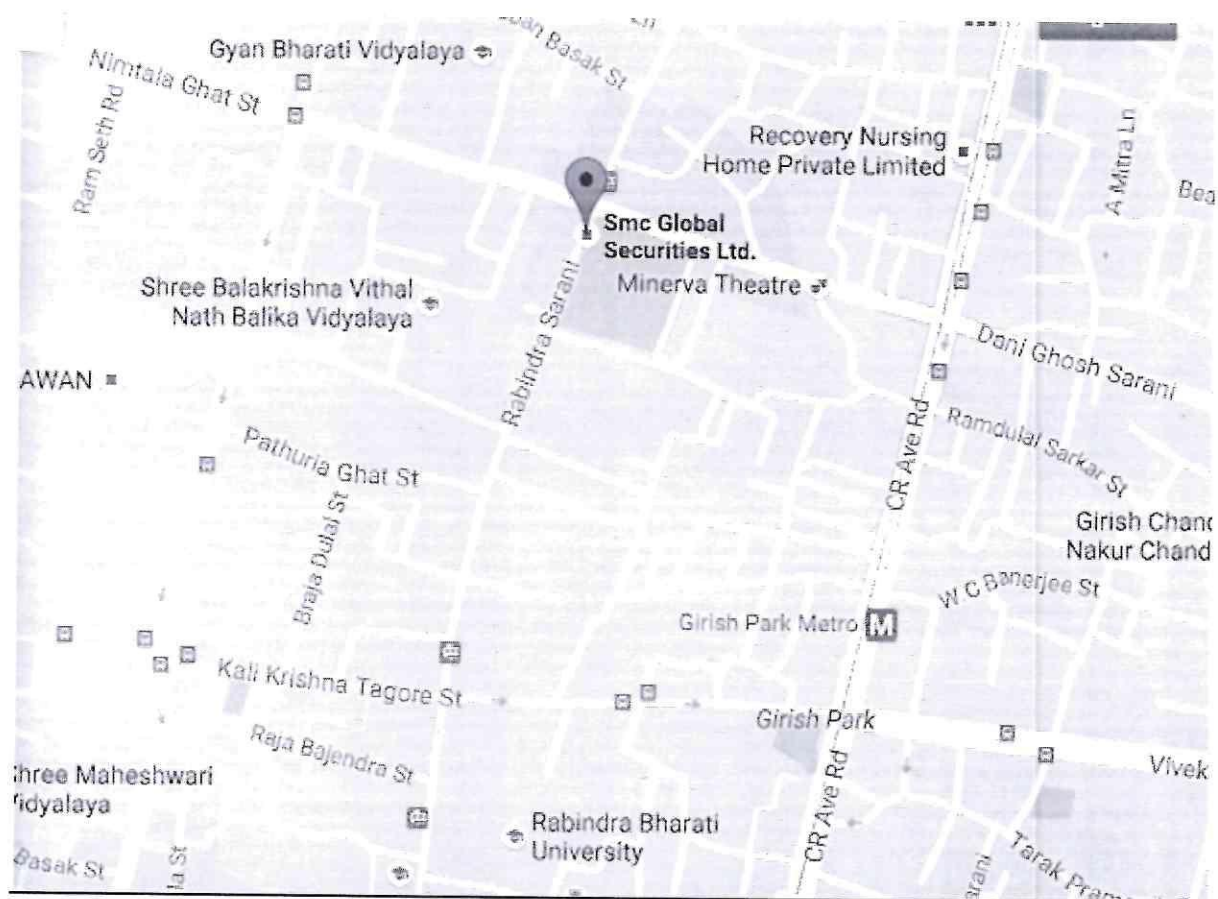
| |
|--|
| Name of the Member/Proxy In Block Letters |
|--|

Notes:

1. Only Member/Proxy holder can attend the Meeting.
2. Please complete the Folio and name of the Member/Proxy holder, sign this Attendance Slip and hand it over duly signed at the Attendance Verification Counter at the entrance of the Meeting Hall.

(Annexure-C)

ROUTE MAP FOR THE EXTRAORDINARY GENERAL MEETING VENUE



*Note: Moneywise Financial Services Private Limited is located in the same office where SMC Global Securities is located.