

SG FINSERVE LIMITED

(Formerly Known as Moongipa Securities Limited)

The General Manager
Department of Corporate Services
BSE Limited
25th Floor, P.J Towers,
Dalal Street, Mumbai-400001

November 28, 2022

Scrip Code: 539199

Dear Sir/Madam,

Sub: Results of postal ballot and report of Scrutiniser

Pursuant to Regulation 44(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (LODR) and based on the report of the Scrutiniser – Mr. Jatin Gupta, Jatin Gupta & Associates, Practicing Company Secretary dated November 28, 2022, we wish to inform that the members of the Company have accorded their approval with requisite majority through postal ballot mechanism/remote e-voting for the Resolutions mentioned in Notice of Postal Ballot dated 28th October, 2022 of the Company. The said postal ballot was conducted in accordance with Section 110 of Companies Act, 2013 and the Rules made thereunder.

In this regard, please find enclosed herewith the following:

1. Voting results of business transacted by postal ballot, as required under Regulation 44 of LODR.
2. Report of Scrutiniser pursuant to Section 108 of Companies Act, 2013

Both the results and the scrutiniser's report are also available on Company's website: www.moongipa.net.

We request you to kindly take the above information on your record.

Thanking you

Yours faithfully

For SG Finserve Limited
(formerly known as Moongipa Securities Limited)

Sachin Kumar
Company Secretary
Encl: a/a

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General information about company

Scrip code	539199
NSE Symbol	NA
MSEI Symbol	NA
ISIN	INE618R01015
Name of the company	SG Finserve Limited
Type of meeting	Postal Ballot
Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot)	27-11-2022
Start time of the meeting	
End time of the meeting	

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Scrutinizer Details

Name of the Scrutinizer	Jatin Gupta
Firms Name	Jatin Gupta & Assocites
Qualification	CS
Membership Number	5651
Date of Board Meeting in which appointed	18-10-2022
Date of Issuance of Report to the company	28-11-2022

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Voting results	
Record date	21-10-2022
Total number of shareholders on record date	569
No. of shareholders present in the meeting either in person or through proxy	
a) Promoters and Promoter group	
b) Public	
No. of shareholders attended the meeting through video conferencing	
a) Promoters and Promoter group	
b) Public	
No. of resolution passed in the meeting	6
Disclosure of notes on voting results	Add Notes

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Resolution (1)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				INCREASE IN AUTHORISED SHARE CAPITAL AND CONSEQUENT ALTERATION OF THE CAPITAL CLAUSE IN THE MEMORANDUM OF ASSOCIATION OF THE COMPANY				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	2818153	0	0.0000	0	0	0	0
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		2818153	100.0000	2818153	0	100.0000	0.0000
	Total		2818153	2818153	100.0000	2818153	0	100.0000
Public- Institutions	E-Voting	0	0	0	0	0	0.0000	0.0000
	Poll		0	0	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0	0	0	0.0000	0.0000
	Total		0	0	0.0000	0	0	0.0000
Public- Non Institutions	E-Voting	2192047	0	0.0000	0	0	0	0
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		245107	11.1816	245105	2	99.9992	0.0008
	Total		2192047	245107	11.1816	245105	2	99.9992
Total		5010200	3063260	61.1405	3063258	2	99.9999	0.0001
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	0
Public - Non Insitutions	0

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Resolution (2)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				PREFERENTIAL ALLOTMENT OF UPTO 1,26,29,000 EQUITY SHARES TO THE PERSONS BELONGING TO NON-PROMOTER CATEGORY				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	2818153	0	0.0000	0	0	0	0
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		2818153	100.0000	2818153	0	100.0000	0.0000
	Total		2818153	2818153	100.0000	2818153	0	100.0000
Public- Institutions	E-Voting	0	0	0	0	0	0.0000	0.0000
	Poll		0	0	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0	0	0	0.0000	0.0000
	Total		0	0	0.0000	0	0	0.0000
Public- Non Institutions	E-Voting	2192047	0	0.0000	0	0	0	0
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		245107	11.1816	245105	2	99.9992	0.0008
	Total		2192047	245107	11.1816	245105	2	99.9992
Total		5010200	3063260	61.1405	3063258	2	99.9999	0.0001
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	0
Public - Non Insitutions	0

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Resolution (3)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				PREFERENTIAL ALLOTMENT OF UPTO 73,71,000 FULLY CONVERTIBLE WARRANTS TO THE PERSONS BELONGING TO NON-PROMOTER CATEGORY				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	2818153	0	0.0000	0	0	0	0
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		2818153	100.0000	2818153	0	100.0000	0.0000
	Total		2818153	2818153	100.0000	2818153	0	100.0000
Public- Institutions	E-Voting	0	0	0	0	0	0.0000	0.0000
	Poll		0	0	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0	0	0	0.0000	0.0000
	Total		0	0	0.0000	0	0	0.0000
Public- Non Institutions	E-Voting	2192047	0	0.0000	0	0	0	0
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		245107	11.1816	245105	2	99.9992	0.0008
	Total		2192047	245107	11.1816	245105	2	99.9992
Total		5010200	3063260	61.1405	3063258	2	99.9999	0.0001
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	0
Public - Non Insitutions	0

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Resolution (4)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				TO EXERCISE THE BORROWING POWERS UNDER SECTION 180(1)(c) OF THE COMPANIES ACT, 2013 UPTO ₹3000 CRORE				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	2818153	0	0.0000	0	0	0	0
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		2818153	100.0000	2818153	0	100.0000	0.0000
	Total		2818153	2818153	100.0000	2818153	0	100.0000
Public- Institutions	E-Voting	0	0	0	0	0	0.0000	0.0000
	Poll		0	0	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0	0	0	0.0000	0.0000
	Total		0	0	0.0000	0	0	0.0000
Public- Non Institutions	E-Voting	2192047	0	0.0000	0	0	0	0
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		245107	11.1816	245105	2	99.9992	0.0008
	Total		2192047	245107	11.1816	245105	2	99.9992
Total		5010200	3063260	61.1405	3063258	2	99.9999	0.0001
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	0
Public - Non Insitutions	0

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Resolution (5)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				TO SEEK APPROVAL UNDER SECTION 180(1)(a) OF THE COMPANIES ACT, 2013, INTER ALIA, FOR CREATION OF MORTGAGE OR CHARGE ON THE ASSETS, PROPERTIES OR UNDERTAKING(S) OF THE COMPANY				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	2818153	0	0.0000	0	0	0	0
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		2818153	100.0000	2818153	0	100.0000	0.0000
	Total		2818153	2818153	100.0000	2818153	0	100.0000
Public- Institutions	E-Voting	0	0	0	0	0	0.0000	0.0000
	Poll		0	0	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0	0	0	0.0000	0.0000
	Total		0	0	0.0000	0	0	0.0000
Public- Non Institutions	E-Voting	2192047	0	0.0000	0	0	0	0
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		245107	11.1816	245105	2	99.9992	0.0008
	Total		2192047	245107	11.1816	245105	2	99.9992
Total		5010200	3063260	61.1405	3063258	2	99.9999	0.0001
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	0
Public - Non Insitutions	0

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Resolution (6)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				APPROVAL OF MOONGIPA SECURITIES LIMITED EMPLOYEES STOCK OPTION SCHEME – 2022				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	2818153	0	0.0000	0	0	0	0
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		2818153	100.0000	2818153	0	100.0000	0.0000
	Total		2818153	2818153	100.0000	2818153	0	100.0000
Public- Institutions	E-Voting	0	0	0	0	0	0.0000	0.0000
	Poll		0	0	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0	0	0	0.0000	0.0000
	Total		0	0	0.0000	0	0	0.0000
Public- Non Institutions	E-Voting	2192047	0	0.0000	0	0	0	0
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		245107	11.1816	245105	2	99.9992	0.0008
	Total		2192047	245107	11.1816	245105	2	99.9992
Total		5010200	3063260	61.1405	3063258	2	99.9999	0.0001
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	0
Public - Non Insitutions	0



**JATIN GUPTA & ASSOCIATES
COMPANY SECRETARIES**

Office: 109, First Floor, Rishabh Ipex Mall, I P Extension,
(Opp. MAX Hospital) , Patpar Ganj, Delhi 110 092
Phone no. : 011 – 4510 4789 ; email : jatinfcs@gmail.com

**SCRUTINIZER'S REPORT ON VOTES CAST BY REMOTE EVOTING ON POSTAL
BALLOT OF SG FINSERVE LIMITED (FORMERLY KNOWN AS MOONGIPA
SECURITIES LIMITED)**

To,
The Chairman
SG FINSERVE LIMITED
(FORMERLY KNOWN AS MOONGIPA SECURITIES LIMITED)
Delhi

I, CS Jatin Gupta, (FCS : 5651 and CP : 5236), Proprietor of Jatin Gupta & Associates, Company Secretaries Firm having office at 109, First Floor, Rishabh Ipex Mall, I P Extension, Pat Par Ganj, Delhi 110 092 (opp. MAX Hospital) appointed as Scrutinizer by the Board of Directors of **SG FINSERVE LIMITED (FORMERLY KNOWN AS MOONGIPA SECURITIES LIMITED)**, (“the Company”) pursuant to Section 108 of The Companies Act, 2013 and Rule 20 and 21 of The Companies (Management and Administration) Rules, 2014 to scrutinize the Remote E-voting process, on the resolution(s) set out in the postal ballot notice of **SG FINSERVE LIMITED (FORMERLY KNOWN AS MOONGIPA SECURITIES LIMITED)** vide Notice dt. 28th October, 2022 also read with corrigendum to the postal ballot notice dt. 15th November, 2022 submit as under:

1. The management of the Company is responsible to ensure compliance with the requirements of the relevant provisions of (i) The Companies Act, 2013 and the Rules made thereunder; (ii) The SEBI (Listing obligations and Disclosure Requirements) Regulations, 2015 and (iii) The Secretarial Standards – 2 on General Meetings issued by The Institute of Company Secretaries of India, relating to the E-voting facility to the shareholders. Our responsibility as a Scrutinizer is restricted to giving a Report on the Votes Cast by the members for the resolutions contained in the Notice dt. **28th October, 2022 also read with corrigendum to the postal ballot notice dt. 15th November, 2022**, through Remote E-Voting.
2. The postal ballot notice Notice dt. **28th October, 2022 also read with corrigendum to the postal ballot notice dt. 15th November, 2022** as confirmed by the Company, was sent to the shareholders:

On October 28, 2022 (original notice) and November 15, 2022 (corrigendum) by e-mail to all the members who had registered their e-mail-ids with the Company/Depositories, pursuant to General Circulars Nos. 14/2020, 17/2020, 22/2020, 33/2020, 39/2020 and 10/2021 dated April 8, 2020, April 13, 2020, June 15, 2020, September 28, 2020, December 31, 2020 and June 23, 2021, December 8, 2021 and May 5, 2022 respectively (“MCA Circulars”), Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI LODR Regulations”), Secretarial Standard - 2 issued by the Institute of Company Secretaries of India and other applicable laws and regulations, if any.

3. The Company had appointed Central Depository Services (India) Limited (CDSL) for facilitating e-voting to enable the members of the Company to cast their votes electronically.



JATIN GUPTA & ASSOCIATES COMPANY SECRETARIES

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4. The members of the Company, holding shares in physical or in dematerialized form, as on cut-off date i.e., 21st October, 2022 were entitled to cast their votes on the resolutions as set out in item no.(s) 1 to 6 of the Postal Ballot Notice of the Company by remote e voting.

The facility provided for remote e-voting which commenced on Saturday, October 29, 2022 (10:00 A.M. IST) and ended on Sunday, November 27, 2022. (5.00 P.M. IST) (both days inclusive). The remote e-voting facility was blocked thereafter.

Voting

- 5.1 Accordingly, CDSL, the remote e-Voting Agency provided us with the names, DP Id & Client Id/ folios and shareholding of the members who had cast their votes through remote e-voting.
- 5.2 As per the information given by the Company the names of the shareholders who had voted by remote e-voting through the facility provided by CDSL had been blocked.
- 5.3 I have verified remote e-voting.
- 5.4 After the conclusion of remote e-voting, the votes cast through Remote E-Voting were unblocked in the presence of two witnesses i.e Ms. Kamlesh Gupta and Mr. Vinod Goel (not in the employment of the Company).
- 5.5 have scrutinized and reviewed the voting through electronic means based on the data downloaded from the E-Voting system of Central Depository Services Limited (CDSL).
- 5.6 I now submit my Report on the Result of the voting through remote e-voting in respect of the resolutions proposed in the Notice dt. **28th October, 2022 also read with** corrigendum to the postal ballot notice dt. **15th November, 2022** as under :

SPECIAL BUSINESS:

Item No. 1. INCREASE IN AUTHORISED SHARE CAPITAL AND CONSEQUENT ALTERATION OF THE CAPITAL CLAUSE IN THE MEMORANDUM OF ASSOCIATION OF THE COMPANY:

Mode of voting	Remote E-voting		Percentage (%)	Invalid Votes, if any
	Number	votes	--	--
Assent	17	3063258	100	Nil
Dissent	2	2	--	Nil
Total	19	3063260	100.00	Nil

Based on the aforesaid results, we report that the Ordinary Resolution as contained in **Item No. 1** of the Notice of postal ballot Notice dt. **28th October, 2022 also read with** corrigendum to the postal ballot notice dt. **15th November, 2022** has been passed **as proposed**.



**JATIN GUPTA & ASSOCIATES
COMPANY SECRETARIES**

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(Opp. MAX Hospital) , Patpar Ganj, Delhi 110 092
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**Item No. 2. PREFERENTIAL ALLOTMENT OF UPTO 1,26,29,000 EQUITY SHARES TO
THE PERSONS BELONGING TO NON-PROMOTER CATEGORY:**

Mode of voting	Remote E-voting		Percentage (%)	Invalid Votes, if any
	Number	votes		
Assent	17	3063258	100	Nil
Dissent	2	2	--	Nil
Total	19	3063260	100.00	Nil

Based on the aforesaid results, we report that the Special Resolution as contained in **Item No. 2** of the Notice of postal ballot Notice dt. **28th October, 2022** also read with corrigendum to the postal ballot notice dt. **15th November, 2022** has been passed as proposed.

**Item No. 3. PREFERENTIAL ALLOTMENT OF UPTO 73,71,000 FULLY CONVERTIBLE
WARRANTS TO THE PERSONS BELONGING TO NON-PROMOTER CATEGORY:**

Mode of voting	Remote E-voting		Percentage (%)	Invalid Votes, if any
	Number	votes		
Assent	17	3063258	100	Nil
Dissent	2	2	--	Nil
Total	19	3063260	100.00	Nil

Based on the aforesaid results, we report that the Special Resolution as contained in **Item No. 3** of the Notice of postal ballot Notice dt. **28th October, 2022** also read with corrigendum to the postal ballot notice dt. **15th November, 2022** has been passed as proposed.

**Item No. 4. TO EXERCISE THE BORROWING POWERS UNDER SECTION 180(1)(c)
OF THE COMPANIES ACT, 2013 UPTO ₹3000 CRORE:**

Mode of voting	Remote E-voting		Percentage (%)	Invalid Votes, if any
	Number	votes		
Assent	17	3063258	100	Nil
Dissent	2	2	--	Nil
Total	19	3063260	100.00	Nil

**JATIN
GUPTA** Digitally signed
by JATIN GUPTA
Date: 2022.11.28
14:59:34 +05'30'



**JATIN GUPTA & ASSOCIATES
COMPANY SECRETARIES**

Office: 109, First Floor, Rishabh Ipex Mall, I P Extension,
(Opp. MAX Hospital) , Patpar Ganj, Delhi 110 092
Phone no. : 011 – 4510 4789 ; email : jatinfcs@gmail.com

Based on the aforesaid results, we report that the Special Resolution as contained in **Item No. 4** of the Notice of postal ballot Notice dt. **28th October, 2022 also read with corrigendum to the postal ballot notice dt. 15th November, 2022** has been passed **as proposed**.

Item No. 5. TO SEEK APPROVAL UNDER SECTION 180(1)(a) OF THE COMPANIES ACT, 2013, INTER ALIA, FOR CREATION OF MORTGAGE OR CHARGE ON THE ASSETS, PROPERTIES OR UNDERTAKING(S) OF THE COMPANY:

Mode of voting	Remote E-voting		Percentage (%)	Invalid Votes, if any
	Number	votes		
Assent	17	3063258	100	Nil
Dissent	2	2	--	Nil
Total	19	3063260	100.00	Nil

Based on the aforesaid results, we report that the Special Resolution as contained in **Item No. 5** of the Notice of postal ballot Notice dt. **28th October, 2022 also read with corrigendum to the postal ballot notice dt. 15th November, 2022** has been passed **as proposed**.

Item No. 6. APPROVAL OF MOONGIPA SECURITIES LIMITED EMPLOYEES STOCK OPTION SCHEME – 2022:

Mode of voting	Remote E-voting		Percentage (%)	Invalid Votes, if any
	Number	votes		
Assent	17	3063258	100	Nil
Dissent	2	2	--	Nil
Total	19	3063260	100.00	Nil

Based on the aforesaid results, we report that the Special Resolution as contained in **Item No. 6** of the Notice of postal ballot Notice dt. **28th October, 2022 also read with corrigendum to the postal ballot notice dt. 15th November, 2022** has been passed **as proposed**.

JATIN Digitally signed
GUPTA by JATIN GUPTA
Date: 2022.11.28
14:59:50 +05'30'



**JATIN GUPTA & ASSOCIATES
COMPANY SECRETARIES**

Office: 109, First Floor, Rishabh Ipex Mall, I P Extension,
(Opp. MAX Hospital) , Patpar Ganj, Delhi 110 092
Phone no. : 011 – 4510 4789 ; email : jatinfcs@gmail.com

The relevant records i.e., papers/records relating to electronic voting shall stay in our custody till the time the Chairman considers appropriate, and same shall thereafter be handed over to Mr. Sachin Kumar, Company Secretary for safe keeping.

Thanking You,

Yours faithfully
**For Jatin Gupta & Associates
Company Secretaries**

**JATIN
GUPTA** Digitally signed
by JATIN GUPTA
Date: 2022.11.28
15:00:14 +05'30'

**Jatin Gupta
C. P. No. 5236
M.No. : 5651
Date: 28.11.2022
Place: Delhi
UDIN :F005651D002362742**

Peer Review Unique Identification Number : S2003DE063000

**For SG FINSERVE LIMITED
(Formerly known as Moongipa
Securities Limited)**

**SACHIN
KUMAR** Digitally signed by
SACHIN KUMAR
Date: 2022.11.28
15:46:14 +05'30'

**Company Secretary
(As authorised by the Chairman)**