

Date: 04th March, 2019

To,
The Manager – CRD,
BSE Limited,
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai – 400 001

Scrip Code: 508954

Subject: Notice of Extra Ordinary General Meeting 30th March, 2019.

Dear Sir,

We are enclosing herewith Notice of the Extra Ordinary General Meeting of the Company, which is scheduled to be held on Saturday, 30th March, 2019 at 2.00 p.m. at Office No. 202, D – Wing, Trade World, Kamala Mills Compound, Lower Parel, (W), Mumbai – 400 013.

Kindly take the same on your records.

Thanking you.

For Finkurve Financial Services Limited



Sunny Parekh
Company Secretary & Compliance Officer
ACS: 32611



Encl. As above

NOTICE is hereby given that an Extra-Ordinary General Meeting of the Members of Finkurve Financial Services Limited will be held on Saturday, 30th March, 2019 at 02.00 p.m. at Office No. 202, D-wing, Trade World, Kamla Mills Compound, Lower Parel (West), Mumbai-400013, to transact the following business as a Special Business:

SPECIAL BUSINESS:

1. Issue of Equity Shares on a Preferential Basis

To consider and, if thought fit, to pass the following resolution as a **Special Resolution**:

“RESOLVED THAT pursuant to the provisions of Section 42, 62 and all other applicable provisions, if any, of the Companies Act, 2013 (the “Act”) (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) and the applicable Rules thereunder, and the enabling provisions of the Memorandum of Association and Articles of Association of the Company and, the provisions of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended (the “SEBI ICDR Regulations”), the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended (the “SEBI ICDR Regulations”), the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2017 the provisions of the Foreign Exchange Management Act, 1999, as amended, and rules and regulations framed thereunder as in force and in accordance with other applicable rules, regulations, circulars, notifications, clarifications and guidelines thereon issued from time to time by the Government of India, the Securities and Exchange Board of India (“SEBI”), the Reserve Bank of India (“RBI”), the Registrar of Companies (the “RoC”) and the Stock Exchanges where the shares of the Company are listed (“Stock Exchanges”) and subject to requisite approvals, consents, permissions and/ or sanctions, from appropriate statutory, regulatory or other authority (including RBI) and subject to such conditions and modifications as may be prescribed, stipulated or imposed by any of the above authorities while granting any such approvals, consents, permissions and/or sanctions, which may be agreed to by the Board of Directors of the Company (hereinafter referred to as the “Board” which term shall be deemed to include any committee which the Board may have constituted or may hereinafter constitute to exercise its powers including the powers conferred hereunder), the consent of the Members of the Company be and is hereby accorded to the Board to offer, issue and allot in one or more tranches not more than 2,34,00,000 (Two Crore Thirty Four Lakhs) number of equity shares of face value of Re. 1/- each (Rupee One Only) fully paid-up for cash at a price as arrived at in accordance with the ICDR Regulations ranking pari-passu in all respects with the then existing fully paid up equity shares of the Company, by way of preferential allotment on a private placement basis to the following subscribers:

| Sr No. | Details Of Subscribers | Consideration Amount Not Exceeding (Rs.) |
|--------|--|--|
| 1 | Gaurav Investments | 7,25,00,000 |
| 2 | Nexpact Limited | 18,00,00,000 |
| 3 | Ravi kukreja | 5,00,00,000 |
| 4 | Brijendra Kumar | 5,00,00,000 |
| 5. | Rishabh Jewellers | 30,00,00,000 |
| 6. | Contact Tech Solutions India Private Limited | 6,75,00,000 |
| 7. | Rishabh Mehta | 14,58,00,000 |

RESOLVED FURTHER THAT in accordance with the provisions of ICDR Regulations, the “Relevant Date” for the purpose of determination of the price of the Equity Shares to be issued and allotted as above shall be 28th February, 2019, being the date falling 30 (thirty) days prior to the date of this Extraordinary General Meeting being held on 30th March, 2019 to approve this offer.



RESOLVED FURTHER THAT the Equity Shares to be issued and allotted pursuant to this resolution shall be subject to the provisions of the Memorandum and Articles of Association of the Company and shall rank pari-passu with the existing equity shares of the Company in all respects.

RESOLVED FURTHER THAT the Equity Shares, issued to the Proposed Allottees, be listed on BSE Limited and that the Board be and is hereby authorized to make the necessary applications and to take all other steps as may be necessary for the listing of the said Equity Shares and the admission of the Equity Shares with the depositories, viz. National Securities Depository Limited & Central Depository Services (India) Limited, and for the credit of such Equity Shares to the respective dematerialized securities accounts of the Proposed Allottees.

RESOLVED FURTHER THAT the Company hereby takes note of the certificate from the statutory auditors of the Company certifying that the above issue of the Equity Shares is being made in accordance with the ICDR Regulations.

RESOLVED FURTHER THAT the entire pre-issue shareholding of the allottees, if any, shall be under lock-in as may be applicable under the ICDR Regulations.

RESOLVED FURTHER THAT pursuant to the provisions of the Companies Act, 2013, the names of the Subscribers be recorded for the issue of invitation to subscribe to the Equity Shares and a private placement offer letter in Form No. PAS-4 together with an application form be issued to the Subscribers inviting them to subscribe the Equity Shares, as per the draft tabled at the Meeting and duly initialed by the Chairman of the meeting for the purpose of identification and consent of the Company is hereby accorded to issue the same to the Subscribers.

RESOLVED FURTHER THAT the monies received by the Company from the Subscriber for application of the Equity Shares pursuant to this private placement shall be kept by the Company in a separate bank account opened by the Company and shall be utilized by the Company in accordance with Section 42 of the Companies Act, 2013.

RESOLVED FURTHER THAT for the purpose of giving effect to this resolution and for the purpose of issue and allotment of the equity shares and listing thereof with the Stock Exchange(s), the Board be and is hereby authorized to do all such acts, deeds, matters and things as it may in its absolute discretion consider necessary, desirable or expedient including application to Stock Exchange(s) for obtaining in-principle approval, listing of shares, filing of requisite documents with the Registrar of Companies, to resolve and settle any questions and difficulties that may arise in the proposed issue, offer and allotment of the said equity shares, utilization of issue proceeds, signing of all deeds and documents as may be required without being required to seek any further consent or approval of the Board.

RESOLVED FURTHER THAT the Board be and is hereby authorized to delegate all or any of the powers herein conferred to any Committee of the Board or any Director(s) or Officer(s) of the Company and to generally do all such acts, matters and things as may be required in connection with the aforesaid resolutions, including making necessary filings with the stock exchanges and regulatory authorities and execution of any documents on behalf of the Company and to represent the Company before any governmental authorities and to appoint any merchant bankers or other professional advisors, consultants and legal advisors to give effect to the aforesaid resolutions.

**By the order of the Board of Directors
For Finkurve Financial Services Limited**



Ketan Kothari
Director
(DIN No.: 00230725)



Registered Address : 3rd Floor, Bullion House, 115, Tambakata Lane, Zaveri Bazar, Mumbai - 400 003.

Email : info@finkurve.com | Phone : +91 22 6142 0022 | Web : www.finkurve.com

Date: 25th February, 2019

Place: Mumbai

NOTES:

1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE EXTRA ORDINARY GENERAL MEETING (EGM) IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE ON A POLL INSTEAD OF HIMSELF /HERSELF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY. THE INSTRUMENT APPOINTING A PROXY IN ORDER TO BE VALID MUST BE DULY FILLED IN ALL RESPECTS AND SHOULD BE DEPOSITED AT THE REGISTERED OFFICE OF THE COMPANY NOT LATER THAN 48 HOURS BEFORE THE COMMENCEMENT OF THE MEETING.
2. Members are requested to intimate change in their address immediately to Registrar and Share Transfer Agents of the Company, Sharex Dynamic (India) Private Limited, Unit-1, Luthra Industrial Premises, Safed Pool, Andheri Kurla Road, Andheri (East), Mumbai-400 072. Members holding shares in electronic form may update such details with their respective Depository Participants.
3. The relevant Statement pursuant to the provisions of Section 102 (1) of the Companies Act, 2013 in respect of the special business items (no. 1) is annexed hereto.
4. Attached is a Proxy Form with instructions for filling, stamping, signing and depositing the Proxy Form.
5. Corporate members are requested to send a duly certified copy of the Board resolution authorizing their representative to attend and vote at the meeting.
6. Members/Proxies should fill in the attendance slip for attending the meeting and carry the same to the meeting.
7. The Board of Directors, at their meeting held on 25th February, 2019, has appointed Mr. Mayank Arora (Membership no. A33328), Practicing Company Secretary, as Scrutinizer for conducting the e-voting and poll process in a fair and transparent manner.
8. The business set out in the Notice will be transacted through electronic voting system and the Company is providing facility for voting by electronic means. The e-voting instructions have been given below explaining the process of remote e-voting with necessary user id and password along with procedure for such e-voting. Such remote e-voting facility is in addition to voting that may take place at the meeting venue on 30th March, 2019.
9. Please note that the Members can opt for only one mode of voting i.e., either by voting at the meeting or e-voting. If Members opt for e-voting, then they should not vote at the Meeting and vice versa. However, once an e-vote on a resolution is cast by a Member, such Member is not permitted to change it subsequently or cast the vote again. Members who have cast their vote by remote e-voting prior to the date of the Meeting may also attend the Meeting and participate in the Meeting, but shall not be entitled to cast their vote again.
10. A Member cannot exercise his vote by proxy on e-voting.
11. The e-voting period commences on 27th March, 2019 (9.00 a.m. IST) and ends on 29th March, 2019 (5.00 p.m. IST). During this period shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date i.e. 22nd March, 2019, may cast their vote electronically in the manner and process set out herein above. The e-voting module shall be disabled for voting thereafter. Once the vote on a resolution is cast by the Member, the Member shall not be allowed to change it subsequently.



12. In case of joint holders attending the Meeting, only such joint holder who is higher in the order of names will be entitled to vote.

13. The Scrutinizer will submit his report to the Chairman/Managing Director after the completion of scrutiny, and the result of the voting will be announced on or before 01st April, 2019 at the registered office of the Company and will also be displayed on the Company's website (www.finkurve.com), and communicated to the Stock Exchange where the shares of the Company are listed, Depositories, Registrar and Share Transfer Agent on the said date.

14. Members who hold shares in dematerialised form are requested to write their Client ID and DP ID numbers and members who hold shares in physical form are requested to write their folio numbers in the attendance slip for attending the meeting. Members are also requested to bring their respective "KYC" documents for attending the meeting.

15. The remote e-voting period commences on Wednesday, 27th March, 2019 (9.00 am) and ends on Friday, 29th March, 2019 (5:00 pm). During this period members' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date of 22nd March, 2019 may cast their vote by remote e-voting. The remote e-voting module shall be disabled by NSDL for voting thereafter. Once the vote on a resolution is cast by the member, the member shall not be allowed to change it subsequently.

INSTRUCTIONS FOR REMOTE E-VOTING:

The instructions for members for voting electronically are as under:

(I)

A. In case a Member receives an email from NSDL [for members whose email IDs are registered with the Company/Depository Participants(s)]:

(i) Open email and open PDF file viz; "remote e-voting.pdf" with your Client ID or Folio No. as password. The said PDF file contains your user ID and password/PIN for remote e-voting. Please note that the password is an initial password.

NOTE: Shareholders already registered with NSDL for e-voting will not receive the PDF file "remote e-voting.pdf".

(ii) Launch internet browser by typing the following URL: <https://www.evoting.nsdl.com/>

(iii) Click on Shareholder – Login

(iv) Put your user ID and password. Click Login.

(v) Password change menu appears. Change the password/PIN with new password of your choice with minimum 8 digits/characters or combination thereof. Note new password. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.

(vi) Home page of remote e-voting opens. Click on remote e-voting: Active Voting Cycles.

(vii) Select "EVEN" of "FINKURVE FINANCIAL SERVICES LIMITED".

(viii) Now you are ready for remote e-voting as Cast Vote page opens.

(ix) Cast your vote by selecting appropriate option and click on "Submit" and also "Confirm" when prompted.

(x) Upon confirmation, the message "Vote cast successfully" will be displayed.

(xi) Once you have voted on the resolution, you will not be allowed to modify your vote.

(xii) Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy of the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer through e-mail to cs@mayankarora.co.in with a copy marked to evoting@nsdl.co.in

B. In case a Member receives physical copy of the Notice of Extra-Ordinary General Meeting) [for members whose email IDs are not registered with the Company/Depository Participants(s) or requesting physical copy]:

(i) Initial password is provided as below/at the bottom of the Attendance Slip for the EOGM :EVEN (Remote e-voting Event Number)USER ID PASSWORD/PIN



(ii) Please follow all steps from Sl. No. (ii) to Sl. No. (xii) above, to cast vote.

II. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Members and remote e-voting user manual for Members available at the downloads section of www.evoting.nsdl.com or call on toll free no.: 1800- 222-990.

III. If you are already registered with NSDL for remote e-voting then you can use your existing user ID and password/PIN for casting your vote.

NOTE: Shareholders who forgot the User Details/Password can use “Forgot User Details/Password?” or “Physical User Reset Password?” option available on www.evoting.nsdl.com

In case Shareholders are holding shares in demat mode, USER-ID is the combination of (DPID+ Client ID). In case Shareholders are holding shares in physical mode, USER-ID is the combination of (Even No + Folio No).

IV. You can also update your mobile number and e-mail id in the user profile details of the folio which may be used for sending future communication(s).

V. The voting rights of members shall be in proportion to their shares of the paid up equity share capital of the Company as on the cut-off date of 22nd March, 2019. However, if you are already registered with NSDL for remote e-voting then you can use your existing user ID and password for casting your vote. If you forgot your password, you can reset your password by using “Forgot User Details/Password?” or “Physical User Reset Password?” option available on www.evoting.nsdl.com or contact NSDL at the following toll free no.: 1800-222-990.

VI. A member may participate in the Extra-Ordinary General Meeting even after exercising his right to vote through remote e-voting but shall not be allowed to vote again at the Extra-Ordinary General Meeting).

VII. A person, whose name is recorded in the register of members or in the register of beneficial owners maintained by the depositories as on the cut-off date only shall be entitled to avail the facility of remote e-voting as well as voting at the Extra-Ordinary General Meeting through ballot paper.

Other Instructions

i. The voting rights of shareholders shall be in proportion to their shares of the paid up equity share capital of the Company as on the cut-off date of 22nd March, 2019. Any person who is in receipt of this notice but is not a member as on the cut-off date i.e. 22nd March, 2019 should treat this notice for information purpose only.

ii. Any person who acquires shares of the Company and becomes a shareholder of the Company after 22nd February, 2019 and holds shares as on the cut-off date i.e. 22nd March, 2019 may obtain the login ID and password by sending a request at evoting@nsdl.co.in. However, if such person is already holding shares in Demat form and had logged on to www.evoting.nsdl.co.in and voted on an earlier voting of any company, then your existing password is to be used.

iii. The Scrutinizer shall after the conclusion of voting at the EGM, first count the votes cast at the meeting and thereafter unblock the votes cast through remote e-voting in the presence of at least two witnesses not in the employment of the Company and shall make, not later than 48 hours of the conclusion of the meeting, a consolidated scrutinizer's report of the total votes cast in favour or against, if any, to the Chairman or a person authorized by him in writing, who shall countersign the same and declare the result of the voting forthwith.

iv. The results declared along with the Scrutinizer's report shall be placed on the Company's website www.finkurve.com and on the website of NSDL www.evotingnsdl.com immediately after the results are declared by the Chairman or any person authorized by him and the same shall be communicated to the stock exchanges, where the shares of the Company are listed.



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

ITEM NO. 1

ISSUE OF EQUITY SHARES ON PREFERENTIAL ISSUE BASIS:

The Company proposes to make a preferential allotment of equity shares to:

| Sr No. | Details of Subscribers | Consideration Amount Not Exceeding (Rs.) |
|---------------|--|---|
| 1 | Gaurav Investments | 7,25,00,000 |
| 2 | Nexpact Limited | 18,00,00,000 |
| 3 | Ravi kukreja | 5,00,00,000 |
| 4 | Brijendra Kumar | 5,00,00,000 |
| 5. | Rishabh Jewellers | 30,00,00,000 |
| 6. | Contact Tech Solutions India Private Limited | 6,75,00,000 |
| 7. | Rishabh Mehta | 14,58,00,000 |

(collectively known as “Subscribers”), on a Preferential Allotment basis, which has been approved by the Board of Directors of the Company at its meeting held on 25th February, 2019.

Approval of the members by way of special resolution is required inter alia in terms of Sections 42 and 62 of the Companies Act, 2013, the Companies (Prospectus and Allotment of Securities) Rules, 2014 and the Companies (Share Capital and Debentures) Rules, 2014 (collectively, the “CA 2013”) as well as the Securities and Exchange Board of India, as amended (Issue of Capital and Disclosure Requirement) Regulations, 2018 (“ICDR Regulations”).

Therefore, in terms of said sections, rules and regulations, consent of the Members is being sought for the issue and allotment of upto 2,34,00,000 equity shares of the Company, having a face value of Re. 1/- (Rupee One only) each at price as arrived in accordance with the ICDR Regulations, on a preferential basis to the Subscribers, entitling the Subscribers to subscribe to and be allotted the Equity Shares, not later than 15 (fifteen) days from the date of passing of this special resolution by the members.

In terms of the provisions of the Companies Act, 2013 read with Rule 13(2) of the Companies (Share Capital and Debentures) Rules, 2014 and the aforesaid ICDR Regulations, the relevant disclosures / details are given below:

Objects of the Issue:

To meet general business requirements addressing working capital needs, expansion of Business activities and for general corporate purpose. Therefore, the Company has proposed the Issue of Shares on Preferential Basis to selected person to meet its capital requirements in due course.

Business Model:

The Company being a Non-Banking Financial Company (NBFC), is engaged in providing financial assistance to the Corporate and Firms.

Statement on Growth of Business over a period of time:

The Company proposes to diversify in the business of consumer loans segment, financing start-ups and Fintech based companies. It also proposes to finance prospective real estate projects.



The total number of equity shares to be issued:

Total Number of Shares to be issued are upto 2,34,00,000 and are allotted in terms of this resolution and shall rank pari-passu with existing equity shares of the Company in all respects.

Relevant Date:

The relevant date as per the ICDR Regulations for the determination of the price per equity share pursuant to the preferential allotment is 28th February, 2019 ("Relevant Date") (i.e. 30 days prior to the date of proposed EGM which is 30th March, 2019 to approve the proposed preferential issue).

Pricing of Preferential Issue:

The price of equity shares of face value of Rs. 1/- each issued at a price as arrived in accordance with the ICDR Regulations in accordance with the price determined in terms of Regulation 165 of the ICDR Regulations.

Basis on which the price has been arrived at:

The Company is listed on BSE Limited and the equity shares of the Company are not frequently traded in accordance with Regulation 165 of the ICDR Regulations.

Pursuant to applicable provisions of the Companies Act, 2013, Companies (Prospectus and Allotment of Securities) Rules, 2014 and the Companies (Share Capital and Debenture) Rules, 2014, and ICDR Regulations, the Company has obtained a valuation report dated 28th February, 2019 ("Valuation Report") from a Merchant Banker (copy enclosed), who have determined the fair value of the equity shares of the Company to be Rs. 37/-.

Intention of Promoters / Directors / Key Managerial Personnel to subscribe to the Preferential Offer:

None of the promoters, directors or key managerial personnel intends to subscribe to the proposed issue.

Summary of Audited financial statements of previous three financial years:**Audited Financials For The Previous Three Year Ended As On 31st March**

| Particulars | (Rs. In Lakhs) | | |
|---|----------------|----------------|---------------|
| | 2018 | 2017 | 2016 |
| REVENUE FROM OPERATIONS | | | |
| Revenue from operations | 1233.32 | 1035.64 | 942.36 |
| Other income | 2.98 | 5.07 | 3.37 |
| Total Revenue | 1236.30 | 1040.72 | 945.73 |
| Expenses | | | |
| Cost of materials consumed | 0.00 | 0.00 | 0.00 |
| Purchases of stock-in-trade | 0.00 | 0.00 | 0.00 |
| Changes in inventories of finished goods, work-in-progress and stock-in-trade | 0.00 | 0.00 | 0.00 |
| Employee benefit expense | 47.34 | 21.37 | 18.09 |
| Finance costs | 804.63 | 904.58 | 832.02 |
| Depreciation and amortisation expense | 2.69 | 3.79 | 7.81 |
| Other Expenses | | | |
| Administrative and General Expenses | 111.93 | 25.81 | 8.73 |
| Payment to Auditors | 2.45 | 1.50 | 2.10 |
| Deferred Revenue Expenses Written Off | 1.15 | 1.15 | 1.15 |
| Miscellaneous Expenses | 2.68 | 0.00 | 0.00 |
| Total other expenses | 118.20 | 28.46 | 11.98 |
| Total expenses | 972.87 | 958.20 | 869.91 |



| | | | |
|---|---------------|--------------|--------------|
| Profit before exceptional and extraordinary items and tax | 263.42 | 82.52 | 75.83 |
| Exceptional items | 0.00 | 0.00 | 0.00 |
| Profit before extraordinary items and tax | 263.42 | 82.52 | 75.83 |
| Extraordinary items | 0.00 | 0.00 | 0.00 |
| Profit before tax | 263.42 | 82.52 | 75.83 |
| Tax Expense | | | |
| Current tax | 76.60 | 15.70 | 13.68 |
| Short Term Provision for Earlier Years | -0.24 | 0.04 | 0.00 |
| Deferred Tax (Asset) / Liability | -7.03 | 8.32 | 23.29 |
| Add: MAT Credit Entitlement | 14.61 | 2.08 | -13.68 |
| Total tax expenses | 83.94 | 26.14 | 23.29 |
| Net Profit Loss for the period from continuing operations | 179.49 | 56.38 | 52.54 |
| Profit / (loss) from discontinuing operations before tax | 0.00 | 0.00 | 0.00 |
| Tax expense of discontinuing operations | 0.00 | 0.00 | 0.00 |
| Net profit (loss) from continuing operation after tax | 179.49 | 56.38 | 52.54 |
| Profit (loss) for period before minority interest | 179.49 | 56.38 | 52.54 |
| Share of profit (loss) of associates | 0.00 | 0.00 | 0.00 |
| Profit (loss) of minority interest | 0.00 | 0.00 | 0.00 |
| Net profit (Loss) for the period | 179.49 | 56.38 | 52.54 |
| Details of equity share capital | | | |
| Paid-up equity share capital | 966.00 | 966.00 | 966.00 |
| Face value of equity share capital (Rs.) | 1.00 | 1.00 | 1.00 |
| Reserves excluding revaluation reserve | 359.72 | 180.24 | 123.85 |
| Earnings per equity share | | | |
| Basic earnings (loss) per share from continuing and discontinued operations | 0.19 | 0.06 | 0.05 |
| Diluted earnings (loss) per share from continuing and discontinued operations | 0.19 | 0.06 | 0.05 |

Statement of Asset and Liabilities as at 31st March

(Rs. In Lakhs)

| Equity and liabilities | 2018 | 2017 | 2016 |
|---|----------------|----------------|----------------|
| Shareholders' funds | | | |
| Share capital | 966.00 | 966.00 | 966.00 |
| Reserves and surplus | 359.72 | 180.24 | 123.85 |
| Money received against share warrants | 0.00 | 0.00 | 0.00 |
| Total shareholders' funds | 1325.72 | 1146.24 | 1089.85 |
| Share application money pending allotment | 0.00 | 0.00 | 0.00 |



| | | | |
|--|------------------|----------------|----------------|
| Deferred government grants | 0.00 | 0.00 | 0.00 |
| Minority interest | 0.00 | 0.00 | 0.00 |
| Non-current liabilities | | | |
| Long-term borrowings | 1172.28 | 6928.44 | 473.74 |
| Deferred tax liabilities (net) | 0.00 | 0.00 | 0.00 |
| Foreign currency monetary item translation difference liability account | 0.00 | 0.00 | 0.00 |
| Other long-term liabilities | 50.00 | 50.00 | 0.00 |
| Long-term provisions | 0.00 | 0.00 | 0.00 |
| Total non-current liabilities | 1222.28 | 6978.44 | 473.74 |
| Current liabilities | | | |
| Short-term borrowings | 9873.68 | 522.84 | 6676.45 |
| Trade Payables | | | |
| (A) Total outstanding dues of micro enterprises and small enterprises | 0.00 | 0.00 | 0.00 |
| (B) Total outstanding dues of creditors other than micro enterprises and small enterprises | 19.11 | 10.59 | 3.49 |
| Other current liabilities | 132.93 | 605.62 | 83.40 |
| Short-term provisions | 76.60 | 29.38 | 16.46 |
| Total current liabilities | 10102.32 | 1168.43 | 6779.80 |
| Total equity and liabilities | 12,650.32 | 9293.11 | 8343.39 |
| Assets | | | |
| Non-current assets | | | |
| Fixed assets | | | |
| Tangible assets | 6.76 | 3.41 | 5.19 |
| Producing properties | 0.00 | 0.00 | 0.00 |
| Intangible assets | 0.42 | 0.13 | 0.37 |
| Preproducing properties | 0.00 | 0.00 | 0.00 |
| Tangible assets capital work-in-progress | 0.00 | 0.00 | 0.00 |
| Intangible assets under development or work-in-progress | 0.00 | 0.00 | 0.00 |
| Total fixed assets | 7.18 | 3.54 | 5.55 |
| Non-current investments | 969.13 | 996.58 | 981.55 |
| Deferred tax assets (net) | 7.11 | 0.09 | 8.40 |
| Foreign currency monetary item translation difference asset account | 0.00 | 0.00 | 0.00 |
| Long-term loans and advances | 1.72 | 0.27 | 0.27 |
| Other non-current assets | 0.00 | 1.15 | 2.30 |
| Total non-current assets | 985.14 | 1001.62 | 998.06 |
| Current assets | | | |
| Current investments | 0.00 | 25.00 | 20.47 |
| Inventories | 0.00 | 0.00 | 0.00 |
| Trade receivables | 0.00 | 0.00 | 3.32 |
| Cash and cash equivalents | 4.48 | 276.61 | 0.24 |
| Bank balance other than cash and cash equivalents | 0.00 | 0.00 | 95.94 |



| | | | |
|-------------------------------|------------------|----------------|----------------|
| Short-term loans and advances | 11660.63 | 7989.88 | 7225.36 |
| Other current assets | 0.07 | 0.00 | 0.00 |
| Total current assets | 11665.18 | 8291.49 | 7345.33 |
| Total assets | 12,650.32 | 9293.11 | 8343.39 |

The name of the proposed allottees, the identities of the persons who are the ultimate beneficial owners of the shares and/ or who ultimately control the proposed allottees, the percentage of post preferential issue capital that may be held by them and change in control:

| Sr No. | Details of Shareholders | Category/Class of Subscribers | Pre Issue % holding | Number of Equity Shares proposed to be allotted | Post Issue % holding (If fully subscribed) | Beneficial Ownership |
|--------|--|-------------------------------|---------------------|---|--|---------------------------------|
| 1 | Gaurav Investments | Partnership firm | - | 1,959,459 | 1.63 | Kamlesh Mehta |
| 2 | Nexpact Limited | Foreign company | - | 4,864,865 | 4.05 | Saleem Aziz Habib Al Balushi |
| 3 | Ravi kukreja | Individual(NRI) | - | 1,351,351 | 1.13 | Ravi kukreja |
| 4 | Brijendra Kumar | Individual(NRI) | - | 1,351,351 | 1.13 | Brijendra Kumar |
| 5. | Rishabh Jewellers | Partnership Firm | - | 8,108,108 | 6.76 | Rishabh Mehta |
| 6. | Contact Tech Solutions India Private Limited | Indian Private Company | - | 1,824,325 | 1.52 | Paresh Arunkumar Shah |
| 7. | Rishabh Mehta | Individual | - | 3,940,541 | 3.28 | Rishabh Mehta |

The pre issue and post issue shareholding pattern of the Company (if fully subscribed by the respective subscribers):

| Sr No. | Category | Pre Issue | | Post Issue | |
|-----------|-------------------------------|--------------------|--------------------|--------------------|--------------------|
| | | No. of shares held | % of Share holding | No. of shares held | % of share holding |
| A. | Promoters' holding : | | | | |
| 1 | Indian: | | | | |
| | Individual | 7,02,30,700 | 72.70 | 7,02,30,700 | 58.53 |
| | Bodies Corporate | - | - | - | - |
| | Sub Total | 7,02,30,700 | 72.70 | 7,02,30,700 | 58.53 |
| 2 | Foreign Promoters | - | - | - | - |
| | Sub Total (A) | 7,02,30,700 | 72.70 | 7,02,30,700 | 58.53 |
| B | Non Promoters holding: | | | | |
| 1 | Institutional Investors | | | | |
| 2 | Non Institutional Investors | 67,000 | 0.07 | 49,31,865 | 4.11 |
| | Private Corporate Bodies | 5,89,939 | 0.61 | 24,14,264 | 2.01 |
| | Directors and Relatives | - | - | - | - |
| | Indian Public | 2,49,56,011 | 25.83 | 3,89,64,120 | 32.47 |
| | Others (Including NRIs) | 7,56,350 | 0.78 | 34,59,052 | 2.88 |



| | | | | | |
|--|------------------------------|--------------------|--------------|--------------------|--------------|
| | Sub Total (B) | 2,63,69,300 | 27.30 | 4,97,69,300 | 41.47 |
| | Grand Total (A) + (B) | 9,66,00,000 | 100 | 120000000 | 100 |

Proposed time within which allotment shall be completed:

As required under the ICDR Regulations, the Company shall complete the allotment of equity shares as aforesaid on or before the expiry of 15 days from the date of passing of the special resolution by the shareholders granting consent for preferential issue or in the event allotment of equity shares would require any approval(s) from any regulatory authority or the Central Government, within 15 days from the date of such approval(s), as the case may be.

Undertaking:

In terms of the SEBI ICDR Regulations, the Company hereby undertakes that:

- It shall re-compute the price of the Equity Shares in terms of the provisions of the ICDR Regulations where it is required to do so.
- If the amount payable on account of the re-computation of price is not paid within the time stipulated in the ICDR Regulations, the specified Equity Shares shall continue to be locked-in till the time such amount is paid by the Proposed Allottee.

No. of persons to whom allotment on preferential basis has already been made during the year, in terms of number of securities as well as price:

During the year, no preferential allotment has been made to any person.

Change in control, if any, in the Company that would occur consequent to the preferential offer:

There shall be no change in management or control of the Company pursuant to the issue of the equity shares

The justification for the allotment proposed to be made for consideration other than cash together with valuation report of the registered valuer:

Not Applicable

Lock in period:

The Equity Shares, Warrants and Equity Shares to be allotted to the Proposed Allottees upon conversion of the Warrants, including the pre-preferential allotment shareholding of the Proposed Allottees will be subject to applicable lock-in and transfer restrictions stipulated under Regulations 78 and 79 of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009 as amended or Regulations 167 and 168 of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as may be applicable.

Auditors certificate:

A certificate from Statutory Auditors of the Company, certifying that the issue of equity shares is being made in accordance with requirements of ICDR Regulations shall be placed before the general meeting of the shareholders.

Inspection of documents:

Relevant documents are open for inspection by the members at the Registered Office of the Company on all working days, during business hours up to the date of the Meeting. Additionally, copies of the relevant documents are available for inspection at the corporate office of the Company and will also be made available at the Meeting.

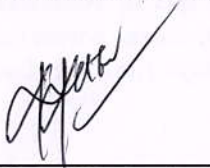
Neither the Company's name nor any of its promoters or directors name is appearing in the list of wilful defaulters categorized by any bank or financial institution or consortium thereof.

The Board of Directors of the Company believe that the proposed preferential issue is in the best interest of the Company and its members. The Board of Directors, therefore, recommends the resolution for your approval.



None of the Directors, Key Managerial Personnel and their relatives is concerned or interested in the resolution, except as holders of shares in general or that of the companies, firms, and/or institutions of which they are directors, partners or members and who may hold shares in the Company.

**By the order of the Board of Directors
For Finkurve Financial Services Limited**

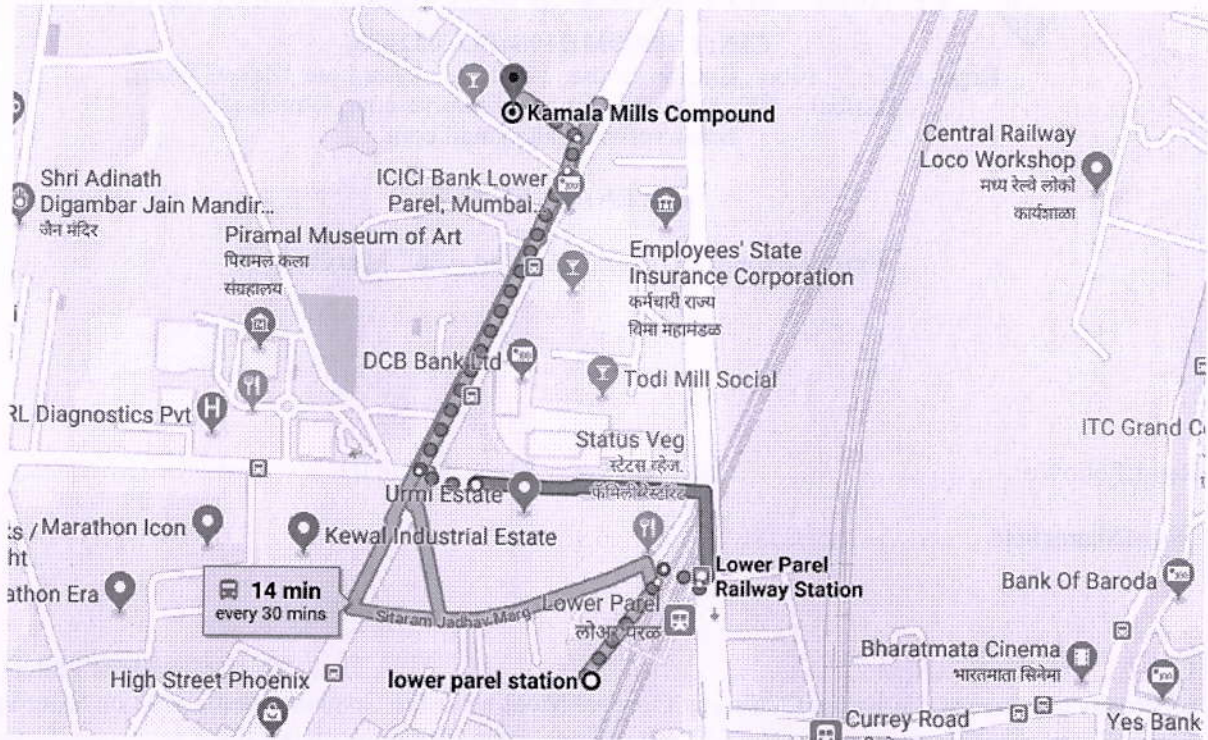


Ketan Kothari
Director
(DIN No.: 00230725)



Date: 25th February, 2019
Place: Mumbai

Route Map to the EGM Venue:





FINKURVE FINANCIAL SERVICES LIMITED

CIN: L65990MH1984PLC032403

**Regd. Off.: 3rd Floor, Bullion House, 115 Tambakatta Lane, Zaveri Bazar,
Mumbai – 400 003 website: www.finkurve.com, E-mail id:
finkurvefinancial@gmail.com**

ATTENDANCE SLIP

Extra Ordinary General Meeting – 30th March, 2019

Regd. Folio No: Client ID/DPID:

No. of Shares held

I, (Name in Block Letter) hereby record my presence at the **Extra Ordinary General Meeting** of the Company being held on Saturday, 30th March, 2019 at 2.00 p.m. at Office No. 202, D – Wing, Trade World, Kamala Mills Compound, Lower Parel (W), Mumbai – 400 013.

Date: _____ 2019

Member's/Proxy Signature



FINKURVE FINANCIAL SERVICES LIMITED

CIN: L65990MH1984PLC032403

Regd. Off.: 3rd Floor, Bullion House, 115 Tambakatta Lane, Zaveri Bazar, Mumbai - 400003 website: www.finkurve.com, E-mail id: finkurvefinancial@gmail.com

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]

CIN: L65990MH1984PLC032403

Name of the Company: Finkurve Financial Services Limited

Regd. Off.: 3rd Floor, Bullion House, 115 Tambakatta Lane, Zaveri Bazar, Mumbai – 400 003

Name of the member(s):

Registered Address:

E-mail ID:

Folio No. /

Client ID: DP

I/We, being the member(s) of shares of the above named Company, hereby appoint

1. Name:

Address:

Email-Id:

Signature:, or failing him

2. Name:

Address:

Email-Id:

Signature:, or failing him

3. Name:

Address:

Email-Id:

Signature:, or failing him

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the Extra Ordinary General Meeting of the Company, to be held on Saturday, 30th March, 2019 at 2.00 p.m. at Office No. 202, D – Wing, Trade World, Kamala Mills Compound, Lower Parel (W), Mumbai – 400 013 and at any adjournment thereof in respect of such resolutions as are indicated under:

| Resolution No. | Resolutions |
|--------------------------|--|
| Special Business: | |
| 1. | To issue and allot in one or more tranches not more than 2,34,00,000 (Two Crore Thirty Four Lakhs) number of equity shares of face value of Re. 1/- each (Rupee One Only) fully paid-up for cash at a price as arrived at in accordance with the ICDR Regulations ranking pari-passu in all respects with the then existing fully paid up equity shares of the Company, by way of preferential allotment on a private placement basis. |

Signed this..... day of..... 2019

Affix
Revenue
Stamp

Signature of Shareholder

Signature of Proxy holder(s)

Note: 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.

NOTES

Handwritten notes on lined paper, including dates and names:

- Jan 12
- Feb 12
- Mar 12
- Apr - notice

If undelivered please return to:

FINKURVE FINANCIAL SERVICES LIMITED

Registered Office:

3rd Floor, Bullion House,

115 Tambakatta Lane,

Zaveri Bazar, Mumbai – 400 003