



SODHANI ACADEMY OF FINTECH ENABLERS LIMITED

(Formerly known as SODHANI FINANCIAL CONSULTANTS LIMITED)

(CIN- U67120RJ2009PLC028237)

Reg. Office-P No. C 373, First Floor, C Block, Vaishali Nagar, Jaipur, 302021, Rajasthan

Email Id:-info@safefintech.in, Phone No.:- 0141 – 2358107, Website www.safefintech.in

Date: December 11, 2024

To,
BSE Limited,
P J Towers, Dalal Street,
Fort, Mumbai-400001

Scrip Code: 544257; ISIN: INE0Q3401017; SYMBOL: SAFE

Dear Sir/Ma'am,

Sub: Notice of the Extra Ordinary General Meeting of the members of the Company.

We are pleased to inform you that Extra Ordinary General Meeting ("EGM") for FY 2024-25, of **Sodhani Academy of Fintech Enablers Limited** ("the Company") is scheduled to be held on Thursday January 02, 2025 at 4:00 P.M. (IST) at the registered office of the Company at P No. C 373, First Floor, C Block, Vaishali Nagar, Jaipur-302021, Rajasthan. The Notice of EGM along with the explanatory statement, which is being sent only through electronic mode to all those Members of the Company whose email addresses are registered with the Company/Company's Registrar and Transfer Agent/Depository Participants, as required under the law is attached herewith.

We would further like to inform you that the Company has also fixed **Thursday, December 26, 2024** as the 'Cutoff' date for ascertaining the names of the Members, who will be entitled to cast their votes electronically in respect of the businesses to be transacted as per the Notice of the EGM and Remote e-voting period will start from Monday, December 30, 2024 at 09:00 A.M. to Wednesday, January 01, 2025 05:00 P.M.

The Notice of the EGM is also being made available and can be www.safefintech.in.

You are requested to kindly take the same on record and inform all those concerned accordingly.

Thanking you,

Yours faithfully,

For SODHANI ACADEMY OF FINTECH ENABLERS LIMITED

MONIKA AGARWAL
COMPANY SECRETARY & COMPLIANCE OFFICER
M. No.: ACS A55546



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NOTICE OF EXTRA-ORDINARY GENERAL MEETING

NOTICE is hereby given that the Extra-Ordinary General Meeting (hereinafter referred to as EGM") of the members ("Members" or "Shareholders") of SODHANI ACADEMY OF FINTECH ENABLERS LIMITED ("Company") for the financial year 2024-25 will be held on Thursday, January 02, 2025 at 04:00 P.M. IST at the registered office of the company situated at P No. C 373, First Floor, C Block, Vaishali Nagar, Jaipur-302021, Rajasthan, to transact the following business.

SPECIAL BUSINESS:

Item No. 1: Approval of Material Related Party Transaction with Mr. Rajesh Kumar Sodhani, Managing Director of the company

To consider and if thought fit, to pass, with or without modification(s), the following resolution as an **Ordinary Resolution**:

"**RESOLVED THAT** pursuant to the provisions of Section 188 of the Companies Act, 2013 and other applicable provisions, read with Rule 15 of the Companies (Meetings of Board and its Powers) Rules, 2014 as amended till date, and in terms of Regulation 23 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, ("SEBI Listing Regulations") the Company's Policy on "Materiality of Related Party Transactions and also on dealing with Related Party Transactions" and all other laws and regulations, as may be applicable, enabling provisions of the Memorandum and Articles of Association of the Company, all other applicable laws and regulations as amended, supplemented or re-enacted from time to time and pursuant to recommendation/ approval of the Audit Committee and the Board of Directors, the approval of the members of the company be and is hereby accorded to enter into contract(s) / arrangement(s) / transaction(s) with Mr. Rajesh Kumar Sodhani, Managing Director, being 'Related Party' within the meaning of the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, for leasing any kind of property, based on the expected value of the transactions of Rs. 1,00,00,00,000/- (Rupees One Crore Only) (which is expected to exceed 10% of the Annual Consolidated Turnover as per the last audited financial statements of the Company) provided that the said transactions to be entered into / carried out are in the Ordinary course of business and are on arm's length basis on such terms and conditions as may be considered appropriate by the Board of Directors (including any authorized Committee thereof) , as may be agreed between the Company and Mr. Rajesh Kumar Sodhani, more particularly enumerated in the explanatory statement.

RESOLVED FURTHER THAT consent of members of the Company approved all the transactions with Mr. Rajesh Kumar Sodhani, Managing Director of the company in Current year of related party transactions.

RESOLVED FURTHER THAT the Members do hereby authorize the Board of Director (s), and Ms. Monika Agarwal, Company Secretary, to execute all necessary agreements, deeds, and documents on behalf of the Company in connection with the said related party transaction, and to take such other actions as may be necessary to give effect to this resolution."



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By Order of the Board of Directors

For SODHANI ACADEMY OF FINTECH ENABLERS LIMITED

SD/-

MONIKA AGARWAL

COMPANY SECRETARY & COMPLIANCE OFFICER

M. No.: ACS A55546

Date: December 11, 2024

Place: Jaipur

Registered Office:

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NOTES

1. An Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 (hereinafter referred to as the "Act") in respect of the Special Business to be transacted at the Extra Ordinary General Meeting ("EGM") as set out under Item No. 1 above and as required under Secretarial Standard-2 on General Meetings issued by the Institute of Company Secretaries of India, are annexed hereto. The Board of Directors (hereinafter referred to as "Board") have considered and decided to include the Item No. 1 given above as Special Business in the EGM, as they are unavoidable in nature.
2. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY / PROXIES TO ATTEND AND VOTE INSTEAD OF HIMSELF / HERSELF. SUCH A PROXY / PROXIES NEED NOT BE A MEMBER OF THE COMPANY. 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 48 hours before the commencement of the meeting. A person can act as proxy on behalf of members not exceeding fifty (50) and holding in the aggregate not more than ten percent of the total share capital of the Company.
3. A member holding more than 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 proxy for any other person or shareholders.
4. In line with the Ministry of Corporate Affairs (MCA) Circular No. 17 / 2020 dated April 13, 2020, the Notice calling the EGM has been uploaded on the website of the Company at www.safefintech.in. The Notice can also be accessed from the websites of the Stock Exchange i.e. BSE Limited at www.bseindia.com.
5. Institutional/Corporate Shareholders are required to send a scanned copy of their Board or governing body Resolution/ Authorization etc., authorizing its representative to attend the EGM through VC/OAVM on their behalf and to vote through remote e-Voting/e-Voting. The said resolution/ authorization shall be sent to Scrutinizer by email at csshubhamjainbumb@gmail.com and to CAMEO CORPORATE SERVICES LIMITED ("RTA" or "CAMEO" or "Registrar") by email at investor@cameoindia.com.
6. The Register of Contracts or Arrangements in which Directors are interested, maintained under Section 189 of the Companies Act, 2013, will be available for inspection by the members at the Extra Ordinary General Meeting.
7. During the period beginning 24 hours before the time fixed for the



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commencement of the meeting and ending with the conclusion of the meeting, a member would be entitled to inspect the proxies lodged at any time during the business hours of the Company, provided not less than 3 days of notice in writing is given to the Company.

8. The notice of EGM is being sent to those members / beneficial owners whose name is appearing in the register of members /list of beneficiaries received from the depositories as on Friday December 06, 2024. (“cut-off date”).
9. Members may kindly take note for “Green Initiative in the Corporate Governance” in view of Circular No. 17 / 2011 dated 21.04.2011 and 18 / 2011 dated 29.04.2011 issued by Ministry of Corporate Affairs. It is earnestly requested in view of the Circular and other statutory provisions, that the Members who have yet not registered / updated their e-mail ids may notify the same to the Company either at the registered office or at email address info@safefintech.in quoting full details of Folio No. / DP, Client ID and name of first / sole holder.
10. In case shares are jointly held, this form should be completed and signed (as per the specimen signature registered with the Company) by the first named member and in his / her absence, by the next named member.
11. Copy of relevant documents referred to in this notice are open for inspection at the registered office of the Company on all working days, except holidays between 11.30 A.M to 2.00 P.M before the date of Extra Ordinary General Meeting.
12. The Securities and Exchange Board of India (“SEBI”) vide its Circular SEBI/HO/MIRSD/MIRSD_RTAMB/P/CIR/2022/8 dated January 25, 2022 has mandated that all requests for transfer of securities including transmission and transposition requests shall be processed only in dematerialized form. In view of the same and to eliminate all risks associated with physical shares and avail various benefits of dematerialization, Members are advised to dematerialize the shares held by them in physical form, if any. Members can contact the Company or its Registrars for assistance in this regard.
13. Members / Proxies are requested to bring their Attendance Slip for attending the meeting.
14. Members who hold shares in dematerialized form are requested to write their Client ID and DP ID and those who hold shares in physical form are requested to write their Folio Number in the attendance slip for attending the meeting. 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.
15. For members who have not registered their email address, physical copies of the Notice of the Extra Ordinary General Meeting of the Company along with Attendance Slip and Proxy Form is being sent in the permitted mode. Members may also note that Notice of Extra Ordinary General Meeting will be available on Company’s website www.safefintech.in for their download.
16. Members who have not registered their email addresses so far are requested



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to register their e-mail address for receiving all communications including annual report, notices, circulars etc. from the Company electronically.

17. For any assistance or information about shares etc. members may contact the Company.
18. The company whole-heartedly welcomes members/proxies at the EGM of the company. The members/ proxies may please note that no gifts/gift coupons will be distributed at the EGM.
19. Mr. Shubham Jain, Practicing Company Secretary, (COP No.: 13054) has been appointed as the Scrutinizer for conducting the Ballot Paper Process at the EGM in a fair and transparent manner. The Scrutinizer shall after the conclusion of voting at the general meeting, will first count the votes cast at the meeting and in presence of at least two witnesses not in the employment of the Company and shall make, within 2 working of the conclusion of EGM, 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.
20. The Results declared along with the Scrutinizer's Report shall be placed on the Company's website www.safefintech.in. The same will be communicated to the stock exchanges where the Company shares are listed viz. SME Platform of BSE Limited.
21. Nomination: Members holding shares in single name are advised to avail the facility of nomination in respect of shares held by them pursuant to the provisions of Section 72 of the Act. Members holding shares in physical form desiring to avail this facility may send their nomination in the prescribed Form No. SH-13 duly filled in to RTA. Members holding shares in electronic mode may contact their respective Depository Participants for availing this facility.
22. In compliance with the provisions of section 108 of the Companies Act, 2013 and the Rules framed thereunder read with Regulation 44 of SEBI (LODR) Regulations, 2015 and Secretarial Standards on General Meetings as issued by ICSI, Company is offering e-voting facility to the shareholders to enable them to cast their vote electronically on the items as mentioned in the Notice. For this purpose, the company has engaged the services of Central Depository Services (India) Limited (CDSL) for providing e-voting facility to enable the shareholders to exercise their right to vote through electronic means in respect of businesses to be transacted in the EGM. Those shareholders, who do not opt to cast their vote through e-voting, may cast their vote through Ballot Paper at the EGM.



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The instructions for shareholders voting electronically are as under:

A. In case a Member receives an e-mail from CDSL (for Members whose e-mail addresses are registered with the Company/Depositories):

- i. The voting period begins on **Monday, December 30, 2024 (9.00 A.M. IST) and ends on, Wednesday January 01, 2025 (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 (record date) of **Thursday, 26 December, 2024** may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter and shall not be allowed to change it subsequently.
- ii. Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.
- iii. Pursuant to SEBI Circular No. **SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09.12.2020**, under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholders/retail shareholders is at a negligible level.

Currently, there are multiple e-voting service providers (ESPs) providing e-voting facility to listed entities in India. This necessitates registration on various ESPs and maintenance of multiple user IDs and passwords by the shareholders.

In order to increase the efficiency of the voting process, pursuant to a public consultation, it has been decided to enable e-voting to **all the demat account holders, by way of a single login credential, through their demataccounts/ websites of Depositories/ Depository Participants**. Demat account holders would be able to cast their vote without having to register again with the ESPs, thereby, not only facilitating seamless authentication but also enhancing ease and convenience of participating in e-voting process.



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- iv. In terms of SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

Pursuant to above said SEBI Circular, Login method for e-Voting and joining virtual meetings **for Individual shareholders holding securities in Demat mode CDSL/NSDL** is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with CDSL	<p>4) Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi / Easiest are https://web.cdslindia.com/myeasi/home/login or visit www.cdslindia.com and click on Login icon and select New System Myeasi.</p> <p>4) After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers i.e. CDSL/NSDL/KARVY/LINKINTIME, so that the user can visit the e-Voting service providers' website directly.</p> <p>4) If the user is not registered for Easi/Easiest, option to register is available at https://web.cdslindia.com/myeasi/Registration/EasiRegistration</p> <p>4) Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the e-voting is in progress and also able to directly access the system of all e-Voting Service Providers.</p>



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<p>Individual Shareholders holding securities in demat mode with NSDL</p>	<p>3) If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: https://eservices.nsdl.com either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the “Beneficial Owner” icon under “Login” which is available under ‘IDeAS’ section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on “Access to e-Voting” under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.</p> <p>3) If the user is not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select “Register Online for IDeAS “Portal or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp</p> <p>3) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period.</p>
<p>Individual Shareholders (holding securities in demat mode) login through their Depository Participants</p>	<p>You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period.</p>



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Important note: Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. CDSL and NSDL

Login type	Helpdesk details
Individual Shareholders holding securities in Demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at 022-23058738 and 22-23058542-43.
Individual Shareholders holding securities in Demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at toll free no.: 1800 1020 990 and 1800 22 44 30

v. Login method for e-Voting and joining virtual meetings for **Physical shareholders and shareholders other than individual holding in Demat form.**

- 6) The shareholders should log on to the e-voting website www.evotingindia.com.
- 6) Click on “Shareholders” module.
- 6) Now enter your User ID
 - a. For CDSL: 16 digits beneficiary ID,
 - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
 - c. Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.
- 6) Next enter the Image Verification as displayed and Click on Login.
- 6) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier e-voting of any company, then your existing password is to be used.

If you are a first-time user follow the steps given below:



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	For Physical shareholders and other than individual shareholders holding shares in Demat.
PAN	Enter your 10digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) <ul style="list-style-type: none">Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number sent by Company/RTA or contact Company/RTA.
Dividend Bank Details OR Date of Birth (DOB)	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login. <ul style="list-style-type: none">If both the details are not recorded with the depository or company, please enter the member id / folio number in the Dividend Bank details field.

- vi. After entering these details appropriately, click on “SUBMIT” tab.
- vii. Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders holding shares in demat form will now reach ‘Password Creation’ menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- viii. For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- ix. Click on the EVSN: **1** for the relevant < SODHANI ACADEMY OF FINTECH ENABLERS LIMITED >> on which you choose to vote.
- x. On the voting page, you will see “RESOLUTION DESCRIPTION” and against the same the option “YES/NO” for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.



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- xi. Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.
 - xii. After selecting the resolution, you have decided to vote on, click on “SUBMIT”. A confirmation box will be displayed. If you wish to confirm your vote, click on “OK”, else to change your vote, click on “CANCEL” and accordingly modify your vote.
 - xiii. Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
 - xiv. You can also take a print of the votes cast by clicking on “Click here to print” option on the Voting page.
 - xv. If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
 - xvi. Additional Facility for Non - Individual Shareholders and Custodians -For Remote Voting only.**
- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to www.evotingindia.com and register themselves in the “Corporates” module.
 - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
 - After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
 - The list of accounts linked in the login should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
 - A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.



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- Alternatively Non Individual shareholders are required to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address viz; info@safefintech.in, if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

PROCESS FOR THOSE SHAREHOLDERS WHOSE EMAIL/MOBILE NO. ARE NOT REGISTERED WITH THE COMPANY/DEPOSITORIES.

1. For Physical shareholders- please provide necessary details like Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to Company/RTA email id.
2. For Demat shareholders -, Please update your email id & mobile no. with your respective Depository Participant (DP)
3. For Individual Demat shareholders - Please update your email id & mobile no. with your respective Depository Participant (DP) which is mandatory while e-Voting & joining virtual meetings through Depository.

If you have any queries or issues regarding attending EGM & e-Voting from the CDSL e-Voting System, you can write an email to helpdesk.evoting@cdslindia.com or contact at 022-23058738 and 022-23058542/43.

All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Sr. Manager, (CDSL,) Central Depository Services (India) Limited, A Wing, 25th Floor, MarathonFutorex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to helpdesk.evoting@cdslindia.com or call on 022-23058542/43.



SODHANI ACADEMY OF FINTECH ENABLERS LIMITED

(Formerly known as SODHANI FINANCIAL CONSULTANTS LIMITED)

(CIN- U67120RJ2009PLC028237)

Reg. Office-P No. C 373, First Floor, C Block, Vaishali Nagar, Jaipur, 302021, Rajasthan

Email Id:-info@safefintech.in, Phone No.:- 0141 – 2358107, Website

www.safefintech.in

EXPLANATORY STATEMENT

(In terms of Section 102 of the Companies Act, 2013)

Item No. 1: Approval of Material Related Party Transaction with Mr. Rajesh Kumar Sodhani, Managing Director of the company

As per the object of the fresh issue of the company as mentioned in the prospectus, the company have to spend 80 lakhs rupees for building content Studio and offline training infurstaucture. Fur the fulfillment the above object the company has successfully raised approximately Rs. 80 lakhs to Rs,. 1 Crores to establish new training centers. After evaluating multiple options for suitable properties, the Board of Directors has identified a property owned by the Managing Director, Mr. Rajesh Kumar Sodhani, as the most suitable for the Company's operational requirements.

The property is located in a prime area and is being offered to the Company. Considering the strategic location and other advantage, the Board has deemed it is in the best interest of the Company to enter into this transaction.

The Company is of view that transaction with Mr. Rajesh Kumar Sodhani will be appropriate for Company's Growth.

As the transaction involves a related party under Section 2(76) of the Companies Act, 2013, it falls under the purview of Section 188 of the Act and Regulation 23 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. Accordingly, the transaction requires the prior approval of the Board of Directors and subsequent ratification by the shareholders in the general meeting.

The Audit Committee has reviewed and recommended the proposed transaction to the Board of Directors. The Board of Directors, in its meeting held on Thursday, November 07, 2024, approved the proposed transaction, subject to the approval by the shareholders.

None of the Directors, Key Managerial Personnel, or their relatives, except Mr. Rajesh Kumar Sodhani and Mrs. Priya Sodhani are in any way concerned or interested in the resolution.

The Board of Directors recommends the resolution as set out at Item No. 1 of the Notice for approval and ratification by the shareholders as an Ordinary Resolution.

The following disclosure(s) for entering into contract arrangement with the related party is made in accordance with the provisions of Section 188 of the Companies Act, 2013 and Rule 15 of Companies (Meetings of Board and its Powers) Rules, 2014.

SN	Particulars	Details
1	Name of the related party and its relationship with the listed entity or its subsidiary, including nature of its concern or interest (financial or	Mr. Rajesh Kumar Sodhani Managing Director of the company



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	otherwise)	
2	Type, tenure, material terms and particulars	Lease of any kind of property.
3	Value of the transaction	approximately Rs. 1,00,00,000 (Rupees One Crore Only)
4	The percentage of the listed entity's annual consolidated turnover, for the immediately preceding financial year, that is represented by the value of the proposed transaction	Approximately 48.76% of annual turnover of the Company for FY 2023-24
5	If the transaction relates to any loans, inter-corporate deposits, advances or investments made or given by the listed entity or its subsidiary:	
	i) details of the source of funds in connection with the proposed transaction;	Not Applicable
	ii) where any financial indebtedness is incurred to make or give loans, inter-corporate deposits, advances or investments, <ul style="list-style-type: none">• nature of indebtedness;• cost of funds; and• tenure;	Not Applicable
	iii) applicable terms, including covenants, tenure, interest rate and repayment schedule, whether secured or unsecured; if secured, the nature of security; and	Not Applicable
	iv) the purpose for which the funds will be utilised by the ultimate beneficiary of such funds pursuant to the RPT	Not Applicable
6	Justification as to why the	The proposed transaction involves the lease of



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	RPT is in the interest of the listed entity	<p>property owned by Mr. Rajesh Kumar Sodhani, the Managing Director of the Company, for establishing a new center training offline centers as per the object mentioned in the prospectus. This transaction is in the best interest of the Company for the following reasons:</p> <p>Strategic Location: The property is situated in a prime location, which is essential for ensuring easy accessibility and high visibility for the new financial services center. This will enhance the Company's outreach and customer engagement.</p> <p>Cost Advantage: The lease consideration offered by Mr. Rajesh Kumar Sodhani is below the prevailing market rate for properties in the same area. This results in significant cost savings for the Company, thereby enhancing profitability and operational efficiency.</p> <p>By entering into this transaction, the Company stands to benefit operationally and financially, thereby aligning the decision with the long-term interests of its shareholders.</p> <p>The Transaction shall therefore be at Arms' length and in the ordinary course of business</p>
7	Any valuation or other external report relied upon by the listed entity in relation to the transactions	Not Applicable
8	Any other information that may be relevant	All relevant / important information forms part of this Statement setting out material facts pursuant to Section 102(1) of the Companies Act, 2013

By Order of the Board

For SODHANI ACADEMY OF FINTECH ENABLERS LIMITED



SODHANI ACADEMY OF FINTECH ENABLERS LIMITED

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LIMITED)

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SD/-

MONIKA AGARWAL

COMPANY SECRETARY & COMPLIANCE OFFICER

M. No.: ACS A55546

Date: December 11, 2024

Place: Jaipur



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FORM NO. MGT - 12 (BALLOT/POLLING FORM)

[Pursuant to Section 109 (5) of the Companies Act, 2013 and Rule 21 (1) (C) of the Companies (Management and Administration) Rules, 2014]

Sr. No.	Particulars	Details
1.	Name of the First Named Shareholder (In block letters)	
2.	Name of the Joint holder (s), if any	
3.	Postal address	
4.	No. of Shares	
5.	Registered Folio No. / *DP ID and Client ID No. (*Applicable to investors holding shares in dematerialized form)	
6.	Class of Shares	

I/We hereby exercise my/our vote in respect of Ordinary/ Special Resolution/s enumerated below, by recording my/our assent or dissent to the below mentioned resolutions by placing a tick (✓) in the following manner:

Item No.	Resolutions	No. of shares held by me/ours	I/we assent to the resolution	I/we dissent from the resolution
1.	Approval of Material Related Party Transaction with Mr. Rajesh Kumar Sodhani, Managing Director of the company			

(Signature of the shareholder)

Place:

Date:



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ATTENDANCE SLIP FOR THE EXTRA ORDINARY GENERAL MEETING

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

EXTRA ORDINARY GENERAL MEETING TO BE HELD ON **THURSDAY, JANURAY 02, 2025 AT 04:00 P.M.** AT THE REGISTERED OFFICE OF THE COMPANY SITUATED AT P NO. C 373, FIRST FLOOR, C BLOCK, VAISHALI NAGAR, JAIPUR, 302021, RAJASTHAN.

Name & Address of the attending Member(s)	
Joint Holder 1	
Joint Holder 2	
*Folio No.	
DP ID No.	
Client ID No.	
No. of Shares held	
NAME OF PROXY (IN BLOCK LETTERS) to be filled in, if the proxy attends instead of the member	

I/We, hereby record my/our presence at the Extra Ordinary General Meeting of the company held on **THURSDAY, JANURAY 02, 2025 AT 04:00 P.M.** AT THE REGISTERED OFFICE OF THE COMPANY SITUATED AT P NO. C 373, FIRST FLOOR, C BLOCK, VAISHALI NAGAR, JAIPUR, 302021, RAJASTHAN.

**Applicable in case of shares held in Physical form.*

Member's/Proxy's Name in Block Letters
Shareholder/Proxy

Signature of

Notes:

1. Please complete the Client ID & DPID/ Registered Folio and name, sign this Attendance slip and handover at the entrance of the meeting hall.
2. Electronic copy of the notice of the EGM along with Attendance Slip and proxy



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Form is being sent to all the members whose email address is registered within the Depository Participant unless any member has requested for a hard copy of the same. Members receiving electronic copy and attending the EGM can print copy of this Attendance Slip.

3. Notice of the EGM along with Attendance Slip and proxy Form is sent in the permitted mode(s) to all members whose email is not registered or who have requested for a hardcopy.

E-Voting particulars

EVEN (E-Voting Event Number)	USER ID	Password/PIN
241211003		

*Note: Please read the instructions provided in Notice of the EGM. The e-voting period starts from **Monday, December 30, 2024 (9.00 A.M. IST)** and ends on, **Wednesday January 01, 2025 (5.00 P.M. IST)**. The voting module shall be disabled by CDSL for voting thereafter.*



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PROXY FORM (FORM NO. MGT-11)

[Pursuant to Section 105(6) of the Companies Act, 2013 and Rule 19(3) of the Companies (Management and Administration) Amendment Rules, 2015]

Name of the Member(s)	Folio No./Client ID:
Registered address:	
No. of Shares held:	E-mail Id:

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

1.	Name of the Member(s):	Signature:	
	Address:		
	E-mail Id:		
or failing him/her			
2.	Name of the Member(s):	Signature:	
	Address:		
	E-mail Id:		
or failing him/her			
3.	Name of the Member(s):	Signature:	
	Address:		
	E-mail Id:		

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 **THURSDAY, Januray 02, 2025 AT 04:00 P.M.** at registered office of the company situated at P No. C 373, First Floor, C Block, Vaishali Nagar, Jaipur, 302021, Rajasthan and at any adjournment thereof in respect of such resolutions as are indicated below:

S. No.	Resolution	Vote		
		For	Against	Abstain
1.	Approval of Material Related Party Transaction with Mr. Rajesh Kumar Sodhani, Managing Director of the company			



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Signed this onday,, 2025

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

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. A Proxy need not be a member of the Company.
3. A person can act as a proxy on behalf of members not exceeding fifty and holding in the aggregate not more than ten percent of the total share capital of the Company. A member holding more than ten percent of the total share capital of the Company may appoint a single person as proxy and such person shall not act as a proxy for any other person or shareholder.

This is optional. Please put a tick mark(√) in the appropriate column against the resolutions indicated in the box. If a member leaves the "For" or "Against" column blank against any or all the Resolutions, the proxy will be titled to vote in the manner he/she thinks appropriate. If a member wishes to abstain from voting on a particular resolution, he/she should write "Abstain" across the boxes against the Resolution.

Affix
Revenue
Stamp of
Rs. 1



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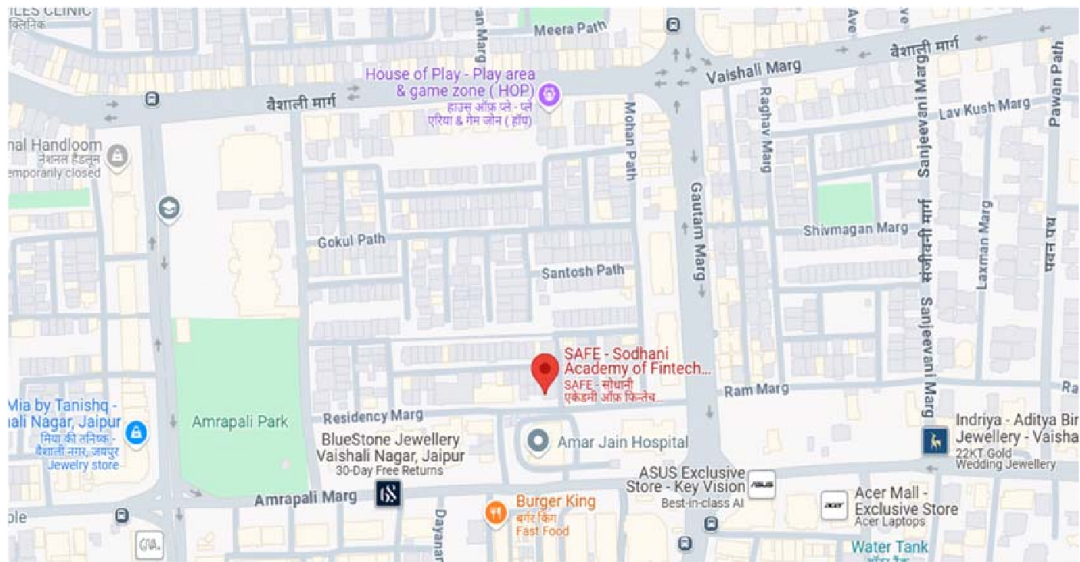
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ROUTE MAP:

Route Map to the EGM Venue: **SODHANI ACADEMY OF FINTECH ENABLERS LIMITED**, P No. C 373, First Floor, C Block, Vaishali Nagar, Jaipur, 302021, Rajasthan



If undelivered, please return to
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