

NOTICE

NOTICE is hereby given that the Extraordinary General Meeting of the Members of Small Business FinCredit India Private Limited (Erstwhile MAPE Finserve Private Limited) will be held on Tuesday, the 26th September, 2017 at the registered office of the Company at Unit No. 762, Bldg. No. 7, 6th Floor, Solitaire Corporate Park, Andheri (E), Mumbai 400093 at 9.00 a.m. to transact the following business.:

SPECIAL BUSINESS:

1. APPROVAL OF NEW SET OF ARTICLES OF ASSOCIATION:

TO CONSIDER AND IF THOUGHT FIT TO PASS WITH OR WITHOUT MODIFICATIONS THE FOLLOWING RESOLUTION AS A SPECIAL RESOLUTION:

“RESOLVED THAT pursuant to the provisions of Section 14 of the Companies Act, 2013 the existing Articles of Association of the Company be and is hereby substituted by the new set of Articles of Association of the Company, a copy of which is annexed to the Explanatory Statement.

RESOLVED FURTHER THAT any one of the Directors of the Company be and are hereby authorized to file the necessary eForms with the Registrar of Companies and to agree to such variations or modifications of the said alteration of the Articles of Association as may be suggested by the Registrar of Companies, while granting its approval and to do all such acts matters and things necessary to give effect to the said resolution.”

For and on Behalf of the Board of Directors of
Small Business FinCredit India Private Limited
(Erstwhile MAPE Finserve Private Limited)


Amol Jain
Director
DIN: 00334710



Address: Le Papeyon, 501 5th Floor Mount Mary Road,
Bandra West, Mumbai 400050

Date: 25th September, 2017

Place: Mumbai

NOTES:

- A member entitled to attend and vote at the meeting is entitled to appoint one or more proxies to attend and vote instead of himself only on a poll and the proxy (ies) need not be a member. A proxy form is attached herewith.
- Corporate Members intending to send their Authorized Representatives to attend the Meeting are requested to send a certified copy of the Board Resolution pursuant to Section 113 of the Companies Act, 2013 authorizing their representative to attend and vote on their behalf at the meeting.

Small Business FinCredit India Pvt. Ltd.
(Erstwhile MAPE Finserve Pvt. Ltd.)

Registered Office : Unit No. 762, Bldg. No. 7, 6th Floor, Solitaire Corporate Park, Andheri (E), Mumbai - 400 093.

T. : +91-22-67875300 • F : +91-22-67875334 • www.SBFC.com

CIN No : U67190MH2008PTC178270

- (c) An Explanatory Statement as required under Section 102 of the Companies Act, 2013 is annexed hereto.
- (d) Route Map is enclosed herewith.
- (e) Attendance Slip is enclosed herewith.



EXPLANATORY STATEMENT UNDER SECTION 102 OF THE COMPANIES ACT, 2013 AND RULES FRAMED THEREUNDER:

Item No. 1:

APPROVAL OF NEW SET OF ARTICLES OF ASSOCIATION:

SBFC has entered into Transaction documents including Shareholder Agreement, Framework agreement, Share subscription agreements and Warrant agreement with Lyra Partners Ltd and Arpwood Partners Investment Advisors Limited. SBFC needs to adopt new set of articles as per terms and condition of above agreements. Therefore, the Board has proposed to adopt the new set of Articles of Association of the Company as per the details mentioned in the Notice.

Your Directors recommend the said resolution to be passed as a Special Resolution as per the provisions of Section 14 and other applicable provisions, if any, of the Companies Act, 2013 and the Rules made thereunder, as set out in the proposed Special Resolution.


None of the Directors are in any way interested or concerned in the resolution.

Following are the additional disclosures under section 102 of the Companies Act, 2013

Particular	Remarks
i) To specify the nature of the concerned or interested financial or otherwise, of every director and the manager and of every other key managerial personnel (KMP) and relatives of the said persons.	Nil
ii) To specify any other information and facts that may enable the members to understand the meaning scope and implications of the items of business and to take a decision thereon.	As above
iii) Where any item of Special Business to be transacted at the meeting relates to or affects any other Company, the extent of shareholding interest in that other Company of every promoter director, manager and of every other key managerial personnel of the first mentioned company also to be set out in explanatory statement if such shareholding is not less than two percent of the paid-up share capital of that company.	Nil
iv) Where any document is referred to any Business to be transacted at the meeting, specification of time and place for inspection of such document.	Necessary documents are available for inspection of members at the Registered Office of the Company during normal business hours (9.00 am to 5.00 pm) on any working day, excluding Saturday and including the date of the Extraordinary General Meeting.

For and on Behalf of the Board of Directors of
Small Business FinCredit India Private Limited
(Erstwhile MAPE Finserve Private Limited)




Anil Jain
Director



DIN: 00334710

Address: Le Papeyon, 501 5th Floor Mount Mary Road,
Bandra West, Mumbai 400050

Date: 25th September, 2017

Place: Mumbai

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 : U67190MH2008PTC178270
Name of the Company : Small Business FinCredit India Private Limited (Erstwhile MAPE Finserve Private Limited)
Registered office : Unit No. 762, Bldg. No. 7, 6th Floor, Solitaire Corporate Park Andheri (E), Mumbai – 400093.

Name of the member (s):	
Registered address:	
E-mail Id:	
Folio No/ Client Id:	
DP ID:	

I/We, being the member (s) of equity shares of Rs.each of Small Business FinCredit India Private Limited (Erstwhile MAPE Finserve Private Limited), hereby appoint

1. Name:
Address:
E-mail Id:
Signature:....., or failing him
2. Name:
Address:
E-mail Id:
Signature:....., or failing him
3. Name:
Address:
E-mail Id:
Signature:.....

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the Extraordinary General Meeting (EGM) of the Company, to be held on the Tuesday, the 26th September, 2017 at the Registered Office of the Company at Unit No. 762, Bldg. No. 7, 6th Floor, Solitaire Corporate Park Andheri (E) Mumbai - 400093 at 9.00 a.m. and at any adjournment thereof in respect of such resolution, as are indicated below:

Sr. No.	Resolutions
SPECIAL BUSINESS	
1.	Approval of new set of Articles of Association

Signed this day of..... 2017

Signature of shareholder

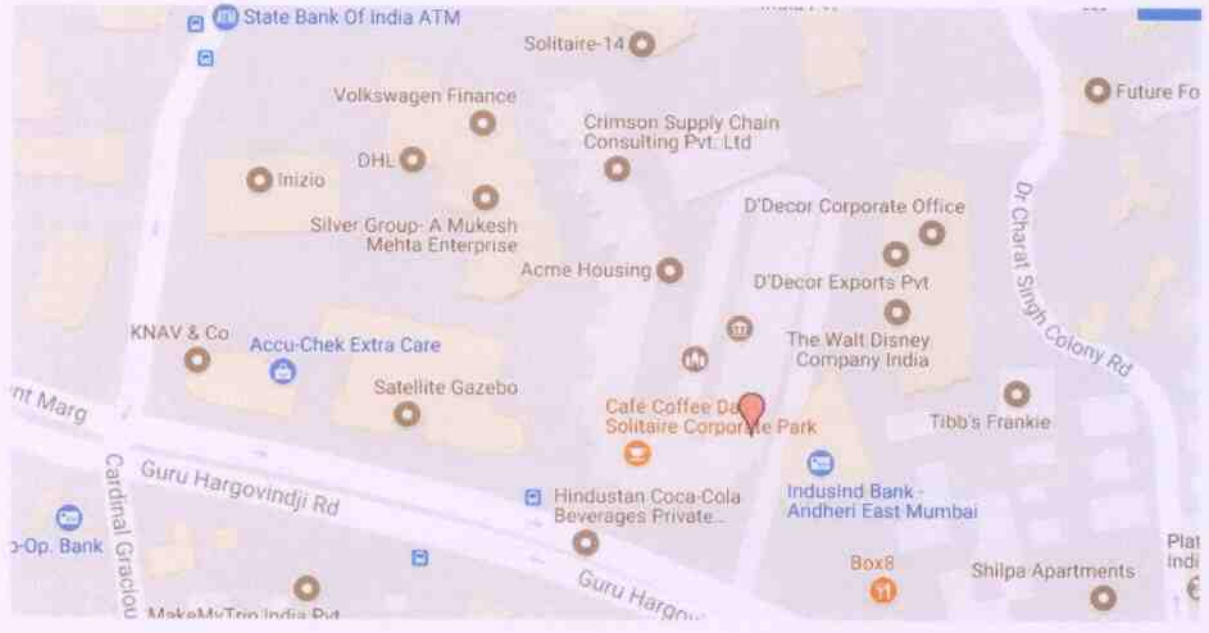
Signature of Proxy holder(s)



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.



ROUTE MAP



ATTENDANCE SLIP FOR EXTRAORDINARY GENERAL MEETING
OF
SMALL BUSINESS FINCREDIT INDIA PRIVATE LIMITED
(Erstwhile MAPE Finserve Private Limited)

Date: 26th September, 2017

Time: 9.00 a.m.

Venue: Unit No. 762, Bldg. No. 7, 6th Floor, Solitaire Corporate Park, Andheri (E), Mumbai - 400093.

Name and Registered address
of Sole / First named member :

Name(s) of Joint Holders, if any :

Ledger Folio / DP ID & Client ID No. :

Number of Shares held :

Please tick in the box Member Proxy :

Member's Signature

Name of the Proxy in Block Letter

Proxy's Signature

