Samunnati

Ref: SFPL/BSE/22/2026-27 Date: May 19, 2026

To,
BSE Limited
Phiroze Jeejeebhoy Towers
Dalal Street
Mumbai 400 001

Dear Sir/Madam,

Sub: Intimation under Regulation 51(2) read with Schedule III Part B of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("LODR") - Calling of Extra-ordinary General Meeting of the Company

BSE Scrip Code: 976621

With reference to the above subject, we hereby inform that an Extraordinary General Meeting ("EGM") (01/2026-27) of the Members of the Company is scheduled to be held on Tuesday, May 26, 2026, at 7:00 P.M. IST, at shorter notice, through Video Conferencing or other Audio-Visual means in accordance with the relevant provisions of the Companies Act, 2013 and the circulars issued by the Ministry of Corporate Affairs, to consider the businesses set out in the Notice of the EGM.

A copy of the Notice of EGM is enclosed for your kind information.

We request you to take the same on record.

Thanking you,

Yours faithfully,

For **Samunnati Finance Private Limited**

SURAJ VASUDEV SHARMA

Digitally signed by SURAJ VASUDEV SHARMA
Date: 2026.05.19 17:25:16 +05'30'

Suraj Vasudev Sharma
Company Secretary & Compliance Officer

Enclosure: Notice convening the Extraordinary General Meeting

Copy to: Debenture Trustees

NOTICE OF THE EXTRAORDINARY GENERAL MEETING (01/2026-27) OF THE MEMBERS OF SAMUNNATI FINANCE PRIVATE LIMITED

To,
The Members,
Board of Directors,
Auditors of
SAMUNNATI FINANCE PRIVATE LIMITED

SHORTER NOTICE is hereby given that an Extraordinary General Meeting ("EGM") (01/2026-27) of the Members of Samunnati Finance Private Limited ("**Company**") will be held on Tuesday, May 26, 2026, at 7.00 P.M. IST through video conferencing ("**VC**") / other audio-visual means ("**OAVM**") in compliance with the applicable provisions of the Companies Act, 2013 and the relevant rules made thereunder read with General Circular No. 14/2020 dated April 08, 2020, General Circular No. 17/2020 dated April 13, 2020, General Circular No. 22/2020 dated June 15, 2020, General Circular No. 33/2020 dated September 28, 2020, General Circular No. 39/2020 dated December 31, 2020, General Circular No. 10/2021 dated June 23, 2021, General Circular No. 20/2021 dated December 08, 2021, General Circular No. 03/2022 dated May 05, 2022, General Circular No. 11/2022 dated December 28, 2022, General Circular No. 09/2023 dated September 25, 2023, General Circular No. 09/2024 dated September 19, 2024, General Circular No. 03/2025 dated September 22, 2025 and other applicable circulars issued by the Ministry of Corporate Affairs ("**MCA**") (hereinafter collectively referred to as **"Circulars"**), to transact the businesses set out below.

SPECIAL BUSINESSES:

ITEM NO. 1: APPROVAL FOR THE APPOINTMENT OF MR. DIWAKAR RAM BODDUPALLI AS A DIRECTOR OF THE COMPANY

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

"RESOLVED THAT pursuant to the provisions of Sections 152, 161 and other applicable provisions of the Companies Act, 2013 ("the Act") and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modifications or re-enactment(s) thereof, for the time being in force) read with the Reserve Bank of India (Non-Banking Financial Companies – Governance) Directions, 2025 and subject to prior approval of the Reserve Bank of India, the consent of the Members of the Company be and is hereby accorded for the appointment of Mr. Diwakar Ram Boddupalli (DIN: 02775640) as a Director of the Company with effect from the date of receipt of approval from the Reserve Bank of India.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to settle any question or clarification that may arise in giving effect to this resolution and to do all such acts, deeds and things as may be necessary, expedient and desirable for the purpose of giving effect to this resolution."

ITEM NO. 2: APPROVAL FOR THE APPOINTMENT OF MR. DIWAKAR RAM BODDUPALLI AS THE MANAGING DIRECTOR OF THE COMPANY

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

"**RESOLVED THAT** pursuant to the provisions of Sections 2(54), 196, 197, 203 and other applicable provisions, if any, of the Companies Act, 2013 ("the Act") and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), read with the Reserve Bank of India (Non-Banking Financial Companies – Governance) Directions, 2025, and subject to prior approval of the Reserve Bank of India, the consent of the Members of the Company be and is hereby accorded for the appointment of Mr. Diwakar Ram Boddupalli (DIN: 02775640) as Managing Director of the Company for a period of 5 (five) years, with effect from the date of receipt of approval from the Reserve Bank of India, on the terms and conditions including remuneration as set out below:

A. **Remuneration:** INR 5,00,000/- (Indian Rupees Five Lakhs only) per month with such increments as the Board may decide from time to time based on the recommendation of the Nomination and Remuneration Committee;

B. **Perquisites**
   i. Gratuity at the rate of half a month's salary for each completed year of service in accordance with applicable law.
   ii. Leave as per Company's Rules as specified from time to time.
   iii. Personal accident policy, Mediclaim policy and other insurance policies, as per Company rules.
   iv. Such other benefits and perquisites as applicable as per the Company policy.

C. **Performance Linked Pay:** As approved by the Board of Directors based on the performance of the Company and the Managing Director based on the recommendation of the Nomination and Remuneration Committee.

D. **Employee Stock Options:** Employee Stock Options of the Holding Company, Samunnati Agri Value Chain Solutions Private Limited, as approved and granted by the Nomination & Remuneration Committee of the Holding Company for time to time.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to settle any question or clarifications that may arise in giving effect to this resolution and to do all such acts, deeds and things as may be necessary, expedient and desirable for the purpose of giving effect to this resolution."

ITEM NO. 3: APPROVAL FOR THE APPOINTMENT OF MR. SURESH RAJAGOPALAN AS A DIRECTOR OF THE COMPANY

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

"RESOLVED THAT pursuant to the provisions of Sections 152, 161 and other applicable provisions of the Companies Act, 2013 ("the Act") and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modifications or re-enactment(s) thereof, for the time being in force) read with the Reserve Bank of India (Non-Banking Financial Companies – Governance) Directions, 2025 and subject to prior approval of the Reserve Bank of India, the consent of the Members of the Company be and is hereby accorded for the appointment of Mr. Suresh Rajagopalan (DIN: 08922526) as a Director of the Company with effect from date of receipt of approval from the Reserve Bank of India.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to settle any question or clarification that may arise in giving effect to this resolution and to do all such acts, deeds and things as may be necessary, expedient and desirable for the purpose of giving effect to this resolution."

ITEM NO. 4: APPROVAL FOR THE APPOINTMENT OF MR. SURESH RAJAGOPALAN AS THE WHOLE-TIME DIRECTOR OF THE COMPANY

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

"RESOLVED THAT pursuant to the provisions of Sections 196, 197, 203 and other applicable provisions of the Companies Act, 2013 ("the Act") and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modifications or re-enactment(s) thereof, for the time being in force) read with the Reserve Bank of India (Non-Banking Financial Companies – Governance) Directions, 2025 and subject to prior approval of the Reserve Bank of India, the consent of the Members of the Company be and is hereby accorded for the appointment of Mr. Suresh Rajagopalan (DIN: 08922526) as a Whole-time Director of the Company for a period of 5 years with effect from date of receipt of approval from the Reserve Bank of India, on the terms and conditions including remuneration as set out below:

A. **Remuneration:** INR 5,00,000/- (Indian Rupees Five Lakhs only) per month with such increments as the Board may decide from time to time based on the recommendation of the Nomination and Remuneration Committee;

B. Perquisites

i. Gratuity at the rate of half a month's salary for each completed year of service in accordance with applicable law.
ii. Leave as per Company's Rules as specified from time to time.
iii. Personal accident policy, Mediclaim policy and other insurance policies, as per Company rules.
iv. Such other benefits and perquisites as applicable as per the Company policy.

C. Performance Linked Pay: As approved by the Board of Directors based on the performance of the Company and the Wholetime Director based on the recommendation of the Nomination and Remuneration Committee.

D. Employee Stock Options: Employee Stock Options of the Holding Company, Samunnati Agri Value Chain Solutions Private Limited, as approved and granted by the Nomination & Remuneration Committee of the Holding Company for time to time.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to settle any question or clarifications that may arise in giving effect to this resolution and to do all such acts, deeds and things as may be necessary, expedient and desirable for the purpose of giving effect to this resolution."

By Order of the Board of Directors

SURAJ VASUDEV SHARMA

Digitally signed by SURAJ VASUDEV SHARMA
Date: 2026.05.19 17:25:47 +05'30'

Place: Chennai
Date: May 19, 2026

Suraj Vasudev Sharma
Company Secretary

NOTES:

1) **A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ALSO ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE ON HIS/HER BEHALF AND SUCH A PROXY NEED NOT BE A MEMBER OF THE COMPANY SUBJECT TO PROVISIONS OF THE ARTICLES OF ASSOCIATION.** However, as per the Circulars issued by MCA, the entitlement for appointment of proxy has been dispensed with for the general meetings conducted through VC / OAVM. Accordingly, the attendance slip, proxy form and route map have not been annexed to this notice of EGM.

2) Corporate members intending to nominate their authorised representatives to attend the meeting are requested to send a certified copy of the board resolution authorising their representative to attend and vote on their behalf at the meeting.

3) The explanatory statement as required under Section 102 of the Companies Act, 2013 is annexed hereto and forms an integral part of the notice.

4) Members may kindly note that since the EGM of the Company is scheduled to be held through VC / OAVM, the login credentials shall be shared with the members along with the instructions for logging in, to their registered mail ids. In case of any clarifications in this regard, members can reach out to us at secretarial@samunnati.com or 044-66762400.

Samunnati

ANNEXURE TO THE NOTICE

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

The following statement contains all the material facts relating to the Special Businesses as set out in this Notice:

ITEM NO. 1: APPROVAL FOR THE APPOINTMENT OF MR. DIWAKAR RAM BODDUPALLI AS A DIRECTOR OF THE COMPANY

In order to further strengthen the leadership structure of the Company and provide experienced strategic direction in the context of the proposed fund raising initiatives, it is proposed to appoint Mr. Diwakar Ram Boddupalli as the Managing Director of the Company. In this regard, the Board has, based on the recommendation of the Nomination and Remuneration Committee, approved his appointment as an Additional Director of the Company at the Meeting of the Board held on May 19, 2026, subject to approval of the Reserve Bank of India, with effect from the date of receipt of RBI approval.

As per the provisions of Section 161 of the Companies Act, 2013 ("the Act"), an Additional Director of the Company shall hold office up to the date of the next Annual General Meeting.

Pursuant to the Reserve Bank of India (Non-Banking Financial Companies – Governance) Directions, 2025, a Non-Banking Financial Company is required to obtain prior written approval of the Reserve Bank of India ("RBI") for any change in directors that results in a change of more than thirty percent (30%) of the Board excluding Independent Directors. Considering the changes in the Board effected pursuant to the implementation of the Scheme of Arrangement, the proposed appointment of Mr. Diwakar Ram Boddupalli as Director would exceed the said threshold. Accordingly, the Company is in the process of obtaining prior approval of the RBI for the proposed appointment.

In accordance with the provisions of Sections 152, 161 and other applicable provisions of the Companies Act, 2013, the appointment Mr. Diwakar Ram Boddupalli as Director of the Company subject to approval of the Reserve Bank of India, is placed before the Members for their approval by means of an Ordinary Resolution.

The brief profile of Mr. Diwakar Ram Boddupalli and other information as required under the Secretarial Standards are disclosed under Para – B of this statement.

None of the Directors or Key Managerial Personnel of the Company or their relatives are concerned or interested in the resolution as set out in Item no. 1, except to the extent of their shareholding.

ITEM NO. 2: APPROVAL FOR THE APPOINTMENT OF MR. DIWAKAR RAM BODDUPALLI AS THE MANAGING DIRECTOR OF THE COMPANY

As stated above, it is proposed to appoint Mr. Diwakar Ram Boddupalli as the Managing Director of the Company, subject to approval of the Reserve Bank of India, with effect from the date of receipt of RBI approval.

Considering the qualifications, experience and review of all the disclosures submitted, the Nomination and Remuneration Committee has vide circular resolution passed on May 15, 2026, recommended the appointment of Mr. Diwakar Ram Boddupalli as the Managing Director for a period of 5 years, subject to approval of the Reserve Bank of India, with effect from the date of receipt of RBI approval.

Further to this, the Board of Directors, based on the recommendation of the Nomination and Remuneration Committee, has approved the appointment of Mr. Diwakar Ram Boddupalli as the Managing Director for a period of 5 years, subject to approval of the Reserve Bank of India, with effect from the date of receipt of RBI approval.

In compliance with the provisions of Sections 196, 203 and other applicable provisions of the Companies Act, 2013, the appointment Mr. Diwakar Ram Boddupalli as Managing Director of the Company subject to approval of the Reserve Bank of India, is placed before the Members for their approval by means of a Special Resolution.

The brief profile of Mr. Diwakar Ram Boddupalli and other information as required under the Secretarial Standards are disclosed under Para – B of this statement.

None of the Directors or Key Managerial Personnel of the Company or their relatives are concerned or interested in the resolution as set out in Item no. 2, except to the extent of their shareholding.

ITEM NO. 3: APPROVAL FOR THE APPOINTMENT OF MR. SURESH RAJAGOPALAN AS A DIRECTOR OF THE COMPANY

In order to strengthen the leadership team with expertise in scaling digital financial platforms, expanding lending, co-lending and driving growth of the Company's NBFC business through a platform-based approach, it is proposed to appoint Mr. Suresh Rajagopalan as the Wholetime Director of the Company. Pursuant to the same, the Board has, based on the recommendation of the Nomination and Remuneration Committee, appointed Mr. Suresh Rajagopalan as an Additional Director of the Company at the Meeting of Board held on May 19, 2026, subject to approval of the Reserve Bank of India, with effect from the date of receipt of RBI approval.

As per the provisions of Section 161 of the Companies Act, 2013 ("the Act"), an Additional Director of the Company shall hold office up to the date of the next Annual General Meeting.

Pursuant to the Reserve Bank of India (Non-Banking Financial Companies – Governance) Directions, 2025, a Non-Banking Financial Company is required to obtain prior written approval of the Reserve Bank of India ("RBI") for any change in directors that results in a change of more than thirty percent (30%) of the Board excluding Independent Directors. Considering the changes in the Board effected pursuant to the implementation of the Scheme of Arrangement, the proposed appointment of Mr. Suresh Rajagopalan as Director would exceed the said threshold. Accordingly, the Company is in the process of obtaining prior approval of the RBI for the proposed appointment.

Registered & Corporate Office:
Baid Hi Tech Park, 7th Floor, No. 129 B,
East Coast Road, Thiruvanmiyur, Chennai 600041

+91 044 66762400
info@samunnati.com
www.samunnatifinance.com

CIN - U65990TN2021PTC146392

In accordance with the provisions of Sections 152, 161 and other applicable provisions of the Companies Act, 2013, the appointment Mr. Suresh Rajagopalan as Director of the Company subject to approval of the Reserve Bank of India, is placed before the Members for their approval by means of an Ordinary Resolution.

The brief profile of Mr. Suresh Rajagopalan and other information as required under the Secretarial Standards are disclosed under Para – B of this statement.

None of the Directors or Key Managerial Personnel of the Company or their relatives are concerned or interested in the resolution as set out in Item no. 3, except to the extent of their shareholding.

ITEM NO. 4: APPROVAL FOR THE APPOINTMENT OF MR. SURESH RAJAGOPALAN AS THE WHOLETIME DIRECTOR OF THE COMPANY

As stated above, it is proposed to appoint Mr. Suresh Rajagopalan as the Wholetime Director of the Company, subject to approval of the Reserve Bank of India, with effect from the date of receipt of RBI approval.

Considering the qualifications, experience and review of all the disclosures submitted, Nomination and Remuneration Committee has vide circular resolution passed on May 15, 2026, recommended the appointment of Mr. Suresh Rajagopalan as the Wholetime Director, subject to approval of the Reserve Bank of India, for a period of 5 years with effect from the date of receipt of RBI approval.

Further to this, the Board of Directors, based on the recommendation of the Nomination and Remuneration Committee, has approved the appointment of Mr. Suresh Rajagopalan as the Wholetime Director, subject to approval of the Reserve Bank of India, for a period of 5 years with effect from the date of receipt of RBI approval.

In compliance with the provisions of Sections 196, 203 and other applicable provisions of the Companies Act, 2013, the appointment Mr. Suresh Rajagopalan as Wholetime Director of the Company subject to approval of the Reserve Bank of India, is placed before the Members for their approval by means of a Special Resolution.

The brief profile of Mr. Suresh Rajagopalan and other information as required under the Secretarial Standards are disclosed under Para – B of this statement.

None of the Directors or Key Managerial Personnel of the Company or their relatives are concerned or interested in the resolution as set out in Item no. 4, except to the extent of their shareholding.

Samunnati Finance Private Limited

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CIN - U65990TN2021PTC146392

B. DISCLOSURE REGARDING PROPOSED DIRECTORS UNDER SECRETARIAL STANDARDS 2 ON GENERAL MEETINGS

Name of the Director	Diwakar Ram Boddupalli	Suresh Rajagopalan
DIN	02775640	08922526
Date of Birth	19/08/1970	15/10/1967
Age	55 years	57 years
Qualification(s)	M.Com, JAIIB	B.Sc, MCA
Date of Appointment (Initial Appointment)	With effect from the date of receipt of RBI approval	With effect from the date of receipt of RBI approval
Nature of his expertise in specific functional areas	More than 30 years of experience in life insurance, microfinance, banking and development finance sectors. Over the course of his career, he has led critical functions in finance, credit and risk management, with a strong focus on expanding access to financial services for underserved and low-income segments. He has been instrumental in building and scaling institutions, conceptualizing differentiated business models and strengthening governance and operational frameworks. He also spearheaded a successful public listing (IPO) in 2018 and led a strategic acquisition within the microfinance sector, reinforcing market leadership and driving sustainable growth.	More than 30 years of experience as a C-suite (CIO, CBO, CEO, CTO) and as a P&L leader in various global and regional banks such as WIBMO, FSS, Doha Bank, Qatar Islamic Bank, National Bank of Egypt (central bank of Egypt), Infosys, First Abu Dhabi Bank and Global Trust Bank. His last employment as Chief Executive Officer was with WIBMO, a cross-border pay-tech solutions company with an annual revenue of USD 30 MN, acquired by Naspers-backed PayU.
Terms and conditions of appointment	As provided in the resolution	As provided in the resolution
Number of Board Meetings attended during FY 2026-27	Nil	Nil
Inter-se relationship with any other directors and KMPs of the Company	Nil	Nil

Directorships in other Companies	Samunnati Agri Value Chain Solutions Private Limited	InfinyPool Online Payment Solutions India Private Limited Samunnati Agri Value Chain Solutions Private Limited Samunnati Agri Innovations Lab Private Limited
Number of shares held in the Company	Nil	Nil
Details of remuneration sought to be paid	As provided in the resolution	As provided in the resolution
Details of remuneration last drawn	N.A.	N.A.

By Order of the Board of Directors

Place: Chennai
Date: May 19, 2026

SURAJ VASUDEV SHARMA

Digitally signed by SURAJ VASUDEV SHARMA
Date: 2026.05.19 17:26:16 +05'30'

Suraj Vasudev Sharma
Company Secretary