



MONEYBOXX FINANCE LIMITED
CIN L30007DL1994PLC260191
Registered Office: 523-A, Somdutt Chambers-II,
9, Bhikaji Cama Place, New Delhi-110066, India
Tel: 01145657452
E-mail: info@moneyboxxfinance.com
Website: www.moneyboxxfinance.com

November 03, 2025

National Stock Exchange of India Ltd.
Exchange Plaza, Bandra Kurla Complex,
Bandra East, Mumbai 400 051, India
NSE Symbol: MONEYBOXX

BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai 400 001, India
Scrip Code: 538446

Dear Sir/Madam,

Subject: Postal Ballot Notice - Disclosure under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations')

Pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed herewith a copy of the Postal Ballot Notice along with the explanatory statement (Postal Ballot Notice'), being sent today for seeking approval of the members of the Company by electronic means on the below mentioned Special Businesses:

Sr.no	Type of Resolution	Particulars
1.	ORDINARY RESOLUTION	TO INCREASE AUTHORISED SHARE CAPITAL OF THE COMPANY AND CONSEQUENTIAL ALTERATION OF CAPITAL CLAUSE OF MEMORANDUM OF ASSOCIATION (MOA) OF THE COMPANY
2.	ORDINARY RESOLUTION	ISSUE OF BONUS SHARES BY WAY OF CAPITALISATION OF SECURITIES PREMIUM ACCOUNT

Please note that in accordance with the relevant circulars issued by the Ministry of Corporate Affairs and the Securities and Exchange Board of India, Postal Ballot Notice is being sent only in electronic form to all those members, whose names appear in the Register of Members / List of Beneficial Owners as received from National Securities Depository Limited and Central Depository Services (India) Limited, as on Friday, October 31, 2025 ("Cut-off Date"). Further, in compliance with the provisions of Section 108 and 110 of the Companies Act, 2013 read with relevant rules made thereunder, and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), the Company has engaged the services of NSDL to provide remote e-voting facilities to the Members, to enable them to cast their votes electronically.

Information pertaining to E-voting viz. Cut-off date and period of voting are mentioned hereinbelow:

Date and time of commencement of Remote e-voting	Wednesday, November 05, 2025, at 9:00 A.M. (IST)
Date and time of conclusion of Remote e-voting	Thursday, December 04, 2025, till 5:00 P.M. (IST)
Date of declaration of results of the voting by postal ballot	On or before Monday, December 08, 2025.



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The Postal Ballot Notice is also available on the website of the Company at www.moneyboxxfinance.com.

Kindly take the above intimation on your record.

Thanking you,

For **Moneyboxx Finance Limited**

Lalit Sharma
Company Secretary
Encl. a/a



Moneyboxx Finance Limited
(CIN- L30007DL1994PLC260191)

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POSTAL BALLOT NOTICE

{Pursuant to Sections 108 & 110 of the Companies Act, 2013 read with Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014, and relevant Circulars issued by Ministry of Corporate Affairs (“MCA”) thereto}

Dear Member(s)

Notice is hereby given that pursuant to the provisions of Section 110 read with Section 108 and all other applicable provisions, if any, of the Companies Act, 2013 (“**Act**”), read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) (“**Rules**”), Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“**SEBI Listing Regulations**”), General Circular Nos. 14/2020 dated 8th April, 2020, 17/2020 dated 13th April, 2020, 20/2020 dated 5th May, 2020, 22/2020 dated 15th June, 2020, 33/2020 dated 28th September, 2020, 39/2020 dated 31st December, 2020, 10/2021 dated 23rd June, 2021, 20/2021 dated 8th December, 2021, 3/2022 dated 5th May, 2022, 11/2022 dated December 28, 2022, 9/2023 dated 25th September 2023, General Circular No. 9/2024 dated 19th September 2024 and the latest one being General Circular No. 3/2025 dated 22nd September, 2025 issued by the Ministry of Corporate Affairs, Government of India (collectively the “**MCA Circulars**”), Secretarial Standard on General Meetings (“**SS-2**”) issued by the Institute of Company Secretaries of India and any other applicable law, rules and regulations (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), the resolution set out below is proposed to be passed by the Members of **Moneyboxx Finance Limited (“the Company”)** by means of Postal Ballot, only by way of remote e-voting (“e-voting”) process.

The proposed resolution(s) set out in this Notice and the Explanatory Statement pursuant to Section 102, 110 of the Act and any other applicable provisions of the Act, read with Rules framed thereunder; setting out the material facts and reasons thereof concerning the resolution mentioned in this Postal Ballot Notice (“**Notice**”), are annexed hereto.

In compliance with Regulation 44 of the SEBI Listing Regulations and pursuant to the provisions of Sections 108 and 110 of the Act read with the Rules framed thereunder and the MCA Circulars, the manner of voting on the proposed resolution is restricted only to e-voting i.e. by casting votes electronically instead of submitting postal ballot forms. The instructions for e-voting are appended to this Notice. Accordingly, the Postal Ballot Notice and instructions for e-voting are being sent only through electronic mode to the Members whose names appear in the Register of Members/Register of Beneficial Owners, as on **Friday, October 31, 2025**, and whose email address is registered with the Company/Depository Participants. The details of the procedure to cast the vote form part of the Notes to this Notice. Hence, physical copy of the Notice along with Postal Ballot Form and pre-paid business reply envelope is not being sent to the Members for this Postal Ballot.

The Board of Directors of the Company has appointed **Mr. Shashank Pashine, Prop. M/s Shashank Pashine & Associates, Practicing Company Secretary (Membership Number FCS No.: 11665, CP No: 21229)** as the Scrutinizer for conducting the postal ballot (e-voting process) in a fair and transparent manner. The Scrutinizer will submit his report to the Chairman of the Company, or any other Director authorized by the Chairman, and the results of the voting by Postal Ballot will be announced within two working days from the conclusion of the e-voting. The results declared along with the Scrutinizer's Report shall be communicated in the manner provided in this Postal Ballot Notice.

The Company has engaged the services of National Securities Depository Limited (“NSDL”) to provide e-voting facilities to members of the Company.

The e-voting facility is available at the link <https://www.evoting.nSDL.com>. Please refer to the instructions for e-voting given below for the process and manner in which e-voting is to be carried out.

The members shall exercise their right to vote on the resolution included in the notice of the Postal Ballot by electronic means, i.e. through e-voting services provided by NSDL. The e-voting period shall commence on **Wednesday, November 05, 2025, at 09:00 A.M. (IST)** and end on **Thursday, December 04, 2025, at 05:00 P.M. (IST)**. Members are requested to carefully read the instructions given in this Postal Ballot Notice and record their assent (**FOR**) or dissent (**AGAINST**) through the e-voting process not later than **Thursday, December 04, 2025, at 05:00 P.M. IST**.

E-voting will be disabled by NSDL immediately thereafter and voting will not be allowed beyond the said date and time.

Upon the completion of scrutiny of the votes, the Scrutinizer will submit his report to the Chairman or in his absence to any other Director or the Company Secretary of the Company ("authorized person"), duly authorised in writing by the Chairman within prescribed time. The results of the Postal Ballot will be announced on or before **Monday, December 08, 2025**, by the Chairman or in his absence by the authorised person.

The results of the Postal Ballot along with the Scrutinizer's Report will also be displayed on the website of the Company at www.moneyboxfinance.com on the website of NSDL at www.evoting.nSDL.com and shall also be displayed at the Registered Office of the Company while simultaneously being communicated to the Stock Exchanges i.e. BSE Limited and NSE Limited where the Equity Shares of the Company are listed.

SPECIAL BUSINESS:

1. TO INCREASE AUTHORISED SHARE CAPITAL OF THE COMPANY AND CONSEQUENTIAL ALTERATION OF CAPITAL CLAUSE OF MEMORANDUM OF ASSOCIATION (MOA) OF THE COMPANY

To consider and if thought fit, to pass the following Resolution as an **Ordinary Resolution**:

"RESOLVED THAT pursuant to the provisions of Sections 13, 61, & 64 and other applicable provisions, if any, of the Companies Act, 2013, (including any statutory modification(s) and re-enactment(s) thereof for the time being in force) and the rules framed thereunder, consent of the Members be and is hereby accorded to increase the Authorized Share Capital of the Company from the existing share capital of Rs. 40,00,00,000/- (Rupees Forty Crores Only) comprising of 4,00,00,000/- (Four Crores) Equity Shares of Rs. 10/- (Rupees Ten) each to Rs. 100,00,00,000/- (Rupees One Hundred Crores Only) comprising of 10,00,00,000 (Ten Crore) Equity Shares of Rs.10/- (Rupees Ten) each.

RESOLVED FURTHER THAT pursuant to Section 13 and all other applicable provisions, if any, of the Companies Act, 2013 read with Rules framed thereunder, consent of the member(s) of the Company be and is hereby accorded, for alteration of Clause V of the Memorandum of Association (MOA) of the Company by substituting in its place and inserting the following new clause:

V. The Authorized Share Capital of the Company is Rs. 100,00,00,000/- (Rupees One Hundred Crores Only) consisting of 10,00,00,000 (Ten Crore) Equity Shares of Rs.10/- (Rupees Ten) each

RESOLVED FURTHER THAT the Board of Directors of the Company (hereinafter referred to as the Board, which term shall include any Committee constituted by the Board or any person(s) authorized by the Board to exercise the powers conferred on the Board by this resolution) and/or the Company Secretary of the Company, be and is hereby severally authorized to take such steps as may be necessary and generally to do all acts, deeds, matters and things that may be necessary, proper, expedient or incidental for the purpose of giving effect to the above resolution(s), on behalf of the Company."

2. ISSUE OF BONUS SHARES BY WAY OF CAPITALISATION OF SECURITIES PREMIUM ACCOUNT

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

“RESOLVED THAT pursuant to Section 63 of the Companies Act, 2013 read with Rule 14 of Companies (Share Capital and Debentures) Rules 2014 and other applicable provisions, if any, including rules notified thereunder, as may be amended from time to time (including any statutory modification or re-enactment thereof for the time being in force) read with Regulation 293 and other relevant provisions, laid down in Chapter XI of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 (“SEBI ICDR Regulations), applicable provisions of Article of Association of the Company and subject to such approvals, consent, permissions, conditions and sanctions as may be necessary from appropriate Authorities and subject to such terms and modifications, if any, as may be specified while according such approvals and subject to acceptance of such conditions and modifications by the Board of Directors and subject to such permissions, sanctions and approvals as may be required in this regard; the consent of the members of the Company be and is hereby accorded for Board for capitalization of a sum not exceeding **37,50,27,450/- (Rupees Thirty-Seven Crore Fifty Lakh Twenty Seven Thousand Four Hundred and Fifty Only)** standing to the credit of the Securities Premium Account for the purpose of issue of bonus equity shares of Rs. 10/- each, credited as fully paid to the eligible members of the Company (including warrants holders and employee stock option holder holding 37,37,745 convertible warrants pending for conversion and convertible into 37,37,745 number of equity shares of Rs. 10/- each and 10,60,400 number of options granted eligible for 10,60,400 number of equity shares of face value of Rs. 10/- each) holding equity shares of Rs. 10/- each of the Company, whose names appear in the Register of Members maintained by the Company/List of Beneficial Owners as received from the National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL), on **“Record Date”** as may be determined by the Board, in the proportion of 1(One) new fully paid-up equity share of Rs. 10/- each for every 1 (One) existing fully paid-up equity shares of Rs. 10/- each held by them and that the new bonus equity shares so issued and allotted shall, for all purposes, be treated as an increase in the paid-up capital of the Company held by each such Member.

RESOLVED FURTHER THAT:

- a) the bonus issue of shares will be made in the ratio of 1:1 i.e. 1 (One) fully paid-up Equity Shares for every 1 (One) Equity Shares held to the shareholders on such date (Record Date) as may be determined by the Board of Directors after approval of this resolution by shareholders through postal ballot.
- b) the bonus equity shares so allotted shall rank pari-passu in all respects with the fully paid-up equity shares of the Company as existing on the Record Date;
- c) the bonus equity shares so allotted shall always be subject to the terms and conditions contained in the Memorandum and Articles of Association of the Company;
- d) the bonus shares shall be issued within the timeframe in accordance with the provisions of the Companies Act, 2013 and the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018. In the case of shareholders holding shares in dematerialized form, the bonus shares will be credited directly to their respective demat accounts and shareholders holding shares in physical form, share certificates for the bonus shares will be issued and dispatched within the prescribed time:
- e) no member shall be entitled to a fraction of Equity Shares as a result of implementation of this resolution & no certificate or coupon or cash shall be issued for fraction of equity shares & the bonus shall be rounded to lower integer.

RESOLVED FURTHER THAT in accordance with the SEBI ICDR Regulations, the new equity shares to be allotted pursuant to the bonus issue shall be allotted in dematerialized form only and shall be credited to the respective demat accounts of the members with their respective Depository Participant(s). With respect to the Members holding equity shares in physical form, the Company shall credit bonus equity shares to a new demat suspense account to hold those shares till they are credited to demat accounts of respective Members holding equity shares in physical form as on the Record Date.

RESOLVED FURTHER THAT in case of fractional shares, if any, arising out of the issue and allotment of the bonus equity shares, the Board be and is hereby authorized to make suitable arrangements to deal with such fractions for the benefit of the eligible Members, including but not limited to, allotting the total number of new equity shares representing such fractions to a person(s) to be appointed by the Board of Directors who would hold them in trust for such Members and shall, as soon as possible, sell such equity shares at the prevailing market rate and the net sale proceeds of such equity shares, after adjusting the cost and the expense in respect thereof, be distributed among such Members who are entitled to such fractions in the proportion of their respective fractional entitlements.

RESOLVED FURTHER THAT the Board be and is hereby authorized to take necessary steps for listing such bonus equity shares on the Stock Exchanges where the securities of the Company are presently listed as per the provisions of the SEBI LODR Regulations and other applicable regulations, rules and guidelines.

RESOLVED FURTHER THAT the Board of Directors (hereinafter referred to as the "Board", which term shall deem to include any Committee constituted / to be constituted by the Board, from time to time, to exercise its powers conferred by this resolution) be and is hereby authorised to make appropriate adjustments due to bonus issue of equity shares, to the stock options granted under the MFL ESOP Scheme, 2021, pursuant to SEBI (Share Based Employee Benefits and Sweat Equity) Regulations, 2021, as amended from time to time, such that the exercise price for all outstanding stock options (vested but not exercised and unvested stock options), the number thereof and the number of stock options available for future grant(s) as on the Record Date shall be proportionately adjusted;

RESOLVED FURTHER THAT the Board be and is hereby authorized to take necessary steps for the purpose of giving effect to this resolution, the Board of Director of the Company be and is hereby authorized to do all acts, deeds, matters and things necessary, proper or desirable and to sign and execute all necessary documents, authority letters, applications and returns with Stock Exchanges, SEBI, Superintendent of Stamps, NSDL, CDSL, RTA or any other authority.

RESOLVED FURTHER THAT the issue and allotment of the bonus equity shares to the extent they relate to Non-Resident Indians (NRIs), Foreign Portfolio Investors (FPIs) and other Foreign Investors, be subject to the approval of RBI or any other regulatory authority, if any.

RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, the Board and the Company Secretary be and is hereby severally authorized to do all such acts, deeds, matters and things and to give such directions as may be necessary, proper, expedient or desirable and to settle any question, difficulty or doubt that may arise in this regard as the Board in its absolute discretion may deem necessary or desirable and its decision shall be final and binding."

**By order of the Board
For Moneyboxx Finance Limited**

Sd/-
Lalit Sharma
Company Secretary
Membership No: A24111

Date: October 30, 2025
Place: Gurugram, Haryana

NOTES:

1. The Explanatory Statement pursuant to Section 102 read with Section 110 and other applicable provisions, if any of the Act read with the rules framed thereunder concerning the special business in respect of item no. 1 as set out above is annexed hereto and forms part of this Notice.
2. In accordance with MCA Circulars and SEBI Listing Regulations, the Company is sending the notice in electronic form only by email to all the members, whose name appear in the Register of Members/ Register of Beneficial Owners maintained by the Depositories viz., National Securities Depository Limited (the "NSDL") and Central Depository Services (India) Limited (the "CDSL") as on **Friday October 31, 2025 (the "cut-off date")** and who have registered their e-mail addresses, in respect of electronic holdings, with the Depository through the concerned Depository Participants and in respect of physical holdings, with the Registrar and Share Transfer Agent of the Company, M/s. MAS Services Limited (the "RTA"), in accordance with the provisions of the Act read with the rules framed thereunder and the framework provided under the MCA circulars. Cut-Off date is for determining the eligibility to vote by electronic means. A person who is not a member as on the cut-off date or who becomes a member of the Company after the cut-off date should treat this Notice for information purposes only.
3. In accordance with the MCA Circulars, the Notice is being sent in electronic form only. The hard copy of the Notice along with the Postal Ballot forms and pre-paid business envelope will not be sent to the Members for the Postal Ballot. Accordingly, the communication of the assent or dissent of the Members would take place through the e-voting system only.
4. The e-voting rights of the Shareholders / beneficiary owners shall be reckoned on the shares held by them as on **Friday, October 31, 2025**, being the cut-off date for the purpose. The shareholders of the Company holding shares either in dematerialized or in physical form, as on the cut-off date, can cast their vote electronically.
5. A member cannot exercise his/her vote through proxy on postal ballot. However, corporate and institutional members shall be entitled to vote through their authorised representatives. Corporate and institutional members are required to send scanned certified true copy (PDF Format) of the board resolution / authority letter, power of attorney together with attested specimen signature(s) of the duly authorised representative(s), to the Scrutinizer by e-mail to csshashankpashine@gmail.com.
6. Once the vote is cast, whether partially or otherwise, the member shall not be allowed to change it subsequently or cast the vote again.
7. The proposed resolution, if approved by requisite majority, shall be deemed to have been passed on the last date of e-voting, which would be **Thursday, December 04, 2025**. The resolution passed by the Members through Postal Ballot is deemed to have been passed as if the same has been passed at a general meeting of the Members.
8. The voting rights of Members shall be in proportion to their shares of the paid-up equity share capital of the Company as on **Friday, October 31, 2025**, the cut-off date being fixed for the purpose.
9. The Scrutinizer will submit his report to the Chairman or a Director authorized by him after completion of the scrutiny and the results of the e-voting by Postal Ballot will be announced on or before **Monday, December 08, 2025**, at the Registered Office of the Company at 523-A, Somdutt Chambers-II, 9, Bhikaji Cama Place, New Delhi-110066.
10. All the material documents referred to in the Explanatory Statement, shall be available for inspection for Members through electronic mode from **Wednesday, November 05, 2025 to Thursday, December 04, 2025**, basis the request being sent on info@moneyboxxfinance.com mentioning their name, Folio no. / Client ID and DP ID, and the documents they wish to inspect, with a self-attested copy

of their PAN card attached to the email.

11. The declared results along with the Report of the Scrutinizer shall be forwarded to the BSE Limited and NSE Limited and shall be uploaded on the website of the Company i.e., www.moneyboxxfinance.com and website of RTA at www.masserv.com.

This Notice shall also be available on the website of the Company at www.moneyboxxfinance.com, websites of the stock exchanges where the Equity Shares of the Company are listed, i.e. BSE Limited and NSE Ltd. on the website of National Securities Depository Limited respectively, and on the website of RTA at www.masserv.com.

PROCEDURE AND INSTRUCTIONS FOR E-VOTING:

How do I vote electronically using NSDL e-Voting system?

The way to vote electronically on NSDL e-Voting system consists of “Two Steps” which are mentioned below:





Step 1: Access to NSDL e-Voting system

A) Login method for e-Voting for Individual shareholders holding securities in demat mode

In terms of SEBI circular 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.

Login method for Individual shareholders holding securities in demat mode is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL.	<ol style="list-style-type: none">Existing IDeAS user can visit the e-Services website of NSDL Viz. https://eservices.nsdl.com either on a Personal Computer or on a mobile. On the e-Services home page click on the “Beneficial Owner” icon under “Login” which is available under ‘IDeAS’ section , this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added 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 i.e. NSDL and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period.If you are 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.jspVisit 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 i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period.Shareholders/Members can also download NSDL Mobile App “NSDL Speede” facility by scanning the QR code mentioned below for seamless voting experience.

	<p style="text-align: center;">NSDL Mobile App is available on</p> <div style="display: flex; justify-content: space-around; align-items: center;"> <div style="text-align: center;">  <p>App Store</p> </div> <div style="text-align: center;">  <p>Google Play</p> </div> </div> <div style="display: flex; justify-content: space-around; align-items: center; margin-top: 10px;">   </div>
<p>Individual Shareholders holding securities in demat mode with CDSL</p>	<ol style="list-style-type: none"> 1. 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 users to login Easi / Easiest are requested to visit CDSL website www.cdslindia.com and click on login icon & New System Myeasi Tab and then user your existing my easi username & password. 2. 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. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly. 3. If the user is not registered for Easi/Easiest, option to register is available at CDSL website www.cdslindia.com and click on login & New System Myeasi Tab and then click on registration option. 4. Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from the 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 evoting is in progress and also able to directly access the system of all e-Voting Service Providers.
<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. Upon logging in, you will be able to see e-Voting option. Click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting features. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period.</p>

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. NSDL and CDSL.

Login type	Helpdesk details
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.com or call at 022 - 4886 7000 and 022 - 2499 7000

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 toll free no. 1800 22 55 33

B) Login Method for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.

How to Log-in to NSDL e-Voting website?

1. 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.
2. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section.
3. A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen.

Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at <https://eservices.nsdl.com/> with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.

4. Your User ID details are given below :

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical	Your User ID is:
a) For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID For example, if your DP ID is IN300*** and Client ID is 12***** then your user ID is IN300***12*****.
b) For Members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID For example, if your Beneficiary ID is 12***** then your user ID is 12*****.
c) For Members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the company For example, if folio number is 001*** and EVEN is 101456 then user ID is 101456001***

5. Password details for shareholders other than Individual shareholders are given below:
 - a) If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
 - b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.
 - c) How to retrieve your 'initial password'?
 - (i) If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8-digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.
 - (ii) If your email ID is not registered, please follow steps mentioned below in **process for those shareholders whose email ids are not registered**

6. If you are unable to retrieve or have not received the “Initial password” or have forgotten your password:
 - a) Click on “**Forgot User Details/Password?**”(If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.
 - b) **Physical User Reset Password?** (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.
 - c) If you are still unable to get the password by aforesaid two options, you can send a request at mentioning your demat account number/folio number, your PAN, your name and your registered address etc.
 - d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.
7. After entering your password, tick on Agree to “Terms and Conditions” by selecting on the check box.
8. Now, you will have to click on “Login” button.
9. After you click on the “Login” button, Home page of e-Voting will open.

Step 2: Cast your vote electronically on NSDL e-Voting system.

How to cast your vote electronically on NSDL e-Voting system?

1. After successful login at Step 1, you will be able to see all the companies “EVEN” in which you are holding shares and whose voting cycle.
2. Select “EVEN” of company for which you wish to cast your vote during the remote e-Voting period.
3. Now you are ready for e-Voting as the Voting page opens.
4. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on “Submit” and “Confirm” when prompted.
5. Upon confirmation, the message “Vote cast successfully” will be displayed.
6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

General Guidelines for shareholders

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to csshaskpashine@gmail.com with a copy marked to evoting@nsdl.com Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) can also upload their Board Resolution / Power of Attorney / Authority Letter etc. by clicking on "Upload Board Resolution / Authority Letter" displayed under "e-Voting" tab in their login.
2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the “Forgot User Details/Password?” or “Physical User Reset Password?” option available on www.evoting.nsdl.com to reset the password.
3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on : 022 - 4886 7000 and 022 - 2499 7000 or send a request to Ms. Pallavi Mhatre, Senior Manager at evoting@nsdl.com

Process for those shareholders whose email ids are not registered with the depositories for procuring user id and password and registration of e mail ids for e-voting for the resolutions set out in this notice:

1. you are requested to refer to the login method explained at **step 1 (A)** i.e. **Login method for e-Voting for Individual shareholders holding securities in demat mode.**
2. In terms of SEBI circular 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 required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.

EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF COMPANIES ACT, 2013

The following Statement sets out all material facts relating to Item No(s). 1 to 2 mentioned in the accompanying Notice.

Item No. 1

The Members may take note that presently the paid-up share capital of the Company is Rs. 40,00,00,000/- (Rupees Forty Crores Only) consisting of 4,00,00,000/- (Four Crores) Equity Shares of Rs. 10/- (Rupee Ten) each and the equity shares of your Company are listed on the National Stock Exchange of India Limited (NSE) and BSE Limited (BSE). In view of the Bonus issue as considered at item no. 2, the company proposes to increase its Authorized Share Capital to Rs. 100,00,00,000/- (Rupees One Hundred Crores) consisting of 10,00,00,000 Equity Shares of Rs.10/- (Rupees Ten) each.

Pursuant to the provisions of Section 61, the proposed increase in Authorized Share Capital of the Company requires approval of the Members through Postal Ballot. Consequent upon the increase in Authorized Share Capital of the Company, Clause V of the Memorandum of Association of the Company will require alteration so as to reflect the increase in the Authorized Share Capital. Accordingly, approval of the Members of the Company is hereby sought by way of Ordinary Resolution as set out in Item No. 1 of the Postal Ballot Notice.

A copy of the Memorandum of Association of the Company along with the proposed amendments is available for inspection by the members at the Registered Office of the Company between 11:00 AM and 5:00 PM on all working days from Monday to Friday from the date of dispatch of this Notice till the last date fixed for e-voting i.e. Thursday, December 04, 2025 except all national holidays.

None of the Directors, Promoters, Key Managerial Personnel of the Company and their relatives is, in any way, concerned or interested, financially or otherwise, in the above-mentioned resolution.

The Board recommends the ordinary resolution set forth at Item No. 1 for the approval of the Members

Item No. 2

With a view to encouraging the participation of retail investors in the long term, increasing the overall tradeable float/activity level in the equity shares and retail diversification of shareholding, the Board of Directors at its meeting held on 30th October 2025, subject to the approval of the shareholders of the Company, approved and recommended issue of bonus equity shares of Rs. 10/- (Rupee Ten only) each credited as fully paid-up to eligible members of the Company in the proportion of 1 (One) new fully paid-up equity share of Rs. 10/- (Rupees Ten only) each for every 1 (One) existing fully paid-up equity share of Rs. 1/- (Rupee One only) each by capitalizing a sum not exceeding Rs. 37,50,27,450 (Thirty-Seven Crore Fifty Lakh Twenty-Seven Thousand Four Hundred Fifty Only) out of Securities Premium Account.

Article 42, 43 & 89 of the Articles of Association of the Company permits capitalization of any part of the amount for the time being standing to the credit of any of the Company's reserve accounts (including securities premium account), or to the credit of the profit and loss account, or otherwise available for distribution. Article of Association of the Company permits only securities premium account and capital redemption reserve account by applying the same towards payment of unissued shares to be issued to the members as fully paid bonus shares.

As on 31st March, 2025, the balance in securities premium of the Company was Rs. **2,034,595,290/-** (Rupees Two Hundred and three crores forty-five lakh ninety-five thousand and two hundred and ninety only), as per financial statement for the year ended 31st March, 2025. Further, the balance in the Securities Premium Account of the Company, after the proposed issue of bonus equity shares, is expected to be approximately ₹1,65,95,67,840, (Rupees One Hundred and Sixty-Five crores Ninety-five lakhs Sixty-Seven thousand Eight Hundred and Forty Only) based on the latest audited balance sheet as of March 31, 2025. This amount may vary as of the actual date of the record date for the bonus issue.

The Bonus Shares so allotted shall rank pari-passu in all respects with the fully paid-up Equity Shares of the Company as on the Record Date and shall be made according to the regulations as specified under Chapter XI of SEBI (ICDR) Regulations 2018. Further, the Company has not defaulted in respect of the payment of statutory dues of the employees, such as contribution to provident funds, gratuity and bonus. The Company has no partly paid-up shares. None of the Promoters or Directors of the Company are fugitive economic offenders.

Further it is to be stated that the company has 37,37,745 number of outstanding convertible warrants convertible into 37,37,745 equity shares of Rs. 10/- each and 10,60,400 number of employee stock option granted eligible for 10,60,400 number of equity shares to the eligible employees under the Company's MFL Employees Stock Option Scheme, 2021. The actual number of the above convertible securities may vary on the record date.

The said warrant and option holders shall also be eligible for the bonus issue of equity shares subject to the post conversion of their outstanding warrants into equity shares and post exercise of employee stock option granted as on record date.

The Company has proposed to create a reserve of up to Rs. 37,50,27,450 (Thirty-Seven Crore Fifty Lakh Twenty Seventy Thousand Four Hundred Fifty Only) by capitalization of Securities Premium account for the purpose of bonus issue of equity shares and out of which Rs 3,73,77,450 /- (Rupees Three Crores Seventy-Three Lakhs Seventy-Seven thousand four hundred and fifty Only) shall be created towards issuance of bonus shares to the warrant holders post conversion of their warrants into equity shares and Rs 1,06,04,000/- (Rupees One Crore Six Lakhs four thousand Only) shall be created towards issuance of equity shares to the option holders post conversion of their options into equity shares. The actual number of the above convertible securities may vary on the record date.

In terms of the provisions of Sections 63 of the Companies Act, 2013, approval of the shareholders of the Company is sought by way of Ordinary Resolution for capitalizing the security premium account in pursuance of issue of bonus shares.

None of the Directors or Key Managerial Personnel of the Company including their relatives are, in any way, concerned or interested, financially or otherwise, in the resolution, except to the extent of the stock options/equity shares held by them in the Company.

**By order of the Board
For Moneyboxx Finance Limited**

Sd/-
Lalit Sharma
Company Secretary
Membership No: A24111

Date: October 30, 2025
Place: Gurugram, Haryana