wizzmoni

# WIZZMONI FINANCIAL SERVICES LIMITED

## (FORMERLY KNOWN AS UNIMONI FINANCIAL SERVICES LIMITED)

Regd Off: N.G. 12 & 13, GROUND FLOOR, NORTH BLOCK
MANIPAL CENTRE, DICKENSON ROAD, BANGALORE – 560 042

## NOTICE TO SHAREHOLDERS

NOTICE is hereby given that the **Thirty First (31st) Annual General Meeting** of Wizzmoni Financial Services Limited (Formerly known as Unimoni Financial Services Limited) will be held on **Wednesday, 30th September, 2026 at 12.30 PM, through Video-conferencing,** to transact the following business:

**ORDINARY BUSINESS:**

1. To receive, consider and adopt the Audited Consolidated and Standalone Financial Statements for the financial year ended 31st March 2026, together with the Directors' Report and Auditors' Report thereon.
2. To appoint a Director in place of Mr. Amir Nagammy (**DIN: 10693203**), who retires by rotation and being eligible, offers himself for re-appointment.

**SPECIAL BUSINESS:**

3. **RE-APPOINTMENT OF MR. VENKATARAMANI RADHAKRISHANAN (DIN: 00829107) AS AN INDEPENDENT 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 149, 150, 152 read with Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 ("the Act") and the rules made thereunder (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), and based on the recommendation of the Nomination and Remuneration Committee and the approval of the Board of Directors of the Company, Mr. Venkataramani Radhakrishanan (DIN: 00829107), who was appointed as an Non-Executive Independent Director for the first term of one year with effect from October 13, 2025, and whose term of office expires on October 12, 2026, and who is eligible for re-appointment and has given his consent to act as an Independent Director and has submitted a declaration confirming that he meets the criteria of independence as prescribed under Section 149(6) of the Act read with the rules made thereunder, be and is hereby re-appointed as an Independent Director of the Company for a second term of one year commencing from October 13, 2026 and ending on October 12, 2027 (both days inclusive), and shall not be liable to retire by rotation.

**RESOLVED FURTHER THAT** the Board of Directors or any Committee thereof, be and is hereby authorized to do all such things, deeds, matters, acts and things, as may be necessary, desirable, or expedient to give effect to this resolution and to take all steps incidental and ancillary thereto."

4. **RE_APPOINTMENT OF MRS. ANUPAM SONAL (DIN: 11330572) AS AN INDEPENDENT DIRECTOR OF THE COMPANY.**

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

Financial Services Limited HO Kochi



**Wizzmoni Financial Services Ltd.**
(Formerly Unimoni Financial Services Ltd)
6th Floor, Lanarth Elite Centre, MG Road, Kochi, Kerala, Pincode - 682 011
Email: customercare@unimoniindia.com | Website: www.unimoni.in | Toll Free: 1800 102 0555
Registered Office : N G 12 & 13, Ground Floor, North Block, Manipal Centre, Dickenson Road Bangalore - 560 042
CIN No: U85110KA1995PLC018175

unimoni VOYZZER by WIZZ

4724

**"RESOLVED THAT** pursuant to the provisions of Sections 149, 150, 152 read with Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 ("the Act") and the rules made thereunder (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), and based on the recommendation of the Nomination and Remuneration Committee and the approval of the Board of Directors of the Company, Mrs. Anupam Sonal (DIN: 11330572) who was appointed as an Non-Executive Independent Director for the first term of one year with effect from October 13, 2025, and whose term of office expires on October 12, 2026, and who is eligible for re-appointment and has given her consent to act as an Independent Director and has submitted a declaration confirming that she meets the criteria of independence as prescribed under Section 149(6) of the Act read with the rules made thereunder, be and is hereby re-appointed as an Independent Director of the Company for a second term of one year commencing from October 13, 2026 and ending on October 12, 2027 (both days inclusive), and shall not be liable to retire by rotation.

**RESOLVED FURTHER THAT** the Board of Directors or any Committee thereof, be and is hereby authorized to do all such things, deeds, matters, acts and things, as may be necessary, desirable, or expedient to give effect to this resolution and to take all steps incidental and ancillary thereto."

**5. INCREASE IN BORROWING LIMITS UNDER SECTION 180(1)(C) OF THE COMPANIES ACT, 2013.**

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

**"RESOLVED THAT** in supersession of the earlier resolution passed by members of the Company in this regard and pursuant to the provisions of Section 180(1)(c) and any other applicable provisions of the Companies Act, 2013 and the Rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force), the consent of the members be and is hereby accorded to the Board of Directors of the Company including any Committee thereof, to borrow from time to time as may be required for the purposes of the Company monies in excess of the aggregate of the Paid Up Share Capital, free reserves and securities premium of the Company, provided that the total amount borrowed and outstanding at any point of time, apart from temporary loans obtained/to be obtained from the Company's Bankers in the ordinary course of business, shall not be in excess of Rs. 5000 Crores (Rupees Five Thousand Crores only) over and above the aggregate of the Paid-Up Share Capital, free reserves and securities premium of the Company.

**RESOLVED FURTHER THAT** the Board be and is hereby authorized to negotiate with the lending entities and to finalize and execute the documents and deeds as may be applicable for creating the appropriate mortgages and/or charges on such of the immoveable and/or moveable properties of the Company on such terms and conditions as may be decided by the Board and to perform all such acts, deeds and things as may be necessary in this regard.

**RESOLVED FURTHER THAT** for the purpose of giving effect to this Resolution, the Board be and is hereby authorized to do all such acts, deeds, matters and things and to give such directions as may be necessary or expedient 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.

**RESOLVED FURTHER THAT** any one of the Directors and the Company Secretary of the Company be and are hereby severally authorized to sign and submit the necessary, forms, intimations, and e-forms with the relevant statutory authorities and to do all such acts, deeds, matters and things as may be necessary to give effect to the above resolution."

Wizzmoni Financial Services Limited
HO Kochi

## 6. APPROVAL OF SALE/LEASE/HYPOTHECATION/MORTGAGE PROPERTIES FOR SECURING BORROWINGS, UNDER SECTION 180(1)(a) OF THE COMPANIES ACT, 2013

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

"**RESOLVED THAT** pursuant to the provisions of Section 180(1)(a) and other applicable provisions, if any, of the Companies Act, 2013, and read with Rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force) the consent of the members be and is hereby accorded to the Board of Directors of the Company to hypothecate or mortgage and/or charge any/all the immovable and movable assets of the Company wheresoever situate, present and future, and the whole or part of the undertaking of the Company to or in favour of the lenders, Banks or other regulatory financial institutions, to secure the said borrowings upto an amount in the aggregate not exceeding Rs. 5000 Crores (Rupees Five Thousand Crores only) together with interest, such other finance charges and all other moneys payable by the Company as per the agreements entered into, by the Company with the lenders, Banks or other regulatory financial institutions.

**RESOLVED FURTHER THAT** any one of the Directors and the Company Secretary of the Company be and are hereby severally authorized to sign and submit the necessary, forms, intimations, and e-forms with the relevant statutory authorities and to do all such acts, deeds, matters and things as may be necessary to give effect to the above resolution."

**By Order of the Board**
**For Wizzmoni Financial Services Limited**
**(Formerly known as Unimoni Financial Services Limited)**

**PLACE: KOCHI**
**DATE: 08.09.2026**

**MAYA MENON**
**COMPANY SECRETARY**
**(ACS : 20656)**

**Notes:**

1. The Ministry of Corporate Affairs ("MCA") has vide its Circular No. 2/2022 dated 05.05.2022 read with Circulars No. 14/2020 dated 08.04.2020 and Circular No. 17/2020 dated 13.04.2020, Circular No. 10/2022 dated 28.12.2022, Circular No. 09/2023 dated 25.09.2023, Circular No. 09/2024 dated 19.09.2024 and Circular No. 03/2025 dated 22.09.2025 and such other circulars with respect to holding of Annual General Meeting through video conferencing mode (collectively referred to as "MCA Circulars") permitted the holding of the Annual General Meeting ("AGM") through VC / OAVM, without the physical presence of the Members at a common venue. In compliance with the provisions of the Companies Act, 2013 ("Act") and MCA Circulars, the Thirty First AGM of the Company will be held through VC / OAVM and notices to Members is being sent through e-mails registered with the Company.
2. Pursuant to the provisions of the Act, a Member entitled to attend and vote at the Meeting is entitled to appoint one or more proxy / proxies to attend and vote instead of himself/herself and such proxy/proxies need not be a Member(s) of the Company, since the meeting is being held through VC / OAVM mode, physical attendance of Members has been dispensed with. Accordingly, the facility for appointment of proxies by the Members will not be available for the AGM and hence the Proxy Form and Attendance Slip are not annexed to this Notice.
3. Since the AGM will be held through VC/OAVM, the route map is not annexed in this notice.
4. The Record Date for the purpose of voting as on the date of AGM is taken as 7th September, 2026.
5. An Explanatory Statement pursuant to Section 102(1) of the Companies Act, 2013, in respect of the special business set out above, and the relevant details pursuant to SS-2 issued by ICSI in respect of the Directors seeking appointment or re-appointment at this AGM, are annexed hereto.

6. The deemed venue for the AGM shall be the Registered Office of the Company situated at N.G. 12 & 13, GROUND FLOOR, NORTH BLOCK, MANIPAL CENTRE, DICKENSON ROAD, BANGALORE – 560 042.
7. Corporate members intending to authorize their representatives to participate and vote at the AGM are requested to share the scanned certified copy of the Board resolution / authorization letter to the Company together attested specimen signature(s) of the duly authorized representative(s) to the email address at maya.menon@wizzmoni.com.
8. The attendance of the Members attending the AGM through VC / OAVM will be counted for the purpose of ascertaining the Quorum under Section 103 of the Companies Act, 2013.
9. In compliance with the aforesaid MCA Circulars, Notice of the AGM along with Annual Report for FY 2025-26 is being sent through electronic mode to those Members whose e-mail IDs are registered with the Company. Members may please note that the Notice of the AGM and the Annual Report for FY 2025-26 has been uploaded on the Company's website at www.unimoni.com. Any Member who desires to get a physical copy of the Annual Report for FY 2025-26, may request for the same by sending an e-mail to the Company at maya.menon@wizzmoni.com mentioning their Folio No. / DP ID and Client ID.
10. The Register of Contract or Arrangements in which Directors are interested, maintained under Section 189 of the Act, and the Register of Directors and Key Managerial Personnel and their shareholding maintained under Section 170 of the Act read with Rules issued thereunder will be electronically available for inspection by the Members during the Meeting. Furthermore, all documents referred to in the Notice will also be available for electronic inspection without any fee by the Members from the date of circulation of this Notice up to the date of AGM.

**Instructions on how to access and participate in the Video Conference Meeting**

Following are the instructions regarding access and participation in the aforesaid meeting:

1. During the meeting held through VC or OAVM facility, where a poll on any item is required, the members shall cast their vote on the resolutions only by sending e-mails through their e-mail addresses which are registered with the company. The said e-mails shall only be sent to the designated e-mail of the company maya.menon@wizzmoni.com. In all other cases, voting shall be through show of hands.
2. The Shareholders will be sent a link to their registered email IDs before the meeting to participate in the said meeting, which requires an electronic device such as computer or laptop or mobile phone with appropriate audio video facilities.
3. The shareholders shall click on the link, which would be shared at least 5 days before the meeting and can join the said meeting to participate.
4. The shareholders participating in the said meeting shall ensure that no person other than the concerned shareholder is attending or has access to the proceedings of the said meeting.
5. Every participant shall identify himself before speaking at the said meeting.
6. All the recordings of the proceedings at the said meeting would be made by the Chairman.
7. The attendance of the Members attending the AGM through VC / OAVM shall be counted for the purpose of reckoning the quorum under Section 103 of the Act.
8. Further members will be required to allow camera and use the internet with a good speed to avoid any disturbance during the meeting.
9. Please note that participants connecting from mobile devices or tablets or through laptop connecting via mobile hotspot may experience audio/ video loss due to fluctuation in their respective network. It is therefore recommended to use stable Wi-Fi or LAN connection to mitigate any kind of aforesaid glitches.
10. Facility of video conference will be available 15 minutes before the time fixed for the meeting and will be closed on expiry of 15 minutes after the meeting.

Wizzmoni Financial Services Limited ★ HO Kochi

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

**Item No. 03:**

As per the provisions of Section 149 of the Companies Act, 2013, it is mandatory for the Company to have minimum of atleast 2 Independent Directors on Board to bring in more professionalism and to ensure corporate governance. Both the former Independent Directors of the Company, Mr. Ram Rastogi and Mr. M. V. Sampath Kumar had vacated their offices with effect from 13th June 2025.

Mr. R. Venkataramani (DIN: 00829107) was appointed as an Additional Director in the capacity of Non-Executive Independent Director of the Company with effect from October 13, 2025 and his appointment was subsequently approved by the Members of the Company at the Extraordinary General Meeting held on 6th November, 2025, for a term of one year commencing from October 13, 2025 and ending on October 12, 2026, subject to the applicable provisions of the Act.

As the first term of Mr. R. Venkataramani is due to expire on October 12, 2026, the matter relating to his re-appointment as an Independent Director of the Company for a further term was placed before the Nomination and Remuneration Committee ("NRC") for its consideration. The NRC, after considering his qualifications, experience, expertise, performance and continued contribution to the Board, recommended his re-appointment as an Independent Director for a further term of one year. Based on the recommendation of the NRC, the Board of Directors, at its meeting held on June 30, 2026, considered and approved the proposal for re-appointment of Mr. R. Venkataramani as an Independent Director of the Company for a further term of one year commencing from October 13, 2026 and ending on October 12, 2027 (both days inclusive), subject to the approval of the Members by way of a Special Resolution.

Mr. R. Venkataramani is a distinguished Independent Director with over 40 years of experience in banking, financial services, and private equity. His career spans leadership roles in risk management, compliance, and regulatory policy, where he has demonstrated excellence in shaping governance frameworks, implementing Basel norms, and driving digital transformation within the financial sector. With significant expertise in credit strategy, NPA recovery, and ALM oversight, he has successfully led initiatives in enterprise risk management, market risk, and credit administration automation.

Mr. Venkataramani has an extensive history of board and committee involvement across both public and private sector institutions. His board roles include Director at STCI Primary Dealer Ltd., Nominee Director at SBI Factors, and Audit Committee Member at ICICI Ventures Real Estate Fund. He has also been involved in various committees related to audit, risk, ALCO, investment, and NPA resolution, and has a rich track record of overseeing governance and strategic initiatives.

His professional experience includes leadership positions such as General Manager – Risk Management at Union Bank of India, where he led initiatives in Basel II implementation and credit policy. He also served as Chief Advisor (Compliance) at ICICI Venture Funds Management Company Ltd., overseeing regulatory compliance and risk frameworks. Additionally, he was the Director of Finance at True Value Homes Pvt. Ltd., where he contributed to the company's growth-stage operations and capital structuring.

Mr. Venkataramani holds a Bachelor of Commerce from Madurai University, where he was a silver medalist. He is also an Associate Chartered Accountant (ACA) and has completed CAIIB (Part I) from the Indian Institute of Banking & Finance. He is now seeking to bring his expertise in governance, risk management, and strategic oversight to the boards of established financial institutions, NBFCs, banks, and related entities.

Pursuant to the provisions of the Companies Act, 2013 and Secretarial Standard-2 (SS-2), a formal performance evaluation of Mr. R. Venkataramani, is being incorporated in the explanatory statement. The evaluation was based on a structured framework covering key parameters, including:



Wizzmoni Financial Services Limited HO Kochi

- Attendance & Participation: Consistent presence and active engagement in Board and Committee meetings.
- Strategic Input: Preparation and contribution of constructive, independent insights on corporate governance, risk management, and business strategy.
- Objectivity: Demonstrating independent judgment and safeguarding the interests of all stakeholders, particularly minority shareholders.
- Domain Expertise: Effectively leveraging professional skills and industry knowledge to guide the company's financial and operational decisions.

Outcome and Justification: The evaluation confirms that Mr. R. Venkataramani continues to demonstrate high standards of integrity, commitment, and leadership. The Board concluded that their continued association brings immense value, stability, and robust corporate governance to the company. Based on this successful performance evaluation, the Board recommends their re-appointment for a second term.

The following are the details with respect to the said director:

| **Particulars** | **Information** |
|---|---|
| Name | VENKATARAMANI RADHAKRISHNAN |
| Age | 76 |
| Qualifications and Experience | 1. **Bachelor of Commerce** – Madurai University (1969) *Silver Medallist*<br>2. **ACA** – Associate Chartered Accountant<br>3. **CAIIB (Part I)** – Indian Institute of Banking & Finance<br>His professional experience includes leadership positions such as General Manager – Risk Management at Union Bank of India, where he led initiatives in Basel II implementation and credit policy. He also served as Chief Advisor (Compliance) at ICICI Venture Funds Management Company Ltd., overseeing regulatory compliance and risk frameworks. Additionally, he was the Director of Finance at True Value Homes Pvt. Ltd., where he contributed to the company's growth-stage operations and capital structuring. |
| Terms and Conditions of appointment and details of remuneration sought to be paid | On the same conditions when first appointed to the Board |
| Remuneration last drawn | 1,12,500/- (Sitting Fees) |
| Date of first appointment on Board | 13/10/2025 |
| Shareholding in company | - |
| Relationship with other Directors , Manager and other Key Managerial Personnel of the company | - |
| Number of Meetings of Board attended during 2025-26 | 1 |
| Other Directorships, Memberships / Chairmanships of Committees of other Boards | BGSE FINANCIALS LIMITED (Directorship) |

The Board of Directors recommends the Special Resolution, for the approval of the members of the Company. None of the other Directors except Mr. R. Venkataramani himself, or Key Managerial Personnel (KMP) or relatives of Directors and KMP is concerned or interested in the Resolution as set out in the Item No. 3 of the accompanying Notice.

**Item No. 04:**

As per the provisions of Section 149 of the Companies Act, 2013, it is mandatory for the Company to have minimum of atleast 2 Independent Directors on Board to bring in more professionalism and to ensure



Wizzmoni Financial Services Limited HO Kochi

corporate governance. Both the former Independent Directors of the Company, Mr. Ram Rastogi and Mr. M. V. Sampath Kumar had vacated their offices with effect from 13th June 2025.

Mrs. Anupam Sonal (DIN: 11330572) was appointed as an Additional Director in the capacity of Non-Executive Independent Director of the Company with effect from October 13, 2025 and her appointment was subsequently approved by the Members of the Company at the Extraordinary General Meeting held on 6th November, 2025, for a term of one year commencing from October 13, 2025 and ending on October 12, 2026, subject to the applicable provisions of the Act.

As the first term of Mrs. Anupam Sonal is due to expire on October 12, 2026, the matter relating to her re-appointment as an Independent Director of the Company for a further term was placed before the Nomination and Remuneration Committee ("NRC") for its consideration. The NRC, after considering her qualifications, experience, expertise, performance and continued contribution to the Board, recommended her re-appointment as an Independent Director for a further term of one year. Based on the recommendation of the NRC, the Board of Directors, at its meeting held on June 30, 2026, considered and approved the proposal for re-appointment of Mrs. Anupam Sonal as an Independent Director of the Company for a further term of one year commencing from October 13, 2026 and ending on October 12, 2027 (both days inclusive), subject to the approval of the Members by way of a Special Resolution.

Mrs. Anupam Sonal is a highly accomplished banking and regulatory professional with over 34 years of experience at the Reserve Bank of India (RBI). Her career has been marked by leadership in regulation, supervision, and consumer protection, where she played a pivotal role in shaping India's banking regulatory landscape. An expert in Basel capital frameworks, operational risk, stressed assets, and prudential regulations, she has also contributed to global policy through her involvement with the Basel Committee on Banking Supervision (BCBS) at the Bank for International Settlements (BIS) in Switzerland.

Currently, she serves as a Senior Advisor (Regulation, FinTech & Compliance) at Punjab & Sind Bank, where she is guiding regulatory, digitization, and compliance enhancements across the bank. Her role includes strengthening the enterprise-wide compliance architecture, aligning risk management practices, and leading cross-functional process reforms.

Mrs. Sonal has been instrumental in numerous high-impact assignments at RBI, including policy formulation for Basel III, large exposures, stress testing, and credit management. She led the development of India's regulatory framework on Securitization, Securitization and Corporate Bond Market, and FinTech regulations. Her work on customer protection was ground-breaking, particularly in the creation and expansion of RBI's Integrated Ombudsman Scheme and customer grievance redressal systems. Under her leadership, the National Intensive Awareness Programme reached over 25 crore people to enhance customer awareness. In addition to her role in India, Mrs. Sonal represented the RBI on several international forums, including as a member of the RCAP teams for India and Indonesia (working on issues like capital adequacy, operational risk, and securitization). She also contributed to the Supervision of financial conglomerates and cross-border supervisory cooperation.

Mrs. Anupam Sonal's academic credentials include a Post Graduate degree in English Literature, an International Programme in Banking Risk & Regulation (GARP, USA), and an Advanced Programme in FinTech and Blockchain from IIM-C, Kolkata. She has co-authored impactful papers on Indian Securitization Markets, published thought leadership articles on AI in banking, RegTech, and compliance modernization, and frequently speaks at high-profile events such as G20, INFONET, and NIBM. Her contributions have been widely recognized, earning her Letters of Appreciation from RBI Governors, as well as Gold Medals and other honors for her leadership in digital frameworks, customer protection, and regulatory initiatives.

Pursuant to the provisions of the Companies Act, 2013 and Secretarial Standard-2 (SS-2), a formal performance evaluation of Mrs. Anupam Sonal, is being incorporated in the explanatory statement. The evaluation was based on a structured framework covering key parameters, including:



Wizzmoni Financial Services Limited HO Kochi

- Attendance & Participation: Consistent presence and active engagement in Board and Committee meetings.
- Strategic Input: Preparation and contribution of constructive, independent insights on corporate governance, risk management, and business strategy.
- Objectivity: Demonstrating independent judgment and safeguarding the interests of all stakeholders, particularly minority shareholders.
- Domain Expertise: Effectively leveraging professional skills and industry knowledge to guide the company's financial and operational decisions.

Outcome and Justification: The evaluation confirms that Mrs. Anupam Sonal continues to demonstrate high standards of integrity, commitment, and leadership. The Board concluded that their continued association brings immense value, stability, and robust corporate governance to the company. Based on this successful performance evaluation, the Board recommends their re-appointment for a second term.

The following are the details with respect to the said director:

| **Particulars** | **Information** |
|---|---|
| Name | ANUPAM SONAL |
| Age | 62 |
| Qualifications and Experience | • Post Graduate (English Literature)<br>• International Programme in Banking Risk & Regulation GARP (USA) - 2010<br>• Advanced Programme in FinTech and Financial Blockchain, IIM- C, Kolkata - 2021<br>• JAIIB<br>Ms. Anupam Sonal is a highly accomplished banking and regulatory professional with over 34 years of experience at the Reserve Bank of India (RBI). Her career has been marked by leadership in regulation, supervision, and consumer protection, where she played a pivotal role in shaping India's banking regulatory landscape. An expert in Basel capital frameworks, operational risk, stressed assets, and prudential regulations, she has also contributed to global policy through her involvement with the Basel Committee on Banking Supervision (BCBS) at the Bank for International Settlements (BIS) in Switzerland.<br><br>Currently, she serves as a Senior Advisor (Regulation, FinTech & Compliance) at Punjab & Sind Bank, where she is guiding regulatory, digitization, and compliance enhancements across the bank. Her role includes strengthening the enterprise-wide compliance architecture, aligning risk management practices, and leading cross-functional process reforms. |
| Terms and Conditions of appointment and details of remuneration sought to be paid | On the same conditions when first appointed to the Board |
| Remuneration last drawn | 1,30,500/- (Sitting Fees) |
| Date of first appointment on Board | 13/10/2025 |
| Shareholding in company | - |
| Relationship with other Directors, Manager and other Key Managerial Personnel of the company | - |
| Number of Meetings of Board attended during 2025-26 | 1 |
| Other Directorships, Memberships / Chairmanships of Committees of other Boards | - |



Wizzmoni Financial Services Limited ★ HO Kochi

The Board of Directors recommends the Special Resolution, for the approval of the members of the Company. None of the other Directors except Mrs. Anupam Sonal herself, or Key Managerial Personnel (KMP) or relatives of Directors and KMP is concerned or interested in the Resolution as set out in the Item No. 4 of the accompanying Notice.

**Item No. 05:**

The members of the Company, at their Annual General Meeting held on 29th September 2018, had accorded approval under Section 180(1)(c) of the Companies Act, 2013, authorizing the Board of Directors to borrow monies in excess of the aggregate of the paid-up share capital, free reserves, and securities premium of the Company, provided that the total outstanding borrowings at any point in time, together with the amounts already borrowed, do not exceed Rs. 2,500 Crores (Rupees Two Thousand Five Hundred Crores).

The Borrowings Committee had proposed to the Board, the increase in borrowings limit from the current limit of Rs. 2500 Crores to an enhanced limit of Rs. 5000 Crores subject to the approval of shareholders at the ensuing Annual General Meeting. The Company's existing borrowings, including term loan facilities and External Commercial Borrowings (ECBs), are approaching Rs. 2,000 Crores. In view of the Company's growth plans, ongoing capital requirements, and future funding needs, it was considered prudent to enhance the borrowing limits to provide adequate financial flexibility.

The Board had discussed the said enhancement at its meeting dated 8th September, 2026 in the light of the business plans and 5 year strategies presented by CEO and approved to have the borrowing limit increased upto Rs. 5000 Crores subject to the approval of members at the ensuing Annual General Meeting.

Accordingly, the Board recommends the Item No. 05 set forth in the notice for approval by the shareholders as a special resolution. None of the Directors and Key Managerial Personnel of the Company and their relatives are concerned or interested, financial or otherwise in the aforesaid resolution.

**Item No. 06:**

The borrowing powers as specified in Item No.05 will need the Board of Directors to hypothecate, mortgage and/or charge all or any of the immovable and movable assets of the Company. Therefore, in order to secure the proposed borrowings, it may become necessary to offer the assets of the Company as security.

Pursuant to Section 180(1)(a) of the Companies Act, 2013, consent of the Company in General Meeting is required to mortgage the assets of the Company or to create charge on any assets for the purpose of securing the borrowings as this will be considered as disposal of undertaking under the said section. Hence, the resolution is brought before you for your approval.

Accordingly, the Board recommends the Item No. 06 set forth in the notice for approval by the shareholders as a special resolution. None of the Directors and Key Managerial Personnel of the Company and their relatives are concerned or interested, financial or otherwise in the aforesaid resolution.

**By Order of the Board**
**For Wizzmoni Financial Services Limited**
**(Formerly known as Unimoni Financial Services Limited)**

**PLACE: KOCHI**
**DATE: 08.09.2026**

**MAYA MENON**
**COMPANY SECRETARY**
**(ACS : 20656)**



Unimoni Financial Services Limited
HO Kochi