



Possibilities Are Infinite



**Date: June 05, 2026**

**To,**  
**The Department of Corporate Services,**  
The BSE Ltd., 1<sup>st</sup> Floor,  
Phiroze Jeejeebhoy Towers,  
Dalal Street, Mumbai – 400 001,  
Maharashtra, India

**Script Code No: 507962**

**Sub: Submission of Notice of Extraordinary General Meeting of FynX Capital Limited (Formerly known as Rajath Finance Limited).**

Dear Sir/Madam,

With reference to the above subject and pursuant to Regulation 30 of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015, please find enclosed copy of the notice of the Extraordinary General Meeting (EGM) of FynX Capital Limited (Formerly known as Rajath Finance Limited) ("the Company") to be held on Monday, June 29, 2026 at 11:00 a.m. at registered Office of the company situated at office No. 1001, tenth Floor, K.P. Aurum Building, Marol Maroshi Road, Andheri (East), Mumbai – 400059. The same has been sent on June 05, 2026, by email to those members whose email address are registered with the Depository Participant(s) / MUFG intime India Private Limited ("RTA" of the Company).

The said Notice is also available on the website of the Company at [www.fynxcapital.com](http://www.fynxcapital.com)

Kindly take the same on record.

Thanking you,

Yours Faithfully,

**FOR FYNX CAPITAL LIMITED**  
**(Formerly known as Rajath Finance Limited)**



**AKASH HIRENBRAI BHEDA**  
**COMPANY SECRETARY & COMPLIANCE OFFICER**

**FynX Capital Limited**

Formerly known as Rajath Finance Limited

1001, 10th floor, K.P Aurum Building, Marol Maroshi Road, Andheri (E), Mumbai – 400059

Phone: +91 86559 00272 Email: [compliance@fynxcapital.com](mailto:compliance@fynxcapital.com) Web: [www.fynxcapital.com](http://www.fynxcapital.com) (CIN: L65910MH1984PLC419700)

# NOTICE OF EGM

**Fynx Capital Limited**  
**(formerly known as Rajath Finance Limited)**  
**CIN: L65910MH1984PLC419700**

**Address of Registered Office:**

Office No. 1001, Tenth Floor, K.P. Aurum Building, CTS No.  
426A, Marol Maroshi Road, Andheri (e), Mumbai – 400059.

Phone: +91 8655900272 / +91 8655900275

E-Mail Id: [compliance@fynxcapital.com](mailto:compliance@fynxcapital.com)

Website: [www.fynxcapital.com](http://www.fynxcapital.com)

## **NOTICE OF EXTRAORDINARY GENERAL MEETING**

**NOTICE** is hereby given that the 01/ 2026-27 Extraordinary General Meeting (EGM) of the Members of FYNX CAPITAL LIMITED (Formerly known as Rajath Finance Limited) (the Company) will be held on Monday, June 29, 2026 at 11:00 a.m. at the Registered Office of the Company situated at Office No. 1001, Tenth Floor, K.P. Aurum Building, CTS No. 426A, Marol Maroshi Road, Andheri (E), Mumbai - 400059, India to transact the following businesses:

❖ Special Business:

1. Approval of Related Party Transaction with M/s. Parshwashanti Buildinfra Projects Private Limited

To consider and, if thought fit, to pass with or without modification(s), as an ORDINARY RESOLUTION

**“RESOLVED THAT** pursuant to the provisions of Section 188 and other applicable provisions of the Companies Act, 2013 (‘the Act’) read with Rule 15 of the Companies (Meetings of Board and its Powers) Rules, 2014 (including any statutory modification(s) or enactment(s) thereof for the time being in force) and pursuant to Regulation 23 and other applicable Regulations of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time (“Listing Regulations”), the applicable provisions of the Companies Act, 2013 (“Act”) read with rules made thereunder, other applicable laws / statutory provisions, if any, (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), and in terms of the Company’s Policy on Materiality of Related Party Transactions and on Dealing with Related Party Transactions and based on the approval of the Audit Committee and recommendation of the Board of Directors of the Company, the members of the Company do hereby approve and authorize 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 its powers, including the powers conferred by this Resolution) to enter into and/or continuing with Related Party Transaction(s)/ contract(s)/ arrangement(s) (whether individual transaction or transactions taken together or series of transactions or otherwise) undertaken / to be undertaken with Parshwashanti Buildinfra Projects Private Limited, the company in which Director is interested within the meaning of ‘Related Party’ under Section 2(76) of the Act and Regulation 2(1)(zb) of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, for such amount and on such terms and conditions as detailed in the Explanatory Statement to this Resolution and as may be mutually agreed between both the parties for period of 1 year and the said transaction shall not be arm’s length basis and is in the ordinary course of business of the Company.

<b>Sr. No.</b>	<b>Name of the Related Party</b>	<b>Nature of Relationship</b>	<b>Type of Transaction</b>	<b>Value of Transaction</b>
1.	Parshwashanti Buildinfra Projects Private Limited	Common Director	Rent Charges to be paid towards use of office premises as Registered Office of the company	Rs. 45,00,000/- Only

## **NOTICE OF EXTRAORDINARY GENERAL MEETING**

**RESOLVED FURTHER THAT** the consent of the Board be and is hereby accorded to ratify the related party transaction for the Rent Paid to be paid for office premises used and the Board is hereby authorized to do all such acts, deeds, matters, and things as may be necessary, desirable, or expedient to give effect to this resolution and to settle any question or difficulty that may arise in this regard.

**RESOLVED FURTHER THAT** all actions taken by the Board/Company in connection with any matter referred to or contemplated in this resolution, be and are hereby approved and confirmed in all respects.”

### 2. Approval of Related Party Transaction with M/s. Billmart Fintech Private Limited

To consider and, if thought fit, to pass with or without modification(s), as an ORDINARY RESOLUTION

**“RESOLVED THAT** pursuant to the provisions of Section 188 and other applicable provisions of the Companies Act, 2013 (‘the Act’) read with Rule 15 of the Companies (Meetings of Board and its Powers) Rules, 2014 (including any statutory modification(s) or enactment(s) thereof for the time being in force) and pursuant to Regulation 23 and other applicable Regulations of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time (“Listing Regulations”), the applicable provisions of the Companies Act, 2013 (“Act”) read with rules made thereunder, other applicable laws / statutory provisions, if any, (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), and in terms of the Company’s Policy on Materiality of Related Party Transactions and on Dealing with Related Party Transactions and based on the approval of the Audit Committee and recommendation of the Board of Directors of the Company, the members of the Company do hereby approve and authorize 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 its powers, including the powers conferred by this Resolution) to enter into and/or continuing with Material Related Party Transaction(s)/ contract(s)/ arrangement(s) (whether individual transaction or transactions taken together or series of transactions or otherwise) undertaken / to be undertaken with Billmart Fintech Private Limited, the company in which Directors are interested within the meaning of ‘Related Party’ under Section 2(76) of the Act and Regulation 2(1)(zb) of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, for such amount and on such material terms and conditions as detailed in the Explanatory Statement to this Resolution and as may be mutually agreed between both the parties for period of 1 year and the said transaction shall be arm’s length basis and in the ordinary course of business of the Company

<b>Sr. No.</b>	<b>Name of the Related Party</b>	<b>Nature of Relationship</b>	<b>Type of Transaction</b>	<b>Value of Transaction</b>
1.	Billmart Fintech Private Limited	Common Directors	Availing of Services for Technology and commercial transactions	Rs. 5,00,00,000/- Only

## **NOTICE OF EXTRAORDINARY GENERAL MEETING**

**RESOLVED FURTHER THAT** the consent of the Board be and is hereby accorded to determine the material terms of the related party transaction and the Board is hereby authorized to do all such acts, deeds, matters, and things as may be necessary, desirable, or expedient to give effect to this resolution and to settle any question or difficulty that may arise in this regard.

**RESOLVED FURTHER THAT** all actions taken by the Board/Company in connection with any matter referred to or contemplated in this resolution, be and are hereby approved and confirmed in all respects.”

3. To Increase Authorised Share Capital of the Company and Consequent Alteration of the Capital Clause of the Memorandum of Association of the Company.

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

**“RESOLVED THAT** pursuant to provisions of Section 13, 61(1)(a) and Section 64 of the Companies Act, 2013, read with Companies (Share Capital and Debentures) Rules, 2014 and such other rules made thereunder, the Articles of Association of the Company and all such other applicable provisions, if any, (including any statutory modification(s) or re-enactments(s) thereof for the time being in force), consent of the Members be and is hereby accorded, to increase the Authorised Share Capital of the Company from Rs. 25,00,00,000/- (Rupees Twenty-Five Crores only) divided into 25,00,00,000 (Twenty-Five Crores) equity shares having face value of Rs. 1/- (Rupees One only) each to Rs. 1,05,00,00,000/- (Rupees One Hundred and Five Crores only) divided into 1,05,00,00,000 (One Hundred and Five Crores) equity shares having face value of Rs. 1/- (Rupees One only) each and such additional 80,00,00,000 (Eighty Crores) equity shares shall rank pari-passu in all respects with the existing Equity Shares of the Company.

**RESOLVED FURTHER THAT** pursuant to the provisions of Section 13 and all other applicable provisions of the Act and the relevant rules framed thereunder, consent of the Members be and is hereby accorded for substituting existing Clause V of the Memorandum of Association (“MOA”) of the Company with the following clause:

***V The Authorised Share Capital of the Company is Rs. 1,05,00,00,000/- (Rupees One Hundred and Five Crores only) divided into 1,05,00,00,000 (One Hundred and Five Crores) Equity Shares of Rs.1/- (Rupees One Only) each. The Company has the power from time to time to increase or reduce its capital and to divide the shares in the capital for the time being, into other classes and to attach thereto respectively such preferential, deferred, qualified or other special rights, privileges or conditions or restrictions, as may be determined by or in accordance with the Articles of Association of the Company and to vary, modify or abrogate any such right, privilege, condition or restriction in such manner as may for the time being be permitted by the Articles of Association of the Company or the legislative provisions for the time being in force in that behalf.***

## **NOTICE OF EXTRAORDINARY GENERAL MEETING**

**RESOLVED FURTHER THAT** any Director of the Company and/or Company Secretary be and is hereby severally authorized to sign and file all the necessary e-Forms with the Ministry of Corporate Affairs (MCA) and to sign and submit such other Forms physically or electronically as may be required and to do all such acts, deeds, matters and things as may be required in this connection, including but not limited to the alteration of the aforesaid resolution, if required, and to resolve all the questions, difficulties or doubts that may arise in this regard at any stage in the aforesaid matter and to make necessary application(s) and to sign, execute and file all such form(s), paper(s) and document(s) as may be considered necessary or expedient in this matter and to take all such steps/ actions as the Directors of the Company or Company Secretary deem fit to give effect to the aforesaid resolution.”

**By Order of the Board of Directors,**

**DATE: 28.05.2026**

**PLACE: MUMBAI**

**FOR, FYNX CAPITAL LIMITED**

**(Formerly Known as Rajath Finance Limited)**

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**AKASH HIRENBHAI BHEDA**

**COMPANY SECRETARY & COMPLIANCE OFFICER**

**Registered Office Address: Rajath Finance Limited  
1001, 10th floor, K. P. Aurum, Marol Maroshi Road,  
Andheri (E), Mumbai, Maharashtra-400059**

**Corporate Identification Number**

**(CIN): L65910MH1984PLC419700**

**E-mail: [compliance@fynxcapital.com](mailto:compliance@fynxcapital.com)**

## **NOTICE OF EXTRAORDINARY GENERAL MEETING**

### **NOTES:**

- A. Member entitled to attend and vote at the Extraordinary General Meeting (“the meeting”) is entitled to appoint a proxy to attend and vote on poll and the proxy need not be a member of the Company. A person can act as proxy on behalf of members not exceeding fifty (50) and holding in the aggregate not more than ten percent of the total share capital of the Company carrying voting rights. A member holding more than ten percent of the total share capital may appoint a single person as proxy and such person shall not act as a proxy for any other person or member. The instrument of Proxy, in order to be effective, should be deposited at the Registered Office of the Company, duly completed and signed, not less than 48 hours before the commencement of the meeting. Proxies submitted on behalf of limited companies, societies, etc., must be supported by appropriate resolutions/authority, as applicable.
- B. The Explanatory Statement pursuant to the provisions of Section 102(1) and other applicable provisions of the Act read with the Rules framed thereunder, setting out all material facts relating to the resolutions mentioned in Extraordinary General Meeting (“EGM”) Notice is annexed hereto.
- C. Notice of the EGM, process and manner of remote e-voting, Attendance Slip and Proxy form are being sent by e-mail to those Members who have registered their e-mail address with Company's Registrar and Share Transfer Agents viz; MUFG Intime India Private Limited (Formerly Link Intime India Private Limited) (“RTA”) or with their respective Depository Participant (“DP”).
- D. Only Members / Proxies / Representatives / Invitees of the Company are permitted to attend the Meeting at the venue. Attendance of any other individuals, including relatives and acquaintances accompanying Members, is strictly prohibited.
- E. Notice calling the EGM pursuant to Section 101 of the Act read with the Rules framed thereunder, such statements including the Notice of EGM are being sent only in electronic mode to those Members whose e-mail addresses are registered with the Company /RTA/ the Depository Participant(s). The physical copies of such statements and Notice of EGM will be dispatched only to those shareholders who request for the same.

A copy of the Notice of this EGM is available on the website of the Company at [www.fynxcapital.com](http://www.fynxcapital.com), website of the Stock Exchanges where the shares of the Company are listed i.e. BSE Limited at [www.bseindia.com](http://www.bseindia.com).

Securities and Exchange Board of India (“SEBI”) has mandated that securities of listed companies can be transferred only in dematerialized form w.e.f. April 1, 2019. Accordingly, the Company/RTA has stopped accepting any fresh lodgment of transfer of shares in physical form. Members holding shares in physical form are advised to avail of the facility of dematerialization.

## **NOTICE OF EXTRAORDINARY GENERAL MEETING**

- F. To promote green initiative, members are requested to register their e-mail addresses through their Depository Participants for sending the future communications by e-mail. Members holding the shares in physical form may register their e-mail addresses through the RTA, giving reference of their Folio Number.
- G. In Compliance with provisions of Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of the SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015, your company is pleased to provide remote e-Voting facility to its members for the business as may be transacted at the Extraordinary General Meeting of the Company.
- H. The members who have cast their votes by remote e-voting prior to the day of EGM may attend the meeting but shall not be entitled to cast their vote again at the venue of the EGM.
- I. E-voting platform for remote e-voting shall be provided by the MUFG Intime India Private Limited (Formerly Link Intime India Private Limited) (Instavote), Registrar and Share Transfer Agent of the Company. The detailed instructions for remote e-voting as per the SEBI Master Circular dated January 30, 2026 are annexed to this notice.
- J. The remote e-voting period shall commence at 09:00 AM on Thursday, 25th June, 2026 and will end at 05:00 PM on Sunday, 28th June, 2026. During this period, the members of the company holding shares as on the cutoff date i.e Monday, 22nd June, 2026 may cast their vote electronically. E-voting module shall be disabled by the MUFG Intime India Private Limited after 05:00 PM on Sunday, 28th June, 2026. During the EGM, voting can be done through ballot/polling paper. Members/proxies/authorised representatives should bring the duly filled attendance slip enclosed herewith to attend the meeting
- K. The person whose name is registered in the register of members of the Company or in the register of beneficial owners as maintained by the depositories as on Friday, 29th May, 2026 [Cut-off date for receiving Notice], shall be entitled for receiving of the Notice of Extraordinary General Meeting, through their registered Email-id.
- L. M/s. PHD & Associates has been appointed as the Scrutinizer to scrutinize the e-voting process and Voting through Poll at the venue of the EGM in a fair and transparent manner.
- M. The results shall be declared within two working days after the EGM of the Company. The Results along with the Scrutinizer's Report(s) will be available on the website of the Company ([www.fynxcapital.com](http://www.fynxcapital.com)) and on MUFG Intime India Private Limited website ([https://instavote.linkintime.co.in,](https://instavote.linkintime.co.in)) within two (2) days of passing of the resolutions at the EGM and communicated to the BSE Limited, where the shares of the Company are listed.

**NOTICE OF EXTRAORDINARY GENERAL MEETING**

- N. All documents referred to in the accompanying Notice shall be open for inspection at the Registered Office of the Company during normal business hours (9 A.M. to 5 P.M.) on all working days except Saturdays and Sundays, up to and including the date of the Extraordinary General Meeting of the Company.

**By Order of the Board of Directors,**

**DATE: 28.05.2026**

**PLACE: MUMBAI**

**FOR, FYNX CAPITAL LIMITED**

**(Formerly Known as Rajath Finance Limited)**

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**AKASH HIRENBHAI BHEDA**

**COMPANY SECRETARY & COMPLIANCE OFFICER**

**Registered Office Address: Rajath Finance Limited  
1001, 10th floor, K. P. Aurum, Marol Maroshi Road,  
Andheri (E), Mumbai, Maharashtra-400059**

**Corporate Identification Number**

**(CIN): L65910MH1984PLC419700**

**E-mail: [compliance@fynxcapital.com](mailto:compliance@fynxcapital.com)**

## **NOTICE OF EXTRAORDINARY GENERAL MEETING**

### **❖ Instructions for e-Voting:**

#### **Please read the instructions given below before exercising the voting right through remote e-voting.**

In terms of SEBI master circular no. SEBI/ HO/49/14/14(7)2025-CFD-POD2/I/3762/2026 dated January 30, 2026, 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 to access e-Voting facility.

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

#### **Individual Shareholders holding securities in demat mode with NSDL**

##### **METHOD 1 - NSDL OTP based login**

- a) Visit URL: <https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp>
- b) Enter your 8 - character DP ID, 8 - digit Client Id, PAN, Verification code and generate OTP.
- c) Enter the OTP received on your registered email ID/ mobile number and click on login.
- d) Post successful authentication, you will be re-directed to NSDL depository website wherein you will be able to see e-Voting services under Value added services. Click on "Access to e-Voting" under e-Voting services.
- e) Click on "MUFG InTime" or "evoting link displayed alongside Company's Name" and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

##### **METHOD 2 - NSDL IDeAS facility**

###### Shareholders registered for IDeAS facility:

- a) Visit URL: <https://eservices.nsdl.com> and click on "Beneficial Owner" icon under "IDeAS Login Section".
- b) Enter IDeAS User ID, Password, Verification code & click on "Log-in".
- c) Post successful authentication, you will be able to see e-Voting services under Value added services section. Click on "Access to e-Voting" under e-Voting services.
- d) Click on "MUFG InTime" or "evoting link displayed alongside Company's Name" and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

###### Shareholders not registered for IDeAS facility:

- a) To register, visit URL: <https://eservices.nsdl.com> and select "Register Online for IDeAS Portal" or click on <https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp>
- b) Enter 8-character DP ID, 8-digit Client ID, Mobile no, Verification code & click on "Submit".

## **NOTICE OF EXTRAORDINARY GENERAL MEETING**

- c) Enter the last 4 digits of your bank account / generate 'OTP'
- d) Post successful registration, user will be provided with Login ID and password.
- e) Follow steps given above in points (a-d)

Shareholders/ Members can also download NSDL Mobile App "NSDL Speede" facility by scanning the QR code mentioned below for seamless voting experience.



### **METHOD 3 - NSDL e-voting website**

- a) Visit URL: <https://www.evoting.nsdl.com>
- b) Click on the "Login" tab available under 'Shareholder/Member' section
- c) Enter User ID (i.e., your 16-digit demat account no. held with NSDL), Password/OTP and a Verification Code as shown on the screen & click on "Login".
- d) Post successful authentication, you will be re-directed to NSDL depository website wherein you will be able to see e-Voting services under Value added services. Click on "Access to e-Voting" under e-Voting services
- e) Click on "MUFG InTime" or "evoting link displayed alongside Company's Name" and you will be redirected to InstaVote website for casting the vote during the remote e-voting period

### **Individual Shareholders holding securities in demat mode with CDSL**

#### **METHOD 1 - CDSL e-voting page**

- a) Visit URL: <https://www.cdslindia.com>.
- b) Go to e-voting tab.
- c) Enter 16-digit Demat Account Number (BO ID) and PAN No. and click on "Submit".
- d) System will authenticate the user by sending OTP on registered Mobile and Email as recorded in Demat Account
- e) Post successful authentication, user will be able to see e-voting option. The evoting option will have links of e-voting service providers i.e., MUFG InTime. Click on "MUFG InTime" or "evoting link displayed alongside Company's Name" and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

#### **METHOD 2 - CDSL Easi/ Easiest facility:**

##### Shareholders registered for Easi/ Easiest facility

- a) Visit URL: <https://web.cdslindia.com/myeasitoken/Home/Login> or Visit URL: [www.cdslindia.com](http://www.cdslindia.com), click on "Login" and select "My Easi New (Token)"
- b) Enter existing username, Password & click on "Login".
- c) Post successful authentication, user will be able to see e-voting option. The evoting option will have links of e-voting service providers i.e., MUFG InTime. Click on "MUFG InTime" or "evoting link displayed alongside Company's Name" and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

## NOTICE OF EXTRAORDINARY GENERAL MEETING

### Shareholders not registered for Easi/ Easiest facility

- a) To register, visit URL:  
<https://web.cdslindia.com/myeasitoken/Registration/EasiRegistration/>  
<https://web.cdslindia.com/myeasitoken/Registration/EasiestRegistration>
- b) Proceed with updating the required fields for registration.
- c) Post successful registration, user will be provided username and password on the registered email id. Follow steps given above in points (a-c).

### **Individual Shareholders holding securities in demat mode with Depository Participant**

Individual shareholders can also login using the login credentials of your demat account through your depository participant registered with NSDL / CDSL for e-voting facility.

- a) Login to DP website
- b) After Successful login, user shall navigate through “e-voting” option.
- c) Click on e-voting option, user will be redirected to NSDL / CDSL Depository website after successful authentication, wherein user can see e-voting feature.
- d) Post successful authentication, click on “MUFG InTime” or “evoting link displayed alongside Company’s Name” and you will be redirected to InstaVote website for casting the vote during the remote e-voting period

### **Login method for shareholders holding securities in physical mode / Non-Individual Shareholders holding securities in demat mode.**

Shareholders holding shares in physical mode / Non-Individual Shareholders holding securities in demat mode as on the cut-off date for e-voting may register and vote on InstaVote as under;

#### STEP 1: LOGIN / SIGNUP to InstaVote

##### Shareholders registered for INSTAVOTE facility:

- a) Visit URL: <https://instavote.linkintime.co.in> & click on “**Login**” under ‘SHARE HOLDER’ tab.
- b) Enter details as under:
  1. User ID: Enter User ID
  2. Password: Enter existing Password
  3. Enter Image Verification (CAPTCHA) Code
  4. Click “Submit”.(Home page of e-voting will open. Follow the process given under “Steps to cast vote for Resolutions”)

InstaVote USER ID	NSDL	User ID is 8 Character DP ID followed by 8 Digit Client ID (e.g.IN123456) and 8 digit Client ID (eg.12345678).
	CDSL	User ID is 16 Digit Beneficiary ID.
	Shares held in physical form	User ID is <u>Event No + Folio no.</u> , registered with the Company

##### Shareholders not registered for INSTAVOTE facility:

- a) Visit URL: <https://instavote.linkintime.co.in> & click on “Sign Up” under ‘SHARE HOLDER’ tab & register with details as under:
  1. User ID: Enter User ID
  2. PAN: Enter your 10-digit Permanent Account Number (PAN) (Shareholders Who have not updated their PAN with the Depository Participant (DP)/ Compa shall use the sequence number provided to you, if applicable.

InstaVote USER ID	NSDL	User ID is 8 Character DP ID followed by 8 Digit Client ID (e.g.IN123456) and 8 digit Client ID (eg.12345678).
	CDSL	User ID is 16 Digit Beneficiary ID.
	Shares held in physical form	User ID is <u>Event No + Folio no.</u> , registered with the Company

## **NOTICE OF EXTRAORDINARY GENERAL MEETING**

3. DOB/DOI: Enter the Date of Birth (DOB) / Date of Incorporation (DOI) (As recorded with your DP/Company - in DD/MM/YYYY format)
4. Bank Account Number: Enter your Bank Account Number (last four digits), as recorded with your DP/Company.
  - Shareholders, holding shares in NSDL form, shall provide 'point 4' above
  - Shareholders, holding shares in CDSL form, shall provide 'point 3' or 'point 4' above
  - Shareholders holding shares in physical form but have not recorded '3' and '4', shall provide their Folio number in '4' above
5. Set the password of your choice.  
(The password should contain minimum 8 characters, at least one special Character (!#\$%\*), at least one numeral, at least one alphabet and at least one capital letter).
6. Enter Image Verification (CAPTCHA) Code.
7. Click "Submit" (You have now registered on InstaVote).  
Post successful registration, click on "**Login**" under 'SHARE HOLDER' tab & follow steps given above in points (a-b).

### **STEP 2: Steps to cast vote for Resolutions through InstaVote**

- A. Post successful authentication and redirection to InstaVote inbox page, you will be able to see the "Notification for e-voting".
- B. Select 'View' icon. E-voting page will appear.
- C. Refer the Resolution description and cast your vote by selecting your desired option 'Favour / Against' (If you wish to view the entire Resolution details, click on the 'View Resolution' file link).
- D. After selecting the desired option i.e. Favour / Against, click on 'Submit'.
- E. A confirmation box will be displayed. If you wish to confirm your vote, click on 'Yes', else to change your vote, click on 'No' and accordingly modify your vote.

**NOTE:** Shareholders may click on "Vote as per Proxy Advisor's Recommendation" option and view proxy advisor recommendations for each resolution before casting vote. "Vote as per Proxy Advisor's Recommendation" option provides access to expert insights during the e-Voting process. Shareholders may modify their vote before final submission.

Once you cast your vote on the resolution, you will not be allowed to modify or change it subsequently.

**Non-Individual Body corporate shareholders** shall send a scanned copy of the board resolution authorising its representative to vote, to the scrutinizer at registered email address with a copy marked to RTA at [enotices@in.mpms.mufg.com](mailto:enotices@in.mpms.mufg.com) and the company at registered email address at [compliance@fynxcapital.com](mailto:compliance@fynxcapital.com).

### **Guidelines for Institutional shareholders ("Custodian / Corporate Body/ Mutual Fund")**

#### **STEP 1 – Custodian / Corporate Body/ Mutual Fund Registration**

- A. Visit URL: <https://instavote.linkintime.co.in>
- B. Click on "Sign Up" under "Custodian / Corporate Body/ Mutual Fund"
- C. Fill up your entity details and submit the form.
- D. A declaration form and organization ID is generated and sent to the Primary contact person email ID (which is filled at the time of sign up). The said form is to be signed by the Authorised Signatory, Director, Company Secretary of the entity & stamped and sent to [insta.vote@linkintime.co.in](mailto:insta.vote@linkintime.co.in).
- E. Thereafter, Login credentials (User ID; Organisation ID; Password) is sent to Primary contact person's email ID. (You have now registered on InstaVote)

## **NOTICE OF EXTRAORDINARY GENERAL MEETING**

### **STEP 2 – Investor Mapping**

- A. Visit URL: <https://instavote.linkintime.co.in> and login with InstaVote Login credentials.
- B. Click on “Investor Mapping” tab under the Menu Section
- C. Map the Investor with the following details:
  - 1) ‘Investor ID’ – Investor ID for NSDL demat account is 8 Character DP ID followed by 8 Digit Client ID i.e., IN00000012345678; Investor ID for CDSL demat account is 16 Digit Beneficiary ID.
  - 2) ‘Investor’s Name - Enter Investor’s Name as updated with DP.
  - 3) ‘Investor PAN’ - Enter your 10-digit PAN.
  - 4) ‘Power of Attorney’ - Attach Board resolution or Power of Attorney.

NOTE: File Name for the Board resolution/ Power of Attorney shall be – DP ID and Client ID or 16 Digit Beneficiary ID

Further, Custodians and Mutual Funds shall also upload specimen signatures.

- D. Click on Submit button. (The investor is now mapped with the Custodian / Corporate Body/ Mutual Fund Entity). The same can be viewed under the “Report Section”.

### **STEP 3 – Steps to cast vote for Resolutions through InstaVote**

The corporate shareholder can vote by two methods, during the remote e-voting period.

#### **METHOD 1 - VOTES ENTRY**

- a) Visit URL: <https://instavote.linkintime.co.in> and login with InstaVote Login credentials.
- b) Click on “Votes Entry” tab under the Menu section.
- c) Enter the “Event No.” for which you want to cast vote.  
Event No. can be viewed on the home page of InstaVote under “On-going Events”.
- d) Enter “16-digit Demat Account No.”.
- e) Refer the Resolution description and cast your vote by selecting your desired option ‘Favour / Against’ (If you wish to view the entire Resolution details, click on the ‘View Resolution’ file link). After selecting the desired option i.e. Favour / Against, click on ‘Submit’.
- f) A confirmation box will be displayed. If you wish to confirm your vote, click on ‘Yes’, else to change your vote, click on ‘No’ and accordingly modify your vote.

(Once you cast your vote on the resolution, you will not be allowed to modify or change it subsequently)

#### **METHOD 2 - VOTES UPLOAD**

- a) Visit URL: <https://instavote.linkintime.co.in> and login with InstaVote Login credentials.
- b) After successful login, you will see “Notification for e-voting”.
- c) Select “View” icon for “Company’s Name / Event number”.

## **NOTICE OF EXTRAORDINARY GENERAL MEETING**

- d) E-voting page will appear.
- e) Download sample vote file from “Download Sample Vote File” tab.
- f) Cast your vote by selecting your desired option 'Favour / Against' in the sample vote file and upload the same under “Upload Vote File” option.
- g) Click on ‘Submit’. ‘Data uploaded successfully’ message will be displayed.

(Once you cast your vote on the resolution, you will not be allowed to modify or change it subsequently).

**NOTE: Non-Individual Body corporate shareholders** shall send a scanned copy of the board resolution authorising its representative to vote, to the scrutinizer at registered email address with a copy marked to RTA at [enotices@in.mpms.mufg.com](mailto:enotices@in.mpms.mufg.com) and the company at registered email address at [compliance@fynxcapital.com](mailto:compliance@fynxcapital.com)

### **Helpdesk:**

#### **Shareholders holding securities in physical mode / Non-Individual Shareholders holding securities in demat mode:**

Shareholders holding securities in physical mode / Non-Individual Shareholders holding securities in demat mode facing any technical issue in login may contact INSTAVOTE helpdesk by sending a request at [enotices@in.mpms.mufg.com](mailto:enotices@in.mpms.mufg.com) or contact on: - Tel: 022 – 4918 6000.

#### **Individual Shareholders holding securities in demat mode:**

Individual Shareholders holding securities in demat mode may contact the respective helpdesk for any technical issues related to login through Depository i.e., NSDL and CDSL.

<b>Login type</b>	<b>Helpdesk details</b>
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending request at <a href="mailto:evoting@nsdl.co.in">evoting@nsdl.co.in</a> or call at: 022 - 4886 7000
Individual Shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending request at <a href="mailto:helpdesk.evoting@cdslindia.com">helpdesk.evoting@cdslindia.com</a> or contact at toll free no. 1800 22 55 33

### **Forgot Password:**

Individual Shareholders holding securities in physical mode / Non-Individual Shareholders holding securities in demat mode:

Individual Shareholders holding securities in physical mode / Non-Individual Shareholders holding securities in demat mode have forgotten the USER ID [Login ID] or Password or both then the shareholder can use the “Forgot Password” option available on: <https://instavote.linkintime.co.in>

## NOTICE OF EXTRAORDINARY GENERAL MEETING

- Click on “**Login**” under ‘SHARE HOLDER’ tab.
- Click “**forgot password?**”
- Enter User ID, select Mode and Enter Image Verification code (CAPTCHA).
- Click on “SUBMIT”.

InstaVote USER ID	NSDL	User ID is 8 Character DP ID followed by 8 Digit Client ID (e.g.IN123456) and 8 digit Client ID (eg.12345678).
	CDSL	User ID is 16 Digit Beneficiary ID.
	Shares held in physical form	User ID is <u>Event No. + Folio no.</u> , registered with the Company

In case Custodian / Corporate Body/ Mutual Fund has forgotten the USER ID [Login ID] or Password or both then the shareholder can use the “Forgot Password” option available on:  
<https://instavote.linkintime.co.in>

- Click on ‘Login’ under “Custodian / Corporate Body/ Mutual Fund” tab
- Click “**forgot password?**”
- Enter User ID, Organization ID and Enter Image Verification code (CAPTCHA).
- Click on “SUBMIT”.

*In case shareholders have a valid email address, Password will be sent to his / her registered e-mail address. Shareholders can set the password of his/her choice by providing information about the particulars of the Security Question and Answer, PAN, DOB/DOI etc. The password should contain a minimum of 8 characters, at least one special character (!#\$%\*), at least one numeral, at least one alphabet and at least one capital letter.*

### **Individual Shareholders holding securities in demat mode with NSDL/ CDSL has forgotten the password:**

Individual Shareholders holding securities in demat mode have forgotten the USER ID [Login ID] or Password or both, then the Shareholders are advised to use Forget User ID and Forget Password option available at above mentioned depository/ depository participants website.

### **General Instructions - Shareholders**

- ❖ It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- ❖ For shareholders/ members holding shares in physical form, the details can be used only for voting on the resolutions contained in this Notice.
- ❖ During the voting period, shareholders/ members can login any number of time till they have voted on the resolution(s) for a particular “Event”.

**ANNEXURE TO THE NOTICE OF THE 01/ 2026-27 EXTRAORDINARY GENERAL MEETING (EGM) OF FYNX CAPITAL LIMITED (FORMERLY KNOWN AS RAJATH FINANCE LIMITED)**

EXPLANATORY STATEMENT PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013 ("THE ACT"):

The Explanatory Statement in terms of the provisions of Section 102(1) of the Act, sets out all material facts relating to the Special Business mentioned in the accompanying Notice for convening the 01/ 2026-27 Extraordinary General Meeting ("EGM") of Fynx Capital Limited (Formerly known as Rajath Finance Limited) on Monday, June 29, 2026, at 11.00 a.m. (IST):

**Item No. 1**

The Board of Directors of the Company, at its meeting held on 28<sup>th</sup> May 2026, based on the approval of the Audit Committee, approved the proposal to enter into/continue with a Related Party Transaction with Parshwashanti Buildinfra Projects Private Limited, which is a related party within the meaning of Regulation 2(1)(zb) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI LODR Regulations").

The transaction pertains to use of premises of Parshwashanti Buildinfra Projects Private Limited as the registered office of Fynx Capital Limited which is a Listed entity on rent. The Company has entered into the lease agreement with effect from 01-05-2026 in order to duly registered the Leave and License Agreement post board of Directors approval and ensure business Continuity. Pursuant to Section 188 of the Companies Act, 2013, where any contract or arrangement exceeding the threshold is entered by the Company with a Related Party without obtaining prior approval of the members of the Company, then the same needs to be ratified by the members within three months of entering into such contract or arrangement.

It is clarified that the management had provided the Audit Committee with relevant details of the proposed RPTs, including material terms and basis of pricing. The Audit Committee, in its meeting held on 28<sup>th</sup> May 2026 after reviewing all necessary information, has granted its approval to ratify and enter into the said RPTs. The Audit Committee has further noted that the said transaction(s) will not be at arm's length and shall be in the ordinary course of business. Hence, the transaction requires approval of the shareholders of the Company through an Ordinary Resolution.

The Audit Committee and the Board of Directors of the Company, after considering all relevant factors, are of the view that the said transaction is necessary, beneficial, and in the best interests of the Company. The same has accordingly been recommended for approval of the shareholders.

Details required to be furnished under the SEBI Listing Regulations read with Industry Standards Forum note towards minimum information to be placed before the Board towards material related party transactions is provided herewith

The relevant information pertaining to transactions as required under Rule 15 of Companies (Meetings of Board and its Powers) Rules, 2014 and SEBI Listing Regulations read with Industry Standards to be placed before the shareholders towards related party transactions is provided herewith;

<p>Name of the related party and its relationship with the listed entity or its subsidiary, including nature of its concern or interest (financial or otherwise)</p>	<p>Name of Related Party: M/s. Parshwashanti Buildinfra Projects Private Limited</p> <p>Relationship: Fynx Capital Limited and Parshwashanti Buildinfra Projects Private Limited have common Director i.e Mr. Gautam Kirtikumar Shah.</p> <p>Leave and License Agreement to be executed between Fynx Capital Limited (Licensee) and Parshwashanti Buildinfra Projects Private Limited (Licensor) for use of office premises as Registered Office of the company, where in both the Entities Director Mr. Gautam Kirtikumar Shah is interested</p>
<p>Type of transaction</p>	<p>Rent Charges to be paid towards use of office premises as Registered Office of the company</p>
<p>Material terms and particulars of the proposed transaction</p>	<p>Rent Charges to be paid towards use of office premises as Registered Office of the company in one or more tranches up to an extend of Rs. 45,00,000/- only (Rupees Forty-Five Lakhs Only)</p> <p>The transactions are in the ordinary course of business of the Company and will not be at arm's length basis</p>
<p>Tenure of the proposed transaction</p>	<p>1 yr and renewable thereafter 11 Months for the Financial Year 2026-27 1 Months for the Financial Year 2027-28</p>
<p>Value of the proposed transaction</p>	<p>The Maximum Expected Value of Transaction is Rs. 45,00,000/- only (Rupees Forty-Five Lakhs Only)</p> <p>Which includes the Security Deposit for the premises is Rs. 8,91,000/- only.</p>
<p>The percentage of the listed entity's annual consolidated turnover, for the immediately preceding financial year, that is represented by the value of the proposed transaction</p>	<p>8.89%</p>
<p>Justification as to why the RPT is in the interest of the Company</p>	<p>The RPTs are / will be not be arm's length basis and in the ordinary course of the Company's business. Price is determined based on Market conditions; however, Price is being charged below the rate of Market Price. The Audit Committee have expressed the view that the RPTs shall be in the best interest of the Company.</p>

If the transaction relates to any loans, intercorporate deposits, advances or investments made or given by the listed entity or its subsidiary	
details of the source of funds in connection with the proposed transaction	Not Applicable
where any financial indebtedness is incurred to make or give loans, inter corporate deposits, advances or investments, a. nature of indebtedness; b. cost of funds; and c. tenure	Not Applicable
applicable terms, including covenants, tenure, interest rate and repayment schedule, whether secured or unsecured; if secured, the nature of security	Not Applicable
the purpose for which the funds will be utilized by the ultimate beneficiary of such funds pursuant to the RPT	Not Applicable
A statement that the valuation or other external report, if any, relied upon by the listed entity in relation to the proposed transaction will be made available through the registered email address of the shareholders	Not Applicable
Advance paid or received for the contract or arrangement, if any	No Advance paid or received except Security Deposit.
Percentage of the counter party's annual consolidated turnover that is represented by the value of the proposed RPT, on a voluntary basis;	202.92%
Whether all factors relevant to the contract have been considered, if not, the details of factors not considered with the rationale for not considering those Factors	All the Factors are Considered
Any other information relevant or important for the Board to take a decision on the proposed transaction	Based on above facts and figures the amount is computed

Except Mr. Gautam Kirtikumar Shah, Director of the Company, being related party, none of the other Directors, Key Managerial Personnel or their relatives are, in anyway concerned or interested in the resolution set out at Item No 1.

It is further clarified that none of the Directors, KMPs and/ or their respective relatives is in any way, concerned or interested, financially or otherwise except for the said RPTs proposed to be entered, in the Resolution mentioned above.

The Board recommends the Ordinary Resolution as set forth in item no.1, for the approval of the Members

**Item No. 2**

The Board of Directors of the Company, at its meeting held on 28<sup>th</sup> May 2026, based on the approval of the Audit Committee, approved the proposal to enter into/continue with a Material Related Party Transaction with Billmart Fintech Private Limited, which is a related party within the meaning of Regulation 2(1)(zb) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI LODR Regulations”).

The transaction pertains to Availing of Services for Technology and commercial transactions from Billmart Fintech Private Limited. The Audit Committee has further noted that the said transaction(s) will be at arm’s length and shall in the ordinary course of business.

Pursuant to the provisions of Regulation 23 of the SEBI LODR Regulations, all material related party transactions (i.e., transactions individually or taken together with previous transactions during a financial year, exceeding 10% of the annual consolidated turnover of the Company as per the last audited financial statements) require prior approval of the shareholders of the Company through an Ordinary Resolution.

The proposed transaction is in the ordinary course of business and at arm’s length basis. However, the Audit Committee and the Board of Directors of the Company, after considering all relevant factors, are of the view that the said transaction is necessary, beneficial, and in the best interests of the Company. The same has accordingly been recommended for approval of the shareholders.

Details required to be furnished under the SEBI Listing Regulations read with Industry Standards Forum note towards minimum information to be placed before the shareholders towards material related party transactions is provided herewith:

<b>Sr No</b>	<b>Particulars</b>	<b>Information provided by the Management</b>
1	Information as placed before the Audit Committee in the format as specified in the RPT Industry Standards, to the extent applicable	Refer below table titled as “Annexure – A”
2	Justification as to why the proposed transaction is in the interest of the listed entity, basis for determination of price and other material terms and conditions of RPT	The RPTs are / will be on arm’s length basis and in the ordinary course of the Company’s business. Price is determined based on Market prevalent price and the Price being charged is at par of the Market Price. The Audit Committee have expressed the view that the RPTs shall be in the best interest of the Company
3	Disclosure of the fact that the Audit Committee has reviewed the certificates provided by the CEO/Managing Director/ Whole Time Director/ Manager and CFO of the	The Audit Committee has reviewed the certificates issued by the Managing Director and CFO of the Company, as required under the RPT Industry Standards.

	Listed Entity as required under the RPT Industry Standards	
4	Disclosure that the material RPT or any material modification thereto has been approved by the Audit Committee and the Board of Directors recommends the proposed transaction to the shareholders for approval	The Material Related Party Transaction with Billmart Fintech Private Limited has been approved by Audit Committee. Board of Directors recommends the proposed transactions to the shareholders for Approval
5	Web-link and QR Code, through which shareholders can access the valuation report or other reports of external party, if any, considered by Audit Committee while approving the RPT	NA
6	Affirmation that the Audit Committee, and Board, while providing information to the shareholders, have redacted the commercial secrets and such other information that would affect competitive position of listed entity and in its assessment, the redacted disclosures still provide all the necessary information to the public shareholders for informed decision Making	NA
7	Any other information that may be Relevant	NA

### **Annexure A**

Pursuant to the SEBI Master Circular dated January 30, 2026 on the Minimum Information relating to the proposed related party transaction(s) is provided herewith:

<b>A. Details of the related party and transactions with the related party</b>		
<b>A(1). Basic details of the related party</b>		
1.	Name of the related party	M/s. Billmart Fintech Private Limited
2.	Country of incorporation of the related party	India
3.	Nature of business of the related party	Billmart Fintech Private Limited is the Company engaged in the business of developing, designing, maintaining and providing platform for connecting business entities for bills receivables and related activities.

**A(2). Relationship and ownership of the related party**

1	Relationship between the listed entity/subsidiary (in case of transaction involving the subsidiary) and the related party – including nature of its concern (financial or otherwise) and the following:	Billmart Fintech Private Limited and Fynx Capital Limited have common directors i.e Mr. Gautam Kirtikumar Shah and Mr. Ashok Kumar Mittal
	A) Shareholding of the listed entity/ subsidiary (in case of transaction involving the subsidiary), whether direct or indirect, in the related party.	Nil
	B) Where the related party is a partnership firm or a sole proprietorship concern or a body corporate without share capital, then capital contribution, if any, made by the listed entity/ subsidiary (in case of transaction involving the subsidiary).	NA
	C) Shareholding of the related party, whether direct or indirect, in the listed entity/ subsidiary (in case of transaction involving the subsidiary).  Explanation: Indirect shareholding shall mean shareholding held through any person, over which the listed entity/Subsidiary/ related party has control.  While calculating indirect shareholding, shareholding held by relatives shall also be considered.	Nil

**A(3). Details of previous transactions with the related party**

1	Total amount of all the transactions undertaken by the listed entity or subsidiary with the related party during the last financial year.	72 lakhs
	<b>Sr No</b>	<b>Nature of Transactions</b>
1	DSA fees, platform fees,	72 lakh

		maintenance fees, software customization charges		
	Explanation: Details need to be disclosed separately for listed entity and its subsidiary.			
2	Total amount of all the transactions undertaken by the listed entity or subsidiary with the related party in the current financial year up to the quarter immediately preceding the quarter in which the approval is sought.		Nil	
3	Any default, if any, made by a related party concerning any obligation undertaken by it under a transaction or arrangement entered into with the listed entity or its subsidiary during the last financial year		NA	
<b>A(4). Amount of the proposed transaction(s)</b>				
1.	Amount of the proposed transactions being placed for approval in the meeting of the Audit Committee/ shareholders.		Rs.5,00,00,000/- (Rupees Five Crore)	
2	Whether the proposed transactions taken together with the transactions undertaken with the related party during the current financial year would render the proposed transaction a material RPT?		Yes	
3.	Value of the proposed transactions as a percentage of the listed entity's annual consolidated turnover for the immediately preceding financial Year		98.88%	
4	Value of the proposed transactions as a percentage of subsidiary's annual standalone turnover for the immediately preceding financial year (in case of a transaction involving the subsidiary and where the listed entity is not a party to the transaction)		NA	

5	Value of the proposed transactions as a percentage of the related party's annual consolidated turnover (if consolidated turnover is not available, calculation to be made on standalone turnover of related party) for the immediately preceding financial year, if available.	167.53%
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6	Financial performance of the related party for the immediately preceding financial year:	<table border="1"> <thead> <tr> <th>Particulars</th> <th>FY 2024-25 (in Rs.)</th> </tr> </thead> <tbody> <tr> <td>Turnover</td> <td>2,98,45,000</td> </tr> <tr> <td>Profit After Tax</td> <td>(6,35,33,000)</td> </tr> <tr> <td>Net worth</td> <td>29,54,59,000</td> </tr> </tbody> </table>		Particulars	FY 2024-25 (in Rs.)	Turnover	2,98,45,000	Profit After Tax	(6,35,33,000)	Net worth	29,54,59,000
	Particulars	FY 2024-25 (in Rs.)									
	Turnover	2,98,45,000									
	Profit After Tax	(6,35,33,000)									
	Net worth	29,54,59,000									
Particulars	FY 2024-25 (in Rs.)										
Turnover											
Profit After Tax											
Net worth											
<p>Explanations: The above information is to be given on standalone basis. If standalone is not available, provide on consolidated basis.</p>											

**A(5). Amount of the proposed transactions (All types of transactions taken together)**

1	Specific type of the proposed transaction (e.g. sale of goods/services, purchase of goods/services, giving loan, borrowing etc.)	Availing of Services for Technology and commercial transactions. Agreement between Fynx Capital Limited (Formerly Known as Rajath Finance Limited) and Billmart Fintech Private Limited where Mr. Gautam Kirtikumar Shah and Mr. Ashok Kumar Mittal are common Directors. The purpose is to enable FYNX to participate in platform developed by Billmart Fintech Private Limited for business enhancement
2	Details of each type of the proposed transaction	Availing of Services for Technology and commercial transactions. The Maximum Expected Value of Transaction is Rs.5,00,00,000/- only
3	Tenure of the proposed transaction (tenure in number of years or months to be specified)	1 year i.e 9 months of FY 2026-27 and 3 months of 2027-28
4	Whether omnibus approval is being sought?	No

5	Value of the proposed transaction during a financial year. If the proposed transaction will be executed over more than one financial year, provide estimated break-up financial year-wise	<b>Sr No</b>	<b>FY</b>	<b>Amt (In Rs.)</b>
		1	2026-27	Rs. 4,00,00,000/-
		2	2027-28	Rs. 1,00,00,000/-
6	Justification as to why the RPTs proposed to be entered into are in the interest of the listed entity	The RPTs are / will be on arm's length basis and in the ordinary course of the Company's business. Price is determined based on Market prevalent price and the Price being charged is at par of the Market Price. The Audit Committee have expressed the view that the RPTs shall be in the best interest of the Company		
7	Details of the promoter(s)/ director(s) / key managerial personnel of the listed entity who have interest in the transaction, whether directly or indirectly.  Explanation: Indirect interest shall mean interest held through any person over which an individual has control.	Mr. Gautam Kirtikumar Shah and Mr. Ashok Kumar Mittal are interested Directors due to common directorship in both the Companies.		
		a. Name of the director / KMP	Mr. Gautam Kirtikumar Shah and Mr. Ashok Kumar Mittal both holds directorship in both the Companies	
		b. Shareholding of the director / KMP, whether direct or indirect, in the related party	Nil	
8	A copy of the valuation or other external party report, if any, shall be placed before the Audit Committee.	Not Applicable; Arm's length price will be charged		
9	Other information relevant for decision making	No		
<b>B Details for specific transactions</b>				
B1	Sale, purchase or supply of goods or services or any other similar business transaction and trade advances	The nature of transactions are in the form of Availing of Services for Technology and commercial transactions from Billmart Fintect Private Limited		
1	Bidding or other process, if any, applied for choosing a party for sale, purchase or supply of goods or services.	NA		

2	Basis of determination of price.	The RPTs are / will be on arm's length basis and in the ordinary course of the Company's business. Price is determined based on Market prevalent price and the Price being charged is at par of the Market Price.
3	In case of Trade advance (of upto 365 days or such period for which such advances are extended as per normal trade practice), if any, proposed to be extended to the related party in relation to the transaction, specify the following:	NA
	a) Amount of Trade advance	NA
	b) Tenure	NA
	c) Whether same is self-liquidating?	NA

Except Mr. Gautam Kirtikumar Shah & Mr. Ashok Kumar Mittal, Directors of the Company, being related party, none of the other Directors, Key Managerial Personnel or their relatives are, in anyway concerned or interested in the resolution set out at Item No 2.

It is further clarified that none of the Directors, KMPs and/ or their respective relatives is in any way, concerned or interested, financially or otherwise except for the said RPTs proposed to be entered, in the Resolution mentioned above.

The Board recommends the Ordinary Resolution as set forth in item no.2, for the approval of the Members

**ITEM NO 3.**

The existing Authorised Share Capital of the Company is Rs. 25,00,00,000/- (Rupees Twenty-Five Crores only) divided into 25,00,00,000 (Twenty-Five Crores) Equity shares having face value of Rs.1/- each (Rupees One Only) and paid-up capital is Rs. 20,00,00,000/- (Rupees Twenty Crores Only).

The Members are informed that the aforesaid Authorised Share Capital of the Company is insufficient to meet the business requirements. In order to support the growth plans of the Company and for other general corporate purposes, it is proposed to increase the Authorised Share Capital of the Company from the existing Rs. 25,00,00,000/- (Rupees Twenty-Five Crores only) divided into 25,00,00,000 (Twenty-Five Crores) Equity shares having face value of Rs.1/- (Rupees One Only) each to Rs. 1,05,00,00,000/- (Rupees One Hundred and Five Crores) divided into 1,05,00,00,000 (One Hundred and Five Crores) equity shares having face value of Rs. 1/- (Rupees One only) each and such additional 80,00,00,000 (Eighty Crores) equity shares shall rank pari-passu in all respects with the existing Equity Shares of the Company.

Members are further informed that in order to give effect to the aforesaid increase in the Authorised Share Capital of the Company, it is required to alter Clause V of the Memorandum of Association ("MOA") of the Company and replace the said clause with the below mentioned Clause;

***V The Authorised Share Capital of the Company is Rs. 1,05,00,00,000/- (Rupees One Hundred and Five Crores only) divided into 1,05,00,00,000 (One Hundred and Five Crores) Equity Shares of Rs.1/- (Rupees One Only) each. The Company has the power from time to time to increase or reduce its capital and to divide the shares in the capital for the time being, into other classes and to attach thereto respectively such preferential, deferred, qualified or other special rights, privileges or conditions or restrictions, as may be determined by or in accordance with the Articles of Association of the Company and to vary, modify or abrogate any such right, privilege, condition or restriction in such manner as may for the time being be permitted by the Articles of Association of the Company or the legislative provisions for the time being in force in that behalf.***

The proposal for increase in the Authorised Share Capital and alteration of the Memorandum of Association ("MOA") of the Company requires approval of the Members.

The Board of Directors of the Company at its meeting held on 28<sup>th</sup> May, 2026, has considered, approved and recommended to the Members to approve the increase in Authorised Share Capital and consequent amendment in the capital clause of the Memorandum of Association of the Company.

A copy of the amended Memorandum of Association ("MOA") of the Company will be made available for the inspection of Members at the Registered Office of the Company during the office hours on all the working days except Saturdays, Sundays and public holidays, between 11:00 a.m. to 5:00 p.m upto and including the date of EGM i.e. 29<sup>th</sup> June, 2026.

None of the Directors and/or key managerial personnel of the Company or their relatives, except to the extent of their Directorship are in any way concerned or interested (financially or otherwise), in the proposed resolution as set out in the Notice.

The Board recommends the Ordinary Resolution as set forth in item no.3, for the approval of the Members.

**By Order of the Board of Directors**

**DATE: 28.05.2026**  
**PLACE: MUMBAI**

**FOR, FYNX CAPITAL LIMITED**  
**(Formerly Known as Rajath Finance Limited)**

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**AKASH HIRENBHAI BHEDA**  
**COMPANY SECRETARY & COMPLIANCE OFFICER**

**Registered Office Address: Rajath Finance Limited 1001,**  
**10th floor, K. P. Aurum, Marol Maroshi Road,**  
**Andheri (E), Mumbai, Maharashtra-400059**  
**Corporate Identification Number**  
**(CIN): L65910MH1984PLC419700**  
**E-mail: compliance@fynxcapital.com**

**Form No. MGT-11****PROXY FORM**

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

Name of the Member(s)	:	
Registered Address	:	
E-mail	:	
Registered Folio Number	:	
DP Id.		

I/We, being member(s) of \_\_\_ shares of the Fynx Capital Limited (Formerly known as Rajath Finance Limited), hereby appoint

Name	:	
E-mail	:	
Address	:	
Signature	:	
or failing him/her		
Name	:	
E-mail	:	
Address	:	
Signature	:	
or failing him/her		
Name	:	
E-mail	:	
Address	:	
Signature	:	

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the Extraordinary General Meeting of the Company, to be held on Monday, 29<sup>th</sup> June, 2026 at 11.00 A.M. at the registered office of the Company situated at Office No. 1001, Tenth floor, K. P. Aurum Building, CTS No. 426A, Marol Maroshi Road, Andheri (E), Mumbai, Maharashtra-400059, and at any adjournment thereof in respect of such resolutions as are indicated below:

<b>Sr. No.</b>	<b>Business</b>
1.	APPROVAL OF RELATED PARTY TRANSACTION WITH M/S. PARSHWASHANTI BUILDINFRA PROJECTS PRIVATE LIMITED
2.	APPROVAL OF RELATED PARTY TRANSACTION WITH M/S. BILLMART FINTECH PRIVATE LIMITED
3.	TO INCREASE AUTHORISED SHARE CAPITAL OF THE COMPANY AND CONSEQUENT ALTERATION OF THE CAPITAL CLAUSE OF THE MEMORANDUM OF ASSOCIATION OF THE COMPANY

Signed this \_\_\_\_\_ day of \_\_\_\_\_ 2026

Affix revenue  
stamp

Name of the Member/ Proxy:

Signature of the Member/ Proxy:

Note:

1. This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Meeting.
2. Proxy shall prove his identity at the time of attending the Meeting.
3. The proxy form should be signed across the revenue stamp as per specimen signature(s) registered with the Company/Depository Participant.
4. Proxy need not be a member of the Company. Appointing a proxy does not prevent a member from attending the meeting in person if he so wishes. When a Member appoints a Proxy and both the Member and Proxy attend the Meeting, the Proxy will stand automatically revoked.
5. A person can act as a proxy on behalf of members not exceeding fifty and holding in the aggregate not more than 10% of the total share capital of the Company carrying voting rights. A Member holding more than 10% of the total share capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy for any other person or In If be shareholder.
6. In the case of jointholders, the signature of any one holder will be sufficient, but names of all the jointholders should be stated.
7. If Company receives multiple proxies for the same holdings of a member, the proxy which is dated last will be considered valid; if they are not dated or bear the same date without specific mention of time, all such multiple proxies will treated as invalid.
8. Undated proxy form will not be considered valid.
9. Please complete all details including details of member(s) in above box before submission.

**Form No. MGT-12****Polling Paper**

[Pursuant to section 109(5) of the Companies Act, 2013 and rule 21(1) (c) of the Companies (Management and Administration) Rules, 2014]

**FYNX CAPITAL LIMITED****(Formerly known as Rajath Finance Limited****[CIN: L65910MH1984PLC419700]**

**Registered Office:** Office No.1001, Tenth Floor, K.P. Aurum Building, CTS No.426A, Marol Maroshi Road, Andheri (E), Marol Bazar, Mumbai - 400059, Maharashtra, India **Phone:** +91 8655900272 / +91 8655900275

**Website:** [www.fynxcapital.com](http://www.fynxcapital.com)**Email:** [compliance@fynxcapital.com](mailto:compliance@fynxcapital.com)**BALLOT PAPER**

<b>Sr. No.</b>	<b>Particulars</b>	<b>Details</b>
1	Name of the First Named Shareholder (In block letters)	
2	Postal Address	
3	Registered folio No./*Client Id No. (*Applicable to investor holding shares in dematerialized form)	
4	Class of Shares	Equity Shares

I hereby exercise my vote in respect of Ordinary Resolutions enumerated below by recording my assent or dissent to the said resolution in the following manner:

<b>Sr. No</b>	<b>Particulars of Resolutions</b>	<b>No. of Shares held by me</b>	<b>I assent to the resolution</b>	<b>I dissent to the resolution</b>
1	APPROVAL OF RELATED PARTY TRANSACTION WITH M/S. PARSHWASHANTI BUILDINFRA PROJECTS PRIVATE LIMITED			
2	APPROVAL OF RELATED PARTY TRANSACTION WITH M/S. BILLMART FINTECH PRIVATE LIMITED			
3	TO INCREASE AUTHORISED SHARE CAPITAL OF THE COMPANY AND CONSEQUENT ALTERATION OF THE CAPITAL CLAUSE OF THE MEMORANDUM OF ASSOCIATION OF THE COMPANY			

**Place:****Date:****(Signature of the shareholder)**

**FYNX CAPITAL LIMITED**

**(Formerly known as Rajath Finance Limited)**

**CIN: L65910MH1984PLC419700**

**Registered Office: 1001, 10th floor, K. P. Aurum,  
Marol Maroshi Road, Andheri (E), Mumbai, Maharashtra-400059**

**ATTENDANCE SLIP  
EXTRAORDINARY GENERAL MEETING**

Registered Folio No./DP ID		
Name of the Member		
Name of Authorized Representative		
Address of the Member		
Number of Shares Held		

I hereby record my presence at the Extraordinary General Meeting of the Members of Fynx Capital Limited (Formerly known as Rajath Finance Limited) held on Monday, June 29, 2026 at 11.00 A.M. at the registered office of the company situated at Office No. 1001, Tenth floor, K. P. Aurum Building, CTS No. 426A, Marol Maroshi Road, Andheri (E), Mumbai, Maharashtra-400059.

Name of the Member/ Proxy:

Signature of the Member/ Proxy:  
*\*Strike out whichever is not applicable.*

*Date:*

*Place:*

*(To be signed at the time of handing over the slip)*

Note:

- (1) Members/Proxy holders are requested to produce the attendance slip duly signed for admission to the Meeting Hall.
- (2) Copies will be distributed at the meeting
- (3) Member/Proxyholder should also bring a valid photo identity (i.e. PAN/AADHAR etc.) for identification purposes

## Route Map to the Venue of the Extraordinary General Meeting

**(Venue: Office No. 1001, Tenth floor, K. P. Aurum Building, CTS No. 426A, Marol Maroshi Road, Andheri (E), Mumbai, Maharashtra-400059)**

