

Date: May 22, 2026

To,

<b>National Stock Exchange of India Limited</b> Exchange Plaza, C-1, Block G Bandra Kurla Complex Bandra (E), Mumbai – 400 051	<b>BSE Limited</b> Phiroze Jeejeebhoy Towers Dalal Street, Mumbai – 400 001
Symbol: MOBIKWIK	Scrip Code: 544305

**Sub: Outcome of Board Meeting held on May 22, 2026 in terms of Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing regulations”).**

Dear Sir/Madam,

Pursuant to Regulation 30 and other applicable provisions of SEBI Listing Regulations, we wish to inform that, on recommendation of the Audit Committee of the Board of Directors of the Company, the Board at its meeting held today i.e. Friday, May 22, 2026 (commenced at 11:30 A.M. and concluded at 01:40 P.M.), *inter-alia*, considered and approved the following businesses, subject to receipt of shareholders’ approval:

**1. Alteration in object clause of the Memorandum of Association of the Company.**

In compliance with the requirement of the application to obtain Certificate of Authorisation to operate as a Payment Aggregator – Physical Point of Sale under RBI Master Directions on Regulation of Payment Aggregators (PAs) dated September 15, 2025, the Board approved amendment in the object clause of the Memorandum of Association (MOA) to include the activity of operating as a Payment Aggregator, subject to the approval of the shareholders.

**2. Sale and transfer of the Company’s Lending Services Provider Business (LSP business) forming part of financial services business, on slump sale basis to MobiKwik Distribution Services Private Limited (formerly known as MobiKwik Credit Private Limited) (MDSPL), a wholly owned subsidiary of the Company.**

The requisite details pursuant to Regulation 30 of SEBI Listing Regulations read with SEBI master circular no. HO/49/14/14(7)2025-CFD-POD2/I/3762/2026 dated January 30, 2026, are set out in **Annexure-A**.

**3. Variation in the objects/terms of utilization of the Initial Public Offering (IPO) proceeds and extension of time limits for utilization of the IPO proceeds.**

The Company will make the applicable disclosure when the notice of Postal Ballot (along with the explanatory statement containing necessary details) for obtaining shareholders’ approval for the above matters is issued, in due course.

**ONE MOBIKWIK SYSTEMS LIMITED**

Registered Office: Unit No. 102, 1<sup>st</sup> Floor, Block-B, Pegasus One, Golf Course Road,  
Sector-53, Gurugram, Haryana-122003, India.

Ph: +91 (124) 490-3344 | CIN: L64201HR2008PLC053766 | [www.mobikwik.com](http://www.mobikwik.com) | [cs@mobikwik.com](mailto:cs@mobikwik.com)

This information will be published on the Company's website at <https://www.mobikwik.com/ir/stock-exchange-submission>.

We request you to take the above on record.

**Thanking you,**

**For One MobiKwik Systems Limited**

**Ankita Sharma**

Company Secretary and Compliance Officer  
Membership No.: A37518

**Encl.: As above**

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**Annexure-A**

**Disclosure under Regulation 30 of the SEBI Listing Regulations read with Schedule III thereto and SEBI Master Circular No. HO/49/14/14(7)2025-CFD-POD2/I/3762/2026 dated January 30, 2026**

<b>S. No.</b>	<b>Particulars</b>	<b>Details</b>
1.	The amount and percentage of the turnover or revenue or income and net worth contributed by such unit or division or undertaking or subsidiary or associate company of the listed entity during the last financial year.	<p>Revenue of the LSP Business of the Company for FY 2025-2026 is INR 2,613.75 million representing 22.70% of the Revenue of the Company on a standalone basis.</p> <p>Net-worth of LSP Business of the Company as on March 31, 2026, is INR 952.21 million representing 16.94% of the net worth of the Company on a standalone basis.</p>
2.	Date on which the agreement for sale has been entered into.	<p>The Board of Directors has approved the slump sale today i.e May 22, 2026, including authority to directors/officers of the Company to enter into a business transfer agreement (“BTA”) to give effect to the transaction.</p> <p>The BTA will be executed in due course.</p>
3.	The expected date of completion of sale/disposal.	<p>The completion of the slump sale of LSP Business of the Company shall be subject to prior consent of the shareholders of the Company and customary conditions precedent in accordance with the terms of the BTA.</p> <p>The completion of the sale is expected by the end of the second quarter of FY 2026–27, as determined by the Board.</p>
4.	Consideration received from such sale/disposal.	<p>The total consideration for the slump sale to be discharged by way of issuance of Non-Convertible Debentures by MDSPL to the Company, which shall be based on the book value of assets and liabilities of the LSP business of the Company determined as on the appointed date of the Proposed Transfer as per the terms and conditions of BTA.</p> <p>The appointed date of the Proposed Transfer will be as may be determined by the Board. For reference, the book value of assets and liabilities of the LSP Business of the Company as on March 31, 2026 based on audited financial statements is INR 952.21 million</p>
5.	Brief details of buyers and whether any of the buyers belong to the promoter/ promoter group/group companies. If yes, details thereof.	<p>The buyer is a wholly-owned subsidiary of the Company i.e. MDSPL.</p> <p>Buyer does not belong to the promoter/ promoter group.</p>
6.	Whether the transaction would fall within related	Yes, the sale of the LSP Business of the Company to

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	party transactions? If yes, whether the same is done at “arm’s length”.	<p>the MDSPL is a related party transaction since the MDSPL is wholly owned subsidiary of the Company.</p> <p>The consideration for the proposed transfer shall be based on the book value of assets and liabilities of the LSP Business of the Company determined as on the appointed date of the proposed transfer and hence would be at arm’s length.</p>
7.	Whether the sale, lease or disposal of the undertaking is outside Scheme of Arrangement? If yes, details of the same including compliance with regulation 37A of LODR Regulation.	The proposed transfer does not form part of any scheme of arrangement. The slump sale is being proposed to be undertaken through a BTA, between the Company and the MDSPL, wholly owned subsidiary of the Company. Accordingly, the provisions of Regulation 37A of SEBI Listing Regulations are not applicable
<b>Additional disclosure in case of a Slump Sale</b>		
8.	Name of the entity(ies) forming part of the slump sale, details in brief such as, size, turnover etc.	Please refer the details specified in point nos. (1) and (5) above.
9.	Whether the transaction would fall within related party transactions? If yes, whether the same is done at “arm’s length”.	Please refer the details specified in point nos. (6) above.
10.	Area of business of the entity(ies).	MDSPL is engaged in the business of distribution of financial services, including facilitation of loans and other credit products for customers.
11.	Rationale for the slump sale.	<p>Mobikwik Financial Services Private Limited (a wholly owned subsidiary of the Company) has applied to RBI for obtaining Certificate of Registration (COR) for NBFC Business. As a pre-condition for the COR, it is required to transfer the LSP business of the Company to MDSPL.</p> <p>Accordingly, the Company is transferring its LSP business to MDSPL through slump sale transaction.</p>
12.	In case of cash consideration – amount or otherwise share exchange ratio.	Please refer the details specified in point nos. (4) above.
13.	Brief details of change in shareholding pattern (if any) of listed entity.	There will be no change in the shareholding pattern of the Company pursuant to the slump sale of the LSP Business of the Company to its wholly owned subsidiary i.e., MDSPL.

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