



Date:- October 08,2026

**The Chief General Manager Listing Operation,
BSE Limited, P. J. Towers, Dalal Street,
Mumbai – 400 001.
Ref: Scrip Code: 530173**

**Subject: Notice of Extra-Ordinary General Meeting (“EGM”) of the Company
Scheduled to be held on October 30,2026**

Dear Sir / Madam,

Pursuant to Regulation 30 read with Para A of Part A of Schedule III of the Securities and Exchange Board of India (Listing Obligation & Disclosure Requirements) Regulation, 2015, as amended and any other applicable provision, we are pleased to inform that the Extra Ordinary General Meeting (“EGM”) of the Members of Oscar Global Limited (“the Company”) will be held on Friday, October 30th, 2026 at 11:00 AM (IST) through Video Conferencing (“VC”) / Other Audio-Visual Means (“OAVM”).

In compliance with provisions of the Companies Act, 2013, electronic copies of the Notice convening the EGM, has been dispatched by e-mail to all the Members whose e-mail addresses are registered with the Company and/or the Depository Participant. The Extra-Ordinary General Meeting Notice is also uploaded on the Company’s website i.e. www.oscarglobal.com.

Pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration Rules), 2014 and Regulation 44 of the SEBI (LODR) Regulations, 2015, the Company is providing the facility to its members holding shares on cut-off date i.e. Friday, 23rd October, 2026 to exercise their right to vote by electronic means on all or any of the business specified in the notice convening the EGM. (Copy enclosed)



OSCAR GLOBAL LIMITED

E-41 & 42 Sector-08, Noida- 201301, INDIA

Mob. : 9810337978,

E-mail : oscar@oscar-global.com CIN No : L51909DL1990PLC041701

Website : www.oscar-global.net

The remote e-voting will be available during the following period:

Commencement of remote e-voting	Tuesday, 27th October, 2026 (9:00 A.M. IST)
End of remote e-voting	Thursday, 29th October, 2026 (5:00 P.M. IST)

You are requested to take the same on your record.

For OSCAR GLOBAL LIMITED

A handwritten signature in blue ink, appearing to read "Gopal Bhattar".

Gopal Bhattar
Whole Time Director & CFO
DIN: 0746530



NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE is hereby given that the Extra Ordinary General Meeting ("AGM") of Oscar Global Limited will be held on Friday , October 30, 2026 at 11:00 A.M. through Video Conferencing/Other Audio Visual Means ("VC/OAVM") facility to transact the following businesses:

SPECIAL BUSINESS:

1. Issuance of Equity Shares on Preferential basis:

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

"RESOLVED THAT pursuant to the applicable provisions of Sections 23, 42, 62(1)(c) and other applicable provisions, if any, of the Companies Act, 2013 ("Act"), read with the Companies (Prospectus and Allotment of Securities) Rules, 2014, the Companies (Share Capital and Debentures) Rules, 2014 and such other applicable rules made thereunder (including any statutory modification or re-enactment thereof for the time being in force), the applicable provisions of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended ("SEBI ICDR Regulations"), the Securities and Exchange Board of India (Substantial Acquisitions of Shares and Takeovers) Regulations, 2011, as amended ("SEBI SAST Regulations"), the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ("SEBI LODR Regulations"), and other applicable laws, rules, regulations, notifications, circulars and clarifications issued thereunder by the Government of India, the Securities and Exchange Board of India ("SEBI"), the Ministry of Corporate Affairs ("MCA"), the stock exchange(s) where the Equity Shares of the Company are listed ("Stock Exchanges") and/or any other competent regulatory authority, and in accordance with the enabling provisions of the Memorandum and Articles of Association of the Company, and subject to such approvals, consents, permissions and sanctions as may be necessary or required from the Stock Exchanges, SEBI, MCA and/or any other regulatory or statutory authority, and subject to such conditions and modifications as may be prescribed, stipulated or imposed by any of them while granting such approvals, consents, permissions and sanctions, the consent of the Members of the Company be and is hereby accorded to the Board of Directors of the Company ("Board", which expression shall include any Committee constituted by the Board or any person(s) authorised by the Board) to create, issue, offer and allot, by way of preferential allotment, 4,77,16,400 (Four Crore Seventy-Seven Lakh Sixteen Thousand Four Hundred) fully paid-up Equity Shares of face value of ₹10/- (Rupees Ten only) each at an issue price of ₹10/- (Rupees Ten only) per Equity Share, aggregating to ₹47,71,64,000/- (Rupees Forty-Seven Crore Seventy-One Lakh Sixty-Four Thousand only), to the following proposed allottees, on such terms and conditions and in such manner as the Board may determine in accordance with applicable law:

(a) 3,45,10,000 (Three Crore Forty-Five Lakh Ten Thousand) Equity Shares to JBCG Advisory Services Private Limited ("JBCG"/"Acquirer"/"Proposed Allottee"), being the Acquirer under



the proposed Open Offer and proposed to be classified as part of the Promoter/Promoter Group pursuant to the transactions contemplated under the Open Offer and the Preferential Issue, subject to applicable statutory and regulatory approvals, for consideration other than cash pursuant to the proposed share swap transaction for acquisition of 3,45,10,000 (Three Crore Forty-Five Lakh Ten Thousand) Equity Shares of Calculus Travel Ventures Private Limited (“CTVPL”); and

(b) 1,32,06,400 (One Crore Thirty-Two Lakh Six Thousand Four Hundred) Equity Shares to the proposed allottees specified in the notice for cash consideration, comprising 18,36,816 Equity Shares to Pie Strategies LLP and 1,13,69,584 Equity Shares to Mr. Alok Rajesh Nanavaty, aggregating to ₹13,20,64,000/- (Rupees Thirteen Crore Twenty Lakh Sixty-Four Thousand only).”

Name of the Proposed Allottees	Category	No of shares issued	% of Emerging Equity/Voting Capital	Mode of Payment
JBCG Advisory Services Private Limited	Acquirer / Proposed Promoter	3,45,10,000	67.64%	Share Swap
Total (A)		3,45,10,000	67.64%	
Pie Strategies LLP	Public	18,36,816	3.60%	Cash
Alok Rajesh Nanavaty	Public	1,13,69,584	22.29%	Cash
Total (B)		1,32,06,400	25.89%	
Cumulative Total (A+B)		4,77,16,400	93.53%	

RESOLVED FURTHER THAT:

- The Relevant Date for the purpose of pricing of the Equity Shares proposed to be issued in accordance with Regulation 161 of the SEBI (ICDR) Regulations, 2018 is Wednesday, September 30, 2026, being the date 30 days prior to the date of the Extra-Ordinary General Meeting.
- The Equity Shares as may be offered, issued, and allotted in accordance with the terms of this resolution, shall be in dematerialised form.
- The Equity Shares to be allotted shall rank pari passu in all respects with the existing Equity Shares of the Company, including dividend.
- The Equity Shares shall be issued and allotted by the Company to the proposed allottees within a period of 15 days from the date of passing of this Special Resolution, provided that where any approval or permission by any regulatory authority or the Central Government or the Stock Exchanges is pending, the allotment shall be completed within



a period of 15 days from the date of receipt of the last of such approval or permission, as the case may be, in compliance with Regulation 170 of the SEBI (ICDR) Regulations, 2018.

RESOLVED FURTHER THAT the Equity Shares to be offered, issued and allotted shall be subject to lock-in for such periods as prescribed under provisions of the SEBI (ICDR) Regulations, 2018 and the Equity Shares so offered, issued and allotted will be listed on stock exchanges where the existing Equity shares of the Company are listed subject to the receipt of necessary regulatory permissions and approvals, as the case may be.

RESOLVED FURTHER THAT the Equity Shares to be offered, issued and allotted shall be subject to the provisions of the Memorandum and Articles of Association of the Company.

RESOLVED FURTHER THAT subject to the SEBI ICDR Regulations and other applicable laws the Board be and is hereby authorised to decide and approve the other terms and conditions of the issue of the above-mentioned Equity Shares and to vary, modify or alter the terms and conditions and size of the issue, as it may deem expedient, without being required to seek any further consent or approval of the Company in a General Meeting.

RESOLVED FURTHER THAT the Board be and is hereby authorized to accept any modifications in the proposal as may be required by the agencies involved in such issues but subject to such conditions as the Securities and Exchange Board of India (SEBI) and/ or such other appropriate authority may impose at the time of their approval as agreed by the Board.

RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, the Board be and is hereby authorized on behalf of the Company to take all such actions and do all such deeds, matters and things as it may, in its absolute discretion, deem necessary, desirable or expedient and to settle any question, difficulties or doubts that may arise in this regard including but not limited to the offering, issue and allotment of Equity Shares of the Company as it may in its absolute discretion deem fit and proper.

RESOLVED FURTHER THAT the Board be and is hereby authorized on behalf of the Company to do all such act(s), deed(s) and things including all forms, documents, filing with Ministry of Corporate Affairs/ Registrar of Companies, Stock Exchanges, Depositories or any other agency as may be necessary and incidental to give effect to the aforesaid Resolution.

RESOLVED FURTHER THAT the Board be and is hereby authorized to delegate all or any of the powers herein conferred by this resolution to any Director or Directors or to any Committee of Directors or to any Officer or Officers of the Company to give effect to this resolution including execution of any documents on behalf of the Company and to represent the Company before any governmental or regulatory authorities and to appoint any professional advisors, consultants, advocates and advisors to give effect to this resolution and further to take all others steps which may be incidental, consequential, relevant or ancillary in this connection."



OSCAR GLOBAL LIMITED

E-41 & 42 Sector-08, Noida- 201301, INDIA

Mob. : 9810337978,

E-mail : oscar@oscar-global.com CIN No : L51909DL1990PLC041701

Website : www.oscar-global.net

Date: October 07, 2026

Place: Noida

**By Order of the Board of Directors
Oscar Global Limited**

Sd/-

**Gopal Bhattar
Whole Time Director
DIN: 07465307**

Notes:

- I. The Ministry of Corporate Affairs ("MCA"), vide its General Circular Nos. 14/2020 dated April 08, 2020, 17/2020 dated April 13, 2020, 20/2020 dated May 05, 2020 and 10/2022 dated December 28, 2022, 11/2023 dated September 25, 2023 and 09/2024 dated September 19, 2024 and Securities and Exchange Board of India ("SEBI") vide its Circular Nos. SEBI/HO/CFD/CMD1/ CIR/P/2020/79 dated May 12, 2020 and SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated January 05, 2023, SEBI/HO/CFD/CFD-PoD-2/P/CIR/2023/167 dated October 7, 2023 and SEBI/HO/CFD/CFD-PoD-2/P/ CIR/2024/133 dated October 03, 2024 (hereinafter collectively "the Circulars"), have permitted companies to conduct EGM through Video Conferencing ('VC') or Other Audio-Visual Means ('OAVM'). Hence, the Extraordinary General Meeting ('EGM') of the Members of the Company is being convened and conducted through VC/ OAVM. The deemed venue for EGM shall be the Registered Office of the Company situated at 1/22, Second Floor, Asaf Ali Road Delhi-110002, Central Delhi, Delhi, India, 110002.
- II. Members attending the EGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013 ('Act').
- III. Since this EGM is being held pursuant to the Circulars through VC/OAVM, physical attendance of members has been dispensed with, accordingly, the facility for appointment of proxies by the members will not be available for the EGM. Representatives of the Corporate Members (including Institutional Investors) are encouraged to attend and vote at the EGM through VC. In compliance with the provisions of Section 113 of the Act, Corporate/ Institutional members (i.e. other than Individuals, HUF, NRI, etc.) are required to send scanned certified true copy (PDF/JPG format) of the board resolution/ power of attorney/authority letter etc. to the Scrutiniser at bhatia_r_s@hotmail.com with copy marked to evoting@nsdl.com to attend the EGM through VC/OAVM and to vote through remote electronic voting ('e-voting').
- IV. Since, the EGM will be held through VC/OAVM, the route map, proxy form and attendance slip are not attached to this notice.
- V. Members will be provided with a facility of e-voting and for attending the EGM through VC/OAVM by the National Securities Depository Limited ('NSDL') e-Voting system i.e. www.evoting.nsdl.com.



- VI. In accordance with the Circulars, the Notice of the EGM is being sent only through electronic mode to those Members whose e-mail addresses are registered with the Company/ Depositories. Members may note that Notice of the EGM are also available on the website of the Company, i.e., www.oscarglobal.com on website of the stock exchange i.e. BSE Limited at www.bseindia.com and also on website of NSDL (i.e. www.evoting.nsdl.com).
- VII. The explanatory statement pursuant to Section 102 of the Act is attached hereunder and forms part of the notice. As required under the Secretarial Standard – 2 and Regulations 36(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations') the relevant information of directors seeking re-appointment is attached as Annexure 1.
- VIII. The Register of Directors and Key Managerial Personnel and their shareholding, maintained under Section 170 of the Act, and the Register of Contracts or Arrangements in which the directors are interested, maintained under Section 189 of the Act will be available for inspection in electronic form by the members during the EGM. All documents referred to in the notice will also be available for inspection in electronic by the members from the date of circulation of this notice up to the date of EGM on Friday, October 30th, 2026 during business hours. Members seeking to inspect the aforesaid documents may send their request in writing to the Company at oscar@oscar-global.com mentioning their Folio No./DP ID and Client ID (BO ID).
- IX. As per the provisions of Section 72 of the Act and the SEBI Circulars, the facility for making nomination is available for the Members in respect of the Equity Shares held by them. Members who have not yet registered their nomination are requested to register the same by submitting Form No. SH-13. If a member desires to opt out or cancel the earlier nomination and record a fresh nomination, he/she may submit the same in ISR-3 or SH-14 as the case may be. The said forms can be downloaded from the Company's website www.oscarglobal.com. The Members are requested to submit the said details to their DPs in case the Equity Shares are held by them in dematerialised form and to the RTA of the Company quoting their folio number in case the Equity Shares are held by them in physical form.
- X. The Members holding Equity Shares of the Company in physical form are requested to furnish their PAN, KYC details and Nomination pursuant to SEBI Circular No. SEBI/HO/MIRSD/MIRSD_ RTAMB/P/CIR/2021/655 dated November 03, 2021 in Form ISR-1. The Form ISR-1 is also available on the website of the Company at www.oscarglobal.com. Attention of the Members holding Equity Shares of the Company in physical form is invited to go through the same and submit the said Form ISR- 1, at the earliest.
- XI. To prevent fraudulent transactions, Members are advised to exercise due diligence and notify the Company of any change in address or demise of any Member as soon as possible. Members are also advised not to leave their demat account(s) dormant for long. Periodic statement of holdings should be obtained from the concerned Depository Participant and holdings should be verified from time to time.



- XII. Green Initiative: To support the Green Initiative, members who have not registered their e-mail address are requested to register their e-mail address for receiving all communication including Annual Report, Notices, Circulars etc. from the Company electronically. The Company has also issued a Notice in this regard in the News Papers.
- XIII. In case of joint holders, the Member whose name appears as the first holder in the order of names as per the Register of Members of the Company will be entitled to vote at the EGM.
- XIV. Members are requested to quote their Folio No. or DP ID / Client ID, in case shares are in physical / dematerialized form, as the case may be, in all correspondence with the Company / Registrar and Share Transfer Agent.
- XV. Information and other instructions relating to e-voting are as under:
- a) Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and MCA Circulars as mentioned above the Company is providing facility of remote e-voting to its Members in respect of the business to be transacted at the EGM. For this purpose, the Company has entered into an agreement with National Securities Depository Limited (NSDL) for facilitating voting through electronic means, as the authorized agency. The facility of casting votes by a member using remote e-Voting system as well as venue voting on the date of the EGM will be provided by NSDL.
 - b) The Members can join the EGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the EGM through VC/OAVM will be made available to atleast 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the EGM without restriction on account of first come first served basis.
 - c) The Company has engaged the services of National Securities Depository Limited (NSDL) as the Agency to provide e-voting facility.
 - d) The Board of Directors of the Company at their meeting held on Wednesday, 23rd September, 2026 has appointed M/s. Ramesh Chandra Bagdi (Membership No.8276), proprietor of M/s. Ramesh Chandra Bagdi & Associates Practicing Company Secretary, as the Scrutinizer, to scrutinize the e-voting during the EGM and remote e-voting process prior to EGM in a fair and transparent manner and he has communicated his willingness to be appointed and will be available for same purpose.



- e) Voting rights shall be reckoned on the paid-up value of shares registered in the name of the member/beneficial owner as on the cut-off date i.e., Friday, 23 October 2026.
- f) A person, whose name is recorded in the register of members or in the register of beneficial owners maintained by the depositories as on the cut-off date, i.e., Friday, October 23rd, 2026 only shall be entitled to avail the facility of remote e-voting OR e-voting at the EGM.
- g) The Scrutinizer, after scrutinizing e-voting at the EGM and remote e-voting, will, not later than two working days of conclusion of the Meeting, make a consolidated scrutinizer's report and submit the same to the Chairman. The results declared along with the consolidated scrutinizer's report shall be placed on the website of the Company www.oscarglobal.com. The results shall simultaneously be communicated to the Stock Exchange where the shares of the Company are listed.
- h) Subject to receipt of requisite number of votes, the Resolutions shall be deemed to be passed on the date of the Meeting, i.e., October 30th, 2026.
- i) Once the vote on a resolution is cast by a member, the member shall not be allowed to change it subsequently or cast the vote again.

THE INSTRUCTIONS FOR MEMBERS FOR REMOTE E-VOTING AND JOINING GENERAL MEETING ARE AS UNDER:

The remote e-voting period begins on Tuesday, October 27th, 2026 at 09:00 A.M. (IST) and ends on Thursday, October 29th, 2026 at 05: 00 P.M. (IST). The remote e-voting module shall be disabled by NSDL for voting thereafter. The Members, whose names appear in the Register of Members / Beneficial Owners as on the record date (cut-off date) i.e. Friday, October 23rd, 2026 may cast their vote electronically.

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

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

Step 1: Access to NSDL e-Voting system

A. Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode

In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.



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

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL.	1. Existing IDeAS user can visit the e-Services website of NSDL Viz. https://eservices.nsdl.com either on a Personal Computer or on a mobile. On the e-Services home page click on the “Beneficial Owner” icon under “Login” which is available under ‘IDeAS’ section, this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on “Access to e-Voting” under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 2. If you are not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select “Register Online for IDeAS Portal” or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp 3. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 4. Shareholders/Members can also download NSDL Mobile App “NSDL Speede” facility by scanning the QR code mentioned below for seamless voting experience.

	NSDL Mobile App is available on  App Store  Google Play  
Individual Shareholders holding securities in demat mode with CDSL	1. Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login Easi /Easiest are requested to visit CDSL website www.cdslindia.com and click on login icon & New System Myeasi Tab and then use your existing my easi username & password. 2. After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly. 3. If the user is not registered for Easi/Easiest, option to register is available at CDSL website www.cdslindia.com and click on login & New System Myeasi Tab and then click on registration option 4. Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.
Individual Shareholders (holding securities in demat mode) login through their depository participants	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. upon logging in, you will be able to see e-Voting option. Click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after



	successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.
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Important note: Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. NSDL and CDSL.

Login type	Helpdesk details
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.com or call at 022 - 4886 7000
Individual Shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at toll free no. 1800-21-09911

B. Login Method for e-Voting and joining virtual meeting for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.

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

- 1) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsdl.com/> either on a Personal Computer or on a mobile.
- 2) Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section.
- 3) A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen.
Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at <https://eservices.nsdl.com/> with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.
- 4) Your User ID details are given below :

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical	Your User ID is:
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OSCAR GLOBAL LIMITED

E-41 & 42 Sector-08, Noida- 201301, INDIA

Mob. : 9810337978,

E-mail : oscar@oscar-global.com CIN No : L51909DL1990PLC041701

Website : www.oscar-global.net

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

- 5) Password details for shareholders other than Individual shareholders are given below:
- If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
 - If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.
 - How to retrieve your 'initial password'?
 - If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.
 - If your email ID is not registered, please follow steps mentioned below in process for those shareholders whose email IDs are not registered.
- 6) If you are unable to retrieve or have not received the "Initial password" or have forgotten your password:
- Click on "Forgot User Details/Password?" (If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.
 - Physical User Reset Password? (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.
 - If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.com mentioning your demat account number/folio number, your PAN, your name and your registered address etc.
 - Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.



- 7) After entering your password, tick on Agree to “Terms and Conditions” by selecting on the check box.
- 8) Now, you will have to click on “Login” button.
- 9) After you click on the “Login” button, Home page of e-Voting will open.

Step 2: Cast your vote electronically and join General Meeting on NSDL e-Voting system.

How to cast your vote electronically and join General Meeting on NSDL e-Voting system?

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

General Guidelines for shareholders

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

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



- 1) In case shares are held in physical mode please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to oscar@oscar-global.com.
- 2) In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) oscar@oscar-global.com. If you are an Individual shareholders holding securities in demat mode, you are requested to refer to the login method explained at step 1 (A) i.e. Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode.
- 3) Alternatively shareholder/members may send a request to evoting@nsdl.com for procuring user id and password for e-voting by providing above mentioned documents.
- 4) In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.

THE INSTRUCTIONS FOR MEMBERS FOR e-VOTING ON THE DAY OF THE EGM ARE AS UNDER :-

- 1) The procedure for e-Voting on the day of the EGM is same as the instructions mentioned above for remote e-voting.
- 2) Only those Members/ shareholders, who will be present in the EGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system in the EGM.
- 3) Members who have voted through Remote e-Voting will be eligible to attend the EGM. However, they will not be eligible to vote at the EGM.
- 4) The details of the person who may be contacted for any grievances connected with the facility for e-Voting on the day of the EGM shall be the same person mentioned for Remote e-voting.

INSTRUCTIONS FOR MEMBERS FOR ATTENDING THE EGM THROUGH VC/OAVM ARE AS UNDER:

- 1) Member will be provided with a facility to attend the EGM through VC/OAVM through the NSDL e-Voting system. Members may access by following the steps mentioned above for Access to NSDL e-Voting system. After successful login, you can see link of "VC/OAVM" placed under "Join meeting" menu against company name. You are requested to click on VC/OAVM link placed under Join Meeting menu. The link for VC/OAVM will be available in Shareholder/Member login where the EVEN of Company will be displayed. Please note that the members who do not have the User ID and Password for e-Voting or have forgotten the User ID and Password may retrieve the same by following the remote e-Voting instructions mentioned in the notice to avoid last minute rush.



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- 2) Members are encouraged to join the Meeting through Laptops for better experience.
- 3) Further Members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
- 4) 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.
- 5) Shareholders who would like to express their views/have questions may send their questions in advance mentioning their name demat account number/folio number, email id, mobile number at oscar@oscar-global.com. The same will be replied by the company suitably.

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

The following Statement sets out all material facts relating to the Special Business mentioned in the accompanying Notice:

Item No. 1: Issuance of Equity Shares on Preferential basis

The Board of Directors of the Company at its meeting held on Wednesday, September 23, 2026 has approved the proposed issue, subject to approval of the Members by way of Special Resolution, of 4,77,16,400 Equity Shares to the proposed allottees on preferential allotment basis.

In terms of Section 62(1)(c) read with Sections 42 of the Companies Act, 2013 and rules made thereunder ("Act"), and in accordance with the provisions of Chapter V of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 ("SEBI (ICDR) Regulations, 2018") as amended, and on the terms and conditions and formalities as stipulated in the Act and the ICDR Regulations, the Preferential Issue requires approval of the shareholders of the Company by way of a special resolution.

Accordingly, consent of the members is being sought in terms of Section 42 & 62 of the Act and Chapter V of the SEBI (ICDR) Regulations, 2018.

The details of the issue and other particulars as required in terms of Regulation 163 of the Chapter V of the ICDR Regulations, Rule 13 of Companies (Share Capital and Debentures) Rules, 2014 and Rule 14 of Companies (Prospectus and allotment of securities) Rules, 2014 in relation to the above said Special Resolution are given as under.

List of Allottees for Preferential Allotment of Equity Shares

Name of the Proposed Allottees	Category	No of shares issued	% of Emerging Equity/Voting Capital	Mode of Payment
JBCG Advisory Services Private Limited	Acquirer / Proposed Promoter	3,45,10,000	67.64%	Share Swap
Pie Strategies LLP	Public	18,36,816	3.60%	Cash
Alok Rajesh Nanavaty	Public	1,13,69,584	22.29%	Cash
Total		4,77,16,400	93.53%	



Disclosures as per Regulation 163(1) of The Chapter V of the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018, read with the explanations under Section 102 of the Companies Act, 2013 for item No.1:

- 1) The Company confirms the compliance of regulation 160 of the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018.
- 2) **Objects of the preferential issue**

For Preferential allotment of 3,45,10,000 Equity shares for consideration other than cash:

The proposed preferential issue is being undertaken for consideration other than cash pursuant to a share swap arrangement.

The object of the proposed preferential issue is to acquire 3,45,10,000 (Three Crore Forty-Five Lakh Ten Thousand) Equity shares of Calculus Travel Ventures Private Limited ("Underlying Company") from the proposed Acquirer, which are proposed to be transferred by the proposed Acquirer to the Company.

In consideration for acquisition of the aforesaid equity shares of the Underlying Company, the Company proposes to issue and allot 3,45,10,000 (Three Crore Forty-Five Lakh Ten Thousand) Equity Shares of the Company to the proposed Acquirer at an issue price of ₹ 10 per Equity Share, aggregating to ₹ 34,45,10,000 (Thirty-Four Crores Forty-five Lacs Ten thousand only) in accordance with the agreed share swap arrangement.

Accordingly, the consideration payable by the Company for acquisition of the aforesaid equity shares of the Underlying Company shall be discharged by way of issuance and allotment of Equity Shares of the Company to the proposed Acquirer and no cash consideration shall be paid by the Company.

The proposed transaction is intended to enable the Company to acquire the aforesaid equity shares of the Underlying Company and thereby strengthen and expand its business/investment portfolio in line with its business objectives. The transaction will also enable the Company to undertake the proposed acquisition without an immediate cash outflow, while providing the proposed Acquirer with equity participation in the Company.

The proposed acquisition and the corresponding share swap shall be undertaken on the basis of the valuation of the shares being acquired and the Equity Shares being issued, as determined in accordance with applicable law and supported by the valuation report(s) issued by the independent registered valuer.



The proposed preferential issue is therefore being made for acquisition of the aforesaid shares through a share swap and not for raising cash funds.

For Preferential allotment of 1,32,06,400 Equity shares for Cash consideration

The proposed issue of 1,32,06,400 Equity Shares to an Investor on Preferential allotment basis is being made against cash consideration for general corporate purposes, including but not limited to meeting working capital requirements, long term funding requirements and capital expenditure for the benefit of the future business of the Company.

3) Maximum number of specified securities to be issued and price of the securities

The resolution set out in the accompanying notice authorizes the Board to issue 4,77,16,400 (which include 3,45,10,000 Equity shares for consideration other than cash and 1,32,06,400 Equity shares for Cash consideration) Equity Shares of Rs. 10/- each at a price of Rs. 10/- each on preferential basis.

4) Pricing/ Basis on which the price of the Preferential Issue has been arrived at

The Equity Shares proposed to be issued and allotted on preferential basis shall be issued at a price of ₹10/- (Rupees Ten Only) per Equity Share, having face value of ₹10/- each, which is at par with the face value of the Equity Shares of the Company. The issue price has been determined on the basis of the valuation reports issued by Mr. Harshavardhan Bapat, Chartered Accountant and Registered Valuer (IBBI Registration No. IBBI/RV/06/2021/14145), dated September 23, 2026.

A. Equity Shares proposed to be issued for Cash Consideration

The Company has proposed to issue and allot 1,32,06,400 (One Crore Thirty-Two Lakh Six thousand four hundred) Equity Shares on a preferential basis for cash consideration. For the purpose of determining the appropriate value of the Equity Shares and the issue price of the Equity Shares proposed to be allotted for cash consideration, the Company has considered the valuation report dated September 23, 2026 issued by Mr. Harshavardhan Bapat, Chartered Accountant and Registered Valuer (IBBI Registration No. IBBI/RV/06/2021/14145), who was appointed to determine the fair value of the Equity Shares of Oscar Global Limited ("OGL").

For determining the fair value of the Equity Shares of OGL, the Registered Valuer has considered the Market Price Method and the Net Asset Value Method. Since the Equity Shares of OGL are infrequently traded, the Registered Valuer considered the Volume Weighted Average Price ("VWAP") for the preceding 12-month period from September 1, 2025 to August 31, 2026. The VWAP was determined at ₹17.01 per Equity Share, to which an illiquidity discount of 30% amounting to ₹5.10 per Equity Share was applied, resulting in a market value of ₹11.91 per Equity Share. The Net Asset Value of OGL, based on its audited financial statements as at March 31, 2026, was determined at ₹8.70 per Equity Share.



Considering the nature of the business and the infrequent trading of the Equity Shares, a weightage of 1:2 was assigned to the Market Price Method and Net Asset Value Method, respectively. Accordingly, the weighted average value was determined at ₹9.77 per Equity Share, which was rounded off to ₹10.00 per Equity Share. No control premium was considered in determining the fair value.

Accordingly, based on the aforesaid valuation, the fair value of the Equity Shares of the Company has been determined at ₹10.00 per Equity Share and the Equity Shares proposed to be issued for cash consideration under the Preferential Issue shall be issued at the price determined in accordance with the applicable provisions of the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended from time to time.

B. Equity Shares proposed to be issued for Consideration Other Than Cash – Share Swap

Since the proposed Preferential Issue involves the allotment of Equity Shares of the Company to JBCG Advisory Services Private Limited (“Acquirer/Proposed Allottee”) for consideration other than cash, being towards acquisition of equity shares of Calculus Travel Ventures Private Limited (“Calculus”), an unlisted company, the fair value of the Equity Shares of the Company and the shares of Calculus has been determined for the purpose of arriving at the appropriate share exchange ratio. Accordingly, an independent valuation exercise has been undertaken by Mr. Harshavardhan Bapat, Chartered Accountant and Registered Valuer, who has determined the fair equity share exchange ratio based on the valuation of Oscar Global Limited (“OGL”) and Calculus as on the valuation date.

For the purpose of valuation of OGL, which is listed on BSE Limited and whose equity shares are infrequently traded, the Market Price Method and Net Asset Value (“NAV”) Method have been considered. The Market Price Method is based on the 12-month Volume Weighted Average Price (“VWAP”), after applying an illiquidity discount, while the NAV Method is based on the net assets attributable to the equity shareholders. A weighted average of the Market Price Method and NAV Method has been considered, resulting in a fair value of ₹10.00 per Equity Share of OGL.

For valuation of Calculus, being an unlisted operating company, the NAV Method and Discounted Cash Flow (“DCF”) Method have been considered. The DCF Method takes into consideration the future earning potential and cash-generating capacity of Calculus based on the financial projections provided by its management. After applying the relevant discount for the unlisted status of Calculus, the fair value has been determined at ₹10.00 per Equity Share of Calculus.

Accordingly, based on the aforesaid valuation methodologies and the factors considered by the Registered Valuer, the fair value of one Equity Share of OGL has been determined at ₹10.00 and the fair value of one Equity Share of Calculus has also been determined at ₹10.00. Accordingly, the fair equity share exchange ratio has been determined as 1:1, i.e., 1 (one) Equity Share of OGL for every 1 (one) Equity Share of Calculus proposed to be



acquired by the Company. The valuation report states that the swap ratio has been determined pursuant to Regulation 8(2) of the SEBI (SAST) Regulations, 2011 and the applicable valuation standards.

The valuation has been undertaken on a fair value basis and going concern premise, taking into consideration, inter alia, the financial and operating parameters of the respective companies, trading frequency of the Equity Shares of OGL, present shareholding pattern, business prospects and other relevant factors. The valuation report also states that no control premium has been considered in determining the per-share valuation of OGL or Calculus.

5) Relevant date with reference to which the price has been arrived at

The Relevant Date in terms of Regulation 161 of the SEBI (ICDR) Regulations, 2018 for determining the price of the Equity Shares proposed to be allotted is Wednesday, September 30, 2026, being the date 30 days prior to the date of the Extra-Ordinary General Meeting.

6) The class or classes of persons to whom the allotment is proposed to be made

The proposed preferential allotment of Equity Shares is made to Acquirer and Public category.

7) Intention of promoters, directors or key managerial personnel or senior management of the issuer to subscribe to the offer

None of the existing directors, promoters or key managerial personnel or senior management of the Company have shown their intention to subscribe to proposed Preferential Issue of Equity Shares.

8) The change in control if any in the company that would occur consequent to the preferential offer

The proposed preferential issue of Equity Shares to JBCG Advisory Services Private Limited ("JBCG"/"Acquirer") together with the underlying transactions is expected to result in a change in control and management of the Company. Upon completion of the proposed Preferential Issue and the underlying transactions, JBCG is proposed to acquire control over the Company and be classified as the Promoter of the Company, subject to applicable provisions of the SEBI LODR Regulations, the SEBI SAST Regulations and other applicable laws.

Consequent to the proposed change in control, the existing Promoter/Promoter Group of the Company, namely Mr. Gopal Bhattar and Gopal Bhattar HUF, have expressed their intention to relinquish control and management of the Company in favour of the Acquirer and to seek reclassification from the "Promoter/Promoter Group" category, subject to fulfilment of the conditions and procedural requirements prescribed under Regulation 31A of the SEBI LODR Regulations and receipt of the requisite approvals from the shareholders and the Stock Exchange(s), as applicable.

The reclassification of the existing Promoter(s)/Promoter Group shall become effective only upon compliance with the applicable provisions of Regulation 31A of the SEBI LODR Regulations and such other applicable laws, rules and regulations. Until such reclassification is duly approved and effected, the existing Promoter(s)/Promoter Group shall continue to be disclosed as Promoter(s)/Promoter Group of the Company in accordance with applicable law.



JBCG, upon acquisition of control pursuant to the proposed Preferential Issue and the underlying transactions, is proposed to be classified as the Promoter of the Company in accordance with the applicable provisions of the SEBI LODR Regulations.

Accordingly, the proposed Preferential Issue and the underlying transactions are expected to result in a change in control and management of the Company, with JBCG becoming the new Promoter and the existing Promoter/Promoter Group seeking reclassification as Public, subject to applicable regulatory approvals and conditions. Until the proposed reclassification is duly approved and effected, the existing Promoter/Promoter Group shall continue to be disclosed as Promoter/Promoter Group in accordance with applicable law.

9) Recommendation of the Committee of Independent Directors

Pursuant to Regulation 166A(2) of the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018, since the proposed preferential issue is likely to result in a change in control of the Company, a meeting of the Committee of Independent Directors of the Company was convened on September 29, 2026. All the Independent Directors of the Company attended the said meeting and, after considering all aspects of the proposed preferential issue, including the basis of pricing, valuation report issued by the Independent Registered Valuer, proposed shareholding pattern and consequential change in control, have made a reasoned recommendation in favour of the proposed preferential issue.

The voting pattern of the Committee of Independent Directors is set out below:

Sr. No.	Name of Independent Director	Voting
1.	Arvind Ganpat Desai	In favour
2.	Radheshyam Pandey	In favour

10) Time frame within which the preferential allotment shall be completed

As required under the Regulation 170 of SEBI (ICDR) Regulations 2018, the Company shall complete the allotment of Equity Shares within a period of 15 days from the date of passing of this Special Resolution by the shareholders in Extra Ordinary General Meeting, provided that where any approval or permission by any regulatory authority or the Central Government or the Stock Exchanges is pending, the allotment shall be completed within a period of 15 days from the date of such approval or permission.

11) Shareholding pattern before and after Preferential Issue would be as follows:

Sr. No	Category	Pre Preferential Issue		Post Preferential Issue	
		No. of shares held	% of share holding	No. of shares held	% of share holding
A	Promoters Holding				
A(1)	<u>Indian</u>				
	Individual	3,69,112	11.19	3,69,112	0.72

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	HUF	10,77,792	32.66	10,77,792	2.11
	Bodies corporate*	-	-	3,45,10,000	67.64
	Sub-total	14,46,904	43.85	3,59,56,904	70.48
A(2)	<u>Foreign Promoters</u>	-	0.00	-	0.00
	Sub-total (A)	-	0.00	-	0.00
B	Non-promoters' holding				
B(1)	<u>Institutional investors</u>	-	0.00	-	0.00
	State Government / Governor	100	0.00	100	0.00
B(2)	<u>Non-institution</u>				
	Individual Shareholders				
	a) Resident Individuals holding nominal share capital up to Rs. 2 lakhs	10,33,225	31.31	10,33,225	2.03
	b) Resident Individuals holding nominal share capital in excess of Rs. 2 lakhs	4,33,613	13.14	4,33,613	0.85
	Non Resident Individuals (NRIs)	1,30,608	3.96	1,30,608	0.26
	Foreign Nationals	-	-	1,13,69,584	22.29
	Bodies Corporates	1,98,169	6.01	1,98,169	0.39
	Banks	16,600	0.50	16,600	0.03
	Any Other (Specify)				
	LLP	-	-	18,36,816	3.60
	HUF	21881	0.66	21881	0.04
	Trusts	18900	0.57	18900	0.04
C	Non Promoter & Non Public	-	0.00	-	0.00
	GRAND TOTAL	33,00,000	100.00	5,10,16,400	100.00

* JBCG Advisory Services Private Limited ("JBCG"/"Acquirer"/"Proposed Allottee") is currently a Non-Promoter entity and is proposed to be classified as part of the Promoter/Promoter Group pursuant to the transactions contemplated under the Open Offer and the Preferential Issue, subject to applicable statutory and regulatory approvals. Accordingly, JBCG has been included under the "Bodies Corporate" sub-category in the post-preferential shareholding pattern.

12) Consequential Changes in the Voting Rights

Voting rights will change according to the change in the shareholding pattern mentioned above.

13) Identity of the natural persons who are the ultimate beneficial owners of the shares proposed to be allotted and/or who ultimately control the proposed allottees, the percentage of post preferential issues that may be held by them and change in control if any in the issuer consequent to the preferential issues



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Sr. No	Proposed Allottees	Ultimate Beneficial Owner	Pre Preferential Issue*		No. of Equity Shares proposed to be allotted	Post Preferential Issue of Equity Shares	
			No of shares held	% of share holding		No of shares held	% of Share holding
1.	JBCG Advisory Services Private Limited	1. Mr. Jaspal Singh Bindra 2. Mr. Chandir Gobind Gidwani	0	-	3,45,10,000	3,45,10,000	67.64%
2.	Pie Strategies LLP	1. Devanshi Shirish Sheth 2. Mehul Devidas Nayak	0	-	18,36,816	18,36,816	3.60%
3.	Alok Rajesh Nanavaty	NA	0	-	1,13,69,584	1,13,69,584	22.29%

14) The Current and Proposed status of the allottees post the preferential issue namely, promoter or non-promoter

Sr. No.	Name of the Proposed Allottees	Current status of the allottees namely promoter or non-promoter	Proposed status of the allottees post the preferential issue namely promoter or non-promoter
1.	JBCG Advisory Services Private Limited	Non-Promoter (Acquirer)	Promoter
2.	Pie Strategies LLP	Non-Promoter	Non-Promoter
3.	Alok Rajesh Nanavaty	Non-Promoter	Non-Promoter

15) The number of persons to whom allotment through preferential issue have already been made during the financial year in terms of number of securities as well as price

During the period from April 1, 2026 till the date of this notice, the Company has not made any preferential issue of Equity Shares/ Convertible Warrants.

16) The justification for the allotment proposed to be made for consideration other than cash together with valuation report of the Registered Valuer

The proposed preferential issue of Equity Shares of the Company to the proposed Acquirer is being undertaken for consideration other than cash by way of a share swap agreement dated September 23, 2026.

Pursuant to the proposed transaction, the proposed Acquirer shall transfer 3,45,10,000 (Three Crore Forty-Five Lakh Ten Thousand) Equity shares of Calculus Travel Ventures Private Limited



('CTVPL') to the Company at an issue price of ₹ 10 per Equity Share, subject to the terms and conditions of the proposed transaction and applicable statutory and regulatory approvals.

The proposed share swap is being undertaken with the objective of enabling the Company to acquire the Underlying Shares without requiring an immediate cash outflow by the Company and to facilitate the proposed acquisition/business transaction in an efficient manner. The proposed transaction is also expected to enable the Company to acquire the identified investment/business interest represented by the Underlying Shares and thereby support the proposed business objectives of the Company.

The consideration payable by the Company for acquisition of the Underlying Shares shall accordingly be discharged by issuance and allotment of Equity Shares of the Company to the proposed Acquirer instead of payment of cash.

The value of the Underlying Shares proposed to be acquired and the Equity Shares proposed to be issued by the Company has been determined with reference to the valuation undertaken by, Harshavardhan Bapat, a Registered Valuer registered with the Insolvency and Bankruptcy Board of India, vide Registration No. IBBI/RV/06/2021/14145, pursuant to its valuation report dated September 30, 2026.

The proposed issue price and the share swap ratio have been determined with reference to the valuation reports and in accordance with the applicable provisions of the Companies Act, 2013, the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018, and other applicable laws and regulations.

Accordingly, the proposed allotment for consideration other than cash is considered appropriate as the Equity Shares to be issued by the Company shall constitute consideration for acquisition of the Underlying Shares, and the transaction shall be supported by the valuation report(s) of the Independent Registered Valuer.

17) Undertakings

- a. The Company undertakes that it shall re-compute the price of the specified securities in terms of the provisions of the SEBI ICDR Regulations, 2018, as amended, where it is required to do so.
- b. The Company undertakes that if the amount payable on account of re-computation of price is not paid within the time stipulated under the SEBI ICDR Regulations, 2018, the specified securities shall continue to be locked-in till the time such amount is paid by the allottees.

The Company confirms that the proposed allottees have not sold or transferred any Equity Shares of the Company during the 90 trading days preceding the Relevant Date, in accordance with Regulation 159 of the SEBI ICDR Regulations, 2018.

The Company confirms that it is in compliance with the conditions for continuous listing of Equity Shares under the SEBI LODR Regulations and is eligible to make the proposed Preferential Issue under Chapter V of the SEBI ICDR Regulations, 2018.



The Company confirms that all Equity Shares, if any, held by the proposed allottees in the Company are in dematerialised form and that the Company has obtained the Permanent Account Numbers of the proposed allottees, as applicable, in accordance with Regulation 160 of the SEBI ICDR Regulations, 2018.

- 18)** Disclosure as specified under Regulation 163(1)(i) of the SEBI (ICDR) Regulations, 2018 :
The Company confirms that neither the Company nor any of its Promoters or Directors is a wilful defaulter or fraudulent borrower in terms of the applicable provisions of the SEBI ICDR Regulations, 2018. Accordingly, the disclosures specified in Schedule VI of the SEBI ICDR Regulations, 2018 are not applicable.
- 19)** The valuation of the Equity Shares has been undertaken by Mr. Harshvardhan Bapat, IBBI Registered Valuer, being an Independent Registered Valuer (IBBI Registration No. IBBI/RV/06/2021/14145), having its office at 20, Vikram CHS, Tilak Nagar, Thane East, 400603. Statutory Auditor's Certificate
A certificate from the Statutory Auditor of the Company certifying that the proposed Preferential Issue is being made in accordance with the requirements of Chapter V of the SEBI (ICDR) Regulations, 2018 shall be placed before the shareholders at the proposed Extra-Ordinary General Meeting and shall be available for inspection by the Members in electronic form from the date of circulation of this Notice up to the date of the EGM. The certificate shall also be made available on the website of the Company, as applicable.
- 20)** Lock-in period :- The Equity Shares allotted on a preferential basis shall be locked-in for such period as prescribed under Regulation 167 of Chapter V of the SEBI (ICDR) Regulations, 2018, as amended. The entire pre-preferential shareholding of the proposed allottees, if any, shall be locked-in in accordance with Regulation 167(6) of the SEBI (ICDR) Regulations, 2018.
Material Terms of Issue of Equity Shares
- 21)** Issue and allotment of 4,77,16,400 Equity Shares at an issue price of ₹10/- per Equity Share (face value ₹10/- per Equity Share) on preferential basis, comprising 3,45,10,000 Equity Shares to JBCG for consideration other than cash pursuant to the proposed share swap transaction and 1,32,06,400 Equity Shares to the other proposed allottees for cash consideration. The Equity Shares allotted pursuant to this resolution shall rank pari-passu with the existing Equity Shares of the Company in all respects, subject to applicable law. Disclosure pursuant to the provisions of Schedule VI of the SEBI (ICDR) Regulations, 2018 It is hereby confirmed that neither the Company nor any of its Promoters or Directors is a wilful defaulter or fraudulent borrower and none of the Promoters or Directors is a fugitive economic offender, as applicable under the SEBI (ICDR) Regulations, 2018. Accordingly, the disclosures specified in Schedule VI of the SEBI (ICDR) Regulations, 2018 are not applicable.
- 22)** Particulars of the offer, Kinds of Securities Offered, Price of the Securities Offered including date of passing of Board resolution
Issue of 4,77,16,400 Equity Shares of face value of ₹10/- each at an issue price of ₹10/- each on preferential basis for cash consideration and against share swap. Date of passing of the Board Resolution for the aforesaid Preferential Issue is Wednesday, September 23, 2026.
- 23)** Amount which the company intends to raise by way of such securities



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Website : www.oscar-global.net

Authorised Share Capital: The Company has passed an Ordinary Resolution at its Annual General Meeting held on September 30, 2026 for increasing its Authorised Share Capital from ₹4,00,00,000/- (Rupees Four Crore only) to ₹60,00,00,000/- (Rupees Sixty Crore only). The requisite filing with the Ministry of Corporate Affairs in respect of the increase in Authorised Share Capital is pending as on the date of this Notice. The proposed Preferential Issue and allotment shall be subject to the increase in Authorised Share Capital becoming effective and compliance with all applicable statutory and regulatory requirements.

The Company intends to raise ₹47,71,64,000/- by way of the Preferential Issue of 4,77,16,400 Equity Shares, comprising 3,45,10,000 Equity Shares for consideration other than cash pursuant to the proposed share swap transaction for acquisition of 3,45,10,000 Equity Shares of Calculus Travel Ventures Private Limited ("CTVPL"), and 1,32,06,400 Equity Shares for cash consideration aggregating to ₹13,20,64,000/-.

Contribution being made by the promoters or directors either as part of the offer or separately in furtherance of objects No contribution is being made by the existing promoters or directors either as part of the offer or separately in furtherance of objects.

- 24) None of the Directors, Key Managerial Personnel or their respective relatives is, in any way, concerned or interested, financially or otherwise, in the proposed Preferential Issue, except to the extent of their shareholding, if any, in the Company and to the extent of their role, if any, in the transactions disclosed in this Notice

- 25) **Principle terms of assets charged as securities :** Not Applicable

**By Order of the Board of Directors
Oscar Global Limited**

**Date: October 07,2026
Place: Noida**

Sd/-

**Gopal Bhatte
Whole Time Director
DIN: 07465307**