

NOTICE

NOTICE be and is hereby given that an Extraordinary General Meeting (“EGM”) of the shareholders of Moneyboxx Finance Limited (formerly Dhanuka Commercial Limited) (the “Company”) will be held on Tuesday April 30, 2019 at 11.30 am at the registered office of the Company situated at 523-A, Somdutt Chamber-II, 9, Bhikaji Cama Place, New Delhi - 110066 to transact the following businesses:

SPECIAL BUSINESS

ITEM NO. 1: DECLASSIFICATION OF PROMOTERS

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

“**RESOLVED THAT** pursuant to the provisions of Regulation 31A of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (‘Listing Regulations’) (including any modification(s) or re-enactment thereof for the time being in force) and other applicable laws and subject to the necessary approvals from the Stock Exchange and other appropriate statutory authorities as may be required, consent of the Members of the Company be and is hereby accorded to declassify the following persons/entities (hereinafter individually and jointly referred to as the ‘**outgoing promoters**’) from “Promoter & Promoter Group” to the “Public” shareholding of the Company:

S. No.	Name of the Outgoing Promoters	No. of share held as on date of this notice	% of holding
1.	Mr. Mahesh Kumar Dhanuka	Nil	0.00
2.	Ms. Madhu Dhanuka	Nil	0.00
3.	Ms. Vidya Devi Dhanuka	Nil	0.00
4.	CMA Infin Consultants Private Limited	Nil	0.00
5.	Talwaria Ploymers Private Limited	Nil	0.00
6.	Ms. Swati Dhanuka	Nil	0.00

RESOLVED FURTHER THAT on necessary approval(s) upon application for declassification/classification for the aforementioned outgoing promoters, the Company shall effect such de-classification/classification in the statement of Shareholding pattern of the Company from immediate succeeding quarter/half year under Regulation 31 of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, as applicable, in compliance to Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 and other applicable provisions for the time being in force.

RESOLVED FURTHER THAT the Directors of the Company and/or Company Secretary & Compliance Officer of the Company be and are hereby severally authorized to make, sign, prepare, forward, execute and submit all the necessary applications, forms, papers and documents and to make the application for declassification/classification to the stock exchange, where the securities of the Company are listed or any other regulatory body, as may be required, and generally to do all such acts, deeds, matters and things as may be necessary and expedient to give effect the aforesaid resolution.”

ITEM NO. 2: INCREASE IN AUTHORISED SHARE CAPITAL OF THE COMPANY

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

“RESOLVED THAT pursuant to the provisions of Section 13 sub-section (1), read with Section 61 & 64 and other applicable provisions, if any, of the Companies Act, 2013 (including any amendment thereto or re-enactment thereof) consent of the members of the Company be and is hereby accorded to increase the Authorised Share Capital of the Company from the existing Rs. 17,00,00,000/- (Rupees Seventeen Crore) divided into 1,70,00,000 (One Crore Seventy Lakh) equity shares of Rs.10/- (Rupees Ten) each to Rs. 25,00,00,000/- (Rupees Twenty Five Crore) divided into 2,50,00,000 (Two Crore Fifty Lakh) equity shares of Rs. 10/- (Rupees Ten) each, by creation of additional 80,00,000 (Eighty Lakh) equity shares of Rs. 10/-(Rupees Ten) each ranking *pari passu* in all respects with the existing Equity Shares of the Company.

RESOLVED FURTHER THAT pursuant to the provisions of Section 13 and other applicable provisions, if any, of the Companies Act, 2013 consent of the members of the Company be and is hereby accorded to replace the existing Clause V of the Memorandum of Association of the Company with the following new Clause V as under:

V. The Authorised Share Capital of the Company is Rs. 25,00,00,000/- (Rupees Twenty Five Crore) divided into 2,50,00,000 (Two Crore Fifty Lakh) equity shares of Rs. 10/- (Rupees Ten) each.

RESOLVED FURTHER THAT the Directors of the Company and/or Company Secretary of the Company be and are hereby severally authorised, on behalf of the Company, to do all such acts, deeds, matters and things as may be deemed necessary, proper and expedient and to sign and execute all the necessary documents, applications, forms, returns including but not limiting to filing of necessary forms with the Registrar of Companies for the purpose to give effect the aforesaid resolution.”

ITEM NO. 3: APPROVAL FOR THE BORROWING POWERS OF BOARD OF DIRECTORS FOR AN AMOUNT NOT EXCEEDING RS. 100 CRORE

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

“RESOLVED THAT pursuant to the provisions of Section 180(1)(c) read with section 179(3) (including any amendment thereto or re-enactment thereof) and other applicable provisions, if any, of the Companies Act 2013 and other relevant rules thereof and the Articles of Association of the Company consent of the members of the Company be and is hereby accorded to the Board of Directors/or any Committee of Directors thereof, to borrow at any time or from time to time in one or more series/ tranches, by obtaining secured/unsecured loans, secured / unsecured and/or convertible/non-convertible Debentures, bonds, overdraft facilities, lines of credit, commercial papers, securitization, external commercial borrowings or in any other forms from Banks, Financial Institutions, Insurance Companies, Mutual Funds or other Corporate/entity/entities or other eligible investors/lenders, including by way of availing credit limits through both Fund based and/or Non-Fund based limits, Bank Guarantee, Letter of Credit, etc. or by any other means as deemed fit by it, against the security of term deposits, movables, immovable or such other assets as may be required at any time or from time to time, any sum or sums of money(ies), whether in Indian or foreign currency, which together with monies already borrowed by the Company (apart from temporary loans obtained or to be obtained from the Company’s bankers in the ordinary course of business), exceeding the aggregate of paid-up share capital of the Company, its free reserves and Securities Premium, provided that the total amount so borrowed shall not at any time exceed Rs. 100 Crore.

RESOLVED FURTHER THAT the Common Seal of the Company be affixed in accordance with the provisions of Companies Act, 2013 and Articles of Association of the Company on any document, if required, for and on behalf of the Company.

RESOLVED FURTHER THAT the Directors of the Company be and are hereby severally authorized to sign, execute and submit all such papers, deeds and documents and to take such steps as may be deemed necessary for obtaining approvals, statutory, contractual or otherwise, in relation to the above and to settle all matters arising out of and incidental thereto, and generally to do all such acts, deeds, matters and things, including but not limiting to the power to sub-delegate the borrowing powers to any Committee of the Board, as may be necessary, proper, expedient or incidental for giving effect the aforesaid resolution.”

ITEM NO. 4: APPROVAL FOR THE POWER TO CREATE CHARGE ON THE ASSETS OF THE COMPANY TO SECURE BORROWINGS FOR AN AMOUNT NOT EXCEEDING RS. 100 CRORE

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

“**RESOLVED THAT** subject to the provisions of Section 180 (1)(a) and other applicable provisions, if any, of the Companies Act, 2013 and relevant rules made thereto including any statutory modifications or re-enactments thereof and in supersession of all the earlier resolutions passed in this regard and the Articles of Association of the Company consent of the members of the Company be and is hereby accorded to the Board of Directors/or any Committee of Directors thereof, to pledge, mortgage, hypothecate, securitization and/or create charge on all or any of the movable and / or immovable properties of the Company, and / or the interest held by the Company in all or any of the movable and / or immovable properties, both present and future and / or the whole or any part of the undertaking(s) of the Company of every nature and kind whatsoever and/or creating a floating charge in all or any movable and/ or immovable properties of the Company and the whole of the undertaking(s) of the Company to or in favour of banks, financial institutions, investors and any other lenders or debenture trustees to secure the amount borrowed by the Company or any third party from time to time for the due payment of the principal and/or together with interest, charges, costs, expenses and all other monies payable by the Company or any third party in respect of such borrowings provided that the aggregate indebtedness secured by the assets of the Company does not at any time exceed Rs. 100 Crore.

RESOLVED FURTHER THAT the Common Seal of the Company be affixed in accordance with the provisions of Companies Act, 2013 and Articles of Association of the Company on any document, if required, for and on behalf of the Company.

RESOLVED FURTHER THAT the Directors of the Company be and are hereby severally authorized to sign, execute and submit all such papers, deeds and documents and to take such steps as may be deemed necessary for obtaining approvals, statutory, contractual or otherwise, in relation to the above and to settle all matters arising out of and incidental thereto, and generally to do all such acts, deeds, matters and things, including but not limiting to the power to sub-delegate the said powers to any Committee of the Board, as may be necessary, proper, expedient or incidental to give effect the aforesaid resolution.”

By Order of the Board of Directors
For **Moneyboxx Finance Limited**

-- sd / --

(Radhika Garg)

Company Secretary & Compliance Officer
M. No. A36587

Date: 04.04.2019
Place: New Delhi

Registered Office:

523-A, Somdutt Chamber-II,
9, Bhikaji Cama Place,
New Delhi - 110066
CIN: L30007DL1994PLC260191
Website: www.dhanukacommercial.com
E-mail: info@dhanukacommercial.com
Tel.: 011-26171326

NOTES

1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT PROXY TO ATTEND AND ON A POLL TO VOTE INSTEAD OF HIMSELF AND A 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. Proxies in order to be effective, should be duly completed, stamped and must be deposited at the office of the Company's registrar & share transfer agent- MAS Services Limited having its office situated at T-34, 2nd Floor, Okhla Industrial Area, Phase-II, New Delhi-110020, not less than forty-eight hours before the time for commencement of the meeting or with the Company at its registered office.
2. Attached is a Proxy Form with instructions for filling, stamping, signing and depositing the Proxy Form.
3. An explanatory statement pursuant to Section 102 of the Companies Act, 2013, in respect of the business to be transacted as per notice, is annexed hereto.
4. Corporate members intending to send their authorized representatives to attend the meeting are requested to send to the Company a certified copy of the Board Resolution to the Company, authorizing their representative to attend and vote on their behalf at the meeting.
5. Members who hold shares in the Dematerialized form are requested to bring their Client ID and DP ID numbers for easy identification of attendance at the Meeting.
6. Members/Proxies are requested to bring their Attendance Slip while attending the Extra Ordinary General Meeting.
7. Members holding shares in demat form are requested to write their DP ID and Client ID and those holding Shares in Physical form are requested to write their Folio Numbers on the attendance slip for attending the meeting.
8. In case of joint holders attending the Meeting, only such joint holder who is higher in the order of names will be entitled to vote.
9. To support the 'Green Initiative', the members who have not registered their e-mail address are requested to register the same and to intimate the changes, if any in their address and e-mail-ID to the Company/or Registrar and Share Transfer Agent for better communication in future and as part of effective Corporate Governance.
10. Members may also note that this notice will be available on the Company's website: www.dhanukacommercial.com. Relevant documents referred to in the Notice and the accompanying Statement are open for inspection by the members at the Registered Office of the Company on all working days, during business hours up to the date of the Meeting. Additionally, copies of the relevant documents are available for inspection at the registered office of the Company at 523-A, Somdutt Chamber-II, 9, Bhikaji Cama Place, New Delhi - 110066 and will also be made available at the Meeting.
11. The Securities and Exchange Board of India (SEBI) has mandated the submission of copy of PAN card to the Company/Depository Participants as the case may be. Members holding shares in physical form should submit their PAN details to the Company/RTA.
12. In pursuance of the provisions of Section 108 of the Act and the Rules framed there under as amended from time to time, the Company is exempted from giving the Members, the facility to cast their vote electronically, through the remote e-voting services on the resolutions set forth in this Notice.
13. The investors may contact the Company Secretary for redressal of their grievances/queries. For this purpose, they may either write to her at the registered office address or e-mail their grievances/queries to the Company Secretary at the following e-mail address:, info@dhanukacommercial.com.
14. For the immediate reference, route map for reaching the venue of the Extra Ordinary General Meeting is attached.

ANNEXURE TO NOTICE

Explanatory Statement

[Pursuant to Section 102 of the Companies Act, 2013]

As required under Section 102 of the Companies Act, 2013, the following Explanatory Statement sets out the material facts relating to the business mentioned in the accompanying Notice.

ITEM NO. 1

The Company is required to identify the individuals and entities forming part of its “Promoter & Promoter Group” and “Public” shareholding and disclose them under various provisions of the Companies Act, 2013, Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (hereinafter referred as ‘Listing Regulations’), Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeover) Regulations, 2011, Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 and other applicable laws for the time being in force.

The members are being apprised that Regulation 31A of the Listing Regulations allows the listed Company for reclassification or modification of the existing status of individuals or entities from “Promoter & Promoter Group” to “Public” shareholding, subject to the approval of the shareholders and Stock Exchange and subject to the fulfillment of the conditions as provided in the applicable rules and regulations.

As the members are already aware that Pursuant to the Share Purchase Agreement executed and signed, between the Promoters of the Dhanuka Commercial Limited (“Company”) and “Moneyboxx Capital Private Limited” (hereinafter referred as “**the Acquirer**”), dated 14th June, 2018, the promoters of the Company had transferred their respective holding of specified securities in the name of the Acquirer and thereafter by virtue of such transfer and the subsequent open offer, the Acquirer has become the Holding Company of the Company (by virtue of holding 71.21% of the Equity Share Capital in the Company). It is also to be noted that the Reserve Bank of India (RBI) had accorded its approval for the said transfer of shares including the change of Management of the Company vide approval letter no. DNBS/CMS-V/N.831/05.04.111/2017-18 dated August 8, 2018.

In this regard, the Company had received letter(s) dated December 10, 2018 from the following individuals / entities (herein after referred to collectively and/or individually as ‘**Outgoing Promoters**’), belonging to the ‘Promoter & Promoter Group’ of the Company as per the shareholding pattern submitted to the stock exchange for the half year ended on September 30, 2018, requesting to make suitable application with BSE Limited (“Stock Exchange”) to declassify them from the Promoter Group.

S. No.	Name of the Outgoing Promoters	No. of share held as on date of this notice	% of holding
1.	Mr. Mahesh Kumar Dhanuka	Nil	0.00
2.	Ms. Madhu Dhanuka	Nil	0.00
3.	Ms. Vidya Devi Dhanuka	Nil	0.00
4.	CMA Infin Consultants Private Limited	Nil	0.00
5.	Talwaria Ploymers Private Limited	Nil	0.00
6.	Ms. Swati Dhanuka	Nil	0.00

It may be further noted that following are the pre-requisite for making application under these regulations i.e. the Outgoing Promoters:

1. Does not hold more than ten percent of the total voting rights in the listed entity;
2. Does not exercise control over the affairs of the Company directly or indirectly;
3. Does not have any special rights with respect to the Company through formal or informal arrangements including through any shareholder agreements;
4. Does not represent on the Board of Directors (including not having a nominee Director) of the Company;

It is further informed that the Outgoing Promoters had confirmed that none of them:

- holds any % in the share capital of the Company (either individually or in concert);
- have any direct or indirect control over the affairs of the Company;
- holds any Key Managerial position in the Company;
- have any representations on the Board of Directors in the Company;
- is engaged in any management or day to day affairs of the Company;
- have any influence on the decision taken by the Company;
- have any special right through formal or informal arrangements with the Company.

It is also informed that the Company had also received a letter from the Acquirer requesting itself to get classified as the Promoter of the Company. It is to be also noted that the Acquirer had also complied with the open offer under the provisions of Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011. As on date of this notice, the Acquirer holds 11923459 equity shares aggregating to 71.21% in the Share Capital of the Company and had accordingly become the Holding Company thereby becoming eligible to be categorized as the Promoter of the Company.

The Company shall be making a separate intimation to the BSE Limited about the reclassification of the Acquirer under the head 'Promoter & Promoter Group'.

In view of the explanations given by the Outgoing Promoters and the Acquirer in their respective letters and in consideration to the conditions as stipulated in Regulation 31A of the Listing Regulations, the Board of Directors of the Company at their meeting held on December 10, 2018 had reviewed, analyzed and considered the request letter(s) so received from Outgoing promoters and the Acquirer.

Post reclassification and declassification the following entity shall fall under the 'Promoter & Promoter Group' Category of the Company:

S. No.	Name of the Shareholders	No. of shares held	%
1.	Moneyboxx Capital Private Limited	11923459	71.21%

Further, in compliance with clause (c) of sub-regulation 3 of Regulation 31A of Listing Regulation:

- a) the public shareholding as on date of the notice fulfils the minimum public shareholding requirement of at least 25% and the proposed reclassification does not intend to increase the public shareholding to achieve compliance with the minimum public shareholding requirement;
- b) the trading of the shares of the Company have had not been suspended by the stock exchange at any period of time;
- c) as on date of this notice, no outstanding dues have been pending to the Board, the stock exchange or the depositories.

Further, in accordance with Regulation 31A of the Listing Regulations, the declassification requires the approval of the Stock Exchange, where the shares of the Company are listed. In terms of the procedure adopted by the Stock Exchange for granting such approval, the Stock Exchange, inter alia, requires that the Company obtain the consent of the Shareholders of the Company for declassification.

Accordingly, the Board recommends the resolution as set out at Item No. 1 of the Notice for approval by the Members of the Company as Ordinary Resolution.

None of the Directors, Key Managerial Person and their relatives, are in any way, concerned or interested, financially or otherwise, in the proposed resolution.

ITEM NO. 2

Presently, the Authorised Share Capital of the Company stands at Rs. 17,00,00,000/- (Rupees Seventeen Crore) divided into 1, 70,00,000 (One Crore Seventy Lakh) equity shares of Rs.10/- (Rupees Ten) each. The Paid-up Share Capital of the Company is Rs. 16,74,34,590 /- divided into 1,67,43,459_Equity Shares of Rs. 10/- each.

Now, in order to strengthen the capital base of the Company and to expand the business operations of the Company, the Company would require additional funds, hence it is proposed to increase the existing Authorised Share Capital of the Company from Rs. 17,00,00,000/- (Rupees Seventeen Crore) divided into 1,70,00,000 (One Crore Seventy Lakh) equity shares of Rs.10/- (Rupees Ten) each to Rs. 25,00,00,000/- (Rupees Twenty Five Crore) divided into 2,50,00,000 (Two Crore Fifty Lakh) equity shares of Rs. 10/- (Rupees Ten) each, by creation of additional 80,00,000 (Eighty Lakh) equity shares of Rs. 10/-(Rupees Ten) each ranking pari passu in all respects with the existing Equity Shares of the Company.

The increase in the Authorised Share Capital of the Company will also require consequential amendment in the Clause V of the Memorandum of Association of the Company.

Pursuant to Section 13 read with 61 and 64 of the Companies Act, 2013, the consent of the shareholders of the Company is required to the proposed increase in authorised share capital of the Company. Accordingly, the Board of Directors of the Company, vide its resolution passed at the meeting held on March 29, 2019 has proposed to increase the authorised share capital of the Company and seeks the approval of members for the same.

Accordingly, the Board recommends the resolution as set out at Item No. 2 of the Notice for approval by the Members of the Company as Ordinary Resolution.

None of the Directors, Key Managerial Person and their relatives, are in any way, concerned or interested, financially or otherwise, in the proposed resolution.

ITEM NO. 3

In order to meet the Company's existing and future financial requirements, which may arise on account of long term working capital requirement, capital expenditure or the expansion plan / program of the Company, the Company may require to raise further loans/ borrowings, at any time or from time to time in one or more series/ tranches, by obtaining secured/unsecured loans, secured / unsecured and/or convertible/non-convertible Debentures, bonds, overdraft facilities, lines of credit, commercial papers, securitization, external commercial borrowings or in any other forms from Banks, Financial Institutions, Insurance Companies, Mutual Funds or other Corporate/entity/entities or other eligible investors/lenders, including by way of availing credit limits through both Fund based and/or Non-Fund based limits, Bank Guarantee, Letter of Credit, etc. or by any other means as may be considered fit.

Pursuant to Section 180 of the Companies Act, 2013, the Board of Directors of the Company can borrow money, subject to the condition that the money to be borrowed, together with the money already borrowed (apart from the temporary loans obtained from the Company's bankers in the ordinary course of business) shall not exceed the aggregate, for the time being, of the paid-up capital and free reserves, that is to say, reserves not set apart for any specific purpose unless the consent of the Shareholders by way of Special Resolution has been accorded for a higher limit. Accordingly, consent of the Shareholders in a general meeting is required for the increase in the borrowing powers of the Board of Directors of the Company over and above the limits so specified.

Hence, in supersession of all the earlier resolutions passed in this regard, if any, it is proposed to seek the Shareholders approval for the borrowing limits to the Board of Directors/or any Committee of Directors thereof for an amount not exceeding Rs. 100 Crore.

Accordingly, the Board recommends the resolution as set out at Item No. 3 of the Notice for approval by the Members of the Company as Special Resolution.

None of the Directors, Key Managerial Person and their relatives, are in any way, concerned or interested, financially or otherwise, in the proposed resolution.

ITEM NO. 4

In order to secure the borrowings made / to be made by the Company, the Company may be required to pledge, mortgage, hypothecate, securitization and/or create charge in favour of the Lenders/Financial Institutions/Bodies Corporate/others, on all or any of the movable and / or immovable properties of the Company, and / or the interest held by the Company in all or any of the movable and / or immovable properties, both present and future and / or the whole or any part of the undertaking(s) of the Company.

Section 180(1)(a) of the Companies Act, 2013 provides for the power to the Board to sell, lease or otherwise dispose of the whole or substantially the whole of the undertaking of the Company subject to the approval of shareholders of the Company by way of Special Resolution in a General Meeting.

Hence, in supersession of all the earlier resolutions passed in this regard, if any, it is proposed to seek the Shareholders approval for the creation of charge/lien on all the present and/ or future assets of the company for an amount not exceeding Rs. 100 crore.

Accordingly, the Board recommends the resolution as set out at Item No. 4 of the Notice for approval by the Members of the Company as Special Resolution.

None of the Directors, Key Managerial Person and their relatives, are in any way, concerned or interested, financially or otherwise, in the proposed resolution.

By Order of the Board of Directors
For **Moneyboxx Finance Limited**

-- sd / --

(Radhika Garg)

Company Secretary & Compliance Officer
M. No. A36587

Date: 04.04.2019
Place: New Delhi

Registered Office:

523-A, Somdutt Chamber-II,
9, Bhikaji Cama Place,
New Delhi - 110066
CIN: L30007DL1994PLC260191
Website: www.dhanukacommercial.com
E-mail: info@dhanukacommercial.com
Tel.: 011-26171326

MONEYBOXX FINANCE LIMITED

(Formerly Dhanuka Commercial Limited)

Registered Office: 523-A, Somdutt Chamber-II 9, Bhikaji Cama Place New Delhi – 110066

CIN: L30007DL1994PLC260191 | Tel: 011-26171326 |

info@dhanukacommercial.com | www.dhanukacommercial.com |

ATTENDANCE SLIP

Members or their proxies are requested to present this form for admission, duly signed in accordance with their specimen signatures registered with the Company/Depositories.

Registered Folio No. /DP ID no. /Client ID no.:

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No. of Shares held

--	--	--	--	--	--	--	--	--	--

I certify that I am a member/proxy for the member of the Company.

I, hereby record my presence at the Extra Ordinary General Meeting of the Company held on Tuesday April 30, 2019 at 11.30 am at the registered office of the Company.

.....
Name of the member/ proxy
(in BLOCK letters)

.....
Signature of the member/ proxy

Note: Please fill up this attendance slip and hand it over at the entrance of the meeting hall. Members are requested to bring their copies of the Notice to the EGM.

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]

MONEYBOXX FINANCE LIMITED

(Formerly Dhanuka Commercial Limited)

Registered Office: 523-A, Somdutt Chamber-II 9, Bhikaji Cama Place New Delhi – 110066

CIN: L30007DL1994PLC260191 | Tel: 011-26171326 |

info@dhanukacommercial.com | www.dhanukacommercial.com |

Name of the member (s) :	:
Registered address :	:
E-mail Id :	:
Folio No/ Client Id :	:
DP ID :	:

I/We, being the member (s) of shares of the above named company, hereby appoint

- Name:
Address:
E-mail Id:
Signature :.....,or failing him

- Name:
Address:
E-mail Id:
Signature:.....,or failing him

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at Extra Ordinary General Meeting of the company, to be held on Tuesday April 30, 2019 at 11.30 am at the registered office of the Company and at any adjournment thereof in respect of such resolutions as are indicated below:

Resolution No.	Resolution
SPECIAL BUSINESS	
1.	Declassification of Promoters.
2.	Increase in Authorised Share Capital of the Company.
3.	Approval for the Borrowing powers of Board of Directors for an amount not exceeding Rs. 100 Crore.
4.	Approval for the power to create charge on the assets of the Company to secure Borrowings for an amount not exceeding Rs. 100 Crore.

Signed this.....day of, 2019

Signature of shareholder.....
Signature of Proxy holder(s).....

Affix Revenue Stamp of Re. 1/- and sign across
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Note:

- 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.
- 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 shareholder.
- Appointing a proxy does not prevent a member from attending the meeting in person if he so wishes.
- In the case of joint holders, the signature of any one holder will be sufficient, but names of all the joint holders should be stated.

ROUTE MAP FOR THE VENUE OF EGM

