

**NOTICE** is hereby given that the 2nd Extra-ordinary General Meeting of FY 2025- 2026 of the Members of RNFI Services Limited ('the Company') will be held on Friday, 30th day of January, 2026 at 11:00 A.M. (IST) through two-way Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM"), to transact the following business:

**Special Business:**

**ALTERATION OF THE OBJECT CLAUSE OF MEMORANDUM OF ASSOCIATION OF THE COMPANY.**

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

**"RESOLVED THAT** pursuant to the provisions of Section 13 and all other applicable provisions, if any, of the Companies Act, 2013 and Companies (Incorporation) Rules, 2014 (including any modification or re-enactment thereof from time to time), the approval of the members of the company be and is hereby accorded to alter the Main object clause of the Memorandum of Association of the Company by adding new clauses 3 (A)(7), 3 (A)(8) & 3 (A)(9) after clause 3 (A)(6) to the Memorandum of Association of the Company in the following manner:

**CLAUSE 3 (A)(7):**

To carry on the business of operating as a **Payment Aggregator and/or Payment Gateway**, including all categories of Payment Aggregators as defined under the **Reserve Bank of India (RBI) Guidelines on Regulation of Payment Aggregators and Payment Gateways**, and to undertake the activities of collecting, processing, facilitating, and settling payments on behalf of merchants or other entities, in accordance with and pursuant to the applicable **RBI guidelines and regulations** governing such business.

**CLAUSE 3 (A)(8):**

To establish and carry on the business of White Label ATM networks in terms of Payment and Settlement Systems Act, 2007, independently or in association with other service providers as a joint venture or otherwise.

**CLAUSE 3 (A)(9):**

To carry on the business of providing identity and address verification services, including Know Your Customer (KYC), Field Verification Representative (FVR) services for clients across various sectors (e.g., financial institutions, telecommunications, e-commerce etc.) as per Master Direction of KYC issued by RBI time to time.



011- 4920 - 7777



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**RNFI SERVICES LIMITED**

(Formerly Known as RNFI Services Pvt. Ltd.)

UG-5, Relipay House, Plot No - 42, DLF  
Industrial Area, Kirti Nagar, New Delhi - 110015

CIN NO - L74140DL2015PLC286390



**RESOLVED FURTHER THAT** any of the Director of the Company or the Company Secretary of the Company be and are hereby severally authorized to do all such acts, deeds, matters and things as may be deemed proper, necessary, or expedient, including filing the requisite forms with Ministry of Corporate Affairs or submission of documents with any other authority, for the purpose of giving effect to this Resolution and for matters connected therewith or incidental thereto and to settle all questions, difficulties or doubts that may arise in this regard at any stage without requiring the Board to secure any further consent or approval of the Members of the Company to the end and intent that the Members shall be deemed to have given their approval thereto expressly by the authority of this resolution.

**For and on behalf of  
RNFI Services Limited**

**Mohit Chauhan  
Company Secretary and Compliance Officer**

**Date: 7 January, 2026  
Place: New Delhi**

**Registered Address: UG-5, Relipay House, Plot No. 42,  
DLF Industrial Area, Kirti Nagar, West Delhi  
New Delhi-110015**



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**NOTES:**

1. The Statement pursuant to Section 102 of the Companies Act, 2013 (“Act”) in respect of the above items of the accompanying Notice, is annexed hereto. Further, disclosures in relation to above Items of the Notice, as required under the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”) and ‘Secretarial Standard 2 on General Meetings’ issued by the Institute of Company Secretaries of India (“SS-2”) forms an integral part of this Notice.

2. The Ministry of Corporate Affairs (“MCA”) vide its General Circular No. 03/2025 dated September 22, 2025 read with circulars issued earlier on the subject (“MCA Circulars”) and SEBI vide its Circular No. SEBI/HO/CFD/CFD-PoD2/P/CIR/2024/133 dated October 3, 2024 read with the circulars issued earlier on the subject (“SEBI Circulars”), have permitted to conduct the Extra- ordinary General Meeting (“EGM”) virtually, without physical presence of Members at a common venue.

3. In compliance with the MCA Circulars and SEBI Circulars, the provisions of the Act and the SEBI Listing Regulations, the EGM of the Company is being held virtually.

4. The Notice together with the explanatory statement convening this EGM is being sent by electronic mode to those Members whose e-mail address is registered with the Company/Depositories, unless a member has specifically requested for a physical copy of the same. Members may kindly note that the Notice together with the explanatory statement convening this EGM will also be available on the Company’s website [www.rnfiservices.com](http://www.rnfiservices.com), website of the Stock Exchange i.e. NSE Limited (NSE) at [www.nseindia.com](http://www.nseindia.com) and on the website of National Securities Depository Limited (NSDL) at [www.evoting.nsdl.com](http://www.evoting.nsdl.com). The Company will also publish an advertisement in the newspapers containing details of the EGM and other relevant information for Members viz. manner of registering e-mail Id., Cut-off date for e-voting etc.

Since this EGM is held through Video Conference/ Other Audio Visual Means (“VC/OAVM”), route map to the venue is not required and therefore, the same is not annexed to this Notice.

Members attending the meeting through VC/OAVM shall be reckoned for the purpose of quorum under Section 103 of the Act. Members holding equity shares as on Friday, 23rd January, 2026 (“Cut-off date”) may join the EGM anytime 30 minutes before the scheduled time by following the procedure outlined in the Notice. A person who is a Member as on the Cut-off date shall be eligible to attend and vote on resolution proposed at the EGM. Any person who is not a Member as on the Cut-off date shall treat this Notice for informational purpose only.



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Attendance through VC/OAVM is restricted and hence, Members shall be eligible to join 286390

meeting on first come-first-serve basis. However, attendance of Members holding more than 2% of the paid-up equity share capital, Institutional investors, Directors, Key Managerial Personnel, and Auditors will not be restricted on first- come-first serve basis.

5. Members of the Company are advised to nominate a person pursuant to Section 72 of the Act read with SEBI Circular, in whom the shares held by him/her/them shall vest in the unfortunate event of his/her/their death. Members holding shares in dematerialized form may file their nomination directly with their respective Depository Participant. If a member desires to opt out or cancel the earlier nomination and record a fresh nomination, he/she/they may submit the same in Form SH-14. The said forms can be downloaded from the Company's website i.e. [www.rnfiservices.com](http://www.rnfiservices.com)

6. Members are requested to intimate changes, if any, pertaining to their name, postal address, e-mail address, telephone/mobile numbers, Permanent Account Number (PAN), mandates, nominations, bank details such as, name of the bank and branch details, bank account number, MICR code, IFSC code, etc.

Members holding shares in electronic form should notify any change in their e-mail address, mailing address including pin code, bank details, residential status etc. directly to their respective Depository Participants only and not to the Company's RTA. Changes intimated to the Depository Participant will then be automatically reflected in the Company's records, which will help the Company and its RTA to provide efficient and better service to the Members.

### **Appointment of Proxy and Attendance Slip:**

1. Since the EGM is being held through VC/OAVM in accordance with the MCA Circulars, physical attendance of Members has been dispensed with. Accordingly, the facility of appointment of proxy would not be available to the Members for attending the EGM, and therefore, proxy form and attendance slip are not annexed to this Notice.

2. The Company has appointed Mr. Umesh, Practicing Company Secretary (Membership No. 61801) of M/s. Umesh & Associates, Company Secretaries, as the Scrutinizer for scrutinizing the remote e-voting process as well as voting at the EGM in a fair and transparent manner.



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3. Corporate shareholders/institutional shareholders intending to send their authorized representative(s) to attend / vote at the EGM are requested to send from their registered e-mail address, scan copy of the relevant Board Resolution/ Authority Letter, etc. authorizing their representative(s) to attend / vote, to the Scrutinizer on his e-mail ID at [umeshgoyal4004@gmail.com](mailto:umeshgoyal4004@gmail.com) with a copy marked to [evoting@nsdl.com](mailto:evoting@nsdl.com) and [cs@rnfiservices.com](mailto:cs@rnfiservices.com).

### **Electronic dissemination of the EGM Notice:**

Notice of the EGM is being sent only through electronic mode to those Members whose names appear in the Register of Members/list of beneficial owners as furnished by the Depositories i.e. National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) as at the end of 02<sup>nd</sup> January, 2026 and have their email addresses registered with the Company/Depositories.

Members may note that Notice of the EGM will also be available on the Company's website [www.rnfiservices.com](http://www.rnfiservices.com), website of the Stock Exchange i.e. NSE Limited at [www.nseindia.com](http://www.nseindia.com) and also on the website of the Registrar & Transfer Agent at [www.skylinerta.com](http://www.skylinerta.com)

### **E-Voting**

1. In accordance with the provisions of Section 108 of the Act read with Rule 20 of the Companies (Management and Administration) Rules, 2014, SS-2 and Regulation 44 of the SEBI Listing Regulations, the Company has extended the facility of voting through electronic means including 'Remote e-voting' (e-voting other than at the EGM) to transact the business mentioned in the Notice convening the EGM.

2. Necessary arrangements have been made by the Company to facilitate 'Remote e-voting' as well as e-voting at the aforementioned EGM. Members shall have the option to vote either through remote e-voting (during the remote e-voting window) or at the EGM.

3. Voting rights of Members shall be reckoned on the paid-up value of equity shares registered in their name as on the Cut-off date.

4. Members 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, shall be entitled to avail the facility of remote e-voting or e-voting at the EGM, as the case may be.



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5. The procedure for e-voting on the day of the EGM is identical to Remote e-voting instructions as outlined in this Notice.

6. Any person who becomes a Member of the Company after dispatch of the Notice and holds equity shares as on the Cut-off date can vote by following the procedure for e-voting, as outlined in the Notice.

7. Members present at the EGM and who have not cast their vote on resolution set out in the Notice convening the EGM through remote e-voting and who are not otherwise barred from doing so, shall be allowed to cast their vote through e-voting facility during the EGM.

8. However, Members who have exercised their right to vote during the Remote e-voting period may attend the EGM but shall not be entitled to cast their vote again.

9. Once the vote on a resolution is cast, Member shall not be allowed to change the same subsequently or cast vote again.

10. Members can opt for only one mode of voting i.e. either through Remote e-voting or e-voting at the EGM. If a Member cast votes by both modes, then voting done through Remote e-voting shall prevail.

11. In case of joint holders attending the EGM, only such joint holder who is higher in the order of names as per the Company's records, will be entitled to cast vote.

### **Inspection of documents:**

The statutory registers maintained under Section 170 and Section 189 of the Act and other documents referred in the Notice convening this EGM shall be made available for inspection by Members during the remote e-voting period and during the proceedings of the EGM. Members may seek inspection of documents by accessing to the NSDL e-voting platform at [www.evoting.nsdl.com](http://www.evoting.nsdl.com) during the aforementioned period.



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## **Speaker registration/facility for non-speakers:**

### **Process:**

1. Registration as speaker at the EGM, Members who wish to raise query at the EGM may register themselves as 'Speaker' by sending request to the said effect from their registered e-mail address, to e-mail ID: [cs@rnfiservices.com](mailto:cs@rnfiservices.com) quoting their name, DP Id. and Client Id./Folio number, on or before 26th January, 2026.
2. The Company reserves the right to restrict the number of questions and/or number of speakers during the EGM, depending upon availability of time and for smooth conduct of the meeting.
3. However, the Company will endeavor to respond to the questions which have remained unanswered during the meeting to the respective shareholders. After conclusion of the meeting, the Scrutinizer will submit the report on votes cast in favour or against and invalid votes, if any, to the Chairman or any other person authorized by him, who shall countersign the same, and the result of the voting will be declared within the time stipulated under the applicable laws.

The voting results along with the Scrutinizer's report, will be hosted on the Company's website, [www.rnfiservices.com](http://www.rnfiservices.com) website of NSDL, [www.evoting.nsdl.com](http://www.evoting.nsdl.com), displayed on the Notice Board of the Company at the Registered Office and will be simultaneously forwarded to the Stock Exchange i.e. NSE Limited.

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

The remote e-voting period begins on 27<sup>th</sup> January, 2026 at 09:00 A.M. and ends on 29<sup>th</sup> January, 2026 at 05:00 P.M. 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. 23<sup>rd</sup> January, 2026 may cast their vote electronically. The voting right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date, being 23<sup>rd</sup> January, 2026.



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### **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 <b>IDeAS</b> user can visit the e-Services website of NSDL Viz. <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a> either on a Personal Computer or on a mobile. On the e-Services home page click on the “ <b>Beneficial Owner</b> ” icon under “ <b>Login</b> ” which is available under ‘ <b>IDeAS</b> ’ 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 “ <b>Access to e-Voting</b> ” under e-Voting services and you will be able to see e-Voting page. Click on company name or <b>e-Voting service provider i.e. NSDL</b> and you will be re-directed to e-Voting website of NSDL for casting your vote



	<p>during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</p> <ol style="list-style-type: none"> <li>If you are not registered for IDeAS e-Services, option to register is available at <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a>. Select “<b>Register Online for IDeAS Portal</b>” or click at <a href="https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp">https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp</a></li> <li>Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <a href="https://www.evoting.nsdl.com/">https://www.evoting.nsdl.com/</a> 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 <b>e-Voting service provider i.e. NSDL</b> 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 &amp; voting during the meeting.</li> <li>Shareholders/Members can also download NSDL Mobile App “<b>NSDL Speede</b>” facility by scanning the QR code mentioned below for seamless voting experience.</li> </ol> <div style="text-align: center;"> <p><b>NSDL Mobile App is available on</b></p> <div style="display: flex; justify-content: space-around; align-items: center;"> <div style="text-align: center;">  <p>App Store</p> </div> <div style="text-align: center;">  <p>Google Play</p> </div> </div> <div style="display: flex; justify-content: space-around; align-items: center; margin-top: 10px;">   </div> </div>
<p>Individual Shareholders holding securities in demat mode with CDSL</p>	<ol style="list-style-type: none"> <li>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 <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on login icon &amp; New System Myeasi Tab and then user your existing my easi username &amp; password.</li> </ol>



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	<ol style="list-style-type: none"> <li>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 &amp; 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.</li> <li>If the user is not registered for Easi/Easiest, option to register is available at CDSL website <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on login &amp; New System Myeasi Tab and then click on registration option.</li> <li>Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on <a href="http://www.cdslindia.com">www.cdslindia.com</a> home page. The system will authenticate the user by sending OTP on registered Mobile &amp; 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.</li> </ol>
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.

**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.



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**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 <a href="mailto:evoting@nsdl.com">evoting@nsdl.com</a> or call at 022 - 4886 7000
Individual Shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at <a href="mailto:helpdesk.evoting@cdslindia.com">helpdesk.evoting@cdslindia.com</a> 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:
a) For Members who hold shares in demat account with NSDL.	8 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*****.



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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](http://www.evoting.nsdl.com).
  - Physical User Reset Password?** (If you are holding shares in physical mode) option available on [www.evoting.nsdl.com](http://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](mailto: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.



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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 [umeshgoyal4004@gmail.com](mailto:umeshgoyal4004@gmail.com) with a copy marked to [evoting@nsdl.com](mailto:evoting@nsdl.com). Institutional shareholders (i.e. other than individuals, Hv UF, 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.



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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](http://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](http://www.evoting.nsdl.com) or call on.: 022 - 4886 7000 or send a request to Ms. Pallavi Mhatre at [evoting@nsdl.com](mailto: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 [cs@rnfiservices.com](mailto:cs@rnfiservices.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) to ([cs@rnfiservices.com](mailto:cs@rnfiservices.com)). If you are an Individual shareholder 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](mailto: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.



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**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.
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 [cs@rnfiservices.com](mailto:cs@rnfiservices.com). The same will be replied by the company suitably.



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### **Explanatory statement pursuant to Section 102 of the Companies Act, 2013**

#### **ITEM: Alteration of Object Clause in Memorandum of Association of the company**

In order to make the main object clause of the Memorandum of Association comprehensive it is proposed to alter the main object clause of the Memorandum of Association of the Company.

The current main object of the company is:

1. To carry on the business of online shopping of consumer and other goods, internet advertising and marketing, creating virtual malls, stores, shop creating shopping catalogues, providing secured payment processing, net commerce, online ticketing services, recharges, bill payments and other payments types through online mode payments from online portal to merchants, travel agency, collection of school / institute fee cash collection center for different services which is online, solutions for business to business and business to consumers, online trading in and outside India or any other business in another manner as may be decided.
2. To carry on the business of providing solutions and services related to web-technologies internet and e-commerce, including to design, develop, maintain, operate, own, establish install, host, provide, create, facilitate, supply, sale, purchase, licence or otherwise deal internet portals, internet networks, media portals, internet solutions, internet gateways, internet service providers, ecommerce, website designing, web based and web enabled services and applications, commerce service provider, commerce solutions, e-commerce platforms, commerce education, e-commerce technologies and -business solutions.
3. To setup and carry on the business & render services related to Education Empowerment, Employment, Technical, Financial, Non-Financial Advisor, Consultancy, Supervision, Business Correspondent Services/Business Facilitator Services in terms of RBI specifications, Financial literacy activities including BC/BF Agent Empowerment, etc. and for all incidental and/or ancillary matters and/or activities which are relating to activity for any person, organization, company, body, entity, etc. whether governmental, nongovernmental, semi-governmental, private or otherwise whether the same is presently known or not and to invest in such business.
4. To act as collection agency, debt recovery agency for bankers, financiers and financial institutions and others and to recover money on their behalf by employing servants, agents, representatives, and others, to recover money advanced, amount outstanding on credit card facilities and term loans etc.



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5. To carry on the business at any place in India and abroad for providing services, to individuals, firms, banks, financial institutions, bodies corporate, of cash management and allied services including but not limited to pick up, transportation, processing, bulk movement, storage and management of cash, and to operate and maintain Dedicated Cash Van Services with full set of Crew Members, Driver and Armed Guards for the transportation of cash, valuables, and other related goods and to provide In-Transit Movement Services for cash, valuables, and bullions using Leased Vans ensuring secure transportation and handling in accordance with the industry standards. To provide Armed and Unarmed Security personnel/Back-office support staff to the Banks/Financial Institutions, Jewelry Merchants etc. To set up and monitor e-surveillance systems to various organizations. To provide vault management services by setting up, operating and offering storage centers, warehouses, vaults, chests, strong rooms, etc. for all type of goods, cash and valuables, and providing vaults on rent and selling of vaults, to build and operate currency chests and to carry on the business of deploying and performing outsourced managed services, ATM Replenishment, ATM management, including but not limited to drop box clearance services, sale, purchase and supply of ATMs etc. To Provide services of Doorstep banking including but not limited to picking up, transporting and delivering cash/ cheques/ demand drafts/ cheque books, high value metals, stones, valuable documents & all types of cards having a monetary value. Cash Processing such as sorting for good and soiled currencies, notes and coins of various denominations and development of intellectual property in the area of currency management.
6. To carry on the business of trading, import, export of all kinds of gold & Silver including gold coin, jewelry, ornaments, precious & semi-precious stones & metals, including their trade, deal with, manage, purchase or otherwise acquire and sell. To deal, trade and establish showroom, shop for trading of goods for the business above.

**The company proposes to add the following clauses to the main objects:**

7. To carry on the business of operating as a **Payment Aggregator and/or Payment Gateway**, including all categories of Payment Aggregators as defined under the **Reserve Bank of India (RBI) Guidelines on Regulation of Payment Aggregators and Payment Gateways**, and to undertake the activities of collecting, processing, facilitating, and settling payments on behalf of merchants or other entities, in accordance with and pursuant to the applicable **RBI guidelines and regulations** governing such business.
8. To establish and carry on the business of White Label ATM networks in terms of Payment and Settlement Systems Act, 2007, independently or in association with other service providers as a joint venture or otherwise.
9. To carry on the business of providing identity and address verification services, including Know Your Customer (KYC), Field Verification Representative (FVR) services for clients across various sectors (e.g., financial institutions, telecommunications, e-commerce etc.) as per Master Direction of KYC issued by RBI time to time.

The Board of Directors at its meeting held on 7<sup>th</sup> January, 2026 had approved the alteration of the MOA of the Company and the Board now seeks Members' approval for the same.

The proposed alteration of object clause requires the approval of shareholders through Special Resolution pursuant to the provisions of Section 13 of the Companies Act, 2013.

A copy of the proposed MOA of the Company will be available for inspection in electronic mode. Members can inspect the same by sending an email to [cs@rnfiservices.com](mailto:cs@rnfiservices.com) till the date of the EGM.

None of the Directors, Key Managerial Persons (KMPs) of the Company or any relatives of such Director or KMPs, shall be considered to be concerned or interested in the proposed Special Resolution.

The Board recommends the Special Resolution set forth in Item of the Notice for approval of the Members.

**For and on behalf of  
RNFI Services Limited**

**Mohit Chauhan  
Company Secretary and Compliance Officer**

**Date: 7<sup>th</sup> January, 2026  
Place: New Delhi**

**Registered Address: UG-5, Relipay House, Plot No. 42,  
DLF Industrial Area, Kirti Nagar, West Delhi  
New Delhi-110015**



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