

POSTAL BALLOT NOTICE

[Pursuant to Section 110 of the Companies Act, 2013 read with Rule 22 of the Companies (Management and Administration) Rules, 2014]

To,
The Member(s),

NOTICE is hereby given, pursuant to the provisions of Section 110 and other applicable provisions, if any, of the Companies Act, 2013 ("the **Act**"), read with Rule 20 (as applicable) and Rule 22 of the Companies (Management and Administration) Rules, 2014 ("the **Rules**"), Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing **Regulations**") and other applicable laws and regulations, if any, including any statutory modification or re-enactment(s) thereof for the time being in force that the resolution appended below is proposed as a Special Resolution to be passed by the members of Supra Pacific Financial Services Limited (formerly Supra Pacific Management Consultancy Limited) (the "Company") by postal ballot by way of remote voting by electronic means ("E-voting"/ "Remote e-voting"). The explanatory statement pertaining to the proposed resolution setting out the material facts concerning the resolution and reasons thereof, is annexed hereto with this Postal Ballot Notice for your consideration.

For the purpose of postal ballot / e-voting process, the Company has availed services of Central Depository Services (India) Limited (CDSL).

Further, the Board of Directors in compliance with Rule 22(5) of the Rules, has appointed Mr. Vivekkumar (M.No. F9353; CP No. 11036), Practicing Company Secretary Partner of M/s. DV & Associates as the Scrutinizer ("Scrutinizer") for conducting the postal ballot / e-voting process in a fair and transparent manner.

The Scrutinizer will submit his report to the Chairman of the Company (the "Chairman") or to any other person authorized by the Chairman after completion of scrutiny of the e-voting for declaration of results. The result of the postal ballot shall be declared on or before 01.06.2024 and communicated to the stock exchanges in accordance with the Listing Regulations and shall also be displayed on the Company's website, viz., www.suprapacific.com and the website of e-voting agency www.cdslindia.com.

SPECIAL BUSINESS

1. Alteration of Object Clause of the Memorandum of Association of the Company

To consider and if thought fit, to pass following resolution as a **Special Resolution**:

"RESOLVED THAT pursuant to the provisions of Sections 4, 13 and other applicable provisions, if any, of the Companies Act, 2013 (the "Act") read with applicable rules made thereunder, including any statutory modification(s) or re-enactment(s) thereto for the time being in force, and subject to the necessary approvals, consents, permissions and sanctions required, if any, by the Registrar of Companies, and / or any other appropriate authorities and subject to such terms, conditions, amendments or modifications as may be required or advised by any such appropriate authority(ies), the consent of Members of the Company be and is hereby accorded by the Board to amend the Objects clauses of the Memorandum of Association ("MoA") of the Company by inserting following paragraphs respectively Under Clause III A after paragraph number 2 of Clause III A:"

"To carry on the business of a lending company and finance company, leasing company, hire purchase company, Micro Finance Company and to undertake and or arrange or syndicate all types of business relating to financing of consumers, individuals, industry or Corporates, for all kinds of vehicles, aircrafts, ships, machinery, plants, two-wheelers, tractors and other farm equipments, consumer durables, equipment, renewable energy equipment/infrastructure, construction equipment, housing equipment, capital equipment, office equipment, their spares and components, real estate, infrastructure work or activity, including used/refurbished products, computers, movable and immovable properties, providing loans for any purpose against pledge of gold including household and/or used gold jewellery or against stock and machinery or without securities as well; to engage in all forms of securitization, installment sale and/or deferred sale relating to goods or materials, Undertaking of the above mentioned activity shall be subject to specific approval from RBI and compliance with the regulations issued by RBI.

to finance by way of discounting Bills of Exchange, to purchase the book debts and receivables of companies and to lend or give credit against the same;

to undertake real estate business, to borrow, to transact business as promoters, financiers, monetary agents, to carry on the business of a company established with the object financing enterprise; Undertaking of the above mentioned activity shall be subject to specific approval from RBI and compliance with the regulations issued by RBI.

to arrange or provide financial and other facilities independently or in association with any person, Government, Financial Institutions, Banks, Industrial Companies or any other agency, in the form of lending or advancing money by way of loan, working capital finance, refinance, project finance, MSME loans, Corporate Loans or in any other form, whether with or without security, to institutions, bodies corporate, firms, associations, societies, trusts, persons, authorities, industrial enterprises and to arrange or provide facilities for the purposes of infrastructure development work or for providing infrastructure facilities or engaging in infrastructure activities; Undertaking of the above mentioned activity shall be subject to specific approval from RBI and compliance with the regulations issued by RBI.

to carry on the business of Micro Finance as a tool for the empowerment of under privileged women, as per the directions of regulators, to low income rural and urban households forming joint liability groups or otherwise.

Undertaking of the above activities shall be subject to specific approval from RBI and compliance with the regulations issued by RBI.

(a) to carry on the business of promotion and mobilization of capital, to manage capital and investment, to act as a discount and acceptance house and purchase, finance, re-finance, co-accept, discount and re-discount bills of exchange(s) or any other kind of trade or financial bills or credit instruments, to borrow / acquire funds by way of issue of either or all types and kinds of debentures, bonds, warrants, commercial papers, securities; Undertaking of the above mentioned activity shall be subject to specific approval from RBI and compliance with the regulations issued by RBI.

(b) to raise and provide venture capital and promote or finance the promotion of joint stock companies, to invest in, to underwrite, to manage the issue of, and to trade in their shares, bonds, warrants, commercial papers, debentures or other securities and to provide long term finance on such terms and conditions as the company may deem fit. Undertaking of the above mentioned activity shall be subject to specific approval from RBI and compliance with the regulations issued by RBI.

(c) To act as or carry on the business of consultants, advisers, managers, experts and technical collaborators in matters pertaining to, without prejudice to the generality of the foregoing, portfolio management services, syndication of loans, counselling and tie-up for project and working capital, finance, syndication of financial arrangements whether in domestic or international markets, wealth management, infrastructure finance, corporate re-structuring, corporate planning & strategic planning, foreign currency lending or borrowing, project planning and feasibility, investment counselling, setting up of joint ventures, finances, management, marketing of financial and money market instruments and products, prospecting and projecting of businesses and valuation of undertakings, business concerns, assets, concessions, properties or rights or any other business area and to employ experts for any of these purposes. Undertaking of the above mentioned activity shall be subject to specific approval from RBI and compliance with the regulations issued by RBI.

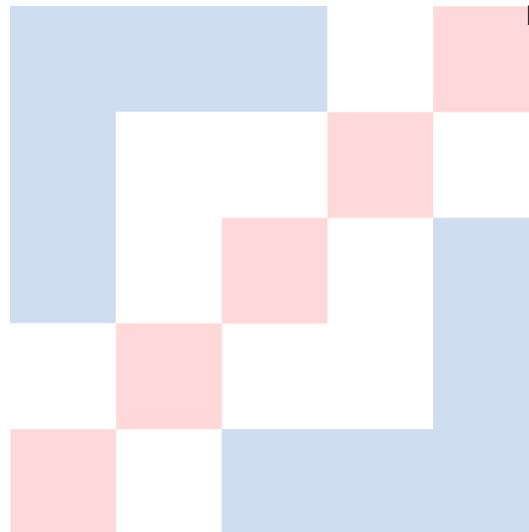
1. To carry on the business of Investment/finance Company in all its branches and to invest, sell, purchase, exchange, surrender, extinguish, relinquish, subscribe, acquire, undertake, underwrite, hold, auction, convert or otherwise deal in any shares, stocks, debentures, debenture stock, bonds, negotiable instruments, hedge instruments, warrants, certificates, premium notes, treasury Bills, obligations, inter corporate deposits, call money deposits, public deposits, commercial papers, options futures, money market securities, marketable or non marketable securities, derivatives and other instruments and securities issued, guaranteed or given by any government, semi-government, local authorities, public sector undertakings, companies, corporations, co-operative societies, trusts, funds, State, Dominion sovereign, Ruler, Commissioner, Public body or authority, Supreme, Municipal, Local or otherwise and other organizations / entities persons and to acquire and hold controlling and other interests in the securities or loan capital of any issuer, company or companies. Undertaking of the above mentioned activity shall be subject to specific approval from RBI and compliance with the regulations issued by RBI.
2. To act as corporate agents of life and general insurance companies to distribute products of life, health and general insurance, act as banking correspondents, to distribute products of mutual funds, sales promotion and marketing of any other financial products as may be permitted by Reserve Bank of India or subject to approval by any other regulator as may be prescribed from time to time. Undertaking of the above mentioned activity shall be subject to specific approval from RBI and compliance with the regulations issued by RBI.
3. To carry on business of marketing and distribution of financial, savings and investment products of corporates, banks, financial institutions, insurance companies, mutual funds and other entities and also marketing and distribution of co-branded debit / credit cards, wallet services etc. as permitted by regulators. Undertaking of the above mentioned activity shall be subject to specific approval from RBI and compliance with the regulations issued by RBI.
4. To carry on business/ referral with other banks or Financial Institutions as permitted by the Reserve Bank of India or other regulators."

"RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, the Board of Directors of the Company (the "Board" which term shall be deemed to include its Committees also) be and is hereby authorized to do all such acts, deeds, matters and things, deal with such matters, take necessary steps in the matter as the Board may in its absolute discretion deem necessary, desirable or expedient and to settle any question that may arise in this regard and incidental thereto, and accede to such modifications and alterations to the aforesaid resolution as may be suggested by the Registrar of Companies, without requiring the Board to secure any further consent or approval of the Members of the Company and that the Members of the Company are hereby deemed to have given their approval thereto expressly by the authority of this resolution and acts and things done or caused to be done shall be conclusive evidence of the authority of the Company for the same."

**By the order of the Board
For Supra Pacific Financial Services Limited
Sd/-**

**Leena Yezhuvath
Company Secretary
Membership No. – A61387**

**Place: Kochi
Date: April 24, 2024**



NOTES:

1. Statement pursuant to Section 102(1) of the Companies Act, 2013 ("Act"), in respect of the Special Business to be transacted is annexed hereto.
2. The Postal Ballot Notice is being sent only by email to all the Members, whose names appear on the Register of Members/List of Beneficial Owners as received from National Securities Depository Limited ('NSDL') and Central Depository Services(India) Limited ('CDSL') as on Friday, 26.04.2024 (the 'cut-off date') and who have registered their email addresses in respect of electronic holdings with the Depository through the concerned Depository Participants and in respect of physical holdings with the Company's Registrar and Share Transfer Agent, Purva Shareregistry (India) Private Limited ("RTA").
3. In compliance with the provisions of Section 108 of the Act, read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended from time to time, Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, (SEBI Listing Regulations) and in terms of SEBI vide circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020 ('SEBI Circular'), the Members are provided with the facility to cast their vote electronically, through the e-Voting services provided by Central Depository Services Limited (CDSL), on all the resolutions set forth in this Notice.
4. The Postal Ballot Notice along with Postal Ballot Form containing the process and instructions is being sent to all the Members, whose names appear in the Register of Members / list of beneficial owners as received from National Securities Depository Limited ('NSDL') / Central Depository Services (India) Limited ('CDSL') on April 26, 2024.
5. Members whose names appear on the Register of Members / List of Beneficial Owners as on Friday, April 26, 2024, will be considered for the purpose of voting. A person who is not a Member as on Friday, April 26, 2024 i.e. the 'cut-off date for reckoning voting rights should treat this Notice for information purpose only. Members may note that the Postal Ballot Notice will be available on the Company's website www.suprapacific.com, websites of the Stock Exchanges i.e. BSE Limited at www.bseindia.com, and on the website of CDSL, the e-Voting Service Provider (ESP).
6. The Board of Directors have appointed CS Vivek Kumar, Partners, M/s. DV & Associates, Practising Company Secretaries, as Scrutinizer for conducting voting process in a fair and transparent manner.
7. Members who wish to vote through Physical Form may download the Postal Ballot Form from the link provided in the e-mail or from the link in the website and send the duly completed and signed Postal Ballot Form to the Scrutinizer by post or courier at Shri CS

8. Members may vote on the postal ballot from Wednesday, May 1, 2024 to Thursday, May 30, 2024. In terms of the requirements of SEBI Circular, the e-voting period begins at 09.00 A.M. (IST) on Wednesday, May 1, 2024 and ends at 5.00 P.M. (IST) Thursday, May 30, 2024. Thereafter, the e-voting module shall be disabled by CDSL.
9. Pursuant to SEBI Circular, e-Voting process has been enabled to all the individual demat account holders, by way of single login credential, through their demat accounts/websites of Depositories/Depository Participants (DPs) in order to increase the efficiency of the voting process.
10. Individual demat account holders would be able to cast their vote, thereby not only facilitating seamless authentication but also ease and convenience of participating in e-Voting process. Shareholders are advised to update their mobile number and e-mail ID with their DPs to access e-Voting facility.
11. Kindly note that the Members can opt for only one mode of voting, i.e. either by physical postal ballot or by e-voting. If you are opting for e-voting, then do not vote by physical postal ballot also and vice versa. In case Members cast their vote by both physical postal ballot and e-voting, it may be noted that vote cast by them by e-voting shall prevail and votes cast through physical postal ballot will be treated as invalid.
12. The Scrutiniser will submit his report after completion of the scrutiny on or before 5.00 P.M. on Saturday, June 1, 2024 and the results of the voting by postal ballot (including voting through electronic means) will be declared on or before 5.00 P.M. on Saturday, June 1, 2024. The results along with the Scrutiniser's report shall be available on Company's website, www.suprapacific.com and shall also be communicated to the Stock Exchanges.
13. The resolution shall be taken as passed on the last date specified by the Company for receipt of duly completed postal ballot form and e-voting.
14. Voting rights shall be reckoned on the paid-up value of shares registered in the name of the Member as on Friday, April 26, 2024. Members can vote for their entire voting rights as per their discretion.
15. Relevant documents referred to in the accompanying notice are open for inspection by the Members at the Registered Office of the Company on all working days.

- (i) The Voting period begins on Wednesday, 01.05.2024 at 9.00 a.m. and ends on Thursday 30.05.2024 at 5:00 p.m. During this period, shareholders of the Company holding shares either in physical form or in dematerialized form as on the cut-off date 26.04.2024 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- (ii) Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.
- (iii) Pursuant to SEBI Circular No. **SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09.12.2020**, under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholders/retail shareholders is at a negligible level.

Currently, there are multiple e-voting service providers (ESPs) providing e-voting facility to listed entities in India. This necessitates registration on various ESPs and maintenance of multiple user IDs and passwords by the shareholders.

In order to increase the efficiency of the voting process, pursuant to a public consultation, it has been decided to enable e-voting to **all the demat account holders, by way of a single login credential, through their demat accounts/ websites of Depositories/ Depository Participants**. Demat account holders would be able to cast their vote without having to register again with the ESPs, thereby, not only facilitating seamless authentication but also enhancing ease and convenience of participating in e-voting process.

- (iv) In terms of **SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 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.

Pursuant to aforesaid SEBI Circular, Login method for e-Voting and joining virtual meetings **for Individual shareholders holding securities in Demat mode** is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with CDSL	<ol style="list-style-type: none"> 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 URL for users to login to Easi / Easiest are https://web.cdslindia.com/myeasi/home/login or visit www.cdslindia.com and click on Login icon and select New System Myeasi. 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 i.e. CDSL/NSDL/KARVY/LINKINTIME, 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 https://web.cdslindia.com/myeasi/Registration/EasiRegistration 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.

(Formerly Known as Supra Pacific Management Consultancy Limited)

A **Non-Individual Shareholders** holding
(Shares Listed at BSE)
securities in demat mode with
NSDL

CIN: L74140MH1986PLC039547

Regd. Office: Dreamax Height, Shop No.1, First Floor,
Yashodaya Complex, Andheri East Road, Near Andheri House,
Andheri East, Mumbai, Maharashtra - 400093, India

- 1) If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: <https://eservices.nsdl.com> either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting 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 name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.
- 2) If the user is 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 held 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 name and you will be redirected to e-Voting service provider website 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.

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

Login type	Helpdesk details
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 022- 23058738 and 22-23058542-43.
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.co.in or call at toll free no.: 1800 1020 990 and 1800 22 44 30

(v) Login method for e-Voting and joining virtual meeting for **shareholders other than individual shareholders holding in Demat form & physical shareholders.**

1) The shareholders should log on to the e-voting website www.evotingindia.com.

2) Click on "Shareholders" module.

3) Now enter your User ID

- For CDSL: 16 digits beneficiary ID,
- For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
- Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.

5) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier e-voting of any company, then your existing password is to be used.

6) If you are a first-time user follow the steps given below:

	For Shareholders holding shares in Demat Form other than individual and Physical Form
PAN	<p>Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders)</p> <ul style="list-style-type: none"> Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number sent by Company/RTA or contact Company/RTA.
Dividend Bank Details OR Date of Birth (DOB)	<p>Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login.</p> <ul style="list-style-type: none"> If both the details are not recorded with the depository or company, please enter the member id / folio number in the Dividend Bank details field as mentioned in instruction (v).

(vi) After entering these details appropriately, click on "SUBMIT" tab.

(vii) Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.

(viii) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.

(ix) Click on the EVSN for the relevant <Company Name> on which you choose to vote.

(x) On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.

(xi) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.

(xii) After selecting the resolution, you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to

(xiii) Once you **CONFIRM** your vote on the resolution, you will not be allowed to modify your vote.

(xiv) You can also take a print of the votes cast by clicking on "Click here to print" option on the Voting page.

(xv) If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.

(xvi) Facility for Non – Individual Shareholders and Custodians –Remote Voting

- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to www.evotingindia.com and register themselves in the "Corporates" module.
- A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
- After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
- The list of accounts linked in the login should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
- A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
- Alternatively Non Individual shareholders are required to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address viz; cs@suprapacific.com (designated email address by company) , if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same

PROCESS FOR THOSE SHAREHOLDERS WHOSE EMAIL/MOBILE NO. ARE NOT REGISTERED WITH THE COMPANY/DEPOSITORIES.

- For Physical shareholders- please provide necessary details like 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 **Company/RTA email id**.
- For Demat shareholders -, Please update your email id & mobile no. with your respective Depository Participant (DP)
- For Individual Demat shareholders – Please update your email id & mobile no. with your respective Depository Participant (DP) which is mandatory while e-Voting & joining virtual meetings through Depository.

If you have any queries or issues regarding attending AGM & e-Voting from the CDSL e-Voting System, you can write an email to helpdesk.evoting@cdslindia.com or contact at 022- 23058738 and 022-23058542/43.

All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Sr. Manager, (CDSL) Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to helpdesk.evoting@cdslindia.com or call on 022-23058542/43.

***By Order of the Board
For Supra Pacific Financial Services Limited***

Sd/-

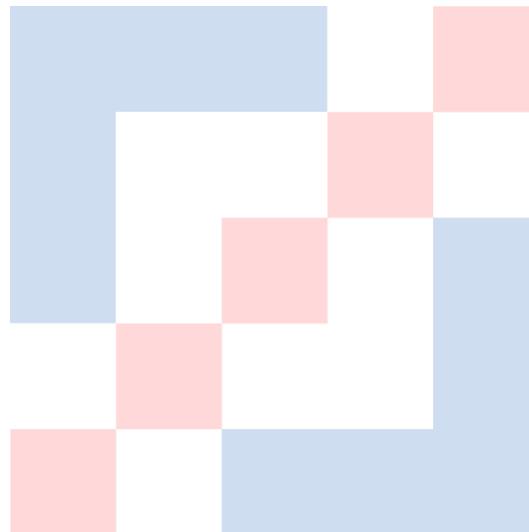
Leena Yezhuvath

Company Secretary

M.No. ACS 61387

Place: Kochi

Date: 24.04.2024



**EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT,
2013**

Item No. 1

The company is engaged in the business of Non-Banking Financial Services in compliance with the Regulations of Reserve Bank of India. The insertion of this clause in the MoA will align and strengthen the Object Clause of the Memorandum with the business of the company.

Section 13 of the Companies Act, 2013 provides that a Company with the approval of the members of the Company by a special resolution, can alter the provisions of its Memorandum of Association. The Board of Directors in its meeting held on 24.04.2024, subject to the approval of the Members of the Company by way of Postal Ballot, approved aforesaid alteration in the Object Clause of the MoA of the Company and further approved the Postal Ballot Notice. The special resolution passed by Postal Ballot shall be submitted with the Registrar of Companies, for registration of the alteration of MoA with respect to the objects of the Company pursuant to the provisions of the Act and/or rules made thereunder.

The Board has recommended approval of the resolution as set out in the accompanying Notice as a special resolution. In view of above facts, approval of the Members is hereby sought through remote e-voting via Postal Ballot for effecting alteration in the existing Object Clause of the MoA of the Company by adding new sub-clause after existing sub-clause 2 in Clause III (A).

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

The Board recommends the resolution for approval of the Members.

By Order of the Board
For Supra Pacific Financial Services Limited
Sd/-
Leena Yezhuvath
Company Secretary
M.No. ACS 61387

Place: Kochi

Date: 24.04.2024