JOINT PUBLIC NOTICE FOR THE ATTENTION OF THE PUBLIC IN RESPECT OF

INDERGIRI FINANCE LIMITED

Corporate Identification Number (CIN): L65923MH1995PLC161968
Registered Office: Office No. 327, Goyal Trade Centre Near Sona Talkies, Shantivan Borivali East, Mumbai – 400 066, Maharashtra India;
Contact Details: 022 28280515; Website: www.indergiri.com; Email Address: kishan1107@hotmail.com

[As per paragraph 64 of Master Direction - Non-Banking Financial Company - Non-Systemically Important Non-Deposit taking Company (Reserve Bank) Directions, 2016 ("RBI Master Direction")]

1. Indergiri Securities Private Limited, Indergiri Share & Stock Brokers Private Limited, Manoo Finance & Investment Private Limited, Bagra Financial Services Private Limited, Kaizen Finance Private Limited, Pranoo Financial Services Private Limited, Mr. Beni Prasad Rauka, Mr. Kishan Radheshyam Sharma, Mrs. Sudha Kishan Sharma, Mrs. Neha K Sharma, Mr. L N Sharma, Mrs. Urmila Vishnu Rauka and Mr. Vishnu Prasad Rauka, (hereinafter collectively called as **"Proposed Transferors"** / **"Existing Promoters"**) are holding **21,19,620** (Twenty-One Lakhs Nineteen Thousand Six Hundred Twenty) equity shares of Rs.10.00/- (Rupees Ten Only) **("Equity Shares")** each of Indergiri Finance Limited (the **"Company"**), being a non-banking financial company registered with Reserve Bank of India (**"RBI"**) since March 13, 2008 bearing registration number 'B-13.01893', having its registered office situated at Office No. 327, Goyal Trade Centre, Near Sona Talkies, Shantivan, Borivali East, Mumbai – 400 066, Maharashtra, India;
2. The Proposed Transferors propose to sell their Equity shareholding, i.e., 20,69, 620 (Twenty- Lakhs Sixty Nine Thousand Six Hundred Twenty) Equity Shares (being 40.89% of the paid up share capital of the Company), and also transfer the ownership, control and management of the Company to Mr. Mohit Agarwal , Mr. Roshan Shah, Mr. Anand Tiwari and Mr. Shanker Venkata Wunnava (hereinafter referred to as **"Proposed Transferees"** / **"New Promoters"**), as the Proposed Transferors do not wish to continue with the ownership and management of the Company.
3. **Proposed Transferees/ New Promoters**

   Mr. Mohit Agarwal, an Indian resident, aged 49 years, holding Director Identification Number (DIN) 08774184, is a seasoned senior level executive with over 20 years of experience in the financial services space including banking, insurance, technology;

   Mr. Shanker Venkata Wunnava, an Indian resident, aged 53 years, holding DIN 08561822, is an experienced senior level executive with history of working in the Financial Services Industry, and is skilled in banking, credit analysis, commercial banking, capital market and credit risk;

   Mr. Roshan Shah, a non-resident Indian, aged 37 years, holding DIN 08902193, has more than 10 years of experience in trade finance, credit and political risk insurance; and

   Mr. Anand Tiwari, a non-resident Indian, aged 40 years, holding DIN 03008717, is a professional with 15 years of experience in international trade, risk management, credit insurance and finance.
4. In accordance with applicable SEBI Regulations, the New Promoters had made an open offer to the public shareholders of the Company for 26% and in this regard, the public shareholders have tendered 4% shares under the open offer.
5. Accordingly, the New Promoter propose to acquire, in aggregate, 44.89%* of the paid up share capital of the Company and intend to acquire the control, shareholding and management (as provided hereinbelow) of the Company;
6. Mr. Laxminarayan Sharma (Managing Director), Mr. Kishan Sharma (Non-Executive - Non Independent Director), Mr. Beni Prasad Rauka (Non-Executive - Non Independent Director) and Ms. Poonam Kishan Sharma (Non-Executive - Non Independent Director) (collectively referred to as **"Resigning Directors"**),being members of Board of Directors having control over the management of the Company, does not want to continue with the Company, and propose to resign from the directorship of the Company and that Mr. Mohit Agarwal, and Mr. Shanker Venkata Wunnava, are proposed to be appointed as the Executive Directors of the Company, and Mr. Roshan Shah as the Non-Executive Director of the Company (collectively referred to as **"Proposed Directors"**);
7. Any person(s) including any creditor(s) or depositor(s) having any objection to the proposed change in ownership, control, and management of the Company may write to Indergiri Finance Limited at its registered office situated at Office No. 327, Goyal Trade Centre Near Sona Talkies, Shantivan Borivali East, Mumbai – 400 066, Maharashtra India and also to the concerned Regional Office of the Department of Non-Banking Supervision, Reserve Bank of India, at Mumbai within 30 (Thirty) days from the date of publication of this notice;
8. On expiry of the aforesaid period of 30 (Thirty) days, the Proposed Transferors will relinquish their complete ownership, control, and management of and over the Company and the new promoters, i.e., the Proposed Transferees, will take over the complete ownership, control and management of the Company and Proposed Directors will be appointed, subject to fulfilment of all regulatory formalities;
9. The above notice is being given in pursuant to the Paragraph 64 of the RBI Master Direction read with Reserve Bank of India's approval letter bearing reference number 'DoS CO.RSG.NO.S3700/02.13.001/2022-23' dated September 06, 2022, and other relevant regulations jointly by the Proposed Transferors, Proposed Transferees, Resigning Directors, Proposed Directors and the Company.
10. Issued for and on behalf of Indergiri Finance Limited (Company) Indergiri Securities Private Limited, Indergiri Share & Stock Brokers Private Limited, Manoo Finance & Investment Private Limited, Bagra Financial Services Private Limited, Kaizen Finance Private Limited, Pranoo Financial Services Private Limited, Mr. Beni Prasad Rauka, Mr. Kishan Radheshyam Sharma, Mrs. Sudha Kishan Sharma, Mrs. Neha K Sharma, Mr. L N Sharma, Mrs. Urmila Vishnu Rauka and Mr. Vishnu Prasad Rauka, Ms. Poonam Kishan Sharma (Proposed **Transferors / Resigning Directors mentioned above**) and Mr. Mohit Agarwal, Mr. Roshan Shah, Mr. Anand Tiwari and Mr. Shanker Venkata Wunnava (Proposed **Transferees/ Proposed Directors mentioned above**).
11. A copy of this notice is also available on the Company's website at www.indergiri.com

*In addition to the existing 7,80,894 equity shares representing 15.43% held by Mr. Mohit Agarwal.

For Indergiri Finance Limited
SD/-
Mr. Laxmi Narayan Sharma, Managing Director (DIN: 01731396)

For Proposed Transferees/ New Promoters and Proposed Directors
SD/-
Mr. Mohit Agarwal

For Proposed Transferors/ Existing Promoters and Resigning Directors
SD/-
Mr. _Kishan Sharma
DIN - 01168525

Date: October 3, 2022
Place: Mumbai