

**The Manager,  
Listing Department,  
BSE Limited,**  
Phiroze Jeejeebhoy Tower,  
Dalal Street,  
Mumbai 400001  
Tel No.: 22721233

**Sub: EGM proceedings dated September 05, 2022**

**Ref: Regulation 51(2) read with Part B of Schedule III of SEBI LODR Regulations, 2015**

Dear Sir/Madam,

We wish to inform you that the members at the Extra-Ordinary General Meeting held on September 05, 2022 passed the following resolution:

**Approval for increasing the authorised share capital and amendment to the Memorandum of Association of the company:**

Pursuant to the provisions of Section 61 and 64 and other applicable provisions, if any, the consent of the Members of the Company be and is hereby accorded to increase the Authorized Share Capital of the Company **from** the existing INR 11,32,98,390 (Indian Rupees Eleven Crores Thirty Two Lakhs Ninety-Eight Thousand Three Hundred and Ninety only) divided into 3,00,000 (Three Lakhs) Class A Equity Shares of INR 10/- each (Indian Rupees Ten only) and 1,10,29,839 (One Crore Ten Lakhs Twenty-Nine Thousand Eight Hundred and Thirty-Nine) Class A1 Equity Shares of INR 10/- (Indian Rupees Ten only) each **to** INR 14,17,00,000 (Indian Rupees Fourteen Crores Seventeen Lakhs only) divided into 3,00,000 (Three Lakhs) Class A Equity Shares of INR 10/- (Indian Rupees Ten only) each and 1,38,70,000 (One Crore Thirty-Eight Lakhs Seventy Thousand) Class A1 Equity Shares of INR 10/- (Indian Rupees Ten only) each by creation of additional 28,40,161 (Twenty-Eight Lakhs Forty Thousand One Hundred and Sixty One) Class A1 Equity Shares of INR 10/- (Indian Rupees Ten only) each ranking pari passu in all respects with the existing Class A1 Equity Shares of the Company.

We have enclosed the EGM resolution for your reference. Kindly take the same on records.

Thanking You,

Yours Faithfully,

For **Visage Holdings and Finance Private Limited**



**Sutheja K.J.**  
**Company Secretary**  
**Membership Number: A39340**

**Date:** September 06, 2022

**Place:** Bengaluru

[Encl: EGM Resolution]

**CERTIFIED TRUE COPY OF THE RESOLUTION PASSED AT THE 04/2022-23 EXTRA-ORDINARY GENERAL MEETING OF THE MEMBERS OF VISAGE HOLDINGS AND FINANCE PRIVATE LIMITED AT THE REGISTERED OFFICE OF THE COMPANY AT #50, 2ND FLOOR, 100 FEET ROAD, HAL 2ND STAGE INDIRANAGAR, BANGALORE- 560038 ON MONDAY 05<sup>TH</sup> DAY OF SEPTEMBER, 2022 AT 17:00 HOURS**

**Approval for increasing the authorised share capital and amendment to the Memorandum of Association of the company:**

**“RESOLVED THAT** pursuant to the provisions of Section 61 and 64 and other applicable provisions, if any, of the Companies Act, 2013 (including any amendment thereto or re-enactment thereof for the time being in force) and the rules framed there under and Articles of Association of the Company and subject to any other approvals, consents, sanctions, permissions as may be necessary from appropriate statutory and regulatory authorities, the consent of the Members of the Company be and is hereby accorded to increase the Authorized Share Capital of the Company **from** the existing INR 11,32,98,390 (Indian Rupees Eleven Crores Thirty Two Lakhs Ninety-Eight Thousand Three Hundred and Ninety only) divided into 3,00,000 (Three Lakhs) Class A Equity Shares of INR 10/- each (Indian Rupees Ten only) and 1,10,29,839 (One Crore Ten Lakhs Twenty-Nine Thousand Eight Hundred and Thirty-Nine) Class A1 Equity Shares of INR 10/- (Indian Rupees Ten only) each **to** INR 14,17,00,000 (Indian Rupees Fourteen Crores Seventeen Lakhs only) divided into 3,00,000 (Three Lakhs) Class A Equity Shares of INR 10/- (Indian Rupees Ten only) each and 1,38,70,000 (One Crore Thirty-Eight Lakhs Seventy Thousand) Class A1 Equity Shares of INR 10/- (Indian Rupees Ten only) each by creation of additional 28,40,161 (Twenty-Eight Lakhs Forty Thousand One Hundred and Sixty One) Class A1 Equity Shares of INR 10/- (Indian Rupees Ten only) each ranking pari passu in all respects with the existing Class A1 Equity Shares of the Company.

**RESOLVED FURTHER THAT** pursuant to the provisions of Section 13 of the Companies Act, 2013, and all other applicable provisions, if any, and the Companies (Incorporation) Rules, 2014 (including any statutory modification(s) or re- enactment thereof for the time being in force), the existing Clause V of the Memorandum of Association of the Company be and is hereby altered by deleting the same and substituting in its place and stead the following new clause V:

**V. The Authorised Share Capital of the Company is INR 14,17,00,000 (Indian Rupees Fourteen Crores Seventeen Lakhs only) divided into 3,00,000 (Three Lakhs) Class A Equity Shares of Rs. 10/- (Indian Rupees Ten only) each and 1,38,70,000 (One Crore Thirty-Eight Lakhs Seventy Thousand) Class A1 Equity Shares of INR 10/- (Indian Rupees Ten only) each.**

**RESOLVED FURTHER THAT** for the purpose of giving effect to this resolution, any one of the Directors, CFO or CS of the Company be and are hereby severally authorized to take all steps and actions and give such directions as may be in their absolute discretion deemed necessary and to settle any questions that may arise in this regard, without being required to seek any further consent or approval of the shareholders or otherwise and that the shareholders shall be deemed to have given their approval thereto expressly by the authority of this resolution.”

For **Visage Holdings and Finance Private Limited**




**Sutheja KJ**  
**Company Secretary**

**Date:** September 06, 2022

**Place:** Bangalore