

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

**Sub: EGM proceedings dated September 28, 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 28, 2022 passed the following resolution:

**1. Approval for adoption of restated articles of association**

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

Thanking You,

Yours Faithfully,

For **Visage Holdings and Finance Private Limited**

SUTHEJA  
KADAMALAKUNTE  
TE JAYASIMHA  
RAO

Digitally signed by  
SUTHEJA  
KADAMALAKUNTE  
JAYASIMHA RAO  
Date: 2022.09.29  
13:38:43 +05'30'

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

**Place:** Bengaluru

[Encl: EGM Resolution]

**CERTIFIED TRUE COPY OF THE RESOLUTION PASSED AT THE 06/2022-23 EXTRA-ORDINARY GENERAL MEETING OF THE MEMBERS OF VISAGE HOLDINGS AND FINANCE PRIVATE AT THE REGISTERED OFFICE OF THE COMPANY AT #50, 2ND FLOOR, 100 FEET ROAD, HAL 2ND STAGE, INDIRANAGAR, BANGALORE – 560038 ON WEDNESDAY, SEPTEMBER 28, 2022, AT 17:15 HOURS.**

**Approval for adoption of restated articles of association**

**“RESOLVED THAT** pursuant to provisions of Section 14 and any other applicable provisions, if any, of the Companies Act, 2013, read with applicable rules made there under (including any statutory modification or re-enactment thereof for the time being in force) and the successful consummation of the transactions contemplated under the Share Subscription Agreement dated September 12, 2022 and amended and restated shareholders’ agreement dated September 12, 2022 executed by and amongst the Company, Hardika Shah, John Ayliffe, UIP Visage LLC, Mesoloan LLC, Sorenson Impact Foundation, Kinara Capital Holdings Pte. Limited, Michael & Susan Dell Foundation, Unitus Impact PCC – LIF Mauritius, Gaja Capital Fund II Limited, Gaja Capital India AIF Trust, Global Impact Funds SCA SICAR SubFund Global Financial Inclusion Fund, Patamar Fund II Singapore Pte. Ltd., Magallanes Impacto FIL, Los Gaduares S.L., Vicente Masaveu Menéndez Pidal, José Julián Martínez Panadero, Javier Martínez Panadero, Sociedad de Gestión Patrimonial Banix S.L., Mindfulness Investments S.L. Cristina Cardo Ases, Nuveen Global Impact Fund India S.à r.l. , Pettelaar Effectenbewaarbedrijf N.V. acting in its capacity as legal owner of the assets of ASN Microkredietpool, represented by Triple Jump B.V and British International Investment plc and/or any of its affiliates the consent of the Members be and is hereby accorded unanimously to adopt the restated articles of association of the Company, in substitution of the existing articles of association of the Company to incorporate the provisions of the said Shareholders’ Agreement in the manner and per the draft tabled before the members duly initialled by the Chairman for the purpose of identification.

**RESOLVED FURTHER THAT** Ms. Hardika Shah, Director & CEO and and Mr. Thirunavakkurasu R, Director, Ms. Aiswarya Ravi, Chief Financial Officer and Mr. Sutheja K.J. Company Secretary of the Company be and are hereby authorized severally to take all such steps and actions for the purposes of making relevant filings and registration, if any required, including filings to be made with the Registrar of Companies, in relation to the aforesaid adoption of the restated articles of association of the Company and further to do all such acts, deeds, matters and things as may be deemed necessary to give effect to the above resolution.

**RESOLVED FURTHER THAT** the copies of the foregoing resolutions, certified to be true by any Director or Company Secretary of the Company may be furnished to any relevant person(s)/ authority(ies) as and when required.”

//Certified to be True//

**For Visage Holdings and Finance Private Limited**



**Sutheja K.J.**  
**Company Secretary**



**Date:** September 28, 2022

**Place:** Bengaluru