



TEAM INDIA GUARANTY LIMITED
CIN: L65920MH1989PLC054398

Registered Office: A 602, Level 6 Marathon NextGen Innova Ganpat Rao Kadam Marg Lower Parel (W) Mumbai- 400013
Email: compliance@teamindiagarantylimited.com, Website: www.teamindiagarantylimited.com,
Phone: +91 22 48818442/87

CORRIGENDUM TO THE NOTICE OF 35th ANNUAL GENERAL MEETING

Corrigendum to the Notice of the Annual General Meeting (“AGM”) of the Members of Team India Guaranty Limited (TIGL) to be held on Friday, September 12, 2025, at 03.00 p.m. (IST) through Video Conferencing (“VC”)/ Other Audio- Visual Means (“OAVM”).

This Corrigendum is being issued in continuation of the Notice dated August 13, 2025, for the Annual General Meeting (“AGM”) of Team India Guaranty Limited (TIGL). (“the Company”) scheduled to be held on Friday, September 12, 2025, at 03.00 p.m. (IST) through Video Conferencing (VC)/Other Audio Visual Means (OAVM). The Notice of the AGM has been dispatched to the shareholders of the Company on August 21, 2025, in due compliance with the provisions of the Companies Act, 2013 read with the relevant rules made thereunder. Except for the changes as under, all contents of the Notice of the AGM to the Shareholders remain the same.

Pursuant to the requirements of Regulation 28(1) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, the Company had filed applications for obtaining in-principle approval of the BSE Limited (“BSE”) and the National Stock Exchange of India Limited (NSE) for the proposed preferential issue of equity shares as detailed in Item No. 5 in the AGM Notice along with the explanatory statements thereto.

NSE vide their letter dated August 26, 2025, and BSE through their remarks dated September 04, 2025, have requested the Company to provide certain clarifications/ information in respect of the Preferential Issue, by way of a corrigendum to the AGM Notice.

Accordingly, this corrigendum (“**Corrigendum**”) is being issued in continuation to the AGM Notice together with the explanatory statements thereof for Item No. 5 and this Corrigendum shall be deemed to be an integral part of the AGM Notice. It is relevant to note that no change is required to the issue price for the proposed preferential issue as proposed in the AGM Notice.

Pursuant to this Corrigendum, the members of the Company are hereby informed and requested to note the following:

1. Point No. 8 of the Explanatory Statement of AGM Notice shall be read as given herein below:

The class or classes of persons / names of the Proposed Allottee(s) to whom the allotment is proposed to be made and the percentage of post-preferential offer capital that may be held by them;

The equity shares of the Company will be issued and allotted to the existing shareholders of 4A Financial Technologies Private Limited. The final number of shares to be allotted to each Proposed Allottee and

the resultant post-preferential shareholding percentage have been determined based and have been accepted by the respective allottees;

Sr.No.	Name of the Allottees	No. of Shares pre Preferential Issue	Percentage of capital held pre Preferential Issue by the Allottee	No. of Shares post Preferential Issue ⁽³⁾	Percentage of Capital post preferential issue may be held by the allottee	Proposed Status of the Allottee pre Preferential Issue
1	Abhilash Virendrasingh Rathore	NIL	-	25,299	0.23%	Non-Promoter
2	Ajay Kasargod	NIL	-	8,639	0.08%	Non-Promoter
3	Ajit Sinha	NIL	-	5,43,936	4.84%	Non-Promoter
4	Amit Tewary	NIL	-	6,57,783	5.85%	Non-Promoter
5	Bharat Sharma	NIL	-	14,407	0.13%	Non-Promoter
6	Curesense Therapeutics Private Ltd ⁽¹⁾	NIL	-	7,21,955	6.42%	Non-Promoter
7	Divya Dougall	NIL	-	2,884	0.03%	Non-Promoter
8	Freewheeler's & Company ⁽²⁾	NIL	-	57,606	0.51%	Non-Promoter
9	Hema Bhavesh Vora	NIL	-	4,313	0.04%	Non-Promoter
10	Hemant Jain	NIL	-	4,326	0.04%	Non-Promoter
11	Jaya Chandra	NIL	-	2,884	0.03%	Non-Promoter
12	Mehul Dougall	NIL	-	2,884	0.03%	Non-Promoter
13	Nidhi Jain	NIL	-	5,768	0.05%	Non-Promoter
14	Nitish Ganesh Nagori	NIL	-	5,768	0.05%	Non-Promoter
15	Rahul Sinha	NIL	-	52,357	0.47%	Non-Promoter
16	Ranvijay Kumar Singh	NIL	-	4,326	0.04%	Non-Promoter
17	Roop Chand Jain	NIL	-	5,768	0.05%	Non-Promoter

18	Ruchi Singh	NIL	-	2,884	0.03%	Non-Promoter
19	Sayali Karanjkar	NIL	-	2,884	0.03%	Non-Promoter
20	Shekhar Shankar Mahadik	NIL	-	6,388	0.06%	Non-Promoter
21	Shubhada Gokhale	NIL	-	43,198	0.38%	Non-Promoter
22	Suchi Singh	NIL	-	2,884	0.03%	Non-Promoter
23	Ramakrishna Suryanarayana Suresh Uppalapati	NIL	-	7,197	0.06%	Non-Promoter
24	Swati Subhash Gandhi	NIL	-	59,048	0.53%	Non-Promoter
25	Vivek Naladkar	NIL	-	2,884	0.03%	Non-Promoter
	Total		-	22,48,270	20.00%	

- Ultimate Beneficial Owners-** 1. Sujit Sohanlal Jain;2.Hasmukh Sohanraj Rawal;3.Shailendra B Kawade;4.Abhijit Pawar
- Ultimate Beneficial Owners-** 1.Priyanka Ghugre;2.Swagota Banerjee;3.Nidhi Sandeep Agrawal;4.Yohan Bhandari;5.Shahzad Anklesaria;6.Vikram Rajkumar Khandelwal;7.Anuja Abhijit Pendharkar
- Fractional entitlement has been Rounded down to nearest integer.

2. Clarification on Point No. 12 (i.e. Proposal / Intention of Promoters, Directors, or Key Managerial Personnel(s) to Subscribe to the Offer;) of the Explanatory Statement of AGM Notice is provided herein below;

The Company clarifies that none of the current Promoters, Directors, or Key Managerial Personnel (KMPs) of Team India Guaranty Limited, including their relatives, hold any shares in 4A Financial Technologies Private Limited. Further, none of the Promoters, Directors, or KMPs of the Company (including their relatives) are proposing to directly or indirectly participate in the proposed preferential allotment.

3. Point No. 13 of the Explanatory Statement of AGM Notice shall be read as given herein below:

Shareholding pattern of the Company before and after the preferential issue;

Sr. No	Category	Pre-Issue No. of Shares	%	Shares to Be Allotted	Post Issue No. of Shares	%
		(A)	(B)	(C)	D= (A+C) *	(E)*
A	Promoters and Promoter Group Holding:					
1	Indian:					
	Individual/HUF	26,62,399	29.60	-	26,62,399	23.68

	Bodies Corporate	40,75,024	45.31	-	40,75,024	36.25
	Trust	-	-	-	-	-
	Sub Total	67,37,423	74.92	-	67,37,423	59.93
2	Foreign Promoters	-	-	-	-	-
	Sub Total (A)	67,37,423	74.92	-	67,37,423	59.93
B	Non-Promoters' Holding					
1	Institution:					
a)	Institutional Investors	15,66,44	1.74	-	15,66,44	1.39
2	Non-Institution:					
a)	Private Corporate Bodies	-	-	7,21,955	7,21,955	6.42
	Directors and Relative	51	0.00		51	0.00
	Key Managerial Personnel	-	-	-	-	-
	Indian Public	18,74,211	20.84	14,68,709	33,42,920	29.74
	Others (IEPF, NRI, Trust, Body corporate Escrow Account, LLP, HUF, Clearing Member)	2,24,820	2.50	57,606	2,82,426	2.51
	Sub Total (B)	22,55,726	25.08	22,48,270	45,03,996	40.07
	TOTAL (A+B)	89,93,149	100	22,48,270	1,12,41,419	100

Note:

Assuming full allotment of equity shares

Pre issue shareholding reflects shareholding of the Company as on August 13, 2025

4. Point No. 16 of the Explanatory Statement of AGM Notice shall be read as given herein below:

Sr.No	Name of the Allottee	Category	Ultimate	Current and Proposed	Pre preferential	Shares proposed to be	Post preferential Holding
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			Beneficial Owner	status post preferential issue	Holding		allotted ⁽³⁾		
					No. Shares	%		No. Shares	%
1	Abhilash Virendrasingh Rathore	Non-Promoter	Not Applicable	Non-Promoter - Individual	NIL	0	25,299	25,299	0.23%
2	Ajay Kasargod	Non-Promoter	Not Applicable	Non-Promoter - Individual	NIL	0	8,639	8,639	0.08%
3	Ajit Sinha	Non-Promoter	Not Applicable	Non-Promoter - Individual	NIL	0	5,43,936	5,43,936	4.84%
4	Amit Tewary	Non-Promoter	Not Applicable	Non-Promoter - Individual	NIL	0	6,57,783	6,57,783	5.85%
5	Bharat Sharma	Non-Promoter	Not Applicable	Non-Promoter - Individual	NIL	0	14,407	14,407	0.13%
6	Curesense Therapeutics Private Ltd ⁽¹⁾	Non-Promoter	Applicable	Non-Promoter - Non-Individual	NIL	0	7,21,955	7,21,955	6.42%
7	Divya Dougall	Non-Promoter	Not Applicable	Non-Promoter - Individual	NIL	0	2,884	2,884	0.03%
8	Freewheeler's & Company ⁽²⁾	Non-Promoter	Applicable	Non-Promoter - Non-Individual	NIL	0	57,606	57,606	0.51%
9	Hema Bhavesh Vora	Non-Promoter	Not Applicable	Non-Promoter - Individual	NIL	0	4,313	4,313	0.04%
10	Hemant Jain	Non-Promoter	Not Applicable	Non-Promoter -	NIL	0	4,326	4,326	0.04%

				Individual					
11	Jaya Chandra	Non-Promoter	Not Applicable	Non-Promoter - Individual	NIL	0	2,884	2,884	0.03%
12	Mehul Dougall	Non-Promoter	Not Applicable	Non-Promoter - Individual	NIL	0	2,884	2,884	0.03%
13	Nidhi Jain	Non-Promoter	Not Applicable	Non-Promoter - Individual	NIL	0	5,768	5,768	0.05%
14	Nitish Ganesh Nagori	Non-Promoter	Not Applicable	Non-Promoter - Individual	NIL	0	5,768	5,768	0.05%
15	Rahul Sinha	Non-Promoter	Not Applicable	Non-Promoter - Individual	NIL	0	52,357	52,357	0.47%
16	Ranvijay Kumar Singh	Non-Promoter	Not Applicable	Non-Promoter - Individual	NIL	0	4,326	4,326	0.04%
17	Roop Chand Jain	Non-Promoter	Not Applicable	Non-Promoter - Individual	NIL	0	5,768	5,768	0.05%
18	Ruchi Singh	Non-Promoter	Not Applicable	Non-Promoter - Individual	NIL	0	2,884	2,884	0.03%
19	Sayali Karanjkar	Non-Promoter	Not Applicable	Non-Promoter - Individual	NIL	0	2,884	2,884	0.03%
20	Shekhar Shankar Mahadik	Non-Promoter	Not Applicable	Non-Promoter - Individual	NIL	0	6,388	6,388	0.06%
21	Shubhada Gokhale	Non-Promoter	Not Applicable	Non-Promoter - Individual	NIL	0	43,198	43,198	0.38%
22	Suchi Singh	Non-Promoter	Not Applicable	Non-Promoter - Individual	NIL	0	2,884	2,884	0.03%

				Individual					
23	Ramakrishna Suryanarayan a Suresh Uppalapati	Non-Promoter	Not Applicable	Non-Promoter - Individual	NIL	0	7,197	7,197	0.06%
24	Swati Subhash Gandhi	Non-Promoter	Not Applicable	Non-Promoter - Individual	NIL	0	59,048	59,048	0.53%
25	Vivek Naladkar	Non-Promoter	Not Applicable	Non-Promoter - Individual	NIL	0	2,884	2,884	0.03%
	Total						22,48,270	22,48,270	20.00%

1. **Ultimate Beneficial Owners-** 1. Sujit Sohanlal Jain;2.Hasmukh Sohanraj Rawal;3.Shailendra B Kawade;4.Abhijit Pawar

2. **Ultimate Beneficial Owners-** 1.Priyanka Ghugre;2.Swagota Banerjee;3.Nidhi Sandeep Agrawal;4.Yohan Bhandari;5.Shahzad Anklesaria;6.Vikram Rajkumar Khandelwal;7.Anuja Abhijit Pendharkar

3. Fractional entitlement has been Rounded down to nearest integer.

5. Clarification on Point No. 19 (i.e. Undertaking that if the amount payable on account of the re-computation of price is not paid;) of the Explanatory Statement of AGM Notice is provided herein below;

The Company here by gives undertaking for the above point as follows;

Undertaking

We hereby undertake that the provisions relating to re-computation of price of equity shares issued on a preferential basis, and the requirement to pay the amount, if any, arising on account of such re-computation to the allottees, in terms of Regulation 164(3) of the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018, are not applicable to the present preferential allotment.

This is because the equity shares of Team India Guaranty Limited are being issued for consideration other than cash, pursuant to a Share Purchase Agreement involving the acquisition of 100% shareholding of 4A Financial Technologies Private Limited.

Accordingly, no amount is payable on account of re-computation of price in respect of the proposed preferential allotment.

FOR TEAM INDIA GUARANTY LIMITED

Sd/-

Aarti Pandey

Company Secretary & Compliance Officer

Membership No.: A70218

6. Point No. 23 of the Explanatory Statement of AGM Notice shall be read as given herein below:

Practicing Company Secretary's Certificate;

As required under Regulation 163(2) of the ICDR Regulations, a certificate from **Aabid & Co., Practicing Company Secretaries**, certifying that the proposed preferential issue is being made in accordance with the requirements of the ICDR Regulations, will be made available for inspection by the Members of the Company at the Registered Office of the Company on all working days (except Saturdays, Sundays, and public holidays) during business hours up to the last date of remote e-voting.

The said certificate will also be made available on the website of the Company at <https://teamindiagarantylimited.com/pdf/preferential-issue/PCS-Certificate.pdf>

7. Point No. 24 of the Explanatory Statement of AGM Notice shall be read as given herein below:

The justification for the allotment proposed to be made for consideration other than cash together with valuation report of the registered valuer.

The preferential issue of **22,48,270 Equity Shares** of the Company to the Proposed Allottees is for consideration other than cash at an issue price of ₹285/- per equity share, in lieu of acquisition of equity shares of **4A Financial Technologies Private Limited**, in accordance with the Share Purchase Agreement approved by the Board.

The issue price of ₹285/- per equity share has been determined by the Board of Directors, which is higher than the floor price of ₹277.04/- per equity share certified in the valuation report dated 13th August 2025, issued by Mr. Murli Chandak, Registered Valuer (Reg. No. IBBI/RV/07/2021 /14408). The valuation has been carried out in compliance with the provisions of the Companies Act, 2013 and the SEBI ICDR Regulations, 2018, with 13th August 2025 being the Relevant Date.

Further, the Company has obtained a separate valuation report of 4A Financial Technologies Private Limited, wherein the Registered Valuer has certified the fair value of the equity shares of 4A FinTech at ₹3,605.16 per share, aggregating to a total equity valuation of ₹64.08 crore. This valuation has been relied upon for determining the basis of the proposed preferential allotment and is available for inspection on the Company's website at <https://teamindiagarantylimited.com/pdf/preferential-issue/Valuation-Report-of-Target-Company.pdf>

The objective of this issue is as outlined in Point No. 11 of this Explanatory Statement

For Team India Guaranty Limited

Sd/-

Aarti Pandey

Company Secretary and Compliance Officer

Place: Mumbai

Date: 05th September 2025