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December 08, 2024

BSE Limited

Corporate Service Department
1st Floor, New Trading Ring
Rotunda Building, P.J. Tower
Dalal Street, Fort
Mumbai-400001

Sub: Proceeding of NCLT convened meeting of the Secured Creditors held on Saturday, December 07, 2024

Ref: Pursuant to Regulation 51(2) of SEBI (LODR) Regulations, 2015, read with Part-B of Schedule -III of SEBI (LODR) Regulations, 2015.

Dear Sir/Ma'am,

Pursuant to Regulation 51(2) of Listing Regulations, we wish to inform you that the Hon'ble NCLT convened meeting of Secured Creditors was held on December 07, 2024, at 11.30 AM. IST for considering and approving the scheme of arrangement between Zfirst Technologies Private Limited, Amalgamating Company, OXYZO Financial Services Limited (formerly known as OXYZO Financial Services Private Limited), Amalgamated Company and Ziel Financial Technologies Private Limited, Transferee Company and their respective Shareholders under Section 230(3) of the Companies Act, 2013 Read with Rule 6 of the Companies (Compromises, Arrangements And Amalgamation) Rules, 2016 through Video Conference / Other Audio-Visual Means ("OAVM") in compliance with the applicable laws including relevant circulars issued by the Ministry of Corporate Affairs, the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and applicable provisions of the Companies Act, 2013 and the rules made thereunder.

In this regard, please find enclosed herewith a summary of proceedings of the Meeting as Annexure A.

This is for your kind intimation and records.

Your Faithfully,

For OXYZO Financial Services Limited
(Formerly known as OXYZO Financial Services Private Limited)

 Digitally signed by
PINKI JHA
Date: 2024.12.08
10:58:54 +05'30'

Pinki Jha

Company Secretary & Compliance Officer
Membership No. F10683

Annexure-A

Summary of Proceedings of the Secured Creditors of OXYZO Financial Services Limited (Formerly known as OXYZO Financial Services Private Limited)

A meeting of the Secured Creditors of OXYZO Financial Services Limited ("the Company") was convened on December 07th, 2024, pursuant to the Directions of Hon'ble National Company Law Tribunal, Delhi Bench ("NCLT") vide its order dated September 11, 2024 ("NCLT Order").

Mrs. Pinki Jha, Company Secretary and Chief Compliance Officer of the Company, extended a warm welcome to the participants present. She informed Mr. PK Malhotra, Chairman appointed by the Hon'ble NCLT, that the requisite quorum for the Secured Creditors meeting, as directed by the Hon'ble NCLT, was not met by 11.30 AM (the scheduled time for convening the meeting). Consequently, Mrs. Jha requested Mr. Malhotra, in his capacity as Chairman, to determine the next steps for the meeting.

The Chairman, after due consideration, decided that, in the absence of the requisite quorum, the meeting would be adjourned for half an hour in accordance with the NCLT's order. Secured Creditors.

Mr. PK Malhotra informed the participants that in terms of NCLT order, in case the meeting is adjourned, the person present thereafter, shall be deemed to constitute the quorum. Thereafter, with the permission of Mr. PK Malhotra, the meeting was adjourned for half an hour, to be resumed at 12.07 pm.

With the permission of Mr. PK Malhotra, the adjourned meeting resumed at 12.07 pm.

Mrs. Pinki Jha welcomed the Secured Creditors at the adjourned meeting and informed that the meeting of Secured Creditors is being convened for approving the scheme of arrangement between Zfirst Technologies Private Limited, Amalgamating Company, OXYZO Financial Services Limited (formerly known as OXYZO Financial Services Private Limited), Amalgamated Company and Ziel Financial Technologies Private Limited, Transferee Company and their respective Shareholders under Section 230(3) of the Companies Act, 2013 Read with Rule 6 of the Companies (Compromises, Arrangements And Amalgamation) Rules, 2016 through Video Conference / Other Audio-Visual Means ("OAVM") in compliance with the applicable laws including relevant circulars issued by the Ministry of Corporate Affairs, the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements)

Regulations, 2015 and applicable provisions of the Companies Act, 2013 and the rules made thereunder.

Mrs. Pinki Jha confirmed that the Company had taken adequate steps and all efforts feasible, to enable Secured Creditors to participate and vote on the resolution considered at the NCLT Convened Meeting.

Mrs. Pinki Jha introduced the Board of Directors of the Company and other panelist members,

Mrs. Pinki Jha then invited Mr. PK Malhotra, Chairperson of the Meeting elected by the Hon'ble NCLT to commence the proceedings of the NCLT Convened Meeting.

Thereafter, He welcomed all the Secured Creditors & informed that Scheme & other ancillary documents have already been circulated to Secured Creditors electronically and also published in the newspaper advertisement in the Business standard both in English & Hindi Language. Since the notice had already been circulated to members electronically, the same had been taken as read by all the Secured Creditors.

Mrs. Ruchi Kalra, Wholetime Director & Chief Financial Officer of the Company, present at the NCLT Convened Meeting was invited by Chairman to brief the Secured Creditors about the scheme of arrangement. She then addressed the Secured Creditors and gave a brief background of synergies in relation to the scheme of arrangement between Zfirst Technologies Private Limited, Amalgamating Company, OXYZO Financial Services Limited (formerly known as OXYZO Financial Services Private Limited), Amalgamated Company and Ziel Financial Technologies Private Limited, Transferee Company and their respective Shareholders. It was further informed that the scheme does not impact on the Secured Creditors.

Mrs. Pinki Jha, briefed the Secured Creditors on the flow for Q&A session and the voting proceedings. She informed that the Company had provided the facility of remote e-voting to its Secured Creditors.

Mrs. Pinki Jha further stated that Mr. Varun Kumar Chopra had been appointed as the Scrutinizer of the NCLT Convened Meeting (appointed as such by the Hon'ble NCLT) for scrutinizing the e-voting process in a fair and transparent manner. She further informed that the Company had facilitated the Secured Creditors to participate at the said meeting through the VC/ OAVM provided by National Securities Depository Limited ("NSDL"). She then informed that since there is no speaker Secured Creditors who have registered themselves and the meeting can be concluded.



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She subsequently extended her heartfelt gratitude to all the panellist members Thereafter, it was informed that the Secured Creditors who had not cast their vote through the remote e-voting, may cast their vote through the e-voting platform provided by NSDL within next 15 minutes.

PINKI
JHA

Digitally signed
by PINKI JHA
Date: 2024.12.08
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