

SOM DATT FINANCE CORPORATION LTD.

CIN: L65921TS1993PLC188494

November 26, 2025

BSE Limited

Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai — 400001
(Scrip Code: 511571)

Subject: Disclosure under Regulation 30 and 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 – Postal Ballot Notice.

Dear Sir/Madam,

Pursuant to Regulations 30 and 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI LODR"), we hereby enclose the Postal Ballot Notice dated November 25, 2025 ("Notice"), seeking shareholders' approval by way of Special Resolution in respect of the following special business:

Sr. No.	Business	Resolution
1	To Approve for change in the name of the company from "Som Datt Finance Corporation Limited" to "Crescentis Capital Limited".	Special Resolution
2	To approve "Som Datt Finance Limited Employee's Stock Option Scheme 2025" for eligible employees of the Company.	Special Resolution

In compliance with the relevant circulars issued by the Ministry of Corporate Affairs from time to time, the Notice is being sent only through electronic mode to those Members whose names appear in the Register of Members / Register of Beneficial Owners as on Friday, November 21, 2025 ("Cut-Off Date"), as received from the Depositories, and whose e-mail addresses are registered with the Company / Depositories.

The Company has engaged the services of National Securities Depository Limited (NSDL) to provide remote e-voting facilities to all its members. The remote e-voting period will commence on Thursday, November 27, 2025, at 9:00 a.m. (IST) and will conclude on Friday, December 26, 2025, at 5:00 p.m. (IST). The e-voting module shall be disabled thereafter by NSDL.

The results of the Postal Ballot will be declared on or before Sunday, December 28, 2025, and will be placed on the website of the Company at www.somdattfin.com and on the website of NSDL at www.evoting.nsdl.com. The results will also be simultaneously communicated to BSE at www.bseindia.com.

The said Postal Ballot Notice is also available on the Company's website at www.somdattfin.com and on NSDL's website at www.evoting.nsdl.com.

You are kindly requested to take the above on record.

Thanking you,
Yours faithfully,

For Som Datt Finance Corporation Ltd.

V.V. Krishna Chaitanya,
Company Secretary & Compliance Officer

SOM DATT FINANCE CORPORATION LTD**CIN:** L65921TS1993PLC188494**Reg. Office:** 8-2-502/1/A, Ground Floor, JIVI Towers, Road No 7, Banjara Hills, Hyderabad, Telangana, India, 500034**Tel No:** 040 45267248, **Mob No.:** 9810228093;**Email id:** cs@somdattfin.com, **Website:** www.somdattfin.com**POSTAL BALLOT NOTICE**

[Pursuant to Section 110 of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014, each as amended.]

E-Voting Start Date:	E-Voting End Date
27th November, 2025 at 9.00 am (IST)	26th December, 2025 at 5:00 pm (IST)

Dear Member(s),

NOTICE is hereby given pursuant to Section 110 read with Section 108 and other applicable provisions, if any, of the Companies Act, 2013, ('Act') (including any statutory modification or re-enactment thereof for the time being in force), read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014, ('Rules'), Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations'), Secretarial Standard on General Meetings issued by The Institute of Company Secretaries of India ('SS-2'), each as amended, and in accordance with the requirements prescribed by the Ministry of Corporate Affairs ('MCA') for holding general meetings/ conducting postal ballot process through e-Voting, vide General Circular No. 14/2020 dated April 08, 2020, Circular No.17/2020 dated April 13, 2020 issued by the Ministry of Corporate Affairs followed by subsequent circulars issued in this regard and the latest being Circular No. 09/2023 dated September 25, 2023 and Circular No. 09/2024 dated September 19, 2024 (the "MCA Circulars"), to transact the special businesses as set out hereunder by passing said Resolutions by way of postal ballot only by voting through electronic means ('remote e-voting').

Pursuant to Section 102 and Section 110, and other applicable provisions of the Act, the explanatory statement regarding the said Resolutions, setting out the material facts and the reasons/ rationale thereof, is annexed to this Postal Ballot Notice ('Notice') for your consideration and forms part of this Notice.

In compliance with the MCA Circulars, Som Datt Finance Corporation Ltd. ('Company/SDFCL') is sending this Notice ONLY in electronic form to those Members whose e-mail addresses are registered with the Company/Registrar and Transfer Agent ('RTA')/ Depositories. Accordingly, a physical copy of the Notice, Postal Ballot Form, and pre-paid business reply envelope is not being sent to the Members for this Postal Ballot. The communication of the assent or dissent of the Members would only take place through the remote e-voting system. The detailed procedure for remote e-voting forms part of this Notice's 'Notes' section.

In compliance with Regulation 44 of the SEBI Listing Regulations and pursuant to the provisions of Section 108 and Section 110 of the Act read with the Rules, the MCA Circulars, and SS-2, the Company is providing remote e-voting facility to its Members, to enable them to cast their votes electronically instead of submitting the Postal Ballot Form physically. The Company has engaged the services of the National Securities Depository Limited ('NSDL') to provide a remote e-voting facility to its members. The instructions for remote e-voting are appended to this Notice. The Notice is also available on the website of the Company at www.somdattfin.com.

Members desiring to exercise their vote through the remote e-voting process are requested to carefully read the instructions indicated in this Notice and record their assent (FOR) or dissent (AGAINST) by following the procedure as stated in the 'Notes' section of this Notice for the casting of votes by remote e-voting not later than 5.00 p.m. (IST) on 26th December, 2025. NSDL will disable the remote e-voting facility immediately thereafter.

The Board of Directors of the Company by way of a circular resolution on Monday, 24th November, 2025, has appointed Mr. Arun Kumar Gupta (Membership No. 5551) of Arun Kumar Gupta & Associates Practicing Company Secretaries as the Scrutinizer pursuant to Rule 22(5) of the Companies (Management and Administration) Rules, 2014, for conducting the postal ballot /e-voting process fairly and transparently. The Scrutinizer's decision on the validity of the Postal Ballot shall be final.

The Scrutinizer will submit his report, after the completion of scrutiny to the Company. The results shall be declared on or before 28th December, 2025, and will be displayed on the Company's website at www.somdattfin.com and will also be communicated to the Stock Exchanges, and results will be placed on the website of the National Securities Depository Limited ('NSDL') at www.evoting.nsdl.com. The resolution, if passed by the requisite majority, shall be deemed to have been passed on 26th December, 2025, i.e., the last date specified for receipt of votes through the e-voting process.

SPECIAL BUSINESS**1) APPROVAL FOR CHANGE IN THE NAME OF THE COMPANY FROM “SOM DATT FINANCE CORPORATION LIMITED” TO “CRESCENTIS CAPITAL LIMITED”**

To consider and if thought fit to pass the following resolution as a **Special Resolution**:

“RESOLVED THAT pursuant to the provisions of Sections 4, 13 and other applicable provisions, if any, of the Companies Act, 2013 read with the rules made thereunder (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the existing Memorandum of Association of the Company, and all other applicable laws, regulations and guidelines, and based on the “No Objection Certificate” received from the Reserve Bank of India for change of name and the approval for availability of the proposed name “Crescentis Capital Limited” received from the Central Registration Centre, Registrar of Companies, the consent of the members of the Company be and is hereby accorded for changing the name of the Company from “Som Datt Finance Corporation Limited” to “Crescentis Capital Limited”

“RESOLVED FURTHER THAT subject to the approval and upon issuance of fresh certificate of incorporation by the Central Registration Centre, Registrar of Companies and / or any other statutory authority, the name clause being Clause I in the Memorandum of Association of the Company be altered accordingly and substituted by the following clause:

“The name of the Company is Crescentis Capital Limited.”

“RESOLVED FURTHER THAT upon issuance of fresh certificate of incorporation by the Authority consequent upon change of name of the Company, the old name “Som Datt Finance Corporation Limited” wherever appearing in the Memorandum of Association of the Company and other documents and places be substituted with the new name as “Crescentis Capital Limited”

“RESOLVED FURTHER THAT any of the members of the Board and/ or the Company Secretary of the Company be and is hereby severally authorised to sign, execute and file necessary applications, forms, deeds, documents and writings as may be necessary for and on behalf of the Company and to settle and finalise all issues that may arise in this regard and to do all such acts, deeds, matters and things as may be deemed necessary, proper, expedient or incidental for giving effect to the foregoing resolutions and to further authorise and delegate all or any of the powers conferred herein in any manner as they may deem fit”.

2) TO APPROVE “SOM DATT FINANCE LIMITED EMPLOYEES' STOCK OPTIONS SCHEME, 2025” FOR ELIGIBLE EMPLOYEES OF THE COMPANY

To consider and if thought fit to pass the following resolution as a **Special Resolution**:

“RESOLVED THAT pursuant to the provisions of Section 62(1)(b) and other applicable provisions, if any, of the Companies Act, 2013 read with Rules made thereunder, the provisions of the Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity)

Regulations 2021, as amended and enacted from time to time read with all circulars and notifications issued thereunder ("SBEB & SE Regulations"), the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("LODR Regulations"), the relevant provisions of Memorandum and Articles of Association of the Company and subject to further such other approvals, permissions and sanctions as may be necessary and subject to such conditions and modifications as may be prescribed or imposed while granting such approvals, permissions, sanctions, consent of the members of the Company be and is hereby accorded to approve and implement the 'Som Datt Finance Corporation Limited Employees' Stock Options scheme, 2025' ("ESOS 2025" / "Scheme"), the salient features of which are furnished in the explanatory statement annexed to this notice, and authorizing the Board of Directors of the Company (hereinafter referred to as the "Board" which shall deem to include any Committee, including the Nomination and Remuneration Committee which the Board has constituted) to create, offer, issue, grant and allot from time to time, the employee stock options ("Options") to the eligible employees of the Company, as per the explanatory statement [other than employee who is a promoter or person belonging to the promoter group of the Company, Independent Directors and Director(s) holding directly or indirectly more than 10% of the outstanding equity shares of the Company], as determined in terms of the SDFL ESOS 2025, exercisable as per the Scheme, where one Option would convert into one equity share upon exercise, on such terms and in such manner, in accordance with the provisions of the applicable laws and the provisions of the ESOS 2025.

RESOLVED FURTHER THAT the equity shares so issued and allotted as mentioned hereinbefore shall rank pari passu with the then existing equity shares of the Company.

RESOLVED FURTHER THAT in case of any corporate action(s) such as rights issues, bonus issues, merger and sale of division and others, if any additional Options granted or equity shares are issued by the Company, for the purpose of making a fair and reasonable adjustment to the Options granted earlier, the ceiling of total number of Options and equity shares specified above shall be deemed to be increased to the extent of such additional Options granted or equity shares issued.

RESOLVED FURTHER THAT in case the equity shares of the Company are either sub-divided or consolidated, then the number of shares to be allotted and the price of acquisition payable by the eligible employees under the ESOS 2025 shall automatically stand reduced or augmented, as the case may be, in the same proportion as the face value per equity share shall bear to the revised face value of the equity shares of the Company after such sub-division or consolidation, without affecting any other rights or obligations of the said eligible employees.

RESOLVED FURTHER THAT any of the members of the Board and/ or the Company Secretary of the Company be and is hereby severally authorized to take requisite steps for listing of the equity shares allotted under the ESOS 2025 on the stock exchanges where the equity shares of the Company are listed in due compliance with SBEB & SE Regulations and other applicable laws.

RESOLVED FURTHER THAT the Board, be and is hereby authorized at any time to modify, change, vary, alter, amend, suspend or terminate the ESOS 2025 subject to the compliance with the applicable laws and regulations and further subject to consent of the shareholders by way of special resolution to the extent required under SBEB & SE Regulations, and to do all such acts, deeds, matters and things as it may deem fit at its absolute discretion, for such purpose and also to settle any issues, questions, difficulties or doubts that may arise in this regard and further to execute all such documents, writings and to give such directions and or instructions as may be necessary or expedient to give effect to such modification, change, variation, alteration, amendment, suspension or termination of the ESOS 2025 and do all other things incidental and ancillary thereof including filing of any forms with relevant authorities in conformity with the provisions of the applicable laws in force to give effect to this resolution.”

**By Order of the Board of Directors
For Som Datt Finance Corporation Ltd**

Sd/-

V V Krishna Chaitanya

Company Secretary and Compliance Officer

M. No.- 49415

Place: Hyderabad

Date: 25th November, 2025

NOTES:

1. The relevant Explanatory Statement pursuant to the provisions of Section 102 of the Companies Act, 2013 ('Act') read with Section 110 of the Act and Rule 22 of the Companies (Management and Administration) Rules, 2014 ('Rules'), each as amended, setting out the material facts relating to the aforesaid Resolutions and the reasons thereof is annexed as "Annexure-1" hereto and forms part of this Notice.
2. In terms of the MCA Circulars, the Company is sending this Notice ONLY in electronic form to those Members whose names appear in the Register of Members/List of Beneficial Owners as received by the Company from the Depositories/ RCMC Share Registry Pvt. Ltd, the Company's Registrar and Transfer Agent ('RTA'), as of 21st November, 2025 ('Cut-Off Date') and whose e-mail addresses are registered with the Company/RTA/Depositories/Depository Participants or who will register their e-mail address in accordance with the process outlined in this Notice. The voting rights of the Members shall be in proportion to their share of the paid-up equity share capital of the Company as of the Cut-Off Date i.e., 21st November, 2025.
3. Only those Members whose names appear in the Register of Members / List of Beneficial Owners as of the Cut-Off Date shall be eligible to cast their votes through postal ballot by remote e-voting. A person who is not a Member on the Cut-Off Date should treat this Notice for information purposes only.
4. It is however clarified that all Members of the Company as of the Cut-Off Date (including those Members who may not have received this Notice due to non-registration of their e-mail addresses with the Company/ RTA/ Depositories / Depository Participants) shall be entitled to vote about the aforementioned Resolutions in accordance with the process specified in this Notice.
5. In compliance with the provisions of Section 108 and Section 110 of the Act read with Rules 20 and 22 of the Rules, Regulation 44 of the SEBI Listing Regulations, SS-2, and the MCA Circulars, the Company is pleased to provide remote e-Voting facility to its Members, to enable them to cast their votes electronically. The detailed procedure with respect to remote e-voting is mentioned in this Notice.
6. The remote e-voting shall commence on commence at 9.00 a.m. (IST) on 27th November, 2025, and ends at 5:00 p.m. (IST) on 26th December, 2025. During this period, Members of the Company holding shares in physical or electronic form as on the Cut-Off Date may cast their vote electronically. The remote e-voting module shall be disabled by NSDL for voting thereafter.
7. The Board of Directors has appointed Mr. Arun Kumar Gupta (Membership No. 5551) of Arun Kumar Gupta & Associates Practicing Company Secretaries, as the Scrutinizer to scrutinize the postal ballot process fairly and transparently.
8. The Scrutinizer will submit his report to the Company after scrutiny of the votes cast, on the result of the Postal Ballot on or before 28th December, 2025. The Scrutinizer's decision on the validity of the votes cast will be final.
9. The Results declared along with the Scrutinizer's Report shall be placed on the Company's website www.somdattfin.com and the website of NSDL www.evoting.nsdl.com immediately after the result is declared by the Board or any other person authorized by him, and the same shall be communicated to the Stock Exchanges, where the equity shares of the Company are listed. The results shall also be displayed on the notice board at the Registered Office of the Company.
10. The Resolution, if passed by the requisite majority through Postal Ballot by remote e-voting, will be deemed to have been passed on the last date specified for e-voting, i.e., 26th December, 2025.
11. Members may download the Notice from the website of the Company at www.somdattfin.com or from the website of NSDL at www.evoting.nsdl.com. A copy of the Notice is also available on the website of BSE at www.bseindia.com.

12. The vote in this Postal Ballot cannot be exercised through proxy.
13. Members desirous of inspecting the documents referred to in the Notice or Explanatory Statement may send their requests to cs@somdattfin.com from their registered e-mail addresses, mentioning their names, folio numbers, DP ID, and Client ID between the period 27th November, 2025 to 26th December, 2025.
14. Process to cast votes through remote e-voting:

The way to vote electronically on the NSDL e-Voting system consists of 'Two Steps' which are mentioned below:





Step 1: Access to NSDL e-Voting system

A) Login method for e-Voting for Individual shareholders holding securities in demat mode

In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

Login method for Individual shareholders holding securities in demat mode is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL.	<ol style="list-style-type: none"> For OTP based login you can click on https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp. You will have to enter your 8-digit DP ID, 8-digit Client Id, PAN No., Verification code and generate OTP. Enter the OTP received on registered email id/mobile number and click on login. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period. Existing IDeAS user can visit the e-Services website of NSDL Viz. https://eservices.nsdl.com either on a Personal Computer or on a mobile. On the e-Services home page click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section, this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period. If you are not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select "Register Online for IDeAS Portal" or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under

	<p>‘Shareholder/Member’ section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period.</p> <p>5. Shareholders/Members can also download NSDL Mobile App “NSDL Speede” facility by scanning the QR code mentioned below for seamless voting experience.</p> <p>NSDL Mobile App is available on</p> <div style="display: flex; justify-content: space-around; align-items: center;"> <div style="text-align: center;">  <p>App Store</p> </div> <div style="text-align: center;">  <p>Google Play</p> </div> </div> <div style="display: flex; justify-content: space-around; align-items: center; margin-top: 10px;">   </div>
Individual Shareholders holding securities in demat mode with CDSL	<ol style="list-style-type: none"> Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login Easi / Easiest are requested to visit CDSL website www.cdslindia.com and click on login icon & New System Myeasi Tab and then user your existing my easi username & password. After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers’ website directly. If the user is not registered for Easi/Easiest, option to register is available at CDSL website www.cdslindia.com and click on login & New System Myeasi Tab and then click on registration option. Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.

Individual Shareholders (holding securities in demat mode) login through their depository participants	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. upon logging in, you will be able to see e-Voting option. Click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period.
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Important note: Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. NSDL and CDSL.

Login type	Helpdesk details
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.com or call at 022 - 4886 7000
Individual Shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at toll free no. 1800-21-09911

B) Login Method for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.

How to Log-in to NSDL e-Voting website?

1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsdl.com/> either on a Personal Computer or on a mobile.
2. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section.
3. A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen.

Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at <https://eservices.nsdl.com/> with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.

4. Your User ID details are given below :

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical	Your User ID is:
a) For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID For example if your DP ID is IN300*** and Client ID is 12***** then your user ID is IN300***12*****.
b) For Members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID For example if your Beneficiary ID is 12***** then your user ID is 12*****
c) For Members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the company For example if folio number is 001*** and EVEN is 101456 then user ID is 101456001***

5. Password details for shareholders other than Individual shareholders are given below:

- a) If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
- b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.
- c) How to retrieve your 'initial password'?
 - (i) If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.
 - (ii) If your email ID is not registered, please follow steps mentioned below in **process for those shareholders whose email ids are not registered**

6. If you are unable to retrieve or have not received the "Initial password" or have forgotten your password:

- a) Click on "[Forgot User Details/Password?](#)" (If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.
- b) [Physical User Reset Password?](#)" (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.
- c) If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.com mentioning your demat account number/folio number, your PAN, your name and your registered address etc.

- d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.

7. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.
8. Now, you will have to click on "Login" button.
9. After you click on the "Login" button, Home page of e-Voting will open.

Step 2: Cast your vote electronically on NSDL e-Voting system.

How to cast your vote electronically on NSDL e-Voting system?

1. After successful login at Step 1, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle.
2. Select "EVEN" of company for which you wish to cast your vote during the remote e-Voting period.
3. Now you are ready for e-Voting as the Voting page opens.
4. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on "Submit" and also "Confirm" when prompted.
5. Upon confirmation, the message "Vote cast successfully" will be displayed.
6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

General Guidelines for shareholders

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to csarungupta@gmail.com with a copy marked to evoting@nsdl.com. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) can also upload their Board Resolution / Power of Attorney / Authority Letter etc. by clicking on "Upload Board Resolution / Authority Letter" displayed under "e-Voting" tab in their login.
2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the "[Forgot User Details/Password?](#)" or "[Physical User Reset Password?](#)" option available on www.evoting.nsdl.com to reset the password.

3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on : 022 - 4886 7000 or send a request to Mr. Narendra Dev, Business Development and Products at evoting@nsdl.com

Process for those shareholders whose email ids are not registered with the depositories for procuring user id and password and registration of e mail ids for e-voting for the resolutions set out in this notice:

1. In case shares are held in physical mode please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to (Company email id).
2. In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) to (Company email id). If you are an Individual shareholders holding securities in demat mode, you are requested to refer to the login method explained at **step 1 (A) i.e. Login method for e-Voting for Individual shareholders holding securities in demat mode.**
3. Alternatively shareholder/members may send a request to evoting@nsdl.com for procuring user id and password for e-voting by providing above mentioned documents.
4. In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.

**By Order of the Board of Directors
For Som Datt Finance Corporation Ltd**

Sd/-

V V Krishna Chaitanya
Company Secretary and Compliance Officer
M. No.- 49415

Place: Hyderabad
Date: 25th November, 2025

ANNEXURE-I**EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013****Item 1:**

The Company was originally incorporated as Som Datt Finance Corporation Limited, a public limited company under the Companies Act, 1956, and received its Certificate of Incorporation from the Registrar of Companies, West Bengal, on October 19, 1993, bearing Registration No. 060507. The Company commenced business on November 3, 1993.

On July 21, 2023, the Company underwent a change in its Management and Control pursuant to the Reserve Bank of India's letter dated May 11, 2023. Since then, the majority of the Board of Directors and the present promoters have been based in Hyderabad, and the Company intends to focus its operations in and around Hyderabad and other operational cities of India.

As the "Som Datt" group is no longer associated with the Company, there has been a continuing misconception that the Company forms part of the said group. To avoid any such misunderstanding and to reflect the Company's new management direction and business outlook, the Board of Directors, through their resolution dated October 10, 2025, approved a proposal to change the Company's name from "Som Datt Finance Corporation Limited" to "Crescentis Capital Limited", subject to approvals from the Reserve Bank of India, the Ministry of Corporate Affairs, and the shareholders.

Since the Company is registered as a Non-Banking Financial Company (NBFC) with the Reserve Bank of India (RBI), obtaining a prior "No Objection" from RBI is a mandatory prerequisite for effecting a change in its name. Accordingly, the Company made an application to RBI vide application reference PRV.BLR.DOR.2025-2026.P11 dated 18th October, 2025, seeking RBI's No Objection for the proposed name change.

In this regard, we are pleased to state that the Company has received the No Objection from the Reserve Bank of India on 06th November, 2025, vide letter no. BLR.DOR.RSG.No.S564/40-02-001, thereby allowing the Company to proceed with the process of changing its name, subject to completion of other applicable statutory formalities.

Subsequently, on applying vide form 'RUN', CRC, vide its letter dated 14th November, 2025, informed about the availability of the proposed new name 'Crescentis Capital Limited' for a period of 60 days. Thereafter, the Board of the company on 24th November, 2025, has approved/ratified the above by way of resolution and have delegated the authority to do all such acts, things, and deeds etc., as may be necessary to give effect to resolution of change of the name of the company.

The Board believes that the proposed change in the name of the company, being undertaken as a strategic transition, would make the name of the company focused and relatable to the activities of the Company. It will not affect any of the rights of the Company or of the shareholders/ stakeholders of the Company.

As per the provisions of Section 13 of the Companies Act, 2013, approval of the shareholders is required for changing the name of the Company and consequent alteration in Clause I of the Memorandum of Association by way of passing a Special Resolution.

The Board recommends the resolution, as set out at Item No. 1 of this notice, for your approval as a

Special Resolution.

Further, in accordance with Regulation 45(3), a certificate from a Chartered Accountant confirming compliance with the conditions specified under Regulation 45(1) is enclosed herewith.

None of the Directors, Key Managerial Personnel and their relatives are, in any way, concerned or interested in the aforesaid resolution, except to the extent of their shareholding, if any.

Item 2:-

Your Company believes that equity-based compensation schemes are an effective tool to attract, retain, motivate and reward the talents working exclusively with the Company. With the objective to motivate key employees for their contribution to the corporate growth on a sustained basis, to create an employee ownership culture, to retain the best talent in the competitive environment and to encourage them in aligning individual goals with that of the Company's objectives, your Company intends to implement an Employee Stock Option Scheme namely 'Som Datt Finance Corporation Limited Employees' Stock Options scheme, 2025' ("ESOS 2025" / "Scheme") seeking to cover eligible employees.

At this juncture, the Company has transited to the next phase of leveraging market opportunities and business growth including addressing business competition which has resulted in consistent demand for talent for critical roles. Apart from this, the emergence of skillsets relevant for the Company's business coupled with industry practice as to equity compensation has resulted in changed dynamics of the talent market. This has necessitated in bringing out a meaningful reward strategy for attraction, retention, motivation and incentivization of critical resources in the leadership positions or holding critical roles as required in the business. Further, given the nature of the business, the Company is required to stay aligned with the sector/ industry wherein most of the cases, equity compensation is made attractive for eligible personnel.

The Company proposes to implement an employee stock option scheme namely 'Som Datt Finance Corporation Limited Employees' Stock Options scheme, 2025' ("ESOS 2025" / "Scheme"), contemplating grant of employee stock options ("Options") to a select band of employees of the Company. However, the criteria to select eligible employees for grant would be determined by the Nomination and Remuneration Committee ("NRC") who will act as the Compensation Committee of the Company, based on factors such as tenure of association with the Company, performance during the previous years, contribution towards strategic growth, contribution to team building and succession, cross-functional relationship, expected role for the corporate growth, or such other factors as the Compensation Committee may deem relevant.

Accordingly, the NRC and the Board of Directors of the Company at their respective meetings held on 12th November, 2025, approved the introduction of the ESOS 2025, subject to approval of the Shareholders of the Company.

In terms of Section 62(1)(b) of the Companies Act, 2013 and Rules made thereunder read with Regulation 6 of the Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations 2021, ("SBEB & SE Regulations"), the salient features of the ESOS 2025 are given as under:

Sl. No	Particulars	Response
1.	Brief Description of the Scheme	<p>Som Datt Employee Stock Option Scheme 2025, contemplates grant of Stock Options to the eligible employees of the Company, as determined by the NRC. These stock options grants if accepted by the grantees would vest on dates as specified in the grants and shall be exercisable into fully paid-up equity shares of the Company, on the terms and conditions as provided under the Plan and in accordance with the provisions of the applicable laws and regulations.</p> <p>After vesting of options, the eligible employees earn a right but not an obligation to exercise the vested stock options within the exercise period. The Company shall issue shares upon exercise of vested stock options subject to payment of exercise price and satisfaction of consequential tax obligations.</p> <p>The Nomination and Remuneration Committee ("Committee") of the Company shall act as the Compensation Committee for the supervision of Scheme and shall administer the Scheme. All questions of interpretation of the Scheme shall be determined by the Committee as per terms of the Scheme.</p>
2.	The total number of options, SARs, shares or benefits, as the case may be, to be offered and granted	<p>The maximum number of Shares that may be issued pursuant to Exercise of Options Granted to all the Participants under the Scheme shall not exceed 13,00,000 Shares.</p> <p>Further, the maximum number of Options Granted to any one Participant of the Scheme shall not exceed 10,00,000 Options in any financial year</p>
3.	Identification of classes of employees entitled to participate and be beneficiaries in the scheme(s);	<p>All Employee(s) other than the following shall be entitled to participate in the Scheme (the Eligible Employee).</p> <p>(a) an Employee who is a Promoter; or (b) an Employee who belongs to the Promoter Group; or (c) an independent director; or (d) a director, who either by himself or through his Relative or through any body corporate, directly or indirectly, holds more than 10% (ten per cent.) of the outstanding equity shares of the Company.</p>

4.	Requirements of vesting and period of vesting	<p>The Vesting would be determined by the Nomination and Remuneration Committee provided that the Options granted under SDFC ESOS SCHEME 2025 would Vest in one or more tranches after one year but not later than 2 years from the date of grant of such options.</p> <p>Upon vesting, the Vested Options shall be exercisable in one or more tranches within a period of three years according to the terms and conditions as determined and set forth under the SDFC ESOS SCHEME 2025 and further subject to the Participant making full payment to the Company:</p> <ol style="list-style-type: none"> The exercise price and Any tax leviable on the Company on exercise of Option by the Participant
5.	Maximum period (subject to regulation 18(1) and 24(1) of these regulations, as the case may be) within which the options / SARs / benefits shall be vested;	The options granted under SDFC ESOS SCHEME 2025 would vest in one or more tranches after one year but not later than 2 years from the date of grant of such options.
6.	Exercise price, SAR price, purchase price or pricing formula	<p>The exercise price is at discounted value and the Exercise Price would be decided at the Nomination and Remuneration Committee's sole discretion.</p> <p>Such exercise price will be intimated to the eligible employees at the time of grant of options to them. Other terms as per the SDFC ESOS SCHEME 2025.</p>
7.	Exercise period/offer period and process of exercise/acceptance of offer	<p>Exercise Period is a period of 3 (Three) years from the date of Vesting within which the Vested Options can be Exercised.</p> <p>Process of Exercise: The vested Options shall be exercisable by the eligible employees by a written application to the Company expressing his/ her desire to exercise such Options in such manner and in such format as may be prescribed by the NRC from time to time.</p> <p>The detailed terms and conditions of exercise period are as mentioned in the SDFC ESOS SCHEME 2025.</p>
8.	The appraisal process for determining the eligibility of employees for the scheme(s);	<p>The appraisal process for determining the eligibility of the employees will be specified by the Nomination and Remuneration Committee, and will be based on criteria such as</p> <ol style="list-style-type: none"> to attract, retain and motivate talent in the Company with a view to achieve long term business goals, Encourage Eligible Employees to align individual performance with Company objectives.

		<p>c. Reward Eligible Employees' performance with ownership in the Company</p> <p>d. Encourage Eligible Employees to create shareholder value.</p> <p>The purpose of this Scheme is to reward and retain the employees of the Company for high levels of individual performance and for unusual efforts to improve the financial performance which will ultimately contribute to the success of the Company.</p>
9.	Maximum number of options, SARs, shares, as the case may be, to be offered and issued per employee and in aggregate, if any	The maximum number of Options Granted to any one Participant of the Scheme shall not exceed 10,00,000 Options in any financial year.
10.	Maximum quantum of benefits to be provided per employee under a scheme.	Unless otherwise determined by the NRC, the maximum quantum of benefits underlying the equity shares allotted to the employees on exercise of the vested options will be the difference in the exercise price and the market price of the equity shares.
11.	Whether the scheme(s) is to be implemented and administered directly by the company or through a trust;	The SDFC ESOS SCHEME 2025 shall be administered directly by the Company through Nomination and Remuneration Committee.
12.	Whether the scheme(s) involves new issue of shares by the company or secondary acquisition by the trust or both;	The SDFC ESOS SCHEME 2025 contemplates an issuance of new shares by the Company
13.	The amount of loan to be provided for implementation of the scheme(s) by the company to the trust, its tenure, utilization, repayment terms, etc.;	Not applicable as the SDFC ESOS SCHEME 2025 shall be administered by the Company directly not through the trust.
14.	Maximum percentage of secondary acquisition (subject to limits specified under the regulations) that can be made by the trust for the purposes of the scheme(s);	Not applicable as the SDFC ESOS SCHEME 2025 shall be administered by the Company directly not through the trust.
15.	A statement to the effect that the company shall conform to the accounting policies specified in regulation 15;	The Company shall comply with the requirements including the disclosures requirements of the Accounting Standards prescribed by the Central Government in terms of Section 133 of the Companies Act, 2013 including applicable Guidance Note on Accounting for employee share based payment issued in that regard, from time to time.
16.	The method which the company shall use to value its options or SARs	The SDFC ESOS SCHEME 2025 contemplates new issue of equity shares by the Company and such valuation of options shall be based on the applicable law and will make necessary disclosures as may be

		required in this regard
17	<p>the following statement, if applicable:</p> <p>In case the company opts for expensing of share based employee benefits using the intrinsic value, the difference between the employee compensation cost so computed and the employee compensation cost that shall have been recognized if it had used the fair value, shall be disclosed in the Directors' report and the impact of this difference on profits and on earnings per share ("EPS") of the company shall also be disclosed in the Directors' report';</p>	The determination of applicability is based on the adoption of method of accounting i.e intrinsic value or any other method as applicable and its impact and in terms of Indian Accounting Standards applicable from time to time.
18.	Period of lock-in.	The equity shares allotted upon exercise of stock option under the SDFC ESOS SCHEME 2025 shall not be subject to any lock in period.
19.	Terms & conditions for buyback, if any, of specified securities covered under these regulations	Not applicable.

None of the Directors and key managerial personnel of the Company, including their relatives, are interested or concerned in the resolutions, except to the extent they may be lawfully granted Options under ESOS 2025.

A draft copy of the ESOS 2025 is available for inspection at the Company's registered office / corporate office during official hours on all working days till the last date of the e-voting.

Pursuant to Section 62(1)(b) of the Companies Act, 2013 and Regulation 6 of the SBEB & SE Regulations, Your Board of Directors recommends the Special Resolutions set forth as Item No. 2 of the notice for your approval.

**By Order of the Board of Directors
For Som Datt Finance Corporation Ltd**

Sd/-

V V Krishna Chaitanya

Company Secretary and Compliance Officer
M. No.- 49415

Place: Hyderabad
Date: 25th November, 2025

Practicing Chartered Accountant's Certificate under Regulation 45(1) and 45(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, with regard to Change in Name of the Company.

TO WHOMSOEVER IT MAY CONCERN

We, LVSS and Co Chartered Accountants, a Practicing Chartered Accountant firm, have been requested by **Som Datt Finance Corporation Limited** (the "**Company**"), having its registered office at 8-2-502/1/A, Ground Floor, JIVI Towers, Road No. 7, Banjara Hills, Hyderabad – 500 034, Telangana, and CIN: L65921TS1993PLC188494, listed on BSE Limited, to examine and certify compliance with Regulation 45(1) of the Securities and Exchange Board of India ("SEBI") (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI LODR") in connection with the proposed change of name of the Company to "**Crescentis Capital Limited**".

This certificate is provided for inclusion in the Explanatory Statement, which is annexed to the Notice seeking the approval of the Company's shareholders by way of a Special Resolution for the proposed name change, as required under Regulation 45(3) of the SEBI LODR.

We have examined the records and relevant documents concerning the proposal to change the name of the Company to "**Crescentis Capital Limited**" ("proposed name"), we hereby confirm and certify:

1. The Company has fulfilled the condition specified under Regulation 45(1)(a) regarding the time period of at least one year having elapsed since its last name change.
2. The proposed change of name is in broad compliance with Regulation 45(1) and the Company Law requirements concerning the alignment of the new name with the main activities of the Company.
3. The necessary pre-requisites, including the Board resolution, receipt of No Objection from the Reserve Bank of India, and confirmation of the availability of the proposed name from the Ministry of Corporate Affairs, have been duly completed.

The final change of name is subject to the approval of the shareholders and subsequent statutory and regulatory approvals.

For **LVSS and Co**
Chartered Accountants
Firm Registration No.: 024155S

CA Leeladhar N.
Partner
Membership No.: 254254



Date: 20 November 2025
Place: Hyderabad
UDIN: 25254254BMINH3731