



Affle (India) Limited

Regd. Office | A47 Lower Ground Floor, Hauz Khas, Off Amar Bhawan, New Delhi - 110 016
Communication Office | 3rd Floor, Tower-B, Awfis Unitech Cyber Park, Sector 39, Gurugram - 122 002, Haryana
(P) 0124-4598749 (W) www.affle.com; CIN: L65990DL1994PLC408172

CORRIGENDUM TO THE NOTICE OF EXTRA ORDINARY GENERAL MEETING (“EGM”) TO BE HELD ON NOVEMBER 17, 2023 AT 11.00 A.M. (IST)

The extra-ordinary general meeting (“EGM”) of the shareholders of Affle (India) Limited (the “Company”) is being convened on Friday, November 17, 2023 at 11.00 A.M. (IST), through video conferencing (“VC”) / other audio visual means (“OAVM”). The notice of EGM (“EGM Notice”) was dispatched to the shareholders of the Company on October 26, 2023 electronically, in due compliance with the provisions of the Companies Act, 2013, as amended, and the rules made thereunder (the “Companies Act”), read with circulars issued by the Ministry of Corporate Affairs and the Securities and Exchange Board of India (“SEBI”), to transact the business stated therein.

The Company is issuing this corrigendum to the EGM Notice (“Corrigendum”), in relation to the explanatory statement of “Item No. 1” of the EGM Notice, pursuant to the suggestions / comments received from the National Stock Exchange of India Limited (“NSE”) and BSE Limited (“BSE”, and together with NSE, the “Stock Exchanges”).

NSE and BSE had raised a query seeking clarification dated October 31, 2023 and November 6, 2023, respectively, on compliance with certain provisions of the articles of association of the Company (the “AOA”) and had directed the Company that pursuant to Clause 16(a)(iii) of the AOA, the Company is required to determine the price through a valuation report in the event it proposes to increase its subscribed share capital by issuance of further equity shares. However, the Company had provided clarification that the price for such issuance of equity shares was determined in accordance with the relevant provisions of the AOA, the Companies Act, including the relevant rules under the Companies Act, and the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended (“SEBI ICDR Regulations”) and that no valuation report is required to be obtained as per Clause 16(a)(iii) of the AOA of the Company.

However, in compliance with the directions issued by the NSE and the BSE, the Company has obtained a valuation report dated November 10, 2023 for the preferential issue proposed to be undertaken by it (the “Preferential Issue”), from Resurgent Valuers Private Limited, Independent Registered Valuer having IBBI Membership No: IBBI/RV-E/02/2020/125 (the “Valuation Report”).

The Valuation Report is available under the Investor Relations Section on the website of the Company.

Further, the Valuation Report is also available at the link https://affle.com/images/pdf/2023/Valuation%20Report_Nov%2010,%202023.pdf till the conclusion of the voting at the EGM.

Since the price as per the Valuation Report does not alter the floor price of Rs. 1,078.73 (Rupees One Thousand Seventy-Eight and Seventy-Three Paise Only) for each equity share calculated in accordance with Regulation 164(4) of the SEBI ICDR Regulations, the floor price for the proposed Preferential Issue will continue to remain Rs. 1,078.73 for each equity share. Consequent to the Valuation Report, there is no change in the floor price and issue price as given in the EGM Notice.

This Corrigendum is being issued by way of a clarification and is intended to form an integral part of the EGM Notice. Shareholders of the Company and other stakeholders are requested to read the EGM Notice

in conjunction with this Corrigendum. All capitalised terms not defined herein, would have the same meaning as attributed to such terms in the EGM Notice.

All other contents of the EGM Notice save and except as clarified, modified or supplemented by this Corrigendum, shall remain unchanged. The shareholders are requested to take note of the same.

A copy of this Corrigendum and the EGM Notice shall be available on the Company's website, websites of the Stock Exchanges i.e. www.nseindia.com and www.bseindia.com, and on the website of KFin Technologies Limited, <https://evoting.kfintech.com>.

The Board of Directors of the Company has approved the Corrigendum to the EGM Notice on November 10, 2023.

**By Order of the Board
For Affle (India) Limited**

Sd/-
Parmita Choudhury
Company Secretary & Compliance Officer
(Membership No: ACS 26261)

Date: November 10, 2023

Place: Gurugram

Registered Office:

Address: A47 Lower Ground Floor
Hauz Khas, Off Amar Bhawan
New Delhi - 110 016