

FINO PAYTECH LIMITED

Regd. Office: S.K. Elite, Plot No. D-404 and D-405, 5th Floor, MIDC Turbhe, Navi Mumbai – 400705, Phone: +91 22 7137 7000, E-mail: basavraj.loni@finopaytech.com

Website: <u>www.finopaytech.com</u> CIN: U72900MH2006PLC162656

NOTICE

NOTICE is hereby given that the Twelfth Annual General Meeting of the Members of Fino PayTech Limited will be held on Friday, the 28th day of September, 2018 at 12.00 Noon at the Registered Office of the Company at S. K. Elite, Plot No. D-404 & D-405, 5th Floor, MIDC Turbhe, Navi Mumbai- 400 705 to transact the following BUSINESS:

I Ordinary Business:

- 1. To receive, consider and adopt the Standalone and Consolidated Audited Financial Statements under Ind AS for the Financial year ended 31st March, 2018, together with the Reports of the Board of Directors and Auditors thereon.
- 2. To consider and, if thought fit, to pass the following resolution as an **ORDINARY RESOLUTION:**

"RESOLVED that pursuant to the provisions of sections 139, 142 and other applicable provisions, if any, of the Companies Act, 2013 ("the Act") read with the Companies (Audit and Auditors) Rules, 2014 ("the Rules") (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) and pursuant to the recommendation of the Audit Committee and the Board of Directors and pursuant to the approval of the Members at the Eleventh Annual General Meeting, the Company hereby ratifies the re-appointment of M/s B S R & Associates LLP, Chartered Accountants (ICAI Firm Registration No. 116231 W/W 100024) as the Statutory Auditors of the Company, to hold the office for a period of 1 (one) year from the conclusion of this AGM, at a remuneration to be determined by the Board of Directors or Audit Committee of the Company, in addition to out of pocket expenses as may be incurred by them during the course of the Audit."

II Special Business:

3. To consider and, if thought fit, to pass the following resolution as an **ORDINARY RESOLUTION:**

"RESOLVED that pursuant to the provisions of section 152 and all other applicable provisions of the Companies Act, 2013 ("the Act") and the Rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force) and the Articles of Association of the Company, Mr. Rajeev Arora (DIN: 03248964), who was appointed by the Board of Directors as an Additional Director of the Company with effect from 1st January, 2018 and who holds office up to the date of this Annual General Meeting of the Company in terms of section 161 of the Act and in respect of whom the Company has received a Notice in writing from a Member along with the deposit of requisite amount under section 160 of the Act proposing his candidature for the office of Director, being so eligible, be appointed as a Director of the Company, who shall be a Director liable to retire by rotation."



III Ordinary Business:

4. To appoint a Director in place of Mr. Rajeev Arora (DIN: 03248964), who retires by rotation and, being eligible, offers himself for re-appointment.

IV Special Business:

5. To consider and, if thought fit, to pass the following resolution as a **SPECIAL RESOLUTION**:

"RESOLVED that subject to the provisions of sections 196, 197, 203 and all other applicable provisions of the Companies Act, 2013 ("the Act") (including any statutory modification or re-enactment thereof for the time being in force) read with Schedule V of the Act and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and the Articles of Association of the Company and subject to the approval of the Central Government, if necessary, and subject to such approvals, permissions and sanctions, as may be required, and subject to such conditions and modifications, as may be prescribed or imposed by any of the authorities including the Central Government in granting such approvals, permissions and sanctions, consent of the Company be and is hereby accorded to the appointment of Mr. Rajeev Arora (DIN: 03248964) as a Whole-time Director of the Company under the provisions of the Act for a period of Three (3) years with effect from 1st January, 2018 to 31st December, 2020 (both days inclusive) at a remuneration and period as given below, the details of such remuneration and the other benefits are as set out in the explanatory statement annexed to the notice of this Annual General Meeting.

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Detail of Rem (per annum in Excluding ea		Period of Remuneration
Salary :	46 89,600/-	For a period of from 1 st January, 2018
Perquisites :	39 08,120/-	to 31 st March, 2018.
Allowances:	64,72,008/-	
Total :	1,50,69,728/-	

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Detail of Remuneration (per annum in Rs.) Excluding earnings potential	Period of Remuneration
Nil	For a period of from 1 st April, 2018 to 31 st December, 2020.

FURTHER RESOLVED that the approval of the Company be accorded to the Board of Directors of the Company (hereinafter referred to as the 'Board' which term shall be deemed to include the Nomination and Remuneration Committee of the Board) to vary, alter, increase, enhance or widen the terms and conditions of appointment and the remuneration payable to the appointee, from time to time, as they may in their discretion deem fit, subject to the limits laid down in section 197 and all other applicable provisions of the Act including any statutory modification and re-enactment thereof for the time being in force, and the Rules framed thereunder read with Schedule V of the Act and subject to the approval of the Central Government, if necessary, and subject to the requisite approvals, if any, being obtained.



FURTHER RESOLVED that where in any financial year during the currency of the tenure of the appointee, the Company has no profits or its profits are inadequate, the Company may subject to receipt of the requisite approvals, if any, pay to the appointee, the above remuneration as the minimum remuneration for a period not exceeding 3 (Three) Years from the date of appointment by way of salary, perquisites and other allowances and benefits as specified above and that the perquisites pertaining to contribution to provident fund, superannuation fund or annuity fund, gratuity and leave encashment shall not be included in the computation of the ceiling on remuneration specified in Section II and Section III of Part II of Schedule V to the Act.

FURTHER RESOLVED that for the purpose of giving effect to this Resolution, the Board be authorised to do all such acts, deeds, matters and things as it may, in its absolute discretion, deem necessary, proper or desirable and to settle any questions, difficulties or doubts that may arise in this regard and further to execute all necessary documents, applications, returns and writings as may be necessary, proper, desirable or expedient."

By Order of the Board For FINO PayTech Limited

Sd/-Basavraj Loni Company Secretary & AVP-Legal

Place: Navi Mumbai Date: 23rd May, 2018



NOTES:

- 1. In respect of the Item Nos. 3, 4 and 5 set out above, the additional information on the Director seeking appointment/re-appointment is annexed hereto as required under Clause 1.2.5 of the Secretarial Standard on General Meetings (SS-2).
- 2. A MEMBER WHO IS ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY. PROXIES IN ORDER TO BE EFFECTIVE MUST BE RECEIVED BY THE COMPANY NOT LESS THAN 48 HOURS BEFORE THE MEETING.
- 3. A person can act as a proxy on behalf of Members not exceeding fifty and holding in the aggregate not more than ten per cent of the total share capital of the Company carrying voting rights. A Member holding more than ten per cent of the total share capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy for any other Member. Proxies submitted on behalf of limited companies, societies, etc., must be supported by an appropriate resolution/authority as applicable, to attend and vote on their behalf at the Meeting. The Proxy-holder shall prove his identity at the time of attending the Meeting.
- 4. Explanatory Statement as required pursuant to provisions of Section 102 (1) of the Companies Act, 2013 is annexed herewith.
- 5. First Proviso to Section 139 (1) of the Companies Act, 2013 was omitted vide the amendment under the Companies Amendment Act, 2017 with effect from May 07, 2018 and accordingly the Company does not require ratification of the appointment of Statutory Auditor by the members at every AGM. Hence the ratification of appointment of Statutory Auditors is not mandatory as per Companies Act, 2013. However, as the Company had appointed M/s. B S R & Associates LLP, Chartered Accountants (ICAI Firm Registration No. 116231 W/W 100024), as Statutory Auditor of the Company at the 11th Annual General Meeting (AGM) held on September 28, 2017 for a term of Two years commencing from the conclusion of 11th AGM, subject to ratification of the appointment by the members every year, hence it is proposed to ratify the appointment of M/s. B S R & Associates LLP, Chartered Accountants, for a period of 1 (one) year from the conclusion of this AGM and accordingly it is proposed under Resolution No. 2 of the Notice calling this 12th AGM.
- The Company's Registrar and Transfer Agents for its Share Registry Work (Physical and Electronic) are Messrs Adroit Corporate Services Pvt.Ltd. ("Adroit") having their office at 17-20, Jafferbhoy Ind. Estate, 1st Floor, Makwana Road, Marol Naka, Andheri (E), Mumbai 400059.
- Relevant documents referred to in the Notice will be available for inspection at the Registered Office of the Company during normal business hours on all working days except Saturdays, up to and including the date of the Annual General Meeting of the Company.



- 8. The Register of Directors and Key Managerial Personnel and their shareholding, maintained under Section 170 and that the Register of Proxies and Authorizations, register under section 189 of the Companies Act, 2013 will be available for inspection by the members at the meeting.
- 9. Members/Proxies/Representatives are requested to bring their Attendance Slip duly completed and signed along with the copy of Annual Report to the Meeting.
- 10. In terms of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management & Administration) Amendment Rules, 2015, the Resolutions for consideration at this AGM will be transacted through remote e-voting (facility to cast vote from a place other than the venue of the AGM) for which purpose the Board of Directors of the Company ('the Board') have engaged the services of National Securities Depository Limited ("NSDL"). Further, the voting through a Ballot Paper will also be provided at the AGM venue.
- 11. The Board has appointed Mr. T.B. Kaushik, Partner of Messrs. Kaushik Joshi & Co., as the Scrutinizer to scrutinize the voting process including remote e-voting process in a fair and transparent manner.
- 12. The facility for voting through Ballot Paper will be available at the AGM venue to those Members who do not cast their votes by remote e-voting prior to the AGM. Members, who cast their votes by remote e-voting, may attend the AGM but will not be entitled to cast their votes once again. In case, if a Member casts vote by more than one mode, then voting done through e-voting shall prevail and voting through Ballot Paper at the AGM shall be not be considered.
- 13. Voting rights will be reckoned on the paid-up value of shares registered in the name of the Members on 21st September, 2018 (cut-off date). Only those Members whose names are recorded in the Register of Members of the Company or in the Register of Beneficial Owners maintained by the Depositories as on the cut-off date will be entitled to cast their votes by remote e-voting or voting through Ballot Paper at the AGM venue. A person who is not a Member on the cut-off date should accordingly treat this Notice as for information purposes only.
- 14. Members may visit the Company's website to view the Financial Statements or access information pertaining to the Company. Queries, if any, should be sent at least 10 days before the AGM to the Company Secretary at the Registered Office of the Company.

The procedure with respect to remote e-voting is provided below:-

- I. In case of Members who receive the Notice in electronic mode:
 - (a) Open the e-mail and the PDF file viz. 'FINO e-voting.pdf' with your Client ID No. or Registered Folio No. as password. The said PDF file contains your user ID and password for remote e-voting. Please note that the password is an initial password.
 - (b) Launch internet browser by typing the URL: https://www.evoting.nsdl.com and click on 'Shareholder Login'.
 - (c) Insert user ID and password as initial password stated in (a) above. Click on 'Login'.



- (d) Password change menu appears. Change the password with a new password of your choice with minimum 8 digits / characters or combination thereof. Please do not share your password with any other person and take utmost care to keep your password confidential.
- (e) Home page of remote e-voting opens. Click on 'e-voting: Active Evoting Cycles' and select the Electronic Voting Event Number (EVEN) of FINO PayTech Limited.
- (f) Now you are ready for remote e-voting as 'Cast Vote' page opens.
- (g) Cast your vote by selecting appropriate option and click on 'Submit'. Thereafter click on 'Confirm' when prompted; upon confirmation, your vote is cast and you will not be allowed to change your vote.
- (h) Thereafter the message 'Vote cast successfully' will be displayed.
- (i) Corporate and institutional shareholders (companies, trusts, societies etc.) are required to send a scanned copy (in PDF / JPG format) of the relevant Board Resolution / appropriate authorisation to the Scrutinizer through e-mail at cskaushikjoshi@gmail.com with a copy marked to NSDL's e-mail ID evoting@nsdl.co.in.
- (j) Members can also cast their vote using NSDL's mobile app available for android based mobiles. The NSDL app can be downloaded from Google Play Store. Apple and Windows phone users can download the app from the App Store and the Windows Phone Store respectively. Please follow the instructions as prompted by the mobile app while voting on your mobile.
- **II.** In case of Members who receive the physical copy of the Notice:
 - (a) User ID and initial password are provided in the Attendance slip for the AGM.
 - (b) Please follow the steps from Sl. Nos. (b) to (i) mentioned in (I) above, to cast your vote.
- **III.** Members already registered with NSDL for remote e-voting should use their existing user ID and password for Login. Thereafter please follow the steps from SI. Nos. (e) to (i) mentioned in (I) above, to cast your vote.
- IV. Those who become Members of the Company after dispatch of the Notice but on or before 21st September, 2018 (cut-off date) may write to NSDL at evoting@nsdl.co.in or to the Company at basavraj.loni@finopaytech.com requesting for user ID and password. On receipt of user ID and password, the steps from SI. Nos. (b) to (i) mentioned in (I) above should be followed for casting of vote.
- V. In case of any query / grievance, you may refer to the Frequently Asked Questions for Shareholders and e-voting User Manual for Shareholders available under the Downloads section of NSDL's e-voting website www.evoting.nsdl.com or contact Mr. Amit Vishal, Senior Manager, National Securities Depository Limited, Trade World, 'A' Wing, 4th Floor, Kamala Mills Compound, Senapati Bapat Marg, Lower Parel, Mumbai 400 013 at telephone nos. 1800-222-990 (toll free) or 022-2499 4360 or at e-mail ID AmitV@nsdl.co.in You may also send your queries to the e-mail ID basavraj.loni@finopaytech.com



VI. The remote e-voting facility will be available during the following period:

Remote e-Voting Start Day and Date	Tuesday, 25 th September, 2018
Remote e-Voting Start Time	9.00 A.M.
Remote e-Voting End Day and Date	Thursday, 27 th September, 2018
Remote e-Voting End Time	5:00 P.M.

The remote e-voting will not be allowed beyond the aforesaid date and time and the e-voting module shall be disabled by NSDL upon expiry of the aforesaid period.

Once the vote on a resolution is cast by the member, the member shall not be allowed to change it subsequently or cast the vote again.

VII. General Information

- (a) There will be one vote for every Client ID No. / Registered Folio No. irrespective of the number of joint holders.
- (b) The Scrutinizer shall, immediately after the conclusion of voting at the AGM, will first count the votes cast at the AGM and thereafter unblock the votes cast through remote e-voting in the presence of at least two witnesses not in the employment of the Company and will make, within 48 hours, a consolidated Scrutinizer's Report to the Chairman or a person authorized by him in writing, who shall countersign the same and declare the result of the voting forthwith.
- (c) The Results of voting will be declared within 48 hours from the conclusion of the AGM and the Resolutions will be deemed to be passed on the date of the AGM, subject to receipt of requisite number of votes. The declared Results, along with the Scrutinizer's Report, will be available forthwith on the Company's website www.finopaytech.com and on the website of NSDL.
- 15. The route map and prominent landmark of the venue of the meeting is attached to the Notice.

Place: Navi Mumbai Date: May 23, 2018 By Order of the Board For FINO PayTech Limited

Sd/-Basavraj Loni Company Secretary & AVP-Legal



Additional Information with respect to Item Nos. 3, 4 & 5

Details of Director(s) seeking appointment/re-appointment at the forthcoming Annual General Meeting

Information as required under Clause 1.2.5 of the Secretarial Standard on General Meetings (SS-2) is given hereunder:

Name of Director	Mr. Rajeev Arora
DIN	03248964
Age	49 Years
A brief resume, Qualification(s), Experience and Nature of his expertise in specific functional areas, Recognition or awards.	Mr. Rajeev Arora has over two decades of experience in operations and banking. He began his career with National Thermal Power Corporation and has also been associated with ICICI Bank. He was part of ICICI Bank's corporate banking function where he managed relationships with large corporates, specialising in the infrastructure sector.
	He has also worked on various large e- Governance projects focused on government to citizen interaction and payments.
	A trained electrical engineer, Mr. Rajeev Arora received his postgraduate degree in Business Administration from Indian Institute of Management, Calcutta.
	Outside of work, Mr. Rajeev Arora is an avid fitness enthusiast. He also enjoys reading and watching movies.
	Mr. Rajeev Arora has been associated with the Fino Group for more than 10 years.
Terms and conditions of appointment or reappointment	As detailed in the explanatory statement
Details of remuneration sought to be paid	As detailed in the explanatory statement
Details of the remuneration last drawn by such person (F.Y. 2017-18)	Rs. 29, 39,118/- towards remuneration to Mr. Rajeev Arora as a Whole-time Director, for the period from 1 st January, 2018 to 31 st March, 2018. (Excluding Earnings potentials).



Date of first appointment on the Board	1 st January, 2018
Shareholding in the Company	1,62,000 Equity Shares of Rs. 10 each as on 31 st March, 2018
Relationship with other Directors and Key Managerial Personnel	None of the Directors of the Company is inter-se related to each other or with the Key Managerial Personnel of the Company.
The number of Meetings of the Board attended during the Financial Year 2017-18	1 Board Meeting was held and attended during F.Y. 2017-18 in his tenure.
Other Directorships (excluding Fino PayTech Limited)	Fino Finance Private Limited Fino Trusteeship Services Limited
Membership/ Chairmanship of Committees of other Boards (excluding Fino PayTech Limited)	Fino Finance Private Limited - Member of the Committee of Directors (Operations)



EXPLANATORY STATEMENT

UNDER SECTION 102(1) OF THE COMPANIES ACT, 2013

ITEM No.3 & 5

Mr. S. Rajaraman was appointed as Whole-time Director and he had resigned on 14th December, 2017 due to his appointment as Company Secretary & SVP- Legal in the Fino Payments Bank Limited, the subsidiary of the Company.

Consequently, it was proposed to appoint Mr. Arora as a Whole-time Director of the Company.

The Board of Directors has pursuant to the approval of the Nomination and Remuneration Committee of the Board ("the Committee") appointed Mr. Rajeev Arora as an Additional Director of the Company with effect from 1st January, 2018.

Based on the recommendation of the Committee, the Board has appointed Mr. Rajeev Arora as a Whole-time Director for a period of 3 (Three) years with effect from 1st January, 2018 to 31st December, 2020 and approved his remuneration, subject to the approval of the Members by a Special Resolution.

Mr. Rajeev Arora holds office upto the date of this Annual General Meeting pursuant to Section 161 of the Companies Act, 2013 ("the Act") and Articles of Association of the Company. The Company has received a Notice in writing from a Member along with the deposit of the requisite amount under Section 160 of the Act proposing his candidature for the office of Director of the Company.

The Company has also received the requisite disclosures from Mr. Rajeev Arora. He is not disqualified from being appointed as Director in terms of Section 164 of the Act.

Pursuant to the provisions of sections 196, 197, 203 and all other applicable provisions of the Act (including any statutory modification or re-enactment thereof for the time being in force) read with Schedule V of the Act and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the appointment of and remuneration payable to the Whole-time Director is now being placed before the Members for their approval by way of a Special Resolution.

The following additional information as required by Schedule V of the Companies Act, 2013 in respect of Item No. 3 and Item No. 5 is given below.

Brief profile of Mr. Rajeev Arora:

Mr. Rajeev Arora has over two decades of experience in operations and banking. He began his career with National Thermal Power Corporation and has also been associated with ICICI Bank. He was part of ICICI Bank's corporate banking function where he managed relationships with large corporates, specialising in the infrastructure sector.

He has also worked on various large e-Governance projects focused on government to citizen interaction and payments.



A trained electrical engineer, Mr. Rajeev Arora received his postgraduate degree in Business Administration from Indian Institute of Management, Calcutta.

Outside of work, Mr. Rajeev Arora is an avid fitness enthusiast. He also enjoys reading and watching movies.

Mr. Rajeev Arora has been associated with the Fino Group for more than 10 years.

Statement to the Shareholders as required under sub-clause (C) of Section II of Part II of Schedule V to the Companies Act, 2013:

I GENERAL INFORMATION:

- (1) Nature of Industry: The Company is engaged in the business of providing technology solutions to Banks, Insurance Companies and Government departments which are engaged in the Financial Inclusion Services.
- (2) Date of commencement of business: June 15, 2006.
- (3) In case of new companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus: Not Applicable
- (4) The Company has achieved Net Loss of Rs. 46.89 Crores as per the latest audited balance sheet as at 31st March, 2018.
- (5) Export performance and net foreign exchange collaborations: Not applicable
- (6) Foreign Investments or Collaborators, if any: Nil as on 31st March, 2018.

II INFORMATION ABOUT THE APPOINTEE:

- (1) Background of Mr. Rajeev Arora: A trained electrical engineer, Mr. Rajeev Arora received his postgraduate degree in Business Administration from Indian Institute of Management, Calcutta.
- (2) Past Remuneration: Rs. 29, 39,118/- towards remuneration to Mr. Rajeev Arora as a Whole-time Director, for the period from 1st January, 2018 to 31st March, 2018. (Excluding Earnings potentials).
- (3) Job profile and his suitability: Mr. Rajeev Arora has over two decades of experience in operations and banking. He began his career with National Thermal Power Corporation and has also been associated with ICICI Bank. He was part of ICICI Bank's corporate banking function where he managed relationships with large corporates, specialising in the infrastructure sector. He has also worked on various large e-Governance projects focused on government to citizen interaction and payments. Mr. Rajeev Arora has been associated with the Fino Group for more than 10 years.



(4) Remuneration proposed/paid: Within the ceiling, per annum as mentioned below:

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Detail of Remur (per annum in F Excluding earni	Rs.)	Period of Remuneration
Salary :	46 89,600/-	For a period of from 1 st January, 2018
Perquisites :	39 08,120/-	to 31 st March, 2018.
Allowances:	64,72,008/-	
Total : 1,	50,69,728/-	

B.

<u>D.</u>	
Detail of Remuneration (per annum in Rs.) Excluding earnings potential	Period of Remuneration
Nil	For a period from 1 st April, 2018 to 31 st December, 2020.

Allowances & Perquisites included:

House Rent Allowance, Performance Benefit, Electricity, Gas, Water, Medical Reimbursement, Leave Travel Assistance and Medical Insurance: As per the scheme of the Company applicable to the Director.

- (5) This company is the first of its kind gradually upcoming in the Industry, hence the proposed remuneration is not comparable.
- (6) Pecuniary relationship directly or indirectly with the company or relationship with the managerial personnel, if any: NONE.

III OTHER INFORMATION:

- (1) Reasons of loss or inadequate profits: Due to increase in business operations, the cost of operations and the capital expenditure are increasing resulting into inadequate profits on a consolidated basis. The Company is aiming to achieve adequate profits in the coming years.
- (2) Steps taken or proposed to be taken for improvement: The Business operations have been increased in large magnitude, costs of operations are reduced to the extent possible and other indirect costs are also reduced comparatively.
- (3) Expected increase in productivity and profits in measurable terms: Due to increase in business at a group level, the Company is expected to achieve adequate profits in future.

IV DISCLOSURES:

- (1) The Shareholders of the Company are informed of the remuneration package of Mr. Arora through the Explanatory Statement which is an Annexure to this notice.
- (2) The Company is an unlisted Company, hence disclosures required in the Boards' Report under the head 'Corporate Governance' are not applicable.



Except for Mr. Rajeev Arora, none of the other Directors, Key Managerial Personnel ("KMP") of the Company and relatives of the Directors and KMP are, in any way, concerned or interested, financially or otherwise, in the Resolutions set out at Item Nos. 3 and 5 of the Notice except to the extent of his shareholding interest, if any, in the Company.

The Board of Directors recommends the Ordinary resolution set out at item no. 3 and Special Resolution set out at item no. 5 of the notice for your approval.

This should also be treated as an abstract of the terms of appointment of Mr. Arora and the memorandum of interest of the Director in the said appointment as contemplated under relevant provisions of the Companies Act, 2013.

Place: Navi Mumbai Date: May 23, 2017 By Order of the Board For FINO PayTech Limited

Sd/-Basavraj Loni Company Secretary & AVP-Legal

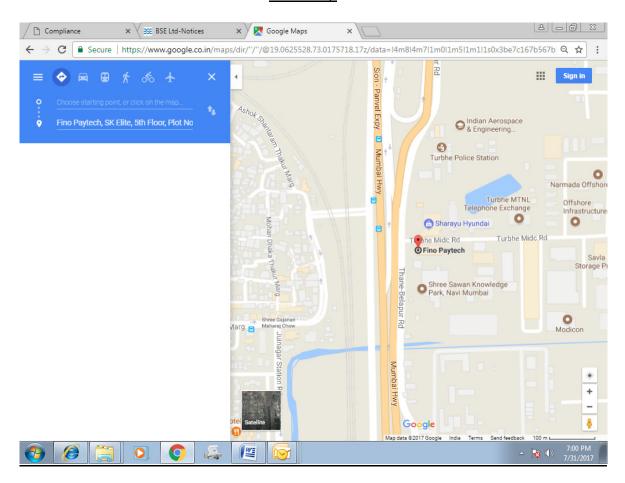


FINO PAYTECH LIMITED

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Website: www.finopaytech.com CIN: U72900MH2006PLC162656

Route Map



Landmark: Glenmark Pharmaceuticals