Annexure 12

ABRIDGED PROSPECTUS

FINNOVATION TECH SOLUTIONS PRIVATE LIMITED

THIS ABRIDGED PROSPECTUS CONSISTS OF 15 PAGES.
PLEASE ENSURE THAT YOU HAVE RECEIVED ALL THE PAGES

THIS IS AN ABRIDGED PROSPECTUS CONTAINING INFORMATION PERTAINING TO THE UNLISTED COMPANY I.E. FINNOVATION TECH SOLUTIONS PRIVATE LIMITED INVOLVED IN THE SCHEME OF ARRANGEMENT BETWEEN FINNOVATION TECH SOLUTIONS PRIVATE LIMITED (THE "**TRANSFEROR COMPANY**" OR THE "**COMPANY**") AND KRAZYBEE SERVICES LIMITED (THE "**TRANSFEREE COMPANY**") AND THEIR RESPECTIVE SHAREHOLDERS (THE "**SCHEME**") UNDER SECTIONS 230 TO 232 READ WITH SECTION 52, SECTION 66 AND OTHER APPLICABLE PROVISIONS OF THE COMPANIES ACT, 2013 AND RULES AND REGULATIONS FRAMED THEREUNDER. THIS DOCUMENT CONTAINS APPLICABLE INFORMATION OF THE UNLISTED COMPANY I.E. THE TRANSFEROR COMPANY IN COMPLIANCE WITH THE SECURITIES AND EXCHANGE BOARD OF INDIA ("**SEBI**") MASTER CIRCULAR NO. SEBI/HO/DDHS/DDHS-PoD-1/P/CIR/2024/48 DATED MAY 21, 2024 ("**SEBI DEBT CIRCULAR**") AND SEBI CIRCULAR NO. SEBI/HO/DDHS/PoD1/CIR/P/2023/150 DATED SEPTEMBER 04, 2023 ("**SEBI CIRCULAR 2023**").

This document should be read together with the Scheme and the notice of meeting sent to the Non-Convertible Debenture ("**NCD**") holders of the Transferee Company.

You may download the Abridged Prospectus along with the Scheme and other relevant documents from the website of the Transferee Company at www.kbnbfc.in and BSE Limited ("**BSE**") at www.bseindia.com, where the NCDs of the Transferee Company are listed.

This Abridged Prospectus has been prepared to comply with the requirements of Regulation 59A of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("**LODR**") read with Para 4 of Part-I (A) of Annex - XII-A of the SEBI Debt Circular and in the format specified for Abridged Prospectus as provided in Annex-I of SEBI Circular 2023 to the extent applicable.

Finnovation Tech Solutions Private Limited
Date of Incorporation: March 15, 2016
CIN. - U74900KA2016PTC086953

Registered Office	Corporate Office	Contact Person	Email and Telephone	Website
4th Floor, Anjaneya Techno Park, No. 147, HAL Old Airport Road, ISRO Colony, Kodihalli, H.A.L II Stage, Bangalore, Karnataka, India – 560008	4th Floor, Anjaneya Techno Park, No. 147, HAL Old Airport Road, ISRO Colony, Kodihalli, H.A.L II Stage, Bangalore, Karnataka, India – 560008	Mr. Gourav Patel	Email: legal@kreditbee.in Telephone : +919742025033	www.kreditbee.in

BRIEF DESCRIPTION OF THE ISSUE	
As there is no issuance of any NCDs pursuant to the Scheme and no investment by the public is being made in the Transferor Company, hence this clause is not applicable.	
• Security Name: NA	• Type of Instrument: NA
• Nature of Instrument: (Secured/ Unsecured): NA	• Base Issue Size: NA
• Option to retain oversubscription (Amount): NA	• Face Value: NA
• Details of Coupon/ Dividend (fixed or floating • or other structure/rate/ frequency): NA	• Redemption date; Tenor: NA
• Rating of the instrument: NA	• Name of Merchant Banker: NA
• Name of the Debenture Trustee: NA	• Name of the Credit Rating Agency: NA
• Issue opening date: NA	• Issue closing date: NA
• Name of the stock Exchange(s) where it will • be listed: NA	• Any other information: NA

GENERAL RISK
Investors are advised to read the section titled “Risk Factors” at page 10 of the Abridged Prospectus

carefully before taking a decision in relation to this Scheme. For taking a decision, investors must rely on their own examination of the Transferor Company and the Scheme, including the risks involved. The Abridged Prospectus has not been and will not be approved by any regulatory authority in India, including the Securities and Exchange Board of India ("SEBI"), any Registrar of Companies or any Stock Exchange in India nor does SEBI guarantee the accuracy or adequacy of the contents of this Abridged Prospectus.

ISSUER'S ABSOLUTE RESPONSIBILITY
The Transferor Company and the Transferee Company, having made all reasonable inquiries, accepts responsibility for and confirms that the Abridged Prospectus does contain and will contain all information with regard to the Transferor Company and the Scheme, which is material in the context of the Scheme; that the information contained in the Abridged Prospectus will be true and correct in all material respects and is not misleading in any material respect; that the opinions and intentions expressed herein are honestly held and that there are no other material facts, the omission of which makes the Abridged Prospectus as a whole or any such information or the expression of any such opinions or intentions misleading in any material respect at the time of the relevant Scheme.

CREDIT RATING		
Name of Credit Rating Agency(ies)	**Rating(s) obtained**	**Date(s) of the press release of the Credit Rating Agency**
Not Applicable		

LISTING
Not Applicable

PROMOTERS OF THE TRANSFEROR COMPANY			
Sr. No.	**Name**	**Individual/ Corporate**	**Experience and Educational Qualification**
Not Applicable - The Company is a professionally managed company and does not have any identifiable promoters.			

BOARD OF DIRECTORS*				
Sr. No.	**Name**	**Designation (Independent/ Whole-time/ Executive/ Nominee)**	**Experience and Educational Qualification**	**Other Directorship**

1	Mr. Karthikeyan Krishnaswamy	Non-Executive Director	Karthikeyan has over 21 years of experience in Technology and Products. He has good experience across server/ consumer domains and commonly used languages (JAVA, C, PHP etc) and has conceptualized & commercialized many micro-innovations and software solutions targeted for India and South Pacific market. He started his career at Innovo Solutions and worked there for 5 years. This was followed by an 8 years stint at Huawei where he was the System Architect. This was followed by a one-year stint as CTO at NTT Solutions. At KrazyBee, he led the entire technical implementation which includes website development, B2C app roll out and Campus Manager app roll out. Karthikeyan has completed Masters in Computer Science from National University of Singapore (NUS).	Indian Companies: ➢ Krazybee Services Limited Foreign Companies: ➢ Nil
2	Mr. Madhusudan Ekambaram	Non-Executive Director	Madhusudan has over 16 years of experience across Product Portfolio Management, Business Innovation, Sales and Business Development. Madhusudan also co-founded FACE (Fintech Association of Consumer	Indian Companies: ➢ Krazybee Services Limited ➢ Fintech Association For

			Empowerment), a not for profit organization, with the intent to work with all stakeholders including the consumers, regulators, policymakers to proactively evolve consumer-centric practices in the Indian Fin-Tech digital lending space. Madhusudan has completed his BE in Information Technology from NIT Suratkal.	Consumer Empowermen t Foreign Companies: ➢ Nil
3	Mr. Harry Archerman	Nominee Director	Harry Archeman has over a decade of experience in venture capital investing. He is the Founder and CEO of Archerman Capital, a global venture capital firm managing $1 billion in Assets Under Management (AUM). Archerman Capital invests in growth-stage companies in AI, data infra, cybersecurity, fintech, and more. Harry Archerman holds a Ph.D. in Applied Physics from Harvard University.	Indian Companies: ➢ Nil Foreign Companies: ➢ Nil
4	Mr. Vinit Mukesh Mehta	Nominee Director	Vinit Mehta has over 19 years of experience in private equity (MO Alternate Investment Advisors Private Limited), investment banking (Kotak, KPMG) and Corporate Banking (HDFC Bank). Vinit joined MO Alternate in 2019. At MO Alternates, Vinit focusses on businesses in the banking and financial services sector.	Indian Companies: ➢ IKF Finance Limited ➢ Krazybee Services Limited Foreign Companies: ➢ Nil

			Overall, Vinit is responsible for deal sourcing, investing, monitoring and managing exits from portfolio companies. Prior to joining MO Alternate, Vinit was with Kotak Investment Bank where he led and executed 40+ transaction and successfully helped raise more than USD 25 bn across M&A, Private Equity and Capital Market fund raises. Vinit holds a Bachelor's Degree in Commerce from the Mumbai University and is a member of the Institute of Chartered Accountants of India.	
5	Mr. Gagan Lalit Mohan Joshi	Nominee Director	Gagan Joshi is a seasoned investment professional with extensive experience in private equity across India's financial services, consumer, and industrial sectors. Currently serving as Director at Advent International, he leads financial services investments in India for one of the world's largest private equity firms. Prior to this, he held leadership roles at True North and ICICI Venture, where he was instrumental in evaluating and executing investments in companies like Policy Bazaar, Max Bupa, and Fedbank Financial Services. His career also includes strategic consulting	Indian Companies: ➢ Svatantra Microfin Private Limited ➢ Krazybee Services Limited Foreign Companies: ➢ Nil

			at Bain & Company, where he advised clients across technology, energy, and infrastructure, and began as an engineer at Tata Motors. Academically, Gagan holds a Post Graduate Diploma in Management from the Indian Institute of Management, Calcutta, where he was recognized as an Aditya Birla Scholar. He earned his undergraduate degree in Mechanical Engineering from Delhi College of Engineering (DCE), Delhi University. This blend of technical and managerial education has underpinned his analytical rigor and strategic insight throughout his career in investment and consulting.	
6	Mr. Mamtesh Sugla	Nominee Director	Mamtesh Sugla is a Managing Director at TPG NewQuest based in Mumbai, Mamtesh joined TPG NewQuest in 2014 and is responsible for sourcing, execution and portfolio management of investments in India. Mamtesh is responsible for end-to-end deal sourcing, execution, portfolio management and exits. He has invested over US$500M in Indian companies (including	Indian Companies: ➢ Cosmos Maya India Private Limited ➢ Manak Waste Management Private Limited ➢ Krazybee Services Limited Foreign

			through secondary fund transactions) across sectors and leads the financial services practice at TPG NewQuest. He has experience investing in microfinance (Ujjivan Financial Services Pvt. Ltd.), market infrastructure (National Stock Exchange of India Ltd., Financial Software and Systems Pvt. Ltd.), unsecured personal loans (Krazybee Services Limited), vehicle finance (Indostar Capital Finance Ltd.), MSME lending UGRO Capital Ltd. and is currently in advanced stages of evaluating opportunities in micro-LAP and affordable housing segments. Mamtesh has PGDM from Indian Institute of Management (IIM) Calcutta, where he was awarded a silver medal for his academic performance and has an undergraduate degree in engineering from IIT (ISM) Dhanbad. Mamtesh is fluent in English and Hindi.	Companies: ➢ Nil
7	Mr. Saravanan Venkataraman Nattanmai	Nominee Director	Saravanan Nattanmai is a highly experienced private equity professional with over two decades of expertise spanning financial services, consumer/retail, technology, and industrial sectors. As	Indian Companies: ➢ Mintifi Private Limited ➢ Shubham

			Partner at Premji Invest, he leads investments in both traditional and emerging financial services domains—including insurance, lending, wealth management, payments, and banking infrastructure. His prior roles at AION Capital and Nereus Capital involved strategic investments across diverse industries, and he began his career at GE, where he was recognized for pioneering disruptive technologies and securing multiple patents. Academically, Saravanan holds a Master's in Technology from IIT Bombay and a Post Graduate Management degree from the Indian School of Business, Hyderabad. His strong technical foundation, combined with strategic acumen, has shaped his approach to innovation and investment. A passionate advocate of inventive problem-solving, he remains deeply engaged with emerging technology trends and their transformative potential in the financial ecosystem.	Housing Development Finance Company Limited ➢ Krazybee Services Limited Foreign Companies: ➢ Nil

***** *Details as on 30 September 2025*

BUSINESS OVERVIEW

Company Overview : The Transferor Company was incorporated on 15 March 2016, as a private limited company, under the provisions of the Act with corporate identification number U74900KA2016PTC086953 and having its registered office at 4th Floor, Anjaneya Techno Park, No. 147, HAL Old Airport Road, ISRO Colony, Kodihalli, H.A.L II Stage, Bangalore – 560008, Karnataka.
Product/ Service Offering: The Company is primarily engaged in the business of developing and managing an application platform under the brand name “KreditBee”, “Kreditzy” and “KrazyBee” which acts as a digital lending application for connecting borrowers with non-banking finance companies (“NBFCs”) for availing unsecured personal and business loans.
Geographies Served: India
Client profile or Industries served: Financial services
Intellectual Property, if any: The Transferor Company owns certain trademarks in India and necessary licenses required to carry on its business activity.
Manufacturing plant, if any : Not Applicable
Employee Strengths : The Company has 418 employees on its payroll as on 30 September 2025.

RISK FACTORS
1. Regulatory risk : The Scheme is subject to the conditions/approvals as envisaged under the Scheme and any failure to receive such approvals will result in non-implementation of the Scheme. Further the objects and benefits mentioned in the scheme may not be achieved and may adversely affect the shareholders. 2. Operational risk : Any inability to attract and retain skilled personnel and other talented professionals or any loss of senior management or other talented professionals, change in laws applicable for Company’s business, frauds or mismanagement by employees, vendors, etc. may adversely impact Company’s business. 3. Compliance risk : Risk of delay/non remittance of statutory payments may result in interest and penalty and will also lead to statutory non-compliance and may impact the financial positions of the Company. 4. Any changes in the regulatory framework could adversely affect the profitability of the Company or its future financial performance, by requiring a restructuring of its activities, increasing cost or otherwise. 5. Economic and Geopolitical Environment :Any slowdown in the economy and consumer confidence, changes in geopolitical environment, volatility in interest rates, wars, pandemics, natural calamities and various other macroeconomic factors may adversely affect the result of operations and cash flows of the Company. 6. Lack of constant training and skilling of technical staff on technological and operational advancements in the industry will result in lower output of employees.

SUMMARY OF OUTSTANDING LITIGATIONS, CLAIMS AND REGULATORY ACTION

A. Total number of outstanding litigations against the Company and amount involved:

Name of the Company – Finnovation Tech Solution Private Limited	**Criminal Proceedings ***	**Tax Proceedings***	**Statutory or Regulatory Proceedings***	**Disciplinary actions by the SEBI or Stock Exchanges against our Promoters***	**Material Civil Litigations *#**	**Aggregate amount involved (Rs. in crores)**
By the Company	1	Nil	Nil	Nil	Nil	N.A
Against the Company	Nil	1	Nil	Nil	Nil	0.19
Directors						
By the Directors	Nil	Nil	Nil	Nil	Nil	N.A
Against the Directors	Nil	Nil	Nil	Nil	Nil	N.A
Promoters						
By the Promoters	N.A	N.A	N.A	N.A	N.A	N.A
Against the Promoters	N.A	N.A	N.A	N.A	N.A	N.A
Subsidiaries	Not Applicable as the Company does not have any subsidiaries					
By the Subsidiaries						
Against the Subsidiaries						

** Being ongoing proceedings as on 30 September 2025.*

 # A civil litigation has been considered material if such litigation results in material adverse effect on the business of the Company and does not include proceedings / litigations in the ordinary course of business.

It is clarified that for the above purposes, pre-litigation matters have not been considered as litigation until such time that the Company is not impleaded as a defendant in the litigation proceedings before any judicial/ arbitral forum.

B. Brief details of top 5 material outstanding litigations against the Company and amount involved:

Sr. No.	Particulars	Litigation filed by	Current status	Amount involved
Nil				

C. Any litigation or legal action pending or taken by a Government Department or a statutory body or regulatory body during the three years immediately preceding the year of the approval of the Scheme by the Board of Director of the Company against the promoter of the company, if any : There are no identified promoters in the Transferor Company and hence this clause is not applicable.

D. Brief details of outstanding criminal proceedings against promoters : There are no identified promoters in the Transferor Company and hence this clause is not applicable.

MATERIAL DEVELOPMENTS
Not Applicable

DECLARATION BY THE ISSUER
We, hereby, declare that all applicable provisions in connection with the Scheme, including under the Companies Act 2013, and the directions/ regulations issued by Government of India or SEBI or any other competent authorities in this respect from time to time, as the case may be, have been complied with and no statement made in the Abridged Prospectus is contrary to such requirements. We further clarify that the Abridged Prospectus does not omit disclosure of any material information that may make the statements made herein, in the light of the circumstances in which they were made, misleading and that all statements in the Abridged Prospectus are true and correct in all material respects.

Date: 08 December 2025

Place: Bengaluru

FINANCIAL HIGHLIGHTS

Standalone audited financial statements:

(Rs. in lakhs except per share data)

Particular	FY 2024-25	FY 2023-24	FY 2022-23
Balance Sheet			
Property, plant and equipment (including Capital Work in Progress and Investment Property)	722.33	915.06	779.77
Intangible assets (including Intangible Assets under Development)	198.98	317.50	456.02

Financial Assets (Current and Non-Current)	89,360.87	61,877.04	40,485.58
Other Non-Current assets	3,003.03	5,559.62	5,807.03
Other Financial assets	6,238.68	8,032.87	408.39
Current assets	611.97	459.42	4,043.96
Total Assets	**1,00,135.86**	**77,161.51**	**51,980.75**
Financial Liabilities (Current and Non-Current)	2,923.84	4,161.12	8,613.53
- Borrowings (including interest)			
- Other Financial Liabilities	5,297.89	8,009.98	5558.31
Non-Current Liabilities			
Current Liabilities	1,763.37	1,352.70	-
Provisions	289.86	521.80	642.44
Total Liabilities	**10,274.96**	**14,045.60**	**14,814.28**
Equity (Equity Share Capital and Other Equity)	89,860.90	63,115.91	37,166.32
Total Liabilities and Equity	**1,00,135.86**	**77,161.51**	**51,980.75**
Profit and Loss Account			
Total revenue from operations	58,974.68	63,747.28	69,352.24
Other Income	9,237.29	6,273.97	9,514.49
Total Income	**68,211.97**	**70,021.25**	**78,866.73**
Total Expenses	**36,501.22**	**53,133.10**	**72,412.72**
Profit/ Loss after tax for the period	23,702.21	12,636.30	6,433.96
Other Comprehensive Income	(4.20)	(19.76)	-
Total Comprehensive Income	**23,698.01**	**12,616.54**	**6,433.96**
Earnings per share (Basic)	1,410.94	1,076.99	549.92
Earnings per share (Diluted)	1,328.33	762.16	505.17
Cash Flow			
Net Cash (used in) / generated from operating activities (A)	24,668.48	6,686.15	(3,884.46)
Net Cash (used in) / generated from investing activities (B)	(25,398.69)	(15,771.79)	(18,730.07)
Net Cash (used in) / generated from financing activities (C)	(1,061.93)	7,395.18	33,327.52
Net Increase/ (decrease) in Cash and Cash Equivalents	**(1,792.14)**	**(1,690.46)**	**10,712.99**
Opening Balance of Cash and Cash Equivalents	8,956.25	10,646.71	1,580.67
Cash and cash equivalents at end of the period	**7,164.11**	**8,956.25**	**12,293.66**

Additional Information			
Particulars	**FY 2024-25**	**FY 2023-24**	**FY 2022-23**
Net worth (Refer Note -2)	89,860.70	63,115.81	37,166.22
Cash and Cash Equivalents	7,164.11	8,956.25	12,293.66
Current Investments	NIL	NIL	9,754.43
Net Sales	**58,974.68**	**63,747.28**	**69,352.24**
Earnings before interest, taxes, depreciation, and amortization	33,389.82	18,616.71	6,959.04
Earnings before interest and taxes	31,976.91	17,171.84	6,454.01
Dividend amounts	NIL	NIL	NIL
Debt equity ratio	N.A	N.A	N.A
Debt service coverage ratio	N.A	N.A	N.A
Interest service coverage ratio	N.A	N.A	N.A
Current ratio	2.15	2.04	3.08
Long term debt to working capital	N.A	N.A	N.A
Current liability ratio - current liabilities/ non-current liabilities	10.82	6.67	70.56
Total debts to total assets	N.A	N.A	N.A

Note 1: Consolidated financial statement is not applicable as the Transferor Company does not have any subsidiary.

Note 2: Net worth has been determined in accordance with section 2(57) of the Companies Act, 2013. As per the section, net worth means the aggregate value of the paid-up share capital and all reserves created out of profits and securities premium account, after deducting the aggregate value of accumulated losses, deferred expenditure and miscellaneous expenditure not written off, as per the management certified books of accounts, but does not include reserves created out of revaluation of assets, written back of depreciation and amalgamation.

OBJECTS OF THE ISSUE
As there is no issuance of any NCDs pursuant to the Scheme and no investment by the public is being made in the Transferor Company, hence this clause is not applicable.

ISSUE PROCEDURE
As there is no issuance of any NCDs pursuant to the Scheme and no investment by the public is being made in the Transferor Company, hence this clause is not applicable.

CONTACT DETAILS:

Name	Address	Tel:	E-mail:	Investor Grievance E- mail:	Website	Contact Person	Registration No
LEAD MANAGERS: Not Applicable							
CONSORTIUM/LEAD BROKERS: Not Applicable							
REGISTRAR TO THE ISSUE: Not Applicable							
DEBENTURE TRUSTEE: Not Applicable							
CREDIT RATING AGENCY: Not Applicable							
BANKERS TO THE ISSUE AND SPONSER BANK: Not Applicable							

(Please scan the QR code to view the Prospectus)

For and on behalf of Finnovation Tech Solutions Private Limited

K Karthikeyan

Digitally signed by K Karthikeyan
Date: 2025.12.08 12:47:36 +05'30'

Karthikeyan Krishnaswamy
Director

DIN:07449376

Date: 08 December 2025

Place: Bengaluru