NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT THE SIXTH ANNUAL GENERAL MEETING ("AGM") OF THE MEMBERS OF VEEFIN SOLUTIONS LIMITED ("COMPANY") WILL BE HELD ON TUESDAY, SEPTEMBER 29, 2026 AT 05:30 P.M. THROUGH VIDEO CONFERENCING (VC) FACILITY OR OTHER AUDIO VISUAL MEANS (OAVM) TO TRANSACT THE FOLLOWING BUSINESS:

Ordinary Business:

1. A) To receive, consider and adopt the Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2026, together with the report of the Board of Directors and Auditors thereon.

   B) To receive, consider and adopt the Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2026, together with the Reports of Auditor thereon.

2. To appoint a Director in place of Mr. Ajay Rajendran (DIN No. 03565312), Director, who retires by rotation in terms of Section 152(6) of the Companies Act, 2013 and being eligible, offers himself for re-appointment.

Special Business:

3. **Approval under Section 180(1)(a) of the Companies Act, 2013.**

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

   "RESOLVED THAT in supersession of all the earlier resolution(s) passed at the general meeting(s) and pursuant to the provisions of Sections 180(1)(a) and other applicable provisions, if any, of the Companies Act, 2013 and rules framed thereunder, as may be amended from time to time ("Act"); rules, regulations, guidelines and circulars issued by the Securities and Exchange Board of India; and other applicable laws including the circulars, notifications, rules, regulations or guidelines issued by any governmental or regulatory authority (including any statutory modifications(s), amendment(s) or re-enactment(s) thereto) and in accordance with the Memorandum of Association and Articles of Association of the Company, Member of the Company hereby accords its consent to the Board of Directors of the Company, (hereinafter referred to as the "Board", which term shall be deemed to include, unless the context otherwise required, any Committee of the Board or any Director(s) or Officer(s) authorised by the Board to exercise the powers conferred on the Board under this resolution) to mortgage, hypothecate, pledge and/or charge, in addition to the mortgage, hypothecate, pledge and/or charge already created, in such form, manner and ranking and on such terms as the Board deems fit in the interest of the Company, on all or any of the movable and/or immovable properties of the Company (both present and future) and/or any other assets or properties, of the Company and/or the whole or part of any of the undertaking of the Company together with or without the power to take over the management of the business or any undertaking of the Company in case of certain events of defaults, in favour of the lenders/ their agents or trustees, if any, for securing the borrowing availed or to be availed by the Company/its subsidiaries /associates and/or any other body corporate, by way of loans, debentures (comprising fully / partly convertible debentures and/or secured/unsecured non-convertible debentures or any other securities) or otherwise, in foreign currency or in Indian Rupees, from me to me, up to INR 500 Crores/- (Indian Rupees Five Hundred Crores only) along with interest, additional interest, accumulated interest, liquidated charges, commitment charges or costs, expenses and all other monies payable by the Company including any increase as a result of devaluation/revaluation/fluctuation in the rate of exchange etc.

   RESOLVED FURTHER THAT the Board of Directors of the Company (hereinafter referred to as the "Board") (which term shall be deemed to include any duly authorized Committee thereof, for the time being exercising the powers conferred on the Board) be and is hereby authorized to finalize with the lenders/ their agents or trustees, if any, the documents for creating the aforesaid charges and/or hypothecations and to accept any modifications to, or to modify, alter or vary, the terms and conditions of the aforesaid documents and 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 and/or doubts that may arise in this regard in order to implement and give effect to this resolution".

4. **Approval for Increase in Borrowings Limits of the Company under section 180(1)(c) of Companies Act, 2013.**

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

   "RESOLVED THAT in supersession of all the earlier resolution(s) passed at the general meeting(s) and pursuant to Section 180(1)(c) and other applicable provisions, if any, of the Companies Act 2013 and the Rules made there under, as amended from time to time, and in accordance with the provisions of the Memorandum of Association and Articles of Association of the Company, the consent, authority and approval of the Members of the Company be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as the "Board", which term shall be deemed to include, unless the context otherwise required, any Committee of the Board or any Director(s) or Officer(s) authorised by the Board to exercise the powers conferred on the Board under this resolution) to borrow from time to time any sum or sums of money as it may deem requisite for the purpose of business, in excess of the aggregate of the paid up share capital, free reserves and securities premium of the Company, provided that the total amount borrowed and outstanding at any point of time together with the amount to be borrowed, apart from temporary loans obtained/to be obtained from the Company's Bankers in the ordinary course of business, shall not be in excess of INR 500 Crores/- (Indian Rupees Five Hundred Crores only) being an increase from the earlier limit of INR. 200 Crore (Indian Rupees Two Hundred Crore only), over and above the aggregate of the paid-up share capital, free reserves and securities premium of the Company.

   RESOLVED FURTHER THAT the Board of Directors of the Company (hereinafter referred to as the "Board") (which term shall be deemed to include any duly authorized Committee thereof, for the time being exercising the powers conferred on the Board), be and is hereby authorized to finalize with the lenders/ their agents or trustees, if any, the documents for creating the aforesaid charges and/or hypothecations and to accept any modifications to, or to modify, alter or vary, the terms and conditions of the aforesaid documents and 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 and/or doubts that may arise in this regard in order to implement and give effect to this resolution."

5. **Approval for giving loan or guarantee or providing security in connection with loan availed by any of the Company's Subsidiary(ies) or any other person specified under section 185 of the Companies Act, 2013.**

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

   "RESOLVED THAT in supersession of all the earlier resolution(s) passed at the general meeting(s) and pursuant to the provisions of Section 185 and other applicable provisions, if any, of the Companies Act, 2013 (the "Act") and the Companies (Meeting of Board and its Powers) Rules, 2014 (including any statutory modification(s), clarification(s), substitution(s) or re-enactment(s) thereof for the time being in force) Memorandum of Association and Articles of Association of the Company, the consent of the Members of the Company, be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as the "Board", which term shall be deemed to include, unless the context otherwise required, any Committee of the Board or any Director(s) or Officer(s) authorised by the Board to exercise the powers conferred on the Board under this resolution) for giving loan(s) in one or more tranches including loan represented by way of book debt (the "Loan") to, and/or giving of guarantee(s), and/or providing of security(ies) in connection with any Loan taken/to be taken by any entity which is a Subsidiary or Associate or Joint Venture or group entity of the Company or any other person in which any of the Director of the Company is deemed to be interested (collectively referred to as the "Entities"), up to a sum not exceeding INR 500 Crores/- (Indian Rupees Five Hundred Crores only) at any point in time, in its absolute discretion deem beneficial and in the best interest of the Company.

   RESOLVED FURTHER THAT the Board of Directors of the Company (hereinafter referred to as the "Board") (which term shall be deemed to include any duly authorized Committee thereof, for the time being exercising the powers conferred on the Board), be and is hereby authorized to negotiate, finalise, agree the terms and conditions of the aforesaid loan/guarantee/security to accept any modifications to, or to modify, alter or vary, the terms and conditions of the aforesaid documents and 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 and/or doubts that may arise in this regard in order to implement and give effect to this resolution."

6. **Approval of Increase in Limits of Loans and/or Investments and/or Guarantees or provide security under Section 186 of the Companies Act, 2013.**

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

   "RESOLVED THAT in supersession of all the earlier resolution(s) passed at the general meeting(s) and pursuant to the provisions of Section 186 of the Companies Act, 2013 ("the Act") read with the Companies (Meetings of Board and its Powers) Rules, 2014 and other applicable provisions, if any, of the Act (including any modification or re-enactment thereof for the time being in force) Memorandum of Association and Articles of Association of the Company and subject to such approvals, consents, sanctions and permissions as may be necessary, consent of the Members of the Company be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as "the Board", which term shall be deemed to include, unless the context otherwise requires, any committee of the Board or any officer(s) authorized by the Board to exercise the powers conferred on the Board under this resolution), to (i) give any loan to any person or other body corporate; (ii) give any guarantee or provide any security in connection with a loan to any other body corporate or person and (iii) acquire by way of subscription, purchase or otherwise, the securities of any other body corporate, as they may in their absolute discretion deem beneficial and in the interest of the Company, subject to however that the aggregate of the loans and investments so far made in and the amount for which guarantees or securities have so far been provided to all persons or bodies corporate along with the additional investments, loans, guarantees or securities proposed to be made or given or provided by the Company, from time to time, in future, shall not exceed INR. 500 Crores/- (Indian Rupees Five Hundred Crores only) being an increase from the earlier limit of INR. 200 Crore (Indian Rupees Two Hundred Crore only), over and above the limit of 60% of the paid-up share capital, free reserves and securities premium account of the Company or 100% of free reserves and securities premium account of the Company.

RESOLVED FURTHER THAT the Board of Directors (including a Committee thereof constituted for this purpose) be and is hereby authorized to take all such steps as may be necessary, proper and expedient to give effect to this Resolution and to make, sign and execute, on behalf of the Company, such deed, documents, agreements, undertakings and all other necessary papers as may be required; to accept modifications to the same as may be necessary and to do all such acts, deeds and things that may be required or considered necessary or incidental for the same.

RESOLVED FURTHER THAT the powers be delegated to the Board of the Company and the Board is hereby authorised to negotiate, finalise agree the terms and conditions of the aforesaid loan/investment/ guarantee/security and to do all such acts, deeds and things as may be necessary and incidental including signing and/or execution of any deeds/ documents/ undertakings/ agreements/ papers/ writings for giving effect to this Resolution."

7. **To consider and approve increase in the aggregate number of employee stock options and equity shares reserved under 'Veefin - Employee Stock Option Plan 2023'.**

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

"RESOLVED THAT pursuant to the provisions of Section 62(1)(b), and all other applicable provisions, if any, of the Companies Act 2013, read with Regulation 7 of the Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 ("SBEB Regulations"), and all other applicable provisions, if any, the relevant provisions of the Memorandum of Association and Articles of Association of the Company and subject to 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 approval(s), the consent of the Members of the Company be and is hereby accorded for the amendment made in 'Veefin - Employee Stock Option Plan 2023' ("ESOP 2023"/ "Scheme"), to increase the aggregate number of employee stock options ("Options") from 38,00,000 (Thirty-eight Lakhs) Options to 48,00,000 (Forty-eight Lakhs) Options by creating additional 10,00,000 (Ten Lakhs) Options, exercisable into not exceeding 10,00,000 (Ten Lakhs) equity shares ("Shares") of face value of INR. 10/- (Indian Rupees Ten Only) each fully paid up, where one Option would convert into one fully paid-up equity share upon exercise, on such terms and in such manner in accordance with the provisions of the applicable laws and the provisions of ESOP 2023.

RESOLVED FURTHER THAT the equity shares so issued and allotted as mentioned hereinbefore shall rank pari passu with the 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 or other re-organisation, split, change in capital structure of the Company, as applicable from time, if any additional Options granted or equity shares are issued by the Company to the grantees 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 equity shares to be allotted and the price of acquisition payable by the grantees under the Scheme 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 employees who have been granted stock options under the Scheme and the ceiling in terms of number of shares specified above shall be deemed to be adjusted accordingly.

RESOLVED FURTHER THAT the Company shall conform to the accounting policies prescribed from time to time under the SBEB Regulations and any other applicable laws and regulations to the extent relevant and applicable to the Scheme.

RESOLVED FURTHER THAT the Board of Directors of the Company (hereinafter referred to as the "Board" which term shall be deemed to include any Committee, including the Nomination and Remuneration Committee which the Board has constituted) be and is hereby authorized to do all such acts, deeds, and things, as it may, in its absolute discretion, and to settle all such questions, difficulties or doubts whatsoever which may arise and take all such steps and decisions to give effect to this resolution."

8. **To approve Material Related Party Transactions to be entered between Veefin Solutions Limited ("Company") and Mr. Raja Debnath (DIN: 07658567), Managing Director of the Company.**

*To consider and if thought fit, to pass the following resolution as an **Ordinary Resolution**:*

"RESOLVED THAT pursuant to the provisions of Regulations 2(1)(zc) and Regulation 23(1) & (4) and other applicable regulations of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), read with SEBI Circular dated June 26, 2025 with respect to revised Industry Standards on "Minimum Information to be provided to the audit committee and shareholders for approval of Related Party Transactions" (RPTs), the applicable provisions of the Companies Act, 2013 ("Act") read with the related rules framed thereunder (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) and other applicable laws/statutory provisions, if any, and the Company's Policy on Related Party Transactions ("RPT Policy") along with Memorandum of Association and Articles of Association of the Company, each as amended, and based on the approval of the Audit Committee and recommendation of the Board of Directors of the Company, the consent of the Members be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as the "Board", which term shall be deemed to include the Audit Committee of the Board and any Committee duly constituted / empowered / to be constituted by the Board from time to time to exercise its powers conferred by this resolution) to enter into any and/or all related party transactions/contracts/arrangements whether by way of an individual transaction or series of transactions, for entering into and/ or carrying out and/ or continuing with existing contracts/arrangements/ transactions or modification(s) of earlier contracts/ arrangements/ transactions, or as fresh and independent transaction(s) or otherwise, as proposed to be entered into between the Company and Mr. Raja Debnath **(DIN: 07658567)**, Managing Director of the Company, during the **Financial year 2026-27**, as per the details set out in the explanatory statement annexed to this notice, notwithstanding the fact that the aggregate value of all these transaction(s), may exceed the prescribed thresholds as per provisions of the SEBI Listing Regulations as applicable from time to time provided, however, that the said contract(s) / arrangement(s) / transaction(s) shall be carried out at an arm's length basis and in the ordinary course of business of the Company.

RESOLVED FURTHER THAT the Board be and is hereby authorized to execute all such agreements, documents, instruments and writings as deemed necessary with power to alter and vary the terms and conditions of such contracts / arrangements / transactions and settle all questions, difficulties or doubts that may arise in this regard."

RESOLVED FURTHER THAT all actions taken by the Board or any person so authorised by the Board in connection with any matter referred to or contemplated in the foregoing resolution be and are hereby approved, ratified and confirmed in all respects."

9. To approve Material Related Party Transactions to be entered between Veefin Solutions Limited ("Company") and Mr. Gautam Udani (DIN: 03081749), Whole Time Director of the Company.

*To consider and if thought fit, to pass the following resolution as an **Ordinary Resolution**:*

"RESOLVED THAT pursuant to the provisions of Regulations 2(1)(zc) and Regulation 23(1) & (4) and other applicable regulations of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), read with SEBI Circular dated June 26, 2025 with respect to revised Industry Standards on "Minimum Information to be provided to the audit committee and shareholders for approval of Related Party Transactions" (RPTs), the applicable provisions of the Companies Act, 2013 ("Act") read with the related rules framed thereunder (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) and other applicable laws/statutory provisions, if any, and the Company's Policy on Related Party Transactions ("RPT Policy") along with Memorandum of Association and Articles of Association of the Company, each as amended, and based on the approval of the Audit Committee and recommendation of the Board of Directors of the Company, the consent of the Members be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as the "Board", which term shall be deemed to include the Audit Committee of the Board and any Committee duly constituted / empowered / to be constituted by the Board from time to time to exercise its powers conferred by this resolution) to enter into any and/or all related party transactions/contracts/arrangements whether by way of an individual transaction or series of transactions, for entering into and/ or carrying out and/ or continuing with existing contracts/arrangements/ transactions or modification(s) of earlier contracts/ arrangements/ transactions, or as fresh and independent transaction(s) or otherwise, as proposed to be entered into between the Company and Mr. Gautam Udani (DIN: 03081749), Whole Time Director of the Company, during the **Financial year 2026-27**, as per the details set out in the explanatory statement annexed to this notice, notwithstanding the fact that the aggregate value of all these transaction(s), may exceed the prescribed thresholds as per provisions of the SEBI Listing Regulations as applicable from time to time provided, however, that the said contract(s) / arrangement(s) / transaction(s) shall be carried out at an arm's length basis and in the ordinary course of business of the Company.

RESOLVED FURTHER THAT the Board be and is hereby authorized to execute all such agreements, documents, instruments and writings as deemed necessary with power to alter and vary the terms and conditions of such contracts / arrangements / transactions and settle all questions, difficulties or doubts that may arise in this regard.

RESOLVED FURTHER THAT all actions taken by the Board or any person so authorised by the Board in connection with any matter referred to or contemplated in the foregoing resolution be and are hereby approved, ratified and confirmed in all respects."

10. To approve material Related Party Transaction(s) between the Veefin Solutions Limited ("Company") and Estorifi Solutions Limited, a subsidiary of the Company.

*To consider and if thought fit, to pass, the following resolution as an **Ordinary Resolution**:*

"RESOLVED THAT pursuant to the applicable provisions, if any, of the Companies Act, 2013 read with the rules framed thereunder (including any statutory amendment(s) or reenactment(s) thereof, for the time being in force, if any}, and in terms of Regulation 23 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations'), read with SEBI Circular dated June 26, 2025 with respect to revised Industry Standards on "Minimum Information to be provided to the audit committee and shareholders for approval of Related Party Transactions" (RPTs) as amended from time to time along with Memorandum of Association and Articles of Association of the Company, read with the Company's Policy on Related Party Transactions and based on the approval of the Audit Committee and recommendation of the Board of Directors of the Company and subject to the other requisite statutory / regulatory approvals, if any, required, the consent of the Members of the Company be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as the "Board", which expression shall include any Committee thereof or person(s) authorized by the Board), for entering into related party transaction(s) and / or carrying out and / or continuing with existing contracts / arrangements / transactions or modification(s) of contracts / arrangements / transactions or as fresh and independent transaction(s) or otherwise {whether individually or series of transaction(s) taken together or otherwise}, as proposed to be entered into between the Company and Estorifi Solutions Limited (subsidiary), a related party of the Company, during the **Financial year 2026-27**, as per the details set out in the explanatory statement annexed to this notice, notwithstanding the fact that the aggregate value of all these transaction(s), may exceed the prescribed thresholds as per provisions of the SEBI Listing Regulations as applicable from time to time provided, however, that the said contract(s) / arrangement(s) / transaction(s) shall be carried out at an arm's length basis and in the ordinary course of business of the Company.

RESOLVED FURTHER THAT the Board be and is hereby authorized to execute all such agreements, documents, instruments and writings as deemed necessary with power to alter and vary the terms and conditions of such contracts / arrangements / transactions and settle all questions, difficulties or doubts that may arise in this regard.

RESOLVED FURTHER THAT all actions taken by the Board or any person so authorised by the Board in connection with any matter referred to or contemplated in the foregoing resolution be and are hereby approved, ratified and confirmed in all respects."

11. To approve material Related Party Transaction(s) between the Veefin Solutions Limited ("Company") and Infini Systems Limited, a subsidiary of the Company.

*To consider and if thought fit, to pass, the following resolution as an **Ordinary Resolution**:*

"RESOLVED THAT pursuant to the applicable provisions, if any, of the Companies Act, 2013 read with the rules framed thereunder (including any statutory amendment(s) or reenactment(s) thereof, for the time being in force, if any}, and in terms of Regulation 23 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations'), read with SEBI Circular dated June 26, 2025 with respect to revised Industry Standards on "Minimum Information to be provided to the audit committee and shareholders for approval of Related Party Transactions" (RPTs) as amended from time to time, along with Memorandum of Association and Articles of Association of the Company, read with the Company's Policy on Related Party Transactions and based on the approval of the Audit Committee and recommendation of the Board of Directors of the Company and subject to the other requisite statutory / regulatory approvals, if any, required, the consent of the Members of the Company be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as the "Board", which expression shall include any Committee thereof or person(s) authorized by the Board), for entering into related party transaction(s) and / or carrying out and / or continuing with existing contracts / arrangements / transactions or modification(s) of contracts / arrangements / transactions or as fresh and independent transaction(s) or otherwise {whether individually or series of transaction(s) taken together or otherwise}, as proposed to be entered into between the Company and Infini Systems Limited (subsidiary), a related party of the Company, during the **Financial year 2026-27**, as per the details set out in the explanatory statement annexed to this notice, notwithstanding the fact that the aggregate value of all these transaction(s), may exceed the prescribed thresholds as per provisions of the SEBI Listing Regulations as applicable from time to time provided, however, that the said contract(s) / arrangement(s) / transaction(s) shall be carried out at an arm's length basis and in the ordinary course of business of the Company.

RESOLVED FURTHER THAT the Board be and is hereby authorized to execute all such agreements, documents, instruments and writings as deemed necessary with power to alter and vary the terms and conditions of such contracts / arrangements / transactions and settle all questions, difficulties or doubts that may arise in this regard.

RESOLVED FURTHER THAT all actions taken by the Board or any person so authorised by the Board in connection with any matter referred to or contemplated in the foregoing resolution be and are hereby approved, ratified and confirmed in all respects."

12. To approve material Related Party Transaction(s) between the Veefin Solutions Limited ("Company") and Veefin Capital Private Limited, a subsidiary of the Company.

*To consider and if thought fit, to pass, the following resolution as an **Ordinary Resolution**:*

"RESOLVED THAT pursuant to the applicable provisions, if any, of the Companies Act, 2013 read with the rules framed thereunder (including any statutory amendment(s) or reenactment(s) thereof, for the time being in force, if any}, and in terms of Regulation 23 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations'), read with SEBI Circular dated June 26, 2025 with respect to revised Industry Standards on "Minimum Information to be provided to the audit committee and shareholders for approval of Related Party Transactions" (RPTs) as amended from time to time along with Memorandum of Association and Articles of Association of the Company, read with the Company's Policy on Related Party Transactions and based on the approval of the Audit Committee and recommendation of the Board of Directors of the Company of the Board of Directors of the Company and subject to the other requisite statutory / regulatory approvals, if any, required, the consent of the Members of the Company be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as the "Board", which expression shall include any Committee thereof or person(s) authorized by the Board), for entering into related party transaction(s) and / or carrying out and / or continuing with existing contracts / arrangements / transactions or modification(s) of contracts / arrangements / transactions or as fresh and independent transaction(s) or otherwise {whether individually or series of transaction(s) taken together or otherwise}, as proposed to be entered into between the Company and Veefin Capital Private Limited (subsidiary), a related party of the Company, during the **Financial year 2026-27**, as per the details set out in the explanatory statement annexed to this notice, notwithstanding the fact that the aggregate value of all these transaction(s), may exceed the prescribed thresholds as per provisions of the SEBI Listing Regulations as applicable from time to time provided, however, that the said contract(s) / arrangement(s) / transaction(s) shall be carried out at an arm's length basis and in the ordinary course of business of the Company.

RESOLVED FURTHER THAT the Board be and is hereby authorized to execute all such agreements, documents, instruments and writings as deemed necessary with power to alter and vary the terms and conditions of such contracts / arrangements / transactions and settle all questions, difficulties or doubts that may arise in this regard.

RESOLVED FURTHER THAT all actions taken by the Board or any person so authorised by the Board in connection with any matter referred to or contemplated in the foregoing resolution be and are hereby approved, ratified and confirmed in all respects."

13. To approve material Related Party Transaction(s) between the Veefin Solutions Limited ("Company") and FE Ventures Private Limited, a step down subsidiary of the Company.

*To consider and if thought fit, to pass, the following resolution as an **Ordinary Resolution**:*

"RESOLVED THAT pursuant to the applicable provisions, if any, of the Companies Act, 2013 read with the rules framed thereunder (including any statutory amendment(s) or reenactment(s) thereof, for the time being in force, if any}, and in terms of Regulation 23 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations'), read with SEBI Circular dated June 26, 2025 with respect to revised Industry Standards on "Minimum Information to be provided to the audit committee and shareholders for approval of Related Party Transactions" (RPTs) as amended from time to time along with Memorandum of Association and Articles of Association of the Company, read with the Company's Policy on Related Party Transactions and based on the approval of the Audit Committee and recommendation of the Board of Directors of the Company and subject to the other requisite statutory / regulatory approvals, if any, required, the consent of the Members of the Company be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as the "Board", which expression shall include any Committee thereof or person(s) authorized by the Board), for entering into related party transaction(s) and / or carrying out and / or continuing with existing contracts / arrangements / transactions or modification(s) of contracts / arrangements / transactions or as fresh and independent transaction(s) or otherwise {whether individually or series of transaction(s) taken together or otherwise}, as proposed to be entered into between the Company and FE Ventures Private Limited (step down subsidiary), a related party of the Company, during the **Financial year 2026-27**, as per the details set out in the explanatory statement annexed to this notice, notwithstanding the fact that the aggregate value of all these transaction(s), may exceed the prescribed thresholds as per provisions of the SEBI Listing Regulations as applicable from time to time provided, however, that the said contract(s) / arrangement(s) / transaction(s) shall be carried out at an arm's length basis and in the ordinary course of business of the Company.

RESOLVED FURTHER THAT the Board be and is hereby authorized to execute all such agreements, documents, instruments and writings as deemed necessary with power to alter and vary the terms and conditions of such contracts / arrangements / transactions and settle all questions, difficulties or doubts that may arise in this regard.

RESOLVED FURTHER THAT all actions taken by the Board or any person so authorised by the Board in connection with any matter referred to or contemplated in the foregoing resolution be and are hereby approved, ratified and confirmed in all respects."

14. To approve material Related Party Transaction(s) between the Veefin Solutions Limited ("Company") and White Rivers Media Solutions Private Limited, a step down subsidiary of the Company.

*To consider and if thought fit, to pass, the following resolution as an **Ordinary Resolution**:*

"RESOLVED THAT pursuant to the applicable provisions, if any, of the Companies Act, 2013 read with the rules framed thereunder (including any statutory amendment(s) or reenactment(s) thereof, for the time being in force, if any}, and in terms of Regulation 23 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations'), read with SEBI Circular dated June 26, 2025 with respect to revised Industry Standards on "Minimum Information to be provided to the audit committee and shareholders for approval of Related Party Transactions" (RPTs) as amended from time to time along with Memorandum of Association and Articles of Association of the Company, read with the Company's Policy on Related Party Transactions and based on the approval of the Audit Committee and recommendation of the Board of Directors of the Company and subject to the other requisite statutory / regulatory approvals, if any, required, the consent of the Members of the Company be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as the "Board", which expression shall include any Committee thereof or person(s) authorized by the Board), for entering into related party transaction(s) and / or carrying out and / or continuing with existing contracts / arrangements / transactions or modification(s) of contracts / arrangements / transactions or as fresh and independent transaction(s) or otherwise {whether individually or series of transaction(s) taken together or otherwise}, as proposed to be entered into between the Company and White Rivers Media Solutions Private Limited (step down subsidiary), a related party of the Company, during the **Financial year 2026-27**, as per the details set out in the explanatory statement annexed to this notice, notwithstanding the fact that the aggregate value of all these transaction(s), may exceed the prescribed thresholds as per provisions of the SEBI Listing Regulations as applicable from time to time provided, however, that the said contract(s) / arrangement(s) / transaction(s) shall be carried out at an arm's length basis and in the ordinary course of business of the Company.

RESOLVED FURTHER THAT the Board be and is hereby authorized to execute all such agreements, documents, instruments and writings as deemed necessary with power to alter and vary the terms and conditions of such contracts / arrangements / transactions and settle all questions, difficulties or doubts that may arise in this regard.

RESOLVED FURTHER THAT all actions taken by the Board or any person so authorised by the Board in connection with any matter referred to or contemplated in the foregoing resolution be and are hereby approved, ratified and confirmed in all respects."

15. **To approve material Related Party Transaction(s) between the Veefin Solutions Limited ("Company") and Nityo Tech Private Limited, a step down subsidiary of the Company.**

*To consider and if thought fit, to pass, the following resolution as an **Ordinary Resolution**:*

"RESOLVED THAT pursuant to the applicable provisions, if any, of the Companies Act, 2013 read with the rules framed thereunder (including any statutory amendment(s) or reenactment(s) thereof, for the time being in force, if any}, and in terms of Regulation 23 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations'), read with SEBI Circular dated June 26, 2025 with respect to revised Industry Standards on "Minimum Information to be provided to the audit committee and shareholders for approval of Related Party Transactions" (RPTs) as amended from time to time along with Memorandum of Association and Articles of Association of the Company, read with the Company's Policy on Related Party Transactions and based on the approval of the Audit Committee and recommendation of the Board of Directors of the Company and subject to the other requisite statutory / regulatory approvals, if any, required, the consent of the Members of the Company be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as the "Board", which expression shall include any Committee thereof or person(s) authorized by the Board), for entering into related party transaction(s) and / or carrying out and / or continuing with existing contracts / arrangements / transactions or modification(s) of contracts / arrangements / transactions or as fresh and independent transaction(s) or otherwise {whether individually or series of transaction(s) taken together or otherwise}, as proposed to be entered into between the Company and Nityo Tech Private Limited (step down subsidiary), a related party of the Company, during the **Financial year 2026-27**, as per the details set out in the explanatory statement annexed to this notice, notwithstanding the fact that the aggregate value of all these transaction(s), may exceed the prescribed thresholds as per provisions of the SEBI Listing Regulations as applicable from time to time provided, however, that the said contract(s) / arrangement(s) / transaction(s) shall be carried out at an arm's length basis and in the ordinary course of business of the Company.

RESOLVED FURTHER THAT the Board be and is hereby authorized to execute all such agreements, documents, instruments and writings as deemed necessary with power to alter and vary the terms and conditions of such contracts / arrangements / transactions and settle all questions, difficulties or doubts that may arise in this regard.

RESOLVED FURTHER THAT all actions taken by the Board or any person so authorised by the Board in connection with any matter referred to or contemplated in the foregoing resolution be and are hereby approved, ratified and confirmed in all respects."

16. **To approve material Related Party Transaction(s) between the Veefin Solutions Limited ("Company") and GlobeTF Solutions Private Limited, a subsidiary of the Company.**

*To consider and if thought fit, to pass, the following resolution as an **Ordinary Resolution**:*

"RESOLVED THAT pursuant to the applicable provisions, if any, of the Companies Act, 2013 read with the rules framed thereunder (including any statutory amendment(s) or reenactment(s) thereof, for the time being in force, if any}, and in terms of Regulation 23 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations'), read with SEBI Circular dated June 26, 2025 with respect to revised Industry Standards on "Minimum Information to be provided to the audit committee and shareholders for approval of Related Party Transactions" (RPTs) as amended from time to time along with Memorandum of Association and Articles of Association of the Company, read with the Company's Policy on Related Party Transactions and based on the approval of the Audit Committee and recommendation of the Board of Directors of the Company and subject to the other requisite statutory / regulatory approvals, if any, required, the consent of the Members of the Company be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as the "Board", which expression shall include any Committee thereof or person(s) authorized by the Board), for entering into related party transaction(s) and / or carrying out and / or continuing with existing contracts / arrangements / transactions or modification(s) of contracts / arrangements / transactions or as fresh and independent transaction(s) or otherwise (whether individually or series of transaction(s) taken together or otherwise), as proposed to be entered into between the Company and GlobeTF Solutions Private Limited (subsidiary), a related party of the Company, during the **Financial year 2026-27**, as per the details set out in the explanatory statement annexed to this notice, notwithstanding the fact that the aggregate value of all these transaction(s), may exceed the prescribed thresholds as per provisions of the SEBI Listing Regulations as applicable from time to time provided, however, that the said contract(s) / arrangement(s) / transaction(s) shall be carried out at an arm's length basis and in the ordinary course of business of the Company.

RESOLVED FURTHER THAT the Board be and is hereby authorized to execute all such agreements, documents, instruments and writings as deemed necessary with power to alter and vary the terms and conditions of such contracts / arrangements / transactions and settle all questions, difficulties or doubts that may arise in this regard.

RESOLVED FURTHER THAT all actions taken by the Board or any person so authorised by the Board in connection with any matter referred to or contemplated in the foregoing resolution be and are hereby approved, ratified and confirmed in all respects."

17. **To approve Material Related Party Transactions to be entered between Infini Systems Limited, subsidiary of the Company and Mr. Raja Debnath (DIN: 07658567), Director of Infini Systems Limited.**

*To consider and if thought fit, to pass the following resolution as an **Ordinary Resolution**:*

"RESOLVED THAT pursuant to the provisions of Regulations 2(1)(zc) and Regulation 23(1) & (4) and other applicable regulations of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), read with SEBI Circular dated June 26, 2025 with respect to revised Industry Standards on "Minimum Information to be provided to the audit committee and shareholders for approval of Related Party Transactions" (RPTs), the applicable provisions of the Companies Act, 2013 ("Act") read with the related rules framed thereunder (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) and other applicable laws/statutory provisions, if any, and the Company's Policy on Related Party Transactions ("RPT Policy") along with Memorandum of Association and Articles of Association of the Company, each as amended, and based on the approval of the Audit Committee and recommendation of the Board of Directors of the Company, the consent of the Members be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as the "Board", which term shall be deemed to include the Audit Committee of the Board and any Committee duly constituted / empowered / to be constituted by the Board from time to time to exercise its powers conferred by this resolution) to enter into any and/or all related party transactions/contracts/arrangements whether by way of an individual transaction or series of transactions, for entering into and/ or carrying out and/ or continuing with existing contracts/arrangements/ transactions or modification(s) of earlier contracts/ arrangements/ transactions, or as fresh and independent transaction(s) or otherwise, as proposed to be entered between the Infini Systems Limited, subsidiary of the Company and Mr. Raja Debnath (DIN: 07658567), Director of Infini Systems Limited, related parties of the Company during the **Financial year 2026-27**, as per the details set out in the explanatory statement annexed to this notice, notwithstanding the fact that the aggregate value of all these transaction(s), may exceed the prescribed thresholds as per provisions of the SEBI Listing Regulations as applicable from time to time provided, however, that the said contract(s) / arrangement(s) / transaction(s) shall be carried out at an arm's length basis and in the ordinary course of business of the Company.

RESOLVED FURTHER THAT the Board be and is hereby authorized to execute all such agreements, documents, instruments and writings as deemed necessary with power to alter and vary the terms and conditions of such contracts / arrangements / transactions and settle all questions, difficulties or doubts that may arise in this regard.

RESOLVED FURTHER THAT all actions taken by the Board or any person so authorised by the Board in connection with any matter referred to or contemplated in the foregoing resolution be and are hereby approved, ratified and confirmed in all respects."

18. To approve Material Related Party Transactions to be entered between Infini Systems Limited, a subsidiary of the Company with Mr. Gautam Udani (DIN: 03081749), Director of the Infini Systems Limited.

To consider and if thought fit, to pass the following resolution as an ***Ordinary Resolution****:*

"RESOLVED THAT pursuant to the provisions of Regulations 2(1)(zc) and Regulation 23(1) & (4) and other applicable regulations of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), read with SEBI Circular dated June 26, 2025 with respect to revised Industry Standards on "Minimum Information to be provided to the audit committee and shareholders for approval of Related Party Transactions" (RPTs), the applicable provisions of the Companies Act, 2013 ("Act") read with the related rules framed thereunder (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) and other applicable laws/statutory provisions, if any, and the Company's Policy on Related Party Transactions ("RPT Policy") along with Memorandum of Association and Articles of Association of the Company, each as amended, and based on the approval of the Audit Committee and recommendation of the Board of Directors of the Company, the consent of the Members be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as the "Board", which term shall be deemed to include the Audit Committee of the Board and any Committee duly constituted / empowered / to be constituted by the Board from time to time to exercise its powers conferred by this resolution) to enter into any and/or all related party transactions/contracts/arrangements whether by way of an individual transaction or series of transactions, for entering into and/ or carrying out and/ or continuing with existing contracts/arrangements/ transactions or modification(s) of earlier contracts/ arrangements/ transactions, or as fresh and independent transaction(s) or otherwise, as proposed to be entered by the Infini Systems Limited, subsidiary of the Company and Mr. Gautam Udani (DIN: 03081749), Director of the Infini Systems Limited, related parties of the Company during the **Financial year 2026-27**, as per the details set out in the explanatory statement annexed to this notice, notwithstanding the fact that the aggregate value of all these transaction(s), may exceed the prescribed thresholds as per provisions of the SEBI Listing Regulations as applicable from time to time provided, however, that the said contract(s) / arrangement(s) / transaction(s) shall be carried out at an arm's length basis and in the ordinary course of business of the Company.

RESOLVED FURTHER THAT the Board be and is hereby authorized to execute all such agreements, documents, instruments and writings as deemed necessary with power to alter and vary the terms and conditions of such contracts / arrangements / transactions and settle all questions, difficulties or doubts that may arise in this regard."

RESOLVED FURTHER THAT all actions taken by the Board or any person so authorised by the Board in connection with any matter referred to or contemplated in the foregoing resolution be and are hereby approved, ratified and confirmed in all respects."

19. To approve material Related Party Transaction(s) between Infini Systems Limited, a subsidiary of the Company and Nityo Tech Private Limited, a subsidiary of the Company.

To consider and if thought fit, to pass, the following resolution as an ***Ordinary Resolution****:*

"RESOLVED THAT pursuant to the applicable provisions, if any, of the Companies Act, 2013 read with the rules framed thereunder (including any statutory amendment(s) or reenactment(s) thereof, for the time being in force, if any}, and in terms of Regulation 23 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations'), read with SEBI Circular dated June 26, 2025 with respect to revised Industry Standards on "Minimum Information to be provided to the audit committee and shareholders for approval of Related Party Transactions" (RPTs) as amended from time to time along with Memorandum of Association and Articles of Association of the Company, read with the Company's Policy on Related Party Transactions and based on the approval of the Audit Committee and recommendation of the Board of Directors of the Company and subject to the other requisite statutory / regulatory approvals, if any, required, the consent of the Members of the Company be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as the "Board", which expression shall include any Committee thereof or person(s) authorized by the Board), for entering into related party transaction(s) and / or carrying out and / or continuing with existing contracts / arrangements / transactions or modification(s) of contracts / arrangements / transactions or as fresh and independent transaction(s) or otherwise (whether individually or series of transaction(s) taken together or otherwise), as proposed to be entered by the Infini Systems Limited, subsidiary of the Company and Nityo Tech Private Limited (subsidiary), related parties of the Company, during the **Financial year 2026-27**, as per the details set out in the explanatory statement annexed to this notice, notwithstanding the fact that the aggregate value of all these transaction(s), may exceed the prescribed thresholds as per provisions of the SEBI Listing Regulations as applicable from time to time provided, however, that the said contract(s) / arrangement(s) / transaction(s) shall be carried out at an arm's length basis and in the ordinary course of business of the Company.

RESOLVED FURTHER THAT the Board be and is hereby authorized to execute all such agreements, documents, instruments and writings as deemed necessary with power to alter and vary the terms and conditions of such contracts / arrangements / transactions and settle all questions, difficulties or doubts that may arise in this regard.

RESOLVED FURTHER THAT all actions taken by the Board or any person so authorised by the Board in connection with any matter referred to or contemplated in the foregoing resolution be and are hereby approved, ratified and confirmed in all respects."

20. To approve material Related Party Transaction(s) between Infini Systems Limited, a subsidiary of the Company and White Rivers Media Solutions Private Limited, a subsidiary of the Company.

To consider and if thought fit, to pass, the following resolution as an ***Ordinary Resolution****:*

"RESOLVED THAT pursuant to the applicable provisions, if any, of the Companies Act, 2013 read with the rules framed thereunder (including any statutory amendment(s) or reenactment(s) thereof, for the time being in force, if any}, and in terms of Regulation 23 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations'), read with SEBI Circular dated June 26, 2025 with respect to revised Industry Standards on "Minimum Information to be provided to the audit committee and shareholders for approval of Related Party Transactions" (RPTs) as amended from time to time along with Memorandum of Association and Articles of Association of the Company, read with the Company's Policy on Related Party Transactions and based on the approval of the Audit Committee and recommendation of the Board of Directors of the Company and subject to the other requisite statutory / regulatory approvals, if any, required, the consent of the Members of the Company be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as the "Board", which expression shall include any Committee thereof or person(s) authorized by the Board), for entering into related party transaction(s) and / or carrying out and / or continuing with existing contracts / arrangements / transactions or modification(s) of contracts / arrangements / transactions or as fresh and independent transaction(s) or otherwise {whether individually or series of transaction(s) taken together or otherwise}, as proposed to be entered by the Infini Systems Limited, (subsidiary) and White Rivers Media Solutions Private Limited (subsidiary), related parties of the Company, during the **Financial year 2026-27**, as per the details set out in the explanatory statement annexed to this notice, notwithstanding the fact that the aggregate value of all these transaction(s), may exceed the prescribed thresholds as per provisions of the SEBI Listing Regulations as applicable from time to time provided, however, that the said contract(s) / arrangement(s) / transaction(s) shall be carried out at an arm's length basis and in the ordinary course of business of the Company.

RESOLVED FURTHER THAT the Board be and is hereby authorized to execute all such agreements, documents, instruments and writings as deemed necessary with power to alter and vary the terms and conditions of such contracts / arrangements / transactions and settle all questions, difficulties or doubts that may arise in this regard.

RESOLVED FURTHER THAT all actions taken by the Board or any person so authorised by the Board in connection with any matter referred to or contemplated in the foregoing resolution be and are hereby approved, ratified and confirmed in all respects."

21. To approve material Related Party Transaction(s) between the Infini Systems Limited, a subsidiary of the Company and FE Ventures Private Limited, a subsidiary of the Company.

*To consider and if thought fit, to pass, the following resolution as an **Ordinary Resolution**:*

"RESOLVED THAT pursuant to the applicable provisions, if any, of the Companies Act, 2013 read with the rules framed thereunder (including any statutory amendment(s) or reenactment(s) thereof, for the time being in force, if any}, and in terms of Regulation 23 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations'), read with SEBI Circular dated June 26, 2025 with respect to revised Industry Standards on "Minimum Information to be provided to the audit committee and shareholders for approval of Related Party Transactions" (RPTs) as amended from time to time along with Memorandum of Association and Articles of Association of the Company, read with the Company's Policy on Related Party Transactions and based on the approval of the Audit Committee and recommendation of the Board of Directors of the Company and subject to the other requisite statutory / regulatory approvals, if any, required, the consent of the Members of the Company be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as the "Board", which expression shall include any Committee thereof or person(s) authorized by the Board), for entering into related party transaction(s) and / or carrying out and / or continuing with existing contracts / arrangements / transactions or modification(s) of contracts / arrangements / transactions or as fresh and independent transaction(s) or otherwise {whether individually or series of transaction(s) taken together or otherwise}, as proposed to be entered by the Infini Systems Limited, (subsidiary) and FE Ventures Private Limited (subsidiary), related parties of the Company, during the Financial year 2026-27, as per the details set out in the explanatory statement annexed to this notice, notwithstanding the fact that the aggregate value of all these transaction(s), may exceed the prescribed thresholds as per provisions of the SEBI Listing Regulations as applicable from time to time provided, however, that the said contract(s) / arrangement(s) / transaction(s) shall be carried out at an arm's length basis and in the ordinary course of business of the Company.

RESOLVED FURTHER THAT the Board be and is hereby authorized to execute all such agreements, documents, instruments and writings as deemed necessary with power to alter and vary the terms and conditions of such contracts / arrangements / transactions and settle all questions, difficulties or doubts that may arise in this regard.

RESOLVED FURTHER THAT all actions taken by the Board or any person so authorised by the Board in connection with any matter referred to or contemplated in the foregoing resolution be and are hereby approved, ratified and confirmed in all respects."

22. To approve Material Related Party Transactions to be entered between the Estorifi Solutions Limited, a subsidiary of the Company and Mr. Raja Debnath (DIN: 07658567), Whole Time Director of the Estorifi Solutions Limited.

*To consider and if thought fit, to pass, the following resolution as an **Ordinary Resolution**:*

"RESOLVED THAT pursuant to the provisions of Regulations 2(1)(zc) and Regulation 23(1) & (4) and other applicable regulations of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), the applicable provisions of the Companies Act, 2013 ("Act") read with the related rules framed thereunder (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) and other applicable laws/statutory provisions, if any, and the Company's Policy on Related Party Transactions ("RPT Policy") along with Memorandum of Association and Articles of Association of the Company, each as amended, and based on the approval of the Audit Committee and recommendation of the Board of Directors of the Company, the consent of the Members be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as the "Board", which term shall be deemed to include the Audit Committee of the Board and any Committee duly constituted / empowered / to be constituted by the Board from time to time to exercise its powers conferred by this resolution) to enter into any and/or all related party transactions/contracts/ arrangements whether by way of an individual transaction or series of transactions, for entering into and/ or carrying out and/ or continuing with existing contracts/ arrangements/ transactions or modification(s) of earlier contracts/ arrangements/transactions, or as fresh and independent transaction(s) or otherwise, as proposed to be entered by the Estorifi Solutions Limited, subsidiary of the Company and Mr. Raja Debnath, Whole Time Director of the Estorifi Solutions Limited, related parties of the Company during the **Financial year 2026-27**, as per the details set out in the explanatory statement annexed to this notice, notwithstanding the fact that the aggregate value of all these transaction(s), may exceed the prescribed thresholds as per provisions of the SEBI Listing Regulations as applicable from time to time provided, however, that the said contract(s) / arrangement(s) / transaction(s) shall be carried out at an arm's length basis and in the ordinary course of business of the Company.

RESOLVED FURTHER THAT the Board be and is hereby authorized to execute all such agreements, documents, instruments and writings as deemed necessary with power to alter and vary the terms and conditions of such contracts / arrangements / transactions and settle all questions, difficulties or doubts that may arise in this regard.

RESOLVED FURTHER THAT all actions taken by the Board or any person so authorised by the Board in connection with any matter referred to or contemplated in the foregoing resolution be and are hereby approved, ratified and confirmed in all respects."

23. To approve Material Related Party Transactions to be entered between the Estorifi Solutions Limited, a subsidiary of the Company and Mr. Gautam Udani (DIN: 03081749), Director of the Estorifi Solutions Limited.

*To consider and if thought fit, to pass the following resolution as an **Ordinary Resolution**:*

"RESOLVED THAT pursuant to the provisions of Regulations 2(1)(zc) and Regulation 23(1) & (4) and other applicable regulations of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), read with SEBI Circular dated June 26, 2025 with respect to revised Industry Standards on "Minimum Information to be provided to the audit committee and shareholders for approval of Related Party Transactions" (RPTs), the applicable provisions of the Companies Act, 2013 ("Act") read with the related rules framed thereunder (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) and other applicable laws/statutory provisions, if any, and the Company's Policy on Related Party Transactions ("RPT Policy") along with Memorandum of Association and Articles of Association of the Company, each as amended, and based on the approval of the Audit Committee and recommendation of the Board of Directors of the Company, the consent of the Members be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as the "Board", which term shall be deemed to include the Audit Committee of the Board and any Committee duly constituted / empowered / to be constituted by the Board from time to time to exercise its powers conferred by this resolution) to enter into any and/or all related party transactions/contracts/arrangements whether by way of an individual transaction or series of transactions, for entering into and/ or carrying out and/ or continuing with existing contracts/ arrangements/ transactions or modification(s) of earlier contracts/ arrangements/transactions, or as fresh and independent transaction(s) or otherwise, as proposed to be entered by the **Estorifi Solutions Limited**, subsidiary of the Company and **Mr. Gautam Udani**, Director of the Estorifi Solutions Limited, during the **Financial year 2026-27**, as per the details set out in the explanatory statement annexed to this notice, notwithstanding the fact that the aggregate value of all these transaction(s), may exceed the prescribed thresholds as per provisions of the SEBI Listing Regulations as applicable from time to time provided, however, that the said contract(s) / arrangement(s) / transaction(s) shall be carried out at an arm's length basis and in the ordinary course of business of the Company.

RESOLVED FURTHER THAT the Board be and is hereby authorized to execute all such agreements, documents, instruments and writings as deemed necessary with power to alter and vary the terms and conditions of such contracts / arrangements / transactions and settle all questions, difficulties or doubts that may arise in this regard.

RESOLVED FURTHER THAT all actions taken by the Board or any person so authorised by the Board in connection with any matter referred to or contemplated in the foregoing resolution be and are hereby approved, ratified and confirmed in all respects."

24. To approve Material Related Party Transactions to be entered between the White Rivers Media Solutions Private Limited, a subsidiary of the Company and Mr. Shrenik Gandhi (DIN: 05351426), Director of the White Rivers Media Solutions Limited.

*To consider and if thought fit, to pass the following resolution as an **Ordinary Resolution**:*

"RESOLVED THAT pursuant to the provisions of Regulations 2(1)(zc) and Regulation 23(1) & (4) and other applicable regulations of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), read with SEBI Circular dated June 26, 2025 with respect to revised Industry Standards on "Minimum Information to be provided to the audit committee and shareholders for approval of Related Party Transactions" (RPTs), the applicable provisions of the Companies Act, 2013 ("Act") read with the related rules framed thereunder (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) and other applicable laws/statutory provisions, if any, and the Company's Policy on Related Party Transactions ("RPT Policy") along with Memorandum of Association and Articles of Association of the Company, each as amended, and based on the approval of the Audit Committee and recommendation of the Board of Directors of the Company, the consent of the Members be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as the "Board", which term shall be deemed to include the Audit Committee of the Board and any Committee duly constituted / empowered / to be constituted by the Board from time to time to exercise its powers conferred by this resolution) to enter into any and/or all related party transactions/contracts/arrangements whether by way of an individual transaction or series of transactions, for entering into and/ or carrying out and/ or continuing with existing contracts/arrangements/ transactions or modification(s) of earlier contracts/ arrangements/ transactions, or as fresh and independent transaction(s) or otherwise, as proposed to be entered by the White Rivers Media Solutions Private Limited, subsidiary of the Company and Mr. Shrenik Gandhi, Director of White Rivers Media Solutions Private Limited, during the **Financial year 2026-27**, as per the details set out in the explanatory statement annexed to this notice, notwithstanding the fact that the aggregate value of all these transaction(s), may exceed the prescribed thresholds as per provisions of the SEBI Listing Regulations as applicable from time to time provided, however, that the said contract(s) / arrangement(s) / transaction(s) shall be carried out at an arm's length basis and in the ordinary course of business of the Company.

RESOLVED FURTHER THAT the Board be and is hereby authorized to execute all such agreements, documents, instruments and writings as deemed necessary with power to alter and vary the terms and conditions of such contracts / arrangements / transactions and settle all questions, difficulties or doubts that may arise in this regard.

RESOLVED FURTHER THAT all actions taken by the Board or any person so authorised by the Board in connection with any matter referred to or contemplated in the foregoing resolution be and are hereby approved, ratified and confirmed in all respects."

25. To approve Material Related Party Transactions to be entered between the White Rivers Media Solutions Private Limited, a subsidiary of the Company and Mr. Meetesh Kothari (DIN: 07529702), Director of the White Rivers Media Solutions Private Limited.

*To consider and if thought fit, to pass the following resolution as an **Ordinary Resolution**:*

"RESOLVED THAT pursuant to the provisions of Regulations 2(1)(zc) and Regulation 23(1) & (4) and other applicable regulations of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), read with SEBI Circular dated June 26, 2025 with respect to revised Industry Standards on "Minimum Information to be provided to the audit committee and shareholders for approval of Related Party Transactions" (RPTs), the applicable provisions of the Companies Act, 2013 ("Act") read with the related rules framed thereunder (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) and other applicable laws/ statutory provisions, if any, and the Company's Policy on Related Party Transactions ("RPT Policy") along with Memorandum of Association and Articles of Association of the Company, each as amended, and based on the approval of the Audit Committee and recommendation of the Board of Directors of the Company, the consent of the Members be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as the "Board", which term shall be deemed to include the Audit Committee of the Board and any Committee duly constituted / empowered / to be constituted by the Board from time to time to exercise its powers conferred by this resolution) to enter into any and/or all related party transactions/contracts/arrangements whether by way of an individual transaction or series of transactions, for entering into and/ or carrying out and/ or continuing with existing contracts/ arrangements/ transactions or modification(s) of earlier contracts/ arrangements/transactions, or as fresh and independent transaction(s) or otherwise, as proposed to be entered by the White Rivers Media Solutions Private Limited, subsidiary of the Company and Mr. Meetesh Kothari, Director of White Rivers Media Solutions Private Limited, during the **Financial year 2026-27**, as per the details set out in the explanatory statement annexed to this notice, notwithstanding the fact that the aggregate value of all these transaction(s), may exceed the prescribed thresholds as per provisions of the SEBI Listing Regulations as applicable from time to time provided, however, that the said contract(s) / arrangement(s) / transaction(s) shall be carried out at an arm's length basis and in the ordinary course of business of the Company.

RESOLVED FURTHER THAT the Board be and is hereby authorized to execute all such agreements, documents, instruments and writings as deemed necessary with power to alter and vary the terms and conditions of such contracts / arrangements / transactions and settle all questions, difficulties or doubts that may arise in this regard.

RESOLVED FURTHER THAT all actions taken by the Board or any person so authorised by the Board in connection with any matter referred to or contemplated in the foregoing resolution be and are hereby approved, ratified and confirmed in all respects."

26. To approve Material Related Party Transactions to be entered between the White Rivers Media Solutions Private Limited, a subsidiary of the Company and Mr. Jigar Zatakia (Shareholder) of White Rivers Media Solutions Private Limited.

*To consider and if thought fit, to pass the following resolution as an **Ordinary Resolution**:*

"RESOLVED THAT pursuant to the provisions of Regulations 2(1)(zc) and Regulation 23(1) & (4) and other applicable regulations of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), read with SEBI Circular dated June 26, 2025 with respect to revised Industry Standards on "Minimum Information to be provided to the audit committee and shareholders for approval of Related Party Transactions" (RPTs), the applicable provisions of the Companies Act, 2013 ("Act") read with the related rules framed thereunder (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) and other applicable laws/statutory provisions, if any, and the Company's Policy on Related Party Transactions ("RPT Policy") along with Memorandum of Association and Articles of Association of the Company, each as amended, and based on the approval of the Audit Committee and recommendation of the Board of Directors of the Company, the consent of the Members be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as the "Board", which term shall be deemed to include the Audit Committee of the Board and any Committee duly constituted / empowered / to be constituted by the Board from time to time to exercise its powers conferred by this resolution) to enter into any and/or all related party transactions/contracts/arrangements whether by way of an individual transaction or series of transactions, for entering into and/ or carrying out and/ or continuing with existing contracts/arrangements/ transactions or modification(s) of earlier contracts/ arrangements/ transactions, or as fresh and independent transaction(s) or otherwise, as proposed to be entered by the White Rivers Media Solutions Private Limited, subsidiary of the Company and Mr. Jigar Zatakia (Shareholder), of the White Rivers Media Solutions Private Limited, during the **Financial year 2026-27**, as per the details set out in the explanatory statement annexed to this notice, notwithstanding the fact that the aggregate value of all these transaction(s), may exceed the prescribed thresholds as per provisions of the SEBI Listing Regulations as applicable from time to time provided, however, that the said contract(s) / arrangement(s) / transaction(s) shall be carried out at an arm's length basis and in the ordinary course of business of the Company.

RESOLVED FURTHER THAT the Board be and is hereby authorized to execute all such agreements, documents, instruments and writings as deemed necessary with power to alter and vary the terms and conditions of such contracts / arrangements / transactions and settle all questions, difficulties or doubts that may arise in this regard.

RESOLVED FURTHER THAT all actions taken by the Board or any person so authorised by the Board in connection with any matter referred to or contemplated in the foregoing resolution be and are hereby approved, ratified and confirmed in all respects."

27. To approve material Related Party Transaction(s) between the White Rivers Media Solutions Private Limited a subsidiary of the Company and FE Ventures Private Limited, a subsidiary of the Company.

*To consider and if thought fit, to pass, the following resolution as an **Ordinary Resolution**:*

"RESOLVED THAT pursuant to the applicable provisions, if any, of the Companies Act, 2013 read with the rules framed thereunder (including any statutory amendment(s) or reenactment(s) thereof, for the time being in force, if any}, and in terms of Regulation 23 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations'), read with SEBI Circular dated June 26, 2025 with respect to revised Industry Standards on "Minimum Information to be provided to the audit committee and shareholders for approval of Related Party Transactions" (RPTs) as amended from time to time along with Memorandum of Association and Articles of Association of the Company, read with the Company's Policy on Related Party Transactions and based on the approval of the Audit Committee and recommendation of the Board of Directors of the Company and subject to the other requisite statutory / regulatory approvals, if any, required, the consent of the Members of the Company be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as the "Board", which expression shall include any Committee thereof or person(s) authorized by the Board), for entering into related party transaction(s) and / or carrying out and / or continuing with existing contracts / arrangements / transactions or modification(s) of contracts / arrangements / transactions or as fresh and independent transaction(s) or otherwise {whether individually or series of transaction(s) taken together or otherwise}, as proposed to be entered by the White Rivers Media Solutions Private Limited and FE Ventures Private Limited (subsidiaries of the Company), related parties of the Company, during the **Financial year 2026-27**, as per the details set out in the explanatory statement annexed to this notice, notwithstanding the fact that the aggregate value of all these transaction(s), may exceed the prescribed thresholds as per provisions of the SEBI Listing Regulations as applicable from time to time provided, however, that the said contract(s) / arrangement(s) / transaction(s) shall be carried out at an arm's length basis and in the ordinary course of business of the Company.

RESOLVED FURTHER THAT the Board be and is hereby authorized to execute all such agreements, documents, instruments and writings as deemed necessary with power to alter and vary the terms and conditions of such contracts / arrangements / transactions and settle all questions, difficulties or doubts that may arise in this regard.

RESOLVED FURTHER THAT all actions taken by the Board or any person so authorised by the Board in connection with any matter referred to or contemplated in the foregoing resolution be and are hereby approved, ratified and confirmed in all respects."

28. To approve material Related Party Transaction(s) between the White Rivers Media Solutions Private Limited a subsidiary of the Company and Nityo Tech Private Limited, a Fellow subsidiary of the White Rivers Media Solutions Private Limited.

*To consider and if thought fit, to pass, the following resolution as an **Ordinary Resolution**:*

"RESOLVED THAT pursuant to the applicable provisions, if any, of the Companies Act, 2013 read with the rules framed thereunder (including any statutory amendment(s) or reenactment(s) thereof, for the time being in force, if any}, and in terms of Regulation 23 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations'), read with SEBI Circular dated June 26, 2025 with respect to revised Industry Standards on "Minimum Information to be provided to the audit committee and shareholders for approval of Related Party Transactions" (RPTs) as amended from time to time along with Memorandum of Association and Articles of Association of the Company, read with the Company's Policy on Related Party Transactions and based on the approval of the Audit Committee and recommendation of the Board of Directors of the Company and subject to the other requisite statutory / regulatory approvals, if any, required, the consent of the Members of the Company be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as the "Board", which expression shall include any Committee thereof or person(s) authorized by the Board), for entering into related party transaction(s) and / or carrying out and / or continuing with existing contracts / arrangements / transactions or modification(s) of contracts / arrangements / transactions or as fresh and independent transaction(s) or otherwise {whether individually or series of transaction(s) taken together or otherwise}, as proposed to be entered by the White Rivers Media Solutions Private Limited (subsidiary of the Company) and Nityo Tech Private Limited (Fellow subsidiary of the White Rivers Media Solutions Private Limited), related parties of the Company, during the **Financial year 2026-27**, as per the details set out in the explanatory statement annexed to this notice, notwithstanding the fact that the aggregate value of all these transaction(s), may exceed the prescribed thresholds as per provisions of the SEBI Listing Regulations as applicable from time to time provided, however, that the said contract(s) / arrangement(s) / transaction(s) shall be carried out at an arm's length basis and in the ordinary course of business of the Company.

RESOLVED FURTHER THAT the Board be and is hereby authorized to execute all such agreements, documents, instruments and writings as deemed necessary with power to alter and vary the terms and conditions of such contracts / arrangements / transactions and settle all questions, difficulties or doubts that may arise in this regard.

RESOLVED FURTHER THAT all actions taken by the Board or any person so authorised by the Board in connection with any matter referred to or contemplated in the foregoing resolution be and are hereby approved, ratified and confirmed in all respects."

29. To approve Material Related Party Transactions to be entered between the White Rivers Media Solutions Private Limited a subsidiary of the Company and Mr. Gautam Udani (DIN: 03081749), Director of the White Rivers Media Solutions Private Limited.

*To consider and if thought fit, to pass the following resolution as an **Ordinary Resolution**:*

"RESOLVED THAT pursuant to the provisions of Regulations 2(1)(zc) and Regulation 23(1) & (4) and other applicable regulations of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), read with SEBI Circular dated June 26, 2025 with respect to revised Industry Standards on "Minimum Information to be provided to the audit committee and shareholders for approval of Related Party Transactions" (RPTs), the applicable provisions of the Companies Act, 2013 ("Act") read with the related rules framed thereunder (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) and other applicable laws/statutory provisions, if any, and the Company's Policy on Related Party Transactions ("RPT Policy") along with Memorandum of Association and Articles of Association of the Company, each as amended, and based on the approval of the Audit Committee and recommendation of the Board of Directors of the Company, the consent of the Members be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as the "Board", which term shall be deemed to include the Audit Committee of the Board and any Committee duly constituted / empowered / to be constituted by the Board from time to time to exercise its powers conferred by this resolution) to enter into any and/or all related party transactions/contracts/ arrangements whether by way of an individual transaction or series of transactions, for entering into and/ or carrying out and/ or continuing with existing contracts/arrangements/ transactions or modification(s) of earlier contracts/ arrangements/transactions, or as fresh and independent transaction(s) or otherwise, as proposed to be entered by the White Rivers Media Solutions Private Limited, a subsidiary of the Company and Mr. Gautam Udani, Director of the White Rivers Media Solutions Private Limited, related parties of the Company during the **Financial year 2026-27**, as per the details set out in the explanatory statement annexed to this notice, notwithstanding the fact that the aggregate value of all these transaction(s), may exceed the prescribed thresholds as per provisions of the SEBI Listing Regulations as applicable from time to time provided, however, that the said contract(s) / arrangement(s) / transaction(s) shall be carried out at an arm's length basis and in the ordinary course of business of the Company.

RESOLVED FURTHER THAT the Board be and is hereby authorized to execute all such agreements, documents, instruments and writings as deemed necessary with power to alter and vary the terms and conditions of such contracts / arrangements / transactions and settle all questions, difficulties or doubts that may arise in this regard.

RESOLVED FURTHER THAT all actions taken by the Board or any person so authorised by the Board in connection with any matter referred to or contemplated in the foregoing resolution be and are hereby approved, ratified and confirmed in all respects."

30. To approve Material Related Party Transactions to be entered between the FE Ventures Private Limited a subsidiary of the Company and Mr. Shrenik Gandhi (DIN: 05351426), Director of FE Ventures Private Limited.

*To consider and if thought fit, to pass the following resolution as an **Ordinary Resolution**:*

"RESOLVED THAT pursuant to the provisions of Regulations 2(1)(zc) and Regulation 23(1) & (4) and other applicable regulations of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements)

Regulations, 2015 ("SEBI Listing Regulations"), read with SEBI Circular dated June 26, 2025 with respect to revised Industry Standards on "Minimum Information to be provided to the audit committee and shareholders for approval of Related Party Transactions" (RPTs), the applicable provisions of the Companies Act, 2013 ("Act") read with the related rules framed thereunder (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) and other applicable laws/statutory provisions, if any, and the Company's Policy on Related Party Transactions ("RPT Policy") along with Memorandum of Association and Articles of Association of the Company, each as amended, and based on the approval of the Audit Committee and recommendation of the Board of Directors of the Company, the consent of the Members be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as the "Board", which term shall be deemed to include the Audit Committee of the Board and any Committee duly constituted / empowered / to be constituted by the Board from time to time to exercise its powers conferred by this resolution) to enter into any and/or all related party transactions/contracts/ arrangements whether by way of an individual transaction or series of transactions, for entering into and/ or carrying out and/ or continuing with existing contracts/arrangements/ transactions or modification(s) of earlier contracts/ arrangements/transactions, or as fresh and independent transaction(s) or otherwise, as proposed to be entered by FE Ventures Private Limited, subsidiary of the Company and Mr. Shrenik Gandhi, Director of FE Ventures Private Limited during the **Financial year 2026-27**, as per the details set out in the explanatory statement annexed to this notice, notwithstanding the fact that the aggregate value of all these transaction(s), may exceed the prescribed thresholds as per provisions of the SEBI Listing Regulations as applicable from time to time provided, however, that the said contract(s) / arrangement(s) / transaction(s) shall be carried out at an arm's length basis and in the ordinary course of business of the Company.

RESOLVED FURTHER THAT the Board be and is hereby authorized to execute all such agreements, documents, instruments and writings as deemed necessary with power to alter and vary the terms and conditions of such contracts / arrangements / transactions and settle all questions, difficulties or doubts that may arise in this regard.

RESOLVED FURTHER THAT all actions taken by the Board or any person so authorised by the Board in connection with any matter referred to or contemplated in the foregoing resolution be and are hereby approved, ratified and confirmed in all respects."

31. Approval of sale/transfer of shares of White Rivers Media Solutions Private Limited (WRM) held by Nityo Tech Private Limited, material subsidiary of the Company to Infini Systems Limited, material subsidiary of Company:
To consider and if thought fit, to pass, the following resolution as a Special Resolution:

"RESOLVED THAT pursuant to the provisions of Regulation 24(6) and other applicable regulations, if any, of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") and pursuant to applicable provisions of the Companies Act, 2013 (the "Act"), if any, and the rules framed thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force), the provisions of any other applicable laws, the Memorandum and Articles of Association of the Company and subject to requisite statutory/ regulatory and other appropriate approvals, if any, as may be required, the consent of the Members be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as "Board", which term shall be deemed to include any Committee which the Board may have constituted or hereinafter constitute) to sell/transfer shares of White Rivers Media Solutions Private Limited (herein referred as "WRM") held by Nityo Tech Private Limited (herein referred as "NTPL") to the tune of 854 fully paid up Equity Shares constituting 5.77% of WRM's total paid up capital to Infini Systems Limited ("ISL") for consideration of INR. 20 Crores (Indian Rupees Twenty Crore Only) on such terms and conditions (including timing, manner and extent thereof) as the Board of the Company and / or the Board of Directors of the respective material subsidiaries of the Company may in its absolute discretion decide or deem fit in the best interest of the Company and / or its subsidiaries.

RESOLVED FURTHER THAT the Board be and is hereby authorized to delegate all or any of the powers herein conferred to any Committee of the Board or any Director(s) or Officer(s) of the Company and to generally do and perform all such acts, deeds, matters and things as it may, in their absolute discretion, deem fit, necessary, proper or desirable, including finalizing, varying and settling the terms and conditions of such sale and to finalize, execute, deliver and perform, enter and execute the agreement, contracts, supplementary / other relevant deeds, undertakings, and other documents in respect thereof and seek the requisite approvals, consents and permissions as may be applicable, without seeking any further approvals from the members / shareholders of the Company."

BY ORDER OF THE BOARD
For VEEFIN SOLUTIONS LIMITED

GAUTAM VIJAY UDANI
WHOLE-TIME DIRECTOR
DIN: 03081749

DATE: September 02, 2026
PLACE: MUMBAI

ADD: Global One, 2nd Floor, Office 1, CTS NO 252 252 1, Opp SBI, LBS Marg, Kurla(W), Mumbai, Maharashtra, India, 400070

NOTES:

1. The Sixth Annual General Meeting of the Company will be held on Tuesday, September 29, 2026 at 05.30 p.m. (IST) through Video Conferencing (VC)/Other Audio-Visual Means (OAVM) in compliance with the applicable provisions.
2. Pursuant to the General Circular No. 09/2024 dated September 19, 2024, issued by the Ministry of Corporate Affairs (MCA) and extended wide general circular no. 3/2025 dated September 22, 2025 and circular issued by SEBI vide circular no. SEBI/ HO/ CFD/ CFDPoD-2/ P/ CIR/ 2024/ 133 dated October 3, 2024 ("SEBI Circular") and other applicable circulars and notifications issued (including any statutory modifications or re-enactment thereof for the time being in force and as amended from time to time, companies are allowed to hold AGM through Video Conferencing (VC) or other audio visual means (OAVM), without the physical presence of members at a common venue. In compliance with the said Circulars, AGM shall be conducted through VC / OAVM.
3. Pursuant to the Circular No. 14/2020 dated April 08, 2020, issued by the Ministry of Corporate Affairs, the facility to appoint proxy to attend and cast vote for the members is not available for this AGM. However, the Body Corporates are entitled to appoint authorised representatives to attend the AGM through VC/ OAVM and participate there at and cast their votes through e-voting.
4. The Members can join the AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC/OAVM will be made available for 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the AGM without restriction on account of first come first served basis.
5. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.
6. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) the Secret arial Standard on General Meetings (SS-2) issued by the ICSI and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and the Circulars issued by the Ministry of Corporate Affairs from time to time the Company is providing facility of remote e-Voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with National Securities Depository Limited (NSDL) for facilitating voting through electronic means, as the authorized agency. The facility of casting votes by a member using remote e-Voting system as well as e-voting on the date of the AGM will be provided by NSDL.
7. In line with the Ministry of Corporate Affairs (MCA) Circular No. 17/2020 dated April 13, 2020, the Notice calling the AGM has been uploaded on the website of the Company at https://www.veefin.com/. The Notice can also be accessed from the websites of the Stock Exchanges i.e. BSE Limited at www.bseindia.com and the AGM Notice is also available on the website of NSDL (agency for providing the Remote e-Voting facility) i.e. www.evoting.nsdl.com.
8. AGM has been convened through VC/OAVM in compliance with applicable provisions of the Companies Act, 2013 read with MCA Circular issued from time to time.
9. Members seeking any information with regard to the financial statements or any matter to be placed at the AGM, are requested to write to the Company on or before Tuesday, September 22, 2026 by 05:00 p.m. IST through e-mail at investors@veefin.com to enable the Management to keep full information ready on the date of AGM.

10. The information regarding the Director who is proposed to be appointed/re-appointed, as required to be provided under Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, and Secretarial Standard on General Meetings issued, is annexed hereto.
11. An explanatory statement setting out details relating to the businesses to be transacted at the Annual General Meeting pursuant to Section 102(1) of the Companies Act, 2013, is annexed hereto.
12. The Securities and Exchange Board of India ("SEBI") has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are therefore requested to submit the PAN to their Depository Participants with whom they are maintaining their de-mat accounts.
13. All documents relevant referred to in the Notice of AGM and explanatory statement will also be available for inspection without any fee by the Members from the date of circulation of this Notice up to the date of AGM at the registered office of the company. Members seeking to inspect such documents can send an e-mail to investors@veefin.com.
14. The business set out in the Notice will be transacted through electronic voting system and the Company is providing facility for voting by electronic means. Instructions and other information relating to e-voting are given in this Notice.
15. In case of joint holders, the Member whose name appears as the first holder in the order of names as per the Register of Members of the Company will be entitled to vote during the AGM.
16. The Annual Report along with the Notice of AGM will be placed on the Company's website on https://www.veefin.com/
17. As per the MCA Circular 20/2020 dated 5th May, 2020 and SEBI Circular No. SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated May 13, 2022 and SEBI/HO/CFD/PoD-2/P/ CIR/2023/4 dated January 5, 2023 ("SEBI Circular") (collectively referred to as "Circulars"), the Annual Report will be sent through electronic mode to only those Members whose email id's are registered with the Registrar and Share Transfer Agent of the Company / Depository participant unless any Member has requested for a physical copy of the same. The Company shall send a physical copy of the Annual Report 2025-26 to those Members who request the same at investors@veefin.com mentioning their Folio No. / DP ID and Client ID.
18. The Board of Directors have appointed Mr. Maharshi Ganatra, Proprietor, Maharshi Ganatra and Associates Practicing Company Secretary (Mem No.- F11332; COP No.: 14520), as the Scrutinizer to scrutinize the remote e-voting process as well as e-voting during the AGM in a fair and transparent manner.
19. The Scrutinizer will submit his report to the Chairman or to any other person authorised by the Chairman after completion of scrutiny of the votes cast through remote e-Voting before/during the AGM, within the time stipulated under the applicable laws. The results declared along with the Scrutinizer's report shall be communicated to the Stock Exchanges on which the Company's shares are listed and will also be displayed on the Company's website at www.veefin.com; NSDL's website at evoting@nsdl.co.in.
20. Members are also requested to intimate changes, if any, pertaining to their name, postal address, email address, mobile number, PAN, registration of nomination, power of attorney registration, bank mandate details, etc. to their DPs and to the Company's Registrar & Share Transfer Agent, Bigshare Services Private Limited at, Office No S6-2, 6th Floor, Pinnacle Business Park, Next to Ahura Centre, Mahakali Caves Road, Andheri (East), Mumbai – 400093.
21. To prevent fraudulent transactions, Members are advised to exercise due diligence and notify the Company of any change in address or demise of any Member as soon as possible. Members are also advised not to leave their demat account(s) dormant for long. Periodic statement of holdings should be obtained from the concerned DPs and holdings should be verified from time to time.
22. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and the Circulars issued by the Ministry of Corporate Affairs (as may be notified from time to time) the Company is providing facility of remote e-Voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with National Securities Depository Limited (NSDL) for facilitating voting through electronic means, as the authorized agency. The facility of casting votes by a member using remote e-Voting system on the date of the AGM will be provided by NSDL.

    In line with the Ministry of Corporate Affairs (MCA) Circular No. 17/2020 dated 13th April, 2020, the Notice calling the AGM has been uploaded on the website of the Company at https://www.veefin.com/. The Notice can also be accessed from the website of the BSE at https://www.bseindia.com/. The AGM Notice is also available on the website of NSDL (agency for providing the Remote e-Voting facility) i.e., www.evoting.nsdl.com.
23. **THE INSTRUCTIONS FOR MEMBERS FOR REMOTE E-VOTING AND JOINING GENERAL MEETING ARE AS UNDER:-**

    The remote e-voting period begins on Saturday, 26th September, 2026 at 09:00 A.M. and ends on Monday, 28th September, 2026 at 05:00 P.M. The remote e-voting module shall be disabled by NSDL for voting thereafter. The Members, whose names appear in the Register of Members / Beneficial Owners as on the record date (cut-off date) i.e. Tuesday, 22nd September, 2026 may cast their vote electronically. The voting right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date, being Tuesday, 22nd September, 2026.

How do I vote electronically using NSDL e-Voting system?

The way to vote electronically on 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 and joining virtual meeting 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.	1. 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 or joining virtual meeting & voting during the meeting. 2. 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

Type of shareholders	Login Method
	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 or joining virtual meeting & voting during the meeting. 3. 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 4. 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 '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 or joining virtual meeting & voting during the meeting. 5. Shareholders/Members can also download NSDL Mobile App "**NSDL Speede**" facility by scanning the QR code mentioned below for seamless voting experience. **NSDL Mobile App is available on** App Store Google Play
Individual Shareholders holding securities in demat mode with CDSL	1. 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. 2. 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 or joining virtual meeting & voting during the meeting. 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. 3. 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. 4. 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 or joining virtual meeting & voting during the meeting.

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 e-Voting and joining virtual meeting 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 user 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 Ifor 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 and join General Meeting on NSDL e-Voting system.

How to cast your vote electronically and join General Meeting 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 and General Meeting is in active status.
2. Select "EVEN" of company for which you wish to cast your vote during the remote e-Voting period and casting your vote during the General Meeting. For joining virtual meeting, you need to click on "VC/OAVM" link placed under "Join Meeting".
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 maharshi@maharshiganatra.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 Ms. Rimpa Bag 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 investors@veefin.com
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 investors@veefin.com. 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 and joining virtual meeting 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.

THE INSTRUCTIONS FOR MEMBERS FOR e-VOTING ON THE DAY OF THE AGM ARE AS UNDER: -

1. The procedure for e-Voting on the day of the AGM is same as the instructions mentioned above for remote e-voting.
2. Only those Members/ shareholders, who will be present in the AGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system in the AGM.
3. Members who have voted through Remote e-Voting will be eligible to attend the AGM. However, they will not be eligible to vote at the AGM.
4. The details of the person who may be contacted for any grievances connected with the facility for e-Voting on the day of the AGM shall be the same person mentioned for Remote e-voting.

INSTRUCTIONS FOR MEMBERS FOR ATTENDING THE AGM THROUGH VC/OAVM ARE AS UNDER:

1. Member will be provided with a facility to attend the AGM through VC/OAVM through the NSDL e-Voting system. Members may access by following the steps mentioned above for **Access to NSDL e-Voting system**. After successful login, you can see link of "VC/OAVM" placed under "**Join meeting**" menu against company name. You are requested to click on VC/OAVM link placed under Join Meeting menu. The link for VC/OAVM will be available in Shareholder/Member login where the EVEN of Company will be displayed. Please note that the members who do not have the User ID and Password for e-Voting or have forgotten the User ID and Password may retrieve the same by following the remote e-Voting instructions mentioned in the notice to avoid last minute rush.
2. Members are encouraged to join the Meeting through Laptops for better experience.
3. Further Members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
4. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
5. Shareholders who would like to express their views/have questions may send their questions in advance mentioning their name demat account number/folio number, email id, mobile number at investors@veefin.com. The same will be replied by the company suitably.
6. Shareholders who would like to express their views/ask questions during the meeting may register themselves as a speaker by sending their request in advance at least 7 days prior to meeting mentioning their name, demat account number/folio number, email id, mobile number at investors@veefin.com. The shareholders who do not wish to speak during the AGM but have queries may send their queries in advance 7 days prior to meeting mentioning their name, demat account number/folio number, email id, mobile number at whiteorganicsweb@gmail.com. These queries will be replied to by the Company suitably by email. Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting.

As required by Section 102 of the Companies Act, 2013 (the "Act"), and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the following Explanatory Statement sets out all material facts relating to the business mentioned under Item No. 3 to Item No. 31 of the accompanying Notice dated September 02nd, 2026.

Item No. 3

The provisions of Section 180(1)(a) of the Companies Act, 2013 require the consent of the shareholders of the Company, by way of a **Special Resolution**, to enable the Board of Directors to sell, lease or otherwise dispose of the whole or substantially the whole of the undertaking(s) of the Company or where the Company owns more than one undertaking, of the whole or substantially the whole of any of such undertakings.

In connection with the borrowing of funds by the Company from time to time, the Company may be required to provide security by way of mortgage, hypothecation, pledge, or charge on its movable and/or immovable assets, both present and future, or the whole or part of the undertaking(s) of the Company, in favour of the lenders or their agents or trustees for securing the borrowings availed or to be availed by the Company/its subsidiaries /associates and/or any other body corporate. Further considering certain restructurings within the group, the Company might enter into transaction which result into disposal of undertaking.

Accordingly, it is proposed to authorize the Board of Directors to create such charges and/or provide such security on the assets and properties of the Company up to an overall limit of **INR. 500 crores (Indian Rupees Five Hundred Crores only)** for securing loans, debentures (including convertible or non-convertible, secured or unsecured), and other borrowings, together with interest, additional interest, accumulated interest, liquidated damages, commitment charges, costs, and other related monies, disposal of undertakings.

This authority is in addition to the security already created, if any, and includes power to allow lenders to take over the management or possession of the secured assets in the event of default, as stipulated in the financing documents.

The Board recommends the passing of the resolution at Item No. 3 of this notice as Special Resolution for approval of members.

None of the Directors, Key Managerial Personnel, or their relatives is interested in or concerned with the proposed resolution, financially or otherwise.

Item No. 4

In view of the increase in business activities, keeping in view the future plans of the Company and to fulfil long term strategic and business objectives, the Board of Directors at its meeting held on Septemer 02, 2026, proposed and approved the increase in borrowing limits from existing upto INR. 200 Crore (Indian Rupees Two Hundred Crore only) to upto INR. 500 crores (Indian Rupees Five Hundred Crores only) pursuant to Section 180 (1)(c) of the Companies Act, 2013.

Pursuant to the provisions of Section 180(1)(c) of the Companies Act, 2013, the Board of Directors have the powers to borrow money, where the money to be borrowed, together the monies already borrowed by the company (apart from temporary loans obtained from the company's bankers in the ordinary course of business) exceeds aggregate of the paid-up share capital, free reserves and securities premium of the Company, with the consent of the Shareholders of the Company by way of Special Resolution.

Accordingly, the approval of the members of the Company is sought to approve the increase in borrowing limits up to INR. 500 crores (Indian Rupees Five Hundred Crores only)

None of the Directors or Key Managerial Personnel or their relatives are in any way concerned with or interested, financially or otherwise in the resolution at Item no.4 of the accompanying notice.

The Board of Directors recommend the resolution no. 4 given in this Notice for your approval as a Special Resolution

Item No. 5

Pursuant to Section 185 of the Companies Act, 2013 (as amended by the Companies (Amendment) Act, 2017, a Company may advance any loan including any loan represented by book debt, or give any guarantee or provide any security in connection with any loan taken by any entity (said entity/(ies) covered under the category of 'a person in whom any of the director of the Company is interested' as specified in the explanation to Section 185(2)(b) of the Companies Act, 2013, after passing a special resolution.

In view of the above; and as an abundant caution, the Board at its meeting held on September 02, 2026 decided to seek approval of the shareholders pursuant to the provisions of Section 185 of the Companies Act, 2013 to advance any loan including any loan represented by book debt, or give any guarantee or provide any security in connection with any loan taken by any entity (said entity/(ies) covered under the category of 'a person in whom any of the director of the Company is interested' as specified in the explanation to Section 185(2)(b) of the Companies Act, 2013 of an aggregate outstanding amount not exceeding at any time INR. 500 Crores (Indian Rupees Five Hundred Crores only). It is proposed to grant loan or give guarantee or provide security in respect of any loan granted to such entities and for making loan(s) or providing financial assistance or providing guarantee or securities in connection with the loans taken or to be taken by the Entities for the capital expenditure of the projects and/or working capital requirements including purchase of fixed assets as may be required from time to time for the expansion of its business activities and other matters connected and incidental thereon for their principal business activities. In case of any subsidiaries / joint ventures / associates incorporated in future, the Board of Directors may grant loan or give guarantee or provide security within the aforesaid limit.

None of the Directors, Key Managerial Personnel of the Company or their relatives are concerned or interested in the resolutions except to the extent of their shareholding in the Company, if any.

The Board of Directors recommend the resolution no. 5 given in this Notice for your approval as a **Special Resolution**.

Item No. 6

In order to make optimum use of funds available with the Company and also to achieve long term strategic and business objectives, the Board of Directors of the Company proposes to make use of the same by making investment in other bodies corporate or granting loans, giving guarantee or providing security to other persons or other body corporate as and when required.

Members may note that pursuant to Section 186 of the Companies Act, 2013 ("Act"), the Company can give loan or give any guarantee or provide security in connection with a loan to any other body corporate or person and acquire securities of any other body corporate, in excess of 60% of its paid up share capital, free reserves and securities premium account or 100% of its free reserves and securities premium account, whichever is more, with approval of Members by special resolution passed at the general meeting.

"In view of the aforesaid, it is proposed to obtain approval under Section 186 of the Companies Act, 2013, by way of a special resolution, to increase the limit from the present INR 200 Crore (Rupees Two Hundred Crores only) to INR 500 Crores (Rupees Five Hundred Crores only)." None of the Directors or Key Managerial Personnel or their relatives are in any way concerned with or interested, financially or otherwise in the resolution at Item no. 6 of the accompanying notice.

The Board of Directors recommend the resolution no. 6 given in this Notice for your approval as a Special Resolution.

Item No. 7

The Equity-based compensation is widely recognized as an integral component of employee remuneration across industries, as it aligns employees' personal goals with the long-term objectives of the organization by enabling them to participate in the ownership of the Company through stock-based incentive schemes.

Basis these objectives, the Company has already implemented an employee stock option plan namely 'Veefin - Employee Stock Option Plan 2023' (amended vide Shareholders Resolution 26th September, 2025) ("**ESOP 2023**"/ "**Scheme**").

The Company has granted **34,29,024** (Thirty Four Lakhs Twenty Nine Thousand and Twenty Four) employee stock options ("**Options**") out of the total 38,00,000 (Thirty-Eight Lakhs) Options reserved under the ESOP 2023 as on date. Therefore, only 3,70,976 (Three Lakhs Seventy Thousand Nine Hundred and Seventy Six) Options are available for the future grants under the Scheme.

Considering the nature of the industry, the long-term incentive structure for employees of the Company primarily comprises stock options. As the Company is on a strong growth path with ambitious business plans over the coming years, it is anticipated that the current pool of available options for future grants may be inadequate to meet the anticipated requirements. Accordingly, an enhancement of the option pool is being considered to support the Company's expansion and talent retention objectives.

The Nomination and Remuneration Committee and the Board of Directors of the Company, at their respective meetings held September 02, 2026, approved and recommended an increase in the ESOP pool size, subject to the approval of the Members of the Company.

In light of the above, it is proposed to enhance the total Options reserve by an additional 10,00,000 (Ten Lakhs) Options, which shall be exercisable into not more than 10,00,000 (Ten Lakhs) equity shares of the Company having a face value of ₹10/- (Rupees Ten only) each, fully paid-up, under the existing ESOP 2023 scheme, by amending Subclause 3.1 of the Scheme. The equity shares arising out of the exercise of these additional options shall be issued through a primary issuance.

In terms of Regulation 6 of the SBEB Regulations, the salient features of the ESOP 2023 are given as under:

a) Brief Description of the Scheme:

Keeping the view of aforesaid objectives, the ESOP 2023 contemplates grant of Options to the eligible employees. After vesting of Options, the eligible employees earn a right, but not obligation, to exercise the vested Options within the exercise period, subject to payment of exercise price and satisfaction of any tax obligation arising thereon.

The Nomination and Remuneration Committee shall act as the compensation committee. The Scheme shall be supervised by the Committee and administered by the Trust. All questions of interpretation of the ESOP 2023 shall be determined by the Committee and such determination shall be final and binding upon all persons having an interest in ESOP 2023.

b) Total number of options to be offered and granted:

Under the ESOP 2023, the Company would grant upto 48,00,000 (Forty-eight Lakhs) Options to the Eligible Employees in one or more tranches, from time to time, which in aggregate exercisable into not more than 48,00,000 (Forty-eight Lakhs) Shares, with each such Option conferring a right upon the Employees to apply for one equity share in the Company in accordance with the terms and conditions as may be decided under the Scheme.

Further, SBEB Regulations require that in case of any corporate action(s) such as rights issue, bonus issue, merger, sale of division etc., a fair and reasonable adjustment needs to be made to the Options granted. In this regard, the Committee shall adjust the number and price of the Options granted in such a manner that the total value of the Options granted under ESOP 2023 remain the same after any such corporate action. Accordingly, if any additional Options are granted by the Company, for making such fair and reasonable adjustment, the ceiling of aforesaid shall be deemed to be increased to the extent of such additional Options granted.

c) Identification of classes of employees entitled to participate and be beneficiaries in the scheme:

The identification of classes of employees entitled to participate in the ESOP 2023 shall remain the same, as last approved by the shareholders, which is as under:

Following classes of employees are eligible being:

i. an employee as designated by the Company, who is exclusively working in India or outside India; or

ii. a Director of the Company, whether a whole-time director or not, including a non-executive director, who is not a Promoter or member of the Promoter Group but excluding an Independent Director; and

iii. an employee as defined in sub-clauses (i) and (ii), of a group company including subsidiary or its associate company in India or outside India, or of a holding company of the company but excludes-

(a) an employee who is a Promoter or belongs to the Promoter Group;

(b) a Director who either by himself or through his relatives or through any-body corporate, directly or indirectly holds more than 10% of the outstanding shares of the Company.

d) Requirements of Vesting and period of Vesting:

Requirements of vesting and period of vesting shall remain the same, as last approved by the shareholders, which is as under:

All the Options granted on any date shall vest not earlier than the minimum vesting period of **1 (one) year** and not later than maximum vesting period of **6 (Six) years** from the date of grant.

In the event of death or permanent incapacity, the minimum vesting period of 1 (One) year shall not be applicable and in such instances, all the unvested Options shall vest with effect from date of the death or Permanent Incapacity.

In case of retirement, all the unvested Options as on the date of retirement would continue to vest in accordance with the original vesting schedules even after the retirement unless otherwise determined by the Committee in accordance with the Company's Policies and provisions of the then prevailing Applicable Laws.

As a prerequisite for a valid vesting, an option grantee is required to be in employment on the date of vesting. In addition to this, the Committee may also specify certain performance criteria subject to satisfaction of which the Options would vest.

e) Maximum period within which the options shall be vested:

The maximum period within which the options shall be vested shall remain the same, as last approved by the shareholders, which is as under:

All the Options granted on any date shall vest within maximum vesting period of **6 (Six) years** from the date of grant.

f) Exercise price or pricing formula:

The exercise price or pricing formula shall remain the same, as last approved by the shareholders, which is as under:

The Exercise Price shall be as determined by the Committee at the time of Grant of Options provided that the Exercise Price shall not be less than the face value of the ESOP Shares.

g) Exercise period and the process of exercise:

The exercise period shall remain the same, as last approved by the shareholders, which is as under:

The vested Options shall be exercisable anytime during the employment with the Company / Holding Company / Subsidiary Company.

However, there is change in process of exercise which is as under:

The vested Options shall be exercisable by the eligible employees by a written application to the Company/ Trust expressing his/ her desire to exercise such Options in such manner and in such format as may be prescribed by the Committee from time to time. Exercise of Options shall be entertained only after payment of requisite exercise price and satisfaction of applicable taxes by the eligible employee. The Options shall lapse if not exercised within the specified exercise period.

h) Appraisal process for determining the eligibility of employees under the scheme:

Appraisal process for determining the eligibility of employees under the scheme shall remain the same, as last approved by the shareholders, which is as under:

The options shall be granted to the eligible employees as per performance appraisal system of the Company and the Committee at its discretion may adopt any eligibility criteria for determining eligibility of any employee or a class thereof on the basis of designation, role, and future potential of employees.

i) Maximum number of Options to be offered and issued per employee and in aggregate:

The maximum number of Options to be offered and issued per employee and in aggregate shall remain the same, as last approved by the shareholders, which is as under:

The maximum number of options that may be granted to an eligible employee shall be at the discretion of the Company. However, if the options granted per employee exceeds 1% of the paid-up capital of the Company, the Company shall seek approval from the shareholders.

j) Maximum quantum of benefits to be provided per employee under the Scheme:

The maximum quantum of benefits to be provided per employee under the scheme shall remain the same, as last approved by the shareholders, which is as under:

There is no other benefit except grant of Options which shall be subject to such limitations as mentioned in point above.

k) Whether the scheme is to be implemented and administered directly by the company or through a trust:

ESOP 2023 shall be supervised by the Committee and administered through an irrevocable employee welfare trust namely '**Veefin Employee Welfare Trust**' ("**Trust**") being set up by the Company.

l) Whether the Scheme involves new issue of shares by the company or secondary acquisition by the trust or both

ESOP 2023 contemplates a primary/ new issue of equity shares by the Company.

m) The amount of loan to be provided for implementation of the scheme by the company to the trust, its tenure, utilization, repayment terms, etc.:

The Company shall provide necessary financial assistance by grant of loan, provision of guarantee or security in connection with a loan to the Trust, subject to 5% (Five Percentage) of the paid-up capital and free reserves, being the statutory ceiling under SBEB Regulations. The loan amount may be disbursed in one or more tranches.

The loan provided by the Company shall be interest free with tenure of such loan based on term of the ESOP 2023 and shall be repayable to the Company from realization of proceeds of exercise/ permitted sale/ transfer of shares and any other eventual income of the Trust.

The Trust shall utilise the loan amount disbursed from time to time strictly for the acquisition of the shares to be utilized for the purposes of the ESOP 2023.

n) 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:

This is currently not contemplated under ESOP 2023.

o) A statement to the effect that the company shall conform to the accounting policies specified in Regulation 15:

The Company shall follow the relevant accounting standards as may be prescribed by the Central Government in terms of Section 133 of the Companies Act, 2013 and/ or any relevant accounting standards/ guidance note as may be prescribed by the Institute of Chartered Accountants of India or any other competent authority, from time to time, including the disclosure requirements prescribed therein, in compliance with Regulation 15 of SBEB Regulations.

p) The method which the company shall use to value its Options:

The Company shall adopt 'fair value method' for valuation of Options as prescribed under accounting standard/ guidance note, as applicable, notified by competent authorities from time to time.

q) The statement, if applicable

The below Statement is not applicable to the Company since the Company is opting for the Fair Value Method.

'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'.

r) Period of lock-in:

The equity shares issued pursuant to exercise of vested Options shall not be subject to any lock-in period restriction in general. However, usual restrictions as may be prescribed under applicable laws including that under the code of conduct framed, if any, by the Company under the Securities and Exchange Board of India (Prohibition of Insider Trading), Regulations, 2015, as amended, shall apply.

s) Terms & conditions for buyback, if any, of specified securities/ options covered granted under the scheme:

Subject to the provisions of the then prevailing applicable laws, the Board shall determine the procedure for buy-back of the specified securities/ Options if to be undertaken at any time by the Company and the applicable terms and conditions thereof.

A copy of both the existing and draft amended scheme of ESOP 2023 are available for inspection at the Company's registered office during official hours on all working days till the last date of the e-voting.

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 ESOP 2023.

In this background, the Company seeks your approval by way of a special resolution pursuant to Regulation 7 of the SBEB Regulations, to increase the number of Options reserved under ESOP 2023 in agenda item no. 07.

Item No. 8 to 30

Background

The Company being listed in the SME Segment of BSE Limited (The Exchange), the provisions of regulation 23 of SEBI (LODR) Regulations, 2015 have been made applicable to the Company which mandates prior approval of Members for all material related party transactions and subsequent material modifications as defined by the audit committee, even if such transactions are in the ordinary course of business of the Company and at an arm's length basis.

The Company proposes to enter into a related party transaction(s) as mentioned above, on mutually agreed terms and conditions, and the aggregate of such transaction(s), are expected to cross the applicable materiality thresholds as mentioned above in future. Accordingly, as per the SEBI Listing Regulations, prior approval of the Members is being sought for all such arrangements / transactions proposed to be undertaken by the Company. The said transactions shall be in the ordinary course of business of the Company and on an arm's length basis.

The Audit Committee of the Company (comprising of the Independent Directors and the Managing Director) has, on the basis of relevant details provided by the management as required by the law, at its meeting held on April 06th, 2026, reviewed and approved the said transaction(s), subject to approval of the Members, while noting that such transaction shall be on arms' length basis and in the ordinary course of business of the Company and are in accordance with Related Party Transactions Policy of the Company.

SEBI vide its circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2025/93 dated 26th June, 2025 and modified by SEBI circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2025/135 dated October 13, 2025 issued revised Industry Standards on "Minimum information to be provided for review of the audit committee and shareholders for approval of a related party transaction" ('Industry Standards') to facilitate uniform approach and assist listed companies in complying with the provisions of Regulation 23 of SEBI Listing Regulations read with the SEBI Master Circular no. SEBI/HO/CFD/PoD2/CIR/P/0155 dated 11th November, 2024 ('SEBI Circular'). The Standards inter alia requires listed entity to provide minimum information, in specified format, relating to the proposed RPTs, to the Audit Committee and to the shareholders, while seeking approval.

None of the Directors and Key Managerial Personnel and/ or their respective relatives are, in any way, concerned or interested either directly or indirectly, financially or otherwise in the Resolution set out from Item No. 8 to Item No. 30 of the accompanying Notice, except Mr. Raja Debnath, Mr. Gautam Udani and Mrs. Payal Maisheri who are interested in their capacity as Promoters, Director, Members and KMPs of the Company.

The Members may note that as per the provisions of the SEBI Listing Regulations, related parties (whether such related party is a party to the above-mentioned transactions or not), shall abstain from voting on the aforesaid resolutions.

The Board of Directors recommend the resolution no. 8 to 30 given in this Notice for your approval as a Ordinary Resolution.

Further information with respect to the proposal along with disclosure as required under applicable rules, relevant SEBI Circulars and para 5 of Industry Standard Note on Minimum information to be provided for Review of the Audit Committee and Shareholders for approval of Related Party Transaction (RPT) is as under:

Sr. No	Particular	Details
1	Information as placed before the Audit Committee in the format as specified in the RPT Industry Standards, to the extent applicable.	Information as placed before the Audit Committee in the format as specified in the RPT Industry Standards, to the extent applicable
2	Justification as to why the proposed transaction is in the interest of the listed entity, basis for determination of price and other material terms and conditions of RPT	Your company does sale, purchase, provides / receives services to / from them and also provides financial support including Guarantee to them, which are significant for expansion and growth of your Company and subsidiaries. The Board is of the opinion that proposed transactions with above related party is in the best interest of the Company and the Members.
3	Disclose the fact that the Audit Committee has reviewed the certificates provided by the CEO/ Managing Director/ Whole Time Director/ Manager and CFO of the Listed Entity as required under the RPT Industry Standards.	The Audit Committee has reviewed the certificate provided by the Managing Director and Chief Financial Officer of the Company confirming that the terms of aforesaid RPTs proposed to be entered into are in the interest of the Company.
4	Disclosure that the material RPT or any material modification thereto, has been approved by the Audit Committee and the Board of Directors recommends the proposed transaction to the shareholders for approval	The Audit Committee, at its meeting held on April 06th, 2026, reviewed the relevant details and information of the proposed material RPTs, as required under the SEBI Listing Regulations read with the Industry Standards on "Minimum information to be provided to the Audit Committee and Shareholders for approval of Related Party Transactions" and granted approval for the material RPTs to be entered into, and recommended the same to the Board. The Board of Directors, at its meeting held on April 06th, 2026, considering the approval of the Audit Committee and reviewing all the relevant details of the proposed material RPTs, recommended the same to the Members for their approval.
5	Provide web-link and QR Code, through which shareholders can access the valuation report or other reports of external party, if any, considered by Audit Committee while approving the RPT.	Not Applicable. There is no valuation report or other report of external party for the aforesaid transactions.
6	The Audit Committee and Board of Directors, while providing information to the shareholders, can approve redaction of commercial secrets and such other information that would affect competitive position of listed entity and affirm that, in its assessment, the redacted disclosures still provides all the necessary information to the public shareholders for informed decision-making.	Not Applicable as the all the information required for informed decision making is disclosed.
7	Any other information that may be relevant.	None

INFORMATION AS PLACED BEFORE THE AUDIT COMMITTEE PURSUANT TO PARA 4 OF INDUSTRY STANDARD NOTE ON MINIMUM INFORMATION TO BE PROVIDED FOR REVIEW OF THE AUDIT COMMITTEE FOR RESOLUTION NO. 8 TO 29.

S. No.	Particulars of the information	Information provided by the management
A. Details of the related party and transactions with the related party		
A(1). Basic details of the related party		
1	Name of the related party	As per Annexure A
2	Country of incorporation of the related party	
3	Nature of business of the related party	
A(2). Relationship and ownership of the related party		
1	Relationship between the listed entity/subsidiary (in case of transaction involving the subsidiary) and the related party.	As per Annexure A
2	Shareholding of the listed entity/ subsidiary (in case of transaction involving the subsidiary), whether direct or indirect, in the related party. ***Explanation***: Indirect shareholding shall mean shareholding held through any person, over which the listed entity or subsidiary has control.	
3	Shareholding of the related party, whether direct or indirect, in the listed entity/subsidiary (in case of transaction involving the subsidiary).	
A(3). Details of previous transactions with the related party		
1	Total amount of all the transactions undertaken by the listed entity or subsidiary with the related party during the last financial year. **Note:** Details need to be disclosed separately for listed entity and its subsidiary.	Annexure B For relevant purpose
2	Total amount of all the transactions undertaken by the listed entity or subsidiary with the related party in the current financial year up to the quarter immediately preceding the quarter in which the approval is sought.	
3	Any default, if any, made by a related party concerning any obligation undertaken by it under a transaction or arrangement entered into with the listed entity or its subsidiary during the last financial years.	
A(4). Amount of the proposed transactions *(All types of transactions taken together)*		
1	Amount of the proposed transactions being placed for approval in the meeting of the Audit Committee/ shareholders.	Annexure C For relevant purpose
2	Whether the proposed transactions taken together with the transactions undertaken with the related party during the current financial year would render the proposed transaction a material RPT?	
3	Value of the proposed transactions as a percentage of the listed entity's annual consolidated turnover for the immediately preceding financial year.	

S. No.	Particulars of the information	Information provided by the management
A. Details of the related party and transactions with the related party		
A(4). Amount of the proposed transactions *(All types of transactions taken together)*		
4	Value of the proposed transactions as a percentage of subsidiary's annual standalone turnover for the immediately preceding financial year (in case of a transaction involving the subsidiary and where the listed entity is not a party to the transaction)	Annexure C For relevant purpose
5	Value of the proposed transactions as a percentage of the related party's annual consolidated turnover (if consolidated turnover is not available, calculation to be made on standalone turnover of related party) for the immediately preceding financial year, if available.	
6	Financial performance of the related party for the immediately preceding financial year: **Particulars** / **FY 2025-2026 (INR) (in lakhs)** Turnover Profit After Tax Net worth Explanations: The above information is to be given on standalone basis. If standalone is not available, provide on consolidated basis.	Annexure D For relevant purpose
A(5). Basic details of the proposed transaction		
1	Specific type of the proposed transaction (e.g. sale of goods/services, purchase of goods/services, giving loan, borrowing etc.)	Details provided in **Annexure C**
2	Details of each type of the proposed transaction	
3	Tenure of the proposed transaction (tenure in number of years or months to be specified)	
4	Whether omnibus approval is being sought?	Yes
5	Value of the proposed transaction during a financial year.If the proposed transaction will be executed over more than one financial year, provide estimated break-up financial year-wise .	Details provided in **Annexure C**
6	Justification as to why the RPTs proposed to be entered into are in the interest of the listed entity.	The proposed transactions are undertaken in the ordinary course of business and on an arm's length basis. These transactions are consistent with the Company's business model and are intended to support operational continuity, efficiency, and sustainable value creation across the group, thereby strengthening overall consolidated business performance. The Board is of the opinion that proposed transactions with above related party is in the best interest of the Company and the Members.

S. No.	Particulars of the information	Information provided by the management
A. Details of the related party and transactions with the related party		
A(5). Basic details of the proposed transaction		
7	Details of the promoter(s)/ director(s) / key managerial personnel of the listed entity who have interest in the transaction, whether directly or indirectly. *Explanation*: Indirect interest shall mean interest held through any person over which an individual has control including interest held through relatives. a) Name of the Director/ KM b) Shareholding of the Director/KMP whether direct or indirect, in the related party.	Details provided in **Annexure C**
8	A copy of the valuation or other external party report, if any, shall be placed before the Audit Committee.	NA
9	Other information relevant for decision making.	All the relevant information are placed before the Audit Committee.

S. No.	Particulars of the information	Information provided by the management
A. Details of the related party and transactions with the related party		
B(1). - Disclosure only in case of transactions relating to sale, purchase or supply of goods or services or any other similar business transaction and trade advances		
1	Bidding or other process, if any, applied for choosing a party for sale, purchase or supply of goods or services.	Details provided in **Annexure E**
2	Basis of determination of price.	
3	In case of Trade advance (of upto 365 days or such period for which such advances are extended as per normal trade practice), if any, proposed to be extended to the related party in relation to the transaction, specify the following: a. Amount of Trade advance b. Tenure c. Whether same is self-liquidating?	
B(2) and B(5). Additional details for proposed transactions relating to any loans, inter-corporate deposits or advances given by the listed entity or its subsidiary and Disclosure only in case of transactions relating to borrowings by the listed entity or its subsidiary		
1	Source of funds in connection with the proposed transaction. *Explanation*: This shall not be applicable to listed banks/ NBFCs.	Details provided in **Annexure F**
2	Where any financial indebtedness is incurred to give loan, inter-corporate deposit or advance, specify the following: *Explanation*: This shall not be applicable to listed banks/ NBFCs.	
	a. Nature of indebtedness	
	b. Total cost of borrowing	
	c. Tenure	
	d. Other details	
3	Rate of interest at which the listed entity or its subsidiary is borrowing from its bankers/ other lenders.	

S. No.	Particulars of the information	Information provided by the management
A. Details of the related party and transactions with the related party		
B(2) and B(5). Additional details for proposed transactions relating to any loans, inter-corporate deposits or advances given by the listed entity or its subsidiary and Disclosure only in case of transactions relating to borrowings by the listed entity or its subsidiary		
4	Proposed interest rate to be charged by listed entity or its subsidiary from the related party.	Details provided in **Annexure F**
5	Maturity / due date	
6	Repayment schedule & terms	
7	Whether secured or unsecured?	
8	If secured, the nature of security & security coverage ratio	
9	The purpose for which the funds will be utilized by the ultimate beneficiary of such funds pursuant to the transaction.	
10	Material covenants of the proposed transaction	
11	Interest rate (in terms of numerical value or base rate and applicable spread)	
12	The purpose for which the funds will be utilized by the listed entity / subsidiary	
C(1) and C(4). Disclosure only in case of transactions relating to any loans and advances (other than trade advances), inter-corporate deposits given by the listed entity or its subsidiary and Disclosure only in case of transactions relating to borrowings by the listed entity or its subsidiary		
1	Latest credit rating of the related party *Note: Standalone rating to be provided while option to provide structured obligation rating (SO rating) and credit enhancement rating (CE rating), if any*	Details provided in **Annexure H**
2	Default on borrowings, if any, over the last three financial years, by the related party from the listed entity or any other person and value of subsisting default. *Note: This information may be provided to the extent it is available in the public domain or as may be provided by the related party upon request.* a) Whether the account of the related party has been classified as a non-performing asset (NPA) by any of its bankers and whether such status is currently subsisting; b) Whether the related party has been declared a "wilful defaulter" by any of its bankers and whether such status is currently subsisting; c) Whether the related party is undergoing or facing any application for commencement of an insolvency resolution process or liquidation; d) Whether the related party, not being an MSME, suffers from any of the disqualifications specified under Section 29A of the Insolvency and Bankruptcy Code, 2016. *Note: Past defaults that are no longer subsisting and have been cured or regularized need not be disclosed.*	

S. No.	Particulars of the information	Information provided by the management
A. Details of the related party and transactions with the related party		
C(1) and C(4). Disclosure only in case of transactions relating to any loans and advances (other than trade advances), inter-corporate deposits given by the listed entity or its subsidiary and Disclosure only in case of transactions relating to borrowings by the listed entity or its subsidiary		
3	Debt to Equity Ratio of the listed entity or its subsidiary based on last audited financial statements. *Note: This shall not be applicable to listed banks/NBFC/insurance companies/housing finance companies*	Details provided in **Annexure I**
	a. Before transaction	
	b. After transaction	
4	Debt Service Coverage Ratio of the listed entity or its subsidiary based on last audited financial statements. *Note: This shall not be applicable to listed banks/NBFC/insurance companies/ housing finance companies.*	
	a. Before transaction	
	b. After transaction	
B(4) and C(3). Disclosure in relation to in case of guarantee (including performance guarantee in nature of security/contractual commitment or which could have an impact in monetary terms on the issuer of such guarantee), surety, indemnity or comfort letter, by whatever name called, made or given by the listed entity or its subsidiary		
1	(a) Rationale for giving guarantee, surety, indemnity or comfort letter	Details provided in **Annexure G**
	(b) Whether it will create a legally binding obligation on listed entity?	**Yes**
2	Material covenants of the proposed transaction including: i. commission, if any to be received by the listed entity or its subsidiary; ii. contractual provisions on how the listed entity or its subsidiary will recover the monies in case such guarantee, surety, indemnity or comfort letter is invoked.	Details provided in **Annexure G**
3	The value of obligations undertaken by the listed entity or any of its subsidiary, for which a guarantee, surety, indemnity or comfort letter has been provided by the listed entity or its subsidiary. Additionally, any provisions required to be made in the books of account of the listed entity or any of its subsidiary shall also be specified.	
4	If guarantee, performance guarantee (in nature of security/contractual commitment or which could have an impact in monetary terms on the issuer of such guarantee), surety, indemnity or comfort letter is given in connection with the borrowing by a related party, provide latest credit rating of the related party	
5	Details of solvency status and going concern status of the related party during the last three financial years:	

S. No.	Particulars of the information	Information provided by the management
A. Details of the related party and transactions with the related party		
B(4) and C(3). Disclosure in relation to in case of guarantee (including performance guarantee in nature of security/contractual commitment or which could have an impact in monetary terms on the issuer of such guarantee), surety, indemnity or comfort letter, by whatever name called, made or given by the listed entity or its subsidiary		
6	The value of obligations undertaken by the listed entity or any of its subsidiary, for which a guarantee, performance guarantee (in nature of security/contractual commitment or which could have an impact in monetary terms on the issuer of such guarantee) surety, indemnity or comfort letter has been provided by the listed entity or its subsidiary. Additionally, any provisions required to be made in the books of account of the listed entity or any of its subsidiary shall also be specified.	Details provided in **Annexure G**
7	Default on borrowings, if any, over the last three financial years, by the related party from the listed entity or any other person.	

Item No. 31:

Nityo Tech Private Limited ("NTPL") (material subsidiary of Company), holds 854 equity shares of White Rivers Media Solutions Private Limited ("WRM"). NTPL proposes to sell/transfer the 854 equity shares to Infini Systems Limited ("ISL") (material subsidiary of the Company), for an aggregate consideration of up to INR 20 Crore (Indian Rupees Twenty Crore only)

The value of the proposed sale/transfer exceeds 20% of the total assets of NTPL and accordingly, the transaction requires prior approval of the shareholders of the Company by way of a Special Resolution pursuant to Regulation 24(6) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The proposed transaction will not result in any change in the ultimate ownership or control of the underlying investment at the level of the Company, as both NTPL and ISL are subsidiaries of the Company.

The Audit Committee and the Board of Directors of the Company have approved the proposed transaction and recommend the Special Resolution set out at Item No. 31 for approval by the Members.

None of the Directors, Key Managerial Personnel of the Company or their respective relatives is concerned or interested, financially or otherwise, in the proposed resolution, except to the extent of their respective shareholding, if any, in the Company and/or the concerned entities.

ADDITIONAL INFORMATION OF DIRECTORS SEEKING APPOINTMENT(S) AND RE-APPOINTMENT(S) AT THE 6TH ANNUAL GENERAL MEETING PURSUANT TO REGULATION 36 OF THE SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIRMENT) REGULATIONS, 2015 AND CLAUSE 1.2.5 OF SECRETARIAL STANDARDS ON GENERAL MEETINGS:

Name	Ajay Rajendran
DIN	03565312
Current Position	Director
Date of Birth/ Age	28-04-1973
Qualification	Chemical Engineer
Brief Profile/ Experience	Ajay Rajendran is the Founder and Chairman of Meraki Group which started its operations in the UAE in 2005. The Group's core businesses are Real Estate Development, Civil and MEP Contracting, Façade and Glazing Works. The Group also operates two premium IB schools in Dubai (North London Collegiate School Dubai and Hartland International School) and one in Singapore (North London Collegiate School Singapore) and leads a team of more than 800+ staff in the education business with around 5,000 students across these three schools. Ajay is a gold medalist in Chemical Engineering from M.S University Baroda and holds a post-graduate degree in Business Administration from Jamnalal Bajaj Institute of Management Studies, University of Mumbai.
Expertise in specific functional areas	Business management, strategic planning, leadership, operations and corporate affairs
Terms and Conditions of appointment and Re – Appointment	Appointed as a Director liable to retire by rotation
Directorships held in other Companies (Listed/ Unlisted)	1. MFP Products Private Limited 2. Estorifi Solutions Limited
Date of First appointment (appointment as an additional director on the Board)	17-12-2020
Membership / Chairmanship of Committees of other Boards	NA
Listed entities from which the person has resigned from the directorship in the past three years	NIL
No. of Board Meeting attended during the year	2 (Two) Board meetings
Remuneration	NIL
In case of Independent Directors, Justification for continuation of Directorship and skills and capabilities required for the role and the manner in which the person meets such requirements	NA
Relationship with other Directors, Managers & other KMP	He does not have any relationship with other directors.
No. of shares held	37,64,483 (13.25% - Diluted Basis)

ADD: Global One, 2nd Floor, Office 1, CTS NO 252 252 1, Opp SBI, LBS Marg, Kurla(W), Mumbai, Maharashtra, India, 400070

DATE: September 02, 2026
PLACE: MUMBAI

BY ORDER OF THE BOARD
For VEEFIN SOLUTIONS LIMITED

GAUTAM VIJAY UDANI
WHOLE TIME DIRECTOR
DIN: 03081749

Annexure A: Basic details of the related party and Relationship and ownership of the related party

Reference: A(1) and A(2)

Particulars						Relationship and ownership of the related party			
Sr. No	Name of Company (entity)	Name of Related Party of respective entity	Country of Incorporation / Origin	Nature of Business of the related party	Nature of Transactions	Relationship between the listed entity/subsidiary (in case of transaction involving the subsidiary) and the related party.	Shareholding of the listed entity/ subsidiary (in case of transaction involving the subsidiary), whether direct or indirect, in the related party - including nature of its concern (financial or otherwise).	Where the related party is a partnership firm or a sole proprietorship concern or a body corporate without share capital, then capital contribution, if any, made by the listed entity/ subsidiary (in case of transaction involving the subsidiary).	Shareholding of the related party, whether direct or indirect, in the listed entity/subsidiary (in case of transaction involving the subsidiary).
1	Veefin Solutions Limited	Raja Debnath	NA	NA	Availing of loan facility (Borrowings)	Promoter and Director	-	-	29.30
2		Gautam Udani	NA	NA	Availing of loan facility (Borrowings)	Promoter and Director	-	-	5.43
3		Estorifi Solutions Limited	India	Embedded Finance - PSB Xchange	Availing and rendering services	Subsidiary Company	41.73%	-	
4					Availing and rendering of revolving loan facility				
5					Availing of Corporate guarantee				
6		Infini Systems Limited	India	API, Fraud and Risk Management	Availing and rendering of services;	Subsidiary Company	30.38%	-	-
7					Availing and rendering of revolving loan facility				
8					Providing of Corporate guarantee				
9		Veefin Capital Private Limited	India	Factoring	Availing and rendering of revolving loan facility	Subsidiary Company	45.71%	-	-
10		FE Ventures Private Limited	India	Digital Marketing Solutions	Availing and rendering of services	Step Down Subsidiary	36.56% through White Rivers Media Solutions Private Limited	-	-
11					Availing and rendering of revolving loan facility				
12		White Rivers Media Solutions Private Limited	India	Digital Marketing Solutions	Availing and rendering of services	Step Down Subsidiary	36.56% through Infini Systems Limited & Nityo Tech Private Limited	-	-
13					Availing and rendering of revolving loan facility				
14					Providing of Corporate guarantee				
15		Nityo Tech Private Limited	India	Global capablility Centre	Availing and rendering of revolving loan facility	Step Down Subsidiary	30.83% through Infini Systems Limited	-	-
16					Availing and rendering of services				
17					Providing of Corporate guarantee				
18		GlobeTF Solutions Limited	India	Trade Finace & Cash Management System	Availing of Corporate guarantee	Subsidiary Company	56.78%	-	-
19	Infini Systems Limited	Raja Debnath	India	NA	Availing of loan facility (Borrowings)	Promoter and Director	-	NA	26.80
20		Gautam Udani	India	NA	Availing of loan facility (Borrowings)	Promoter and Director	-	NA	5.60
21		Nityo Tech Private Limited	India	Global capablility Centre	Availing and rendering of revolving loan facility	Subsidiary Company	99.99%	NA	-

Annexure A: Basic details of the related party and Relationship and ownership of the related party (contd.)

Reference: A(1) and A(2)

Particulars						Relationship and ownership of the related party			
Sr. No	**Name of Company (entity)**	**Name of Related Party of respective entity**	**Country of Incorporation / Origin**	**Nature of Business of the related party**	**Nature of Transactions**	**Relationship between the listed entity/subsidiary (in case of transaction involving the subsidiary) and the related party.**	**Shareholding of the listed entity/ subsidiary (in case of transaction involving the subsidiary), whether direct or indirect, in the related party - including nature of its concern (financial or otherwise).**	**Where the related party is a partnership firm or a sole proprietorship concern or a body corporate without share capital, then capital contribution, if any, made by the listed entity/ subsidiary (in case of transaction involving the subsidiary).**	**Shareholding of the related party, whether direct or indirect, in the listed entity/subsidiary (in case of transaction involving the subsidiary).**
22		White Rivers Media Solutions Private Limited	India	Digital Marketing Solutions	Availing and rendering of revolving loan facility	Subsidiary Company	30.79%	NA	-
23					Availing and rendering of services				
24	Veefin Solutions Limited				Availing of Corporate guarantee				
25		FE Ventures Private Limited	India	Digital Marketing Solutions	Availing and rendering of revolving loan facility	Step Down Subsidiary	-	-	-
26					Availing and rendering of services				
27	Estorifi Solutions Limited	Raja Debnath	India	NA	Availing of loan facility (Borrowings)	Promoter and Director	-	NA	31.70%
28		Gautam Udani	India	NA	Availing of loan facility (Borrowings)	Promoter and Director	-	NA	3.10%
29		Shrenik Gandhi	India	NA	Availing of loan facility (Borrowings)	Promoter & Director	-	-	20.74%
30		Meetesh Kothari	India	NA	Availing of loan facility (Borrowings)	Promoter & Director	-	-	20.74%
31		Jigar Zatakia	India	NA	Availing of loan facility (Borrowings)	Shareholder	-	-	20.74%
32	White Rivers Media Solutions Private Limited	FE Venture Private Limited	India	Digital Marketing Solutions	Availing and rendering of services	Wholly Owned Subsidiary	99.99%	-	-
33					Availing and rendering of revolving loan facility			-	-
34		Nityo Tech Private Limited	India	Global capablility Centre	Availing and rendering of services;	Fellow Subsidiary Company	-	-	5.77%
35					Availing and rendering of revolving loan facility				
36		Gautam Udani		NA	Availing and rendering of revolving loan facility	Director	-	-	-
37	FE Ventures Private Limited	Shrenik Gandhi	India	NA	Availing of loan facility (Borrowings)	Promoter & Director	-	-	-

Annexure B: Details of previous transactions with the related party

Reference:A(3)

Sr. No	Name of the Company (Entity)	Name of Related Party of respective entity	Nature of Transaction	Total amount of all the transactions undertaken by the listed entity or subsidiary with the related party during the last financial year.(in lakhs)	Total amount of all the transactions undertaken by the listed entity or subsidiary with the related party in the current financial year up to the quarter immediately preceding the quarter in which the approval is sought.	Any default, if any, made by a related party concerning any obligation undertaken by it under a transaction or arrangement entered into with the listed entity or its subsidiary during the last financial year.
1	Veefin Solutions Limited	Raja Debnath	Borrowings	949.66	949.66	NA
			Repayment of Long Term Borrowings	902.25	902.25	NA
2		Gautam Udani	Borrowings	2,281.52	2,281.52	NA
			Repayment of Long Term Borrowings	2,207.65	2,207.65	NA
			Remuneration paid	30	30	NA
3		Estorifi Solutions Limited	Interest expense	103.20	103.20	NA
			Proceeds from Long Term Borrowings	1,552.20	1,552.20	NA
			Repayment of Long Term Borrowings	2,986.82	2,986.82	NA
4		Infini Systems Limited	Interest Income	238.59	238.59	NA
			Sale of Services	1.35	1.35	NA
			Loans & Advances provided	4,435.95	4,435.95	NA
			Loans & Advances repaid	840.97	840.97	NA
5		Veefin Capital Private Limited	Interest Expense	110.17	110.17	NA
			Sale of Services	40.60	40.60	NA
			Proceeds from Long Term Borrowings	3,695.03	3,695.03	NA
			Repayment of Long Term Borrowings	2,937.06	2,937.06	NA
6		GlobeTF Solutions Limited	Interest Income	46.69	46.69	NA
			Loans & Advances provided	2,167.31	2,167.31	NA
			Loans & Advances repaid	312.19	312.19	NA

Annexure B: Details of previous transactions with the related party (contd.)

Reference:A(3)

Sr. No	Name of the Company (Entity)	Name of Related Party of respective entity	Nature of Transaction	Total amount of all the transactions undertaken by the listed entity or subsidiary with the related party during the last financial year.(in lakhs)	Total amount of all the transactions undertaken by the listed entity or subsidiary with the related party in the current financial year up to the quarter immediately preceding the quarter in which the approval is sought.	Any default, if any, made by a related party concerning any obligation undertaken by it under a transaction or arrangement entered into with the listed entity or its subsidiary during the last financial year.
7	Veefin Solutions Limited	White Rivers Media Solutions Private Limited	Purchase of Services	1.18	1.18	NA
8		Nityo Tech Private Limited	Interest income	2.61	2.61	NA
			Purchase of Services	21.58	21.58	NA
			Loans & Advances provided	54	54	NA
9		FE Ventures Private Limited	Purchase of Services	1.66	1.66	NA
10	Infini Systems Limited	Raja Debnath	-	-	-	NA
11		Gautam Udani	-	-	-	NA
16		Veefin Solutions Limited	Purchase of Services	3.19	3.19	NA
			Interest expense	238.59	238.59	NA
			Proceeds / (Repayment of) Borrowings (net)	3,594.98	3,594.98	NA
17		Nityo Tech Private Limited	Interest Income	51.55	51.55	NA
			Repayment / (Disbursement) of Loans (net)	421.57	421.57	NA
18		White Rivers Media Solutions Private Limited	Loans & Advances given	-	-	NA
19		FE Ventures Private Limited	Loans & Advances given	-	-	NA
20	Estorifi Solutions Limited	Raja Debnath	Borrowings	0.62	0.62	NA
			Remuneration paid	39	39	NA
21		Gautam Udani	Borrowings	1.08	1.08	NA

Annexure B: Details of previous transactions with the related party

Reference:A(3)

Sr. No	Name of the Company (Entity)	Name of Related Party of respective entity	Nature of Transaction	Total amount of all the transactions undertaken by the listed entity or subsidiary with the related party during the last financial year.(in lakhs)	Total amount of all the transactions undertaken by the listed entity or subsidiary with the related party in the current financial year up to the quarter immediately preceding the quarter in which the approval is sought.	Any default, if any, made by a related party concerning any obligation undertaken by it under a transaction or arrangement entered into with the listed entity or its subsidiary during the last financial year.
22	GlobeTF Solutions Limited	Veefin Solutions Limited	Interest Expenses	46.69	46.69	NA
			Capital Contribution for Share Based Payments	62.99	62.99	NA
			Borrowings	312.19	312.19	NA
23	Veefin Capital Private Limited	Veefin Solutions Limited	Loans and Advances taken	3,695.03	3,695.03	NA
			Interst expenses (Accrued)	110.17	110.17	NA
			Purchase of Goods	40.60	40.60	NA
			Loans and Advances Repaid	2,937.06	2,937.06	NA
24	White Rivers Media Solutions Private Limited	Shrenik Gandhi	Remuneration paid	90	90	NA
		Meetesh Kothari	Remuneration paid	90	90	NA
		FE Ventures Private Limited	Sale of Services	4,127.90	4,127.90	NA
			Purchase of Services	38.98	38.98	NA
			Loans & Advances given	10	10	NA
25	FE Ventures Private Limited	Whiter Rivers Media Solutions Private Limited	Sale of Services	39.98	39.98	NA
			Purchase of Services	4,127.90	4,127.90	NA
			Loans & Advances given	10	10	NA
			Repayment	185	185	185

Annexure C: Amount of the proposed transactions

Reference: A(4) & A(5)

Sr. No	Name of the Company (Entity)	Name of Related Party of respective entity	Nature of Transaction (Details) or type of the proposed transaction	Amount of all the proposed transaction being placed for approval in the Audit Committee meeting/ shareholders (Amounts – INR. In Lakh)	Whether the proposed transactions taken together with the transactions undertaken with the related party during the current financial year would render the proposed transaction a material RPT?	Tenure of the proposed transaction (tenure in number of years or months to be specified)	Value of the proposed transactions as a percentage of the listed entity's annual consolidated turnover for the immediately preceding financial year	Value of the proposed transactions as a percentage of subsidiary's annual standalone turnover for the immediately preceding financial year (in case of a transaction involving the subsidiary and where the listed entity is not a party to the transaction)	Value of the proposed transactions as a percentage of the related party's annual consolidated turnover (if consolidated turnover is not available, calculation to be made on standalone turnover of related party) for the immediately preceding financial year, if available.	Value of the proposed transaction during a financial year. If the proposed transaction will be executed over more than one financial year, provide estimated break-up financial year-wise. (In Lakhs)*	Details of the promoter(s)/ director(s) / key managerial personnel of the listed entity who have interest in the transaction, whether directly or indirectly.
1	Veefin Solutions Limited	Raja Debnath	Availing of loan facility (Borrowings)	5,000.00	Yes	FY 2026-27 (1 Year)	14.49%	NA	NA	5,000.00	a. Name of Director - Raja Debnath b. Shareholding of the director / KMP, whether direct or indirect, in the related party - 29.30
2		Gautam Udani	Availing of loan facility (Borrowings)	5,000.00	Yes	FY 2026-27 (1 Year)	14.49%	NA	NA	5,000.00	a. Name of Director - Gautam Udani b. Shareholding of the director / KMP, whether direct or indirect, in the related party - 5.43
3		Estorifi Solutions Limited	Availing and rendering of services	5,000.00	Yes	FY 2026-27 (1 Year)	14.49%	426.62%	161%	5,000.00	a. Name of Director - Raja Debnath, Gautam Udani & Payal Maisheri b. Shareholding of the director / KMP, whether direct or indirect, in the related party - Raja Debnath - 31.70% Gautam Udani - 3.10% Payal Maisheri - 0.93%
4			Availing and rendering of revolving loan facility	10,000.00	Yes		28.97%	853.24%	323%	10,000.00	
5			Availing of Corporate guarantee	10,000.00	Yes		28.97%	853.24%	323%	10,000.00	
6		Infini Systems Limited	Availing and rendering of services;	5,000.00	Yes		14.49%	561.14%	21%	5,000.00	a. Name of Director - Raja Debnath, Gautam Udani & Payal Maisheri b. Shareholding of the director / KMP, whether direct or indirect, in the related party - Raja Debnath - 26.80% Gautam Udani - 5.60% Payal Maisheri - 6.29%
7			Availing and rendering of revolving loan facility	10,000.00	Yes	FY 2026-27 (1 Year)	28.97%	1122.27%	43%	10,000.00	
8			Availing of Corporate guarantee	10,000.00	Yes		28.97%	1122.27%	43%	10,000.00	
9		Veefin Capital Private Limited	Availing and rendering of revolving loan facility	5,000.00	Yes	FY 2026-27 (1 Year)	14.49%	-	-	5,000.00	a. Name of Director - Raja Debnath & Payal Maisheri b. Shareholding of the director / KMP, whether direct or indirect, in the related party - Raja Debnath - 19.65% Payal Maisheri - 0.82%

Annexure C: Amount of the proposed transactions

Reference: A(4) & A(5)

Sr. No	Name of the Company (Entity)	Name of Related Party of respective entity	Nature of Transaction (Details) or type of the proposed transaction	Amount of all the proposed transaction being placed for approval in the Audit Committee meeting/ shareholders (Amounts – INR. In Lakh)	Whether the proposed transactions taken together with the transactions undertaken with the related party during the current financial year would render the proposed transaction a material RPT?	Tenure of the proposed transaction (tenure in number of years or months to be specified)	Value of the proposed transactions as a percentage of the listed entity's annual consolidated turnover for the immediately preceding financial year	Value of the proposed transactions as a percentage of subsidiary's annual standalone turnover for the immediately preceding financial year (in case of a transaction involving the subsidiary and where the listed entity is not a party to the transaction)	Value of the proposed transactions as a percentage of the related party's annual consolidated turnover (if consolidated turnover is not available, calculation to be made on standalone turnover of related party) for the immediately preceding financial year, if available.	Value of the proposed transaction during a financial year. If the proposed transaction will be executed over more than one financial year, provide estimated break-up financial year-wise In Lakhs).*	Details of the promoter(s)/ director(s) / key managerial personnel of the listed entity who have interest in the transaction, whether directly or indirectly.
10	Veefin Solutions Limited	FE Ventures Private Limited	Availing and rendering of services	5,000.00	Yes	FY 2026-27 (1 Year)	14.48%	58.54%	-	5,000.00	-
11			Availing and rendering of revolving loan facility	10,000.00	Yes	FY 2026-27 (1 Year)	14.48%	117.09%	-	10,000.00	
12		White Rivers Media Solutions Private Limited	Availing and rendering of services	5,000.00	Yes	FY 2026-27 (1 Year)	14.49%	26.10%	21%	5,000.00	a. Name of Director - Gautam Udani b. Shareholding of the director / KMP, whether direct or indirect, in the related party - NA
13			Availing and rendering of revolving loan facility	10,000.00			28.97%	52.19%	42%	10,000.00	
14			Providing of Corporate guarantee	5,000.00			14.49%	26.10%	21%	5,000.00	
15		Nityo Tech Private Limited	Availing and rendering of revolving loan facility	10,000.00	Yes	FY 2026-27 (1 Year)	28.97%	192.98%	-	10,000.00	a. Name of Director - Raja Debnath, Gautam Udani & Payal Maisheri b. Shareholding of the director / KMP, whether direct or indirect, in the related party - Raja Debnath - NA Gautam Udani - 0.01% Payal Maisheri -NA
16			Availing and rendering of services	5,000.00	Yes	FY 2026-27 (1 Year)	14.49%	96.49%	-	5,000.00	
17			Providing of Corporate guarantee	5,000.00			14.49%	96.49%	-	5,000.00	
18		GlobeTF Solutions Limited	Availing of Corporate guarantee	10,000.00	Yes	FY 2026-27 (1 Year)	28.97%	1074.55%	-	10,000.00	a. Name of Director - Raja Debnath, Gautam Udani & Payal Maisheri b. Shareholding of the director / KMP, whether direct or indirect, in the related party - Raja Debnath - 15.73% Gautam Udani - 4.22% Payal Maisheri -NA
19	Infini Systems Limited	Raja Debnath	Availing of loan facility (Borrowings)	5,000.00	Yes	FY 2026-27 (1 Year)	14.49%	NA	NA	5,000.00	a. Name of Director - Raja Debnath b. Shareholding of the director / KMP, whether direct or indirect, in the related party - NA

Annexure C: Amount of the proposed transactions (contd.)

Reference: A(4) & A(5)

Sr. No	Name of the Company (Entity)	Name of Related Party of respective entity	Nature of Transaction (Details) or type of the proposed transaction	Amount of all the proposed transaction being placed for approval in the Audit Committee meeting/ shareholders (Amounts – INR. In Lakh)	Whether the proposed transactions taken together with the transactions undertaken with the related party during the current financial year would render the proposed transaction a material RPT?	Tenure of the proposed transaction (tenure in number of years or months to be specified)	Value of the proposed transactions as a percentage of the listed entity's annual consolidated turnover for the immediately preceding financial year	Value of the proposed transactions as a percentage of subsidiary's annual standalone turnover for the immediately preceding financial year (in case of a transaction involving the subsidiary and where the listed entity is not a party to the transaction)	Value of the proposed transactions as a percentage of the related party's annual consolidated turnover (if consolidated turnover is not available, calculation to be made on standalone turnover of related party) for the immediately preceding financial year, if available.	Value of the proposed transaction during a financial year. If the proposed transaction will be executed over more than one financial year, provide estimated break-up financial year-wise. (In Lakhs)*	Details of the promoter(s)/ director(s) / key managerial personnel of the listed entity who have interest in the transaction, whether directly or indirectly.
20	Infini Systems Limited	Gautam Udani	Availing of loan facility (Borrowings)	5,000.00	Yes	FY 2026-27 (1 Year)	14.49%	NA	NA	5,000.00	a. Name of Director - Gautam Udani b. Shareholding of the director / KMP, whether direct or indirect, in the related party - NA
21		Nityo Tech Private Limited	Availing and rendering of revolving loan facility	5,000.00	Yes	FY 2026-27 (1 Year)	14.49%	561.14%	96%	5,000.00	a. Name of Director - Raja Debnath, Gautam Udani & Payal Maisheri b. Shareholding of the director / KMP, whether direct or indirect, in the related party - Raja Debnath - NA Gautam Udani - 0.10 % Payal Maisheri - NA
22		White Rivers Media Solutions Private Limited	Availing and rendering of revolving loan facility	10,000.00	Yes	FY 2026-27 (1 Year)	28.97%	1122.27%	42.49%	10,000.00	a. Name of Director - Gautam Udani b. Shareholding of the director / KMP, whether direct or indirect, in the related party - NA Gautam Udani - NA
23			Availing and rendering of services	5,000.00			14.49%	561.14%	21%	5,000.00	
24			Availing of Corporate guarantee	5,000.00			14.49%	561.14%	21%	5,000.00	
25		FE Ventures Private Limited	Availing and rendering of revolving loan facility	5,000.00	Yes	FY 2026-27 (1 Year)	14.49%	561.14%	21%	5,000.00	a. Name of Director - Raja Debnath b. Shareholding of the director / KMP, whether direct or indirect, in the related party -NA
26			Availing and rendering of services	5,000.00			14.49%	561.14%	21%	5,000.00	
27	Estorifi Solutions Limited	Raja Debnath	Availing of loan facility (Borrowings)	5,000.00	Yes	FY 2026-27 (1 Year)	14.49%	NA	NA	5,000.00	a. Name of Director - Raja Debnath b. Shareholding of the director / KMP, whether direct or indirect, in the related party - NA
28		Gautam Udani	Availing of loan facility (Borrowings)	5,000.00	Yes	FY 2026-27 (1 Year)	14.49%	NA	NA	5,000.00	a. Name of Director - Gautam Udani b. Shareholding of the director / KMP, whether direct or indirect, in the related party - NA

Annexure C: Amount of the proposed transactions (contd.)

Reference: A(4) & A(5)

Sr. No	Name of the Company (Entity)	Name of Related Party of respective entity	Nature of Transaction (Details) or type of the proposed transaction	Amount of all the proposed transaction being placed for approval in the Audit Committee meeting/ shareholders (Amounts – INR. In Lakh)	Whether the proposed transactions taken together with the transactions undertaken with the related party during the current financial year would render the proposed transaction a material RPT?	Tenure of the proposed transaction (tenure in number of years or months to be specified)	Value of the proposed transactions as a percentage of the listed entity's annual consolidated turnover for the immediately preceding financial year	Value of the proposed transactions as a percentage of subsidiary's annual standalone turnover for the immediately preceding financial year (in case of a transaction involving the subsidiary and where the listed entity is not a party to the transaction)	Value of the proposed transactions as a percentage of the related party's annual consolidated turnover (if consolidated turnover is not available, calculation to be made on standalone turnover of related party) for the immediately preceding financial year, if available.	Value of the proposed transaction during a financial year. If the proposed transaction will be executed over more than one financial year, provide estimated break-up financial year-wise. (In Lakhs)*	Details of the promoter(s)/ director(s) / key managerial personnel of the listed entity who have interest in the transaction, whether directly or indirectly.
29	White Rivers Media Solutions Private Limited	Shrenik Gandhi	Availing of loan facility (Borrowings)	5,000.00	Yes	FY 2026-27 (1 Year)	14.49%	26.10%	NA	5,000.00	a. Name of Director - Shrenik Gandhi b. Shareholding of the director / KMP, whether direct or indirect, in the related party - NA
30		Meetesh Kothari	Availing of loan facility (Borrowings)	5,000.00	Yes	FY 2026-27 (1 Year)	14.49%	26.10%	NA	5,000.00	a. Name of Director - Meetesh Kothari b. Shareholding of the director / KMP, whether direct or indirect, in the related party - NA
31		Jigar Zatakia	Availing of loan facility (Borrowings)	5,000.00	Yes	FY 2026-27 (1 Year)	14.49%	26.10%	NA	5,000.00	a. Name of Director - NA b. Shareholding of the director / KMP, whether direct or indirect, in the related party -
32		FE Ventures Private Limited	Availing and rendering of services	5,000.00	Yes	FY 2026-27 (1 Year)	14.49%	26.10%	58.55%	5,000.00	a. Name of Director - NA b. Shareholding of the director / KMP, whether direct or indirect, in the related party - NA
33			Availing and rendering of revolving loan facility	10,000.00	Yes		28.97%	52.19%	117.09%	10,000.00	
34		Nityo Tech Private Limited	Availing and rendering of services;	5,000.00	Yes	FY 2026-27 (1 Year)	14.49%	26.10%	96.49%	5,000.00	a. Name of Director - Gautam Udani, Raja Debnath, Payal Maisheri b. Shareholding of the director / KMP, whether direct or indirect, in the related party - NA
35			Availing and rendering of revolving loan facility	5,000.00	Yes		14.49%	26.10%	96.49%	5,000.00	

Annexure C: Amount of the proposed transactions (contd.)

Reference: A(4) & A(5)

Sr. No	Name of the Company (Entity)	Name of Related Party of respective entity	Nature of Transaction (Details) or type of the proposed transaction	Amount of all the proposed transaction being placed for approval in the Audit Committee meeting/ shareholders (Amounts – INR. In Lakh)	Whether the proposed transactions taken together with the transactions undertaken with the related party during the current financial year would render the proposed transaction a material RPT?	Tenure of the proposed transaction (tenure in number of years or months to be specified)	Value of the proposed transactions as a percentage of the listed entity's annual consolidated turnover for the immediately preceding financial year	Value of the proposed transactions as a percentage of subsidiary's annual standalone turnover for the immediately preceding financial year (in case of a transaction involving the subsidiary and where the listed entity is not a party to the transaction)	Value of the proposed transactions as a percentage of the related party's annual consolidated turnover (if consolidated turnover is not available, calculation to be made on standalone turnover of related party) for the immediately preceding financial year, if available.	Value of the proposed transaction during a financial year. If the proposed transaction will be executed over more than one financial year, provide estimated break-up financial year-wise.*	Details of the promoter(s)/ director(s) / key managerial personnel of the listed entity who have interest in the transaction, whether directly or indirectly.
36	White Rivers Media Solutions Private Limited	Gautam Udani	Availing of revolving loan facility	5,000.00	Yes	FY 2026-27 (1)	14.49%	26.10%	NA	5,000.00	a. Name of Director - Gautam Udani b. Shareholding of the director / KMP, whether direct or indirect, in the related party -
37	FE Ventures Private Limited	Shrenik Gandhi	Availing of revolving loan facility	5,000.00	Yes	FY 2026-27 (1)	14.49%	58.55%	NA	5,000.00	a. Name of Director - Shrenik Gandhi b. Shareholding of the director / KMP, whether direct or indirect, in the related party -

*Since the approval is pertaining to 1 year, estimated breakup yearwise not applicable

Annexure D: Financial performance of the related party for the immediately preceding financial year

Reference: A(4) -6

Sr. No	Name of the Company (Entity)	Name of Related Party of respective entity	FY 2025-26 (in lakhs.) on Standalone basis			FY 2025-26 (in lakhs.) on Consolidated basis		
			Turnover	Profit After Tax	Net worth	Turnover	Profit After Tax	Net worth
1	Veefin Solutions Limited	Raja Debnath	NA	NA	NA	NA	NA	NA
2		Gautam Udani	NA	NA	NA	NA	NA	NA
3		Estorifi Solutions Limited	1,172	282.61	12,053.85	3,099.83	(622.58)	12,065.29
4		Infini Systems Limited	891.05	(192.55)	20,895.56	23,374.75	1,684.52	26,634.61
5		Veefin Capital Private Limited	-	0.39	1,758.57	NA	NA	NA
6		FE Ventures Private Limited	8,540.38	689.28	1,276.20	NA	NA	NA
7		White Rivers Media Solutions Private Limited	19,158.97	1,058.36	11,321.46	23,532.47	1,747.62	12,518.05
8		Nityo Tech Private Limited	5,181.86	780.98	1,702.33	NA	NA	NA
9		GlobeTF Solutions Limited	930.62	265.80	981.52	NA	NA	NA
10	Infini Systems Limited	Raja Debnath	NA	NA	NA	NA	NA	NA
11		Gautam Udani	NA	NA	NA	NA	NA	NA
12		Nityo Tech Private Limited	5,181.86	780.98	1,702.33	NA	NA	NA
13		White Rivers Media Solutions Private Limited	19,158.97	1,058.36	11,321.46	23,532.47	1,747.62	12,518.05
14		FE Ventures Private Limited	8,540.38	689.28	1,276.20	NA	NA	NA
15	Estorifi Solutions Limited	Raja Debnath	NA	NA	NA	NA	NA	NA
16		Gautam Udani	NA	NA	NA	NA	NA	NA
17	White Rivers Media Solutions Private Limited	Shrenik Gandhi	NA	NA	NA	NA	NA	NA
18		Meetesh Kothari	NA	NA	NA	NA	NA	NA
19		Jigar Zatakia	NA	NA	NA	NA	NA	NA
20		FE Ventures Private Limited	8,540.38	689.28	1,276.20	NA	NA	NA
21		Nityo Tech Private Limited	5,181.86	780.98	1,702.33	NA	Na	NA
22		Gautam Udani	NA	NA	NA	NA	NA	NA
23	FE Ventures Private Limited	Shrenik Gandhi	NA	NA	NA	NA	NA	NA

Annexure E: Disclosure only in case of transactions relating to sale, purchase or supply of goods or services or any other similar business transaction and trade advances

Sr. no	Name of the Company (Entity)	Name of Related Party of respective entity	Bidding or other process, if any, applied for choosing a party for sale, purchase or supply of goods or services.	Basis of determination of price.	In case of Trade advance (of upto 365 days or such period for which such advances are extended as per normal trade practice), if any, proposed to be extended to the related party in relation to the transaction, specify the following:		
					Amount of Trade advance	Tenure	Whether same is self-liquidating
1	Veefin Solutions Limited	Estorifi Solutions Limited	Bids have not been persued due to the business model through which the Company operates	The tranactions being in the ordinary course of business, price will be determined in accordance with the guidelines outlined in the RPT framework approved by the Audit Committee, ensuring it is on arms lengths basis	NA	NA	NA
2		Infini Systems Limited			NA	NA	NA
3		FE Ventures Private Limited			NA	NA	NA
4		White Rivers Media Solutions Private Limited			NA	NA	NA
5		Nityo Tech Private Limited			NA	NA	NA
6	Infini Systems Limited	FE Ventures Private Limited			NA	NA	NA
7		White Rivers Media Solutions Private Limited			NA	NA	NA
8	White Rivers Media Solutions Private Limited	Nityo Tech Private Limited			NA	NA	NA
9		FE Ventures Private Limited			NA	NA	NA

Annexure F: Disclosure in relation to loans and advances (other than trade advances) or inter-corporate deposits given by the listed entity or its subsidiary

Reference: B(2) and B(5)

Sr. No	Name of the Company (Entity)	Name of Related Party of respective entity	Nature of Transaction (Details)	Amount of all the proposed transaction being placed for approval in the Audit Committee meeting (Amounts – INR. In Lakhs)	Source of funds in connection with the proposed transaction.	Where any financial indebtedness is incurred to give loan, inter-corporate deposit or advance				Rate of interest at which the listed entity or its subsidiary is borrowing from its bankers or lenders		Proposed interest rate to be charged by listed entity or its subsidiary from the related party.	Maturity / due date	Repayment schedule & terms	Whether secured or unsecured?	If secured, the nature of security & security coverage ratio	The purpose for which the funds will be utilized by the ultimate beneficiary of such funds pursuant to the transaction / listed entity / subsidiary	Material covenants of the proposed transaction
						Nature of indebtedness	Total cost of borrowing	Tenure	Other details and Interest rate	Entity	Related Party							
1	Veefin Solutions Limited	Estorifi Solutions Limited	Availing and rendering of revolving loan facility	10,000.00	Internal Accrual	NA	NA	NA	NA	15.01%	10.75%	10%	On Demand	Repayment on demand	Unsecured	NA	Working Capital and Product Development	The unsecured loan shall carry an interest rate of 10% per annum compounded annually. The principal shall be repayable, in one or more tranches, at the option of the Company. The loan shall be unsecured, without any collateral, pledge, or charge on the Company's assets, and be approved by the Audit Committee and the Board of Directors and entered into in the ordinary course.
2		Infini Systems Limited		10,000.00	Internal Accrual	NA	NA	NA	NA	15.01%	14.5%	10%	On Demand	Repayment on demand	Unsecured	NA	Working Capital and Product Development	
3		Veefin Capital Private Limited		5,000.00	Internal Accrual	NA	NA	NA	NA	15.01%	-	10%	On Demand	Repayment on demand	Unsecured	NA	Working Capital and Product Development	
4		FE Ventures Private Limited		5,000.00	Internal Accrual	NA	NA	NA	NA	15.01%	-	10%	On Demand	Repayment on demand	Unsecured	NA	Working Capital and Product Development	
5		White Rivers Media Solutions Private Limited		10,000.00	Internal Accrual	NA	NA	NA	NA	15.01%	13.25%	10%	On Demand	Repayment on demand	Unsecured	NA	Working Capital and Product Development	
6		Nityo Tech Private Limited		10,000.00	Internal Accrual	NA	NA	NA	NA	15.01%	15.00%	10%	On Demand	Repayment on demand	Unsecured	NA	Working Capital and Product Development	
7	Infini Systems Limited	Nityo Tech Private Limited	Availing and rendering of revolving loan facility	5,000.00	Internal Accrual	NA	NA	NA	NA	14.5%	15.00%	10%	On Demand	Repayment on demand	Unsecured	NA	Working Capital and Product Development	
8		White Rivers Media Solutions Private Limited		10,000.00	Internal Accrual	NA	NA	NA	NA	14.5%	13.25%	10%	On Demand	Repayment on demand	Unsecured	NA	Working Capital and Product Development	
9	White Rivers Media Solutions Private Limited	FE Ventures Private Limited	Availing and rendering of revolving loan facility	10,000.00	Internal Accrual	NA	NA	NA	NA	13.25%	-	10%	On Demand	Repayment on demand	Unsecured	NA	Working Capital	
10		Nityo Tech Private Limited	Availing and rendering of revolving loan facility	5,000.00	Internal Accrual	NA	NA	NA	NA	13.25%	15%	10%	On Demand	Repayment on demand	Unsecured	NA	Working Capital	

Annexure G: Disclosure in relation to in case of guarantee (including performance guarantee in nature of security/contractual commitment or which could have an impact in monetary terms on the issuer of such guarantee), surety, indemnity or comfort letter, by whatever name called, made or given by the listed entity or its subsidiary

Reference: B(4) and C(3)

Sr. No	Name of the Company (Entity)	Name of Related Party of respective entity	Nature of Transaction (Details)	Rationale for giving guarantee, surety, indemnity or comfort letter	Material covenants of the proposed transaction including:		The value of obligations undertaken by the listed entity or any of its subsidiary, for which a guarantee, surety, indemnity or comfort letter has been provided by the listed entity or its subsidiary. Additionally, any provisions required to be made in the books of account of the listed entity or any of its subsidiary shall also be specified. (in Lakhs)	If guarantee, performance guarantee (in nature of security/contractual commitment or which could have an impact in monetary terms on the issuer of such guarantee), surety, indemnity or comfort letter is given in connection with the borrowing by a related party, provide latest credit rating of the related party	Details of solvency status and going concern status of the related party during the last three financial years:	Default on borrowings, if any, over the last three financial years, by the related party from the listed entity or any other person.
					commission, if any to be received by the listed entity or its subsidiary;	contractual provisions on how the listed entity or its subsidiary will recover the monies in case such guarantee, surety, indemnity or comfort letter is invoked				
	Veefin Solutions Limited	Estorifi Solutions Limited	Availing of Corporate guarantee amounting to INR 10000 Lakhs	The guarantee is provided within the Group to facilitate the respective Group entity in availing loans from third-party lenders and to support the Group's overall financing requirements.	0	In the event the guarantee is invoked, the amount payable to the lender shall be borne by the borrowing entity on whose behalf the guarantee has been provided. The Company shall have the right to recover the amount so paid from the borrowing entity.	10,000	No external credit rating has been obtained for the related entities in respect of the relevant borrowings. Accordingly, there is no latest credit rating available to be disclosed.	Solvent	No Default
		Infini Systems Limited	Availing of Corporate guarantee amounting to INR 10000 Lakhs	The guarantee is provided within the Group to facilitate the respective Group entity in availing loans from third-party lenders and to support the Group's overall financing requirements.	0	In the event the guarantee is invoked, the amount payable to the lender shall be borne by the borrowing entity on whose behalf the guarantee has been provided. The Company shall have the right to recover the amount so paid from the borrowing entity.	10,000	No external credit rating has been obtained for the related entities in respect of the relevant borrowings. Accordingly, there is no latest credit rating available to be disclosed.	Solvent	No Default
		White Rivers Media Solutions Private Limited	Availing of Corporate guarantee amounting to INR 10000 Lakhs	The guarantee is provided within the Group to facilitate the respective Group entity in availing loans from third-party lenders and to support the Group's overall financing requirements.	0	In the event the guarantee is invoked, the amount payable to the lender shall be borne by the borrowing entity on whose behalf the guarantee has been provided. The Company shall have the right to recover the amount so paid from the borrowing entity.	5,000	No external credit rating has been obtained for the related entities in respect of the relevant borrowings. Accordingly, there is no latest credit rating available to be disclosed.	Solvent	No Default
	Infini Systems Limited	Veefin Solutions Limited	Availing of Corporate guarantee amounting to INR 10000 Lakhs	The guarantee is provided within the Group to facilitate the respective Group entity in availing loans from third-party lenders and to support the Group's overall financing requirements.	0	In the event the guarantee is invoked, the amount payable to the lender shall be borne by the borrowing entity on whose behalf the guarantee has been provided. The Company shall have the right to recover the amount so paid from the borrowing entity.	10,000	No external credit rating has been obtained for the related entities in respect of the relevant borrowings. Accordingly, there is no latest credit rating available to be disclosed.	Solvent	No Default

Annexure G: Disclosure in relation to in case of guarantee (including performance guarantee in nature of security/contractual commitment or which could have an impact in monetary terms on the issuer of such guarantee), surety, indemnity or comfort letter, by whatever name called, made or given by the listed entity or its subsidiary (contd.)

Reference: B(4) and C(3)

Sr. No	Name of the Company (Entity)	Name of Related Party of respective entity	Nature of Transaction (Details)	Rationale for giving guarantee, surety, indemnity or comfort letter	Material covenants of the proposed transaction including:		The value of obligations undertaken by the listed entity or any of its subsidiary, for which a guarantee, surety, indemnity or comfort letter has been provided by the listed entity or its subsidiary. Additionally, any provisions required to be made in the books of account of the listed entity or any of its subsidiary shall also be specified. (in Lakhs)	If guarantee, performance guarantee (in nature of security/contractual commitment or which could have an impact in monetary terms on the issuer of such guarantee), surety, indemnity or comfort letter is given in connection with the borrowing by a related party, provide latest credit rating of the related party	Details of solvency status and going concern status of the related party during the last three financial years:	Default on borrowings, if any, over the last three financial years, by the related party from the listed entity or any other person.
					commission, if any to be received by the listed entity or its subsidiary;	contractual provisions on how the listed entity or its subsidiary will recover the monies in case such guarantee, surety, indemnity or comfort letter is invoked				
	Infini Systems Limited	White Rivers Media Solutions Private Limited	Availing of Corporate guarantee amounting to INR 10000 Lakhs	The guarantee is provided within the Group to facilitate the respective Group entity in availing loans from third-party lenders and to support the Group's overall financing requirements.	0	In the event the guarantee is invoked, the amount payable to the lender shall be borne by the borrowing entity on whose behalf the guarantee has been provided. The Company shall have the right to recover the amount so paid from the borrowing entity.	5,000	No external credit rating has been obtained for the related entities in respect of the relevant borrowings. Accordingly, there is no latest credit rating available to be disclosed.	Solvent	No Default
	Estorifi Solutions Limited	Veefin Solutions Limited	Availing of Corporate guarantee amounting to INR 10000 Lakhs	The guarantee is provided within the Group to facilitate the respective Group entity in availing loans from third-party lenders and to support the Group's overall financing requirements.	0	In the event the guarantee is invoked, the amount payable to the lender shall be borne by the borrowing entity on whose behalf the guarantee has been provided. The Company shall have the right to recover the amount so paid from the borrowing entity.	10,000	No external credit rating has been obtained for the related entities in respect of the relevant borrowings. Accordingly, there is no latest credit rating available to be disclosed.	Solvent	No Default

Annexure H: Disclosure only in case of transactions relating to any loans and advances (other than trade advances), inter-corporate deposits given by the listed entity or its subsidiary

Reference: C(1)

Sr. No	Name of the Company (Entity)	Name of Related Party of respective entity	Nature of Transaction (Details)	Latest credit rating of the related party	Default on borrowings, if any, over the last three financial years, by the related party from the listed entity or any other person and value of subsisting default.	
1	Veefin Solutions Limited	Estorifi Solutions Limited	Availing and rendering of revolving loan facility	NIL	NA	NA
2		Infini Systems Limited	Availing and rendering of revolving loan facility	NIL	NA	NA
3		Veefin Capital Private Limited	Availing and rendering of revolving loan facility	NIL	NA	NA
4		FE Ventures Private Limited	Availing and rendering of revolving loan facility	NIL	NA	NA
5		White Rivers Media Solutions Private Limited	Availing and rendering of revolving loan facility	NIL	NA	NA
6		Nityo Tech Private Limited	Availing and rendering of revolving loan facility	NIL	NA	NA
7	Infini Systems Limited	Nityo Tech Private Limited	Availing and rendering of revolving loan facility	NIL	NA	NA
8		FE Ventures Private Limited	Availing and rendering of revolving loan facility	NIL	NA	NA
9		White Rivers Media Solutions Private Limited	Availing and rendering of revolving loan facility	NIL	NA	NA
10	White Rivers Media Solutions Private Limited	FE Venture Private Limited	Availing and rendering of revolving loan facility	NIL	NA	NA
11		Nityo Tech Private Limited	Availing and rendering of revolving loan facility	NIL	NA	NA

Annexure I: Disclosure only in case of transactions relating to borrowings by the listed entity or its subsidiary

Reference: C(4)

Sr. No	Name of the Company (Entity)	Name of Related Party of respective entity	Nature of Transaction (Details)	Debt to Equity Ratio of the listed entity or its subsidiary based on last audited financial statements		Debt Service Coverage Ratio of the listed entity or its subsidiary based on last audited financial statements	
				Before transaction	After transaction	Before transaction	After transaction
1	Veefin Solutions Limited	Raja Debnath	Availing of loan facility (Borrowings)	0.19	The Company is seeking approval for blanket limits for availing loans from and providing loans to its Group Companies, as may be required from time to time, primarily for working capital requirements and product development. Such loans are proposed to be availed only as and when required and are repayable on demand. Accordingly, the quantum and timing of drawdown and repayment cannot be determined in advance. In view of the above, it is not practicable to determine the Debt-Equity Ratio and Debt Service Coverage Ratio ("DSCR") at the respective Group Company level for each proposed transaction, as the timing and quantum of utilisation and repayment of such loans are dependent on the respective funding and liquidity requirements and cannot be estimated in advance. Further, such loans are proposed to be undertaken on an arm's length basis, at an interest rate of 10% p.a., and the liquidity position and funding requirements are monitored at the respective entity level to ensure appropriate	1	The Company is seeking approval for blanket limits for availing loans from and providing loans to its Group Companies, as may be required from time to time, primarily for working capital requirements and product development. Such loans are proposed to be availed only as and when required and are repayable on demand. Accordingly, the quantum and timing of drawdown and repayment cannot be determined in advance. In view of the above, it is not practicable to determine the Debt-Equity Ratio and Debt Service Coverage Ratio ("DSCR") at the respective Group Company level for each proposed transaction, as the timing and quantum of utilisation and repayment of such loans are dependent on the respective funding and liquidity requirements and cannot be estimated in advance. Further, such loans are proposed to be undertaken on an arm's length basis, at an interest rate of 10% p.a., and the liquidity position and funding
2		Gautam Udani	Availing of loan facility (Borrowings)	0.19		1	
3		Estorifi Solutions Limited	Availing and rendering of revolving loan facility	0.19		1	
4		Infini Systems Limited	Availing and rendering of revolving loan facility	0.19		1	
5		Veefin Capital Private Limited	Availing and rendering of revolving loan facility	0.19		1	
6		FE Ventures Private Limited	Availing and rendering of revolving loan facility	0.19		1	
7		White River Media Solutions Private Limited	Availing and rendering of revolving loan facility	0.19		1	
8		Nityo Tech Private Limited	Availing and rendering of revolving loan facility	0.19		1	
9	Infini Systems Limited	Raja Debnath	Availing of loan facility (Borrowings)	0.41		0.28	
10		Gautam Udani	Availing of loan facility (Borrowings)	0.41		0.28	
11		Nityo Tech Private Limited	Availing and rendering of revolving loan facility	0.41		0.28	
12		White River Media Solutions Private Limited	Availing and rendering of revolving loan facility	0.41		0.28	

Annexure I: Disclosure only in case of transactions relating to borrowings by the listed entity or its subsidiary (contd.)

Reference: C(4)

Sr. No	Name of the Company (Entity)	Name of Related Party of respective entity	Nature of Transaction (Details)	Debt to Equity Ratio of the listed entity or its subsidiary based on last audited financial statements		Debt Service Coverage Ratio of the listed entity or its subsidiary based on last audited financial statements	
				Before transaction	After transaction	Before transaction	After transaction
13	Infini Systems Limited	FE Ventures Private Limited	Availing and rendering of revolving loan facility	0.41	availability and utilisation of funds.	0.28	requirements are monitored at the respective entity level to ensure appropriate availability and utilisation of funds.
14	Estorifi Solutions Limited	Raja Debnath	Availing of loan facility (Borrowings)	0.01		15.57	
15		Gautam Udani	Availing of loan facility (Borrowings)	0.01		15.57	
16	White Rivers Media Solutions Private Limited	Shrenik Gandhi	Availing of loan facility (Borrowings)	0.002		45.62	
17		Meetesh Kothari	Availing of loan facility (Borrowings)	0.002		45.62	
18		Jigar Zatakia	Availing of loan facility (Borrowings)	0.002		45.62	
19		FE Ventures Private Limited	Availing and rendering of revolving loan facility	0.002		45.62	
20		Nityo Tech Private Limited	Availing and rendering of revolving loan facility	0.002		45.62	
21		Gautam Udani	Availing and rendering of revolving loan facility	0.002		45.62	
22	FE Ventures Private Limited	Shrenik Gandhi	Availing of loan facility (Borrowings)	0		1,162.49	