



VEEFIN SOLUTIONS LIMITED

Regd. Office: Global One, 2nd Floor, CTS No 252, 252 1,
LBS Marg, Kurla (w), Mumbai-400070

Email id: investors@veefin.com, **CIN:** L72900MH2020PLC347893

NOTICE OF POSTAL BALLOT

[Pursuant to Sections 108 and 110 of the Companies Act, 2013 read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014 and MCA Circulars as amended and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015]

Dear Member(s),

Voting Starts On	Voting Ends On
Monday, 22 nd June, 2026 at 09:00 AM IST	Tuesday, 21 st July, 2026 at 05:00 PM IST

Dear Members,

NOTICE is hereby given pursuant to Section 110 read with Section 108 and other applicable provisions, if any, of the Companies Act, 2013, ('Act') read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014, ('Rules'), Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations'), Secretarial Standard on General Meetings issued by The Institute of Company Secretaries of India ('SS-2'), each as amended, and in accordance with the requirements prescribed by the Ministry of Corporate Affairs ('MCA') for holding general meetings/ conducting postal ballot process through e-Voting vide General Circular Nos. 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020, 22/2020 dated June 15, 2020, 33/2020 dated September 28, 2020, 39/2020 dated December 31, 2020, 10/2021 dated June 23, 2021, 20/2021 dated December 8, 2021, 3/2022 dated May 5, 2022, 11/2022 dated December 28, 2022, 09/2023 dated September 25, 2023 and 09/2024 dated September 19, 2024 and 03/2025 dated September 22, 2025 issued by the Ministry of Corporate Affairs, Government of India (collectively the 'MCA Circulars'), and other applicable laws, rules and regulations (including any statutory modification or re-enactment thereof for the time being in force) to transact the special business as set out hereunder by passing Resolution through postal ballot, by voting only through electronic means ('remote e-Voting').

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

This Postal Ballot Notice ("Notice") is being sent by email only, to the members whose email addresses are registered with the Company/ Depository Participants ('DP')/ Depository/ Registrar & Share Transfer Agent ('RTA') of the Company. If any member's e-mail address is not registered or updated with Company/ Depository Participants ('DP')/ Depository/ Registrar & Share Transfer Agent ('RTA') of the Company they may follow the process provided in the Notes hereunder to receive the Notice, login ID and password for remote e-Voting.

Accordingly, physical copy of the Notice along with Postal Ballot Form and pre-paid business reply envelope is not being sent to the Members for this Notice. The Notice is also available on the website of the Company and can be accessed at web-link www.veefin.com

In compliance with Regulation 44 of the SEBI Listing Regulations and pursuant to the provisions of Section 108 and Section 110 of the Act read with the Rules, the MCA Circulars and SS-2, the Company is providing remote e-Voting facility to its Members, to enable them to cast their votes electronically instead of submitting the Postal Ballot Form

physically. The communication of the assent or dissent of the Members would only take place through the remote e-Voting system.

The Company has engaged the services of National Securities Depository Limited ('NSDL') for the purpose of providing remote e-Voting facility to its members. The remote e-Voting facility is available at the link www.evoting.nsdl.com Members are requested to read the instructions given in the Notice for the detailed procedure on remote e-Voting which forms part of the 'Notes' section to this Notice.

The proposed resolution along with the Explanatory Statement pursuant to Section 102 of the Act and other applicable provisions if any, of the Act read with rules framed thereunder, pertaining to the resolution setting out the material facts and reasons thereof, are annexed to this Notice. Pursuant to Rule 22(5) of the Rules, the Board of Directors of your Company has appointed Mr. Maharshi Ganatra (Mem No.- F11332; COP No.: 14520) on behalf of M/s. Maharshi Ganatra and Associates, Practicing Company Secretaries as the Scrutinizer for conducting this Postal Ballot/e- Voting process in a fair and transparent manner.

Members are requested to read the instructions indicated in this Notice and record their assent (FOR) or dissent (AGAINST) by following the procedure as stated in the Notes forming part of the Notice. The votes can be cast during the following voting period:

Cut-off date for eligibility to vote	Friday, 12 th June, 2026
Commencement of e-Voting period	09:00 A.M. (IST) on Monday, 22 nd June, 2026
Conclusion of e-Voting period	05:00 P.M. (IST) on Tuesday, 21 st July, 2026

The e-Voting facility will be disabled by NSDL immediately thereafter and the remote e-voting shall not be allowed beyond the said date and time. Members may please note that once the vote on a resolution is cast by the member, he/she shall not be allowed to change it subsequently or cast the vote again.

The Scrutinizer will submit his report to the Chairman of the Company, or any person authorized by him. The results of the Postal Ballot will be announced not later than 2 working days of the conclusion of the e-Voting period.

The said result along with the scrutinizer's report will be uploaded on the Company's website and on the website of National Securities Depository Limited (NSDL) www.evoting.nsdl.com The results shall also be immediately forwarded to BSE Limited where the shares of the Company are listed.

The last date of the e-voting shall be the date on which the resolutions shall be deemed to have been passed, if approved by the requisite majority. The proposed resolution requiring consent of Members through Postal Ballot are as under:

**By order of the Board of Directors
Veefin Solutions Limited**

**Sd/-
Urja Harsh Thakkar
Company Secretary & Compliance Officer
(ACS No.: 42925)**

Date: June 16, 2026

Place: Mumbai

Registered Office:

Global One, 2nd Floor, CTS No. 252, 252 1,

LBS Marg, Kurla (W), Mumbai-400070

CIN: L72900MH2020PLC347893

www.veefin.com

SPECIAL BUSINESS:

ITEM NO. 01: TO APPROVE MIGRATION OF LISTING/TRADING OF EQUITY SHARES OF THE COMPANY FROM SME PLATFORM OF BSE LIMITED TO MAIN BOARD OF BSE LIMITED

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

“RESOLVED THAT pursuant to provisions laid down in Chapter IX and Regulation 277 of Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and other applicable provisions of the Companies Act 2013 and the rules made thereunder (including any statutory modifications or re-enactment thereof for the time being in force), the Listing Agreement entered into by the Company with BSE Limited (BSE) applicable to small and medium enterprise and subject to the applicable laws, by-laws, rules and regulations of BSE and subject to the approval of any statutory authorities, if any, the consent of the members of the Company be and is hereby accorded for Migration of Listing/Trading of Equity Shares of the Company which are currently listed on SME Platform of BSE to the Main Board of BSE Limited (BSE) and upon Migration the said Equity Shares to get listed and traded on the capital segment (Main Board) of BSE, from the date of approval of Migration / getting listed and admitted to be dealt on Main Board of BSE as and when the Company is eligible for the same and to follow such procedures as specified by SEBI (ICDR) Regulations, 2018 and other applicable regulations notified by SEBI / regulatory authorities as amended from time to time to give effect to this resolution.

RESOLVED FURTHER THAT the Board of Directors and Company Secretary of the Company be and are hereby severally authorized to deal with any Government or Semi-Government authorities or any other concerned intermediaries including but not limited to BSE Limited (BSE), Securities and Exchange Board of India (SEBI), Registrar of Companies (ROC), to apply, modify, rectify, submit, sign and execute any application and/or related documents on behalf of the Company for the purpose of Migration/listing of the Company on Main Board of BSE Limited (BSE) and to do all such acts, deeds and things as may be necessary, proper or expedient to give effect to this resolution.”

ITEM NO. 02: TO MAKE AN APPLICATION FOR DIRECT LISTING/ TRADING OF EQUITY SHARES OF THE COMPANY ON THE MAIN BOARD OF NATIONAL STOCK EXCHANGE OF INDIA LIMITED (NSE)

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

“RESOLVED THAT pursuant to provisions laid down in Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and other applicable provisions of the Companies Act 2013 and the rules made thereunder (including any statutory modifications or re-enactment thereof for the time being in force), guidelines/requirements given by the National Stock Exchange of India Limited (NSE), subject to the applicable laws, by-laws, rules and regulations of NSE and subject to the approval of any statutory authorities, if any, the consent of the members of the Company be and is hereby accorded for making an application for Direct Listing/Trading of Equity Shares of the Company on Main Board of National Stock Exchange of India Limited (NSE), which is already listed on SME Platform of BSE and upon direct listing the said Equity Shares traded on the capital segment (Main Board) of NSE, from the date of approval of getting listed and admitted to be dealt on Main Board of NSE as and when the Company is eligible for the same and to follow such procedures as specified by SEBI (ICDR) Regulations, 2018 and

other applicable regulations notified by SEBI / regulatory authorities as amended from time to time to give effect to this resolution.

RESOLVED FURTHER THAT the Board of Directors and Company Secretary of the Company be and are hereby severally authorized to deal with any Government or Semi-Government authorities or any other concerned intermediaries including but not limited to National Stock Exchange of India Limited (NSE), Securities and Exchange Board of India (SEBI), Registrar of Companies (ROC), to apply, modify, rectify, submit, sign and execute any application and/or related documents on behalf of the Company for the purpose of listing of the Company on Main Board of National Stock Exchange of India Limited (NSE) and to do all such acts, deeds and things as may be necessary, proper or expedient to give effect to this resolution.”

**By order of the Board of Directors
Veefin Solutions Limited**

**Sd/-
Urja Harsh Thakkar
Company Secretary & Compliance Officer
(ACS No.: 42925)**

Date: June 16, 2026

Place: Mumbai

Registered Office:

Global One, 2nd Floor, CTS No. 252, 252 1,
LBS Marg, Kurla (W), Mumbai-400070

CIN: L72900MH2020PLC347893

www.veefin.com

NOTES:

1. The Explanatory Statement pursuant to Section 102 & 110 of the Companies Act, 2013 read with Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014 stating all material facts and the reasons for the proposal is annexed hereto.
2. The Postal Ballot Notice is being sent to the Shareholders whose names appear in the Register of Members/Record of Depositories as at the close of business hours on Friday, June 12, 2026. The Postal Ballot Notice is being sent by E-mail to the Shareholders whose email address is registered with the Company/Depository Participant(s) for communication. For Shareholders who have not registered their email address, the Postal Ballot Notice may also be accessed on Company's website www.veefin.com and on the website of BSE Ltd www.bsesme.com. A person who is not a Member as on the cut-off date should treat this Notice of Postal Ballot for information purpose only. Only those members whose names are recorded in Register of Members/Record of Depositories as on cut-off date will be entitled to cast their votes by Postal Ballot or e-voting. It is however, clarified that all the persons who are members of the Company as on **Friday, June 12, 2026** (including those members who may not have received this Notice due to non-registration of their email IDs with the Company or the Depositories/Depository Participants) shall be entitled to vote in relation to the resolution specified in this Notice.
3. The voting rights of the members shall be in proportion to their equity shares held in the total paid up equity share capital of the Company as on the cut-off date i.e. **Friday, June 12, 2026**.
4. In accordance with the provisions of the MCA Circulars, Shareholders can vote only through the remote e-voting process. Physical copies of the Postal Ballot Notice and pre-paid business reply envelopes are not being sent to shareholders for this Postal Ballot.
5. This Notice along with the instructions regarding e-voting is being sent by e-mail to all those Members, whose e-mail addresses are with the Company/Depository Participant(s) and whose names appear in the Register of Members/list of Beneficial Owners as on the Cut-off Date, in accordance with the guidelines prescribed by the Ministry of Corporate Affairs ("MCA") for holding general meetings/conducting postal ballot process through e-voting vide General Circular Nos. 14/2020 dated April 08, 2020, 17/2020 dated April 13, 2020, 39/2020 dated December 31, 2020, 10/2021 dated June 23, 2021, 19/2021 dated December 08, 2021, 03/2022 dated May 05, 2022 and 11/2022 dated December 28, 2022 and 09/2023 dated September 25, 2023 and 09/2024 dated September 19, 2024 and 03/2025 dated September 22, 2025 ("MCA Circulars").
6. The Company has engaged the services of National Securities Depository Limited ("NSDL") for the purpose of providing remote e-Voting facility to its members. The remote e-Voting facility is available at the link www.evoting.nsdl.com.
7. E-voting period will commence on and from Monday, 22nd June, 2026 (9.00 AM Indian Standard Time) and ends on Tuesday, 21st July, 2026 (5.00 PM Indian Standard Time) (inclusive of both the days). The e-voting module shall be disabled for voting thereafter.
8. The Board of Directors of Company has appointed Mr. Maharshi Ganatra (Mem No.- F11332; COP No.: 14520) on behalf of M/s. Maharshi Ganatra and Associates, Practicing Company Secretaries as the Scrutinizer for conducting this Postal Ballot/e-Voting process in a fair and transparent manner.

9. After completion of scrutiny of votes cast electronically, the Scrutinizer will submit the report to the Chairman and/ or Company Secretary and results of the Voting shall be announced by the Chairman or Company Secretary of the Company within the stipulated timelines at the registered office of the Company. The results of voting shall also be displayed on the website of the Company, www.veefin.com besides being sent to the Stock Exchange on the said date.
10. The resolution/s, if passed by requisite majority, will be deemed to be passed on Tuesday, 21 July, 2026 i.e. the last date of e-voting.

Instructions and process for E-voting are as under: -

The e-voting period commences on Monday, 22 June, 2026 (09:00 AM Indian Standard Time) and ends on Tuesday, 21 July, 2026 (05:00 PM Indian Standard Time). During this period shareholders of the Company, may cast their vote electronically. The e-voting module shall also be disabled for voting after Tuesday, 21 July, 2026 at 05:00 p.m. Once the vote on a resolution is cast by the shareholder, the shareholder shall not be allowed to change it subsequently.

The procedure to login to e-Voting website consists of two steps as detailed hereunder:

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 for Individual shareholders holding securities in demat mode

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

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

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL.	<ol style="list-style-type: none"> For OTP based login you can click on https://eservices.nsd.com/SecureWeb/evoting/evotinglogin.jsp. You will have to enter your 8-digit DP ID, 8-digit Client Id, PAN No., Verification code and generate OTP. Enter the OTP received on registered email id/mobile number and click on login. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period. Existing IDeAS user can visit the e-Services website of NSDL Viz. https://eservices.nsd.com either on a Personal Computer or on a mobile. On the e-Services home page click on the “Beneficial Owner” icon under “Login” which is available under ‘IDeAS’ section, this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on “Access to e-Voting” under e-

Voting services and you will be able to see e-Voting page. Click on company name or **e-Voting service provider i.e. NSDL** and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period.

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.
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



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. 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.

Important note: Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

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

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

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

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

1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsdl.com/> either on a Personal Computer or on a mobile.
2. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section.
3. A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen.
Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at <https://eservices.nsdl.com/> with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.
4. Your User ID details are given below :

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical

Your User ID is:

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

5. Password details for shareholders other than Individual shareholders are given below:
 - a) If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
 - b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.
 - c) How to retrieve your 'initial password'?
 - (i) If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.
 - (ii) If your email ID is not registered, please follow steps mentioned below in **process for those shareholders whose email ids are not registered**
6. If you are unable to retrieve or have not received the "Initial password" or have forgotten your password:
 - a) Click on "**Forgot User Details/Password?**"(If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.
 - b) **Physical User Reset Password?**" (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.
 - c) If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.com mentioning your demat account number/folio number, your PAN, your name and your registered address etc.
 - d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.
7. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.
8. Now, you will have to click on "Login" button.
9. After you click on the "Login" button, Home page of e-Voting will open.

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

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

1. After successful login at Step 1, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle.
2. Select "EVEN" of company for which you wish to cast your vote during the remote e-Voting period.
3. Now you are ready for e-Voting as the Voting page opens.
4. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on "Submit" and also "Confirm" when prompted.
5. Upon confirmation, the message "Vote cast successfully" will be displayed.

6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

General Guidelines for shareholders

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to 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 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 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.

EXPLANATORY STATEMENT TO BE ANNEXED TO THE NOTICE PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013

As required under Section 102 of the Companies Act, 2013 (“Act”), the following explanatory statement sets out all material facts relating to the special business mentioned under Item No. 1 & 2 of the accompanying notice:

ITEM NO. 01: TO APPROVE OF MIGRATION OF LISTING/TRADING OF EQUITY SHARES OF THE COMPANY FROM SME PLATFORM OF BSE LIMITED TO MAIN BOARD OF BSE LIMITED

As all the members are kind aware that the Company’s equity shares have been listed on the SME platform of BSE Limited (BSE) since July 05, 2023, and will be completing three years on July 05, 2026. In accordance with Regulation 280 of Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, the Paid-up Equity Share Capital of the Company is Rs. 25,53,94,170, comprising of 2,55,39,417 equity shares of face value of Rs. 10/- each. In terms of Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 (“ICDR Regulations”), read with applicable SEBI Circulars and BSE Circulars, an issuer whose specified securities are listed on a SME platform of BSE Limited (BSE) can migrate to the Main Board after completion of three years of listing on SME platform subject to fulfillment of other Main Board listing conditions. The Company has been listed and traded on the SME Platform of BSE Limited (BSE) and will be completing three years on July 05th, 2026 and after fulfilling the criteria laid down in the SEBI ICDR Regulations, 2018, the Company proposes voluntary migration to the Main Board of BSE Limited (BSE) as per the guidelines specified by SEBI.

In view of increasing business activities, the Board of Directors has decided to migrate the listing and trading of the equity shares of the Company from SME platform of BSE Limited (BSE) to Main Board of BSE.

The listing on the Main Board is likely to have enhanced recognition, strong brand image, wider participation by retail investors in trading of the equity shares of the Company. The benefits of listing on the main board are in the form of increase in liquidity, visibility and larger investor participation will accrue to the shareholders by the listing & trading of the equity shares of the Company on the Main Board of the BSE.

Hence, the Board of Directors of the Company in their meeting held on June 16th, 2026 has decided to migrate the listing and trading of the equity shares of the Company from SME platform of BSE Limited (BSE) to the main board of BSE.

Pursuant to provisions of Regulation 277 of ICDR Regulations, the special resolution shall be acted upon if and only if the votes cast by shareholders other than promoters in favor of the proposal amount to at least two times the number of votes cast by shareholders other than promoter shareholders against the proposal. It is in the interest of all the shareholders, including public shareholders to migrate the listing of the Equity Shares of the Company on the Main Board of BSE. Hence, the Board recommends the passing of said resolution as a special resolution and seeks your approval.

None of the Directors, Key Managerial Persons of the Company or their relatives is concerned or interested, financial or otherwise, in the said Resolution except to the extent of equity shares held by them in the Company.

The Board of Directors recommends the Special Resolution set out at item no. 1 of the Notice for approval by the Members by **Special Resolution** in the Interest of the Company through Postal Ballot (remote e-voting).

ITEM NO. 02: TO MAKE AN APPLICATION FOR DIRECT LISTING/ TRADING OF EQUITY SHARES OF THE COMPANY ON THE MAIN BOARD OF NATIONAL STOCK EXCHANGE OF INDIA LIMITED (NSE).

As all the members are kind aware that the Company's equity shares have been listed on the SME platform of BSE Limited (BSE) since July 05, 2023, and become eligible to migrate from SME platform of BSE Limited (BSE) to the Main Board of BSE Limited by the end of three years of listing on SME platform of BSE Limited (BSE) i.e. July 05, 2026, as per the criteria laid down in the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 ("ICDR Regulations"), read with applicable SEBI Circulars and BSE/NSE circulars.

In addition to the migration to the Main Board of BSE, the Board of Directors of the Company in their meeting held on June 16, 2026, has also decided to simultaneously list the Company's equity shares on the Main Board of National Stock Exchange of India Limited (NSE) as well. Listing of securities of the Company on both the nationwide stock exchanges i.e. BSE and NSE will lead to enhanced recognition of the Company and will open a wide market for investors.

Pursuant to provisions of Regulation 277 of ICDR Regulations, the special resolution shall be acted upon if and only if the votes cast by shareholders other than promoters in favor of the proposal amount to at least two times the number of votes cast by shareholders other than promoter shareholders against the proposal. It is in the interest of all the shareholders, including public shareholders to direct listing of the equity shares of the Company on NSE. Hence, the Board recommends the passing of said resolution and seeks your approval.

None of the Directors, Key Managerial Persons of the Company or their relatives is concerned or interested, financial or otherwise, in the said Resolution except to the extent of equity shares held by them in the Company.

The Board of Directors recommends the Special Resolution set out at item no. 2 of the Notice for approval by the Members by **Special Resolution** in the Interest of the Company through Postal Ballot (remote e-voting).

By order of the Board of Directors

Veefin Solutions Limited

Sd/-

Urja Harsh Thakkar

Company Secretary & Compliance Officer

(ACS No.: 42925)

Date: June 16, 2026

Place: Mumbai

Registered Office:

Global One, 2nd Floor, CTS No. 252, 252 1,

LBS Marg, Kurla (W), Mumbai-400070

CIN: L72900MH2020PLC347893

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