CREDIFIN
#BuildingBharat

NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT 34TH ANNUAL GENERAL MEETING OF THE MEMBERS OF CREDIFIN LIMITED (FORMERLY KNOWN AS PHF LEASING LIMITED) ("THE COMPANY") WILL BE HELD ON FRIDAY, THE 31STDAY OF JULY, 2026 AT 12.00 NOON THROUGH VIDEO CONFERENCING ('VC')/ OTHER AUDIO-VISUAL MEANS ('OAVM') FACILITY TO TRANSACT THE FOLLOWING BUSINESSES:

ORDINARY BUSINESS

1. To receive, consider and adoption of Audited Financial Statements of the Company for the Financial Year ended March 31, 2026

To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended on March 31, 2026 and the reports of the Board of Directors and the Auditors thereon and, in this regard, to consider and if thought fit, to pass the following resolution as an **Ordinary Resolution**:

"**RESOLVED THAT** the Audited Financial Statements of the Company for the financial year ended March 31, 2026 and the reports of the Board of Directors and Auditors thereon, as circulated to the Members, be and are hereby considered and adopted."

2. **Appointment of Mr. Meghal Gupta (DIN: 09179500) as a Non-Executive Director, liable to retire by rotation and who, being eligible, offers himself for re-appointment**

To appoint a Director in place of Mr. Meghal Gupta (DIN: 09179500) who retires by rotation in terms of section 152(6) of the Companies Act, 2013 and being eligible, offers himself for re-appointment and in this regard to consider and if thought fit, to pass the following resolution as an **Ordinary Resolution**:

"RESOLVED THAT pursuant to the provisions of Section 152 and other applicable provisions of the Companies Act 2013 and applicable Rules framed thereunder, along with other applicable SEBI Regulations (including any Statutory modification(s) or re-enactment thereof for the time being in force), the extant Rules / Regulations / Guidelines / Notifications and Circulars prescribed by any relevant authorities including but not limited to Reserve Bank of India / Securities Exchange Board of India, pursuant to the Nomination and Remuneration Policy of the Company, as per the provisions of Articles of Association of the Company, on the recommendation of the Nomination and Remuneration Committee and the Board of Directors of the Company, the approval of the Members of the company, be and is hereby accorded for the re-appointment of Mr. Meghal Gupta (DIN: 09179500), who retires by rotation at this Annual General Meeting and who offers himself for reappointment, as Non-Executive Director of the Company, liable to retire by rotation."

3. To re-appoint M/s GSA & Associates LLP, Chartered Accountants (FRN: 000257N/ N500339) as Statutory Auditors of the Company for the Second Term of 5 Years

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

"RESOLVED THAT pursuant to the provisions of Sections 139, 141, 142 and other applicable provisions, if any, of the Companies Act, 2013 ('Act') read with the Companies (Audit and Auditors) Rules, 2014, other applicable rules framed under the Act, applicable SEBI Regulations (including any statutory modification(s) or re-enactment thereof for the time being in force), the extant Rules / Regulations / Guidelines / Notifications and Circulars prescribed by any relevant authorities including but not limited to Reserve Bank of India / Securities Exchange Board of India and based on the recommendation of the Audit Committee and the Board of Directors of the Company, M/s GSA & Associates LLP, Chartered Accountants (**FRN: 000257N/ N500339**), be and are hereby re-appointed as Statutory Auditors of the Company, to hold office for the second term of 5 years from the conclusion of this 34th Annual General Meeting until the conclusion of the 39th Annual General Meeting of the Company to

34 Years of TRUST & COMMITMENT

be held in the financial year 2030–31, on a remuneration at the range of Rs. 8,00,000/- to Rs. 15,00,000/- per annum plus GST as applicable and reimbursement of out-of-pocket expenses incurred by the auditors in connection with the audit, including tax audit of the company, with authority to the Board of Directors of the Company, which will be deemed to include any Committee of the Board constituted to exercise its powers, including powers conferred by this Resolution, to finalize and revise, from time to time the terms and conditions of re-appointment, including remuneration of the Statutory Auditor, based on the recommendation of the Audit Committee, as may be mutually agreed between the Board of Directors of the Company and the Statutory Auditors.

RESOLVED FURTHER THAT the Board of Directors, including any Committee thereof, be and is hereby authorized to do all acts and take all such steps as may be necessary, proper, or expedient to give effect to this resolution."

SPECIAL BUSINESS

4. To approve continuation of directorship of Mr. Meghal Gupta (DIN: 09179500) as a Non-Executive Director and payment of professional fees

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

"RESOLVED THAT pursuant to the provisions of Regulation 17(1D) and 17(6) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("LODR") (including any statutory modification(s) or re-enactment(s) thereof for time being in force), applicable provisions of the Articles of Association of the Company, and any other applicable provisions of the Companies Act, 2013 along with Rules framed thereunder, on the recommendation of the Nomination and Remuneration Committee and the Board of Directors of the Company, consent of the Members of the Company be and is hereby accorded for continuation of Directorship of Mr. Meghal Gupta (DIN: 09179500) as Non-Executive Director of the Company and payment of professional fees to Mr. Meghal Gupta for rendering professional services to the Company, in addition to his role as a Non-Executive Director, on such terms and conditions and at such remuneration as may be approved by the Board of Directors from time to time, subject to the overall limits and applicable provisions of the Companies Act, 2013 and the SEBI LODR Regulations.

RESOLVED FURTHER THAT Mr. Meghal Gupta (DIN: 09179500), Director shall perform duties as prescribed under Companies Act, 2013 along with Rules framed thereunder, Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and any additional duties as may be prescribed by the Board of Directors of the Company.

RESOLVED FURTHER THAT for giving effect to this resolution, the Board be and hereby severally authorize any Director of the Company to take all actions and do all such deeds, matters and things as it may, in its absolute discretion, deem necessary, desirable or expedient to effect to any as may be deemed appropriate, and to do all acts, deeds and things in connection therewith and incidental thereto as the Board in its absolute discretion deem fit or expedient.

RESOLVED FURTHER THAT any Director of the Company be and hereby are severally authorized to file all necessary forms including intimations/reporting, if any, to the Registrar of Companies, Reserve Bank of India (RBI) and other regulatory authorities and to do all acts, deeds and things as may be required for giving effect to the aforesaid resolution**.**

RESOLVED FURTHER THAT a certified copy of this Resolution may be provided to all concerns as and when required under the hand of any Director and/or Company Secretary of the Company."

5. To re-appoint Ms. Aditi Kapur (DIN: 06597596) as an Independent Director of the Company

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

"**RESOLVED THAT** pursuant to the provisions of Sections 149, 150, 152, Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 ("the Act") and the rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force), Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, Reserve Bank of India (Non-Banking Financial Companies – Governance Directions) and the Articles of Association of the company, Ms. Aditi Kapur (DIN: 06597596), who has submitted a declaration that she meets the criteria for independence as provided under the Act and in respect of whom the Company has received a notice in writing proposing her candidature for the office of Independent Director under section 160 of the Act and in accordance with the recommendation of the Nomination & Remuneration Committee and the Board of Directors, be and is hereby re-appointed as an Independent Director of the Company, not liable to retire by rotation, to hold office for a second term of five consecutive years from June 26, 2026 and ending on June 25, 2031 (both days inclusive).

RESOLVED FURTHER THAT the Board of Directors ("the Board", which term shall be deemed to include any committee constituted by the Board to exercise its powers including the powers conferred hereunder or any person authorized by the Board or its committee for such purpose) be and is hereby authorized to do all acts, deeds, matters and things as may be considered necessary, usual, proper or expedient to give effect to the aforesaid resolution."

6. Re-appointment of Mr. Vijay Kumar Sareen (DIN: 07978240) as the Whole-time Director to be designated as Executive Director of the Company.

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

"**RESOLVED THAT** pursuant to the provisions of Sections 196, 197, 198 and 203 read with Schedule V and all other applicable provisions of the Companies Act, 2013 (Act) and relevant rules framed thereunder, the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations) or any statutory modification(s) or re-enactment(s) thereof, the Articles of Association of the Company and pursuant to the recommendation and approval respectively of the Nomination and Remuneration Committee and the Board of Directors of the Company (the "Board"), consent of the Shareholders of the Company be and is hereby accorded to the reappointment of Mr. Vijay Kumar Sareen (DIN: 07978240), as Executive Director of the Company for a term of (5) consecutive years, effective from May 6, 2026, on terms and conditions of appointment and remuneration as set out in the Explanatory Statement annexed hereto, which shall be deemed to form part hereof, with liberty to the Board to vary the terms and conditions of the said appointment including remuneration, as may be mutually agreed with Mr. Vijay Kumar Sareen from time to time, without being required to seek further approval of the members of the Company or otherwise to the end intent that they shall be deemed to have given their approval thereto expressly by the authority of this resolution.

RESOLVED FURTHER THAT in the event of loss or inadequacy of profit in any financial year during the tenure of services of Mr. Vijay Kumar Sareen, the payment of salary, perquisites and other allowances shall be governed by the limits prescribed under Schedule V of the Act.

RESOLVED FURTHER THAT approval of the Company be and is hereby accorded to the Board of Directors of the Company (including any Committee thereof) to do all such acts, deeds, matters and things and to take all such steps as may be required in this connection including seeking all necessary approvals to give effect to this Resolution and to execute all necessary documents, applications, returns and writings as may be necessary, proper or expedient".

For & On Behalf of the Board of Directors
M/s CREDIFIN LIMITED
(Formerly Known as PHF Leasing Limited)
Sd/-
Manika Arora **Date: 30.06.2026**
Company Secretary **Place: Jalandhar**
Membership No:51855

NOTES:

1. The Explanatory Statement as required under Section 102 of the Companies Act, 2013 (Act), in respect of item No. 3,4, 5 and 6 of the Notice convening the Annual General Meeting (AGM) is annexed hereto.
2. The Ministry of Corporate Affairs, Government of India ("MCA") vide its General Circular Nos. 20/2020 and 10/2022 dated May 5, 2020 and December 28, 2022, respectively, read with General Circular No. 03/2025 dated September 22, 2025 and other circulars issued in this respect ("MCA Circulars") has permitted, inter-alia, holding of the AGM through Video Conferencing/ Other Audio-Visual Means ("VC/ OAVM") facility, in accordance with the requirements provided in paragraphs 3 and 4 of the MCA General Circular No. 20/2020. In compliance with these Circulars, provisions of the Act and the SEBI (Listing Obligations and Disclosure Requirements Regulations, 2015 ("Listing Regulations"), the 34th AGM of the Company shall be conducted through VC/ OAVM facility, which does not require physical presence of members at a common venue. The deemed venue for the 34th AGM shall be the Registered Office of the Company.
3. In terms of the MCA Circulars, physical attendance of members has been dispensed with and therefore, there is no requirement of appointment of proxies. Accordingly, the facility of appointment of proxies by members under Section 105 of the Act will not be available for the 34th AGM. However, in pursuance of Section 112 and Section 113 of the Act, representatives of the members, who are Bodies Corporate / Institutional shareholders, may attend the AGM through VC/OAVM and participate there at and cast their votes through e-voting. Institutional / Corporate shareholders (i.e. other than individuals, HUF, NRI, etc.) are required to send a scanned copy (PDF / JPG Format) of their respective Board or governing body resolution / authorization etc., authorizing their representative to attend the AGM through VC / OAVM on their behalf and to vote through remote e-voting. The said resolution / authorization shall be sent to the Company by e-mail on its registered e-mail address to compliance@credif.in with a copy marked to evoting@nsdl.com.
4. Since the AGM is being held through VC/ OAVM facility, Route Map for the deemed venue of the Meeting is not required to be annexed in this Notice.
5. 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 EGM/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.
6. Attendance of the members participating in the AGM through VC/ OAVM facility using their login credentials shall be counted for the purpose of reckoning the quorum under Section 103 of the Act.
7. Pursuant to the provisions of Section 108 of the Act read with Rule 20 of the Companies (Management and Administration) Rules, 2014, Secretarial Standard on General Meetings (SS-2) issued by the Institute of Company Secretaries of India ("ICSI") and Regulation 44 of Listing Regulations read with MCA Circulars, as amended, the Company is providing remote e-Voting facility to its members in respect of the business to be transacted at the 34th AGM and facility for those members participating in the 34th AGM to cast vote through e-Voting system during 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 and NSDL will be providing facility for voting through remote e-Voting, for participation in the 34th AGM through VC/ OAVM

facility and e-Voting during the AGM. Members may note that NSDL may use third party service provider for providing participation of the members through VC/ OAVM facility.

8. In terms of the MCA Circulars, the Notice convening the 34th AGM and Annual Report for the financial year 2026, will be available on the website of the Company at www.credif.in, on the website of Metropolitan Stock Exchange at www.msei.in and also on the website of National Securities Depositories Limited ("NSDL") at www.evoting.nsdl.com.
9. Electronic copy of the Annual Report for the financial year 2026 is being sent to all the members whose email addresses are registered with the Company/ Depository Participant(s) for communication purposes unless any member has requested for a hard copy of the same. A letter providing the web-link, including the exact path, where complete details of the Annual Report has been sent to those members whose e-mail addresses are not so registered.
10. The details required under Regulation 36(3) of the SEBI Listing Regulations, 2015 and Secretarial Standards on General Meetings (SS- 2) issued by the Institute of Company Secretaries of India, in respect of Directors seeking appointment / re-appointment at this AGM form part of the Notice.
11. The Directors seeking re-appointment have furnished the declaration under Rule 14 of the Companies (Appointment and Qualification of Directors) Rules, 2014 read with Section 164(2) of the Companies Act, 2013 and other requisite declarations for their re-appointment.
12. Members who would like to express their views/ask questions during the meeting may register themselves as a speaker and/or send their questions at least 2 days in advance i.e. on or before 5.00 p.m. on July 28, 2026 by mentioning their name, demat account number/ folio number, email id, mobile number at email: compliance@credif.in to enable the Company to reply suitably during the AGM. The Chairman will endeavour to respond to the same at the AGM. Queries received after this time and date may not be responded to, at the AGM. Further, the Company reserves the right to restrict the number of speakers depending on the availability of time for the AGM.
13. All correspondence for shares held in physical form relating to transmission of shares, loss of share certificates, issue of duplicate shares, change of address, dividend mandates, etc. quoting their folio numbers should be sent to the Registrar & Transfer Agents (R&T Agents) only, at their following address:

    Skyline Financial Services Private Limited
    D-153A, 1st Floor, Okhla Industrial Area, Phase-1,
    New Delhi – 110020, India

14. As per Regulation 40 of SEBI Listing Regulations, securities of listed companies are allowed to be transferred only in dematerialised form with effect from April 1, 2019. Further, transmission or transposition of securities held in physical or dematerialized form is also allowed only in dematerialised form w.e.f. January 24, 2022. SEBI, vide its circular dated January 25, 2022 has clarified that listed companies, with immediate effect, shall issue the securities in dematerialised form only while processing investor service request pertaining to issuance of duplicate share certificate, exchange of securities, endorsement, subdivision/consolidation of share certificates etc. In view of this as also to eliminate all risk associated with physical shares and for ease of portfolio management, members holding shares in physical form are requested to consider converting their holding to dematerialised form. Members can contact the Company or Registrar & Share Transfer Agent, Skyline Financial Services Private Limited for assistance in this regard. Members holding shares in physical form are requested to notify immediately any change in their address/mandate/bank details to the Company or to the office of the Registrar & Share Transfer Agent, Skyline Financial Services Private Limited quoting their folio number.

    Effective April 2, 2026, SEBI has abolished the requirement to issue a Letter of Confirmation (LoC) for investor services like issuing duplicate securities, transmission or transfers and has mandated RTAs to directly credit securities to the demat account within 30 days. Any LOC issued prior to this date may continue to be used by investors for dematerialisation within the prescribed timeline

Procedure for Inspection of Documents:

15. The Register of Directors and Key Managerial Personnel and their shareholding, maintained under Section 170 of the Act, and the Register of Contracts or Arrangements in which the directors are interested, maintained under Section 189 of the Act, will be available electronically for inspection by the members during the AGM. All documents referred to in the Notice will also be available for electronic inspection without any fee by the members from the date of circulation of this Notice up to the date of AGM, i.e. July 31, 2026. Members seeking to inspect such documents can send an email to compliance@credif.in.
16. Members seeking any information with regard to the accounts or any matter to be placed at the AGM, are requested to write to the Company on or before July 24, 2026 by sending e-mail on compliance@credif.in. The same will be replied by the Company suitably.

Dispatch of Annual Report through Electronic Mode:

17. For receiving all communication (including Annual Report) from the Company electronically:

    a) Members holding shares in physical mode are requested to register their email addresses with the Company by writing to Ms. Manika Arora, Company Secretary at her email id compliance@credif.in or to Registrar & Share Transfer Agent, M/s Skyline Financial Services Private Limited at its e-mail id admin@skylinerta.com by quoting your Folio No., PAN, Mobile No., Email-Id along with a self-attested copy of your PAN Card / Aadhar Card and Share Certificate (front and back).

    b) Members holding shares in dematerialized mode, are requested to register their email addresses with their relevant depositories through their depository participants. However, for temporary registration for the purpose of obtaining this notice, shareholders may register their email ids with the Company by writing to Ms. Manika Arora, Company Secretary of the Company, at her email-id compliance@credif.in.

18. The notice is being sent to all the members of the Company, whose names appear in the register of members/ record(s) of depositories as on July 03, 2026. A person who is not a member as on cut-off date should treat this Notice for information purpose only.

Procedure for 'remote e-voting' and e-voting at the AGM

19. **A. E-Voting Facility:**

    (i) 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, the Company is providing to its members, facility to exercise their right to vote on resolutions proposed to be passed at the AGM by electronic means ("e-voting"). Members may cast their votes remotely, using an electronic voting system on the dates mentioned herein below ("remote e-voting''). 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 venue voting on the date of the AGM will be provided by NSDL.

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

    Commencement of remote e-voting : July 28, 2026 at 9.00 A.M.
    End of remote e-voting : July 30, 2026 at 5.00 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. July 24, 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 July 24, 2026.

(ii) In case a person becomes a member of the Company after dispatch of e-AGM Notice, and is a member as on the cut-off date for e-voting, i.e. Friday, July 24, 2026, such person may obtain the user id and password by mailing to the Company at compliance@credif.in or RTA at admin@skylinerta.com.

(iii) The Company has appointed Ms. Sagrika Jayee (M. No: 61678), Practicing Company Secretary, as the Scrutinizer and M/s Mahesh Kumar and Associates (FRN No. S2016PB421400) as an additional scrutinizer for conducting the e-voting process in accordance with the law in a fair and transparent manner. The Scrutiniser will, after the conclusion of e-voting at the Meeting, scrutinize the votes cast at the Meeting and votes cast through remote e-voting, make a consolidated Scrutiniser's Report and submit the same to the Chairman. The result of e-voting will be declared within two working days of the conclusion of the Meeting and the same, along with the consolidated Scrutiniser's Report, will be placed on the website of NSDL, the e-voting agency & on the Company's website at www.credif.in.

THE INSTRUCTIONS FOR MEMBERS FOR REMOTE E-VOTING AND JOINING GENERAL MEETING ARE AS UNDER:

Members are requested to follow the instructions given below to cast their vote through e-voting and to access the Video Conference facility at the Annual General Meeting:

The remote e-voting period begins on Tuesday, July 28, 2026, 2026 at 9.00 A.M. and ends on Thursday, July 30, 2026, 2026 at 5.00 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. July 24, 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 July 24, 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 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 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 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 able 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 compliance@credif.in 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 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 compliance@credif.in.
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 compliance@credif.in.

   - 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**.
   - If you are a non-individual shareholder holding securities in demat mode, please refer to the login method explained at Step 1 (B) i.e. Login method for e-Voting for non-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.

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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 compliance@credif.in. The same will be replied by the company suitably.

Other Information: -

1. Members holding equity shares of the Company in physical form are requested to kindly get their equity shares converted into demat/electronic form to get inherent benefits of dematerialization and also considering that physical transfer of equity shares/ issuance of equity shares in physical form have been disallowed by SEBI.

2. SEBI has made it mandatory for all Companies to use the bank account details furnished by the Depositories and the bank account details maintained by the RTA for payment of dividend to Members electronically. The Company has extended the facility of electronic credit of dividend directly to the respective bank accounts of the Member(s) through Electronic Clearing Service (ECS)/National Electronic Clearing Service (NECS)/ Automated Clearing House (ACH)/ Real Time Gross Settlement (RTGS)/ Direct Credit/ NEFT etc.

3. SEBI vide circular no. SEBI/HO/OIAE/OIAE_IAD-1/P/ CIR/2023/131 dated 31 July 2023 (updated as on 4 August 2023) has specified that a shareholder shall first take up his/her/their grievance with the listed entity by lodging a complaint directly with the concerned listed entity and if the grievance is not redressed

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satisfactorily, the shareholder may, in accordance with the SCORES guidelines, escalate the same through the SCORES portal in accordance with the process laid out therein. Only after exhausting all available options for resolution of the grievance, if the shareholder is not satisfied with the outcome, he/she/they can initiate dispute resolution through the Online Dispute Resolution ('ODR') portal. Shareholders are requested to take note of the same.

4. Members may note that, in terms of the Listing Regulations equity shares of the Company can only be transferred in dematerialized form.

5. Non-Resident Indian Members are requested to inform the Company/RTA (if shareholding is in physical mode)/respective DPs (if shareholding is in demat mode), immediately on: 1) Change in their residential status on return to India for permanent settlement; 2) Particulars of their bank account maintained in India with complete name, branch, account type, account number and address of the bank with PIN Code number, if not furnished earlier.

6. Members holding shares in dematerialised form:

(a) may contact their Depository Participant(s) for recording nomination in respect of their shares.

(b) are requested to intimate all changes pertaining to their bank details, nominations, power of attorney, change of address, change of name, e-mail address, contact numbers, etc., to their DP only. Changes intimated to the DP will then be automatically reflected in the Company's records.

(c) Further instructions, if any, already given by them in respect of shares held in physical form will not be automatically applicable to the dividend paid on shares held in electronic form. Members may therefore give instructions regarding bank accounts in which they wish to receive dividend, to their Depository Participants.

(d) Securities and Exchange Board of India (SEBI) has mandated submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are therefore requested to submit their PAN to their Depository Participants with whom they are maintaining their demat accounts.

EXPLANATORY STATEMENT PURSUANT TO PROVISIONS OF SECTION 102 OF THE COMPANIES ACT, 2013

Item No. 3

The Members of Credifin Limited ("Credifin") at the 29th Annual General Meeting (AGM) held on September 23, 2021, had approved the appointment of M/s GSA & Associates LLP, Chartered Accountants (FRN: 000257N/ N500339), as Statutory Auditors of the Company for a term ending at the conclusion of the AGM to be held in the year 2026. As such, the Statutory Auditors will complete their first term at the conclusion of the ensuing 34th AGM of the Company. Pursuant to Section 139(2)(b) of the Companies Act, 2013 ("the Act"), a listed company may re-appoint an audit firm for a second term of five consecutive years. M/s GSA & Associates LLP, Chartered Accountants are eligible for re-appointment for the second term, from the conclusion of the ensuing 34th AGM until the conclusion of the 39th AGM of the Company to be held in the financial year 2030-31, as they meet the eligibility criteria as defined in the Section 139(2)(b) of the Companies Act,2013.

The Audit Committee, in its meeting held on May 5, 2026, evaluated the performance, eligibility, qualifications, and independence of M/s GSA & Associates LLP, as required under Rule 3(1) of the Companies (Audit and Auditors) Rules, 2014. The Committee noted that the firm has demonstrated robust audit capabilities over the past five years, deploying a competent team of senior audit professionals with experience in auditing listed companies of similar size and scale, and possessing sector-specific expertise relevant to Credifin. The firm has also confirmed its independence under Section 141 of the Act and the Code of Ethics issued by the Institute of Chartered Accountants of India (ICAI). It complies with the SEBI (Prohibition of Insider Trading) Regulations, 2015, ensuring confidentiality of unpublished price-sensitive information, and holds a valid certificate from the ICAI Peer Review Board. The firm has declared that it has not undertaken any prohibited non-audit assignments for Credifin.

Based on the recommendation of the Audit Committee, Board of Directors has recommended the re-appointment of M/s GSA & Associates LLP as Statutory Auditors for a second term of five consecutive years, from the conclusion of the 34th AGM until the conclusion of the 39th AGM of the Company to be held in the financial year 2030-31, at a remuneration range of Rs. 8,00,000/- to Rs. 15,00,000/- per annum, plus applicable Goods and Services Tax (GST) and reimbursement of out-of-pocket expenses incurred in connection with the statutory audit and tax audit of the Company, for approval by the shareholders. The Board and Audit Committee may revise the remuneration during the auditors' tenure based on performance reviews, additional efforts due to regulatory changes, internal restructurings, rendering of other services, or other considerations, subject to applicable approvals.

M/s GSA & Associates LLP have provided written consent for their re-appointment and a certificate confirming their eligibility under Section 141 and compliance with Rule 4 of the Companies (Audit and Auditors) Rules, 2014, affirming:-

- Eligibility and non-disqualification under the Act, the Chartered Accountants Act, 1949, and related regulations.
- Compliance with the term limits under Section 139(2).
- Non pendency of proceedings related to professional conduct before the ICAI or any competent authority or court.
- The proposed appointment being within the limits laid down by the Act.

The firm has also confirmed compliance with the SEBI (Prohibition of Insider Trading) Regulations, 2015. Based on the recommendations of the Audit Committee and the Board of Directors, the re-appointment of M/s GSA & Associates LLP as Statutory Auditors for a second term of five years, as set out in Resolution No. 3, is proposed for approval by the Members as an Ordinary Resolution.

Proposed Remuneration:-

The Auditors are proposed to be re-appointed at a remuneration range of Rs. 8,00,000/- to Rs. 15,00,000/- per annum plus GST as applicable and reimbursement of out-of-pocket expenses incurred by the auditors in connection with the statutory audit and tax audit of the company, with authority to the Board of Directors of the Company, which will be deemed to include any Committee of the Board constituted to exercise its powers, including powers conferred by this Resolution, to revise from time to time, the terms and conditions of re-appointment, including remuneration of the Statutory Auditors, based on the recommendation of the Audit Committee, as may be mutually agreed between the Board of Directors of the Company and the Statutory Auditors.

Rationale for Re-appointment:-

M/s GSA & Associates LLP have exhibited robust audit capabilities and independence during their previous tenure. They have a proven track record of auditing companies of similar size and scale, including experience in the same sector. The firm has deployed a competent team of audit professionals, has undergone peer review by the Institute of Chartered Accountants of India (ICAI), and hold a valid peer review certificate. They have confirmed their independence as per the requirements under the Act and the Code of Ethics issued by the ICAI, and that they have not accepted any prohibited non-audit services. They have also confirmed their adherence to the SEBI (Prohibition of Insider Trading) Regulations, 2015.

Accordingly, the Board, on the recommendation of the Audit Committee, proposes the re-appointment of M/s GSA & Associates LLP as Statutory Auditors of the Company for the second term of five years, as set out in the Resolution No. 3 of the Notice. The Board recommends the Ordinary Resolution for Item No. 3 of this Notice for the approval of the Members.

The information as required under Regulation 36(5) of the SEBI (LODR) Regulations, 2015 is given under **Annexure-N1** at the end of this Explanatory Statement. This Explanatory Statement may also be regarded as an appropriate disclosure under the Listing Regulations.

None of the Director, Key Managerial Personnel, or their relatives are, in any way, concerned or interested, financially or otherwise, in the said resolution.

Item No. 4

As per clause 17 (1D) of SEBI Listing Regulations, the continuation of a Director, other than, Managing Director, Whole time Director, Manager, Independent Director or a Director retiring by rotation etc., serving on the Board of Directors of a listed entity shall be subject to the approval by the shareholders in a general meeting at least once in every five years from the date of his appointment or re-appointment as the case may be. Mr. Meghal Gupta (DIN: 09179500) was appointed, as a Non-Executive Director of the Company with effect from May 20, 2021. Further, in terms of Regulation 17(6) of the SEBI Listing Regulations, payment of fees or compensation to a Non-Executive Director (other than sitting fees within the prescribed limits) requires the approval of the shareholders in a general meeting. Accordingly, the approval of the Members is sought for payment of professional fees to Mr. Meghal Gupta for the professional services rendered by him to the Company, in addition to his role as a Non-Executive Director.

The Board considers the continuation of Mr. Meghal Gupta (DIN: 09179500) will be in the best interest of the Company. In terms of the compliance of the aforesaid new regulation, the resolution at Item No. 4 of the notice is proposed for approval by the members for his continuation as Non-Executive Director of the Company. The profile and specific areas of expertise of Mr. Meghal Gupta (DIN: 09179500) and other relevant information as required under SEBI Listing Regulations and Secretarial Standards are provided in the Corporate Governance Report.

The Board recommends the Special Resolution for the Item No. 4 of this Notice for the approval of the Members.

None of the Director, Key Managerial Personnel, or their relatives are, in any way, concerned or interested, financially or otherwise, in the said resolution except Mr. Meghal Gupta.

The information as required under para 1.2.5 of Secretarial Standard -2 read with Regulation 36 (3) of the SEBI (LODR) Regulations, 2015, is given under **Annexure N-2**, at the end of this Explanatory Statement.

Item No. 5

Pursuant to the provisions of section 149, 150, 152, schedule IV of the Companies Act, 2013 ("the Act"), Ms. Aditi Kapur (DIN:06597596) was appointed as an Independent Director of the company for a term of five years effective June 26, 2021 and her term expires on June 25, 2026. Further, pursuant to section 149 of the Act, an independent director shall be eligible for re-appointment for a second term of up to five consecutive years on passing of a special resolution by the shareholders. The company has received a notice in writing from a member under Section 160 of the Companies Act, 2013 proposing Ms. Aditi Kapur candidature for the office of the Director. The Nomination and Remuneration Committee has also recommended her appointment as an Independent Director for the second Term. Details of her qualification, experience, expertise and the information pursuant to regulation 36(3) of Listing Regulations and Secretarial Standards on general meetings are disclosed herein as an annexure to this explanatory statement. Ms. Aditi Kapur has given a declaration to the Board that she meets the criteria of independence as provided under section 149 of the Companies Act, 2013 as well as under applicable provisions of the Listing Regulations. In the opinion of the Board, Ms. Aditi Kapur fulfils the conditions specified in the Companies Act, 2013 and rules made thereunder for re-appointment as an Independent Director (ID).

The Board believes that her continued association as Independent Director would be of immense benefit to the company. Accordingly, the Board recommends the re-appointment of Ms. Aditi Kapur as an Independent Director for a second term of five consecutive years commencing from June 26, 2026 and ending on June 25, 2031 (both days inclusive). In compliance with the provisions of section 149 read with schedule IV of the Companies Act, 2013 and applicable provisions of the Listing Regulations, the re-appointment of Ms. Aditi Kapur is being placed before the Members for their approval. The terms and conditions of her appointment is available on the website of the company and would also be available for inspection without any fee by the members at the company's registered office during normal business hours on any working day up to the date of the AGM.

As on date, Ms. Aditi Kapur holds 11,000 Equity Shares in the Company and does not hold any Stock Options.

A copy of the draft letter for re-appointment of Ms. Aditi Kapur setting out the terms and conditions of re-appointment is available for inspection during the normal business hours on any working day except Sundays and Holidays and will also be kept open at the venue of the AGM till the conclusion of the AGM.

As per the provisions of Section 149 (10) of the Act, an Independent Director shall hold office for a term up to five consecutive years on the Board of a company, but shall be eligible for re-appointment on passing of a special resolution by the company and disclosure of such appointment in the Board's Report. Therefore, Ms. Aditi Kapur is proposed to be re-appointed by the Shareholders by way of a Special Resolution in the ensuing Annual General Meeting and the disclosure in terms of Section 149(10) of the Companies Act, 2013, has been duly made in the Board's Report.

Ms. Aditi Kapur had been appointed on the Board on June 26, 2021 as an Independent Director and was appointed for a term of 5 years by the Members of the Company in their 29th Annual General Meeting held on September 23, 2021 to hold office till June 25, 2026. As such, on the recommendation of the Nomination and Remuneration Committee, the Board of Directors had re-appointed her and recommended her to be re-appointed by the

Shareholders by way of a Special Resolution in the ensuing Annual General Meeting, for a Second term of five (5) consecutive years up to June 25, 2031.

In compliance with the provisions of Section 149 read with Schedule IV to the Act and Regulation 17 of SEBI Listing Regulations and other applicable Regulations, the re-appointment of Ms. Aditi Kapur as an Independent Director has now been placed before the Members for their approval by way of Special Resolution.

Keeping in view her vast expertise and knowledge, it will be in the interest of the Company that Ms. Aditi Kapur is re-appointed as an Independent Director of the Company by the Shareholders for a Second term of five (5) consecutive years up to June 25, 2031.

The Board recommends the Special Resolution for Item No. 5 of this Notice for approval of the Members. Except Ms. Aditi Kapur none of the other Directors and Key Managerial Personnel of the Company and their relatives is, in any way, concerned or interested, in the Resolution set out at Item No. 5 of the Notice. Ms. Aditi Kapur should be treated as interested in this resolution to the extent of benefits arising out of this resolution.

The information as required under para 1.2.5 of Secretarial Standard -2 and Regulation 36(3) of the SEBI (LODR) Regulations, 2015 is given under **Annexure-N3** at the end of this Explanatory Statement. This Explanatory Statement may also be regarded as an appropriate disclosure under the Listing Regulations.

Item No. 6

The shareholders at the 29th AGM of the Company held on September 23, 2021 approved the appointment of Mr. Vijay Kumar Sareen (DIN:07978240) as a Whole-time Director to be designated as Executive Director of the Company, for a period of five (5) years with effect from May 06, 2021.

Basis on the recommendation of the Nomination & Remuneration Committee, the Board at its meeting held on May 05, 2026, re-appointed Mr. Vijay Kumar Sareen, as a Whole-time Director to be designated as Executive Director of the Company with effect from May 6, 2026, till May 5, 2031, subject to the approval of the members in the Annual General Meeting.

Mr. V.K. Sareen had a distinguished academic career, having served as Ex-Vice Principal and Head of the Post Graduate Department of Commerce, where he contributed significantly to the development of academic and professional talent.

Considering his expertise and leadership, the Board, approved re-appointment of Mr. V.K. Sareen as a Executive Director of the Company. The Company has received his consent to act as Executive Director of the Company along with a declaration to the effect that he is not disqualified from being appointed as a Director in terms of Section 164(2) of the Act and has not been debarred or disqualified from being appointed as Director of a company by the Securities and Exchange Board of India, Ministry of Corporate Affairs, Reserve Bank of India or any such other Statutory Authority. Mr. V.K. Sareen satisfies all the conditions set out under subsection (3) of Section 196 of the Act and Schedule V to the Act including the conditions for being eligible for this appointment. As per the requirements of Section 196 and 197 of the Companies Act, 2013 and the provisions of Schedule V thereto, the appointment/ re-appointment of the Managing Director/ Whole Time Directors and their remuneration is to be made with approval of the Shareholders in the General Meeting and it is further provided that except with the approval of the company in general meeting by a special resolution, the remuneration payable to any one managing director; or Whole Time Director or manager shall not exceed five per cent of the net profits and if there is more than one such director, remuneration shall not exceed ten per cent of the net profits to all such directors and manager taken together. For the reason that with the proposed remuneration of Mr. V.K. Sareen as Whole Time Director to be designated as Executive Director of the Company, remuneration of all directors, taken together is likely to exceed 10% of the net profits of the Company, the matter requires approval of the Shareholders of the Company by way of Special Resolution. It is further provided in Schedule V to the Act that the Special Resolution passed for payment of remuneration to a managerial person at the general meeting of the company, should be for a period not exceeding three years.

Further, as per the provisions of Section 197 of the Companies Act, 2013 read with Section II of Part II of Schedule V, in case of absence or inadequacy of profits, the remuneration to be paid in excess of the limits specified in Section II of Part II of Schedule V has to be approved by the Members by way of a Special Resolution. Therefore, in order to suitably remunerate Mr. V.K. Sareen, Executive Director, keeping in view his entitlement and existing remuneration, as also the competitive market practices, if the Company's profits become inadequate, the approval of the Members is sought for payment of remuneration to him on the following terms and conditions:-

- **a.** **Salary and other benefits** Within the range of Rs. 18,00,000/- (Rupees Eighteen Lakhs Only) per annum to Rs. 30,00,000/- (Rupees Thirty Lakhs Only) per annum.
- **b.** Variable pay as may be decided by the Board from time to time in compliance to Nomination and Remuneration Policy besides to the Annual remuneration at (a) above
- **c.** **Service Contract period**: - 5 years i.e. from May 6, 2026, till May 5, 2031
- **d.** **Remuneration period**: - 3 years i.e. from May 6, 2026 till May 5, 2029
- **e.** **Severance Fees**:- No severance fees will be paid to him.
- **f.** Reimbursement of expenses incurred by him on account of the business of the Company in accordance of the Company's policy.

The appointee Director Mr. V.K. Sareen may be treated as interested in this resolution, to the extent of his remuneration and other benefits arising out of this resolution. No other Director/Key Managerial Personnel of the Company/their relatives are, in any way, concerned or interested, financially or otherwise, in the resolution set out at Item No. 6 of the Notice.

As on the date of this report, Mr. V.K. Sareen holds 100930 Equity Shares in the Company and does not hold any Stock Options.

Further, as per Section 197 of the Act read over with Rule 6 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, some Parameters have been specified which are to be taken into account by the Shareholders while according their approval as given below:-

(1) the Financial and operating performance of the company during the three preceding financial years.
(2) the relationship between remuneration and performance.
(3) the principle of proportionality of remuneration within the company, ideally by a rating methodology which compares the remuneration of directors to that of other directors on the board who receives remuneration and employees or executives of the company.
(4) whether remuneration policy for directors differs from remuneration policy for other employees and if so, an explanation for the difference.
(5) the securities held by the director, including options and details of the shares pledged as at the end of the preceding financial year.

As such your Directors have considered the above parameters in relation to extending the term and revision of remuneration of Mr. V.K. Sareen as Executive Director. The said proposal has also been approved by the Nomination and Remuneration Committee of the Board and by Audit Committee of the Board. The required information as per the above said parameters is given below:-

(1) The Financial and operating performance of the company during the three preceding financial years.

On Standalone basis:-

PARTICULARS	FY 2023-24	FY 2024-25	FY 2025-26
Total Income	3466.70	6,337.86	7795.86
Earnings before Interest, Depreciation and Tax and exceptional items (from Continued operation)	1923.77	3291.88	4113.11

Profit from Continued Operations before Tax and exceptional items	343.87	610.17	707.47
Total Profit before Tax after exceptional items	343.87	610.17	707.47
Total Profit after Tax	388.82	513.85	468.67
Total Comprehensive Income	380.01	502.63	471.92

(2) The relationship between remuneration and performance:-

The proposed remuneration as set out in item no. 6 of the Notice is fully justified. Further, the proposed remuneration has been evaluated by the Board, Nomination and Remuneration Committee of the Board and Audit Committee of the Board.

(3) The principle of proportionality of remuneration within the Company, ideally by a rating methodology which compares the remuneration of directors to that of other directors on the board who receives remuneration and employees or executives of the Company

The Principle of proportionality followed in the Company is that Whole Time Director and Managing Director of the Company are paid monthly remuneration. Independent Directors on the Board are paid Sitting Fee for the Board/Committee Meetings and reimbursement of travelling expenses is also made to them for attending Board / Committee Meetings. The sitting fee of the Independent Directors is decided by the Board based upon the qualifications, skill set and experience of the individual directors and the recommendation of the Nomination and Remuneration Committee. Further, the employees of the Company are paid remuneration based upon their qualifications, experience, personal traits and their performance in the Company. Some categories of the staff are also paid incentives and variable salary which is based upon their performance. The remuneration of the directors and senior management people of the company is approved by the Nomination and Remuneration Committee of the Board. As a lot of subjective criteria is involved in fixation of remuneration of the directors and employees of the Company, arithmetic principle of proportionality of remuneration within the Company is difficult to be arrived at and for the same reason, any rating methodology is also difficult to be worked out.

(4) Whether remuneration policy for directors differs from remuneration policy for the employees and if so, an explanation for the difference.

As per the Nomination and Remuneration Policy of the Company, remuneration payable to the Whole Time Directors is based upon performance and is subject to the provisions of the Companies Act, 2013, Listing Regulations and Articles of Association of the Company. The sitting fee payable to the Independent Directors is decided by the Board based upon the qualification, skill set and experience of the individual directors and recommendation of the Nomination and Remuneration Committee. The remuneration payable to Employees is based upon their knowledge, qualification, experience and performance. The reason for this differentiation is that remuneration to the Directors is governed by the provisions of the Companies Act, 2013, Listing Regulations and Articles of Association of the Company and remuneration to the employees of the Company is based upon other factors as explained in the foregoing discussion and the same is also influenced by competitive factors.

(5) The securities held by the director, including options and details of the shares pledged as at the end of the preceding financial year.

As on 31-03-2026, hold 100930 Equity Shares in the Company. Further he does not hold any Stock Options. Further, he has not pledged any shares as at the end of the preceding financial year.

The Board recommends the Special Resolution for the Item No. 6 of this Notice for the approval of the Members.

None of the Director, Key Managerial Personnel, or their relatives are, in any way, concerned or interested, financially or otherwise, in the said resolution except Mr. V.K. Sareen.

The information as required under para 1.2.5 of Secretarial Standard -2 is given under **Annexure N-4** along with information pursuant to Regulation 36 (3) of the SEBI (LODR) Regulations, 2015, at Mr. V.K. Sareen the end of this Explanatory Statement. Information required under Part II of Schedule V to the Companies Act, 2013 is given as **Annexure N-4A**

For & On Behalf of the Board of Directors
M/s CREDIFIN LIMITED
(Formerly Known as PHF Leasing Limited)

Sd/-
Manika Arora
Company Secretary
Membership No:51855

Date: 30.06.2026
Place: Jalandhar

Annexure N-1

Further, the information pursuant to Regulation 36(5) of the SEBI LODR Regulations is given below:-

Proposed fees payable to the statutory auditor	Rs. 8,00,000/- to Rs. 15,00,000/- for Audit includin Tax Audit The proposed fees payable to the Statutory Auditors are based on knowledge, expertise, experience, time and effort required to be put in by them.
Terms of appointment	Re-appointment for the second term of 5 (Five) consecutive years, commencing from the conclusion of ensuing AGM till the conclusion of the 39^{th} AGM of the Company to be held in the year 2031
Any material change in the fee payable to such auditor from that paid to the outgoing auditor along with the rationale for such change	Not applicable as the same Auditor is proposed to be re-appointed for second term
Basis of recommendation for appointment	The Board of Directors of the Company ('the Board'), on the recommendation of the Audit Committee ('the Committee'), recommended for the approval of the Members, the re-appointment of M/s GSA & Associates LLP, Chartered Accountants (Firm Registration No. 000257N / N500339) as the Statutory Auditors of the Company. The committee taking into account the credentials of M/s GSA & Associates LLP, Chartered Accountants and based on the evaluation of the quality of the audit work found M/s GSA & Associates LLP, Chartered Accountants to be best suited to handle the scale, diversity and complexity associated with the audit of the financial statements of the Company.
Details in relation to and credentials of the statutory auditor(s) proposed to be appointed	M/s GSA & Associates LLP was established in the year 1975 and has its head office at Delhi and branch offices at Jammu, Surat and Gurugram. The firm is empanelled with C&AG, RBI, MCX, SFIO, IBA and several others. Its clientele includes several large Public sector units, telecommunication companies, Banks and Private Sector Corporates. Based on the recommendation made by the Audit committee, after assessing the performance of M/S GSA & Associates LLP chartered accountants and considering their experience and expertise, the Board recommends the re-Appointment of GSA & Associates LLP, Chartered accountants as Statutory Auditors for the second term of 5 years, as set out in the Resolution No. 3 of the Notice of the ensuing AGM, for approval of the members

Annexure N-2

INFORMATION REGARDING DETAILS OF THE DIRECTORS SEEKING APPOINTMENT/REAPPOINTMENT IN ANNUAL GENERAL MEETING PURSUANT TO REGULATION 36 (3) OF THE LISTING REGULATIONS, 2015 AND PARA 1.2.5 OF SECRETARIAL STANDARDS-2 INCLUDING THE INFORMATION OF DIRECTORS, WHOSE REMUNERATION IS BEING FIXED/VARIED

Name of Director	Mr. Meghal Gupta (DIN: 09179500)
Date of First (Original) Appointment on the Board:	May 20, 2021
Date of Birth, Age	20.01.1995, About 31 Years
Designation	Non-Executive Director
Nature of Expertise in Specific Functional Area and experience:- Mr. Meghal Gupta is an Engineer by qualification with extensive experience in the NBFC and financial services sector. He is the promoter of Hamco Ispat Private Limited; a well-established entity engaged in the manufacturing and export of a wide range of industrial tools. He has demonstrated strong multi-sector leadership by successfully leading ventures across financial services, electric mobility, hand tool manufacturing, and AI-driven solutions. He possesses deep expertise in fund arrangement, credit assessment, and financial discipline, with a consistent focus on building scalable and sustainable business models across diverse verticals. He is known for his relationship-driven approach to growth, supported by a wide and trusted professional network. His ability to foster strategic partnerships, drive sales expansion, and maintain strong customer relationships has contributed significantly to business success. Additionally, his practical and structured approach to customer evaluation and debt recovery ensures operational efficiency and a healthy financial ecosystem. His professional journey is complemented by his strong personal values of discipline, integrity, and perseverance. He is a national-level participant in Judo and Yoga, and a state-level athlete in Swimming and Roller Skating, he brings focus, resilience, and a competitive spirit into his work. He is widely regarded for his commitment to transparency, honouring obligations, and creating long-term value built on trust and consistency.	
Terms and Conditions of Appointment or Re-appointment and Remuneration, if any:	
Term	Mr. Meghal Gupta, who is liable to retire by rotation, is proposed to be re-appointed as a Non-Executive Non Independent Director by the Shareholders of the Company in the ensuing Annual General Meeting. Further pursuant to regulation 17(1D) of SEBI (LODR) Regulations 2015, as per the date of approval by shareholders in ensuing Annual General Meeting will be considered as the date of appointment in this case and it will be valid for the next five year
Remuneration last drawn, if applicable	NIL
Details of Remuneration sought to be paid	NIL
Qualification	B. Tech
List of Other Directorships	NIL
Names of Listed Entities in which the person also holds the directorship	No Company other than Credifin Limited (formerly known as PHF Leasing Limited)
Chairmanship/Membership of the Committees of the Board of Directors of Credifin Ltd	Stakeholders Relationship Committee-Member

Chairmanship/Membership of the Committees of the Board of Directors of other Companies	NIL
Names of listed entities from which the person has resigned in the past three years	NIL
Membership/Chairmanship of the Committees of listed entities from which the person has resigned in the past three years	NIL
Shareholding in the Company (As on 31.03.2026)	0.39%
Shareholding in the Company as a Beneficial Owner (As on 31.03.2026)	NIL
Relationship between directors inter-se and relationship with Manager and other Key Managerial Personnel of the Company:-Nil	
No. of Meetings of Board attended during the FY 2025-26	04

Annexure N-3

INFORMATION REGARDING DETAILS OF THE DIRECTORS SEEKING APPOINTMENT/RE-APPOINTMENT IN ANNUAL GENERAL MEETING PURSUANT TO REGULATION 36 (3) OF THE LISTING REGULATIONS, 2015 AND PARA 1.2.5 OF SECRETARIAL STANDARDS-2 INCLUDING THE INFORMATION OF DIRECTORS, WHOSE REMUNERATION IS BEING FIXED/VARIED

Name of Director	Ms. Aditi Kapur
Date of First (Original) Appointment on the Board:	June 26, 2021
Date of Birth, Age	29.09.1987 About 38 Years
Designation	Non-Executive Independent Director
It is proposed to re-appoint Ms. Aditi Kapur, as Non-Executive Independent Director of the Company for five (5) consecutive terms commencing from June 26, 2026 and ending on June 25, 2031 as set out in the Special Resolution at Item no. 5 of the Notice and as explained in the Explanatory Statement to the said item.	
Nature of Expertise in Specific Functional Area and experience: - Ms. Aditi Kapur Arora, is a qualified Company Secretary and a Law Graduate. She is also a Six Sigma Black Belt certified. She is also a Senior Associate in Kapur Law Firm, a leading civil law firm of Kapurthala established since 1925 and a Senior Associate in M/s Arora and Associates, a leading multi-disciplinary law firm based at Jalandhar. Her expertise includes corporate laws, management consultancy and BPR solutions. She has been handling independently legal matters of the reputed organizations in the region including Consumer Litigation, Arbitration Matters, Revenue Matters etc.	
Terms and Conditions of Appointment or Re-appointment and Remuneration, if any: NIL	
Term	Ms. Aditi Kapur is proposed to be re-appointed as Non-Executive Independent Director of the Company by the Shareholders of the Company in the ensuing Annual General Meeting, for the second term commencing from June 26, 2026 and ending on June 25, 2031. Her office is not liable to retirement by rotation
Remuneration last drawn, if applicable	She is being paid sitting fees of Rs. 10,000/- for attending meetings of the Board and Rs. 5000/- for attending Board Committees, if she is member thereof, in a calendar Quarter. Further she is entitled for reimbursement of actual travelling expenses, if any, for attending meetings of the Board and Committees thereof.
Details of Remuneration sought to be paid	Same as above.
Qualification	Law Graduate and Company Secretary
List of Other Directorships	NIL
Names of Listed Entities in which the person also holds the directorship	No Company other than Credifin Limited (Formerly known as PHF Leasing Limited)
Chairmanship/Membership of the Committees of the Board of Directors of Credifin Limited	1. Audit Committee- Member 2. Nomination and Remuneration Committee- Chairperson
Chairmanship/Membership of the Committees of the Board of Directors of other Companies	NIL
Names of listed entities from which the person has resigned in the past three years	NIL

Membership/Chairmanship of the Committees of listed entities from which the person has resigned in the past three years	NIL
Shareholding in the Company (As on 31.03.2026)	0.04%
Shareholding in the Company as a Beneficial Owner (As on 31.03.2026)	NIL
Relationship between directors inter-se and relationship with Manager and other Key Managerial Personnel of the Company:- None	
No. of Meetings of Board attended during the FY 2025-26	07
The skills and capabilities required for the role and the manner in which the proposed person meets such requirements	As per the Nomination and Remuneration Committee (NRC) Policy of the Company, the role of an Independent Director requires a deep understanding of financial markets-particularly legal, along with regulatory insight, strategic thinking, governance experience, and leadership capabilities. Her experience and qualifications align strongly with the core competencies outlined by the Board, making her well-suited for the role of Independent Director. Further, she has been rendering useful contribution to the decision making process of the board as an Independent Director since June 26, 2021
Justification for Appointment of Independent Director	Ms. Aditi Kapur is highly qualified for the role of Independent Director. Since her initial appointment on June 26, 2021, she has been making significant contributions to the decision-making process of the board, further justifying her re-appointment for a second term commencing from June 26, 2026 and ending on June 25, 2031.
Disclosure of the performance evaluation of the director, if applicable	The performance evaluation of Ms. Aditi Kapur as an Independent Director, has been conducted by the Nomination and Remuneration Committee (NRC) and the entire Board, excluding Ms. Aditi Kapur herself. The evaluation criteria included her experience and ability to contribute to the decision-making process, problem-solving approach, attendance and participation in meetings, personal competencies, contribution to strategy formulation, and compliance with regulatory requirements. The NRC and the Board expressed its satisfaction with Ms. Aditi Kapur performance, highlighting her significant contributions to the Board's decision-making process. The performance evaluation was carried out in the meeting of NRC on February 06, 2026 and in the Board meeting held on February 07, 2026

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Annexure N-4

INFORMATION REGARDING DETAILS OF THE DIRECTORS SEEKING APPOINTMENT/REAPPOINTMENT IN ANNUAL GENERAL MEETING PURSUANT TO REGULATION 36 (3) OF THE LISTING REGULATIONS, 2015 AND PARA 1.2.5 OF SECRETARIAL STANDARDS-2 INCLUDING THE INFORMATION OF DIRECTORS, WHOSE REMUNERATION IS BEING FIXED/VARIED

Name of Director	Mr. Vijay Kumar Sareen
Date of First (Original) Appointment on the Board:	06.05.2021
Date of Birth, Age	24.12.1959 About 66 years
Designation	Whole Time (Executive Director)
It is proposed to approve reappointment of Mr. V.K. Sareen, Whole Time Executive Director within the range from Rs. 18,00,000/- (Rupees Eighteen Lakhs Only) per annum to Rs. 30,00,000/- (Rupees Thirty Lakhs Only) per annum, as set out in the Special Resolution at Item no. 6 of the Notice and as explained in the Explanatory Statement to the said item.	
Nature of Expertise in Specific Functional Area and experience:- Mr. V.K. Sareen had a distinguished academic career, having served as Ex-Vice Principal and Head of the Post Graduate Department of Commerce, where he contributed significantly to the development of academic and professional talent. He is instrumental in setting up of compliance management system and compliance with all RBI, Anti Money Laundering and KYC Regulations in the Company as Whole Time Executive Director.	
Terms and Conditions of Appointment or Re-appointment and Remuneration, if any:	
Term	Mr. V.K. Sareen is proposed to be reappointed as Executive Director of the Company by the Shareholders of the Company in the ensuing Annual General Meeting, for the period from May 6, 2026 till May 5, 2031.
Remuneration last drawn, if applicable	Rs. 19,44,000/- (Rupees Nineteen Lakhs, Forty Four Thousand Only)
Details of Remuneration sought to be paid	He shall be paid remuneration on the following terms:- (1) **Revision of fixed Remuneration** within the range from Rs. 18,00,000/- (Rupees Eighteen Lakhs Only) per annum to Rs. 30,00,000/- (Rupees Thirty Lakhs Only) per annum (2) **Variable pay** as may be decided by the Board from time to time in compliance to the Nomination and Remuneration besides the Annual Remuneration at (a) above **(3) Service Contract period**: - 5 years i.e. from May 6, 2026, till May 5, 2031 **(4) Remuneration period**: - 3 years i.e. from May 6, 2026 till May 5, 2029 **(5) Severance Fees**:- No severance fees will be paid to him. **(6)** Reimbursement of expenses incurred by him on account the business of the Company in accordance of Company's policy.
Qualification	M.Com, M.Phill
List of Other Directorships	NIL
Names of Listed Entities in which the person also holds the directorship	No Company other than Credifin Limited
Chairmanship/Membership of the Committees of the Board of Directors of Credifin Limited	1. Audit Committee - Member 2. Stakeholders Committee, - Member 3. Risk Management Committee- Member
Chairmanship/Membership of the Committees of the Board of Directors of other Companies	NIL
Names of listed entities from which the person has resigned in the past three years	NIL

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Membership/Chairmanship of the Committees of listed entities from which the person has resigned in the past three years	NIL
Shareholding in the Company (As on 31.03.2026)	0.33%
Relationship between directors inter-se and relationship with Manager and other Key Managerial Personnel of the Company:- Mr. V.K. Sareen is not related to any Director, Manager or Key Managerial Personnel of the Company.	
No. of Meetings of Board attended during the FY 2025-26	06

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Annexure N-4A

The following detailed information as per Part– II of Schedule V is as follows:

<table>
<tr><td colspan="2">I. General information:</td></tr>
<tr><td>(1) Nature of industry</td><td>The Company operates primarily focused on financing two wheelers and pre-owned commercial four-wheelers. Recognizing evolving market dynamics and emerging growth opportunities, PHF Leasing successfully transitioned into CREDIFIN Limited, embarking on a journey of diversification and innovation. The Company has since broadened its portfolio with segments in Mortgage Loans, Electric Vehicle (EV) Financing, Personalized Financial Solutions</td></tr>
<tr><td>(2) Date or expected date of commencement of commercial production</td><td>Company had been granted Certificate of Commencement on July 20, 1992</td></tr>
<tr><td>(3) In case of new companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus</td><td>Not Applicable</td></tr>
<tr><td>(4) Financial performance based on given indicators</td><td>STANDALONE BASIS:-
<table>
<tr><th>PARTICULARS</th><th>FY 2023-24</th><th>FY 2024-25</th><th>FY 2025-26</th></tr>
<tr><td>Total Income</td><td>3466.70</td><td>6,337.86</td><td>7795.86</td></tr>
<tr><td>Earnings before Interest, Depreciation and Tax and exceptional items</td><td>1923.77</td><td>3291.88</td><td>4113.11</td></tr>
<tr><td>Profit before Tax and exceptional items</td><td>343.87</td><td>610.17</td><td>707.47</td></tr>
<tr><td>Total Profit before Tax after exceptional items</td><td>343.87</td><td>610.17</td><td>707.47</td></tr>
<tr><td>Total Profit after Tax</td><td>388.82</td><td>513.85</td><td>468.67</td></tr>
<tr><td>Total Comprehensive Income</td><td>380.01</td><td>502.63</td><td>471.92</td></tr>
</table></td></tr>
<tr><td>(5) Foreign investments or or collaborations any.</td><td>N.A.</td></tr>
<tr><td colspan="2">II. Information about the appointee:</td></tr>
<tr><td>(1) Background details</td><td>Mr. V.K. Sareen had a distinguished academic career, having served as Ex-Vice Principal and Head of the Post Graduate Department of Commerce, where he contributed significantly to the development of academic and professional talent. He is instrumental in setting up of compliance management system and compliance with all RBI, Anti Money Laundering and KYC Regulations in the Company as Whole Director.</td></tr>
<tr><td>(2) Past remuneration</td><td>His remuneration for the FY 2025-26 is Rs. 19,44,000/- (Rupees Nineteen Lakhs, Forty Four Thousand Only)</td></tr>
<tr><td>(3) Recognition or awards</td><td>Nil</td></tr>
<tr><td>(4) Job profile and his suitability</td><td>Whole Time Director</td></tr>
<tr><td>(5) Remuneration proposed</td><td>The Remuneration proposed to be paid to Mr. V K Sareen is as per the details set out in the Special Resolution at Item No. 6 of the Notice.</td></tr>
<tr><td>(6) Comparative remuneration profile with respect to industry, size of the company, profile of the position and person (in case of</td><td>There are no set standards for remuneration in the industry. The executive remuneration in the industry has been increasing significantly in last few years. Keeping in view the type /trends in the industry, size of the Company, the profile</td></tr>
</table>

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expatriates the relevant details would be with respect to the country of his origin)	and responsibilities shouldered by Mr. V K Sareen, the Board believes that the remuneration proposed to be paid to him as Whole Time Executive Director is appropriate and commensurate with the industry standards. Further the remuneration proposed to be paid to him is in accordance with the Nomination and Remuneration Policy of the Company and as per the approval and recommendation of Nomination and Remuneration Committee of the Board.
(7) Pecuniary relationship directly or indirectly with the company, or relationship with the managerial personnel or other Director, if any.	He holds 100930 Equity shares in his name in the Share Capital of the Company as on date Mr. V K Sareen is not related to any Director, Manager or other Key Managerial Personnel of the Company.
III. Other information:	
(1) Reasons of loss or inadequate profits	However, the profit margins may remain inadequate particularly for the purpose of paying Managerial Remuneration due to some global economical factors, which are critical for the Company.
(2) Steps taken or proposed to be taken for improvement	The Company is fully geared to increase its revenues and to decrease its costs, thereby leading to improved performance in terms of profitability.
(3) Expected increase in productivity and profits in measurable terms	The objective and focus of the Board of Directors is to take the Company to further heights in finance sector. Towards this end, the company has already put in place the required roadmap.