



# India Finsec Limited

## Notice

**Notice** is hereby given that the Thirty-Second (32<sup>nd</sup>) Annual General Meeting (AGM) of the members of **India Finsec Limited** will be held on **Tuesday, September 29, 2026 at 11:30 A.M. through Video Conferencing ('VC')/ Other Audio Visual Means ('OAVM')** to transact the following business:

### **ORDINARY BUSINESS:**

#### **ITEM NO. 1 - ADOPTION OF FINANCIAL STATEMENTS**

To consider and adopt:

(a) the audited standalone financial statement of the Company for the financial year ended March 31, 2026 and the reports of the Board of Directors and Auditors thereon; and

(b) the audited consolidated financial statement of the Company for the financial year ended March 31, 2026 and the report of Auditors thereon

and, in this regard, to consider and if thought fit, to pass the following resolutions as Ordinary Resolutions:

**“RESOLVED THAT** the audited standalone financial statement 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.

**FURTHER RESOLVED THAT** the audited consolidated financial statement of the Company for the financial year ended March 31, 2026 and the report of Auditors thereon, as circulated to the Members, be and are hereby considered and adopted.”

#### **ITEM NO. 2 – RE-APPOINTMENT OF MR. GOPAL BANSAL (DIN: 01246420) AS A DIRECTOR LIABLE TO RETIRE BY ROTATION**

To re-appoint **Mr. Gopal Bansal (DIN: 01246420), Managing Director**, who retires by rotation at this Annual General Meeting 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, if any, of the Companies Act, 2013 (“the Act”) and the rules made thereunder, including any statutory modification(s) or re-enactment(s) thereof for the time being in force, **Mr. Gopal Bansal (DIN: 01246420), Managing Director**, who retires by rotation at this Annual General Meeting and, being eligible, offers himself for re-appointment, be and is hereby re-appointed as a Director of the Company, liable to retire by rotation.”

**SPECIAL BUSINESS:**

**ITEM NO. 3- APPROVAL UNDER SECTION 186 OF THE COMPANIES ACT, 2013 FOR LOANS, GUARANTEES, SECURITIES AND INVESTMENTS**

To consider and to pass the following resolution as a **Special Resolution**:

**“RESOLVED THAT** in supersession of the earlier resolution passed by the members in their meeting held on **31.07.2025** and pursuant to Section 186 and other applicable provisions, if any, of the Companies Act, 2013 and the Rules made thereunder (including any statutory modification thereof for the time being in force and as may be enacted from time to time), and in terms of Articles of Association of the Company, the consent of the members be and is hereby accorded to the Board of Directors (hereinafter referred to as “the Board” which term shall be deemed to include any Committee which the Board may constitute for this purpose or any person(s) authorized by the Board) for making investment(s) in excess of limits specified under section 186 of Companies Act, 2013 from time to time in acquisition of securities of any Body corporate or for giving loans, guarantees or providing securities to any Body corporate or other person / entity as may be considered appropriate for an amount not exceeding ₹ 500 crore (Rupees Five Hundred Crores only), notwithstanding that such investment and acquisition together with the Company’s existing investments in all other bodies corporate, loans and guarantees given and securities provided shall be in excess of the limits prescribed under section 186(3), of the Companies Act, 2013.

**RESOLVED FURTHER THAT** the Board be and is hereby authorized to negotiate, finalize and execute all agreements, documents, deeds, writings and instruments and to do all such acts, deeds, matters and things as may be necessary, desirable or expedient in connection therewith and incidental thereto, and to settle any question, difficulty or doubt that may arise in this regard, as the Board may in its absolute discretion deem fit.”

**ITEM NO. 4- APPROVAL OF MATERIAL RELATED PARTY TRANSACTIONS WITH IFL FINANCE LIMITED**

To consider and if thought fit, to pass, with or without modification(s), the following Resolution as an **Ordinary Resolution**:

**“RESOLVED THAT** pursuant to Section 188 and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Meetings of Board and its Powers) Rules, 2014 and applicable provisions of the Securities and Exchange Board of India (Listing Obligations and

Disclosure Requirements) Regulations, 2015 (“Listing Regulations”), including any statutory modification(s), amendment(s) or re-enactment(s) thereof for the time being in force, and pursuant to the approval of the Audit Committee and the Board of Directors of the Company, consent of the Members be and is hereby accorded to the Board of Directors of the Company (which term shall include any Committee constituted by the Board or any person(s) authorised by the Board) to enter into and/or continue with arrangements, transactions, contracts, corporate guarantees, investments in shares and/or other transactions involving transfer of resources, services or obligations with **IFL Finance Limited**, a subsidiary and related party of the Company within the meaning of Section 2(76) of the Companies Act, 2013 and Regulation 2(1)(zb) of the Listing Regulations, up to an aggregate amount of **₹ 200 Crore (Rupees Two Hundred Crore only) during the financial year 2027–28**, on such terms and conditions as may be mutually agreed upon and in the ordinary course of business and on an arm's length basis.

**RESOLVED FURTHER THAT** the Board be and is hereby authorised to do all such acts, deeds, matters and things as may be necessary, expedient or desirable, including modification, ratification, amendment or termination of any subsisting arrangement, transaction or contract and to execute all documents, agreements and writings and to perform all other obligations in connection with such transactions.

**RESOLVED FURTHER THAT** the Board be and is hereby authorised to delegate all or any of the powers conferred upon it by this resolution to any Director(s), or other officer(s) of the Company for giving effect to this resolution.”

**By order of the Board of Directors  
For India Finsec Limited**

**Date: 03.09.2026  
Place: New Delhi**

**SD/-  
Prachi Bansal  
Company Secretary**



# India Finsec Limited

## Notes:

1. The Statement pursuant to Section 102 of the Companies Act, 2013 (“Act”) in respect of Item Nos. 3 and 4 of the accompanying Notice is annexed hereto. Further, the disclosures in relation to Item Nos. 3 and 4 of the Notice, as required under the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”) and Secretarial Standard-2 on General Meetings (“SS-2”) issued by the Institute of Company Secretaries of India, form an integral part of this Notice.
2. The Ministry of Corporate Affairs (“MCA”) has, vide its General Circular dated September 22, 2025 read together with circulars dated April 8, 2020, April 13, 2020, May 5, 2020, January 13, 2021, December 8, 2021, December 14, 2021, May 5, 2022, December 28, 2022, September 25, 2023 and September 19, 2024 (collectively referred to as “MCA Circulars”), permitted convening the Annual General Meeting (“AGM” / “Meeting”) through Video Conferencing (“VC”) or Other Audio Visual Means (“OAVM”), without physical presence of the members at a common venue. In accordance with the MCA Circulars and applicable provisions of the Companies Act, 2013 (“Act”) read with Rules made thereunder and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”), the 32nd Annual General Meeting (“AGM”) of the Company is being convened through Video Conferencing (“VC”)/Other Audio Visual Means (“OAVM”).

The deemed venue for the AGM shall be the Registered Office of the Company at **D-16, Prashant Vihar, Sector-14, Rohini, New Delhi-110085.**

3. The Notice of the AGM together with the Annual Report for the financial year ended March 31, 2026 (“FY 2025-26”) shall be sent electronically to those Members whose e-mail addresses are registered with the Company/Registrar and Transfer Agent (“RTA”)/Depositories, in accordance with applicable law.

The Notice convening this AGM along with the Annual Report for FY26 is being sent by electronic mode to those Members whose e-mail address is registered with the Company/Depositories, unless a Member has specifically requested for a physical copy of the same. Members may kindly note that the Notice convening this AGM and Annual Report for FY26 will also be available on the Company’s website <https://www.indiafinsec.in/>, website of the Stock Exchanges i.e. BSE Limited (BSE) at [www.bseindia.com](http://www.bseindia.com) and on the website of National Securities Depository Limited (NSDL) at <https://www.evoting.nsdl.com>. The Company will also publish an advertisement in the newspapers containing details of the AGM and other relevant information for Members viz. manner of registering e-mail Id., Cut-off date for e-voting, Record Date for payment of dividend, etc.

4. Since the AGM is being conducted through VC/OAVM, physical attendance of Members at a common venue has been dispensed with. Accordingly, the facility for appointment of proxies

shall not be available to Members and the Proxy Form and Attendance Slip are not annexed to this Notice.

The deemed venue of the AGM shall be the Registered Office of the Company and, accordingly, the route map to the venue is not annexed.

5. Members attending the AGM through VC/OAVM shall be reckoned for the purpose of quorum under Section 103 of the Act.

Pursuant to the provisions of Section 91 of the Act and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI (LODR) Regulations, 2015"), Members whose names appear in the Register of Members or in the Register of Beneficial Owners maintained by the Depositories as on the **cut-off date of 22 September 2026**, shall be entitled to avail the facility of remote e-voting and/or e-voting during the AGM, as applicable.

Members may join the AGM through VC/OAVM facility **30 minutes before and up to 15 minutes after the scheduled commencement of the AGM**, unless otherwise specified in the e-voting/AGM instructions.

6. Attendance of Members through VC/OAVM shall be reckoned in accordance with the applicable provisions of the Act and the relevant MCA/SEBI requirements. The Company may follow the applicable procedure prescribed for participation through VC/OAVM.
7. Attendance through VC/OAVM is restricted and hence, Members shall be eligible to join the meeting on first come-first-serve basis. However, attendance of Members holding more than 2% of the paid-up equity share capital, Institutional investors, Directors, Key Managerial Personnel, and Auditors will not be restricted on first- come-first serve basis.
8. **Appointment of Proxy and Attendance Slip:**  
Since the 32nd AGM is being held through VC/OAVM in accordance with the MCA Circulars, physical attendance of Members has been dispensed with. Accordingly, the facility of appointment of proxy would not be available to the Members for attending the 32nd AGM, and therefore, proxy form and attendance slip are not annexed to this Notice.
9. The Company has appointed M/s., Sarita Singh & Associates, Company Secretary (Membership No. A55937 and Certificate of Practice No. 24682) as the Scrutinizer for scrutinizing the remote e-voting process as well as voting at the AGM in a fair and transparent manner.
10. Corporate shareholders/institutional shareholders intending to send their authorised representative(s) to attend / vote at the 32nd AGM are requested to send from their registered e-mail address, scan copy of the relevant Board Resolution/Authority Letter, etc. authorizing their representative(s) to attend / vote, to the Scrutinizer on her e-mail ID at [cs.saritasingh2614@gmail.com](mailto:cs.saritasingh2614@gmail.com) with a copy marked to [evoting@nsdl.com](mailto:evoting@nsdl.com) and [indiafinsec@gmail.com](mailto:indiafinsec@gmail.com).
11. Pursuant to the applicable provisions of the SEBI Listing Regulations and SEBI's framework relating to investor service requests, listed companies are required to issue securities in dematerialised form while processing specified service requests, including issue of duplicate

securities certificates, renewal/exchange, endorsement, sub-division/splitting, consolidation, transmission and transposition.

Members holding shares in physical form are accordingly advised to consider dematerialising their shares. Members may contact the Company or **Skyline Financial Services Private Limited**, the RTA of the Company, for assistance in this regard.

Members holding securities in dematerialised form are requested to ensure that their PAN and other required details are updated with their respective Depository Participant.

12. Members holding shares in physical form are requested to ensure that their **PAN, postal address with PIN, mobile number, e-mail address, bank account details and other applicable KYC details** are updated with the RTA/Company in the prescribed manner.

Members may also provide or update their nomination details in accordance with the applicable SEBI requirements. **Nomination is not mandatory for physical shareholdings**, but Members are encouraged to register a nomination or exercise the applicable option to opt out of nomination, as permitted under the prevailing SEBI framework.

Members should note that the RTA shall process investor service requests in accordance with the applicable SEBI Master Circular and prevailing regulatory requirements. Non-updation of any particular KYC field should not be described in the Notice as automatically making a physical folio “inoperative” or permitting the RTA to freeze the folio, unless such consequence is specifically prescribed under the applicable law. SEBI has clarified that RTAs cannot freeze folios merely for non-updation of PAN, nomination, contact details, mobile number, bank account details or specimen signature.

The prescribed forms and instructions for updation of KYC and nomination details may be obtained from the Company's website/RTA and shall be used in accordance with the applicable SEBI requirements.

13. Members are requested to intimate changes, if any, pertaining to their name, postal address, email address, telephone/mobile numbers, Permanent Account Number (PAN), mandates, nominations, power of attorney, bank details such as the name of the bank and branch details, bank account number, MICR code, IFSC code, etc., to their Depository Participant(s), in case they hold the shares in electronic form and to the Company's RTA for shares held in physical form, with relevant documents, by following the instructions given above.
14. Manner of registration of e-mail address to receive the Annual Report for 2025-26 including AGM Notice:

In terms of MCA Circulars, for the purpose of the 32nd AGM, the eligible Members, whose e-mail addresses are not registered with the Company/ DP and who wish to receive the Annual Report along with the AGM Notice electronically and to cast the vote electronically, may register their e-mail addresses with the RTA/ Company/Depositories, pursuant to which such Member shall receive the Notice of this AGM along with the Annual Report 2025-26.

15. Electronic dissemination of the AGM Notice and Annual Report: Electronic/digital copy of the Annual Report for FY26 and Notice convening the 32nd AGM are being sent to all Members

whose e-mail Id. are registered with the RTA/ Company/Depositories. Members who have not registered their e-mail Id. may get the same registered by following the instructions mentioned below. For Members who have not registered their e-mail address, a letter containing exact web-link of the website i.e. <https://www.indiafinsec.in/investors-info/> where the Annual Report is hosted is being sent at the address registered in the records of RTA/Company/Depositories. The Company shall provide hard copy of the Annual Report for FY26 to the Members, upon request.

#### 16. E-voting:

- In compliance with the provisions of **Section 108 of the Companies Act, 2013 (“Act”) read with Rule 20 of the Companies (Management and Administration) Rules, 2014, Secretarial Standard-2 on General Meetings (“SS-2”) and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”)**, the Company is pleased to provide its Members the facility of voting through electronic means, including **remote e-voting** and **e-voting during the 32nd Annual General Meeting (“AGM”)**, in respect of all the resolutions proposed to be transacted at the AGM.
- The Company has appointed **National Securities Depository Limited (“NSDL”)** for providing the remote e-voting facility and e-voting facility during the AGM. Members may cast their votes either through remote e-voting during the remote e-voting period or through e-voting facility provided during the AGM.
- The voting rights of Members shall be in proportion to their share in the **paid-up equity share capital of the Company as on the Cut-off Date**.
- A person whose name is recorded in the Register of Members of the Company or in the Register of Beneficial Owners maintained by the Depositories as on the **Cut-off Date of 22 September 2026** shall be entitled to avail the facility of remote e-voting as well as e-voting during the AGM.
- The Cut-off Date shall be used for determining the eligibility of Members to vote through remote e-voting or e-voting during the AGM. A person who is not a Member as on the Cut-off Date should treat this Notice for information purposes only. The Cut-off Date shall be a date **not earlier than seven days prior to the date of the AGM**, in accordance with SS-2.
- The remote e-voting period shall commence on **Saturday, 26 September 2026 at 9:00 A.M. (IST)** and shall end on **Monday, 28 September 2026 at 5:00 P.M. (IST)**. The remote e-voting module shall be disabled by NSDL for voting thereafter.
- Members who have already cast their vote through remote e-voting may attend the AGM through VC/OAVM but **shall not be entitled to cast their vote again** at the AGM. Members who have not cast their vote through remote e-voting and who are otherwise eligible to vote shall be entitled to cast their vote through the e-voting facility provided during the AGM. This is consistent with SS-2.
- Once the vote on a resolution has been cast by a Member, the Member shall not be allowed to change it subsequently or cast the vote again.
- Members may participate in the AGM even after exercising their right to vote through remote e-voting; however, such Members shall not be entitled to vote again at the AGM.

- A Member who has acquired shares and become a Member of the Company after dispatch of the Notice of the AGM but whose name appears in the Register of Members or Register of Beneficial Owners as on the Cut-off Date may obtain the requisite login credentials in the manner specified in the e-voting instructions forming part of this Notice.
- Members holding securities in dematerialised mode may cast their vote through their respective Depository Participant (“DP”) login credentials, in accordance with the instructions provided by NSDL in this Notice. Members are advised to keep their registered mobile number and e-mail address updated with their respective DP.
- Members holding shares in physical mode who are eligible to vote and have not received or are unable to access their login credentials may obtain/retrieve the same in the manner prescribed in the e-voting instructions or by contacting NSDL and/or the Company's Registrar and Transfer Agent.
- **Joint holders:** In the case of joint holders, the vote of the Member whose name appears first in the Register of Members shall be accepted, subject to the applicable provisions of the Act and the Depository records.
- **Corporate/Institutional Members:** Corporate Members intending to authorise their representatives to attend and vote at the AGM are requested to send the relevant Board Resolution/Authority Letter, together with specimen signature(s) of the authorised representative(s), to the Scrutinizer and the Company/e-voting agency at the e-mail addresses specified in this Notice, within the prescribed time.
- Members are requested to carefully read the instructions relating to remote e-voting and participation in the AGM given in this Notice. In case of any grievance or difficulty relating to remote e-voting, Members may contact NSDL at the contact details provided in this Notice.

## 17. Book Closure

Register of Members and Share Transfer Books of the Company will remain closed from **Thursday, 24 September 2026 to Tuesday, 29 September 2026** (both days inclusive) for the purpose of AGM.

## 18. Cut- off date:

- (i) This Notice is being sent to all the members whose name appears as on **Friday, August 28, 2026** in the register of members or beneficial owners as received from **M/s Skyline Financial Services Private Limited, the Registrar and Transfer Agent** of the Company.
- (ii) A person whose name is recorded in the register of members or in the register of beneficial owners maintained by the depositories as on **Tuesday, 22 September 2026** (the “**Cut-off Date**”) only shall be entitled to vote through Remote E-voting and at the AGM. The voting rights of Members shall be in proportion to their share of the paid-up equity share capital of the Company as on the Cut Off date.

**19. Inspection of documents:** Electronic copies of all the documents referred to in the accompanying Notice of the AGM and the Explanatory Statement shall be made available for inspection. Members desiring inspection of statutory registers and other relevant documents may send their request in writing to the Company at [indiafinsec@gmail.com](mailto:indiafinsec@gmail.com).

## 20. Instructions for remote e-voting and access to the 32nd AGM

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 AGM:

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

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

*The way to vote electronically on NSDL e-Voting system consists of “Two Steps” which are mentioned below:*

**Step 1: Access to NSDL e-Voting system**

**A) Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode**

In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts 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"><li>1. For OTP based login you can click on <a href="https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp">https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp</a>. 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 <b>e-Voting service provider i.e. NSDL</b> 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 &amp; voting during the meeting.</li><li>2. Existing <b>IDeAS</b> user can visit the e-Services website of NSDL Viz. <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a> either on a Personal Computer or on a mobile. On the e-Services home page click on the “<b>Beneficial Owner</b>” icon under “<b>Login</b>” which is available under ‘<b>IDeAS</b>’ 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</li></ol> |

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|                                                                    | <p>services. Click on “<b>Access to e-Voting</b>” under e-Voting services and you will be able to see e-Voting page. Click on company name or <b>e-Voting service provider i.e. NSDL</b> 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 &amp; voting during the meeting.</p> <p>3. If you are not registered for IDeAS e-Services, option to register is available at <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a>. Select “<b>Register Online for IDeAS Portal</b>” or click at <a href="https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp">https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp</a></p> <p>4. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <a href="https://www.evoting.nsdl.com/">https://www.evoting.nsdl.com/</a> 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 <b>e-Voting service provider i.e. NSDL</b> 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 &amp; voting during the meeting.</p> <p>5. Shareholders/Members can also download NSDL Mobile App “<b>NSDL Speede</b>” facility by scanning the QR code mentioned below for seamless voting experience.</p> <p><b>NSDL Mobile App is available on</b></p> <div style="display: flex; justify-content: space-around; align-items: center;"> <div style="text-align: center;">  <p>App Store</p>  </div> <div style="text-align: center;">  <p>Google Play</p>  </div> </div> |
| Individual Shareholders holding securities in demat mode with CDSL | <p>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 <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on login icon &amp; New System Myeasi Tab and then use your existing my easi username &amp; password.</p>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                              |

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|--------------------------------------------------------------------------------------------------------|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
|                                                                                                        | <p>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 &amp; 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.</p> <p>3. If the user is not registered for Easi/Easiest, option to register is available at CDSL website <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on login &amp; New System Myeasi Tab and then click on registration option.</p> <p>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 <a href="http://www.cdslindia.com">www.cdslindia.com</a> home page. The system will authenticate the user by sending OTP on registered Mobile &amp; 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 able to directly access the system of all e-Voting Service Providers.</p> |
| 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 <a href="mailto:evoting@nsdl.com">evoting@nsdl.com</a> 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 <a href="mailto:helpdesk.evoting@cdslindia.com">helpdesk.evoting@cdslindia.com</a> 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:

| <b>Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical</b> | <b>Your User ID is:</b>                                                                                                                                  |
|-----------------------------------------------------------------------|----------------------------------------------------------------------------------------------------------------------------------------------------------|
| a) For Members who hold shares in demat account with NSDL.            | 8 Character DP ID followed by 8 Digit Client ID<br>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<br>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<br>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 <b>process for those shareholders whose email ids are not registered.</b>                                                                                                                                                                                                                                                                                                                                                                            |  |              |  |
| 6. If you are unable to retrieve or have not received the "Initial password" or have forgotten your password:                                                                                                                                                                                                                                                                                                                                                                                                                        |  |              |  |
| a) Click on " <u>Forgot User Details/Password?</u> "(If you are holding shares in your demat account with NSDL or CDSL) option available on <a href="http://www.evoting.nsdl.com">www.evoting.nsdl.com</a> .                                                                                                                                                                                                                                                                                                                         |  |              |  |
| b) <u>Physical User Reset Password?</u> " (If you are holding shares in physical mode) option available on <a href="http://www.evoting.nsdl.com">www.evoting.nsdl.com</a> .                                                                                                                                                                                                                                                                                                                                                          |  |              |  |
| c) If you are still unable to get the password by aforesaid two options, you can send a request at <a href="mailto:evoting@nsdl.com">evoting@nsdl.com</a> 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 “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 [cs.saritasingh2614@gmail.com](mailto:cs.saritasingh2614@gmail.com) with a copy marked to [evoting@nsdl.com](mailto: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](http://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](http://www.evoting.nsdl.com) or call at 022 - 4886 7000 or send a request to Ms. Pallavi Mhatre, Senior Manager, National Securities Depository Ltd., 3rd Floor, Naman Chamber, Plot C-32,

G-Block, Bandra Kurla Complex, Bandra East, Mumbai, Maharashtra - 400051 at the designated email address: [evoting@nsdl.com](mailto:evoting@nsdl.com) or at telephone no. 022- 48867000.

**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 [indiafinsec@gmail.com](mailto:indiafinsec@gmail.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 [indiafinsec@gmail.com](mailto:indiafinsec@gmail.com).

If you are an Individual shareholder holding securities in demat mode, you are requested to refer to the login method explained at **step 1 (A)** i.e. Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode.

3. Alternatively, shareholder/members may send a request to [evoting@nsdl.com](mailto: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 to access e-Voting facility.

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

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

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

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

### **21. Registration as speaker at the AGM**

**Members who would like to express their views or ask questions during the AGM may register themselves as a speaker by sending their request from their registered email address, mentioning their name, DP ID and Client ID/folio number, PAN, mobile number at [indiafinsec@gmail.com](mailto:indiafinsec@gmail.com) on or before 15<sup>th</sup> September, 2026.** The facility to express views/ask questions during the AGM shall be restricted only to those members who have pre-registered themselves as speakers. The Company reserves the right to restrict the number of speakers depending on the availability of time for the AGM.

### **22. Declaration of results of voting:**

After conclusion of the meeting, the Scrutinizer will submit the report on votes cast in favour or against and invalid votes, if any, to the Chairman or any other person authorized by him, who shall countersign the same, and the result of the voting will be declared within the time stipulated under the applicable laws.

The voting results along with the Scrutinizer's report, will be hosted on the Company's website, <https://www.indiafinsec.in/investors-info/>, website of NSDL, <https://www.evoting.nsdl.com/>, displayed on the Notice Board of the Company at the Registered Office and will be

simultaneously forwarded to the Stock Exchanges i.e. National Stock Exchange of India Limited and BSE Limited.

The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are required to submit their PAN to their Depository Participants and Members holding shares in physical form shall submit their PAN to the Company/ R & T Agents.

23. The Members are requested to inform of any change in their addresses, name, bank details, National Electronic Clearing Service (NECS), Electronic Clearing Service (ECS), mandates, nominations, e-mail address, contact numbers, etc., for providing efficient and better services immediately to:
- (i) Registrar and Share Transfer Agents (R&T Agents) in case of shares held in Physical Form or
  - (ii) Depository Participants in case of shares held in Electronic Form
24. Details as per Regulation 36(3) of Listing Regulations Clause 1.2.5 of the SS-2, in respect of the Directors seeking appointment/ re- appointment at the Annual General Meeting attached as **Annexure –I** , forms integral part of the notice.

**By order of the Board of Directors  
For India Finsec Limited**

**SD/-  
Prachi Bansal  
Company Secretary**

**Date: 03.09.2026  
Place: New Delhi**



# India Finsec Limited

## **EXPLANATORY STATEMENT**

**(Pursuant to section 102(1) of the Companies, Act, 2013)**

### **ITEM NO. 3**

#### **APPROVAL UNDER SECTION 186 OF THE COMPANIES ACT, 2013 FOR LOANS, GUARANTEES, SECURITIES AND INVESTMENTS**

As per the provisions of Section 186 of the Companies Act, 2013 ("the Act"), no company shall directly or indirectly make any loan, give any guarantee or provide any security in connection with a loan to any person or other body corporate, or acquire by way of subscription, purchase or otherwise the securities of any other body corporate exceeding the limits prescribed under Section 186 of the Act, unless approved by the members of the Company by way of a Special Resolution.

The Members of the Company had earlier approved the limits under Section 186 of the Act at their meeting held on 31 July 2025. Considering the Company's business plans, growth opportunities, funding requirements of subsidiaries, associates, joint ventures and other entities, and to provide greater financial flexibility for undertaking strategic investments and extending loans, guarantees or securities as may be required from time to time, the Board considers it desirable to enhance the borrowing/investment authorization limits.

Accordingly, the approval of the Members is sought by way of a Special Resolution to authorize the Board of Directors of the Company to make investments, provide loans, guarantees and/or securities, from time to time, in excess of the limits specified under Section 186 of the Act, up to an aggregate outstanding amount not exceeding ₹ 500 Crores (Rupees Five Hundred Crores Only), notwithstanding that the aggregate of such investments, loans, guarantees and securities may exceed the limits prescribed under Section 186(3) of the Act.

The Board believes that the proposed resolution is in the best interest of the Company and recommends the Special Resolution set out at Item No. 3 for approval by the Members.

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

### **ITEM NO. 4**

#### **APPROVAL OF MATERIAL RELATED PARTY TRANSACTIONS WITH IFL FINANCE LIMITED (FORMERLY KNOWN AS IFL HOUSING FINANCE LIMITED)**

Pursuant to the provisions of Section 188 of the Companies Act, 2013 read with the applicable Rules framed thereunder and Regulation 23 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), all Material Related Party Transactions and subsequent material modifications thereto require approval of the Members of the Company.

IFL Finance Limited (formerly known as IFL Housing Finance Limited) is a Related Party of the Company within the meaning of Section 2(76) of the Companies Act, 2013 and Regulation 2(1)(zb) of the Listing Regulations.

The Company, in the ordinary course of its business, may enter into transactions with IFL Finance Limited including, but not limited to, loans, investments in shares, corporate guarantees, transfer of resources, services and obligations and other business transactions. Such transactions shall be undertaken on an arm's length basis and in the ordinary course of business.

Considering the nature and volume of the proposed transactions, the aggregate value of the transactions with IFL Finance Limited during the financial year 2027-28 may exceed the materiality thresholds prescribed under the Listing Regulations. Accordingly, approval of the Members is being sought for entering into such transactions up to an aggregate amount of ₹ 200 Crores during the financial year 2027-28.

The Audit Committee and the Board of Directors at their respective meetings have reviewed the proposed transactions and are of the opinion that the transactions are in the ordinary course of business, are on arm's length basis and are in the best interests of the Company.

Additional information required under the Companies Act, 2013 and SEBI Regulations, 2015, pertinent to these transactions is provided herein:

| <b>Name of the Related Party</b>                                                                                                              | <b>IFL Finance Limited</b>                                                                                                                                                                                                                  |
|-----------------------------------------------------------------------------------------------------------------------------------------------|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| <b>Nature of relationship with the Company or its subsidiary, including nature of its concern or interest (financial or otherwise)</b>        | Subsidiary of the Company                                                                                                                                                                                                                   |
| <b>Type, material terms and particulars of the contract or arrangement/Proposed RPTs</b>                                                      | To provide Corporate Guarantee or security in connection with a loan to any other body corporate or person/ arrangements/ transactions/ contracts/investment in shares (including any other transfer of resources, services or obligations) |
| <b>Tenure of the Proposed Transaction</b>                                                                                                     | Financial Year 2027-28                                                                                                                                                                                                                      |
| <b>Estimated Value of the Proposed Transaction</b>                                                                                            | Up to ₹ 200.00 Crores for each financial year i.e. 2027-28.                                                                                                                                                                                 |
| <b>Percentage of the Company's annual consolidated turnover (including other income) for the immediately preceding financial year that is</b> | 232.35 %                                                                                                                                                                                                                                    |

|                                                                                                                                                                                                                           |                                                                                                                                                                                                                                                                      |
|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| <b>represented by the value of the proposed transaction</b>                                                                                                                                                               |                                                                                                                                                                                                                                                                      |
| <b>Details of the source of funds in connection with the proposed transaction</b>                                                                                                                                         | NIL                                                                                                                                                                                                                                                                  |
| <b>Where any financial indebtedness is incurred to make or give loans, inter-corporate deposits, advances or investments • nature of indebtedness; • cost of funds; and • tenure;</b>                                     |                                                                                                                                                                                                                                                                      |
| <b>Applicable terms, including covenants, tenure, interest rate, repayment schedule, whether secured (nature of security) or unsecured</b>                                                                                |                                                                                                                                                                                                                                                                      |
| <b>Purpose for which funds will be utilized</b>                                                                                                                                                                           |                                                                                                                                                                                                                                                                      |
| <b>Justification as to why the RPT is in the interest of the Company</b>                                                                                                                                                  | The company is having major stake in its subsidiary. Thus, increase in its subsidiary's revenue will increase its investment value.                                                                                                                                  |
| <b>Statement that the valuation or other external report, if any, relied upon by the listed entity in relation to the proposed transaction will be made available through registered email address of the shareholder</b> | N.A                                                                                                                                                                                                                                                                  |
| <b>Name of the Director or KMP who is related, if any</b>                                                                                                                                                                 | Mr. Gopal Bansal Being Managing Director & shareholder, Mr. Mukesh Sharma Director & Shareholders and Mrs Sunita Bansal being Shareholder of the Company and their relatives may be deemed concerned or interested, financially or otherwise in the said resolution. |
| <b>Any other information</b>                                                                                                                                                                                              | Nil                                                                                                                                                                                                                                                                  |

The Board recommends the Ordinary Resolution set out at Item No. 4 for approval by the Members.

Except to the extent of their shareholding and/or interest in IFL Finance Limited, if any, none of the Directors, Key Managerial Personnel of the Company and their relatives is concerned or interested,

financially or otherwise, in the said Resolution.

**By order of the Board of Directors  
For India Finsec Limited**

**Date: 03.09.2026  
Place: New Delhi**

**SD/-  
Prachi Bansal  
Company Secretary**



# India Finsec Limited

## Annexure I to the Notice

**Details of Directors seeking appointment/ re-appointment at the ensuing Annual General Meeting [Pursuant to Regulation 36(3) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard on General Meetings ("SS-2"), issued by the Institute of Company Secretaries of India]**

|                                                                     |                                                                                                                                                                                                                                                                                                                                                                                                                                            |
|---------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| <b>Name of the Director</b>                                         | Mr. Gopal Bansal                                                                                                                                                                                                                                                                                                                                                                                                                           |
| <b>Age</b>                                                          | 50 Years                                                                                                                                                                                                                                                                                                                                                                                                                                   |
| <b>Qualifications</b>                                               | He is Chartered Accountants by profession.                                                                                                                                                                                                                                                                                                                                                                                                 |
| <b>Brief Resume</b>                                                 | Mr. Gopal Bansal is a fellow member of the Institute of Chartered Accountants of India (ICAI). He is the Managing Director & promoter of the company. He is having excellent leadership skills, discipline and robust governance ability. He is the key driver of company's goals and has sharp financial acumen. He oversees the policy, vision and diversification and strategic planning and ensures flawless performance of the Group. |
| <b>Experience (including expertise in specific functional area)</b> | He has over two decades of diverse experience in the field of finance & taxation. portfolio management, treasury management, finance product designing, business takeovers, mergers, corporate laws, assets restructuring & assets recovery.                                                                                                                                                                                               |
| <b>Terms and Conditions of Appointment/ Reappointment</b>           | Mr. Gopal Bansal is being reappointed on the same terms and conditions.                                                                                                                                                                                                                                                                                                                                                                    |
| <b>Remuneration last drawn (including sitting fees, if any)</b>     | Nil                                                                                                                                                                                                                                                                                                                                                                                                                                        |
| <b>Remuneration proposed to be paid</b>                             | He shall not be paid any remuneration and sitting fees for attending Board or Committee meetings.                                                                                                                                                                                                                                                                                                                                          |
| <b>Date of first appointment on the Board</b>                       | 15th July, 2011                                                                                                                                                                                                                                                                                                                                                                                                                            |
| <b>Shareholding in the Company as on March 31, 2026</b>             | Mr. Gopal Bansal holds 40,44,141 equity shares of the Company amounting to 13.85% of total shareholding in the Company.                                                                                                                                                                                                                                                                                                                    |

|                                                                                                                   |                      |
|-------------------------------------------------------------------------------------------------------------------|----------------------|
| <b>Relationship with other Directors/Key Managerial Personnel</b>                                                 | None                 |
| <b>Number of meetings of the Board attended during the year</b>                                                   | 14 Board meetings    |
| <b>Name of other Public Companies in which the person holds the Directorships</b>                                 | IFL Finance Limited  |
| <b>Name of the other Public Companies in which the person holds the Memberships of committees of the Board</b>    | IFL Finance Limited  |
| <b>Name of Listed entities in which person also holds directorship and Membership of Committees of the Boards</b> | India Finsec Limited |
| <b>Listed entities from which the person has resigned in the past three years</b>                                 | Nil                  |

**By order of the Board of Directors  
For India Finsec Limited**

**SD/-  
Prachi Bansal  
Company Secretary**

**Date: 03.09.2026  
Place: New Delhi**