# GEETANJALI CREDIT AND CAPITAL LIMITED

**(CIN- L21012KA1990PLC143422)**
**2, "Shreedhar Krupa", Shreedhar Tutorials of Commerce, II**
**Main, II Cross, Vidyagiri, Dharwad, Karnataka – 580004.**
**Email id- geetanjalicreditandcapital@gmail.com Website- www.geetanjalicreditcapital.com**
**Phone: +91-7801800538**

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**Date: 26.11.2026**

**To,**
**BSE LTD**
**P J Towers,**
**Dalal Street,**
**Mumbai-400 001**

**Ref: Script Code: 539486**

**Subject: Disclosure under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations. 2015 ("Listing Regulations") – Postal Ballot Notice.**

Dear Sir/Madam,

Pursuant to Regulation 30 of the Listing Regulations, we wish to inform you that the Notice of Postal Ballot of the Company, at the requisition dated October 18, 2026 made by Leelamma Thenumgal Joseph and Jaya Paul, the Shareholders of the Company (collectively known as "Requisitions") holding an aggregate of 20.00% of the paid-up equity share capital of the Company, for seeking approval of Members of the Company on Resolutions as set out in the said Postal Ballot Notice.

Please find enclosed herewith the Notice of Postal Ballot with the Explanatory Statement, which is also being sent through electronic mode to the Members of the Company whose names appear on the Register of Members/List of Beneficial Owners as on Friday, November 20, 2026.

The above notice is also being uploaded on the Company website www.geetanjalicreditcapital.com.

You are requested to take the same on your record.

**For, Geetanjali Credit and Capital Limited**

SHREEDHAR V GODBOLE
Digitally signed by SHREEDHAR V GODBOLE
Date: 2026.11.26 14:55:27 +05'30'

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**Shreedhar Vasant Godbole**
**Managing Director**
**DIN: 11938167**

# GEETANJALI CREDIT AND CAPITAL LIMITED

(CIN- L21012KA1990PLC143422)

2, "Shreedhar Krupa", Shreedhar Tutorials of Commerce, II Main, II Cross,
Vidyagiri, Dharwad, Karnataka – 580004.

Email id- geetanjalicreditandcapital@gmail.com Website- www.geetanjalicreditcapital.com Phone: +91-7801800538

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**NOTICE OF POSTAL BALLOT**

**[Pursuant to Section 110 of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014, each as amended]**

| VOTING STARTS ON | VOTING ENDS ON |
|---|---|
| Monday, 30th November 2026, at 9:00 a.m. | Tuesday, 29th December 2026, at 5:00 p.m. |

Dear Members,

**NOTICE** is hereby given according to Section 110 read with Section 108 and other applicable provisions if any, of the Companies Act, 2013, ('**Act**') (including any statutory modification or re-enactment thereof for the time being in force), read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014, ('**Rules**'), Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('**SEBI Listing Regulations**'), Secretarial Standard on General Meetings issued by The Institute of Company Secretaries of India (**SS-2**), each as amended, and as per the requirements prescribed by the Ministry of Corporate Affairs ('**MCA**') for holding general meetings/ conducting postal ballot process through e-voting vide General Circular Nos. 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020, 22/2020 dated June 15, 2020, 33/2020 dated September 28, 2020, 39/2020 dated December 31, 2020, 10/2021 dated June 23, 2021, 20/2021 dated December 8, 2021, 3/2022 dated May 5, 2022, 11/2022 dated December 28, 2022, 09/2023 dated September 25, 2023, and 09/2024 dated September 19, 2024 (collectively the 'MCA Circulars'), on the requisition dated October 18, 2026 made by Leelamma Thenumgal Joseph and Jaya Paul, the Shareholders of the Company (collectively known as "Requisitionists") holding an aggregate of 20.00% of the paid up equity share capital of the Company, to transact the special business as set out hereunder by passing Ordinary Resolution, by voting through electronic means ('**remote e-voting**').

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

In compliance with the MCA Circulars, Geetanjali Credit and Capital Limited ('**Company/GCCL**') is sending this Notice ONLY in electronic form to those Members whose email addresses are registered with the Company/Registrar and Transfer Agent ('**RTA**')/Depositories. Accordingly, a physical copy of the Notice along with the Postal Ballot Form and pre-paid business reply envelope is not being sent to the Members for this Postal Ballot. The communication of the assent or dissent of the Members would only take place through the remote e-voting system. The detailed procedure for remote e-voting forms part of the 'Notes' section of this Notice.

In compliance with Regulation 44 of the SEBI Listing Regulations and pursuant to the provisions of Section 108 and Section 110 of the Act read with the Rules, the MCA Circulars, and SS-2, the Company is providing remote e-Voting facility to its Members, to enable them to cast their votes electronically instead of submitting the Postal Ballot Form physically. The Company has engaged the services of National Securities Depository Limited ('**NSDL**') for the purpose of providing a remote e-voting facility to its members. The instructions for

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remote e-voting are appended to this Notice. The Notice is also available on the website of the Company www.geetanjalicreditcapital.in.

Members desiring to exercise their vote through the remote e-voting process are requested to carefully read the instructions indicated in this Notice and record their assent (FOR) or dissent (AGAINST) by following the procedure as stated in the 'Notes' section of this Notice for the casting of votes by remote e-voting not later than 5:00 p.m. (IST) on Tuesday 29th December 2026**.** The remote e-voting facility will be disabled by NSDL immediately thereafter.

**Special Business:**

1. **To Consider the Appointment of Mr. Nirej V. Paul [DIN: 03407536] as Non-Executive Non-Independent Director of the Company:**

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

   **"RESOLVED THAT** pursuant to the provisions of Sections 149, 152 and other applicable provisions, if any, of the Companies Act, 2013 ("the Act"), read with the Companies (Appointment and Qualification of Directors) Rules, 2014, and the applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, including any statutory modification(s), amendment(s) or re-enactment(s) thereof for the time being in force, and subject to the provisions of the Articles of Association of the Company, the consent of the Members of the Company be and is hereby accorded for the appointment of Mr. Nirej V. Paul (DIN: 03407536) as a Non-Executive Non-Independent Director of the Company, with effect from November 06, 2026, liable to retire by rotation, on such terms and conditions as may be determined by the Board of Directors of the Company.

   **RESOLVED FURTHER THAT** the Board of Directors of the Company (including any Committee thereof or any person authorised by the Board) be and is hereby authorised to do all such acts, deeds, matters and things as may be necessary, expedient or desirable to give effect to this resolution, including filing of necessary forms and returns with the Registrar of Companies and making necessary disclosures to the Stock Exchange(s), as may be required under applicable laws."

2. **To Consider the Appointment of Akhil Babu [DIN: 12005142] as Non-Executive Non-Independent Director of the Company.**

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

   **"RESOLVED THAT** pursuant to the provisions of Sections 149, 152 and other applicable provisions, if any, of the Companies Act, 2013 ("the Act"), read with the Companies (Appointment and Qualification of Directors) Rules, 2014, and the applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, including any statutory modification(s), amendment(s) or re-enactment(s) thereof for the time being in force, and

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subject to the provisions of the Articles of Association of the Company, the consent of the Members of the Company be and is hereby accorded for the appointment of Mr. Akhil Babu (DIN: 12005142) as a Non-Executive Non-Independent Director of the Company, with effect from November 06, 2026, liable to retire by rotation, on such terms and conditions as may be determined by the Board of Directors of the Company.

**RESOLVED FURTHER THAT** the Board of Directors of the Company (including any Committee thereof or any person authorised by the Board) be and is hereby authorised to do all such acts, deeds, matters and things as may be necessary, expedient or desirable to give effect to this resolution, including filing of necessary forms and returns with the Registrar of Companies and making necessary disclosures to the Stock Exchange(s), as may be required under applicable laws."

**For, Geetanjali Credit and Capital Limited**

**Sd/-**
**Shreedhar Vasant Godbole**
**Managing Director**
**DIN: 11938167**

**Date: November 26, 2026**
**Place: Dharwad**

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NOTES:

**1.** The relevant Statement under the provisions of Section 102 of the Companies Act, 2013 ('**Act**') read with Section 110 of the Act and Rule 22 of the Companies (Management and Administration) Rules, 2014 ('**Rules**'), each as amended, setting out the material facts relating to the aforesaid Resolutions and the reasons thereof is annexed hereto and forms part of this Notice.

**2.** In terms of the MCA Circulars, the Company is sending this Notice ONLY in electronic form to those Members whose names appear in the Register of Members/List of Beneficial Owners as received by the Company from the Depositories/ Skyline Financial Services Private Limited, the Company's Registrar and Transfer Agent ('**RTA**'), as on Friday, November 20, 2026 ('**Cut-Off Date**') and whose e-mail addresses are registered with the Company/RTA/Depositories/Depository Participants or who will register their e-mail address in accordance with the process outlined in this Notice. The voting rights of the Members shall be in proportion to their share of the paid-up equity share capital of the Company as on the Cut-Off Date.

**3.** Only those Members whose names are appearing in the Register of Members / List of Beneficial Owners as of the Cut-Off Date shall be eligible to cast their votes through postal ballot by remote e-voting. A person who is not a member as of the Cut-Off Date should treat this Notice for information purposes only.

It is however clarified that all Members of the Company as on the Cut-Off Date (including those Members who may not have received this Notice due to non-registration of their e-mail addresses with the Company/ RTA/ Depositories / Depository Participants) shall be entitled to vote concerning the aforementioned Resolutions in accordance with the process specified in this Notice.

**4.** The voting rights of Members shall be in proportion to their shares of the paid-up equity share capital of the Company as on Friday, November 20, 2026, being the cut-off date fixed for the purpose.

**5.** In compliance with the provisions of Section 108 and Section 110 of the Act read with Rules 20 and 22 of the Rules, Regulation 44 of the SEBI Listing Regulations, SS-2, and the MCA Circulars, the Company is pleased to provide a remote e-voting facility to its Members, to enable them to cast their votes electronically. The detailed procedure with respect to remote e-voting is mentioned in note no. 13 of this Notice.

**6.** The remote e-voting shall commence on Monday, 30th November 2026, at 9:00 a.m. (IST) and shall end on Tuesday, 29th December 2026, at 5:00 p.m. (IST). During this period, Members of the Company holding shares in physical or electronic form as on the Cut-Off Date may cast their vote electronically. The remote e-voting module shall be disabled by NSDL for e-voting thereafter.

**7.** The Board of Directors has appointed Ms Dharti Patel (Membership No. F12801, CP No. 19303), Practising Company Secretaries, as the Scrutinizer to scrutinize the postal ballot process fairly and transparently.

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**8.** The Scrutinizer will submit his/her report to the Chairman, or any other person authorized by him, after scrutiny of the votes cast, on the result of the Postal Ballot within two working days from the conclusion of the postal ballot e-voting. The Scrutinizer's decision on the validity of the votes cast will be final.

**9.** The results declared along with the Scrutinizer's Report shall be placed on the Company's website at www.geetanjalicreditcapital.in and on the website of NSDL at www.evoting.nsdl.com immediately after the results are declared by the Chairman or any other person so authorized by him, and the same shall be communicated to the Stock Exchanges, where the equity shares of the Company are listed. The results shall also be displayed on the notice board at the Registered Office of the Company.

**10.** The Resolutions, if passed by the requisite majority through Postal Ballot by remote e-voting, will be deemed to have been passed on the last date specified for e-voting i.e., Tuesday, 29th December 2026.

**11.** Members may download the Notice from the website of the Company at www.geetanjalicreditcapital.in or from the website of NSDL at www.evoting.nsdl.com. A copy of the Notice is also available on the website of BSE at www.bseindia.com.

**12.** The vote in this Postal Ballot cannot be exercised through proxy.

**13.** Members desirous of inspecting the documents referred to in the Notice or Statement may send their requests to geetanjalicreditandcapital@gmail.com from their registered e-mail addresses mentioning their names, folio numbers, DP ID, and Client ID between the e-voting period**.**

**The process to cast votes through remote e-voting:**

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

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

**A) Login method for e-voting for Individual shareholders holding securities in demat mode**

In terms of the SEBI circular dated December 9, 2020, on the 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 the e-voting facility.

The 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. Existing **IDeAS** users 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 the e-Voting page. Click on the company name or **e-voting service provider i.e. NSDL** and you will be redirected to the e-voting website of NSDL for casting your vote during the remote e-voting period.<br>2. If you are not registered for IDeAS e-Services, an 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<br>3. 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 the '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 the NSDL Depository site wherein you can see e-voting page. Click on the 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.<br>4. Shareholders/Members can also download the NSDL Mobile App "**NSDL Speede**" facility by scanning the QR code mentioned below for a seamless voting experience.<br>**NSDL Mobile App is available on**<br>App Store Google Play |
| Individual Shareholders holding securities in demat mode with CDSL | 1. Users who have opted for CDSL Easi / Easiest facility, can log in through their existing user id and password. The 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 you're existing my easi username & password.<br>2. After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the e-voting is in progress as per the information provided by the company. On clicking the e-voting option, the user will be able to see e-voting page of the e-voting service provider for casting your vote during the remote e-Voting period. Additionally, there is also links provided to access the system of all e-voting Service Providers, so that the user can visit the e-voting service providers' websites directly. |

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|---|---|
| | 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.<br>4. Alternatively, the user can directly access the e-Voting page by providing Demat Account Number and PAN No. from an 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 e-voting 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 the e-voting facility. upon logging in, you will be able to see the e-voting option. Click on the e-voting option, you will be redirected to the NSDL/CDSL Depository site after successful authentication, wherein you can see the e-voting feature. Click on the company name or e-voting service provider i.e., NSDL and you will be redirected to the e-voting website of NSDL for casting your vote during the remote e-voting period. |

**Important note:** Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at the 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 the NSDL helpdesk by sending a request to 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 the CDSL helpdesk by sending a request to helpdesk.evoting@cdslindia.com or contact at toll-free no. 1800 22 55 33 |

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

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

1. Visit the e-voting website of NSDL. Open the 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 the e-voting system is launched, click on the icon "Login" which is available under the 'Shareholder/Member' section.

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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 e-services i.e., IDEAS, you can log in at https://eservices.nsdl.com/ with your existing IDEAS login. Once you log in to NSDL e-services 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 a 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 a 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 the folio number is 001*** and EVEN is 101456 then the 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 log in 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 the NSDL account, the last 8 digits of the client ID for the CDSL account, or the 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 the steps mentioned below in the **process for those shareholders whose email IDs are not registered.**

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6. If you are unable to retrieve or have not received the "Initial password" or have forgotten your password:
   a) Click on the "**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) the option is available on www.evoting.nsdl.com.
   c) If you are still unable to get the password by the aforesaid two options, you can send a request to 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 the "Login" button.
9. After you click on the "Login" button, the Home page of e-Voting will open.

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

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

1. After successful login at Step 1, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle.
2. Select "EVEN" of the company for which you wish to cast your vote during the remote e-voting period.
3. Now you are ready for e-voting as the Voting page opens.
4. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote, and click on "Submit" and also "Confirm" when prompted.
5. Upon confirmation, the message "Vote cast successfully" will be displayed.
6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

**General Guidelines for Shareholders**

1. Institutional shareholders (i.e., other than individuals, HUF, NRI, etc.) are required to send scanned copies (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 bhaveshchhedaassociates@gmail.com with a copy marked to evoting@nsdl.com. Institutional shareholders (i.e., other than individuals, HUF, NRI, etc.) can also upload their Board Resolution / Power of Attorney / Authority Letter, etc. by clicking on **"Upload Board Resolution / Authority Letter"** displayed under the **"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

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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 to the Frequently Asked Questions (FAQs) for Shareholders and the e-voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on toll-free no.: 022 - 4886 7000 and 022 - 2499 7000 or send a request to Mr. Amit Vishal, Asst. Vice President-NSDL or Mr. Sanjeev Yadav, Assistant Manager–NSDL at evoting@nsdl.com or contact at NSDL, 4th Floor, 'A' Wing, Trade World, Kamala Mills Compound, Senapati Bapat Marg, Lower Parel, Mumbai 400 013.

**Process for those shareholders whose email IDs are not registered with the depositories for procuring user id and passwords and registration of e-mail IDs for e-voting for the resolutions set out in this notice**:

1. In case of 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 investorservices@adhikaribrothers.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 investorservices@adhikaribrothers.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 for Individual shareholders holding securities in demat mode**.
3. Alternatively, shareholders/members may send a request to evoting@nsdl.com to procure user id and password for e-voting by providing above mentioned documents.
4. In terms of the SEBI circular dated December 9, 2020, on the 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 the e-voting facility.

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**STATEMENT PURSUANT TO SECTION 102(1) AND 110 OF THE COMPANIES ACT, 2013 ('ACT')**

Geetanjali Credit and Capital Limited ("the Company") has received a requisition dated October 16, 2026 from by Leelamma Thenumgal Joseph and Jaya Paul, the Shareholders of the Company (collectively known as "Requisitionists") holding an aggregate of 20.00% of the paid-up equity share capital of the Company as per Section 100 and other relevant provisions of the Companies Act, 2013 to transact the Special Businesses as set out in the Requisition Letter. The requisition dated October 16, 2026, is attached herewith as **Annexure - II.**

The following Statement sets out all material facts relating to Resolution No(s). 1 to 2 mentioned in the accompanying Notice.

**Item No. 01: Appointment of Mr. Nirej V. Paul [DIN: 03407536] as Non-Executive Non-Independent Director of the Company.**

Pursuant to Section 102 of the Companies Act, 2013 ("the Act"), the following explanatory statement sets out all material facts relating to the business mentioned under Item No. 1 of the accompanying Postal Ballot Notice.

The Board of Directors of the Company, at its meeting held on November 06, 2026, considered and approved the appointment of Mr. Nirej V. Paul (DIN: 03407536) as a Non-Executive Non-Independent Director of the Company, subject to the approval of the Members of the Company.

Mr. Nirej V. Paul possesses the requisite knowledge, experience and expertise which the Board believes would be beneficial to the Company. His appointment is expected to strengthen the Board and contribute to the overall growth, development and governance of the Company.

The Board is of the opinion that his appointment as a Non-Executive Non-Independent Director would be in the best interests of the Company and its Members.

Mr. Nirej V. Paul has furnished his consent to act as a Director and the necessary declarations confirming that he is not disqualified from being appointed as a Director under the provisions of the Act.

Except Mr. Nirej V. Paul, none of the Directors, Key Managerial Personnel of the Company or their respective relatives is concerned or interested, financially or otherwise, in the resolution set out at Item No. 1 of the accompanying Postal Ballot Notice.

The Board of Directors recommends the Ordinary Resolution set out at Item No. 1 of the accompanying Postal Ballot Notice for approval of the Members.

The resolution and the explanatory statement may also be inspected electronically by the Members in accordance with the applicable provisions of law.

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**Item No. 02: Appointment of Mr. Akhil Babu [DIN: 12005142] as Non-Executive Non-Independent Director of the Company.**

Pursuant to Section 102 of the Companies Act, 2013 ("the Act"), the following explanatory statement sets out all material facts relating to the business mentioned under Item No. 2 of the accompanying Postal Ballot Notice.

The Board of Directors of the Company, at its meeting held on November 06, 2026, considered and approved the appointment of Mr. Akhil Babu (DIN: 12005142) as a Non-Executive Non-Independent Director of the Company, subject to the approval of the Members of the Company.

Mr. Akhil Babu possesses the requisite knowledge, experience and expertise which the Board believes would be beneficial to the Company. His appointment is expected to strengthen the Board and contribute to the overall growth, development and governance of the Company.

The Board is of the opinion that his appointment as a Non-Executive Non-Independent Director would be in the best interests of the Company and its Members.

Mr. Akhil Babu has furnished his consent to act as a Director and the necessary declarations confirming that he is not disqualified from being appointed as a Director under the provisions of the Act.

Except Mr. Akhil Babu, none of the Directors, Key Managerial Personnel of the Company or their respective relatives is concerned or interested, financially or otherwise, in the resolution set out at Item No. 1 of the accompanying Postal Ballot Notice.

The Board of Directors recommends the Ordinary Resolution set out at Item No. 2 of the accompanying Postal Ballot Notice for approval of the Members.

The resolution and the explanatory statement may also be inspected electronically by the Members in accordance with the applicable provisions of law.

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A brief resume and details of Mr. Nirej V. Paul and Mr. Akhil Babu as stipulated under Regulation 36(3) of SEBI LODR and SS-2 issued by the Institute of Company Secretaries of India is as under:

| Name of the Chairperson | Mr. Nirej V. Paul | Mr. Akhil Babu |
|---|---|---|
| DIN | 03407536 | 12005142 |
| Date of Birth | May 16, 1974 | August 29, 1996 |
| Nationality | Indian | Indian |
| Date of First Appointment on the Board | November 06, 2026 | November 06, 2026 |
| Designation | Non-Executive Non-Independent Director | Non-Executive Non-Independent Director |
| Qualification | Mr. Nirej V. Paul earned his Bachelor of Commerce degree from Mysore University, Mysore and Bachelor of Law degree from Mysore University, Maysore. | Mr. Akhil Babu holds Bachelors of Commerce degree from the Mar Athanasius College, Kothamangalam and Bachelor of Law Degree from the School of Legal Studies, CMR University. |
| Experience/ Expertise | Mr. Nirej V. Paul has twenty-six years of experience in the stock market, investments and corporate affairs, including twenty years of experience in listing compliance and related corporate procedures. His experience includes capital raising, issue management and corporate transactions involving listed companies. | Mr. Akhil Babu practises in civil and criminal matters before the District courts and the High Court of Kerala since last 3 years. |
| Terms and Conditions of Appointment or Reappointment | Non-Executive Non-Independent Director w.e.f. November 06, 2026 | Non-Executive Non-Independent Director w.e.f. November 06, 2026 |
| Remuneration sought to be paid | Remuneration as may be decided by the Board from time to time | Remuneration as may be decided by the Board from time to time |
| Remuneration last drawn | NIL | NIL |
| Number of Meetings of the Board attended during FY 2025-26 | 0 | 0 |
| Shareholding in the Company (Equity Shares of Rs. 10/- each) | 10,000 Equity Shares | NIL |

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| | | |
|---|---|---|
| List of Directorships in Other Companies | 3 | Nil |
| List of Chairmanship or membership of various Committees in listed company and other Companies | 0 | 0 |
| Relationship with other Directors of the Company | Not Related | Not Related |

**For, Geetanjali Credit and Capital Limited**

**Sd/-**
**Shreedhar Vasant Godbole**
**Managing Director**
**DIN: 11938167**

**Date: November 26, 2026**
**Place: Dharwad**

Date: 16.10.2026

From: Leelamma Thenumgal Joseph
Vadakkedathu House, Ooramana Post, Ramamangalam, Ernakulam, Kerala - 686663
Email: dr.tj.leelamma@gmail.com | Phone: +91 9745370585

To
The Board of Directors
Through Mr Shreedhar V Godbole, Managing Director,
Geetanjali Credit and Capital Limited
2, "Shreedhar Krupa", Shreedhar Tutorials of Commerce
II Main, II Cross, Vidyagiri, Dharwad, Karnataka – 580004
Email: geetanjalicreditandcapital@gmail.com

**Nomination of two Non Executive Non Independent Directors**
**Extraordinary General Meeting on 6 November 2026**

Dear Sir / Madam,

I, Leelamma Thenumgal Joseph, a member holding 20% of the equity share capital of the Company under BOID 1208160016818031, submit the enclosed separate notices under Section 160 of the Companies Act, 2013, proposing the following persons for appointment as Non-Executive, Non-Independent Directors at the Extraordinary General Meeting on 6 November 2026:

**1. Nirej V Paul — DIN 03407536**
**2. Adv. Akhil Babu — DIN 12005142**

I believe these appointments would strengthen the Board's oversight and contribute to sound governance in the interests of the Company and its shareholders.

Please place each candidature before the members through a separate resolution, inform the members as required by Section 160(2) and Rule 13 of the Companies (Appointment and Qualification of Directors) Rules, 2014, and make the necessary arrangements for voting on each resolution, including remote e-voting.

Jaya Paul, a member holding 100 equity shares under BOID 1208160078664614, joins in signing this letter in support of both nominations.

The deposits of Rs. 1,00,000 for each candidate, by way of DD drawn on Kotak Mahindra Bank.

Please acknowledge receipt of this letter, both notices, the deposits and the accompanying documents, recording the date of receipt, and confirm the arrangements for placing both candidatures before the members.

Yours faithfully,

Leelamma Thenumgal Joseph
Proposing shareholder

Jaya Paul
Supporting shareholder

Enclosures: Two separate notices under Section 160; **[deposit instruments / payment evidence]**; **[list the signed candidate documents and other supporting documents actually enclosed]**.

Date: 16/10/2026

From: Leelamma Thenumgal Joseph
Vadakkedathu House, Ooramana Post, Ramamangalam, Ernakulam, Kerala - 686663
Email: dr.tj.leelamma@gmail.com | Phone: +91 9745370585

To
The Board of Directors, Through Mr Shreedhar V Godbole, Managing Director
Geetanjali Credit and Capital Limited
2, "Shreedhar Krupa", Shreedhar Tutorials of Commerce
II Main, II Cross, Vidyagiri, Dharwad, Karnataka – 580004

**Notice under Section 160 of the Companies Act 2013**

**Candidature of Nirej V Paul (DIN 03407536)**

Dear Sir / Madam,

I, Leelamma Thenumgal Joseph, a member of Geetanjali Credit and Capital Limited holding 20% of its equity share capital under BOID 1208160016818031, hereby give notice under Section 160 of the Companies Act, 2013, of my intention to propose Nirej V Paul (DIN 03407536) for appointment as a Non-Executive, Non-Independent Director of the Company at the Extraordinary General Meeting scheduled for 6 November 2026, or any adjournment thereof.

Jaya Paul, a member of the Company holding 100 equity shares under BOID 1208160078664614, confirms her support for the above nomination and joins in signing this notice as a supporting shareholder.

A deposit of Rs. 1,00,000 (Rupees One Lakh only) under Section 160(1) accompanies this notice by **DD No:** 159757 **Dated 16/10.2026, Drawn on Kotak Mahindra Bank**

Please place this candidature before the members for consideration and voting through a separate resolution and inform the members in accordance with Section 160(2) of the Companies Act, 2013, read with Rule 13 of the Companies (Appointment and Qualification of Directors) Rules, 2014.

Please acknowledge receipt of this notice and the accompanying deposit, recording the date of receipt.

Yours faithfully,

Leelamma Thenumgal Joseph
Proposing shareholder
BOID: 1208160016818031

Jaya Paul
Supporting shareholder
BOID: 1208160078664614

Enclosure: 1)**DD of Rs 100,000.**
2) Copy of PAN Card
3) Copy of Aadhar Card
4) Form DIR-2
5) Form DIR-8
6) Declaration of Debarment
7) Brief Profile

Date: 16.10.2026

From: Leelamma Thenumgal Joseph
Vadakkedathu House, Ooramana Post, Ramamangalam, Ernakulam, Kerala - 686663
Email: dr.tj.leelamma@gmail.com | Phone: +91 9745370585

To
The Board of Directors, through Mr Shreedar V Godbole, Managing Director
Geetanjali Credit and Capital Limited
2, "Shreedhar Krupa", Shreedhar Tutorials of Commerce
II Main, II Cross, Vidyagiri, Dharwad, Karnataka – 580004

**Notice under Section 160 of the Companies Act 2013**

**Candidature of Adv. Akhil Babu (DIN 12005142)**

Dear Sir / Madam,

I, Leelamma Thenumgal Joseph, a member of Geetanjali Credit and Capital Limited holding 20% of its equity share capital under BOID 1208160016818031, hereby give notice under Section 160 of the Companies Act, 2013, of my intention to propose Adv. Akhil Babu (DIN 12005142) for appointment as a Non-Executive, Non-Independent Director of the Company at the Extraordinary General Meeting scheduled for 6 November 2026, or any adjournment thereof.

Jaya Paul, a member of the Company holding 100 equity shares under BOID 1208160078664614, confirms her support for the above nomination and joins in signing this notice as a supporting shareholder.

A deposit of Rs. 1,00,000 (Rupees One Lakh only) under Section 160(1) accompanies this notice by **DD No.** 159758 **Dated 16/10/2026, Drawn on Kotak Mahindra Bank**

Please place this candidature before the members for consideration and voting through a separate resolution and inform the members in accordance with Section 160(2) of the Companies Act, 2013, read with Rule 13 of the Companies (Appointment and Qualification of Directors) Rules, 2014.

Please acknowledge receipt of this notice and the accompanying deposit, recording the date of receipt.

Yours faithfully,

Leelamma Thenumgal Joseph
Proposing shareholder
BOID: 1208160016818031

Jaya Paul
Supporting shareholder
BOID: 1208160078664614

Enclosure: 1) **DD of Rs 100,000.**
2) Copy of PAN Card
3) Copy of Aadhar Card
4) Form DIR-2
5) Form DIR-8
6) Declaration on disqualification
7) Brief Profile