HI-KLASS TRADING AND INVESTMENT LIMITED

Regd Off: 02, Shanti Kutir Building, Shivaji Road, Off M G Road, Kandivali West, Mumbai – 400067
CIN: L51900MH1992PLC066262, Website: www.hiklass.co.in
Contact: 8100121394, Email ID: info@hiklass.co.in

August 31, 2026

To,
The Manager
Listing Department
BSE Limited
Phiroze Jeejeebhoy Towers, 1st Floor
Dalal Street,
Mumbai – 400 001

Scrip Code in BSE: 542332

Sub: - Submission of Notice of 33rd Annual General Meeting & Annual Report for the Financial Year 2025-26

Dear Sir,

Pursuant to Regulations 30 and 34(1)(a)of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended) (the "Listing Regulations"), we hereby enclose the copy of the Notice of the 33rd Annual General Meeting (AGM) of Hi-Klass Trading and Investment Limited Company to be held on Monday September 28, 2026 at 12:30 P.M through video conferencing or Other Audio Visual Means and Annual Report of the Company for the Financial Year ended March 31,2026.

The Company has engaged the services of CDSL to provide remote e-Voting facility and e-Voting facility during the AGM. The remote e-Voting period will commence on Friday, September 25, 2026 (9:00 A.M. IST) and will end on Sunday, September 27, 2026 (5:00 P.M. IST). The remote e-Voting module shall be disabled by CDSL for voting thereafter.

The Members, whose names appear in the Register of Members / list of Beneficial Owners as on Monday, September 21, 2026 being the cut-off date, are entitled to vote on the Resolutions set forth in the said Notice.

In accordance with the applicable circulars issued by the Ministry of Corporate Affairs and Securities and Exchange Board of India, the Notice of AGM along with Annual Report for the Financial Year 2025-26 are being dispatched in electronic mode only to the Members whose email IDs are registered with the Company / Registrar and Transfer Agent / Depository Participants.

Further, in compliance with Regulation 36(1)(b) of the Listing Regulations, a letter (as enclosed) is being sent to those shareholders, whose e-mail addresses are not registered with the Company or the Registrar to an Issue and Share Transfer Agent or any of the Depositories or the Depository Participant(s), providing the web-link, including the exact path, where complete details of the aforesaid Annual Report are available..

The Notice of this AGM inter-alia provides the process and manner of remote E-voting/ E-voting at the AGM and instructions for participation at the AGM through VC / OAVM facility. The Notice of AGM along with the Annual Report for the Financial Year 2025-26 is also available on the website of the Company at www.hiklass.co.in

This is for your information and record.

Thanking You,

Yours Faithfully,

For Hi-Klass Trading and Investment Limited

Sanjay Kumar Jain
Digitally signed by Sanjay Kumar Jain
Date: 2026.08.31 16:06:03 +05'30'

Sanjay Kumar Jain
Managing Director
DIN: 00415316

HI-KLASS

TRADING AND INVESTMENT LIMITED

INTEGRITY | GROWTH | VALUE

33rd ANNUAL REPORT

2025-26

Building a Stronger Tomorrow,
Delivering Sustainable Value

REGISTERED OFFICE
02, Shanti Kutir Building,
Shivaji Road, Off M G Road,
Kandivali West,
Mumbai - 400 067,
Maharashtra, India

CORPORATE OFFICE
Room No. 802, 8th Floor,
Vasundhara Building,
Sarat Bose Road,
Kolkata - 700 020,
West Bengal, India

WEBSITE
https://www.hiklass.co.in

EMAIL
info@hiklass.co.in

HI-KLASS

TRADING AND INVESTMENT LIMITED

CONTENTS

HI-KLASS

TRADING AND INVESTMENT LIMITED

CORPORATE INFORMATION

(as on August 24, 2026)

BOARD OF DIRECTORS

Managing Director

Shri. Sanjay Kumar Jain

Independent Director

Shri. Navin Kumar Jain

Kumari Sanskkrity Jaiin

Non-Executive Non- Independent Director

Shri Dipak Sundarka

BOARD COMMITTEES

Audit Committee

- Shri. Navin Kumar Jain - Chairman
- Kumari Sanskkrity Jaiin – Member
- Shri Dipak Sundarka – Member
- Shri Sanjay Kumar Jain- Member

Nomination & Remuneration Committee

- Shri. Navin Kumar Jain- Chairman
- Kumari Sanskkrity Jaiin – Member
- Shri Dipak Sundarka – Member

Stakeholders' Relationship Committee:

- Shri Navin Kumar Jain - Chairman
- Kumari Sanskkrity Jaiin – Member
- Shri Dipak Sundarka – Member
- Shri Sanjay Kumar Jain- Member

Risk Management Committee:

- Shri Dipak Sundarka - Chairman
- Kumari Sanskkrity Jaiin – Member
- Shri Navin Kumar Jain – Member
- Smt. Bhawana Jha - Member

KEY MANAGERIAL PERSONNEL

- Chief Financial Officer – Smt. Bhawana Jha
- Company Secretary & Compliance Officer – Smt. Neha Kedia

REGISTRAR & SHARE TRANSFER AGENT

Purva Sharegistry (India) Pvt. Ltd

No.9, Shiv Shakti Ind.Estate

J.R. BorichaMarg, Lower Parel

Mumbai-400011

Phone: 022-2301 8261, Fax: 022-2301 2317

E-mail: support@purvashare.com

CORPORATE IDENTIFICATION NUMBER

L51900MH1992PLC066262

BSE scrip code: 542332

BANKERS

- Axis bank
- Union Bank of India
- Yes Bank

AUDITORS

Statutory Auditors

Biswas Dasgupta Datta & Roy Associates

Chartered Accountants

Firm registration No 302105E

FRN: 003247C

10 Government Place (East)

Compound Near

Mansion Room No 21

Esplanade, Kolkata – 700 069

Secretarial Auditors

Prachi Bhartia

Practicing Company Secretary

ACS No. 53022

Ezra C.P. No. 22964

46, East Topsia

Arupota Kolkata-700105

Internal Auditors

Anjali Jain & Associates

Chartered Accountants

P.P Guru Nanak School

Ranchi – 01 Jharkhand

"Building a Stronger Tomorrow, Delivering Sustainable Value.

NOTICE

Notice is hereby given that the Thirty-Third (33rd) Annual General Meeting of the Members of M/s **HI-KLASS TRADING & INVESTMENT LIMITED** will be held on Monday, 28th September, 2026, at 12.30 P.M. Indian Standard Time (I.S.T.) through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM") to transact the following business. The venue of the meeting shall be deemed to be the Corporate Office of the Company at 2/7 Vasundhara Building Sarat Bose road, 8th Floor, Room no 802, Kolkata – 700020.

ORDINARY BUSINESS:

Item No. 1

Adoption of Audited Financial Statements

To receive, consider and adopt: the Audited Standalone Financial Statements of the Company for the Financial Year ended 31st March, 2026, together with the Reports of the Board of Directors and the Statutory Auditors thereon; and

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

"RESOLVED THAT the Audited Standalone Financial Statements of the Company for the Financial Year ended 31st March, 2026, together with the Reports of the Board of Directors and the Statutory Auditors thereon, be and are hereby received, considered and adopted.

Item No. 2

Appointment of Director Retiring by Rotation

To appoint a Director in place of Mr. Dipak Sundarka (DIN: 05297111), who retires by rotation in accordance with the provisions of Section 152 of the Companies Act, 2013 and being eligible, offers himself for re-appointment.

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

"RESOLVED THAT pursuant to the provisions of Section 152 and other applicable provisions of the Companies Act, 2013, Mr Dipak Sundarka (DIN: 05297111), who retires by rotation and being eligible, offers himself for re-appointment, be and is hereby re-appointed as a Director of the Company."

Item No. 3

Appointment of Statutory Auditor

To appoint M/s. S Jaykishan, Chartered Accountants as the Statutory Auditor of the Company for five years, i.e., FY 2026-27 to FY 2030-31 and in this regard, to pass with or without modification(s) the following resolution as an

Ordinary Resolution:

"RESOLVED THAT pursuant to the provisions of Sections 139, 141, 142 and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), and subject to such approvals as may be necessary, M/s. S. Jaykishan, Chartered Accountants, (FRN 309005E) a Peer Reviewed Firm based at Kolkata be and is hereby appointed as the Statutory Auditors of the Company in place of retiring Statutory Auditors M/s. Biswas Dasgupta Datta & Roy , Chartered Accountants, to hold office for the first term of consecutive period of five years to hold office from the conclusion of this 33rd Annual General Meeting till the conclusion of the 38th Annual General Meeting of the Company, at such remuneration as may be mutually agreed between the Board of Directors and the Statutory Auditors, in addition to reimbursement of applicable taxes and out-of-pocket expenses incurred in connection with the audit of the accounts of the Company."

RESOLVED FURTHER THAT the Board of Directors of the Company and/or any Committee thereof be and is hereby authorized to do all such acts, deeds and things, and to execute all such documents, instruments and writings as may be required to give effect to this resolution."

SPECIAL BUSINESS:

ITEM NO. 4

Alteration of the Object Clause of the Memorandum of Association of the Company

To consider and, if thought fit, to pass, with or without modification(s), the following Resolution as a Special Resolution

"RESOLVED THAT pursuant to the provisions of Sections 4, 13 and all other applicable provisions, if any, of the Companies Act, 2013 read with the rules made thereunder, the applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Reserve Bank of India Act, 1934, the Master Directions applicable to Non-Banking Financial Companies and such other applicable laws, rules, regulations, circulars and guidelines (including any statutory modification(s), amendment(s), re-enactment(s) or substitution(s) thereof for the time being in force), and subject to such approvals, permissions, sanctions and consents as may be necessary from the Reserve Bank of India, Stock Exchange(s) and/or any other statutory or regulatory authority, the consent of the Members of the Company be and is hereby accorded to alter Clause III(A) (Main Objects) of the Memorandum of Association of the Company by inserting the following new clauses after the existing Main Objects:

NEW MAIN OBJECTS

To acquire, purchase, take assignment of, invest in, own, hold, administer, manage, service, monitor, restructure, settle, compromise, recover, resolve, realise, transfer, assign, securitize, sell or otherwise deal in loan portfolios, receivables, debt obligations, financial assets, distressed assets, stressed assets, non-performing assets (NPAs), special mention accounts (SMAs), retail loan portfolios, MSME loan portfolios, commercial loan portfolios and other financial assets from banks, financial institutions, non-banking financial companies, asset reconstruction companies, trusts, alternative investment funds, corporates or other eligible entities, in accordance with applicable law.

To undertake the business of acquisition, servicing, management, monitoring, administration, restructuring, rehabilitation, collection, recovery and resolution of distressed loan account portfolios through lawful means including negotiated settlements, restructuring, one-time settlements, repayment plans and other permissible resolution mechanisms.

To undertake portfolio servicing, collection management, customer servicing, recovery management, receivable management, documentation, portfolio analytics, due diligence, operational support and allied services in relation to financial assets and loan portfolios.

To provide financial arrangement services including debt syndication, loan syndication, project finance assistance, structured finance, working capital arrangement, lender coordination, investor identification, co-lending facilitation, consortium financing, financial closure assistance, transaction advisory, financial consultancy and other financial facilitation services and to act as an arranger, coordinator, facilitator or referral partner between borrowers and lenders in accordance with applicable law.

To receive arrangement fees, advisory fees, servicing fees, referral fees, management fees, consultancy fees, success fees, commission or other lawful consideration in respect of the aforesaid services.

To appoint recovery agencies, collection agencies, consultants, legal advisors, advocates, valuers, technology service providers and other professionals for carrying on the aforesaid business activities in accordance with applicable laws , Provided that the Company shall not undertake any activity requiring separate registration, licence or approval from the Reserve Bank of India, Securities and Exchange Board of India or any other statutory authority unless such registration or approval has first been obtained.

RESOLVED FURTHER THAT the Board of Directors be authorised to renumber the Object Clauses wherever necessary and to make such modifications as may be required by the Registrar of Companies or any other authority.

By order of the Board of Directors

Neha Kedia
Company Secretary & Compliance Officer
ICSI Mem. No. A36732

Place: Mumbai
Date: August 24, 2026

Notes:

1. The Ministry of Corporate Affairs, Government of India (the "MCA") vide its General Circulars No. 14/2020, No. 17/2020, No. 20/2020, No. 02/ 2021, No. 2/2022, No. 10/2022, No. 09/2023, No. 09/2024 and No. 03/2025 dated April 8, 2020, April 13, 2020, May 5, 2020, January 13, 2021, May 5, 2022, December 28, 2022, September 25, 2023, September 19, 2024 and September 22, 2025 respectively (hereinafter, collectively referred as the "MCA Circulars") has allowed companies to conduct their annual general meetings through Video Conferencing ("VC") or Other Audio Visual Means ("OAVM"), thereby, dispensing with the requirement of physical attendance of the members at their AGMs and accordingly, the 33rd Annual General Meeting (the "AGM" or the "33rd AGM" or the "Meeting") of Hi-Klass Trading and Investment Limited (the "Company") will be held through VC or OAVM in compliance with the MCA Circulars, the relevant provisions of the Companies Act, 2013 (as amended) (the "Act") and the rules made thereunder and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended) (the "Listing Regulations"). Members attending the AGM through VC or OAVM shall be counted for the purpose of reckoning the quorum under Section 103 of the Act.

2. In accordance with the Secretarial Standard-2 on General Meetings (SS-2) issued by the Institute of Company Secretaries of India ("ICSI") along with the amendments in SS-2 applicable from April 01, 2024 read with Clarification/Guidance on applicability of Secretarial Standards 1 and 2 dated April 15, 2020 issued by the ICSI, the proceedings of the AGM shall be deemed to be conducted at the Corporate office of the Company located at 2/7 Vasundhara Building Sarat Bose road, 8th Floor, room no 802 , Kolkata – 700020.

3. The Explanatory Statement pursuant to Section 102 of the Act, SS-2 and the Listing Regulations setting out material facts concerning the business under Item No. 4 of the Notice, is annexed hereto

4. **IN TERMS OF THE MCA CIRCULARS READ TOGETHER WITH THE LISTING REGULATIONS, THE REQUIREMENT OF SENDING PROXY FORMS TO HOLDERS OF SECURITIES AS PER PROVISIONS OF SECTION 105 OF THE ACT READ WITH PROVISO**

TO REGULATION 44(4) OF THE LISTING REGULATIONS, HAS BEEN DISPENSED WITH / NOT APPLICABLE TO THE 33RD AGM. THEREFORE, THE FACILITY TO APPOINT PROXY BY THE MEMBERS WILL NOT BE AVAILABLE AND CONSEQUENTLY, THE PROXY FORM AND ATTENDANCE SLIP ARE NOT ANNEXED TO THIS NOTICE CONVENING THE 33RD AGM (THE "NOTICE")

However, in pursuance of Section 113 of the Act and the rules made thereunder, the corporate members are entitled to appoint authorised representatives for the purpose of voting through remote e-Voting or for the participation and e-Voting during the AGM, through VC or OAVM. Institutional Shareholders (i.e., other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF / JPG Format) of the relevant Board Resolution / Power of Attorney / appropriate Authorisation Letter together with attested specimen signature(s) of the duly authorised signatory(ies) who are authorised to vote, to the Scrutinizer through e-mail at csprachi92@gmail.com with a copy marked to helpdesk.evoting@cdslindia.com or upload the same by clicking "Upload Board Resolution / Authority Letter" displayed under "e-Voting" tab in their login. Further details in this regard are annexed separately and form part of this Notice

5. Keeping the convenience of the Members positioned in different time zones, the Meeting has been scheduled at 12:30 P.M. (IST).

6. Since the 33rd AGM will be held through VC or OAVM, no Route Map is being provided with the Notice. The deemed venue for the 33rd AGM shall be the Corporate Office of the Company.

7. In case of joint holders, the member whose name appears as the first holder in the order of names as per the Register of members of the company will be entitled to vote.

8. Statement pursuant to Section 102 of the Act and the rules made thereunder setting out the material facts and the reasons in respect of each item of the Special Business, is annexed hereto. Necessary information pertaining to the Directors as required under Regulation 36(3) of the Listing Regulations and the Revised Secretarial Standard on General Meetings (SS 2) issued by the Institute of Company Secretaries of India (ICSI) is attached to this Notice as **Annexure - 1**.

The Statement and the Annexure hereto and these notes form an integral part of this Notice.

9. **Dispatch of Annual Report through E-mail:** In accordance with the Listing Regulations and the MCA Circulars, the Notice along with the Annual Report of the Company for the financial year ended March 31, 2026, will be sent only through e-mail, to those Members whose e-mail addresses are registered with the Company or the Registrar to an Issue and Share Transfer Agent (the "RTA"), i.e., M/s. Purva Sharegistry India Pvt Ltd. or any of the Depositories or the Depository Participant(s).

   A letter shall be sent to those shareholders, whose e-mail addresses are not registered as stated above, providing the web-link, including the exact path, where complete details of the Annual Report are available

   Hard copy of the Annual Report shall be sent to those shareholders who request for the same.

   The Notice and the Annual Report for the financial year ended March 31, 2026, shall be available on the websites of the Company viz., www.hiklass.co.in and the Stock Exchanges where Equity Shares of the Company are listed. The Notice shall also be available on the e-Voting website of the agency engaged for providing e Voting facility, i.e., Central Depository Services (India) Limited (CDSL), viz., www.cdslindia.com

10. **Consolidation Of Folios**: Members holding shares in the same name and in the same order of names, under different folios, are requested to submit the original certificates along with KYC documents and request to consolidate the folios to Purva Sharegistry (India) Pvt. Ltd ('RTA') at 9 Shiv Shakti Ind. Est., J.R Boricha Marg,

Lower Parel (E), Mumbai-400011, Maharashtra, India for consolidation of their shareholdings into a single folio.

11. Change In Address/ Email Address/Contact Numbers Etc.: Members are requested to notify immediately any change in their address:

If the shares are held in physical form: Form ISR-1 duly filled and signed, as per the specimen signature registered with the Company, along with the supporting documents should be submitted to: the Company at its Registered Office at Hi-Klass Trading and Investment Limited 02, Shanti Kutir Building, Shivaji Road, Off M G Road, Kandivali West, Mumbai- 400 067, Maharashtra, India E-mail: info@hiklass.co.in

OR

The RTA of the Company at the following address:

Purva Sharegistry (India) Pvt. Ltd

9 Shiv Shakti Ind. Est., J.R Boricha Marg, Lower Parel (E),

Mumbai-400011, Maharashtra, India

E-mail: support@purvashare.com

a. If the shares are held in demat form: to the respective Depository Participant(s) ('DP').

12. The Register of Members and Share Transfer Books of the Company shall remain closed from Tuesday, the 22nd day of September, 2026 to Monday, the 28th day of September, 2026 (both days inclusive).

13. Remote e-voting will commence on Friday, the 25th day of September 2026 at 9.00 a.m. and will end on Sunday, the 27th day of September 2026 at 5.00 p.m. During this period shareholders of the Company may cast their vote electronically. The Company has fixed Monday, 21st day of September 2026 as the cut-off date for determining voting right of shareholders entitled to participate in the e- voting process.

14. SEBI has mandated the submission of **Permanent Account Number (PAN)** by every participant in the securities market. Members holding shares in electronic form are therefore requested to submit their valid PAN to their DP with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN details to the Company's RTA.

SEBI vide its Master Circular No. SEBI/ HO/MIRSD/POD-1/P/CIR/2024/37 dated May 07, 2024 read with circular SEBI/HO/ MIRSD/POD-1/P/CIR/2024/81 dated June 10, 2024, as amended from time to time, had mandated all listed Companies to record/ update the KYC details i.e. PAN, Contact details (Postal Address with PIN and also their Mobile Number), Bank Account details and Specimen Signature (Email ID and choice of nomination details being optional) for all shareholders holding shares in physical mode, in their respective folios, to enable company to process any identified service requests. The Company had periodically sent the letter to all the shareholders holding shares in physical mode whose details are yet to be updated, seeking the requisite information.

15. As per the SEBI Master Circular No. HO/38/13/ (4)2026-MIRSD-POD/I/4298/2026 dated February 06, 2026 (the SEBI Master Circular dated February 06, 2026) which is effective April 2, 2026, SEBI has done away with issuance of Letter of Confirmation which was earlier provided while processing of investor service requests like transmission, Transposition, Issue of duplicate securities certificate, Renewal / Exchange of securities certificate, Endorsement, Sub-division / Splitting of securities certificate, Consolidation of securities certificates/folios of the listed companies held in physical form , accordingly the shares shall be credited directly to the shareholders in dematerialized form. Accordingly, securities will be credited directly to shareholder's demat account directly by the RTA, upon submission of valid demat account details along with latest Client Master List and other KYC documents which the RTA specifies as per SEBI requirement.

The shareholders, besides the mandated documents on the service request are required to submit the following additional documents along with service request:

a) Form ISR 4, in the format prescribed by SEBI;

b) Demat Conversion Request Form ("DCRF") – NSDL or Demat Request Form ("DRF") – CDSL, as applicable and prescribed by the respective Depositories

c) Latest Client Master List ("CML") of the demat account, not older than two months, in the same order of names as mentioned in the service request and duly attested by the DP where the demat account is maintained;

d) Attestation of signatures of the Beneficial Owner(s) of the demat account by the DP on the DCRF / DRF and CML, as applicable.

16. The Company after compliance with the due procedure laid down under Clause 5A of the erstwhile Listing Agreement entered into with the Stock Exchanges, now Regulation 39 of the Listing Regulations, had transferred the shares covered under the share certificates, which remained unclaimed by members, to a "Suspense Demat Account" who wish to claim their equity shares are therefore, requested to write to the Company or to the RTA namely Purva Sharegistry (India) Pvt. Ltd 9 Shiv Shakti Ind. Est., J.R Boricha Marg, Lower Parel (E), Mumbai-400011 along with requisite documentary proof to claim their shares.

17. Voting rights will be reckoned on the paid-up value of shares registered in the name of the Members on Monday, 21st day of September 2026 (cut-off date). Only those Members whose names are 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 will be entitled to cast their votes by remote e-voting or e-voting during the AGM. Those who are not Members on the cut-off date should accordingly treat this Notice as for information purposes only.

18. **Special Window for Re-Lodgement of Physical Share Transfer Requests:** pursuant to SEBI Master Circular No. HO/38/13/11(2)2026-MIRSD-POD/ I/3750/2026 dated January 30, 2026, members who had executed the transfer prior to April 1, 2019 but had not lodged their securities for transfer or they were lodged and subsequently rejected, returned or not attended due to deficiency in the documents have been provided a special re-lodgement window for a period of one year from February 20, 2026 to February 20, 2027, to re-lodge the transfer requests. Such transfers would be approved if all the requisite documents as per the SEBI requirements, communicated by the RTA were in place. Further, Share Transfer under this window will be credited only in dematerialized form and will carry a one-year lock in period from the date of transfer registration. The Company has been publishing the Special Window Notice(s) in Newspapers informing the shareholders about the same. Members can contact the Company / RTA, for assistance in this regard.

19. The Register of Directors and Key Managerial Personnel and their shareholding maintained under Section 170 of the Act and the Register of Contracts or Arrangements in which the Directors are interested maintained under Section 189 of the Act will be available electronically for inspection by the members during the AGM. All other documents referred to in the accompanying Notice and Explanatory Statements will be available for inspection through electronic mode by the Members, in accordance with applicable statutory requirements. Members seeking to inspect such documents can send an e-mail to info@hiklass.co.in

20. Subject to the receipt of requisite number of votes, the Resolutions forming part of the AGM Notice shall be deemed to be passed on the date of the AGM i.e. **Monday September 28, 2026**.

21. SEBI vide Circular Nos. SEBI/HO/OIAE/OIAE_ IAD-1/P/CIR/2023/131 dated July 31, 2023, and SEBI/HO/OIAE/OIAE_IAD-1/P/CIR/2023/135 dated August 04, 2023, read with Master Circular No. SEBI/HO/ OIAE/OIAE_IAD-1/P/CIR/2023/145 dated July 31, 2023 (updated as on December 20, 2023), had established a common Online Dispute Resolution Portal ("ODR Portal") for resolution of disputes arising

in the Indian Securities Market. Members who have any grievance/ complaints are requested to write to Company's RTA and if required they may escalate to the Company Secretary. If the member is not satisfied with the response, then a complaint can be lodged on SCORES - SEBI Portal. However, post exhausting of all the option to resolve their grievance with the RTA / Company directly and through existing SCORES platform, the investors can initiate dispute resolution through the ODR Portal https://smartodr.in/ and the same can also be accessed through the Company's website at https://www.hiklass.co.in/

22. **REGISTRATION OF EMAIL ID:**

FOR MEMBERS HOLDING PHYSICAL SHARES:

The Members of the Company holding equity shares of the Company in physical form and who have not registered their email ID may get their email IDs registered with Company's RTA by submitting Investor Service Request Form (Form ISR1) duly filled and signed as per the specimen signature registered with the Company. The Investor Service Request form can be downloaded from website of the RTA for KYC or from Companies Website.

FOR MEMBERS HOLDING SHARES IN DEMAT MODE:

The members holding shares in demat form may get their email address permanently registered with their respective Depository Participant(s).

For receiving soft copy of Annual Report for the financial year 2025-26 and notice of 33rd AGM, such members may send an email to info@hiklass.co.in along with their details such as Name of shareholder, DPID / Client ID, PAN and mobile number.

In conformity with the applicable regulatory requirements, the Notice of this AGM and the Report and Accounts 2026 are being sent only through electronic mode to those Members who have registered their e-mail addresses with the Company or with the Depositories.

i. Electronic copy of the Notice and Annual Report of the 33rd Annual General Meeting of the Company inter alia indicating the process and manner of e-voting is being sent to all the members whose email IDs are registered with the Company/Depository Participants(s) for communication purposes.

In terms of SEBI Circular No. SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated 5th January 2023 and dated 19th September, 2024 and MCA Circulars owing to the difficulties involved in dispatching of physical/hard copies of full annual report to shareholders are being sent in electronic mode to members those email address is registered with the Company or the Depository Participant (s). The members who have not updated their email address are requested to do so immediately since the requirement of sending physical copies of annual report are dispensed with.

ii. In accordance with the proviso to Regulation 40(1) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, effective from April 1, 2019, transfers of shares of the Company shall not be processed unless the shares are held in the dematerialized form with a depository. Accordingly, shareholders holding equity shares in physical form are urged to have their shares dematerialized so as to be able to freely transfer them and participate in various corporate actions.

iii. To prevent fraudulent transactions, members are advised to exercise due diligence and notify the Company of any change in address or demise of any member as soon as possible. Members are also advised not to leave their demat account(s) dormant for long. Periodic statement of holdings should be obtained from the concerned Depository Participant and holdings should be verified.

iv. Details under Regulation 36(5) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, in respect of the Secretarial Auditors seeking appointment at the Annual General Meeting, form an integral part of the notice.

v. The Register of Directors and Key Managerial Personnel and their shareholding maintained under Section 170 of the Companies Act, 2013 and the Register of Contracts and Arrangements in which Directors are interested maintained under Section 189 of the Act and all other documents referred to in the Notice will be available for inspection in electronic mode.

vi. Members may also note that the Notice of the 33rd Annual General Meeting, the Annual Report for 2025-26 will also be available on the Company's website **www.hiklass.co.in** and may also be accessed from the relevant section of the websites of the Stock Exchanges i.e. BSE www.bseindia.com and the website of CDSL (agency for providing the Remote e-Voting facility), as per protocol of respective exchange. Even after registering for e-communication, members are entitled to receive such communication in physical form, upon making a request for the same, by post free of cost. For any communication, the shareholders may also send requests to the Company's email id: info@hiklass.co.in. The same will be replied by the Company suitably.

vii. Only those persons who are Members of the Company as on the cut-off date i.e. 21.09.2026 will be able to attend the AGM through VC/OAVM and a person who is not a member as on the cut-off date should treat this Notice for information purpose only.

viii. In terms of Section 108 of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014 as amended, the Company is providing the 'remote e-voting' (e-voting from a place other than venue of the AGM) facility through Central Depository Services (India) Limited (CDSL) as an alternative, for all members of the Company to enable them to cast their votes electronically, on the resolutions mentioned in the notice of the Annual General Meeting of the Company (the AGM Notice). The detailed instructions specifying how to exercise their right to vote by 33rd Annual Report 2025-26 electronic means (e-voting facility) on any or all of the business specified in the AGM Notice has been attached with notice separately.

ix. Shareholders will be provided with the facility to attend the AGM through VC/OAVM through the CDSL e-voting system. Shareholders may access the same at https://www.evotingindia.com under shareholders/members Login by using the remote evoting credentials. The link for VC/OAVM will be available in shareholders/members Login where the EVSN of Company will be displayed.

x. The Scrutinizer will submit a consolidated Scrutinizer's Report of the total votes cast in favour or against, if any, to the Chairman of the Company within 2 working days from the conclusion of the Annual General Meeting.

xi. The Chairman shall declare the result forthwith. The Results declared along with the Scrutinizer's Report shall be placed on the Company's website www.hiklass.co.in and on the website of CDSL and communicated to the stock exchange(s), immediately.

THE INSTRUCTIONS FOR SHAREHOLDERS REMOTE E-VOTING AND JOINING VIRTUAL MEETING ARE AS UNDER:

Step 1: Access through Depositories CDSL/NSDL e-Voting system in case of individual shareholders holding shares in demat mode.

Step 2: Access through CDSL e-Voting system in case of shareholders holding shares in physical mode and non-individual shareholders in demat mode.

1. The Remote e-voting will commence on Friday, the 25th day of September 2026 at 9.00 a.m. and will end on Sunday, the 27th day of September 2026 at 5.00 p.m. During this period shareholders of the Company may cast their vote electronically. The Company has fixed 21.09.2026 as the cutoff date for determining voting right of shareholders entitled to participate in the e-voting process.

2. Once the vote on a resolution is cast by the Members, the member shall not be allowed to change it subsequently.
3. The members who have cast their vote by remote e-voting prior to the meeting may also attend the meeting but shall not be entitled to cast their vote again

4. Mrs Prachi Bhartia Practicing Company Secretary, has been appointed as the Scrutinizer to scrutinize the e-voting process in a fair and transparent manner.

5. Pursuant to SEBI Circular No. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09.12.2020, under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholders/retail shareholders is at a negligible level.

   Currently, there are multiple e-voting service providers (ESPs) providing e-voting facility to listed entities in India. This necessitates registration on various ESPs and maintenance of multiple user IDs and passwords by the shareholders

   In order to increase the efficiency of the voting process, pursuant to a public consultation, it has been decided to enable e-voting to **all the demat account holders**, **by way of a single login credential, through their demat accounts/ websites of Depositories/ Depository Participants**. Demat account holders would be able to cast their vote without having to register again with the ESPs, thereby, not only facilitating seamless authentication but also enhancing ease and convenience of participating in e-voting process.

6. In terms of SEBI circular **no. SEBI/HOCFD/CMD/CIR/P/2020/242** dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

Step 1: Access through Depositories CDSL/NSDL e-Voting system in case of individual shareholders holding shares in demat mode.

Type of shareholders	**Login Method**
Individual Shareholders holding securities in Demat mode with **CDSL Depository**	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 to Easi / Easiest are requested to visit CDSL website www.cdslindia.com and click on login icon & My Easi New (Token) Tab.

	After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly. If the user is not registered for Easi/Easiest, option to register is available at cdsl website www.cdslindia.com and click on login & My Easi New (Token) Tab and then click on registration option. Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.
Individual Shareholders holding securities in demat mode with **NSDL Depository**	1) If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: https://eservices.nsdl.com either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 2) If the user is not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select "Register Online for IDeAS "Portal or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp 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 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen-digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Shareholder/Member can also download NSDL Mobile App facility by scanning the QR code mentioned below for seamless voting experience:

	4) For OTP based login you can click on https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp. You will have  to enter your 8-digit DP ID,8-digit Client Id, PAN No., Verification code and generate OTP. Enter the OTP received on registered email id/mobile number 5) click on login. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on **company name or e-Voting service provider name** and you will be re-directed to **e-Voting service provider website** for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.
Individual Shareholders (holding securities in demat mode) login through their **Depository Participants (DP)**	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you 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 name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

Pursuant to abovesaid SEBI Circular, Login method for e-Voting and joining virtual meetings for Individual shareholders holding securities in Demat mode CDSL/NSDL is given below:

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. CDSL and NSDL.

Login type	Helpdesk details
Individual Shareholders holding securities in Demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 21 09911
Individual Shareholders holding securities in Demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at: 022 - 4886 7000 and 022 - 2499 7000

STEP 2. Access through CDSL e-Voting system in case of shareholders holding shares in physical mode and non-individual shareholders in demat mode:

i. The shareholders Should log on to the e-voting website www.evotingindia.com

ii. Click on "Shareholders" tab.

iii. Now Enter your User ID

 a. For CDSL: 16 digits beneficiary ID,

 b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,

 c. Members holding shares in Physical Form should enter Folio Number registered with the Company.

iv. Next enter the Image Verification as displayed and Click on Login.

v. If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier voting of any company, then your existing password is to be used.

vi. **If you are a first-time user follow the steps given below:**

For Members holding shares in Demat Form and Physical Form	
PAN	Enter your 10-digit alpha-numeric PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders.) • Members who have not updated their PAN with Company/Depository Participants are requested to use the first two letter of their name and the 8 digits of the sequences number in the PAN Field.
DOB	Enter the Date of Birth as recorded in your demat account or in the company records for the said demat account or folio in dd/mm/yyyy format
Dividend Bank Details	Enter the Dividend Bank Details as recorded in your demat account or in the company records for the said demat account or folio. • Please enter the DOB or Dividend Bank Details in order to login. If both the details are not recorded with the depository or company, please enter the member id / folio number in the Dividend Bank details field as mentioned in instruction (vii).

vii. After entering these details appropriately, click on "SUBMIT" tab.

viii. Members holding shares in physical form will then reach directly the Company selection screen. However, members holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.

ix. For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.

x. Click on the EVSN for the relevant < Hi-Klass Trading and Investment Limited> on which you choose to vote.

xi. On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.

xii. Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.

xiii. After selecting the resolution, you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.

xiv. Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.

xv. You can also take out print of the voting done by you by clicking on "Click here to print" option on the Voting page.

xvi. If Demat account holder has forgotten the changed password then enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.

xvii. Shareholders can also cast their vote using CDSL's mobile app m-Voting available for android-based mobiles. The m-Voting app can be downloaded from Google Play Store. iPhone and Window phone users can download the app from the App Store and the Windows Phone Store respectively. Please follow the instructions as promoted by the mobile app while voting on your mobile.

xviii. **Note for Non – Individual Shareholders and Custodians.**

- Non – Individual shareholders (i.e. other than Individuals, HUF, and NRI etc.) and Custodian are required to log on to www.evotingindia.com and register themselves as Corporate.
- They should submit a scanned copy of the Registration Form bearing the stamp and sign of the entity to helpdesk.evoting@cdslindia.com.
- After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) which they wish to vote on.
- The list of accounts should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
- They should upload a scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, in PDF format in the system for the scrutinizer to verify the same.

xix. Any person, who acquires shares of the Company and become Member of the Company after dispatch of the Notice and holding shares as on the cut-off-date i.e. September 21st , 2026 may follow the same instructions as mentioned above for e-voting.

xx. In case you have any queries or issues regarding e-voting, you may refer the Frequently AskedQuestions ("FAQ") and e-voting manual available at www.evotingindia.com, under help section or write an email to helpdesk.evoting@cdslindia.com

INSTRUCTIONS FOR SHAREHOLDERS ATTENDING THE ANNUAL GENERAL MEETING THROUGH VC/OAVM & E-VOTING DURING MEETING ARE AS UNDER:

i. The procedure for e-Voting on the day of the AGM is same as the instructions mentioned above for Remote e-voting.

ii. The link for VC/OAVM to attend meeting will be available where the EVSN of Company will be displayed after successful login as per the instructions mentioned above for e-voting

iii. If any Votes are cast by the Shareholders through the e-voting available during the AGM and if the same Shareholders have not participated in the Meeting through VC/ OAVM facility, then the votes cast by such Shareholders shall be considered invalid as the facility of e-voting during the Meeting is available only to the Shareholders attending the Meeting.

iv. Shareholders 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.

v. Shareholders are encouraged to join the Meeting through Laptops / iPad for better experience.

vi. For better experience, we recommend that you join the session with high-speed wired internet connectivity. This prevents Wi-Fi dropouts and speed issue.

vii. 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.

viii. Shareholders who would like to express their views/ask questions during the meeting may register themselves as a speaker by sending their request in advance atleast 10 days prior to meeting mentioning their name, demat account number/folio number, email id, mobile number at info@hiklass.co.in . The shareholders who do not wish to speak during the Annual General Meeting but have queries may send their queries in advance 10 days prior to meeting mentioning their name, demat account number/folio number, email id, at info@hiklass.co.in. These queries will be replied to by the company suitably by email.

ix. Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting.

x. The Resolutions shall be deemed to be passed on the date of the Meeting, i.e., on Monday September 28, 2026, subject to receipt of the requisite number of votes in favour of the Resolutions.

PROCESS FOR THOSE SHAREHOLDERS WHOSE EMAIL/MOBILE NO. ARE NOT REGISTERED WITH THE COMPANY/DEPOSITORIES

1. **For Physical shareholders**- please provide necessary details like 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 **Company/RTA email id**.
2. **For Demat shareholders -**, Please update your email id & mobile no. with your respective **Depository Participant (DP)**

3. **For Individual Demat shareholders –** Please update your email id & mobile no. with your respective Depository Participant (DP) which is mandatory while e-Voting & joining virtual meetings through Depository.

   If you have any queries or issues regarding attending Annual General Meeting & e-Voting from the CDSL e-Voting System, you can write an email to helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 21 09911

   All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Sr. Manager, (CDSL) Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to helpdesk.evoting@cdslindia.com or call toll free no. 1800 21 09911.

E-VOTING AT THE AGM: -

i. The procedure for e-Voting on the day of the AGM is same as the instructions mentioned above for remote e-voting.
ii. Only those Members/ shareholders, who will be present at the AGM through VC/OAVM facility and have not cast 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 at the AGM.
iii. 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.

GUIDELINES AND ASSISTANCE TO MEMBERS

In case of any queries relating to e-voting, with respect to remote e-voting or e-voting at the AGM the members may contact CSDL on helpdesk.evoting@cdslindia.com or call on.: 022 - 4886 7000 or contact Ms. Pallavi Mhatre, Deputy Vice President, NSDL at helpdesk.evoting@cdslindia.com or Ms. Veena Suvarna, Assistant Vice President, CSDL at helpdesk.evoting@cdslindia.com refer to the Frequently Asked Questions (FAQs) section / e-voting user manual for shareholders available at the Downloads section on helpdesk.evoting@cdslindia.com.

EXPLANATORY STATEMENT

(Pursuant to Section 102 of the Companies Act, 2013)

The following Explanatory Statement sets out all material facts relating to the business mentioned under Item No. 3 and 4 of the accompanying Notice:

Item No. 3

M/s. Biswas Dasgupta Datta & Roy, Chartered Accountants (Firm Registration No.302105E), were appointed as the Statutory Auditors of the Company from the conclusion of its Twenty Eighth Annual General Meeting (AGM) held on November 30, 2021. Their term is set to conclude at the forthcoming thirty third AGM.

Accordingly, based on the recommendation of the Audit Committee, the Board of Directors has proposed the appointment of M/s. S Jaykishan, Chartered Accountants, (Firm Registration No. 309005E), as the Statutory Auditors of the Company for a first term of five consecutive financial years, from 2026-27 to FY 2030-31.

Shareholders' approval is being sought for the appointment of M/s. S Jaykishan, as the Statutory Auditors, to hold office from the conclusion of the Thirty Third AGM (for FY 2025–26) until the conclusion of the Thirty-Eighth AGM (for FY 2030–31).

M/s. S Jaykishan have consented to their proposed appointment and provided a certificate confirming that the appointment, if made, will be within the limits prescribed under Section 139 of the Companies Act, 2013 and the applicable rules. They have also confirmed their eligibility under the Companies Act, 2013, the Chartered Accountants Act, 1949, and all applicable rules and regulations. Furthermore, in accordance with the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, they have confirmed that they hold a valid peer review certificate issued by the Peer Review Board of ICAI.

The proposed appointment is based on the Audit Committee and Board's evaluation of several criteria, including the firm's industry expertise, audit capabilities, team competence, efficiency, and independence. The Board, at its meeting held on May 29, 2026, has accordingly recommended the appointment of M/s. S Jaykishan for a term of five consecutive years. The proposed remuneration shall align with the prevailing fee structure and reflect the scope and quality of services to be rendered. The Board, in consultation with the Audit Committee, shall be empowered to revise the terms and remuneration mutually agreed upon with the Statutory Auditors during their tenure.

The Board recommends the resolution set out at Item No. 3 of the Notice for approval by the Members by way of an Ordinary Resolution.

None of the Directors or Key Managerial Personnel of the Company or their relatives are interested or concerned, financially or otherwise, in the resolution.

DISCLOSURE UNDER REGULATION 36(5) OF SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015:

SL NO.	PARTICULARS	DETAILS OF APPOINTMENT
1.	**Category of the Auditors**	Auditor's Firm
2.	**Name of Auditor or Auditor's Firm:**	M/s. S. Jaykishan
3,	**ICAI Firm Registration No.:**	309005E
4.	**Number of Financial Year(s) to which appointment relates:**	Five financials' years
5.	**Period of account for which appointed:**	From 2026-27 to 2030-31
6.	**Date of appointment made by Board of Directors**	May 29, 2026
7.	**Proposed fees payable to proposed Statutory Auditor for the FY 2026-2027**	Rs 1,50,000/-
8.	**Any material change in the fee payable to such auditor from that paid to the outgoing auditor along with the rationale for such change:**	There is a material change in the fee payable to the proposed auditor as compared to the outgoing auditor. The audit fee paid to the outgoing auditor was ₹60,000 per annum, whereas the proposed audit fee is ₹1,50,000 per annum, representing an increase of ₹90,000 (150%). The increase is primarily on account of the increased scope and volume of audit work, the size and complexity of the Company's operations, and the professional time and resources required for conducting the audit. The proposed remuneration is considered reasonable and commensurate with the nature and extent of services to be rendered by the proposed auditor.

SL NO.	PARTICULARS	DETAILS OF APPOINTMENT
9.	**Basis of recommendation and Auditor Credentials:**	The recommendations are based on the fulfilment of the eligibility criteria prescribed by the Act, with regard to the full –time partners, audit experience of the firms, capability, independence assessment, and audit experience. Brief Profile of Statutory Auditors. M/s. S. Jaykishan is one of the prominent firms of Chartered Accountants in India having offices in Kolkata, Ranchi and Mumbai. Since inception in the year 1976, the firm has been providing a wide array of services to the clients across a broad range of industries. Mr. Ritesh Agarwal became a Chartered Accountant in the year 2002 and subsequently joined the firm in 2004. He has varied experience in various fields like Audit, Due Diligence, Investigation, Taxation, Company Law Matters, Management Consultancy and Information Systems Audit. His clientele includes both domestic as well as multi-national companies (large and medium sized), firms, banks, insurance and investment companies, trusts, societies, charitable and educational institutions. With over 18 years of post-qualification experience, he has extensively worked on several consulting/advisory cases for multinational and domestic client, stressing on Accounting Concepts, Compliance under various laws like Companies Act, Income Tax Act, etc. and Effective Controls and Procedures, amongst others. Mr. Agarwal has served as an esteemed member of the Financial Reporting Review Group – Kolkata formed for undertaking the review of general-purpose financial statements.

Item No. 4 – Alteration of the Object Clause of the Memorandum of Association of the Company

The Company is presently engaged in activities relating to investment and financial services. With a view to expanding and diversifying its business operations and to enable the Company to undertake additional permissible activities relating to financial asset and loan portfolio management, servicing, collection, recovery, restructuring and resolution, it is proposed to alter the Main Objects contained in Clause III(A) of the Memorandum of Association of the Company.

The proposed alteration will enable the Company, subject to applicable laws and necessary regulatory approvals, to undertake activities relating to acquisition, investment in, administration, management, servicing, monitoring, restructuring, settlement, recovery, resolution, transfer, assignment, securitisation and sale of loan portfolios, receivables, debt obligations, distressed assets, stressed assets, NPAs and other financial assets from eligible entities.

The proposed objects will also enable the Company to undertake portfolio servicing and collection management activities and provide permissible financial arrangement and facilitation services, including debt and loan syndication, project finance assistance, structured finance, working capital arrangement, lender coordination, co-lending facilitation, consortium financing, financial closure assistance and transaction advisory services, subject to applicable laws and regulatory requirements.

The proposed alteration is intended to provide the Company with greater flexibility to expand its business activities, develop additional revenue streams and utilise its existing financial and operational capabilities. The proposed objects are also intended to facilitate the Company's proposed business strategy and growth plans.

The proposed alteration of the Object Clause requires the approval of the Members by way of a **Special Resolution** pursuant to Sections 4 and 13 and other applicable provisions of the Companies Act, 2013 and the rules made thereunder.

The proposed alteration is subject to such approvals, permissions, sanctions and consents as may be required from the Registrar of Companies, Reserve Bank of India, Stock Exchange(s), where applicable, and/or any other statutory or regulatory authority.

The Board of Directors, at its meeting held on August 13, 2026, considered and approved the proposed alteration of the Main Objects of the Company and recommends the Special Resolution set out at Item No. 4 of the accompanying Notice for approval by the Members.

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

The Members are requested to approve the proposed Special Resolution.

By order of the Board of Directors

Neha Kedia
Company Secretary & Compliance Officer
ICSI Mem. No. A36732

Place: Mumbai
Date: August 24, 2026

Annexure - 1 to the Notice and the Statement

As per the requirement of Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended) and Clause 1.2.5 of the Secretarial Standard – 2 (Revised) as issued by the Institute of Company Secretaries of India, a statement containing the requisite details of the concerned Director(s) is given below:

Name of the Director	**Mr. Dipak Sundarka**
DIN	05297111
Date of Birth	26/12/1979
Age	46
Nationality	Indian
Date of Appointment	09.07.2025
Relationship with Directors	Not related with any director
Expertise in Specific functional area	Accounting, Compliance and Management
Qualification	Bachelor of Commerce with Honors from Calcutta University
Directorships in Unlisted Companies, Other listed Companies (excluding foreign companies) and Membership / Chairmanship of Committees of other Boards.	Trasend Builddev Private Limited Mangalvani Exim Private Limited Manikala Tie-Up Private Limited Goxhill Nirman Limited Harven Saree Limited Gamco Limited Relife Legal Consultancy Private Limited
Number of Shares held in the Company as on March 31, 2026	-
Terms and Conditions of appointment or re-appointment along with details of remuneration, if any to be paid and the remuneration last drawn	Mr. Dipak Sundarka retires by rotation and being eligible as confirmed by him, offers himself for re-appointment.
Relationship with other Directors, Manager and other KMP of the Company	None
Number of Meetings of the Board attended during the financial year (2025-26)	Please refer to the Report on Corporate Governance, which is a part of the Annual R for these details.

Notes

The above information is as on the date of this Notice.

By order of the Board of Directors

Neha Kedia
Company Secretary & Compliance Officer
ICSI Mem. No. A36732

Place: Mumbai
Date: August 24, 2026